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Form

990-PF

Department of the Treasury
Internal Revenue Service

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation LESTER & FRANCES JOHNSON FOUNDATION INC C/O ROBERT ANDERSON		A Employer identification number 39-1988285	
Number and street (or P O box number if mail is not delivered to street address) 701 DEMING WAY NO 100		B Telephone number (see instructions) (608) 827-6400	
City or town, state or province, country, and ZIP or foreign postal code MADISON, WI 53717		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		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 ☐	
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, col. (c), line 16) \$ 6,183,087		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

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))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	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	178,493	178,493	178,493	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-951,196			
	b Gross sales price for all assets on line 6a 114,802				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	174,130	174,130	174,130	
	12 Total.Add lines 1 through 11	-598,573	352,623	352,623	
	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	596	0	0	596
	b Accounting fees (attach schedule).	3,210	0	0	3,210
	c Other professional fees (attach schedule)	40,381	40,381	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	21,703	7,636	0	0
	19 Depreciation (attach schedule) and depletion . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	183,680	181,420	0	2,260
	24 Total operating and administrative expenses. Add lines 13 through 23	249,570	229,437	0	6,066
	25 Contributions, gifts, grants paid	777,700			777,700
	26 Total expenses and disbursements.Add lines 24 and 25	1,027,270	229,437	0	783,766
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,625,843			
	b Net investment income (if negative, enter -0-)		123,186		
	c Adjusted net income(if negative, enter -0-) . . .			352,623	

Part II		Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	1,687,949	1,931,709	1,931,710	
	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 schedule) ▶ _____				
		Less allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)	948,384 	963,645	982,367	
	b	Investments—corporate stock (attach schedule)	6,268,431 	4,472,355	3,269,010	
	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 ▶ _____					
	Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)					
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	8,904,764	7,367,709	6,183,087		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule).				
	22	Other liabilities (describe ▶ _____)				
	23	Total liabilities(add lines 17 through 22)	0	0		
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	10,569,206	10,569,206		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0		
	29	Retained earnings, accumulated income, endowment, or other funds	-1,664,442	-3,201,497		
	30	Total net assets or fund balances(see instructions)	8,904,764	7,367,709		
31	Total liabilities and net assets/fund balances(see instructions)	8,904,764	7,367,709			

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	8,904,764
2	Enter amount from Part I, line 27a	2	-1,625,843
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	89,172
4	Add lines 1, 2, and 3	4	7,368,093
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	384
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,367,709

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	BUTTONWOOD PARTNERS	P		
b	BUTTONWOOD PARTNERS	P		
c	LT CAP GAINS (LOSSES) - PTP	P		
d	BASIS ADJUSTMENTS	P		
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a		323,658	-323,658
b		742,340	-742,340
c	74		74
d	114,728		114,728
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			-323,658
b			-742,340
c			74
d			114,728
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	-951,196
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	-323,658

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 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))
2014	732,906	8,796,289	0 083320
2013	650,438	8,840,010	0 073579
2012	655,682	9,140,281	0 071735
2011	1,029,367	9,829,498	0 104722
2010	915,104	9,788,945	0 093483

2	Total of line 1, column (d).	2	0 426839
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 085368
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	7,317,617
5	Multiply line 4 by line 3.	5	624,690
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,232
7	Add lines 5 and 6.	7	625,922
8	Enter qualifying distributions from Part XII, line 4.	8	783,766

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 page 18 of the 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

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

1,232

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

1,232

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

16,360

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

16,360

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

15,128

11

Enter the amount of line 10 to be Credited to 2015 estimated tax 15,128 Refunded

11

0

Part VII-A

Statements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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.

1b

No

c

Did the foundation file Form 1120-POL for this year?

1c

No

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.

2

No

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6

Yes

7

Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions):
WI

b

If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .

8b

Yes

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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)?
If "Yes," complete Part XIV

9

No

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

10

No

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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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14	The books are in care of ▶ROBERT ANDERSON Telephone no ▶(608) 827-6400 Located at ▶701 DEMING WAY SUITE 100 MADISON WI ZIP+4 ▶53717			
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		
16	At any time during calendar year 2015, 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	No

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. ▶ ☐	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 2015? ☐	1c		No
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i>) ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2015?	4b		No

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)?

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?

☐ 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

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

Total

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

0

Part VIII

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

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

Total number of others receiving over \$50,000 for professional services.	0
--	---

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	

[illegible]

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	5,893,418
b	Average of monthly cash balances.	1b	1,535,635
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	7,429,053
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	7,429,053
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	111,436
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,317,617
6	Minimum investment return. Enter 5% of line 5.	6	365,881

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	365,881
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	1,232
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,232
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	364,649
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	364,649
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	364,649

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	783,766
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	783,766
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	1,232
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	782,534

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				364,649
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.	433,737			
b From 2011.	541,208			
c From 2012.	208,340			
d From 2013.	227,074			
e From 2014.	309,439			
f Total of lines 3a through e.	1,719,798			
4 Qualifying distributions for 2015 from Part XII, line 4				
a Applied to 2014, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				364,649
e Remaining amount distributed out of corpus	419,117			
5 Excess distributions carryover applied to 2015 (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	2,138,915			
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 2014 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				0
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 2010 not applied on line 5 or line 7 (see instructions).	433,737			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	1,705,178			
10 Analysis of line 9				
a Excess from 2011.	541,208			
b Excess from 2012.	208,340			
c Excess from 2013.	227,074			
d Excess from 2014.	309,439			
e Excess from 2015.	419,117			

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . ▶

Check box to indicate whether the organization 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

• 85% of line 2a

Qualifying distributions from Part XII,
line 4 for each year listed

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

"Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying
under section 4942(j)(3)(B)(i)

• "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

[illegible]

Part XV **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

• 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))

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

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

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

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

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

c Any submission deadlines

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

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 See Additional Data Table				
Total			3a	777,700
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MICHAEL R HEALD	DIRECTOR 1 00	0	0	0
C/O ROBERT ANDERSON 701 DEMING WAY SUITE 100 MADISON,WI 53717				
GRAHAM L JOHNSON	PRESIDENT 1 00	0	0	0
C/O ROBERT ANDERSON 701 DEMING WAY SUITE 100 MADISON,WI 53717				
ROBERT W ANDERSON	VICE-PRESIDENT 1 00	0	0	0
701 DEMING WAY SUITE 100 MADISON,WI 53717				
RANDALL J ANDERSEN	TREASURER 1 00	0	0	0
C/O ROBERT ANDERSON 701 DEMING WAY SUITE 100 MADISON,WI 53717				
MEGAN C WESTRUM	DIRECTOR 1 00	0	0	0
C/O ROBERT ANDERSON 701 DEMING WAY SUITE 100 MADISON,WI 53717				
ERIK S JOHNSON	DIRECTOR 1 00	0	0	0
C/O ROBERT ANDERSON 701 DEMING WAY SUITE 100 MADISON,WI 53717				
KYLE P JOHNSON	DIRECTOR 1 00	0	0	0
C/O ROBERT ANDERSON 701 DEMING WAY SUITE 100 MADISON,WI 53717				
COURTNEY MCCARTY	DIRECTOR 1 00	0	0	0
C/O ROBERT ANDERSON 701 DEMING WAY SUITE 100 MADISON,WI 53717				
MICHAEL R ANDERSON	DIRECTOR 1 00	0	0	0
C/O ROBERT ANDERSON 701 DEMING WAY SUITE 100 MADISON,WI 53717				
ANNE MEYER	DIRECTOR 1 00	0	0	0
C/O ROBERT ANDERSON 701 DEMING WAY SUITE 100 MADISON,WI 53717				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
3 FIRES COUNCIL BOY SCOUTS OF AMERICA 415 NORTH 2ND STREET ST CHARLES,IL 60174	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	65,000
360 YOUTH SERVICES 1305 W OSWEGO RD NAPERVILLE,IL 60540	NONE	PUBLIC CHARITY	GREATEST NEED	1,000
ANGELS WISH 161 HORIZON DR VERONA,WI 53593	NONE	PUBLIC CHARITY	ANIMAL SHELTER	10,000
ARGYLE AREA FOOD PANTRY PO BOX 345 ARGYLE,WI 53504	NONE	PUBLIC CHARITY	FOOD PANTRY	2,500
BARNEVELD FOOD PANTRY 505 SWISS LN BARNEVELD,WI 53507	NONE	PUBLIC CHARITY	FOOD PANTRY	2,500
BLACK EARTH HISTORICAL SOCIETY PO BOX 214 BLACK EARTH,WI 53515	NONE	PUBLIC CHARITY	SUMMER PROGRAM	2,000
CAMBRIDGE FOOD PANTRY & RESOURCE CTR PO BOX 54 CAMBRIDGE,WI 53523	NONE	PUBLIC CHARITY	FOOD PANTRY	2,500
CEDARVILLE UNITED METHODIST CHURCH 27 STATE AVE FREEPOST,IL 61032	NONE	PUBLIC CHARITY	KIDS AND VETERANS PROGRAMS	8,000
COMMUNITY FOOD PANTRY OF SPRING GREEN PO BOX 6 SPRING GREEN,WI 535880006	NONE	PUBLIC CHARITY	FOOD PANTRY	2,500
DODGEVILLE SCHOOL DISTRICT 307 N IOWA ST DODGEVILLE,WI 53533	NONE	SCHOOL	GENERAL OPERATIONS - M HEALD SCHOLARSHIP C/O DODGEVILLE SCHOOLS	20,000
EASTERN ILLINOIS FOOD BANK 2405 NORTH SHORE DIVE URBANA,IL 61802	NONE	PUBLIC CHARITY	GREATEST NEED	5,000
ELROY AREA FOOD PANTRY 226 ERICKSON STREET ELROY,WI 53929	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000
EVANSVILLE ECUMENICAL CARE CLOSET 206 S MADISON ST EVANSVILLE,WI 53536	NONE	PUBLIC CHARITY	FOOD PANTRY	5,000
FAITH'S LODGE 4080 WEST BROADWAY SUITE 212 MINNEAPOLIS,MN 55422	NONE	PUBLIC CHARITY	INFANT LOSS BEREAVEMENT	10,000
FEEDING AMERICA 1700 W FOND DU LAC AVE MILWAUKEE,WI 53205	NONE	PUBLIC CHARITY	FOOD BANK	127,500
Total				777,700

Form 990PF Part XV Line 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				
FIRST UNITED METHODIST CHURCH 207 GROVE AVENUE HAMPSHIRE,IL 60140	NONE	CHURCH	GENERAL OPERATIONS	2,500
FRAXA RESEARCH FOUNDATION 10 PRINCESS PLACE NEWBURYPORT,MA 01950	NONE	PUBLIC CHARITY	ONGOING RESEARCH	75,000
GOOD SHEPARD LUTHERAN CHURCH 5701 RAYMOND RD MADISON,WI 53711	NONE	PUBLIC CHARITY	SUMMER DAY CAMP SCHOLARSHIPS	10,000
KENNETH BUTLER MEMORIAL SOUP KITCHEN 202 E MAIN ST GREENFIELD,WI 46140	NONE	PUBLIC CHARITY	KITCHEN EQUIPMENT	10,000
MAKE-A-WISH 1 S PINKNEY ST SUITE 40 MADISON,WI 53703	NONE	PUBLIC CHARITY	WISH FOR TERMINALLY ILL CHILDREN	5,000
MAZOMANIE CHRISTIANS IN ACTION 9 BRODHEAD ST MAZOMANIE,WI 53560	NONE	PUBLIC CHARITY	FOOD PANTRY	5,000
MID-CONTINENT RAILROAD HISTORICAL SOCIETY E 8948 DIAMOND HILL ROAD NORTH FREEDOM,WI 53951	NONE	PUBLIC CHARITY	GREATEST NEED	35,000
MIDDLETON OUTREACH MINISTRY 3502 PARMENTER ST MIDDLETON,WI 53562	NONE	PUBLIC CHARITY	FOOD PANTRY AND GENERAL OPERATIONS	5,000
MOUNT HOREB AREA FOOD PANTRY 102 EAST LINCOLN ST MOUNT HOREB,WI 53572	NONE	PUBLIC CHARITY	FOOD PANTRY	2,500
MUNCIE CRIME STOPPERS 300 N HIGH ST MUNCIE,IN 47305	NONE	PUBLIC CHARITY	SHOP WITH HEROES & HELPERS	30,000
NAPERVILLE LOAVES & FISHES 1871 HIGH GROVE LANE NAPERVILLE,IL 60540	NONE	PUBLIC CHARITY	GENERAL OPERATIONS & FOOD PANTRY	184,000
NEW LISBON FOOD PANTRY 201 LEER ST NEW LISBON,WI 53950	NONE	PUBLIC CHARITY	FOOD PANTRY	2,500
OPERATION SUPPORT OUR TROOPS 1807 S WASHINGTON ST SUITE 110 NAPERVILLE,IL 60565	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	55,000
RANGER ROSARY INC PO BOX 6581 ANNAPOLIS,MD 21401	NONE	PUBLIC CHARITY	ROSARIES FOR SOLDIERS	200
REACH OUT LODI FOOD PANTRY PO BOX 316 LODI,WI 53555	NONE	PUBLIC CHARITY	FOOD PANTRY	5,000
Total  3a				777,700

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
REEDSBURG FOOD PANTRY 134 S LOCUST REEDSBURG, WI 53959	NONE	PUBLIC CHARITY	FOOD PANTRY	5,000
SPCA OF TEXAS 2400 LONE STAR DR DALLAS, TX 75212	NONE	PUBLIC CHARITY	GREATEST NEED	5,000
THE GROVE CHURCH 4210 COUNTRYSIDE ESTATES DR POPLAR GROVE, IL 610658265	NONE	PUBLIC CHARITY	WORK WITH VETERANS	5,000
THE RIVER FOOD PANTRY 2201 DARWIN DR MADISON, WI 53704	NONE	PUBLIC CHARITY	GREATEST NEED	5,000
TIMOTHY'S MINSTRY BOX 0421 PROSPECT HEIGHTS, IL 60070	NONE	PUBLIC CHARITY	BENEFIT OF THE HOMELESS	40,000
UW PLATTEVILLE FOUNDATION 1 UNIVERSITY PLAZA PLATTEVILLE, WI 53818	NONE	PUBLIC CHARITY	SCHOLARSHIP & ADMIN	10,000
VILLAGE OF BELLEVILLE - FOOD PANTRY 24 W MAIN ST BELLEVILLE, WI 53508	NONE	PUBLIC CHARITY	FOOD PANTRY	2,500
WHITE COUNTY FOOD PANTRY PO BOX 323 MONTICELLO, IN 47960	NONE	PUBLIC CHARITY	FOOD PANTRY	10,000
Total			3a	777,700

TY 2015 Accounting Fees Schedule**Name:** LESTER & FRANCES JOHNSON FOUNDATION INC

C/O ROBERT ANDERSON

EIN: 39-1988285

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ACCOUNTING FEES	110	0	0	110
ACCOUNTING FEES	3,100	0	0	3,100

TY 2015 Investments Corporate Stock Schedule

Name: LESTER & FRANCES JOHNSON FOUNDATION INC
C/O ROBERT ANDERSON
EIN: 39-1988285

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BARCLAYS BANK PLC IPATH	0	0
BROADWIND ENERGY INC COM	73,243	1,664
BUCKEYE PARTNERS LP UNIT LTD	136,342	131,920
CINCINNATI BELL INC NEW	0	0
ENBRIDGE ENERGY PARTNERS LP	223,697	145,341
ENBRIDGE INCOME FD HLDGS INC	74,385	90,803
ENTERPRISE PRODUCTS PPTNS LP	178,417	127,900
FORD MTR CO DEL COM	31,819	28,180
ISHARES SILVER TR ISHARES	77,150	26,380
NORDIC AMERICAN TANKERS LTD	49,512	31,080
ONEOK PARTNERS L P UNIT LTD	301,903	180,780
PEMBINA PIPELINE CORPORATION	117,654	195,840
STRATA OIL & GAS INC COM NPV	18,794	700
KIMBERLY CLARK CORP	26,299	38,190
FIRST TR ENERGY INCOME & GROWTH	96,060	69,000
TORTOISE ENERGY INFRASTRUCTURE	90,210	55,640
MCDONALDS CORP	28,391	35,442
APPLE INC	127,065	105,260
WELLS FARGO & CO NEW DEP SHS	20,419	19,656
CVR	113,753	66,255
FIDUCIARY / CLAYMORE MLP	52,314	25,960
BERKSHIRE HATHAWAY	222,175	197,800
CANADIAN OIL SANDS	61,160	29,767
C S T BRANDS	3,955	4,345
FACEBOOK	213,649	209,320
GASLOG	25,610	19,900
HALYARD	48,486	33,410
INTER PIPELINE	81,861	47,966
MAGELLAN MIDSTREAM	162,647	135,840
MAGNUM HUNTER	16,573	32

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NORDIC AMERICAN OFFSHORE	291	90
ROYAL DUTCH SHELL	67,901	45,790
STARBUCKS	57,984	60,030
TWITTER	90,350	46,280
UNION PACIFIC	101,311	78,200
ALLIANT ENERGY	61,391	62,450
ALLSTATE CORP	55,159	55,500
ALMOST FAMILY	48,664	38,230
AMERICAN EXPRESS	76,917	69,550
ASSOCIATED BANC	20,225	18,750
BLACK HILLS CORP	87,709	92,860
DELTA AIR LINES INC	48,275	50,690
DUFF &PHELPS SLCT ENGY	223,108	89,700
ENERGY TRANSFER PARTNERS	304,333	156,845
COMMUNITY HEALTH SYS	52,570	26,530
GLACIER BANCORP	28,598	26,530
GREAT SOUTHN BANCORP	50,099	45,260
HCA HLDGS INC	156,090	135,260
HERZFELD CARIBBEAN BASIN	10,460	6,619
HI-CRUSH PARTNERS LP	123,053	11,840
OHIO VY BANC	25,332	24,550
SWIFT TRANSPORTATION CO	28,676	13,820
UNITED PARCEL SVC	57,407	48,115
ETFIS SER TR	22,909	11,150

TY 2015 Investments Government Obligations Schedule

Name: LESTER & FRANCES JOHNSON FOUNDATION INC
C/O ROBERT ANDERSON

EIN: 39-1988285

**US Government Securities - End of
Year Book Value:** 963,645

**US Government Securities - End of
Year Fair Market Value:** 982,367

**State & Local Government
Securities - End of Year Book
Value:** 0

**State & Local Government
Securities - End of Year Fair
Market Value:** 0

TY 2015 Legal Fees Schedule

Name: LESTER & FRANCES JOHNSON FOUNDATION INC
C/O ROBERT ANDERSON
EIN: 39-1988285

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL COSTS	596	0	0	596

TY 2015 Other Decreases Schedule

Name: LESTER & FRANCES JOHNSON FOUNDATION INC
C/O ROBERT ANDERSON
EIN: 39-1988285

Description	Amount
NON-DEDUCTIBLE EXPENSES	384

TY 2015 Other Expenses Schedule**Name:** LESTER & FRANCES JOHNSON FOUNDATION INC

C/O ROBERT ANDERSON

EIN: 39-1988285

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	2,260	0	0	2,260
MISCELLANEOUS - INVESTMENT	-7	-7	0	0
PUBLICLY TRADED PARTNERSHIP LOSSES	169,320	169,320	0	0
PUBLICLY TRADED PARTNERSHIP CONTRIBUTIONS	815	815	0	0
MISCELLANEOUS - PTP	9,057	9,057	0	0
1231 LOSSES ON SALES	2,235	2,235	0	0

TY 2015 Other Income Schedule**Name:** LESTER & FRANCES JOHNSON FOUNDATION INC

C/O ROBERT ANDERSON

EIN: 39-1988285

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY TRUST PAYMENT	2,560	2,560	2,560
PUBLICLY HELD PTP RENTAL INCOME	-262	-262	-262
ROYALTIES - PTP	14	14	14
ORDINARY INCOME ON PTP SALES	171,818	171,818	171,818

TY 2015 Other Increases Schedule

Name: LESTER & FRANCES JOHNSON FOUNDATION INC
C/O ROBERT ANDERSON

EIN: 39-1988285

Description	Amount
COST BASIS ADJUSTMENT	89,172

TY 2015 Other Professional Fees Schedule**Name:** LESTER & FRANCES JOHNSON FOUNDATION INC

C/O ROBERT ANDERSON

EIN: 39-1988285

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGT AND TRADING FEES	40,381	40,381	0	0

TY 2015 Taxes Schedule**Name:** LESTER & FRANCES JOHNSON FOUNDATION INC

C/O ROBERT ANDERSON

EIN: 39-1988285

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	7,636	7,636	0	0
EXCISE TAXES	14,067	0	0	0