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EXTENDED TO NOVEMBER 16, 2015

Return of Private Foundation

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

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OMB No 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

, and ending

Name of foundation JOHNSON FAMILY FOUNDATION		A Employer identification number 93-6310704
Number and street (or P O box number if mail is not delivered to street address) 12621 SW EDGECLIFF RD	Room/suite	B Telephone number 503-669-7955
City or town, state or province, country, and ZIP or foreign postal code PORTLAND, OR 97219		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☐ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,171,600.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		128,536.	112,539.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		53,925.			
b Gross sales price for all assets on line 6a 241,779.					
7 Capital gain net income (from Part IV, line 2)			53,925.		
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 or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		182,461.	166,464.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		3,275.	1,638.		1,638.
c Other professional fees STMT 3		10,021.	10,021.		0.
17 Interest					
18 Taxes STMT 4		7,189.	832.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		1,846.	1,394.		399.
24 Total operating and administrative expenses. Add lines 13 through 23		22,331.	13,885.		2,037.
25 Contributions, gifts, grants paid		147,585.			147,585.
26 Total expenses and disbursements. Add lines 24 and 25		169,916.	13,885.		149,622.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		12,545.			
b Net investment income (if negative, enter -0-)			152,579.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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SCANNED SEP 30 2015

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year		End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing		64,270.	50,625.	50,625.	
	2	Savings and temporary cash investments		73,673.	65,224.	65,224.	
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations					
	b	Investments - corporate stock	STMT 6	1,206,503.	1,210,790.	1,210,790.	
	c	Investments - corporate bonds	STMT 7	1,890,676.	1,841,825.	1,841,825.	
	11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other						
14	Land, buildings, and equipment: basis ▶						
	Less: accumulated depreciation ▶						
15	Other assets (describe ▶ STATEMENT 8)		2,922.	3,136.	3,136.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		3,238,044.	3,171,600.	3,171,600.		
Liabilities	17	Accounts payable and accrued expenses		200.	250.		
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)		200.	250.		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐					
		and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here ▶ ☒					
		and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds		3,237,844.	3,171,350.		
30	Total net assets or fund balances		3,237,844.	3,171,350.			
31	Total liabilities and net assets/fund balances		3,238,044.	3,171,600.			

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	3,237,844.
2	Enter amount from Part I, line 27a	2	12,545.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,250,389.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN (LOSS)	5	79,039.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,171,350.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CITI PRIVATE BANK - PUBLICLY TRADED			
b SECURITIES			
c CITI PRIVATE BANK - PUBLICLY TRADED			
d SECURITIES			
e CAPITAL GAINS DIVIDENDS			

(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 33,817.		35,165.	-1,348.
c			
d 202,585.		152,689.	49,896.
e 5,377.			5,377.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			-1,348.
c			
d			49,896.
e			5,377.

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	53,925.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	144,266.	3,078,992.	.046855
2012	139,072.	2,869,132.	.048472
2011	134,250.	2,883,432.	.046559
2010	121,050.	2,756,919.	.043908
2009	132,131.	2,454,108.	.053841

2 Total of line 1, column (d)	2	.239635
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	.047927
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	3,230,437.
5 Multiply line 4 by line 3	5	154,825.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,526.
7 Add lines 5 and 6	7	156,351.
8 Enter qualifying distributions from Part XII, line 4	8	149,622.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	3,052.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,052.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,052.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	4,400.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,400.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,348.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ☐ 1,348. Refunded ☐ 0.	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
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? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ OR		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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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?	13	X	

Website address ► N/A

14 The books are in care of ► THE FOUNDATION Telephone no. ► 503-669-7955
 Located at ► 12621 SW EDGECLIFF RD, PORTLAND, OR ZIP+4 ► 97219

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
 See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►

16		Yes	No
			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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>N/A</u>	1b
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 2014?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ►	☐ 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.)	<u>N/A</u>	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2014 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 2014)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2014?		4b

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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 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(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
DAVID J. JOHNSON 12621 SW EDGECLIFF ROAD PORTLAND, OR 97219	PRESIDENT / SECRETARY / TREASU 2.00	0.	0.	0.
ANNEMARIE JOHNSON 12621 SW EDGECLIFF ROAD PORTLAND, OR 97219	VICE PRESIDENT 0.00	0.	0.	0.
JANET NIKLAUS 12621 SW EDGECLIFF ROAD PORTLAND, OR 97219	VICE PRESIDENT 0.00	0.	0.	0.

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

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

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

0

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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	3,132,937.
b	Average of monthly cash balances	1b	146,694.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,279,631.
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	3,279,631.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	49,194.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,230,437.
6	Minimum investment return Enter 5% of line 5	6	161,522.

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	161,522.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,052.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,052.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	158,470.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	158,470.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	158,470.

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	149,622.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	149,622.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	149,622.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				158,470.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			146,687.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 149,622.				
a Applied to 2013, but not more than line 2a			146,687.	
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 2014 distributable amount				2,935.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (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:	0.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				155,535.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CASCADE AIDS PROJECT 620 SE FIFTH AVE, SUITE 300 PORTLAND, OR 97214	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
CLASSIC WINES AUCTION PO BOX 4285 PORTLAND, OR 97208	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	410.
FRANCONIA ANEMIA RESEARCH FUND 1801 WILLAMETTE STREET, SUITE 200 EUGENE, OR 97401	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	500.
FRIENDS OF TRYON CREEK STATE PARK 11321 SW TERWILLIGER BLVD PORTLAND, OR 97219	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
GOOD SAMARITAN FOUNDATION PO BOX 4484 PORTLAND, OR 97208	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	5,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	147,585.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

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

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date 9/11/15

PRESIDENT

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
self-employed

PTIN

ROY ABRAMOWITZ

Amesbury

P01329049

Firm's name ▶ PERKINS & COMPANY, P.C.

Firm's EIN ► 93-0928924

Firm's address ► 1211 SW FIFTH AVE, SUITE 1000
PORTLAND, OR 97204-3710

Phone no. 503-221-0336

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
GROWING GARDENS 2203 NE OREGON STREET PORTLAND, OR 97232	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	500.
KENYON PRESIDENTS FUND KENYON COLLEGE GAMBIER, OH 43022	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
KUKIO COMMUNITY FUND 1164 BISHOP STREET, SUITE 800 HONOLULU, HI 96813	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
LIBRARY FOUNDATION 620 SW FIFTH AVENUE, SUITE 1025 PORTLAND, OR 97204	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	3,000.
LITERARY ARTS 219 NW 12TH AVE SUITE 201 PORTLAND, OR 97209	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,500.
LOAVES AND FISHES PO BOX 19477 PORTLAND, OR 97280	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
MD ANDERSON CANCER CENTER PO BOX 4486 HOUSTON, TX 77210	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,500.
METROPOLITAN FAMILY SERVICES 1808 SE BELMONT PORTLAND, OR 97214	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	35,000.
NEW AVENUES FOR YOUTH 314 SOUTHWEST 9TH AVENUE PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
NORTH HAWAII COMMUNITY HOSPITAL 67-1125 MAMALAHOA HWY KAMUELA, HI 96743	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
Total from continuation sheets				139,675.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
OHSU CENTER FOR WOMEN'S HEALTH 3181 SW SAM JACKSON PARK ROAD PORTLAND, OR 97239	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
OREGON COUNCIL FOR THE HUMANITIES 812 SW WASHINGTON, SUITE 225 PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	500.
OREGON EPISCOPAL SCHOOL 6300 SW NICOL ROAD PORTLAND, OR 97223	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	500.
OREGON FOOD BANK PO BOX 55370 PORTLAND, OR 97238	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	3,000.
OREGON HISTORICAL SOCIETY 1200 SW PARK AVENUE PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
OREGON HUMANE SOCIETY 1067 NE COLUMBIA BLVD. PORTLAND, OR 97211	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	3,000.
OREGON PUBLIC BROADCASTING 7140 SW MACADAM AVE. PORTLAND, OR 97219	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	5,000.
PARKINSON'S RESOURCES OF OREGON 3975 MERCANTILE DR., SUITE 154 LAKE OSWEGO, OR 97035	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,000.
PORTLAND ART MUSEUM 1219 SW PARK AVE PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	7,500.
RIVERDALE SCHOOL DISTRICT FOUNDATION PO BOX 69015 PORTLAND, OR 97239	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE FRESHWATER TRUST 65 SW YAMHILL STREET, SUITE 200 PORTLAND, OR 97204	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,500.
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	5,000.
UNIVERSITY OF OREGON PRESIDENT'S FUND PO BOX 3346 EUGENE, OR 97403	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	7,500.
USC MARSHALL SCHOOL OF BUSINESS PO BOX 80354 LOS ANGELES, CA 90099	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,500.
WORLD AFFAIRS COUNCIL OF OREGON 620 SW MAIN STREET, SUITE 333 PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
WRITE AROUND PORTLAND 917 SW OAK ST #406 PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	500.
PORTLAND INSTITUTE FOR CONTEMPORARY ART 415 SOUTHWEST 10TH AVENUE #300 PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
CASA FOR CHILDREN, INC. 1401 NE 68TH AVENUE PORTLAND, OR 97213	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	5,675.
OHSU UNNI LAB PARKINSONS 3181 SW SAM JACKSON PARK ROAD PORTLAND, OR 97239	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	35,000.
OHSU KNIGHT CANCER 3181 SW SAM JACKSON PARK ROAD PORTLAND, OR 97239	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	4,000.
Total from continuation sheets				

93-6310704

3 Grants and Contributions Paid During the Year (Continuation)

423631
05-01-14

JOHNSON FAMILY FOUNDATION
EIN: 93-6310704
TAX YEAR 2014

Description	Shares	Rating	BV Unit Cost (\$)	Market Price (\$)	Book Value (\$)	Market Value (\$)	% of Grand Total	Annual Income (\$)	YTW/ Current Yield (%)	Unrealized Gain/Loss (\$)
FIXED INCOME										
MUTUAL FUNDS - FIXED INCOME FOCUSED										
OSTERWEIS STRATEGIC INCOME FUND	161,705	NR	10.88	11.39	1,759,599	1,841,825	59.01	94,942	5.15	82,225
TOTAL MUTUAL FUNDS - FIXED INCOME FOCUSED					1,759,599	1,841,825	59.01	94,942	5.15	82,225
TOTAL FIXED INCOME										
EQUITIES										
ACTAVIS PLC	85		262.36	257.41	22,300	21,880	0.70	0	0.00	-421
AIR LEASE CORP	1,200		24.93	34.31	29,921	41,172	1.32	192	0.47	11,251
ALLEGHANY CORP	78		288.94	463.50	22,537	36,153	1.16	0	0.00	13,616
AMERICAN WATER WORKS CO INC	1,010		19.73	53.30	19,928	53,833	1.72	1,252	2.33	33,905
BAYER AG	280		60.23	136.93	16,863	38,340	1.23	477	1.24	21,477
BOEING CO	215		76.07	129.98	16,354	27,946	0.90	783	2.80	11,591
CALIFORNIA RESOURCES CORP	134		6.44	5.51	863	738	0.02	0	0.00	-125
CHARTER COMMUNICATION-A	220		132.86	166.62	29,229	36,656	1.17	0	0.00	7,427
CINEMARK HOLDINGS INC	1,470		19.55	35.58	28,731	52,303	1.68	1,470	2.81	23,571
CROWN HOLDINGS INC	965		16.21	50.90	15,642	49,119	1.57	0	0.00	33,476
DIAGEO PLC-ADR	320		60.80	114.09	19,455	36,509	1.17	1,078	2.95	17,053
DIGITAL REALTY TRUST INC	450		49.35	66.30	22,206	29,835	0.96	1,494	5.01	7,629
DIRECTV	395		57.28	86.70	22,624	34,247	1.10	0	0.00	11,623
EBAY INC	470		50.74	56.12	23,846	26,376	0.85	0	0.00	2,530
GOOGLE INC - CLASS A	35		301.74	530.66	10,561	18,573	0.60	0	0.00	8,012
GOOGLE INC - CLASS C	35		300.77	526.40	10,527	18,424	0.59	0	0.00	7,897
HEALTHSOUTH CORP PREFER STK	50	CCC	442.09	1,360.00	22,105	68,000	2.18	3,250	4.78	45,895
JOHNSON & JOHNSON	420		59.78	104.57	25,106	43,919	1.41	1,176	2.68	18,813
KINDER MORGAN INC	960		30.98	42.31	29,737	40,618	1.30	1,690	4.16	10,881
LIBERTY INTERACTIVE CORP-A	1,045		16.25	29.42	16,978	30,744	0.99	0	0.00	13,766

JOHNSON FAMILY FOUNDATION
 EIN: 93-6310704
 TAX YEAR: 2014

Description	Shares	Rating	BV Unit Cost (\$)	Market Price (\$)	Book Value (\$)	Market Value (\$)	% of Grand Total	Annual Income (\$)	Current Yield (%)	YTW/ Yield (%)	Unrealized Gain/Loss (\$)
LIBERTY VENTURES - SER A	193		24.12	37.72	4,655	7,280	0.23	0	0.00	0.00	2,625
NEW RESIDENTIAL INVESTMENT	1,747		13.70	12.77	23,935	22,309	0.71	2,655	11.90	11.90	-1,626
NEW SENIOR INVESTMENT GR	1,165		18.11	16.45	21,099	19,164	0.61	0	0.00	0.00	-1,935
NOVARTIS AG-ADR	230		67.31	92.66	15,482	21,312	0.68	538	2.52	2.52	5,830
NRG YIELD INC	1,255		24.99	47.14	31,369	59,161	1.90	1,883	3.18	3.18	27,792
OCCIDENTAL PETROLEUM CORP	335		71.30	80.61	23,887	27,004	0.87	965	3.57	3.57	3,117
OWENS-ILLINOIS INC	1,090		26.02	26.99	28,361	29,419	0.94	0	0.00	0.00	1,058
PHH CORP	955		22.29	23.96	21,284	22,882	0.73	0	0.00	0.00	1,598
PLAINS GP HOLDINGS LP-CL A	1,030		25.20	25.68	25,956	26,450	0.85	786	2.97	2.97	495
QUESTAR CORP	1,190		14.10	25.28	16,778	30,083	0.96	904	3.01	3.01	13,306
ROYAL MAIL PLC	2,750		9.28	6.69	25,512	18,410	0.59	0	0.00	0.00	-7,101
STONEGATE MORTGAGE CORP	600		16.95	11.96	10,173	7,176	0.23	0	0.00	0.00	-2,997
TELEFLEX INC	405		53.08	114.82	21,496	46,502	1.49	551	1.18	1.18	25,006
TRI POINTE HOMES INC	190		14.80	15.25	2,811	2,898	0.09	0	0.00	0.00	86
TRIUMPH GROUP INC	355		70.64	67.22	25,076	23,863	0.76	57	0.24	0.24	-1,213
UNILEVER N V - NY SHARES	955		19.21	39.04	18,348	37,283	1.19	1,223	3.28	3.28	18,935
VALEANT PHARMA INTL INC	320		0.00	143.11	0	45,795	1.47	0	0.00	0.00	45,795
VIACOM INC-CLASS B	460		47.03	75.25	21,635	34,615	1.11	607	1.75	1.75	12,980
VTTI ENERGY PARTNERS LP	960		21.64	24.79	20,779	23,798	0.76	1,008	4.24	4.24	3,019
TOTAL EQUITIES					764,150	1,210,790	38.80	24,039		1.99	446,640

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
CITIBANK, NA	128,536.	0.	128,536.	112,539.		
CITIBANK, NA	5,377.	5,377.	0.	0.		
TO PART I, LINE 4	133,913.	5,377.	128,536.	112,539.		

FORM 990-PF		ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING FEES	3,275.	1,638.		1,638.		
TO FORM 990-PF, PG 1, LN 16B	3,275.	1,638.		1,638.		

FORM 990-PF		OTHER PROFESSIONAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT MANAGEMENT FEES	9,991.	9,991.		0.		
BANK FEES	30.	30.		0.		
TO FORM 990-PF, PG 1, LN 16C	10,021.	10,021.		0.		

FORM 990-PF		TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
FOREIGN TAX PAID	832.	832.		0.		
FEDERAL TAXES	4,200.	0.		0.		
FEDERAL ESTIMATED PAYMENTS	2,157.	0.		0.		
TO FORM 990-PF, PG 1, LN 18	7,189.	832.		0.		

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OREGON CORPORATE FILING FEE	50.	0.		0.	
OREGON DEPT OF JUSTICE	399.	0.		399.	
ADR/FOREIGN FEES	1,397.	1,394.		0.	
TO FORM 990-PF, PG 1, LN 23	1,846.	1,394.		399.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
SEE ATTACHED STATEMENT	1,210,790.		1,210,790.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,210,790.		1,210,790.	

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
SEE ATTACHED STATEMENT	1,841,825.		1,841,825.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,841,825.		1,841,825.	

FORM 990-PF	OTHER ASSETS			STATEMENT	8
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE		
ACCRUED INTEREST AND DIVIDENDS	2,922.	3,136.	3,136.		
TO FORM 990-PF, PART II, LINE 15	2,922.	3,136.	3,136.		