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

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2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 6/01, 2015, and ending 5/31, 2016

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)

► \$ 12,905,982.

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 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 (attach schedule) . .

2 Ck ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

255.

255.

N/A

4 Dividends and interest from securities

414,818.

414,818.

5a Gross rents

b Net rental income or (loss)

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

31,128.

b Gross sales price for all assets on line 6a 1,713,082.

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

31,128.

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) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

446,201.

446,201.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

74,231.

29,692.

44,539.

15 Pension plans, employee benefits

18,558.

7,423.

11,135.

16a Legal fees (attach schedule) . . See St 1

1,020.

408.

612.

b Accounting fees (attach sch) . . See St 2

11,095.

4,438.

6,657.

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule)(see instrs) See Stm. 3

28,032.

10,162.

3,968.

19 Depreciation (attach schedule) and depletion

237.

95.

20 Occupancy

21 Travel, conferences, and meetings

7,191.

2,876.

4,315.

22 Printing and publications

649.

570.

79.

23 Other expenses (attach schedule)

See Statement 4

14,608.

5,483.

8,225.

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

155,621.

61,147.

79,530.

25 Contributions, gifts, grants paid

Part XV

656,720.

656,720.

26 Total expenses and disbursements. Add lines 24 and 25

812,341.

61,147.

736,250.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-366,140.

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

385,054.

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

947

7

SCANNED OCT 17 2016

ADMINISTRATIVE AND OPERATING EXPENSES

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	100.	100.	100.
	2 Savings and temporary cash investments	1,249,487.	1,163,195.	1,163,195.
	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.)	2,158.		
	Less: allowance for doubtful accounts	3,058.	2,158.	2,158.
	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)	7,710,469.	7,431,758.	11,740,324.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	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 5	4,722.		
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	8,963,556.	8,597,416.	12,905,982.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSESSORS	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.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒			
	24 Unrestricted	8,963,556.	8,597,416.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	8,963,556.	8,597,416.	
	31 Total liabilities and net assets/fund balances (see instructions)	8,963,556.	8,597,416.	

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	8,963,556.
2 Enter amount from Part I, line 27a	2	-366,140.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	8,597,416.
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	8,597,416.

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 (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Statement 6				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss).		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2 31,128.
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 73,403.

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))
2014	580,000.	13,145,141.	0.044123
2013	542,528.	12,665,398.	0.042835
2012	487,725.	11,712,802.	0.041640
2011	545,144.	10,874,785.	0.050129
2010	491,229.	10,031,854.	0.048967
2 Total of line 1, column (d)			2 0.227694
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 0.045539
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 12,444,548.
5 Multiply line 4 by line 3			5 566,712.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,851.
7 Add lines 5 and 6			7 570,563.
8 Enter qualifying distributions from Part XII, line 4			8 736,250.

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	3,851.
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	3,851.
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	3,851.
6 Credits/Payments			
a 2015 estimated tax pmts and 2014 overpayment credited to 2015	6 a	15,461.	
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	15,461.	
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	11,610.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax 4,000. Refunded	11	7,610.	

Part VII 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 instructions for the 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, col. (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA 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? <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 2015 or the taxable year beginning in 2015 (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 OR</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 <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 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 the instructions for exceptions and filing requirements for FinCEN Form 114. 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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If 'Yes,' list the years <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></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></u> <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></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 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	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 2015?	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 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)?

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
Dave Heyburn 129 Flamingo Edgewater, FL 32141	Director 1.00	0.	0.	0.
Elizabeth K. Johnson Post Office Box 356 Redmond, OR 97756	Dir./Pres. 10.00	0.	0.	0.
Patricia C. Johnson 129 Flamingo Edgewater, FL 32141	Dir./C.F.O. 3.00	0.	0.	0.
John Helm Post Office Box 356 Redmond, OR 97756	Dir./VP-Sec 1.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Mary A. Krenowicz Post Office Box 356 Redmond, OR 97756	Exec. Sect. 40	74,231.	18,558.	0.

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,430,088.
b	Average of monthly cash balances	1b	1,200,800.
c	Fair market value of all other assets (see instructions)	1c	3,171.
d	Total (add lines 1a, b, and c)	1d	12,634,059.
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	12,634,059.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	189,511.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,444,548.
6	Minimum investment return. Enter 5% of line 5	6	622,227.

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	622,227.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,851.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,851.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	618,376.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	618,376.
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	618,376.

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	736,250.
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	736,250.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	3,851.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	732,399.

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				618,376.
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			432,276.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 736,250.				
a Applied to 2014, but not more than line 2a			432,276.	
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				303,974.
e Remaining amount distributed out of corpus	0.			
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	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 2014 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				314,402.
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)	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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 2015, 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.

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(i)(3)(B)(i)

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

c 'Support' alternative test – enter:

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

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

(3) Largest amount of support from an exempt organization.

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))

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 address 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
<i>a Paid during the year</i> Schedule 4	None	PC	Schedule 4	656,720.
Total			3 a	656,720.
<i>b Approved for future payment</i>				
Total			3 b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
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[illegible]

The Samuel S. Johnson Foundation

94-6062478

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal services	\$ 1,020.	\$ 408.		\$ 612.
Total	<u>\$ 1,020.</u>	<u>\$ 408.</u>		<u>\$ 612.</u>

Statement 2
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	\$ 11,095.	\$ 4,438.		\$ 6,657.
Total	<u>\$ 11,095.</u>	<u>\$ 4,438.</u>		<u>\$ 6,657.</u>

Statement 3
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	\$ 13,902.			
Foreign tax withheld on dividends	7,517.	\$ 7,517.		
Payroll taxes & workers' compensation	6,613.	2,645.		\$ 3,968.
Total	<u>\$ 28,032.</u>	<u>\$ 10,162.</u>		<u>\$ 3,968.</u>

Statement 4
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	\$ 3,418.	\$ 1,367.		\$ 2,051.
Miscellaneous	1,291.	516.		775.
Office supplies and expense	8,999.	3,600.		5,399.
Uncollectible student loans	900.			
Total	<u>\$ 14,608.</u>	<u>\$ 5,483.</u>		<u>\$ 8,225.</u>

The Samuel S. Johnson Foundation

94-6062478

Statement 5
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 0.	\$ 0.	\$ 0.	\$ 205.
Machinery and Equipment	4,927.	4,722.	205.	0.
Total	<u>\$ 4,927.</u>	<u>\$ 4,722.</u>	<u>\$ 205.</u>	<u>\$ 205.</u>

Statement 6
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	4000 shs Metlife Inc Series B Pfd 6.5%	Purchased	5/11/2007	6/09/2015
2	2500 shs ConAgra Foods Inc	Purchased	12/09/2013	6/25/2015
3	5500 shs ConAgra Foods Inc	Purchased	12/10/2013	7/07/2015
4	1200 shs Chemours Co	Purchased	5/26/2005	7/07/2015
5	1000 shs Teva-Pharmaceuticals Inc--	Purchased	11/09/2010	7/13/2015
6	10000 shs American Eagle Outfitters	Purchased	6/20/2013	7/13/2015
7	10000 shs Corning Inc	Purchased	4/02/2014	11/04/2015
8	20000 shs Washington Federal Inc	Purchased	7/18/2007	11/20/2015
9	3895 shs Red Lion Hotels Capital Trust Pfd 9.5%	Purchased	2/13/2004	12/15/2015
10	1000 shs Kimberly Clark Corp	Purchased	7/18/2008	1/13/2016
11	2000 shs Tyson Foods Inc, Class A	Purchased	4/09/2015	1/13/2016
12	4000 shs Tyson Foods Inc, Class A	Purchased	4/09/2015	1/29/2016
13	1000 shs Peabody Energy Corp	Purchased	3/27/2012	3/17/2016
14	4000 shs Koninklijke Philips NV	Purchased	10/04/2011	4/12/2016
15	4000 shs Koninklijke Philips NV	Purchased	10/04/2011	4/13/2016

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	100,000.		99,655.	345.				\$ 345.
2	108,015.		83,723.	24,292.				24,292.
3	244,793.		169,681.	75,112.				75,112.
4	18,199.		12,582.	5,617.				5,617.
5	62,743.		102,499.	-39,756.				-39,756.
6	180,740.		167,597.	13,143.				13,143.
7	186,803.		125,782.	61,021.				61,021.
8	51,683.		46,351.	5,332.				5,332.
9	97,375.		100,075.	-2,700.				-2,700.
10	125,811.		52,939.	72,872.				72,872.
11	105,901.		77,480.	28,421.				28,421.
12	209,411.		164,429.	44,982.				44,982.
13	2,503.		344,247.	-341,744.				-341,744.
14	108,490.		67,457.	41,033.				41,033.
15	110,615.		67,457.	43,158.				43,158.
							Total	<u>\$ 31,128.</u>

The Samuel S. Johnson Foundation

94-6062478

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

STUDENT LOANS RECEIVABLE
For the Year Ended May 31, 2016
(Federal Employer ID #94-6062478)

Name of Student School Hometown	Relationship (Note)	Balance June 1, 2015	Advanced During Period	Repaid During Period	Cancel, WriteOff Uncollect This Period	Balance May 31, 2016
*Dinora Trejo Columbia Gorge Community College Odell, Oregon	None	2,157.85	--	--	--	2,157.85
*Melissa Weise Portland Community College Hood River, Oregon	None	900.00	--	--	900.00	-0-
TOTALS		<u>\$ 3,057.85</u>	<u>\$ -0-</u>	<u>\$ --</u>	<u>\$ 900.00</u>	<u>\$ 2,157.85</u>

* - Delinquent in loan repayment

** - Loan turned over to collection agency

(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, 2016

<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	\$ 74,231	\$29,692	\$ 44,539	40
Accounting services	11,095	4,438	6,657	40
Legal services	1,020	408	612	40
Payroll taxes & worker's compensation insurance	6,613	2,645	3,968	40
Pension plan contributions	18,558	7,423	11,135	40
Foreign tax/fees withheld on dividends	7,517	7,517	-	100
Federal excise tax on investment income	13,902	-	-	-
Depreciation on office equipment	237	95	-	40
Board of Directors' meetings expense	7,191	2,876	4,315	40
Subscriptions to investment publications	570	570	-	100
Subscriptions to philanthropic publications	79	-	79	-
Office supplies and expense	8,999	3,600	5,399	40
Directors and officers liability insurance	3,418	1,367	2,051	40
Miscellaneous	1,291	516	775	40
Uncollectible student loans	900	-	-	-
Contributions, gifts, grants	<u>656,720</u>	<u>-</u>	<u>656,720</u>	-
	<u>\$812,341</u>	<u>\$61,147</u>	<u>\$736,250</u>	

THE SAMUEL S. JOHNSON FOUNDATION

94-6062478

FISCAL YEAR ENDED MAY 31, 2016

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	0		0
Grants to beneficiaries	656,720		656,720
Total investment income	<u>446,201</u>	<u>446,201</u>	
	<u>\$1,102,921</u>	<u>\$446,201</u>	<u>\$656,720</u>
Percentage	<u>100%</u>	<u>40%</u>	<u>60%</u>

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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>
American Cancer Society 0330 S.W. Curry Street Portland, Oregon 97201 -Relay for Life Columbia County (\$1,000) -Relay for Life Clatsop County (\$1,000) -Relay for Life Tillamook County (\$1,000) -Relay for Life Columbia County (\$1,000)	None	\$4,000
Assistance League of Columbia Pacific Post Office Box 596 Astoria, Oregon 97103 -Operation School Bell (\$1,000) -General support (\$2,500)	None	\$3,500
Associated Oregon Industries Foundation 1149 Court Street N.E. Salem, Oregon 97301 Business recruitment & retention programs	None	\$5,000
Association of Fundraising Professionals Post Office Box 55512 Portland, Oregon 97238 In support of Philanthropy Awards	None	\$2,500
Astor Street Opry Company Post Office Box 743 Astoria, Oregon 97103 Area of greatest need	None	\$2,500
Astoria, City of 1095 Duane Street Astoria, Oregon 97103 In support of the 2016 Astoria Regatta	None	\$5,000
Astoria High School Scholarships, Inc. Post Office Box 598 Astoria, Oregon 97103 In memory of Royal Nebeker, area of greatest need	None	\$ 500

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

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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>
Astoria Music Festival Post Office Box 113 Astoria, Oregon 97103 Area of greatest need	None	\$2,500
Astoria Senior Center 1111 Exchange Street Astoria, Oregon 97103 Purchase equipment, chairs, tables, desks	None	\$2,500
Astoria Visual Arts Post Office Box 1004 Astoria, Oregon 97103 OBON 2015 exhibit at Nikkei Legacy Center	None	\$5,000
Athena Baptist Church Post Office Box 539 Athena, Oregon 97813 John Day fire relief fund	None	\$5,000
Audubon Society of Portland 5151 N.W. Cornell Road Portland, Oregon 97210 Christmas bird count program	None	\$1,000
Bellevue Historical Society & Heritage Museum Post Office Box 304 Bellevue, Ohio 44811 Area of greatest need	None	\$5,000
Bend Heroes Foundation 1900 N.E. 3 rd Street Bend, Oregon 97701 Memorial Highway project for Oregon Highway 101	None	\$5,000

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

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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, matching funds for Maybelle Clark Macdonald challenge (\$5,000) -Friends of Scouting, Great Chinook District (\$1,000) -Clatsop County Scouting Program (\$1,500)	None	\$7,500
Boys and Girls Aid Society of Oregon 018 S.W. Boundary Court Portland, Oregon 97239 Adoption Services programs, in honor of Michael Balter	None	\$10,000
Boys and Girls Club of Salem, Marion and Polk Counties 1395 Summer Street N.E. Salem, Oregon 97303 Area of greatest need	None	\$5,000
Boys and Girls Clubs of Redmond & Terrebonne Post Office Box 1810 Redmond, Oregon 97756 In memory of Becky Johnson, area of greatest need	None	\$2,500
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	\$2,500

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

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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>
Center for Airway Science Post Office Box 4142 Portland, Oregon 97208 -In memory of Del Smith, area of greatest need (\$2,500) -Area of greatest need (\$1,000) -In memory of Don London, area of greatest need (\$1,000)	None	\$4,500
Central Oregon Council on Aging 1135 S.W. Highland Avenue Redmond, Oregon 97756 Meals on Wheels regional program	None	\$5,000
Central Oregon LandWatch 623 N.W. Hill Street, Suite 1 Bend, Oregon 97701 Metolius Ochocos Migration Corridor project	None	\$10,000
Charcot-Marie-Tooth Association Post Office Box 105 Glenolden, Pennsylvania 19036 Area of greatest need in Oregon	None	\$1,000
Clatskanie Arts Commission Post Office Box 1110 Clatskanie, Oregon 97016 Area of greatest need	None	\$1,000
Clatsop Community Action 364 Ninth Street Astoria, Oregon 97103 Greatest need in food bank programs	None	\$2,500
Clatsop Community College Foundation 1653 Jerome Avenue Astoria, Oregon 97103 -Tuition vouchers Fall term graduates of the Transiciones Costa program (\$2,800) -Lives in Transition, Director's Discretionary Fund (\$5,000) -Career/Technical programs (\$5,000)	None	\$12,800

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

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
Clatsop County Historical Society Post Office Box 88 Astoria, Oregon 97103 Area of greatest need	None	\$5,000
Coaster Theatre Post Office Box 643 Cannon Beach, Oregon 97110 Area of greatest need	None	\$2,500
Columbia City, City of Post Office Box 189 Columbia City, Oregon 97018 -Renovation of community hall (\$5,000) -For library, area of greatest need (\$500)	None	\$5,500
Columbia County Sheriff's Volunteers, Inc. 901 Port Avenue St. Helens, Oregon 97051 Purchase of two used patrol cars	None	\$5,000
Columbia Memorial Hospital Foundation 2111 Exchange Street Astoria, Oregon 97103 CMH/OHSU Knight Cancer Collaborative	None	\$25,000
Columbia River Maritime Museum 1782 Marine Drive Astoria, Oregon 97103 -Acquisitions, curation & preservation activities (\$2,500) -Area of greatest need (\$1,000)	None	\$3,500
Community Action Team St. Helens 310 Columbia Boulevard St. Helens, Oregon 97051 Emergency fund for CVS0 program needs	None	\$2,500

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

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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>
DePaul Post Office Box 3007 Portland, Oregon 97208 Area of greatest need	None	\$2,500
Deschutes County Historical Society 129 N.W. Idaho Avenue Bend, Oregon 97701 In memory of Donna Clark, area of greatest need	None	\$1,000
Deschutes Land Trust 210 N.W. Irving Avenue, Suite 102 Bend, Oregon 97701 -Strategies Whychus, Lake & McKay creek regions (\$15,000) -In memory of Mike Emmons, Skyline Forest (\$10,000)	None	\$25,000
Doernbecher Children's Hospital Foundation 1121 S.W. Salmon Street, #201 Portland, Oregon 97205 Tillamook High School charity drive	None	\$1,000
Dougy Center Post Office Box 86852 Portland, Oregon 97286 Area of greatest need	None	\$2,500
Elks Veterans Bunker 125 South 13 th Street St. Helens, Oregon 97051 Area of greatest need programs	None	\$1,000
Florence Food Share Post Office Box 2514 Florence, Oregon 97439 Community Outreach & Food Distribution	None	\$3,500
Focus on Youth 5901 S.W. Garden Home Road Portland, Oregon 97219 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, 2016
 (See Accountant's Compilation Report)
 (Federal Employer ID #94-6062478)

Recipients Name and Address Concise Statement of Purpose	Relationship (Note)	Amount
Food Roots 1906 Third Street, Suite B Tillamook, Oregon 97141 -Farmers Market Network SNAP Match Double Dollar (\$1,900) -VISTA member for outreach programs (\$1,000)	None	\$2,900
Foundations for a Better Oregon 221 N.W. Second Avenue Portland, Oregon 97209 CLASS Program	None	\$5,000
Friends of the Astoria Armory Post Office Box 777 Astoria, Oregon 97103 Area of greatest need	None	\$2,500
Friends of the Redmond Library 827 S.W. Deschutes Avenue Redmond, Oregon 97756 In memory of Ardyce Swift, 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	\$2,520
Harbor, The 1361 Duane Street Astoria, Oregon 97141 -Area of greatest need (\$1,000) -Area of greatest need (\$5,000)	None	\$6,000
Harmony United Methodist Church Coos Bay 123 Ocean Boulevard Coos Bay, Oregon 97420 Blossom Gulch School Snack Pack program	None	\$2,500

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

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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>
Helping Hands Outreach Post Office Box 248 Seaside, Oregon 97138 -Area of greatest need (\$5,000) -Area of greatest need (\$5,000)	None	\$10,000
High Desert Museum 59800 South Highway 97 Bend, Oregon 97702 -Autzen Otter Exhibit (\$10,000) -In honor of Judge Owen Panner, area of greatest need (\$1,000) -In memory of Robert Chandler, area of greatest need (\$1,000)	None	\$12,000
Historic Portland Public Market Foundation 222 S.W. Washington Street Portland, Oregon 97204 In memory of Ron Paul, James Beard Public Market	None	\$1,000
Historical Outreach Foundation 230 N.E. Second Avenue, Suite F Portland, Oregon 97124 -Area of greatest need (5,000) -Area of greatest need (\$500)	None	\$5,500
HOPE Inc. Post Office Box 448 Rainier, Oregon 97048 For basic and immediate client needs	None	\$5,000
Hospice, Lower Columbia 2111 Exchange Street Astoria, Oregon 97103 -Area of greatest need (\$2,500) -Area of greatest need (\$2,500)	None	\$5,000
Hospice of Redmond Sisters 732 S.W. 23rd Street Redmond, Oregon 97756 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, 2016
 (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>
Housing Land Advocates 230 N.E. Second Avenue, Suite F Portland, Oregon 97124 Manufactured home case study	None	\$5,000
Josephson Institute 9841 Airport Boulevard, Suite 300 Los Angeles, California 90045 Character Counts Program, area of greatest need	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
Kids Working Wonders Foundation 13500 S.W. Pacific Highway, Suite 424 Portland, Oregon 97223 Expansion of KIDS Working Wonders program	None	\$2,500
Kiwanis Foundation Post Office Box 357 Redmond, Oregon 97756 Toward matching grant for accessible Merry-Go-Round Equipment, Sam Johnson Park	None	\$5,000
Knappa Schools Foundation 42195-A Old Highway 30 Astoria, Oregon 97103 Area of greatest need	None	\$5,000
Knappa Schools Parent Club Inc. 41535 Old Highway 30 Astoria, Oregon 97103 Distribution of books to children	None	\$2,000
Legacy Emanuel Medical Center Foundation 1919 N.W. Lovejoy Street Portland, Oregon 97209 Unity Behavioral Health Center	None	\$25,000

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

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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>
Legacy Emanuel Hospital 2801 N. Gatenbein Avenue Portland, Oregon 97227 Trauma programs	None	\$7,500
Lewis and Clark College Northwestern School of Law 10015 S.W. Terwilliger Boulevard Portland, Oregon 97219 -Western Resources Legal Center (\$5,000) -Centennial Scholarship Fund (\$10,000)	None	\$15,000
Liberty Christian Church 4764 Skyline Road South Salem, Oregon 97306 Washington Camp Scholarships for Wyld group	None	\$5,000
Liberty Theatre Post Office Box 210 Astoria, Oregon 97103 Area of greatest need	None	\$2,500
Lines for Life 5100 S.W. Macadam Avenue, Suite 400 Portland, Oregon 97239 -Area of greatest need (\$5,000) -In memory of Seth Sprague, area of greatest need (\$1,000)	None	\$6,000
Linfield College 900 S.E. Baker Street McMinnville, Oregon 97128 Nursing program equipment	None	\$5,000
Little Ballet Theatre Post Office Box 129 Warrenton, Oregon 97141 Nutcracker production	None	\$5,000

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

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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>
Lutheran Community Services 605 S.E. Cesar E. Chavez Boulevard Portland, Oregon 97214 Area of greatest need	None	\$1,500
Malheur County Poverty to Prosperity Post Office Box 182 Ontario, Oregon 97914 Area of greatest need	None	\$5,000
Mapleton Food Share 10718 Highway 126 Mapleton, Oregon 97453 Area of greatest need	None	\$5,000
Marie Mills Foundation 1800 Front Street Tillamook, Oregon 97141 Area of greatest need	None	\$5,000
Medical Teams International Post Office Box 10 Portland, Oregon 97207 Dental Van Services in Central Oregon	None	\$10,000
National Alliance on Mental Illness, Oregon 4701 S.E. 24 th Avenue, Suite E Portland, Oregon 97202 In memory of Tim Wagner, education and support programs	None	\$2,500
New Avenues for Youth 1220 S.W. Columbia Street Portland, Oregon 97201 In memory of Joyce Furman, area of greatest need	None	\$1,000
North Salem High School Army Junior R.O.T.C. Program 765 14th Street, N.E. Salem, Oregon 97302 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, 2016
 (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>
Ontario Feral Cat Coalition Post Office Box 44 Ontario, Oregon 97914 Care for unwanted and abused cats	None	\$5,000
Oregon 4-H Foundation 119 Ballard Extension Hall Corvallis, Oregon 97331 765 14th Street, N.E.	None	\$1,500
Oregon Coast Community Action 1855 Thomas Street Coos Bay, Oregon 97420 Refrigerated food delivery truck	None	\$5,000
Oregon Community Foundation 1221 S.W. Yamhill Street, Suite 100 Portland, Oregon 97205 In memory of Sally McCracken, area of greatest need	None	\$1,000
Oregon Consular Corps Scholarship Fund 9649 N.W. Shadywood Lane Portland, Oregon 97229 Area of greatest need	None	\$1,500
Oregon Episcopal School 6300 S.W. Nicol Road Portland, Oregon 97223 College preparatory core curricula	None	\$10,000
Oregon Future Farmers Foundation Post Office Box 1165 Canby, Oregon 97013 Area of greatest need	None	\$5,000
Oregon Health Sciences University 3181 S.W. Sam Jackson Park Road Portland, Oregon 97239 -Phil and Penny Knight Challenge (\$25,000) -In memory of Lynda Endicott, Knight Cancer Institute (\$1,000)	None	\$26,000

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

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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>
Oregon Historical Society 1230 S.W. Park Avenue Portland, Oregon 97205 -Area of greatest need (\$5,000) -2015 History Makers Dinner (\$1,000) -Area of greatest need (\$5,000)	None	\$11,000
Oregon Lions Hearing and Sight Foundation 1410 S.W. Morrison Street, Suite 760 Portland, Oregon 97205 -Rural mobile health screening program in Clatsop County (\$5,000) -Hearing Screening services in Bend area (\$5,000)	None	\$10,000
Oregon Museum of Science and Industry 1945 S.E. Water Avenue Portland, Oregon 97214 -Coastal Discovery Center, payment pledge 1 of 3 (\$10,000) -Area of greatest need (\$1,000)	None	\$11,000
Oregon National Guard Youth Challenge 1143 N.E. 4th Street Bend, Oregon 97701 Sam and Becky Johnson Scholarships	None	\$2,000
Oregon Public Broadcasting 7140 S.W. Macadam Avenue Portland, Oregon 97219 -Rural news programming (\$5,000) -In memory of Don Frisbee, area of greatest need (\$1,000) -Area of greatest need (\$1,000)	None	\$7,000
Oregon State Capitol Foundation 900 Court Street N.E., Room 140A Salem, Oregon 97301 Support of endowment fund	None	\$1,000
Oregon Tradeswomen 1714 N.E. Alberta Street Portland, Oregon 97211 Area of greatest need	None	\$2,500

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GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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>
Oregon Trauma Research & Education Foundation Post Office Box 28421 Portland, Oregon 97228 In memory of John Hopkins, area of greatest need	None	\$2,500
Pacific University 2043 College Way Forest Grove, Oregon 97116 Governor Atiyeh Archive collection	None	\$10,000
Pendleton, City of 500 S.W. Dorion Avenue Pendleton, Oregon 97801 Statue of Chief Clarence Burke	None	\$10,000
Pink Lemonade Project 7720 N.E. Highway 99, #D342 Vancouver, Washington 98665 Area of greatest need	None	\$2,500
Portland Opera 211 S.E. Caruthers Street Portland, Oregon 97205 Area of greatest need	None	\$2,500
Portland State University Foundation Post Office Box 751 Portland, Oregon 97207 Maybelle Clark MacDonald Scholarship Fund	None	\$2,500
Project Pooch Post Office Box 305 Lake Oswego, Oregon 97034 Area of greatest need	None	\$1,000
Providence Seaside Hospital Foundation 725 South Wahanna Road Seaside, Oregon 97138 Festival of Trees	None	\$1,000

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

GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
 (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>
Redmond Fire Department 341 N.W. Dogwood Avenue Redmond, Oregon 97756 Food and toy drive	None	\$1,000
Richards, John & Lewis & Clark Law School 7425 S.W. 5 th Avenue, Apartment 5B Portland, Oregon 97219 Education grant	None	\$5,000
Riversong Foundation Post Office Box 44 Hammond, Oregon 97121 Veterinary care for rescue animals	None	\$2,500
St. Helens Booster Club Post Office Box 321 St. Helens, Oregon 97051 Area of greatest need	None	\$1,000
SAFE of Columbia County Post Office Box 22 St. Helens, Oregon 97051 Area of greatest need	None	\$2,500
Salem Free Medical Clinic Post Office Box 8157 Salem, Oregon 97303 In support of the Dallas satellite clinic	None	\$5,000
Salvation Army Post Office Box 6177 Bend, Oregon 97708 Family Food Boxes program	None	\$2,500
Salvation Army 8495 S.E. Monterey Avenue Happy Valley, Oregon 97086 Area of greatest need	None	\$5,000

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GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
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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, City of 33568 East Columbia Avenue Scappoose, Oregon 97056 In memory of Ted White, Fred Bernet & Donna Gedlich, area of greatest need	None	\$5,000
Scappoose Rural Fire Protection District Post Office Box 625 Scappoose, Oregon 97056 Share and Care program	None	\$1,000
Seaside Rotary Foundation 415 First Avenue Seaside, Oregon 97138	None	\$2,500
Christmas Wishing Tree		
Skyline Elementary School 1536 N.W. Skyline Boulevard Portland, Oregon 97231 Area of greatest need	None	\$1,000
Solve Oregon Litter & Vandalism 5193 N.E. Elam Young Parkway, Suite B Hillsboro, Oregon 97220 In honor of John & Sue Miller, area of greatest need	None	\$1,000
Soulful Giving Foundation 8440 N.E. Alderwood Road, #A Portland, Oregon 97220 Area of greatest need	None	\$1,000
South Central Oregon Outreach & Toy Run Post Office Box 616 LaPine, Oregon 97739 Purchase Christmas toys and needed items	None	\$1,000
South Pacific County Community Foundation Post Office Box 75 Nahcotta, Washington 98637 For the construction of a Dragon Kiln	None	\$5,000

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GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
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 (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>
Special Olympics Oregon 901 S.W. Macadam Avenue, Suite 100 Portland, Oregon 97251 Area of greatest need	None	\$1,500
Start Making a Reader Today Post Office Box 13021 Salem, Oregon 97309 Tillamook County programs	None	\$1,000
Tillamook Anglers 7510 Trask River Road Tillamook, Oregon 97141 2014 Fishing Day for Kids with Special Needs	None	\$2,500
Tillamook Animal Shelter Post Office Box 1314 Portland, Oregon 97220 In memory of Kay Covert, area of greatest need	None	\$ 500
Tillamook Bay Community College Foundation 4301 Third Street Tillamook, Oregon 97141 -Mildred Davy Memorial Scholarship Fund (\$1,000) -In memory of Art Riedel, area of greatest need \$1,000)	None	\$2,000
Tillamook County Family Y.M.C.A. 610 Stillwell Avenue Tillamook, Oregon 97141 -Area of greatest need (\$2,500) -Area of greatest need (\$1,000)	None	\$3,500
Tillamook County Library Foundation 1716 Third Street Tillamook, Oregon 97141 North Tillamook Library renovation	None	\$5,000

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GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
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 (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>
Tillamook County Women's Resource Center Post Office Box 187 Tillamook, Oregon 97141 -Area of greatest need (\$5,000) -Area of greatest need (\$2,500)	None	\$7,500
Tillamook Education Foundation 6825 Officers Row Tillamook, Oregon 97141 Area of greatest need	None	\$2,500
Tillamook Estuaries Partnership Post Office Box 493 Garibaldi, Oregon 97118 Area of greatest need	None	\$1,000
Tillicum Foundation - KMUN Public Radio Post Office Box 269 Astoria, Oregon 97103 Equipment to move translator to Cannon Beach tower	None	\$5,000
Treasure Valley Children's Relief Nursery 588 West Idaho Avenue Ontario, Oregon 97202 Training and general support	None	\$2,500
Tucker Maxon Oral School 2860 S.E. Holgate Boulevard Portland, Oregon 97202 Early intervention program	None	\$5,000
Union Gospel Mission 222 N.W. Couch Street Portland, Oregon 97209 -Area of greatest need (\$1,500) -In memory of Gretchen Kafoury, greatest need (\$1,000)	None	\$2,500

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GRANTS TO BENEFICIARIES
For the Fiscal Year Ended May 31, 2016
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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 Clatsop County Post Office Box 775 Astoria, Oregon 97103 -Iron Chef Goes Coastal program (\$2,500) -Area of greatest need (\$1,000)	None	\$3,500
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. 14th 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
Urban League of Portland 10 North Russell Street Portland, Oregon 97227 Area of greatest program need	None	\$1,500
Vernonia Education Foundation 475 Bridge Street Vernonia, Oregon 97064 Vernonia Loggerbots program	None	\$2,500
Vernonia Hands On Art Center Post Office Box 195 Vernonia, Oregon 97064 Publication, Issue 2, Vernonia, Live, Work, Play	None	\$1,500

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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>
Vernonia School District 1000 Missouri Street Vernonia, Oregon 97064 -Building materials for athletic field construction (\$5,000) -Project Based Learning & Athletic Coaching programs (\$15,500)	None	\$20,500
Wild Horse Rescue Center 4970 International Avenue Mims, Florida 32764 Area of greatest need	None	\$10,000
Wildlife Center of the North Coast Post Office Box 1232 Astoria, Oregon 97103 Raptor rehabilitation initiative	None	\$5,000
Winema Christian Church Post Office Box 118 Cloverdale, Oregon 97112 In memory of Frank Brawner, area of greatest need	None	\$ 500
World Forestry Center 4033 S.W. Canyon Road Portland, Oregon 97221 Area of greatest need, David Hampton matching grant	None	\$2,500
TOTAL.....		\$656,720

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

THE SAMUEL S. JOHNSON FOUNDATION

PORTFOLIO APPRAISAL
For the Year Ended May 31, 2016
(See Accountant's Compilation Report)

<u>Quantity</u>	<u>Security</u>	<u>Symbol</u>	<u>Trade Date</u>	<u>Market Price</u>	<u>Unit Cost</u>	<u>Total Cost</u>	<u>Market Value</u>	<u>Unrealized Gains/Losses</u>	<u>Annual Income</u>
COMMON & PREFERRED STOCKS									
2,000	3M COMPANY	MMM	8/1/2006	168.3200	70.0100	140,020.00	336,840.00	196,820.00	8,880.00
5,000	ABBVIE INC	ABBV	2/4/2015	62.8300	58.7226	293,612.80	314,650.00	21,037.20	11,400.00
1,100	AMEREN ILLINOIS COMPANY 5 16% PFD CPN 5 180%	AILLI	3/8/2007	87.5525	90.0000	99,000.00	107,318.75	8,318.75	5,676.00
3,500	APPLE INC	AAPL	11/15/2010	89.8600	48.1549	168,541.98	349,510.00	180,968.01	7,980.00
30,000	ASA GOLD & PRECIOUS METALS LTD	ASA	3/7/2013	11.7700	13.2170	396,510.50	353,100.00	-43,410.50	1,200.00
12,000	AT&T INC	T	4/28/1987	39.1500	6.2100	74,518.25	469,800.00	395,281.75	23,040.00
3,600	CHEVRON CORP	CVX	2/25/1999	101.0000	31.2342	112,442.92	363,800.00	251,157.08	15,408.00

(Federal Employer ID #94-6062478)

THE SAMUEL S. JOHNSON FOUNDATION

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5,000	CITIGROUP INC NEW	C	7/21/2014	48.5700	49.8105	249,052.50	232,850.00	-18,202.50	1,000.00
10,014	COHEN & STEERS REIT & * PREFERRED INCOME FUND INC	RNP	6/24/2003	19.2800	25.7680	258,040.61	193,088.82	-64,970.69	14,820.72
6,000	DU PONT E I DE NEMOURS & COMPANY	DD	5/28/2005	65.4100	41.2378	243,846.31	392,480.00	148,613.69	9,120.00
4,000	EXXON MOBIL CORP	XOM	1/18/1991	89.0200	11.5283	46,113.09	356,080.00	309,866.91	12,000.00
17,000	GENERAL ELECTRIC COMPANY	GE	7/10/1990	30.2300	4.9258	83,737.56	513,910.00	430,172.44	15,640.00
7,000	HCP INC	HCP	3/7/2014	32.8700	37.9825	265,737.50	230,090.00	-35,647.50	16,100.00
4,000	HARLEY DAVIDSON INC	HOG	6/9/2015	48.3800	55.4534	221,813.43	185,560.00	-36,253.43	5,800.00
1,000	INDIANAPOLIS PWR & LT CO PFD	IPWLK	6/27/2012	101.9063	100.0000	100,000.00	101,906.30	1,906.30	5,550.00
12,000	INTEL CORP	INTC	9/12/2008	31.5900	20.2900	243,480.00	379,080.00	135,600.00	12,480.00

(Federal Employer ID #94-6062478)

THE SAMUEL S. JOHNSON FOUNDATION

PORTFOLIO APPRAISAL

For the Year Ended May 31, 2016

(See Accountant's Compilation Report)

<u>Quantity</u>	<u>Security</u>	<u>Symbol</u>	<u>Trade Date</u>	<u>Market Price</u>	<u>Unit Cost</u>	<u>Total Cost</u>	<u>Market Value</u>	<u>Unrealized Gains/Losses</u>	<u>Annual Income</u>
2,500	INTL BUSINESS MACHINES CORP	IBM	1/28/1987	153 7400	31 2412	78,103 00	384,350 00	306,247 00	14,000 00
2,000	JOHNSON & JOHNSON	JNJ	3/11/2004	112 6900	51 7520	103,504 00	225,380 00	121,876 00	8,400 00
2,000	KIMBERLY CLARK CORP	KMB	7/18/2008	127 0400	49 4012	98,802.33	254,080 00	155,277 87	7,360 00
4,000	KOHL'S CORP	KSS	5/16/2016	36 0400	36 4782	145,912 72	144,160 00	-1,752 72	8,000 00
10,000	MICROSOFT CORP	MSFT	11/17/2003	53 0000	25 4815	254,815 00	530,000 00	275,185 00	14,400 00
2,000	MISSISSIPPI PWR CO PFD 4 72% CPN 4.720%	MSPWP	7/19/2008	92 1875	77 5000	155,000 00	184,375 00	29,375 00	9,440 00
5,000	MOAIC COMPANY NEW	MOS	4/12/2016	25 2300	24 9715	124,857 50	126,150 00	1,282 50	5,500 00
1,500	NSTAR ELECTRIC COMPANY PFD 4 78% CPN 4 780%	NSARO	5/2/2012	98 0938	100 0000	150,000 00	148,640 70	-1,359 30	7,170 00
5,000	PACIFIC GAS & ELECTRIC COMPANY 1ST PFD 4 6% CPN 4 500%	PCGH	5/24/2012	25 2200	23 7000	118,500 00	128,100 00	7,600 00	5,825 00

(Federal Employer ID #94-6062478)

THE SAMUEL S. JOHNSON FOUNDATION

PORTFOLIO APPRAISAL

For the Year Ended May 31, 2016

(See Accountant's Compilation Report)

<u>Quantity</u>	<u>Security</u>	<u>Symbol</u>	<u>Trade Date</u>	<u>Market Price</u>	<u>Unit Cost</u>	<u>Total Cost</u>	<u>Market Value</u>	<u>Unrealized Gains/Losses</u>	<u>Annual Income</u>
3,000	PEPSICO INC	PEP	4/22/2010	101 1700	64 2463	192,738 90	303,510 00	110,771 10	8,030 00
11,000	PFIZER INC	PFE	1/28/1987	34 7000	2 0503	22,553 08	381,700.00	359,146 92	13,200 00
3,500	PHILIP MORRIS INTL INC	PM	2/28/1995	88 8800	24 4334	84,518 88	345,380 00	260,863.12	14,280 00
4,000	PROCTER & GAMBLE COMPANY	PG	2/28/2010	81 0400	4 4853	17,941 06	324,160 00	308,218 94	10,712 00
8,000	QUALCOMM INC	QCOM	5/8/2015	54 9200	58 3657	466,925 95	439,380 00	-27,565 95	16,980 00
3,000	RAYTHEON COMPANY NEW	RTN	9/3/2009	129 6700	47 9878	143,963 60	389,010 00	245,046 40	8,790 00
5,400	ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHARES	RDSA	4/1/1992	48 4800	21 1637	114,284 45	261,848 00	147,561 55	17,258 40
5,000	SANOFI SPON ADR	SNY	11/4/2014	41 2000	45 7605	228,802 71	206,000 00	-22,802 71	5,505 00
5,000	TEVA PHARMACEUTICAL INDS LTD ADR	TEVA	11/9/2010	51 8700	31 1582	155,781 00	259,350 00	103,569 00	6,800 00
5,000	TRANSCOCEAN LIMITED NAMEN AKT	RIG	6/18/2013	9 7900	49 0058	245,028 80	48,950 00	-196,078 80	0 00

(Federal Employer ID #94-6062478)

THE SAMUEL S. JOHNSON FOUNDATION

PORTFOLIO APPRAISAL

For the Year Ended May 31, 2016

(See Accountant's Compilation Report)

Schedule 5

Quantity	Security	Symbol	Trade Date	Market Price	Unit Cost	Total Cost	Market Value	Unrealized Gains/Losses	Annual Income
15,000	UMPQUA HOLDINGS CORP	UMPQ	10/16/2012	15 9900	12 0478	180,716 00	239,850 00	59,134 00	9,600 00
2,000	UNION ELECTRIC COMPANY \$4 00 SER CUMUL PFD	UEPEM	10/20/2010	89 5000	71 0000	142,000 00	179,000 00	37,000 00	8,000 00
8,841	VERIZON COMMUNICATIONS INC	VZ	3/1/2010	50 9000	32 4465	221,966 49	348,206 90	126,240 41	15,460 66
7,000	VODAFONE GROUP PLC NEW SPONSORED ADR NO PAR	VOD	5/12/2008	33 9900	46 9229	328,459 84	237,930 00	-90,529 84	11,746 00
9,000	WASHINGTON FEDERAL INC	WAFD	7/18/2007	24 9900	22 1698	158,508 23	224,910 00	66,401 77	5,040 00
10,000	WASHINGTON REAL ESTATE * INVESTMENT TRUST SBI WRE		8/20/2012	29 6300	26 3237	263,237 00	296,300 00	33,063 00	12,000 00
8,000	WEYERHAEUSER COMPANY	WY	11/4/2015	31 5000	31 0269	248,214 60	252,000 00	3,785 40	9,920 00
COMMON & PREFERRED STOCK SUMMARY						\$ 7,432,600 70	\$ 11,740,323 57	\$ 4,307,722 87	\$ 418,191 78

CASH & CASH EQUIVALENTS

GENERAL MONEY MARKET
US BANK INSURED DEPOSIT
WASHINGTON FEDERAL CHECKING

893,600 42
249,885 47
19,709 18

CASH & CASH EQUIVALENTS SUMMARY

\$ 1,163,195 07
\$ 12,903,518 64

TOTAL PORTFOLIO

(Federal Employer ID #94-6062478)

A0773240

Entity No. C0228071

0228071

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
THE SAMUEL S. JOHNSON FOUNDATION

FILED JEM
Secretary of State
State of California

JUL 29 2015

IPC

The undersigned certify that:

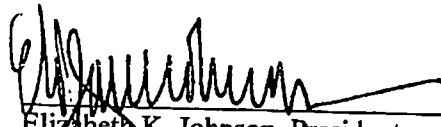
1. They are the President and Secretary, respectively, of The Samuel S. Johnson Foundation, a California nonprofit public benefit corporation.
2. Article IV of the corporation's Articles of Incorporation, as amended and restated, is amended to read in its entirety as follows:

The Foundation shall have four directors, each elected by the remaining directors in office for a term of 3 years, provided that the terms of specified directors may be set at a greater or lesser number of years in order to stagger the board terms such that no more than 2 terms expire in the same year. In the event of a vacancy among the directors, a replacement shall be elected by the Board for the remainder of the vacated term. At all times either Elizabeth K. Johnson or Patricia C. Johnson (the daughters of Samuel and Elizabeth H. Johnson), shall be a member of the Board if either is willing to serve and is not legally disqualified from service or subject to removal for special cause under provisions of the bylaws.

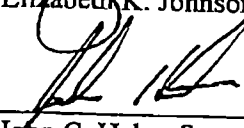
3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: July 13th, 2015


Elizabeth K. Johnson, President

Date: July 13th, 2015


John C. Helm, Secretary