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For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation LLOYD K JOHNSON FOUNDATION		A Employer identification number 51-0180842	
Number and street (or P O box number if mail is not delivered to street address) 130 W SUPERIOR ST STE 710		Room/suite	B Telephone number (see instructions) (218) 726-9000
City or town, state or province, country, and ZIP or foreign postal code DULUTH, MN 558024035		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 24,667,171		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	
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))		(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)	128,857			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	92,640	92,640		
	4 Dividends and interest from securities . . .	365,397	365,397		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	253,136			
	b Gross sales price for all assets on line 6a 1,462,279				
	7 Capital gain net income (from Part IV, line 2) . . .		253,136		
	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) 	14,212			
	12 Total. Add lines 1 through 11	854,242	711,173		
	13 Compensation of officers, directors, trustees, etc	127,000	31,750		92,250
	14 Other employee salaries and wages	33,605	8,401		25,204
	15 Pension plans, employee benefits	28,748	7,187		21,561
	16a Legal fees (attach schedule) 	500	125		375
	b Accounting fees (attach schedule) 	7,755	1,939		5,816
	c Other professional fees (attach schedule) 	63,269	63,269		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . . 	11,843			
	19 Depreciation (attach schedule) and depletion . . . 	1,663			
	20 Occupancy	9,000	2,250		6,750
	21 Travel, conferences, and meetings	2,239	560		1,679
	22 Printing and publications	1,701	425		1,276
	23 Other expenses (attach schedule) 	12,494	3,118		7,657
	24 Total operating and administrative expenses. Add lines 13 through 23	299,817	119,024		162,568
	25 Contributions, gifts, grants paid	986,419			913,369
	26 Total expenses and disbursements. Add lines 24 and 25	1,286,236	119,024		1,075,937
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-431,994			
	b Net investment income (if negative, enter -0-)		592,149		
c Adjusted net income(if negative, enter -0-) . . .					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	38,476	88,179	88,179		
	2	Savings and temporary cash investments		74,853	74,853		
	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	812	750	750		
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	60,447	60,447	60,447		
	c	Investments—corporate bonds (attach schedule)	5,081,102	6,156,697	6,156,697		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	1,080,395	556,795	556,795		
	14	Land, buildings, and equipment basis ▶ _____ 14,992 Less accumulated depreciation (attach schedule) ▶ 13,965	492	1,027	1,027		
15	Other assets (describe ▶ _____)	17,872,088	17,728,423	17,728,423			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	24,133,812	24,667,171	24,667,171			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable	15,000	88,050			
	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 ▶ _____)	1,988	4,958			
	23	Total liabilities (add lines 17 through 22)	16,988	93,008			
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	24,116,824	24,574,163			
	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)	24,116,824	24,574,163			
	31	Total liabilities and net assets/fund balances (see instructions) .	24,133,812	24,667,171			

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	24,116,824
2	Enter amount from Part I, line 27a	2	-431,994
3	Other increases not included in line 2 (itemize) ▶ _____	3	889,333
4	Add lines 1, 2, and 3	4	24,574,163
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	24,574,163

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day , yr)	(d) Date sold (mo , day , yr)
1 a NORTH SHORE BANK OF COMMERCE	P		
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 1,184,496		1,209,143	-24,647
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-24,647
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	253,136
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	

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))
2015	1,170,713	22,687,492	0 051602
2014	1,090,702	22,174,941	0 049186
2013	1,108,920	20,878,193	0 053114
2012	1,031,007	19,612,875	0 052568
2011	932,956	19,551,358	0 047718

2 Total of line 1, column (d)	2	0 254188
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 050838
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	24,122,758
5 Multiply line 4 by line 3	5	1,226,353
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,921
7 Add lines 5 and 6	7	1,232,274
8 Enter qualifying distributions from Part XII, line 4	8	1,075,937

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	11,843
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	
3	Add lines 1 and 2.	3	11,843
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	11,843
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	7,520
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	4,323
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	11,843
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	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
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>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN _____		
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> .	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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	Yes	
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 LLOYDKJOHNSONFOUNDATION.ORG	13	Yes	
14	The books are in care of JOAN GARDNER-GOODNO Telephone no (218) 726-9000			

Located at **130 W SUPERIOR ST STE 710 DULUTH MN** ZIP+4 **55802**

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 2016, 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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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)? ☐ 1b			No
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 2016? ☐ 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ 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 2016 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 2016). ☐ 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 2016?	4b		No

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
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?	☐ Yes ☒ No	6b
	If "Yes" to 6b, file Form 8870		No
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

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

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	(e) Expense account, 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."

[illegible]

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

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
NORTH SHORE INVESTMENTS & TRUST	INVESTMENT	63,269
131 WEST SUPERIOR STREET		
DULUTH, MN 55802		
Total number of others receiving over \$50,000 for professional services. ▶		

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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	

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	24,287,148
b	Average of monthly cash balances.	1b	83,511
c	Fair market value of all other assets (see instructions).	1c	119,451
d	Total (add lines 1a, b, and c).	1d	24,490,110
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	24,490,110
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	367,352
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	24,122,758
6	Minimum investment return. Enter 5% of line 5.	6	1,206,138

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	1,206,138
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	11,843
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	11,843
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,194,295
4	Recoveries of amounts treated as qualifying distributions.	4	315
5	Add lines 3 and 4.	5	1,194,610
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	1,194,610

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	1,075,937
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	1,075,937
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,075,937

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,194,610
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			84,619	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,075,937</u>				
a Applied to 2015, but not more than line 2a			84,619	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				991,318
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				203,292
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).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶					
b 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	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(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 organization 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))	
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	
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 JOAN GARDNER-GOODNO 130 WEST SUPERIOR STREET SUITE 520 DULUTH, MN 55802 (218) 726-9000	
b The form in which applications should be submitted and information and materials they should include SUBMIT "LETTER OF INTENT" (SEE WEBSITE) FOR CONSIDERATION BY STAFF - THEN SUBMIT MINNESOTA COMMON GRANT APPLICATION FORM OR "SHORT FORM" (SEE WEBSITE) IF INVITED TO APPLY. ADDITIONAL INFORMATION MAY BE REQUESTED BY FOUNDATION STAFF.	
c Any submission deadlines JANUARY 15, APRIL 15, JULY 15, AND OCTOBER 15 OF EACH GRANT YEAR	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors THE FOUNDATION ACCEPTS APPLICATIONS FROM ORGANIZATIONS LOCATED OR PROVIDING SERVICES WITHIN LAKE, COOK, AND SOUTHERN ST. LOUIS COUNTIES IN MINNESOTA. THE FOUNDATION'S AREAS OF INTEREST INCLUDE ARTS AND CULTURE, COMMUNITY AND ECONOMIC DEVELOPMENT, EDUCATION, ENVIRONMENT, AND SOCIAL WELFARE.	

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 <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				913,369
b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				88,050

Enter gross amounts unless otherwise indicated

13 Total. Add line 12, columns (b), (d), and (e).	13	725,385
(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)
----------------------	--

Form **990-PF** (2016)

Part XVII

- | | | | |
|---|----|--|----|
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. | 1c | | No |
|---|----|--|----|

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

- b** If "Yes," complete the following schedule

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

***** 2017-06-21 *****

Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	SHARLENE M KILLORIN		2017-06-20		P00036756
	Firm's name ▶ ESTERBROOKS SCOTT SIGNORELLI ETAL LTD				Firm's EIN ▶ 41-1414667
	Firm's address ▶ 302 W SUPERIOR ST STE200 DULUTH, MN 55802				Phone no (218) 727-6846

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
DARRYL E COONS 145 WAVERLY PLACE DULUTH, MN 55803	TRUSTEE 2 00	0	0	0
JOAN GARDNER-GOODNO 5532 LESTER RIVER ROAD DULUTH, MN 55804	EXEC DIR 40 00	127,000	11,936	0
MARK C SMITHSON 324 EAST PRESCOTT STREET DULUTH, MN 55808	PRES /CEO 4 00	0	0	0
SCOTT HARRISON PO BOX 268 LUTSEN, MN 55612	TREASURER/CF 2 00	0	0	0
RUTH ANN EATON 3728 GREYSOLON ROAD DULUTH, MN 55804	TRUSTEE 2 00	0	0	0
BILL HANSEN BOX 2129 TOFTE, MN 55615	VICE PRESIDE 2 00	0	0	0
SUSAN MICHELS 490 TEMPERANCE STREET - UNIT 306 ST PAUL, MN 55101	TRUSTEE 2 00	0	0	0
STEPHEN SURBAUGH 617 PIKE LAKE ROAD GRAND MARAIS, MN 55604	TRUSTEE 2 00	0	0	0

Form 990FP 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				
ARTS ON SUPERIOR PO BOX 185 TWO HARBORS, MN 55616		PC	SCHOOL STORY TO LITERACY RESIDENCY	2,000
AVINITY HEALTH INNOVATIONS 7645 LYNDALE AVE S STE 1 RICHFIELD, MN 55423		PC	AGING & CAREGIVING COMMUNITY PROJECT	20,000
BENEDICTINE HEALTH CENTER 935 KENWOOD AVENUE DULUTH, MN 55811		PC	NURSING FACILITY RENOVATIONS	10,000
BOYS & GIRLS CLUB OF THE NORTHLAND PO BOX 16435 DULUTH, MN 55816		PC	2016 HEALTHY MEAL PROGRAM	10,000
CARE PARTNERS OF COOK COUNTY PO BOX 282 GRAND MARAIS, MN 55604		PC	GENERAL OPERATING SUPPORT	10,000
CENTER CITY HOUSING CORP 105 1/2 WEST FIRST STREET DULUTH, MN 55802		PC	TOTS OF TOMORROW PROGRAM	20,000
CHURCHES UNITED IN MINISTRY 102 W 2ND ST DULUTH, MN 55802		PC	STREET OUTREACH PROGRAM,	25,000
COLLEGE OF ST SCHOLASTICA INC 1200 KENWOOD AVE DULUTH, MN 55811		PC	SHOOT FOR THE STARS	14,978
COMMUNITY PARTNERS - TWO HARBORS PO BOX 327 TWO HARBORS, MN 55616		PC	PROGRAM TO ASSIST SENIORS INDEPENDEN	10,000
COMPANIES TO CLASSROOMS DULUTH 2307 WEST SUPERIOR STREET DULUTH, MN 55806		PC	GEN OP SUPPORT OF THE "FREE STORE"	5,000
CONSERVATION CORPS MINNESOTA 60 PLATO BLVD E STE 210 ST PAUL, MN 55107		PC	SUMMER YOUTH CORPS PROGRAM	10,000
COOK COUNTY COMMUNITY YMCA PO BOX 787 GRAND MARAIS, MN 55604		PC	CHILDCARE PROGRAM ROOM RENOVATION	15,000
COOK COUNTY EXTENSION 317 W 5TH STREET GRAND MARAIS, MN 55604		PC	COMMUNITY FRUIT ORCHARD DEVELOPMENT	15,909
COOK COUNTY HIGHER EDUCATION 300 W 3RD STREET GRAND MARAIS, MN 55604		PC	PROGRAM & SCHOLARSHIP SUPPORT	80,000
COOK COUNTY LOCAL ENERGY PROJECT PO BOX 143 GRAND MARAIS, MN 55604		PC	2016 FALL ENERGY EXPO	1,750
Total ► 3a				913,369

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				
COURAGE KENNY REHABILITATION INSTIT 3915 GOLDEN VALLEY RD MINNEAPOLIS, MN 55422		PC	SPORTS & REC DISABLED INDIVIDUALS	15,000
DAMIANO OF DULUTH INC 206 WEST 4TH STREET DULUTH, MN 55806		PC	SOUP KITCHEN	15,000
DULUTH AREA FAMILY YMCA 302 W 1ST STREET DULUTH, MN 55802		PC	LITTLE TREASURES PROGRAM SUPPORT	10,000
DULUTH ART INSTITUTE ASSOCIATION 506 W MICHIGAN ST DULUTH, MN 55802		PC	STRATEGIC PLANNING SESSION	9,500
DULUTH COMMUNITY GARDEN PROGRAM 206 W 4TH STREET 214 DULUTH, MN 55806		PC	CAPACITY BUILDING	15,000
DULUTH PUBLIC SCHOOLS 215 N 1ST AVE EAST DULUTH, MN 55802		PC	KIDS VOTING DULUTH	1,500
DULUTH SUPERIOR SYMPHONY ORCHESTRA 130 WEST SUPERIOR STREET DULUTH, MN 55802		PC	CHAMBER MUSIC DEVELOPMENT	8,000
FINLAND MINNESOTA HISTORICAL SOCIET PO BOX 583 FINLAND, MN 55603		PC	JOHN PINE HOUSE RESTORATION	17,500
GRAND MARAIS ART COLONY PO BOX 626 GRAND MARAIS, MN 55604		PC	CAPACITY BUILDING & INFRASTRUCTURE	25,000
GREAT EXPECTATIONS SCHOOL 550 E 5TH STREET GRAND MARAIS, MN 55604		PC	READING CURRICULUM TRAINING	2,000
GUNFLINT TRAIL HISTORICAL SOCIETY 28 MOOSE POND DRIVE GRAND MARAIS, MN 55604		PC	CHIK-WAUK MUSEUM EXPANSION	10,000
GUNFLINT TRAIL HISTORICAL SOCIETY 28 MOOSE POND DRIVE GRAND MARAIS, MN 55604		PC	HAM LAKE FIRE EXHIBIT	8,000
HARBOR CENTERS INC 1105 E SUPERIOR STREET DULUTH, MN 55806		PC	GENERAL OPERATING SUPPORT	1,900
JUNIOR LEAGUE OF DULUTH 4031 GRAND AVE DULUTH, MN 55807		PC	GREENHOUSE CONSTRUCTION	10,000
KAKO FOUNDATION 1225 E 7TH STREET DULUTH, MN 55805		PC	AFTER SCHOOL PROGRAMMING	1,950
Total ► 3a				913,369

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				
KIDS CLOSET OF DULUTH 2308 WEST 3RD STREET DULUTH, MN 55806		PC	PURCHASE OF SCHOOL CLOTHING	10,000
LAKE SUPERIOR CENTER DBA GREAT LAKES AQUARIUM 353 HARBOR DR DULUTH, MN 55802		PC	"UNSALTED SEAS" EXHIBIT	20,000
LAKE SUPERIOR CHAMBER ORCHESTRA PO BOX 434 DULUTH, MN 55801		PC	2016 SUMMER CONCERT SEASON	5,000
LAKE SUPERIOR COLLEGE 2101 TRINITY ROAD DULUTH, MN 55811		PC	SCHOLARSHIPS	74,754
LAKE SUPERIOR COMMUNITY THEATRE 137 BANKS BOULEVARD SILVER BAY, MN 55614		PC	PHILIP AND PHRIENDS DANCE CONCERT	2,000
LAKE SUPERIOR SCHOOL DIST ISD 381 1640 HWY 2 STE 200 TWO HARBORS, MN 55616		PC	TIMBER FRAME STUDENT PROJECT	10,060
LAKE SUPERIOR SCHOOL DIST ISD 381 1640 HWY 2 STE 200 TWO HARBORS, MN 55616		PC	TIMBER FRAMING CLASS	4,600
LINCOLN PARK CHILDREN & FAMILIES 2424 W 5TH STREET STE 10 DULUTH, MN 55806		PC	OPERATING SUPPORT	15,000
LOCAL INITIATIVES SUPPORT CORP 202 W SUPERIOR ST STE 301 DULUTH, MN 55802		PC	BUILDING SUSTAINABLE COMMUNITIES	20,000
MATINEE MUSICALE INC 1346 W ARROWHEAD RD 305 DULUTH, MN 55811		PC	VERONA QUARTET PERFORMANCE	5,000
MEN AS PEACEMAKERS 205 W 2ND ST STE 15 DULUTH, MN 55802		PC	CAPACITY BUILDING	20,000
MINNESOTA ADULT AND TEEN CHALLENGE 2 E 2ND ST DULUTH, MN 55802		PC	EXERCISE EQUIPMENT PURCHASE	5,000
MINNESOTA ASSISTANCE COUNCIL FOR VE 360 ROBERT STREET N 306 ST PAUL, MN 55101		PC	SUPPORT FOR HOMELESS VETS IN DULUTH	10,000
MINNESOTA CITIZENS FEDERATION NE 424 W SUPERIOR ST 105 DULUTH, MN 55802		PC	SENIOR PARTNERS CARE PROGRAM OUTREAC	10,000
MINNESOTA COUNCIL OF NONPROFITS 2314 UNIVERSITY AVE W STE 20 ST PAUL, MN 55114		PC	NONPROFIT SCHOLARSHIPS ANNUAL CONF	5,000
Total ► 3a				913,369

Form 990FP 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				
MINNESOTA LAND TRUST 2356 UNIVERSITY AVE W STE 240 ST PAUL, MN 55114		PC	UPPER ST LOUIS RIVER REVITAL YR 2	10,000
NORTH HOUSE FOLK SCHOOL PO BOX 759 GRAND MARAIS, MN 55604		PC	MAYHEW BUILDING UPGRADES	40,000
NORTH SHORE AREA PARTNERS 99 EDISON BLVD SILVER BAY, MN 55614		PC	SUPPORT TO ASSIST SENIORS	25,826
NORTH SHORE COLLABORATIVE 616 THIRD AVE TWO HARBORS, MN 55616		PC	LOTS CHILDHOOD LITERACY PROGRAM	950
NORTHEAST ENTREPRENEUR FUND INC 202 WEST SUPERIOR STREET STE 311 DULUTH, MN 55802		PC	ENFUSE COOK COUNTY YR 2	30,000
NORTHERN EXPRESSIONS ARTS COLLECTIV 2002 W SUPERIOR ST STE 10 DULUTH, MN 55806		PC	MAD SCIENTIST SYMPOSIUM	800
POSITIVE ENERGY FOR YOUTH 4757 DATKA ROAD DULUTH, MN 55803		PC	ADVENTURE CLUB SUPPORT	20,000
SALVATION ARMY 215 S 27TH AVE W DULUTH, MN 55806		PC	PATHWAYS PROGRAM	20,000
SOAR CAREER SOLUTIONS 205 W 2ND STREET 101 DULUTH, MN 55807		PC	GENERAL OPERATING SUPPORT	15,000
SOCIALLY ACTIVE SENIORS PO BOX 607 TWO HARBORS, MN 55616		PC	GENERAL OPERATING SUPPORT	1,198
SUPERIOR CYCLING ASSOCIATION PO BOX 1032 GRAND MARAIS, MN 55604		PC	THE FLUME MTN BIKE TRAIL SUPPORT	20,000
TAMARACK DANCE ASSOCIATION 1428 BELMONT STREET DULUTH, MN 55805		PC	WOOLSOCK WINTER CAMP WEEKEND	2,000
THE NATURE CONSERVANCY 1101 WEST RIVER PARKWAY SUITE 200 MINNEAPOLIS, MN 55415		PC	NE MN FOREST RESTORATION PROJECT	15,000
TWO HARBORS AREA FOOD SHELFB PO BOX 601 TWO HARBORS, MN 55616		PC	FOOD SHELF PURCHASES	3,194
TWO HARBORS COMMUNITY RADIO PO BOX 622 TWO HARBORS, MN 55616		PC	START UP SUPPORT YR 2	18,000
Total ►				913,369
3a				

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>				
WOODLAND HILLS 4321 ALLENDALE AVENUE DULUTH, MN 55803		PC	CAMBIA HILLS DAY TREATMENT SUPPORT	20,000
WTIP COOK COUNTY COMMUNITY RADIO PO BOX 1005 GRAND MARAIS, MN 55604		PC	LOCAL NEWS INITIATIVE	30,000
YWCA OF DULUTH 32 EAST 1ST ST 202 DULUTH, MN 55802		PC	PROGRAM INITIATIVE & OPERATING SUPPO	10,000
LUTHERAN SOCIAL SERVICE OF MINNESOT 424 W SUPERIOR STREET DULUTH, MN 55802		PC	AT-RISK YOUTH PROGRAM	15,000
Total 3a				913,369

TY 2016 Accounting Fees Schedule**Name:** LLOYD K JOHNSON FOUNDATION**EIN:** 51-0180842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	7,755	1,939		5,816

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: LLOYD K JOHNSON FOUNDATION

EIN: 51-0180842

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNITURE	2007-02-28	2,150	2,150	200DB	7 0000				
OFFICE FURNITURE/HOM	2007-03-01	1,376	1,376	200DB	7 0000				
ART WORK/UNDERWOOD PHOTOS	2007-06-01	300	300	200DB	7 0000				
ART WORK/LIZZARD'S	2007-08-01	201	201	200DB	7 0000				
COMPUTER	2007-03-01	2,972	2,972	200DB	5 0000				
COMPUTER	2007-04-01	64	64	200DB	5 0000				
COMPUTER	2007-05-01	170	170	200DB	5 0000				
COMPUTER SOFTWARE	2007-06-01	260	260	200DB	5 0000				
COMPUTER AND PRINTER	2009-11-18	2,221	2,221	200DB	5 0000				
SHARP COPIER	2011-07-31	3,571	3,571	200DB	7 0000				
OFFICE EQUIPMENT	2013-11-01	928	928	200DB	5 0000				
COMPUTER/DOWNTOWN COMPUTERS	2014-04-30	2,046	1,555	200DB	5 0000	197			
DOWNTOWN COMPUTERS	2016-02-05	2,199		200DB	3 0000	1,466			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Gain/Loss from Sale of Other Assets Schedule

Name: LLOYD K JOHNSON FOUNDATION

EIN: 51-0180842

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
COMPUTER	2007-03	PURCHASE	2016-02			2,972				2,972
COMPUTER	2007-04	PURCHASE	2016-02			64				64
COMPUTER	2007-05	PURCHASE	2016-02			170				170
COMPUTER SOFTWARE	2007-06	PURCHASE	2016-02			260				260

TY 2016 Investments Corporate Bonds Schedule

Name: LLOYD K JOHNSON FOUNDATION

EIN: 51-0180842

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NORTH SHORE BANK OF COMMERCE ACCOUNT	6,156,697	6,156,697

TY 2016 Investments Corporate Stock Schedule

Name: LLOYD K JOHNSON FOUNDATION

EIN: 51-0180842

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN HARDBOARD & NUPLY CORP.	60,447	60,447

TY 2016 Investments - Other Schedule

Name: LLOYD K JOHNSON FOUNDATION

EIN: 51-0180842

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
NORTH SHORE BANK OF COMMERCE ACCOUNT	FMV	556,795	556,795

TY 2016 Land, Etc. Schedule

Name: LLOYD K JOHNSON FOUNDATION

EIN: 51-0180842

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE FURNITURE & EQUIPMENT	14,992	13,965	1,027	1,027

TY 2016 Legal Fees Schedule**Name:** LLOYD K JOHNSON FOUNDATION**EIN:** 51-0180842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT LEGAL FEES	500	125		375

TY 2016 Other Assets Schedule**Name:** LLOYD K JOHNSON FOUNDATION**EIN:** 51-0180842**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
NORTH SHORE ACCT ACCRUED INCOME	39,363	28,371	28,371
NORTH SHORE ACCT EQUITY MUTUAL FUNDS	13,878,655	14,395,895	14,395,895
NORTH SHORE ACCT FIXED INCOME FUNDS	3,954,070	3,304,157	3,304,157

TY 2016 Other Expenses Schedule**Name:** LLOYD K JOHNSON FOUNDATION**EIN:** 51-0180842**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	19	5		14
DUES & MEMBERSHIPS	1,167	292		875
MISCELLANEOUS	500	125		375
INSURANCE	2,488	622		1,866
PARKING EXPENSE	1,629	407		1,222
PROMOTION & WEBSITE				
OFFICE & POSTAGE	4,110	1,028		3,083
TELEPHONE EXPENSE	2,556	639		197
FILING FEE	25			25

TY 2016 Other Income Schedule**Name:** LLOYD K JOHNSON FOUNDATION**EIN:** 51-0180842**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PRIOR YEAR GRANT RETURNED	315		
PRIOR YR EXCISE TAX REFUND	13,897		

TY 2016 Other Increases Schedule

Name: LLOYD K JOHNSON FOUNDATION
EIN: 51-0180842

Description	Amount
UNREALIZED INVESTMENT GAIN	889,333

TY 2016 Other Liabilities Schedule**Name:** LLOYD K JOHNSON FOUNDATION**EIN:** 51-0180842

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX PAYABLE		4,323
ACCRUED PAYROLL TAXES	8	10
ACCOUNTS PAYABLE	1,980	625

TY 2016 Other Professional Fees Schedule**Name:** LLOYD K JOHNSON FOUNDATION**EIN:** 51-0180842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY & CUSTODIAL	63,269	63,269		

TY 2016 Taxes Schedule**Name:** LLOYD K JOHNSON FOUNDATION**EIN:** 51-0180842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	11,843			

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization LLOYD K JOHNSON FOUNDATION	Employer identification number 51-0180842

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization LLOYD K JOHNSON FOUNDATION	Employer identification number 51-0180842
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LLOYD K JOHNSON REVOCABLE TRUST 145 WAVERLY PLACE DULUTH, MN55803	\$ 128,857	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

51-0180842

Part II	Noncash Property
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(a) No.from Part I	(b) Description of noncash property given (see instructions) Use duplicate copies of Part II if additional space is needed	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization LLOYD K JOHNSON FOUNDATION	Employer identification number 51-0180842
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	