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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 6/01, 2013, and ending 5/31, 2014

The Samuel S. Johnson Foundation
P.O. Box 356
Redmond, OR 97756-0079

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) \$ 13,331,948.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)

A Employer identification number
94-6062478

B Telephone number (see the instructions)
(541) 548-8104

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)	2,500.			
2 Ck ☒ if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	206.	206.	N/A	
4 Dividends and interest from securities	555,053.	555,053.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	424,768.			
b Gross sales price for all assets on line 6a	1,300,893.			
7 Capital gain net income (from Part IV, line 2)		424,768.		
8 Net short-term capital gain				
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	982,527.	980,027.		
ADMINISTRATIVE EXPENSES				
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages	69,970.	46,180.		23,790.
15 Pension plans, employee benefits	17,493.	11,545.		5,948.
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) See St 1	6,750.	4,455.		2,295.
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)(see instrs) See Stm 2	50,088.	10,005.		2,113.
19 Depreciation (attach sch) and depletion	579.	382.		
20 Occupancy				
21 Travel, conferences, and meetings	3,151.	2,080.		1,071.
22 Printing and publications	631.	568.		63.
23 Other expenses (attach schedule) See Statement 3	12,794.	8,444.		4,350.
24 Total operating and administrative expenses. Add lines 13 through 23	161,456.	83,659.		39,630.
25 Contributions, gifts, grants paid Part XV	502,898.			502,898.
26 Total expenses and disbursements. Add lines 24 and 25	664,354.	83,659.		542,528.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	318,173.			
b Net investment income (if negative, enter -0-)		896,368.		
c Adjusted net income (if negative, enter -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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	100.	100.	100.
	2 Savings and temporary cash investments	1,417,341.	1,355,463.	1,355,463.
	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.)	4,208.		
	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)	7,020,584.	7,404,171.	11,971,307.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment basis	4,927.			
Less: accumulated depreciation (attach schedule)	See Stmt 4			
15 Other assets (describe)	4,057.	1,449.	870.	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		8,446,639.	8,764,812.	13,331,948.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	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.
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	☒		
	24 Unrestricted		8,446,639.	8,764,812.
	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, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)		8,446,639.	8,764,812.
	31 Total liabilities and net assets/fund balances (see instructions)		8,446,639.	8,764,812.

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	8,446,639.
2 Enter amount from Part I, line 27a	2	318,173.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	8,764,812.
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	8,764,812.

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 See Statement 5				
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) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
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	424,768.
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	22,100.

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	487,725.	11,712,802.	0.041640
2011	545,144.	10,874,785.	0.050129
2010	491,229.	10,031,854.	0.048967
2009	608,874.	9,339,965.	0.065190
2008	546,748.	9,471,202.	0.057727

2 Total of line 1, column (d)	2	0.263653
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	0.052731
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	12,665,398.
5 Multiply line 4 by line 3	5	667,859.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,964.
7 Add lines 5 and 6	7	676,823.
8 Enter qualifying distributions from Part XII, line 4	8	542,528.

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)

1 a 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 instrs)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ☐ and enter 1% of Part I, line 27b		1 17,927.
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 17,927.
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 17,927.
6 Credits/Payments		
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a 26,400.	
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 26,400.	
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 0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 8,473.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 8,473. 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) <u>CA OR</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <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>Mary A. Krenowicz</u> Telephone no <u>(541) 548-8104</u> Located at <u>Post Office Box 356, Redmond, Oregon</u> ZIP + 4 <u>97756-0079</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15		N/A
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>	16		X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>	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>	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	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?	☐ Yes ☒ 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)**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)?

Organizations relying on a current notice regarding disaster assistance check here

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If 'Yes' to 6b, file Form 8870

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

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 6		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
Mary A. Krenowicz Post Office Box 356 Redmond, OR 97756	Exec. Sect. 40	69,970.	17,493.	0.

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

0

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

Part IX-A Summary of Direct Charitable Activities

Expenses

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

Amount

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	11,665,277.
b	Average of monthly cash balances	1b	1,186,152.
c	Fair market value of all other assets (see instructions)	1c	6,843.
d	Total (add lines 1a, b, and c)	1d	12,858,272.
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	12,858,272.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	192,874.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,665,398.
6	Minimum investment return. Enter 5% of line 5	6	633,270.

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	633,270.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	17,927.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	17,927.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	615,343.
4	Recoveries of amounts treated as qualifying distributions	4	2,958.
5	Add lines 3 and 4	5	618,301.
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	618,301.

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	542,528.
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	542,528.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	542,528.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				618,301.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			295,015.	
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				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 542,528.				
a Applied to 2012, but not more than line 2a			295,015.	
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				247,513.
e Remaining amount distributed out of corpus	0.			
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	0.			
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				370,788.
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	0.			
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, 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)

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

[illegible]

- 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(i)(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).)

Elizabeth K. Johnson

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

None

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

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

- a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed.

See Statement 7

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

See Statement for Line 2a

- c Any submission deadlines:**

See Statement for Line 2a

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

See Statement for Line 2a

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 Schedule 4 ,	None		Schedule 4	502,898.
Total			3 a	502,898.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income (See instructions.)
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	206.	
4 Dividends and interest from securities			14	555,053.	
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	424,768.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				980,027.	
13 Total. Add line 12, columns (b), (d), and (e)				980,027.	

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

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

[illegible]

The Samuel S. Johnson Foundation

94-6062478

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
Financial accounting services	\$ 6,750.	\$ 4,455.		\$ 2,295.
Total	<u>\$ 6,750.</u>	<u>\$ 4,455.</u>		<u>\$ 2,295.</u>

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 excise tax	\$ 37,970.			
Foreign tax withheld on dividends	5,902.	\$ 5,902.		
Payroll taxes & workers' compensation	6,216.	4,103.		\$ 2,113.
Total	<u>\$ 50,088.</u>	<u>\$ 10,005.</u>		<u>\$ 2,113.</u>

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
Dir. and officers liability insurance	\$ 3,193.	\$ 2,107.		\$ 1,086.
Miscellaneous	1,345.	888.		457.
Office supplies and expense	8,256.	5,449.		2,807.
Total	<u>\$ 12,794.</u>	<u>\$ 8,444.</u>		<u>\$ 4,350.</u>

Statement 4
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Machinery and Equipment	\$ 4,927.	\$ 4,057.	\$ 870.	\$ 870.
Total	<u>\$ 4,927.</u>	<u>\$ 4,057.</u>	<u>\$ 870.</u>	<u>\$ 870.</u>

The Samuel S. Johnson Foundation

94-6062478

Statement 5
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	1000 shs Proctor & Gamble Co	Purchased	5/15/1992	8/01/2013
2	1000 shs Raytheon Co New	Purchased	9/03/2009	8/07/2013
3	1000 shs Kimberly Clark Corp	Purchased	7/18/2009	8/09/2013
4	1000 shs Umpqua Holdings Corp	Purchased	10/16/2012	8/09/2013
5	1000 shs Washington Federal Inc	Purchased	7/18/2007	8/09/2013
6	6000 shs ABB Ltd ADR	Purchased	2/28/1995	9/11/2013
7	2300 shs Pacificorp 4.56% Pfd	Purchased	1/29/2008	11/08/2013
8	1200 shs Pacificorp 4.72% Pfd	Purchased	4/23/2008	11/08/2013
9	Worldcom Settlement Fund	Purchased	7/01/2001	12/23/2013
10	Fr sh Vodafone Group Spon ADR	Purchased	5/28/2008	2/25/2014
11	5000 shs Safeway Inc	Purchased	8/23/2012	3/06/2014
12	5000 shs Corning Inc	Purchased	8/01/2011	4/02/2014
13	Fr sh Blackhawk Network Holdings	Purchased	4/19/2014	4/21/2014
14	821 shs Blackhawk Network Holdings	Purchased	4/19/2014	4/29/2014
15	5000 shs Corning Inc	Purchased	8/01/2011	5/13/2014

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	80,830.		4,480.	76,350.				\$ 76,350.
2	75,839.		45,970.	29,869.				29,869.
3	48,984.		27,610.	21,374.				21,374.
4	83,865.		60,800.	23,065.				23,065.
5	88,094.		92,200.	-4,106.				-4,106.
6	136,558.		103,789.	32,769.				32,769.
7	235,382.		184,300.	51,082.				51,082.
8	124,200.		98,400.	25,800.				25,800.
9	150.		0.	150.				150.
10	8.		11.	-3.				-3.
11	195,472.		77,250.	118,222.				118,222.
12	105,698.		80,600.	25,098.				25,098.
13	11.		0.	11.				11.
14	19,139.		20,115.	-976.				-976.
15	106,663.		80,600.	26,063.				26,063.
Total								\$ 424,768.

Statement 6
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Dave Heyburn 129 Flamingo Edgewater, FL 32141	Director 1.00	\$ 0.	\$ 0.	\$ 0.
Elizabeth K. Johnson Post Office Box 356 Redmond, OR 97756	Director/Pres. 10.00	0.	0.	0.

The Samuel S. Johnson Foundation

94-6062478

Statement 6 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Patricia C. Johnson 129 Flamingo Edgewater, FL 32141	Director/C.F.O. 3.00	\$ 0.	\$ 0.	\$ 0.
Karen K. Creason (through 9/9/13), 3000 NE 144th Street Vancouver, WA 98686	Director 1.00	0.	0.	0.
John Helm Post Office Box 356 Redmond, OR 97756	Director/VP-Sec 1.00	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

Statement 7
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:
Name: Elizabeth K. Johnson, President
Care Of: The Samuel S. Johnson Foundation
Street Address: Post Office Box 356
City, State, Zip Code: Redmond, OR 97756
Telephone: (541) 548-8104
E-Mail Address:
Form and Content: Application format is discretionary, no minimum requirement.
Submission Deadlines: None
Restrictions on Awards: None

The Samuel S. Johnson Foundation

94-6062478

No.	Description	Date Acquired	Date Sold	Cost/ Basis	Bus. Pct.	Cur 179 Bonus	Special Depr. Allow.	Prior 179/ Bonus/ Sp. Depr.	Prior Dec. Bal. Depr.	Salvage /Basis Reductn.	Depr. Basis	Prior Depr.	Method	Life	Rate	Current Depr.
Form 990/990-PF																
Machinery and Equipment																
1	HP Printer	2/01/99		799							799	799	200DB	MQ	5	0
2	Dell Pentium IV Computer	3/29/04		917							917	917	200DB	MQ	5	0
3	HP 7130 Printer/Scanner	3/29/04		473							473	473	200DB	MQ	5	0
4	Canon Copier	9/15/10		1,742							1,742	1,239	200DB	HY	5	.11520
5	Computer Equipment	5/30/13		996							996	50	200DB	MQ	5	.38000
Total Machinery and Equipment				4,927		0	0	0	0	0	4,927	3,478				
Total Depreciation				4,927		0	0	0	0	0	4,927	3,478				
Grand Total Depreciation				4,927		0	0	0	0	0	4,927	3,478				

THE SAMUEL S. JOHNSON FOUNDATION

STUDENT LOANS RECEIVABLE

For the Year Ended May 31, 2014
(Federal Employer ID #94-6062478)

Name of Student School Hometown	Relationship (Note)	Balance June 1, 2013	Advanced During Period	Repaid During Period	Cancel, WriteOff Uncollect This Period	Balance May 31, 2014
Nicholas Barber Brigham Young University Scappoose, Oregon	None	\$1,850.00	--	\$900.00	--	\$ 950.00
Ryan Davidge Gonzaga University Scappoose, Oregon	None	1,500.00	--	1,300.00	--	200.00
Joshua Harding-Frederick Oregon State University Sisters, Oregon	None	700.00	--	700.00	--	-0-
Dinora Trejo Columbia Gorge Community College Odell, Oregon	None	2,215.35	--	57.50	--	2,157.85
Melissa Weise Portland Community College Hood River, Oregon	None	900.00	--	--	--	900.00
TOTALS		<u>\$ 7,165.35</u>	<u>\$ -0-</u>	<u>\$2,957.50</u>	<u>\$ -0-</u>	<u>\$4,207.85</u>

(Note: Relationship to any Foundation manager or substantial contributor.)

THE SAMUEL S. JOHNSON FOUNDATION

94-6062478

EXPENDITURE ALLOCATION TO VARIOUS CATEGORIES OF FEDERAL FORM 990-PF AS APPLICABLE
FISCAL YEAR ENDED MAY 31, 2014

<u>Description</u>	<u>Part 1, (Page 1) Line 26</u>			<u>% of Allocation to Column B</u>
	<u>Column (A)</u>	<u>Column (B)</u>	<u>Column (D)</u>	
Salaries and wages	\$ 69,970	\$46,180	\$ 23,790	66
Accounting services	6,750	4,455	2,295	66
Payroll taxes & worker's compensation insurance	6,216	4,103	2,113	66
Pension plan contributions	17,493	11,545	5,948	66
Foreign tax/fees withheld on dividends	5,902	5,902	-	100
Federal excise tax on investment income	37,970	-	-	-
Depreciation on office equipment	579	382	-	66
Board of Directors' meetings expense	3,151	2,080	1,071	66
Subscriptions to investment publications	568	568	-	100
Subscriptions to philanthropic publications	63	-	63	-
Office supplies and expense	8,256	5,449	2,807	66
Directors and officers liability insurance	3,193	2,107	1,086	66
Miscellaneous	1,345	888	457	66
Contributions, gifts, grants	<u>502,898</u>	<u>-</u>	<u>502,898</u>	-
	<u>\$664,354</u>	<u>\$83,659</u>	<u>\$542,528</u>	

THE SAMUEL S. JOHNSON FOUNDATION

94-6062478

FISCAL YEAR ENDED MAY 31, 2014

CALCULATION OF ALLOCATION FACTOR FOR A PROPORTIONATE
SHARE OF THE OVERHEAD AND OTHER EXPENSES ATTRIBUTABLE
TO THE INVESTMENT INCOME:

	<u>Total</u>	<u>Expenses of Earning Gross Income</u>	<u>Administrative Expenses of Active Conduct of Exempt Activities</u>
Loans - student and other, advanced during year	\$ 0	\$	\$ 0
Loans - student and other, repaid during year	2,958		2,958
Grants to beneficiaries	502,898		502,898
Total investment income	<u>980,027</u>	<u>980,027</u>	<u> </u>
	<u>\$1,485,883</u>	<u>\$980,027</u>	<u>\$505,856</u>
Percentage	<u>100%</u>	<u>66%</u>	<u>34%</u>

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
American Cancer Society 0330 S.W. Curry Street Portland, Oregon 97201 -Columbia County Relay for Life (\$1,000) -Clatsop County Relay for Life (\$1,000)	None	\$2,000
American Land Institute 534 S.W. Third Street, Suite 716 Portland, Oregon 97204 Greatest need and match for Packard challenge grant	None	\$4,000
American Lung Association 7420 S.W. Bridgeport Road, Suite 200 Tigard, Oregon 97224 Area of greatest need	None	\$1,000
Assistance League of Columbia Pacific Post Office Box 596 Astoria, Oregon 97103 Operation School Bell program	None	\$2,500
Association of Fundraising Professionals - Oregon Post Office Box 55512 Portland, Oregon 97238 Area of greatest need	None	\$2,500
Astoria High School 1001 West Marine Drive Astoria, Oregon 97103 Walldorf School Exchange program	None	\$3,000
Astoria Music Festival Post Office Box 113 Astoria, Oregon 97103 Area of greatest need	None	\$5,000

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
Boy Scouts of America, Oregon Chapter 2145 S.W. Naito Parkway Portland, Oregon 97201 Area of greatest need	None	\$5,000
Boys and Girls Aid Society of Oregon 018 S.W. Boundary Court Portland, Oregon 97239 Adoption Services programs	None	\$8,500
Boys and Girls Club of Central Oregon Post Office Box 1028 Redmond, Oregon 97756 In support of Redmond Club, in memory of Becky Johnson	None	\$2,500
Boys and Girls Club of Salem, Marion and Polk Counties 1395 Summer Street N.E. Salem, Oregon 97303 Greatest need, in memory of Kitsy Griffith	None	\$1,000
Camp Kiwanilong 81 Alexander Road Raymond, Washington 98577 Greatest need, in memory of Bill Henningsgaard	None	\$1,000
Camp Rosenbaum 449 N.E. Emerson Street Portland, Oregon 97212 Area of greatest need	None	\$1,500
CASA of Clatsop County Post Office Box 514 Astoria, Oregon 97103 Area of greatest need	None	\$2,500
CASA of Columbia County 36200 Pittsburg Road, Suite D St. Helens, Oregon 97051 Area of greatest need	None	\$1,000

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
City of Columbia City Post Office Box 189 City of Columbia City, Oregon 97018 -Veterans Memorial Park (\$2,500) -In support of library programs (\$500)	None	\$3,000
City of Redmond Parks Department 777 S.W. Deschutes Avenue Redmond, Oregon 97756 For the Dry Canyon park system, in memory of Bob Riggs	None	\$1,000
Clark County Skills Center Foundation 12200 N.E. 28th Street Vancouver, Washington 98682 Pre-Engineering Design program	None	\$2,000
Classroom Law Project 620 S.W. Main Street, Suite 102 Portland, Oregon 97205 Area of greatest need	None	\$2,500
Clatskanie Arts Commission Post Office Box 1110 Clatskanie, Oregon 97106 Area of greatest need	None	\$1,000
Clatskanie Foundation Post Office Box 243 Clatskanie, Oregon 97016 -Restoration of Clatskanie IOOF Hall (\$5,000) -Area of greatest need (\$1,000)	None	\$6,000
Clatsop Community Action 364 Ninth Street Astoria, Oregon 97103 Greatest need in food bank programs	None	\$5,000

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
Clatsop Community College Foundation 1653 Jerome Avenue Astoria, Oregon 97103 -Institutional Advancement Initiatives (\$1,000) -Women Interested in Going to College Conference (\$1,000) -Women Interested in Going to College program (\$1,000) -Equipment for education programs (\$5,000)	None	\$8,000
Clatsop County Historical Society Post Office Box 88 Astoria, Oregon 97103 Area of greatest need	None	\$5,000
Clatsop County Women's Resource Center 1010 Duane Street, #207 Astoria, Oregon 97103 -Area of greatest need (\$1,000) -Domestic violence prevention (\$1,500) -Area of greatest need (\$1,000)	None	\$3,500
Columbia County Child Abuse Assessment Center Amani Center Post Office Box 1001 St. Helens, Oregon 97051 Area of greatest need	None	\$ 500
Columbia County Habitat for Humanity Post Office Box 921 St. Helens, Oregon 97051 -Community Outreach program (\$2,500) -House project, area of greatest need (\$5,000)	None	\$7,500
Columbia County Humane Society 2084 Oregon Street St. Helens, Oregon 97051 -Spay and neuter programs (\$1,000) -Feral cat & kitten spay/neuter, vaccine programs (\$2,100)	None	\$3,100

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
Columbia Learning Center Post Office Box 1094 St. Helens, Oregon 97051 Area of greatest need	None	\$2,500
Columbia Memorial Hospital Foundation 2111 Exchange Street Astoria, Oregon 97103 Area of greatest need	None	\$2,500
Columbia River Maritime Museum 1782 Marine Drive Astoria, Oregon 97103 Area of greatest need	None	\$1,000
Community Action Team 310 Columbia Boulevard St. Helens, Oregon 97051 Veterans Service program	None	\$10,000
Community Transitional School 6601 N.E. Killingsworth Street Portland, Oregon 97218 Greatest need, in memory of Doris Carlsen	None	\$ 500
Compassion and Choices Post Office Box 101810 Denver, Colorado 80250 Area of greatest need	None	\$5,000
Concordia University 2811 N.E. Holman Street Portland, Oregon 97211	None	\$4,000
Early Childhood Education/Development Policy Seminar		
Council on Foundations 2121 Crystal Drive, Suite 700 Arlington, Virginia 22202 Area of greatest need	None	\$1,040

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
Cystic Fibrosis Foundation of Massachusetts 220 North Main Street, Suite 104 Natick, Massachusetts 01760 Greatest need, in memory of Freddie Slifka	None	\$1,000
DePaul Post Office Box 3007 Portland, Oregon 97208 Area of greatest need	None	\$1,000
Deschutes Land Trust 210 N.W. Irving Avenue, Suite 102 Bend, Oregon 97701 Projects on Metolius Preserve & sub-basins	None	\$10,000
Dougy Center Post Office Box 86852 Portland, Oregon 97286 Area of greatest need	None	\$5,000
Eastside Pathways Post Office Box 913 Bellevue, Washington 98009 Greatest need, in memory of Bill Henningsgaard	None	\$1,000
Ecumenical Ministries of Oregon 0245 S.W. Bancroft Street Portland, Oregon 97239 Northeast Emergency Food Program	None	\$5,000
Elsie Vinemaple Fire Department 42644 Loyd Lane Seaside, Oregon 97138 Improvements to satellite station	None	\$5,000
Eugene Debbs Potts Foundation Post Office Box 324 Merlin, Oregon 97352 Area of greatest need	None	\$1,000

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
Fanconi Anemia Research Fund 1801 Willamette Street, Suite 200 Eugene, Oregon 97401 Area of greatest need	None	\$1,000
First United Methodist Church of Bend 680 N.W. Bond Street Bend, Oregon 97701 Preservation of historic stained glass windows	None	\$5,000
Florence Food Share Post Office Box 2514 Florence, Oregon 97439 Community Outreach & Food Distribution	None	\$5,000
Food Roots 1906 Third Street, Suite B Tillamook, Oregon 97141 North Coast Grown Specialty Crop program	None	\$5,000
Friends of the Metolius Post Office Box 101 Camp Sherman, Oregon 97730 Area of greatest need	None	\$2,500
Friends of the Mounted Patrol Post Office Box 82725 Portland, Oregon 97282 Area of greatest need	None	\$2,500
Furry Friends Foundation Post Office Box 689 Sisters, Oregon 97759 Area of greatest need	None	\$2,500
Gilliam County Public Library 310 South Main Street Condon, Oregon 97823 Area of greatest need	None	\$2,500

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
Girl Scouts-Columbia River Council Post Office Box 2427 Lake Oswego, Oregon 97035 Area of greatest need	None	\$1,000
Grantmakers of Oregon & S.W. Washington Post Office Box 6381 Portland, Oregon 97228 Area of greatest need	None	\$1,913
Habitat for Humanity-Portland Post Office Box 11527 Portland, Oregon 97211 Area of greatest need	None	\$1,000
Helping Hands Outreach Post Office Box 248 Seaside, Oregon 97138 -Area of greatest need (\$5,000) -Operating expenses of emergency shelter (\$10,000)	None	\$15,000
HOPE Inc. Post Office Box 448 Rainier, Oregon 97048 For emergency food and personal care items	None	\$1,000
Hospice of Redmond-Sisters 732 S.W. 23rd Street Redmond, Oregon 97756 Area of greatest need	None	\$1,500
I Have a Dream Foundation 2916-N.E. Alberta Street, Suite-D Portland, Oregon 97211 Area of greatest need	None	\$1,000
Immaculate Conception Church 231 East Center Street Bellevue, Ohio 44811 Greatest need, in memory of Mary Dick	None	\$ 500

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
Jesuit High School 9000 S.W. Beaverton-Hillsdale Highway Portland, Oregon 97225 FIRST Robotics team program	None	\$5,000
Josephson Institute 9841 Airport Boulevard, Suite 300 Los Angeles, California 90045 Character Counts program	None	\$2,500
Junior R.O.T.C. Army Madras High School 390 S.E. 10th Street Madras, Oregon 97741 Area of greatest need	None	\$1,000
KBPS Public Radio Foundation 515 N.E. 15th Avenue Portland, Oregon 97232 -Area of greatest need (\$2,500) -Music programming (\$2,500)	None	\$2,500
Kemple Children's Clinic 1029 N.W. 14th Street, Suite 101 Bend, Oregon 97701 Area of greatest need	None	\$1,000
Knappa Schools Foundation 42195-A Old Highway 30 Astoria, Oregon 97103 -Greatest need, in memory of Larry Hall (\$500) -Area of greatest need (\$2,500) -Area of greatest need (\$2,500)	None	\$5,500

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
Lewis and Clark College Northwestern School of Law 10015 S.W. Terwilliger Blvd Portland, Oregon 97219 -Greatest need, in memory of John Howard (\$1,000) -Scholarship fund, in memory of Krista Koehl (\$1,000) -Western Resources Legal Center, greatest need (\$5,000) -Scholarship fund, in memory of Judge Ralph Holman (\$500) -Small Business Legal Clinic, greatest need (\$2,500)	None	\$10,000
Liberty Theater Post Office Box 210 Astoria, Oregon 97103 Area of greatest need	None	\$2,500
Lone Fir Cemetery Foundation Post Office Box 12051 Portland, Oregon 97212 Area of greatest need	None	\$1,000
Lower Columbia Hospice 2111 Exchange Street Astoria, Oregon 97103 Greatest need, in memory of Larry Hall	None	\$ 500
Lutheran Community Services 605 S.E. Cesar E. Chavez Boulevard Portland, Oregon 97214 Hope House programs	None	\$1,000
Marie Mills Foundation 1800 Front Street Tillamook, Oregon 97141 Area of greatest need	None	\$2,500

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
Medical Teams International Post Office Box 10 Portland, Oregon 97207 Central Oregon Mobile Dental Van program	None	\$10,000
Memorial Fund for Veterans of Washington County Post Office Box 73 Hillsboro, Oregon 97123 Greatest need, in memory of Becky Johnson	None	\$2,500
Monday Musical Club of Tillamook 6415 Westwood Court Tillamook, Oregon 97141 Area of greatest need	None	\$1,000
Multnomah Library Foundation 620 S.W. Fifth Street, Suite 1025 Portland, Oregon 97202 Area of greatest need	None	\$ 200
Museum at Warm Springs Post Office Box 753 Warm Springs, Oregon 97761 -In support of the Honor Dinner (\$2,500) -Native American Youth programs (\$2,500)	None	\$5,000
Nature Conservancy of Oregon 821 S.E. 14 th Avenue Portland, Oregon 97214 Greatest need, in memory of Peter McDonald	None	\$1,000
Neah-Kah-Nie Education Foundation Post Office Box 28 Rockaway Beach, Oregon 97136 Greatest need, in honor of Imie Camelli	None	\$1,000
Newberg Animal Shelter, Friends of 901 Brutscher Street, Suite D, PMB 107 Newberg, Oregon 97132 Greatest need, in memory of Joan Austin	None	\$1,000

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
Northwest Parish Nurse Ministries Post Office Box 2156 Salem, Oregon 97308 Area of greatest need	None	\$2,500
Opportunity Foundation of Central Oregon Post Office Box 430 Redmond, Oregon 97756 Picnic table and shadesail for the Ben Westlund Park	None	\$1,000
Oregon 4-H Foundation 119 Ballard Extension Hall Corvallis, Oregon 97331 Area of greatest need	None	\$1,500
Oregon Center for Nursing 5000 N. Willamette Boulevard Portland, Oregon 97203 Area of greatest need	None	\$2,500
Oregon Community Foundation 1221 S.W. Yamhill, Suite 100 Portland, Oregon 97205 Greatest need, in memory of Doris Carlsen	None	\$1,000
Oregon Episcopal School 6300 S.W. Nicol Road Portland, Oregon 97223 Dr. William C. Lamb Endowment for science and math programs	None	\$5,000
Oregon Food Bank Post Office Box 55370 Portland, Oregon 97238 -Area of greatest need (\$5,000) -Tillamook County Food Bank (\$1,500)	None	\$6,500

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
Oregon Future Farmers of America Foundation Post Office Box 1165 Canby, Oregon 97013 Areas of greatest need in Oregon	None	\$10,000
Oregon Health Sciences University 1230 S.W. Park Avenue Portland, Oregon 97205 -Internal handicap accessible doors, Beaverton clinic (\$14,000) -Masters Educators Compassionate Communication (\$12,500)	None	\$26,500
Oregon Historical Society 1230 S.W. Park Avenue Portland, Oregon 97205 -Education and outreach, greatest needs (\$10,000) -In support of the Lincoln Exhibit (\$5,000) -Greatest need, in memory of Tom Vaughan (\$5,000) -2015 Distinguished Historians Forum (\$5,000)	None	\$25,000
Oregon Humane Society Post Office Box 11364 Portland, Oregon 97211 -Greatest need, in memory of Marion Abrams (\$500) -Feline adoption programs (\$2,500)	None	\$3,000
Oregon Lions Hearing and Sight Foundation 1410 S.W. Morrison, Suite 760 Portland, Oregon 97205 Rural mobile health screening program	None	\$2,500
Oregon Museum of Science and Industry 1945 S.E. Water Avenue Portland, Oregon 97214 Outdoors Coast Discovery Center	None	\$5,000
Oregon National Guard Youth Challenge 1143 N.E. 4 th Street Bend, Oregon 97701 Sam and Becky Johnson scholarships	None	\$1,000

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
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Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
Oregon Partnership Lines for Life 5100 S.W. Macadam Avenue, Suite 400 Portland, Oregon 97239 Area of greatest need	None	\$2,500
Oregon Public Broadcasting 7140 S.W. Macadam Avenue Portland, Oregon 97219 Area of greatest need	None	\$1,000
Oregon Symphony 921 S.W. Washington, Suite 200 Portland, Oregon 97205 Area of greatest need	None	\$2,000
Oregon Tradeswomen 1714 N.E. Alberta Street Portland, Oregon 97211 Area of greatest need	None	\$2,500
Oregon World War II Memorial Foundation 805 N.W. Skyline Crest Road Portland, Oregon 97229 Greatest need, in memory of Sam & Becky Johnson	None	\$5,000
Pacific University 2043 College Way Forest Grove, Oregon 97116 Online archive of Governor Victor Atiyeh collection	None	\$10,000
Parents of Murdered Children, Greater Portland 14427 S. Forsythe Road Oregon City, Oregon 97045 For the memorial garden, in memory of Laurene McGilvray	None	\$1,500

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
Pendleton, City of 500 S.W. Dorion Avenue Pendleton, Oregon 97801 George Fletcher memorial statue	None	\$10,000
Philanthropy Northwest 2101 4th Avenue, Suite 650 Seattle, Washington 98121 Area of greatest need	None	\$ 495
Planned Parenthood of the Columbia Willamette 3727 N.E. Martin Luther King Jr. Boulevard Portland, Oregon 97212 Support of services and programs	None	\$5,000
Portland Actors Ensemble Post Office Box 8671 Portland, Oregon 97207 Area of greatest need	None	\$1,500
Portland Baroque Orchestra 1020 S.W. Taylor Street, Suite 275 Portland, Oregon 97205 Core programming and operations	None	\$2,500
Portland Opera 211 S.E. Caruthers Street Portland, Oregon 97205 Area of greatest need	None	\$5,000
Portland Rose Festival Foundation 1020 S.W. Naito Parkway Portland, Oregon 97204 Area of-greatest need	None	\$2,500
Portland State University Foundation Post Office Box 751 Portland, Oregon 97207 Simon Benson Award Scholarship Fund	None	\$5,000

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
Providence St. Vincent Medical Foundation 9205 S.W. Barnes Road Portland, Oregon 97225 Support for the Child Center, in honor of Gerry Frank	None	\$2,500
Redmond Fire Department 341 N.W. Dogwood Avenue Redmond, Oregon 97756 Food and toy drive	None	\$ 500
Rico, Angelica and Portland State University 14742 S.W. Scholls Ferry Road, Suite 822 Beaverton, Oregon 97007 Education grant for tuition and fees, 2013-14 academic year	None	\$5,000
Rinehart Clinic Post Office Box 176 Wheeler, Oregon 97708 Area of greatest need	None	\$5,000
Royal Rosarian Foundation Post Office Box 8956 Portland, Oregon 97207 Area of greatest need	None	\$2,500
Sacagawea Health Center Post Office Box 423 St. Helens, Oregon 97051 Vaccine storage refrigerator/freezer	None	\$2,700
Salvation Army, Bend Post Office Box 6177 Bend, Oregon 97708 Area of greatest need	None	\$2,500
Salvation Army, Portland 211 N.E. 19 th Avenue Portland, Oregon 97232 Hot Meals program at Rose Center for Seniors	None	\$5,000

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
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<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
Scappoose Fire Department Post Office Box 625 Scappoose, Oregon 97056 Share and Care program	None	\$ 500
Seaside Rotary Foundation 415 First Avenue Seaside, Oregon 97138 Christmas Wishing Tree	None	\$1,200
Self Enhancement Inc. 3920 North Kerby Avenue Portland, Oregon 97227 Area of greatest need	None	\$5,000
Solve Oregon Litter & Vandalism 5193 N.E. Elam Young Parkway, Suite B Hillsboro, Oregon 97220 Area of greatest need	None	\$2,500
Soulful Giving Foundation 8440 N.E. Alderwood Road, #A Portland, Oregon 97220 Area of greatest need	None	\$1,000
Special Olympics Oregon 901 S.W. Macadam Avenue, Suite 100 Portland, Oregon 97251 Area of greatest need	None	\$5,000
St. Charles Medical Center Redmond Auxiliary 1253 North Canal Boulevard Redmond, Oregon 97756 Hospice tree auction	None	\$ 500
St. Thomas Catholic Church Post Office Box 247 Redmond, Oregon 97756 Area of greatest need	None	\$1,000

(Note: Relationship to any Foundation manager or substantial contributor.)

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
Stein Hospice 1200 Sycamore Line Sandusky, Ohio 44870 Greatest need, in memory of Mary Dick	None	\$1,000
Sunset Reading Council 94436 Mustonen Road Astoria, Oregon 97103 Area of greatest need	None	\$2,000
Tillamook Animal Shelter Post Office Box 1314 Tillamook, Oregon 97141 Spay and neuter programs	None	\$1,000
Tillamook Bay Community College Foundation 4301 Third Street Tillamook, Oregon 97141 -Mildred Davy Memorial Scholarship Fund (\$1,000) -Greatest need, in memory of Bud Gienger (\$1,000)	None	\$2,000
Tillamook County Fair 201 Laurel Avenue Tillamook, Oregon 97141 Area of greatest need	None	\$5,000
Tillamook County Family Y.M.C.A. 610 Stillwell Avenue Tillamook, Oregon 97141 -Area of greatest need (\$1,000) -Area of greatest need (\$1,000)	None	\$2,000
Tillamook County Pioneer Museum 2106 Second Street Tillamook, Oregon 97141 Greatest need, in memory of Bud Gienger	None	\$ 500

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For the Fiscal Year Ended May 31, 2014
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<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
Tillamook County Women's Resource Center Post Office Box 187 Tillamook, Oregon 97141 Matching challenge grant for the area of greatest need	None	\$5,000
Tillamook Education Foundation 6825 Officers Row Tillamook, Oregon 97141 In support of education programs	None	\$2,500
Tillamook High School 2605 Twelfth Street Tillamook, Oregon 97141 Future Farmers of America programs	None	\$2,250
Tillicum Foundation-KMUN Public Radio Post Office Box 269 Astoria, Oregon 97103 News and events programming	None	\$5,000
Tucker Maxon Oral School 2860 S.E. Holgate Boulevard Portland, Oregon 97202 Area of greatest need	None	\$3,000
Union Gospel Mission 222 N.W. Couch Street Portland, Oregon 97209 Area of greatest need	None	\$2,500
United Paws of Tillamook Post Office Box 159 Tillamook, Oregon 97141 Spay and neuter programs	None	\$1,000
United Way of Clatsop County Post Office Box 775 Astoria, Oregon 97103 Area of greatest need	None	\$1,000

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GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2014
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<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
United Way of Columbia County Post Office Box 538 Rainier, Oregon 97048 Area of greatest need	None	\$1,000
United Way of Deschutes County-Redmond 1029 N.W. 14 th Street Bend, Oregon 97701 Area of greatest need	None	\$1,000
United Way of Tillamook County Post Office Box 476 Tillamook, Oregon 97141 Area of greatest need	None	\$1,000
Vernonia Health Center 1001 Bridge Street Vernonia, Oregon 97064 Greatest need for medical equipment	None	\$5,000
Volunteers of America-Oregon 3910 S.E. Stark Street Portland, Oregon 97214 Area of greatest need	None	\$2,500
Wallace Medical Concern 124 N.E. 181 st Street, Suite 103 Portland, Oregon 97230 Greatest need, in memory of Marc Blackman	None	\$1,000
Wetlands Conservancy Post Office Box 1195 Tualatin, Oregon 97062 Greatest-need, in memory of Marion Abrams	None	\$ 500
Wild Horse Rescue Center 4970 International Avenue Mims, Florida 32764 Area of greatest need	None	\$5,000

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<u>Recipients Name and Address</u> <u>Concise Statement of Purpose</u>	<u>Relationship</u> <u>(Note)</u>	<u>Amount</u>
Youth Music Project 2015 8th Avenue, Suite 202 West Linn, Oregon 97068 -Area of greatest need (\$5,000) -Area of greatest need (\$1,000)	None	\$6,000
TOTAL.....		\$502,898

(Note: Relationship to any Foundation manager or substantial contributor.)

THE SAMUEL S. JOHNSON FOUNDATION

PORTFOLIO APPRAISAL

For the Year Ended May 31, 2014

(See Accountant's Compilation Report)

Quantity	Security	Pct. Assets	Trade Date	Adjusted Unit Cost	Total Adjusted Cost	Price	Market Value	Unrealized Gain/Loss	Pct G/L	Unit Income	Annual Income	Cur Yield
COMMON STOCK												
2,000	3M COMPANY	2.1	08-01-06	70.01	140,020.00	142.55	285,100.00	145,080.00	103.61	3.42	6,840.00	2.4
15,000	AMERICAN EAGLE OUTFITTERS	1.2	06-19-13	17.54	263,147.50	10.73	160,950.00	-102,197.50	-38.84	0.50	7,500.00	4.7
500	APPLE INC	2.4	11-15-10	337.08	168,541.99	633.00	316,500.00	147,958.01	87.79	13.16	6,580.00	2.1
18,000	ASA GOLD AND PRECIOUSMETALS LIMITECOM STK NPV	1.8	03-07-13	16.59	298,564.00	13.04	234,720.00	-63,844.00	-21.38	0.17	3,060.00	1.3
12,000	AT&T INC COM	3.2	04-28-87	6.21	74,519.63	35.47	425,640.00	351,120.37	471.18	1.84	22,080.00	5.2
3,600	CHEVRON CORP	3.3	02-25-99	31.23	112,441.56	122.79	442,044.00	329,602.44	293.13	4.28	15,408.00	3.5
10,014	COHEN & STEERS REIT & PFD	1.3	12-29-06	25.77	258,040.61	17.74	177,648.36	-80,392.25	-31.15	1.20	12,016.80	6.8
5,000	INCOME FD INC CONAGRA FOODS INC	1.2	12-09-13	33.27	166,348.25	32.30	161,500.00	-4,848.25	-2.91	1.00	5,000.00	3.1
10,000	CORNING INC	1.6	03-02-12	12.58	125,782.50	21.30	213,000.00	87,217.50	69.34	0.40	4,000.00	1.9
3,000	DIGITAL RLTY TR INC COM	1.3	11-14-13	46.75	140,243.70	57.50	172,500.00	32,256.30	23.00	3.32	9,960.00	5.8
6,000	DU PONT EIDE NEMOURS & CO	3.1	05-26-05	41.24	247,427.50	69.31	415,860.00	168,432.50	68.07	1.80	10,800.00	2.6
4,000	EXXON MOBIL CORP	3.0	01-16-91	11.53	46,105.00	100.53	402,120.00	356,015.00	772.18	2.76	11,040.00	2.7
8,000	FEDERATED INVESTORS INC CL B	1.7	07-26-10	21.24	169,945.60	28.27	226,160.00	56,214.40	33.08	1.00	8,000.00	3.5

THE SAMUEL S. JOHNSON FOUNDATION

PORTFOLIO APPRAISAL

For the Year Ended May 31, 2014

(See Accountant's Compilation Report)

Quantity	Security	Pct. Assets	Trade Date	Adjusted Unit Cost	Total Adjusted Cost	Price	Market Value	Unrealized Gain/Loss	Pct G/L	Unit Income	Annual Income	Cur Yield
17,000	GENERAL ELECTRIC CO	3.4	07-10-90	4.93	83,734.89	26.79	455,430.00	371,695.11	443.90	0.88	14,960.00	3.3
4,000	HCP INC COM	1.3	03-07-14	38.07	152,280.00	41.75	167,000.00	14,720.00	9.67	2.00	8,000.00	4.8
12,000	INTEL CORP	2.5	09-12-08	20.29	243,480.00	27.32	327,840.00	84,360.00	34.65	0.90	10,800.00	3.3
3,000	INTL BUSINESS MACH	4.2	01-28-87	31.24	93,722.25	184.36	553,080.00	459,357.75	490.13	4.40	13,200.00	2.4
2,000	JOHNSON & JOHNSON	1.5	03-11-04	51.75	103,504.00	101.46	202,920.00	99,416.00	96.05	2.80	5,600.00	2.8
3,000	KIMBERLY CLARK CORP	2.5	07-18-08	52.77	158,301.30	112.35	337,050.00	178,748.70	112.92	3.36	10,080.00	3.0
8,000	KONINKLIJKE PHILIPS NV ADR	1.9	10-04-11	16.87	134,923.20	31.54	252,320.00	117,396.80	87.01	0.93	7,466.94	3.0
3,000	MCDONALDS CORP	2.3	03-04-09	54.66	163,987.20	101.43	304,290.00	140,302.80	85.56	3.24	9,720.00	3.2
10,000	MICROSOFT CORP	3.1	11-17-03	25.48	254,815.00	40.94	409,400.00	154,585.00	60.67	1.12	11,200.00	2.7
15,000	PEABODY ENERGY CORP	1.8	03-27-12	22.95	344,247.00	16.16	242,400.00	-101,847.00	-29.59	0.34	5,100.00	2.1
3,000	PEPSICO INC	2.0	04-22-10	64.25	192,738.90	88.33	264,990.00	72,251.10	37.49	2.62	7,860.00	3.0
11,000	PFIZER INC	2.5	01-26-87	2.05	22,551.11	29.63	325,930.00	303,378.89	345.29	1.04	11,440.00	3.5
3,500	PHILIP MORRIS INTL INC COM	2.3	02-28-95	24.15	84,515.57	88.54	309,890.00	225,374.43	266.67	3.76	13,160.00	4.2
4,000	PROCTER & GAMBLE CO	2.4	05-13-86	4.48	17,939.67	80.79	323,160.00	305,220.33	701.37	2.57	10,297.60	3.2
3,000	RAYTHEON CO COM NEW	2.2	09-03-09	47.99	143,963.50	97.57	292,710.00	148,746.50	103.32	2.00	6,000.00	2.0

THE SAMUEL S. JOHNSON FOUNDATION

PORTFOLIO APPRAISAL

For the Year Ended May 31, 2014

(See Accountant's Compilation Report)

Quantity	Security	Pct. Assets	Trade Date	Adjusted Unit Cost	Total Adjusted Cost	Price	Market Value	Unrealized Gain/Loss	Pct G/L	Unit Income	Annual Income	Cur. Yield
5,400	ROYAL DUTCH SHELL ADR	3.2	04-01-92	21.16	114,284.15	78.60	424,440.00	310,155.85	271.39	3.60	19,440.00	4.6
5,000	SAFeway INC COM	1.3	10-15-12	15.75	78,728.00	34.34	171,700.00	92,972.00	118.09	0.92	4,600.00	2.7
8,000	TEVA PHARMACEUTICAL INDUSTRIES	3.0	07-27-10	45.07	360,599.80	50.49	403,920.00	43,320.20	12.01	1.14	9,135.89	2.3
5,000	TRANSOCEAN LIMITED COM	1.6	06-18-13	49.01	245,028.90	42.49	212,450.00	-32,578.90	-13.30	3.00	15,000.00	7.1
15,000	UMPQUA HOLDINGS CORP	1.9	10-16-12	12.05	180,720.00	16.57	248,550.00	67,830.00	37.53	0.36	5,400.00	2.2
6,841	VERIZON COMMUNICATIONS	2.6	03-01-10	32.45	221,966.62	49.96	341,776.36	119,809.74	53.98	2.12	14,502.92	4.2
3,818	VODAFONE GROUP	1.0	05-12-08	58.62	223,825.55	35.01	133,668.18	-90,157.37	-40.28	1.81	6,910.58	5.2
11,000	WASHINGTON FED INC COM	1.7	07-18-07	18.62	204,853.10	20.83	229,130.00	24,276.90	11.85	0.40	4,400.00	1.9
10,000	WASHINGTON REAL ESTATE INVT TR	1.9	08-20-12	25.76	257,560.20	25.83	258,300.00	739.80	0.29	1.20	12,000.00	4.6
		81.5			6,293,397.75		10,826,086.90	4,532,689.15	72.02		358,558.73	3.3
PREFERRED STOCK												
1,100	AMEREN ILL CO PFD 5.16%	0.8	03-08-07	90.00	99,000.00	91.00	100,100.00	1,100.00	1.11	5.16	5,676.00	5.7

THE SAMUEL S. JOHNSON FOUNDATION

PORTFOLIO APPRAISAL

For the Year Ended May 31, 2014

(See Accountant's Compilation Report)

Quantity	Security	Pct. Assets	Trade Date	Adjusted Unit Cost	Total Adjusted Cost	Price	Market Value	Unrealized Gain/Loss	Pct G/L	Unit Income	Annual Income	Current Yield
1,000	INDIANAPOLIS PWR & LTGO 5.65% PFD	0.8	06-27-12	100.00	100,000.00	100.09	100,094.00	94.00	0.09	5.65	5,650.00	5.6
4,000	METLIFE INC PFD SER B 6.50% 12/31/2049 PERPETUAL	0.8	12-29-06	25.54	102,175.00	25.45	101,800.00	-375.00	-0.37	1.62	6,500.00	6.4
2,000	MISSISSIPPI PWR CO PFD 4.72%	1.4	07-09-09	77.50	155,000.00	93.20	186,400.00	31,400.00	20.26	4.72	9,440.00	5.1
1,500	NSTAR ELEC CO PFD 4.78%	1.1	05-02-12	100.00	150,000.00	94.05	141,075.00	-8,925.00	-5.95	4.78	7,170.00	5.1
5,000	PACIFIC GAS & ELEC COREDM	0.8	05-24-12	23.70	118,500.00	21.26	106,300.00	-12,200.00	-10.30	1.12	5,625.00	5.3
3,895	VTG 1ST PFD 4.50% RED LION HOTELS CAP TRPFD SECS 9.5% 02/19/2044	0.8	02-13-04	25.69	100,075.00	25.87	100,763.65	688.65	0.69	2.37	9,250.62	9.2
2,000	UNION ELEC CO PFD VTGCUM \$4.00	1.2	10-20-10	71.00	142,000.00	80.00	160,000.00	18,000.00	12.68	4.00	8,000.00	5.0
1,500	VIRGINIA ELEC & PWR CO PFD	1.1	04-23-09	96.00	144,000.00	99.12	148,687.50	4,687.50	3.26	7.05	10,575.00	7.1
		8.6			1,110,750.00		1,145,220.15	34,470.15	3.10		67,886.63	5.9

THE SAMUEL S. JOHNSON FOUNDATION

PORTFOLIO APPRAISAL

For the Year Ended May 31, 2014

(See Accountant's Compilation Report)

Quantity	Security	Pct. Assets	Trade Date	Adjusted Unit Cost	Total Adjusted Cost	Price	Market Value	Unrealized Gain/Loss	Pct G/L	Unit Income	Annual Income	Cur Yield
CASH AND EQUIVALENTS												
	PRIME FUND	9.8			1,305,744.64		1,305,744.64			0.01	130.57	0.0
	DAILY											
	MONEYCLASS											
WASHINGTON FEDERAL												
	CHECKING			49,718.31			49,718.31					
TOTAL PORTFOLIO												
		100.0		8,759,610.70			13,326,770.00	4,567,159.30	52.44		426,575.93	3.2