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Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

**2016**Department of the Treasury  
Internal Revenue Service

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2016 or tax year beginning

JUL 1, 2016

, and ending

JUN 30, 2017

Name of foundation

OLIVIERI JOHNSTON FAMILY FOUNDATION

A Employer identification number

26-0702182

Number and street (or P.O. box number if mail is not delivered to street address)

CUMMINGS &amp; LOCKWOOD 75 ISHAM RD

Room/suite

400

B Telephone number

(860) 313-4930

City or town, state or province, country, and ZIP or foreign postal code

WEST HARTFORD, CT 06107

C If exemption application is pending, check here ☐

G Check all that apply

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☐

Address change

☐

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 ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 1,163,821. (Part I, column (d) must be on cash basis)

J Accounting method

☒

Cash

☐

Accrual

☐ Other (specify)**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue

Operating and Administrative Expenses

1 Contributions, gifts, grants, etc., received

526,890.

N/A

2 Check ☐ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

28.

28.

STATEMENT 2

4 Dividends and interest from securities

22,515.

22,515.

STATEMENT 3

5a Gross rents

b Net rental income or (loss)

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

28,793.

STATEMENT 1

b Gross sales price for all assets on line 6a 1,099,780.

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

506,603.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

12 Total. Add lines 1 through 11

578,226.

529,146.

13 Compensation of officers, directors, trustees, etc

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees STMT 4

4,965.

4,965.

0.

b Accounting fees

c Other professional fees

17 Interest

18 Taxes

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses STMT 5

142.

142.

0.

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

5,107.

5,107.

0.

25 Contributions, gifts, grants paid

30,000.

30,000.

26 Total expenses and disbursements. Add lines 24 and 25

35,107.

5,107.

30,000.

27 Subtract line 26 from line 12

543,119.

a Excess of revenue over expenses and disbursements

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

524,039.

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

N/A

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		3,282.	43,106.	43,106.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 6	517,936.	1,021,231.	1,120,715.	
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	521,218.	1,064,337.	1,163,821.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0.	0.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.			
29	Retained earnings, accumulated income, endowment, or other funds	521,218.	1,064,337.			
30	Total net assets or fund balances	521,218.	1,064,337.			
31	Total liabilities and net assets/fund balances	521,218.	1,064,337.			

## 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	521,218.
2	Enter amount from Part I, line 27a	2	543,119.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,064,337.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,064,337.

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**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.)
<b>1a</b>				
<b>b</b> SEE ATTACHED STATEMENT				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 1,099,780.		593,177.	506,603.

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			506,603.

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	506,603.
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) 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 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))
2015	33,873.	530,595.	.063840
2014	31,479.	588,216.	.053516
2013	20,000.	572,756.	.034919
2012	30,378.	535,945.	.056681
2011	20,000.	521,810.	.038328

<b>2</b> Total of line 1, column (d)	2	.247284
<b>3</b> 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	.049457
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,070,779.
<b>5</b> Multiply line 4 by line 3	5	52,958.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	5,240.
<b>7</b> Add lines 5 and 6	7	58,198.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	30,000.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	10,481.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	10,481.
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	10,481.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	397.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	397.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	10,084.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c 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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

STMT 7

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**Part VII-A Statements Regarding Activities** (continued)

	Yes	No
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► PAUL L. BOURDEAU, ESQ. Telephone no ► (860) 313-4930 Located at ► C & L, 75 ISHAM RD, # 400, W HARTFORD, CT ZIP+4 ► 06107		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ► N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 2016?	4b	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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

If "Yes" to 6b, file Form 8870

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

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FRANCES REESE OLIVIERI	TRUSTEE			
CUMMINGS & LOCKWOOD, 75 ISHAM RD. 400	0.00	0.	0.	0.
WEST HARTFORD, CT 06107				
LOWELL D. JOHNSTON	TRUSTEE			
CUMMINGS & LOCKWOOD, 75 ISHAM RD. 400	0.00	0.	0.	0.
WEST HARTFORD, CT 06107				

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,066,226.
b	Average of monthly cash balances	1b	20,859.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,087,085.
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	1,087,085.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,306.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,070,779.
6	Minimum investment return. Enter 5% of line 5	6	53,539.

**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	53,539.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	10,481.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,481.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	43,058.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	43,058.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	43,058.

**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	30,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	30,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	30,000.

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

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**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				43,058.
<b>2</b> Undistributed income, if any, as of the end of 2016			9,262.	
<b>a</b> Enter amount for 2015 only				
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011				
<b>b</b> From 2012				
<b>c</b> From 2013				
<b>d</b> From 2014				
<b>e</b> From 2015				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 30,000.			9,262.	
<b>a</b> Applied to 2015, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			20,738.
<b>d</b> Applied to 2016 distributable amount	0.			
<b>e</b> Remaining amount distributed out of corpus	0.			0.
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:	0.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				22,320.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012				
<b>b</b> Excess from 2013				
<b>c</b> Excess from 2014				
<b>d</b> Excess from 2015				
<b>e</b> Excess from 2016				

**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 2016, 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)

**2 a** 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(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 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) )

NONE

**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 8**

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

**c** Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMSTERDAM CONTINUING HEALTH CARE SYSTEM INC 1060 AMESTERDAM AVENUE NEW YORK, NY 10025	NONE	PUBLIC	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	2,000.
CENTER FOR ECONOMIC RESEARCH & SOCIAL CHANGE INC 4015 N. ROCKWELL STREET CHICAGO, IL 60618	NONE	PRIVATE	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	5,000.
CHURCH OF THE REGENERATION PO BOX 321 PINE PLAINS, NY 12567	NONE	PUBLIC	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	2,000.
COLUMBIA LAND CONSERVANCY INC 49 MAIN STREET CHATHAM, NY 12037	NONE	PUBLIC	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	2,000.
DOCTORS WITHOUT BORDERS USA INC. 333 SEVENTH AVE, 2ND FLOOR NEW YORK, NY 10001	NONE	PUBLIC	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	7,000.
Total SEE CONTINUATION SHEET(S)			3a	30,000.
b Approved for future payment				
NONE				
Total			3b	0.





**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	3,000 SHS 3M	D	07/05/16	07/07/16
b	THRU PERSHING ACCT #Q2M-300032 - SEE ATTACHED	P		
c	THRU PERSHING ACCT #Q2M-300032 - SEE ATTACHED	P		
d	THRU PERSHING ACCT #Q2M-300032 - ADJ FOR WASH SAL	P		
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 525,511.		49,080.	476,431.
b 297,927.		286,466.	11,461.
c 276,342.		258,190.	18,152.
d		<559.>	559.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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	
a			476,431.
b			11,461.
c			18,152.
d			559.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	506,603.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KENT SCHOOL CORPORATION PO BOX 2006 KENT, CT 06757	NONE	PUBLIC	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	2,000.
NAACP LEGAL DEFENSE & EDUCATIONAL FUND INC. 40 RECTOR STREET, 5TH FLOOR NEW YORK, NY 10006	NONE	PUBLIC	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	2,000.
NATIONAL AUDUBON SOCIETY, INC. 225 VARICK STREET, 7TH FLOOR NEW YORK, NY 10014	NONE	PUBLIC	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	2,000.
THE BUCKLEY SCHOOL 113 EAST 73RD ST NEW YORK, NY 10131	NONE	PUBLIC	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	2,000.
THE CHAPIN SCHOOL 100 EAST END AVE. NEW YORK, NY 10028	NONE	PUBLIC	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	2,000.
WORLD WILDLIFE FUND, INC. 1250 24TH ST NW WASHINGTON, DC 20037	NONE	PUBLIC	CURRENT USE FOR GENERAL CHARITABLE PURPOSES	2,000.
Total from continuation sheets				12,000.



**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990)

OMB No 1545-0047

**2016**

Name of the organization

Employer identification number

OLIVIERI JOHNSTON FAMILY FOUNDATION

26-0702182

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 foundationCheck 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 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 33 1/3% 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

Employer identification number

OLIVIERI JOHNSTON FAMILY FOUNDATION

26-0702182

**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	FRANCES R. OLIVIERI & LOWELL D. JOHNSON  36 EAST 72ND STREET  NEW YORK, NY 10021	\$ 526,890.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

26-0702182

**Part II Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed.

[illegible]

Name of organization	Employer identification number
OLIVIERI JOHNSTON FAMILY FOUNDATION	26-0702182

**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 info once) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

(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

FORM 990-PF                      GAIN OR (LOSS) FROM SALE OF ASSETS                      STATEMENT      1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3,000 SHS 3M	DONATED	07/05/16	07/07/16

  

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
525,511.	526,890.	0.	0.	<1,379.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THRU PERSHING ACCT #Q2M-300032 - SEE ATTACHED	PURCHASED		

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
297,927.	286,466.	0.	0.	11,461.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THRU PERSHING ACCT #Q2M-300032 - SEE ATTACHED	PURCHASED		

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
276,342.	258,190.	0.	0.	18,152.

3392325 1 xls

26-0702182

Gains and Losses - July 01, 2016 through June 30, 2017

Long Term	Date Acquired	Date Sold	Par Value/Shares	Proceeds	Tax Cost Basis	Gain or Loss
Ishares Tr Core Total US Bd Mkt						
	1/9/2014	1/12/2017	157	\$17,025.41	\$16,748.48	\$276.93
	4/22/2014	1/12/2017	176	\$19,085.82	\$19,108.71	(\$22.89)
	10/9/2014	1/12/2017	19	\$2,060.40	\$2,087.14	(\$26.74)
	1/8/2015	1/12/2017	155	\$16,808.53	\$17,172.51	(\$363.98)
	7/9/2015	1/12/2017	69	\$7,482.51	\$7,521.23	(\$38.72)
	1/11/2016	1/12/2017	131	\$14,205.92	\$14,208.50	(\$2.58)
			<b>Total</b>	<b>\$76,668.59</b>	<b>\$76,846.57</b>	<b>(\$177.98)</b>
Ishares S&P Midcap 400 Index Fund						
	1/8/2015	3/28/2017	111	\$18,788.13	\$15,810.72	\$2,977.41
	7/9/2015	3/28/2017	73	\$12,356.15	\$10,930.67	\$1,425.48
	10/8/2015	3/28/2017	11	\$1,861.89	\$1,557.76	\$304.13
			<b>Total</b>	<b>\$33,006.17</b>	<b>\$28,299.15</b>	<b>\$4,707.02</b>
Ishares S&P Smallcap 600 Index Fund						
	1/8/2015	3/24/2017	108	\$7,319.28	\$6,021.52	\$1,297.76
	4/21/2015	3/24/2017	120	\$8,132.53	\$7,159.99	\$972.54
	10/8/2015	3/24/2017	70	\$4,743.98	\$3,858.31	\$885.67
			<b>Total</b>	<b>\$20,195.79</b>	<b>\$17,039.82</b>	<b>\$3,155.97</b>
Ishares Inc MSCI Pac ETF Mkt						
	2/10/2015	8/1/2016	173	\$8,383.35	\$8,383.35	\$0.00
	4/21/2015	8/1/2016	180	\$8,722.55	\$8,722.55	\$0.00
	7/9/2015	8/1/2016	17	\$823.80	\$823.80	\$0.00
	7/9/2015	3/28/2017	85	\$4,443.40	\$4,336.70	\$106.70
	7/9/2015	6/8/2017	81	\$4,447.40	\$4,132.62	\$314.78
			<b>Total</b>	<b>\$26,820.50</b>	<b>\$26,399.02</b>	<b>\$421.48</b>
Ishares Trust S&P 500 Index Fund						
	4/26/2013	10/7/2016	24	\$5,181.22	\$3,807.51	\$1,373.71
	1/9/2014	10/7/2016	55	\$11,873.62	\$10,107.15	\$1,766.47
	1/22/2014	10/7/2016	11	\$2,374.72	\$2,065.59	\$309.13
	10/9/2014	10/7/2016	23	\$4,965.33	\$4,551.85	\$413.48
	11/9/2014	1/12/2017	41	\$9,345.25	\$8,114.17	\$1,231.08
	1/8/2015	1/12/2017	115	\$26,212.29	\$23,361.17	\$2,851.12
	7/9/2015	1/12/2017	11	\$2,507.26	\$2,291.76	\$215.50
	1/11/2016	1/12/2017	38	\$8,661.45	\$7,596.87	\$1,064.58
	1/11/2016	6/8/2017	25	\$6,132.36	\$4,997.94	\$1,134.42
			<b>Total</b>	<b>\$77,253.50</b>	<b>\$66,894.01</b>	<b>\$10,359.49</b>

	Date Acquired	Date Sold	Par Value/Shares	Proceeds	Tax Cost Basis	Gain or Loss
Lazard Cap Allocator Opportunistic Strat Prt Instl	10/6/2011	6/6/2017	1128.409	\$11,769.31	\$11,318.54	\$450.77
			<b>Total</b>	<b>\$11,769.31</b>	<b>\$11,318.54</b>	<b>\$450.77</b>
Vanguard International Equity Index Fd European ETF						
	1/8/2013	8/1/2016	150	\$7,154.58	\$7,154.58	\$0.00
	4/26/2013	8/1/2016	105	\$5,008.20	\$5,008.20	\$0.00
	10/8/2013	8/1/2016	65	\$3,100.32	\$3,100.32	\$0.00
	4/22/2014	8/1/2016	20	\$953.94	\$953.94	\$0.00
	4/22/2014	1/12/2017	18	\$872.65	\$1,062.31	(\$189.66)
	10/9/2014	1/12/2017	137	\$6,641.83	\$7,444.49	(\$802.66)
	10/9/2014	6/8/2017	15	\$847.89	\$815.09	\$32.80
	11/21/2014	6/8/2017	107	\$6,048.31	\$5,853.98	\$194.33
			<b>Total</b>	<b>\$30,627.72</b>	<b>\$31,392.91</b>	<b>(\$765.19)</b>
			<b>Total Long Term</b>	<b>\$276,341.58</b>	<b>\$258,190.02</b>	<b>\$18,151.56</b>
			<b>Total Gains and Losses</b>	<b>\$574,268.53</b>	<b>\$544,655.60</b>	<b>\$29,612.93</b>
Adjustment to Long Term Sales reported on Prior 990PF Due to Wash Sales Occuring 7/1/16						
Ishares Inc MSCI Pac ETF Mkt	2/10/2015	6/28/2016	56	2523.08	2756.09	
Wash Sale Realized 7/1/16				0	-233.01	233.01
Vanguard International Equity Index Fd European ETF						
	1/8/2013	6/28/2016	54	2315.52	2641.53	
Wash sale Realized 7/1/16				0	-326.01	326.01
						\$ 559.02



(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THRU PERSHING ACCT #Q2M-300032 - ADJ FOR WASH SALES - SEE ATTACHED	PURCHASED		

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	<559.>	0.	0.	559.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	28,793.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
THRU PERSHING ACCT #Q2M-300032	28.	28.	
TOTAL TO PART I, LINE 3	28.	28.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THRU PERSHING ACCT #Q2M-300032	22,515.	0.	22,515.	22,515.	
TO PART I, LINE 4	22,515.	0.	22,515.	22,515.	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CUMMINGS & LOCKWOOD LLC - LEGAL FEES	4,965.	4,965.			0.
TO FM 990-PF, PG 1, LN 16A	4,965.	4,965.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LAZARD CAPITAL MARKETS LLC - ADVISOR FEES	42.	42.			0.
NEW YORK STATE DEPARTMENT OF LAW - FILING FEE	100.	100.			0.
TO FORM 990-PF, PG 1, LN 23	142.	142.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
THRU PERSHING ACCT #Q2M-300032 - MUTUAL FUNDS PER ATTACHED	310,016.	339,298.		
THRU PERSHING ACCT #Q2M-300032 - SECURITIES PER ATTACHED	711,215.	781,417.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,021,231.	1,120,715.		

Statement

Olivieri Johnson Family Foundation  
26-0702182  
Form 990-PF July 1, 2016 to June 30, 2017  
Pershing Acct #Q2M-300032

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
CASH, MONEY FUNDS, AND BANK DEPOSITS 1.00% of Portfolio									
Cash Balance									
Money Market									
DREYFUS GOVT CASH MNGT INV SH	16,441.070	N/A	06/30/17	15,653.99	16,441.07	0.58	25.31	0.57%	0.66%
Total Money Market				\$15,653.99	\$16,441.07	\$0.58	\$25.31		
TOTAL CASH, MONEY FUNDS, AND BANK DEPOSITS				\$15,653.99	\$17,718.89	\$0.58	\$25.31		
Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield		

MUTUAL FUNDS 30.00% of Portfolio

LAZARD CAP ALLOC OPPORTUNISTIC STRAT								Security Identifier: LCAIX	
INSTL SHARES								CUSIP: 52106N491	
Open End Fund									
Dividend Option: Cash, Capital Gains Option: Cash									
10/05/11	1,819.577	9.0840	16,528.60	10.5300	2,631.55	293.93	1.53%		
04/18/12	228.970	9.7740	2,237.89	10.5300	173.16	36.99	1.53%		
01/03/13	469.580	10.0740	4,730.48	10.5300	214.20	75.86	1.53%		
07/10/13	1,123.760	10.1340	11,387.96	10.5300	445.23	181.53	1.53%		
Total Noncovered	3,641.887		34,884.93		3,464.14	588.31			
01/06/14	700.995	10.0340	7,033.61	10.5300	347.87	113.24	1.53%		
04/16/14	377.814	10.1940	3,851.34	10.5300	127.04	61.03	1.53%		
07/09/14	1,537.182	10.5040	16,146.18	10.5300	40.35	248.32	1.53%		
01/05/15	543.033	9.8340	5,340.05	10.5300	378.09	87.72	1.53%		
10/05/15	2,850.494	9.4440	26,919.38	10.5300	3,096.32	460.47	1.53%		
10/07/15	1,505.492	9.4940	14,292.77	10.5300	1,560.06	243.20	1.53%		
01/06/16	761.943	9.1620	6,980.64	10.5300	1,042.62	123.08	1.53%		
01/08/16	381.403	8.9620	3,417.99	10.5300	598.18	61.61	1.53%		
07/06/16	13,694.268	9.4020	128,748.38	10.5300	15,452.26	2,212.17	1.53%		

Q2M-300032

Statement C

Olivier Johnson Family Foundation

Pershing Advisor Solutions LLC, a BNY Mellon company  
 26-0702182  
 Form 990-PF July 1, 2016 to June 30, 2017  
 Pershing Acct #Q2M-300032  
 One Pershing Plaza, Jersey City, NJ 07399  
 (877) 870-7230  
 Member FINRA, SIPC

June 30, 2017  
 OLIVIER JOHNSON FAMILY FOUNDATION

**Portfolio Holdings (continued)**

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
<b>MUTUAL FUNDS (continued)</b>								
<b>LAZARD CAP ALLOC OPPORTUNISTIC STRAT (continued)</b>								
01/09/17	965.447	9.8400	9,500.00	10.5300	10,166.16	666.16	155.96	1.53%
01/11/17	1,271.443	9.9100	12,600.00	10.5300	13,388.29	788.29	205.39	1.53%
03/23/17	3,750.843	10.0700	37,770.99	10.5300	39,496.38	1,725.39	605.91	1.53%
06/28/17	239.824	10.5500	2,530.14	10.5300	2,525.35	-4.79	38.74	1.53%
Total Covered	28,580.181		275,131.47		300,949.31	25,817.84	4,616.84	
Total	32,222.068		\$310,016.40		\$339,298.38	\$29,281.98	\$5,205.15	
<b>TOTAL MUTUAL FUNDS</b>			<b>\$310,016.40</b>		<b>\$339,298.38</b>	<b>\$29,281.98</b>	<b>\$5,205.15</b>	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
<b>EXCHANGE-TRADED PRODUCTS 69.00% of Portfolio</b>								
<b>ISHARES TR CORE S&amp;P 500 ETF</b>								
Dividend Option Cash: Capital Gains Option Cash								
01/06/16	107,000	199.9180	21,391.19	243.4100	26,044.87	4,653.68	487.53	1.87%
04/18/16	53,000	210.4320	11,152.90	243.4100	12,900.73	1,747.83	241.49	1.87%
07/06/16	515,000	210.7970	108,560.51	243.4100	125,356.15	16,795.64	2,346.51	1.87%
03/23/17	105,000	236.8510	24,870.45	243.4100	25,558.05	687.60	478.41	1.87%
Total Covered	780,000		165,975.05		189,859.80	23,884.75	3,553.94	
Total	780,000		\$165,975.05		\$189,859.80	\$23,884.75	\$3,553.94	
<b>ISHARES TR CORE U.S. AGGREGATE BD ETF</b>								
Dividend Option Cash: Capital Gains Option Cash								
03/23/17	635,000	108.4650	68,875.15	109.5100	69,538.85	663.70	1,665.13	2.39%
<b>ISHARES TR MSCI EMERGING MKTS ETF</b>								
Dividend Option Cash: Capital Gains Option Cash								
07/27/16	319,000	11.49064	11,490.64	41.3900	13,203.41	1,712.77	187.54	1.42%
10/04/16	621,000	23.19926	23,199.26	41.3900	25,703.19	2,503.93	365.10	1.42%
Total Covered	940,000		34,689.90		38,906.60	4,216.70	552.64	
Total	940,000		\$34,689.90		\$38,906.60	\$4,216.70	\$552.64	

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 Corporation (BNY Mellon)  
 Pershing LLC, member FINRA, NYSE SIPC

Statement

Olivier Johnson Family Foundation  
 26-0702182  
 Form 990-PF July 1, 2016 to June 30, 2017  
 Pershing Acct #Q2M-300032

# Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
<b>EXCHANGE-TRADED PRODUCTS (continued)</b>								
ISHARES TR CORE S&P MID-CAP ETF								
Dividend Option: Cash, Capital Gains Option: Cash				Security Identifier: IJH CUSIP: 464287507				
07/06/16	115,000	148,6760	17,097.75	173.9500	20,004.25	2,906.50	303.70	1.51%
01/09/17	225,000	166,4790	37,457.76	173.9500	39,138.75	1,680.99	594.20	1.51%
Total Covered	340,000		54,555.51		59,143.00	4,587.49	897.90	
Total	340,000		\$54,555.51		\$59,143.00	\$4,587.49	\$897.90	
ISHARES TR CORE S&P SMALL-CAP ETF								
Dividend Option: Cash, Capital Gains Option: Cash				Security Identifier: IJR CUSIP: 464287804				
07/06/16	50,000	57,8360	2,891.79	70.1100	3,505.50	613.71	43.86	1.25%
01/09/17	930,000	68,3520	63,566.99	70.1100	65,202.30	1,635.31	815.76	1.25%
Total Covered	980,000		66,458.78		68,707.80	2,249.02	859.62	
Total	980,000		\$66,458.78		\$68,707.80	\$2,249.02	\$859.62	
ISHARES INC CORE MSCI EMERGING MKTS ETF								
Dividend Option: Cash, Capital Gains Option: Cash				Security Identifier: IEMG CUSIP: 46434C103				
03/23/17	695,000	48,2400	33,526.73	50.0400	34,777.80	1,251.07	657.80	1.89%
ISHARES TR CORE MSCI PAC ETF								
MKT ETF				Security Identifier: IPAC CUSIP: 46434V696				
Dividend Option: Cash, Capital Gains Option: Cash								
07/06/16	347,000	51,0200	17,703.94	54.1500	18,790.05	1,086.11	499.86	2.66%
10/05/15	163,000	47,1330	7,682.73	54.1500	8,826.45	1,143.72	234.81	2.66%
04/18/16	220,000	48,1340	10,589.50	54.1500	11,913.00	1,323.50	316.92	2.66%
07/06/16	56,000	50,8520	2,847.73	54.1500	3,032.40	184.67	80.67	2.66%
			Your lot has been adjusted due to a wash sale for more than one year.					
07/06/16	173,000	47,4490	8,208.64	54.1500	9,367.95	1,159.31	249.21	2.66%
07/06/16	180,000	51,8520	9,333.43	54.1500	9,747.00	413.57	259.29	2.66%
07/06/16	17,000	49,2540	837.31	54.1500	920.55	83.24	24.49	2.66%
			Your lot has been adjusted due to a wash sale for more than one year.					
07/06/16	869,000	46,6920	40,574.92	54.1500	47,056.35	6,481.43	1,251.82	2.66%
01/09/17	100,000	50,6690	5,066.91	54.1500	5,415.00	348.09	144.05	2.66%
02/15/17	260,000	51,9380	13,503.79	54.1500	14,079.00	575.21	374.53	2.66%
Total Covered	2,385,000		116,348.90		129,147.75	12,798.85	3,435.65	
Total	2,385,000		\$116,348.90		\$129,147.75	\$12,798.85	\$3,435.65	

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# Olivieri Johnson Family Foundation

Pershing Advisor Solutions LLC, a BNY Mellon company  
 Form 990-PF July 1, 2016 to June 30, 2017  
 Pershing Acct #Q2M-300032

Pershing Advisor Solutions LLC, a BNY Mellon company  
 One Pershing Plaza, Jersey City, NJ 07399  
 (877) 870-7230  
 Member FINRA SIPC

Statement 6



## Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
<b>EXCHANGE-TRADED PRODUCTS (continued)</b>								
VANGUARD INTL EQUITY INDEX FDS FTSE								
EUROPE ETF								
Dividend Option Cash, Capital Gains Option Cash								
11/18/14	428,000	54.7100	23,415.92	55.1400	23,599.92	184.00	661.26	2.80%
07/06/15	70,000	53.0770	3,715.37	55.1400	3,859.80	144.43	108.15	2.80%
01/06/16	31,000	48.2770	1,496.59	55.1400	1,709.34	212.75	47.90	2.80%
04/18/16	81,000	49.6100	4,018.40	55.1400	4,466.34	447.94	125.15	2.80%
07/06/16	54,000	51.1120	2,760.07	55.1400	2,977.56	217.49	83.43	2.80%
Your lot has been adjusted due to a wash sale for more than one year.								
07/06/16	150,000	46.2950	6,944.30	55.1400	8,271.00	1,326.70	231.75	2.80%
Your lot has been adjusted due to a wash sale for more than one year.								
07/06/16	105,000	47.2060	4,956.65	55.1400	5,789.70	833.05	162.23	2.80%
Your lot has been adjusted due to a wash sale for more than one year.								
07/06/16	65,000	52.1490	3,389.71	55.1400	3,584.10	194.39	100.43	2.80%
Your lot has been adjusted due to a wash sale for more than one year.								
07/06/16	20,000	56.3960	1,127.91	55.1400	1,102.80	-25.11	30.90	2.80%
Your lot has been adjusted due to a wash sale for more than one year.								
07/06/16	861,000	45.0750	38,809.76	55.1400	47,475.54	8,665.78	1,330.24	2.80%
02/15/17	1,535,000	49.8710	76,552.14	55.1400	84,639.90	8,087.76	2,371.57	2.80%
03/23/17	70,000	51.3960	3,597.71	55.1400	3,859.80	262.09	108.14	2.80%
Total Covered	3,470,000		170,784.53		191,335.80	20,551.27	5,361.15	
Total	3,470,000		\$170,784.53		\$191,335.80	\$20,551.27	\$5,361.15	
<b>TOTAL EXCHANGE-TRADED PRODUCTS</b>								
			\$171,214.55		\$181,417.40	\$10,202.85	\$16,983.83	
<b>TOTAL PORTFOLIO HOLDINGS</b>								
			\$1,038,949.84		\$1,138,434.67	\$99,484.83	\$22,214.29	

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FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS  
PART VII-A, LINE 10

STATEMENT 7

## NAME OF CONTRIBUTOR

## ADDRESS

FRANCES REESE OLIVIERI

36 EAST 72ND STREET  
NEW YORK, NY 10021

LOWELL D. JOHNSTON

36 EAST 72ND STREET  
NEW YORK, NY 10021

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

PAUL L. BOURDEAU, ESQ.  
CUMMINGS & LOCKWOOD, 75 ISHAM RD. #400  
WEST HARTFORD, CT 06107

TELEPHONE NUMBER

(860) 313-4930

FORM AND CONTENT OF APPLICATIONS

LETTER

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE