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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

A Employer identification number
36-7228534

Number and street (or P O box number if mail is not delivered to street address)
REBECCA STEINER 1230 FOX LAKE DRIVE

Room/suite

B Telephone number (see instructions)
(618) 467-0717

City or town, state or province, country, and ZIP or foreign postal code
GODFREY, IL 62035

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 ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 4,177,782

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	42,797	42,797	42,797	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	109,882			
	b	Gross sales price for all assets on line 6a 1,122,415				
	7	Capital gain net income (from Part IV, line 2)		109,882		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	152,679	152,679	42,797	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	0	0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	4,250	0	0	4,250
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	34,788	34,788	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	258	258	0	0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,561	0	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	40,857	35,046	0	4,250
	25	Contributions, gifts, grants paid	113,875			113,875
	26	**Total expenses and disbursements.** Add lines 24 and 25	154,732	35,046	0	118,125
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-2,053			
	b	**Net investment income** (if negative, enter -0-)		117,633		
	c	**Adjusted net income**(if negative, enter -0-)			42,797	

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	440,360	200,418	200,418
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	670,227	756,648	768,381
	b	Investments—corporate stock (attach schedule)	1,701,678	1,792,430	2,805,754
	c	Investments—corporate bonds (attach schedule)	359,922	420,638	403,229
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,172,187	3,170,134	4,177,782
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	3,172,187	3,170,134	
	30	**Total net assets or fund balances** (see instructions)	3,172,187	3,170,134	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,172,187	3,170,134	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,172,187
2	Enter amount from Part I, line 27a	2	-2,053
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,170,134
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	3,170,134

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	109,882
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	13,574

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))
2016	163,500	3,646,918	0 044832
2015	3,338,338	0	0 000000
2014	506,768	7,868,486	0 064405
2013	484,557	7,313,211	0 066258
2012	436,609	6,809,479	0 064118

2	**Total** of line 1, column (d)	2	0 239613
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 047923
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	154,126
5	Multiply line 4 by line 3	5	7,386
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,176
7	Add lines 5 and 6	7	8,562
8	Enter qualifying distributions from Part XII, line 4	8	118,125

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	1,176
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3	Add lines 1 and 2.		3	1,176
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	1,176
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 0		
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 0		
7	Total credits and payments Add lines 6a through 6d		7	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	37
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,213
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 2018 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)?	1b		No
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶REBECCA A STEINER Telephone no ▶(618) 467-0717

Located at ▶1230 FOX LAKE DRIVE GODFREY IL ZIP+4 ▶62035

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

			Yes	No
16	At any time during calendar year 2017, 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?	16		No
	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 ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
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 2017?		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	☐ 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 2017 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 2017)*		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 2017?		4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?. . . . . ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). . . . . ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?. . . . . ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. . . . . ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REBECCA A STEINER 1230 FOX LAKE DRIVE GODFREY, IL 62035	DIRECTOR/SEC/TREASURER 5 00	0	0	0
CATHERINE E JOHNSON 3122 N E 13TH AVENUE PORTLAND, OR 97212	DIRECTOR/PRESIDENT 1 00	0	0	0
RUTH PIVAR 5506 WEST LAKE DRIVE WEST BEND, WI 53095	DIRECTOR 1 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week (b) 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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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	138,125
b	Average of monthly cash balances.			1b	18,348
c	Fair market value of all other assets (see instructions).			1c	0
d	**Total** (add lines 1a, b, and c).			1d	156,473
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	156,473
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	2,347
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	154,126
6	**Minimum investment return.** Enter 5% of line 5.			6	7,706

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	7,706
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	1,176		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	1,176
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	6,530
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	6,530
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	6,530

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	118,125
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	118,125
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	1,176
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	116,949

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7					6,530
2 Undistributed income, if any, as of the end of 2017					
a Enter amount for 2016 only.				0	
b Total for prior years 20____ , 20____ , 20____			0		
3 Excess distributions carryover, if any, to 2017					
a From 2012.	101,323				
b From 2013.	126,068				
c From 2014.	119,556				
d From 2015.	176,250				
e From 2016.					
f **Total** of lines 3a through e.		523,197			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 118,125					
a Applied to 2016, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2017 distributable amount.					6,530
e Remaining amount distributed out of corpus		111,595			
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		634,792			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .		101,323			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a		533,469			
10 Analysis of line 9					
a Excess from 2013. . . .	126,068				
b Excess from 2014. . . .	119,556				
c Excess from 2015. . . .	176,250				
d Excess from 2016. . . .					
e Excess from 2017. . . .	111,595				

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 2017, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2017	**(b)** 2016	**(c)** 2015	**(d)** 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				113,875
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	42,797	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			14	2	109,880
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		42,799	109,880

13 Total. Add line 12, columns (b), (d), and (e). **13** 152,679

(See worksheet in line 13 instructions to verify calculations)

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

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)
3	INTEREST AND DIVIDENDS FROM PUBLIC SECURITIES
8	CAPITAL GAINS REALIZED IN THE SALE OF PUBLIC SECURITIES

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee | Date: 2018-05-15 | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
KIRK A HOOPINGARNER				P01433747

Firm's name ▶ QUARLES & BRADY LLP — Firm's EIN ▶39-0432630

Firm's address ▶ 300 N LASALLE STREET SUITE 4000
CHICAGO, IL 60654 — Phone no (312) 715-5000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
475 SHRS CHEVRON	P	2017-03-02	2017-05-09
700 SHRS EXXON	P	2017-06-01	2017-12-20
200 SHRS GILEAD SCIENCES INC	P	2017-03-02	2017-04-20
700 SHRS LOWES COMPANIES INC	P	2017-02-22	2017-07-27
850 SHRS CAVIUM	P	2014-06-27	2017-02-24
50 SHRS FACEBOOK INC	P	2013-05-22	2017-12-20
600 SHRS GILEAD SCIENCES INC	P	2013-08-20	2017-04-20
400 SHRS INTERCONTINENTAL EXC	P	2014-06-23	2017-03-09
30 SHRS INTUITIVE SURGICAL	P	2014-06-17	2017-05-24
450 SHRS NXP SEMICONDUCTORS	P	2015-09-24	2017-10-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
50,194		54,092	-3,898
58,047		56,488	1,559
13,299		14,095	-796
53,861		53,667	194
55,220		41,882	13,338
8,889		1,256	7,633
39,897		35,003	4,894
24,055		15,859	8,196
26,903		12,158	14,745
51,961		38,114	13,847

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-3,898
			1,559
			-796
			194
			13,338
			7,633
			4,894
			8,196
			14,745
			13,847

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
175 SHRS NXP SEMICONDUCTORS	P	2016-07-28	2017-10-18
200 SHRS PAYPAL HOLDINGS INC	P	2011-10-03	2017-12-20
225 SHRS PAYPAL HOLDINGS INC	P	2015-09-28	2017-12-20
575 SHRS TARGET CORPORATION	P	2014-08-05	2017-04-20
255 SHRS THERMO FISHER SCNTFC	P	2014-11-25	2017-05-24
150 SHRS WALGREENS BOOTS ALI	P	2013-04-04	2017-03-09
$100,000 GLOUCESTER CITY BOND	P	2017-01-04	2017-04-10
$25,000 FT MYERS UTL BOND	P	2013-06-17	2017-01-27
$50,000 GA ST HSG & FA BOND	P	2015-04-13	2017-08-17
$50,000 LACROSSE CNTY BOND	P	2015-10-06	2017-10-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,207		14,724	5,483
14,795		3,434	11,361
16,644		7,435	9,209
31,299		33,862	-2,563
43,706		32,781	10,925
12,816		6,986	5,830
100,000		100,131	-131
24,968		23,199	1,769
50,104		50,011	93
50,000		50,083	-83

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			5,483
			11,361
			9,209
			-2,563
			10,925
			5,830
			-131
			1,769
			93
			-83

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
$25,000 MAIN ST NAT GAS BOND	P	2015-10-06	2017-10-15
$50,000 OR SCH BD ASSN BOND	P	2010-09-23	2017-06-30
$40,000 SANTA ANN CA GAS BOND	P	2013-04-01	2017-01-01
200 SHRS FLUOR CORP	P	2016-10-10	2017-06-22
953 SHRS LAMAR ADVERTISING	P	2017-06-30	2017-09-19
675 SHRS POWERSHARES DYN BLDG	P	2017-03-13	2017-09-13
401 724 SHRS PROSHARES DYN BLDG	P	2017-03-07	2017-09-07
402 724 SHRS GUGGENHEIM S&P500	P	2017-03-13	2017-09-13
75 319 SHRS SPDR S& P MIDCAP	P	2017-03-13	2017-09-13
100 SHRS VULCAN MATLS CO	P	2016-10-10	2017-09-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
25,000		28,258	-3,258
50,000		56,470	-6,470
40,000		44,315	-4,315
8,755		10,179	-1,424
60		71	-11
20,301		18,823	1,478
20,132		20,766	-634
38,044		36,162	1,882
24,053		22,948	1,105
11,551		10,742	809

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-3,258
			-6,470
			-4,315
			-1,424
			-11
			1,478
			-634
			1,882
			1,105
			809

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
325 858 SHRS WISDOM TREE EUROPE	P	2017-06-30	2017-07-18
225 SHRS FTNASDAQ 100 TECH ETF	P	2014-12-11	2017-09-13
530 SHRS FIRST TRUST ISE HLTH CARE	P	2016-01-26	2017-01-26
700 SHRS GENERAL ELECTRIC	P	2016-03-28	2017-03-28
85 SHRS LAMAR ADVERTISING CO	P	2016-03-16	2017-09-09
100 SHRS ROSS STORES INC	P	2016-03-16	2017-05-17
250 SHRS VCA INC	P	2015-04-23	2017-01-09
200 SHRS WISDOM TREE US SMLCAP	P	2016-07-17	2017-07-17
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,473		20,370	103
15,010		9,963	5,047
31,278		31,365	-87
20,580		20,998	-418
5,367		4,904	463
6,139		5,816	323
22,662		13,887	8,775
16,143		11,236	4,907
2			2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			103
			5,047
			-87
			-418
			463
			323
			8,775
			4,907
			2

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ANGEL FLIGHT12345 E SKELLY DRIVE TULSA, OK 74128		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	5,000
AUDUBON SOCIETY- PORTLAND OREGON 5151 NORTHWEST CORNELL ROAD PORTLAND, OR 97210		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	2,500
COMMUNITY WAREHOUSE 3969 NE MLK BLVD PORTLAND, OR 97212		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	7,000
DIOCESE OF IKOT EKPENE OFFICE FOR THE MISSIONS USA 413 SOUTH RIVER LNE GENEVA, IL 60134		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	20,000
ECO TRUST 721 NORTHWEST NINTH AVENUE PORTLAND, OR 97209		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	2,500
Total . . . . ▶ **3a**				113,875

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
INTERNATIONAL CRANE FOUNDATOIN E-11376 SHADY LN RDPOBOX447 BARBOO, WI 53913		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	5,000
LEUKEMIA & LYMPHOMA SOCIETY-OSWIM CHAPTER 3 INTERNATIONAL DR STE 200 RYE BROOK, NY 10573		PUBLIC CHARITY	STUDENT CAMPAIGN	5,000
LEUKEMIA & LYMPHOMA SOCIETY-OSWIM CHAPTER 3 INTERNATIONAL DR STE 200 RYE BROOK, NY 10573		PUBLIC CHARITY	TO SUPPORT LIGHT THE NIGHT PROGRAM	5,000
LEUKEMIA & LYMPHOMA SOCIETY-OSWIM CHAPTER 3 INTERNATIONAL DR STE 200 RYE BROOK, NY 10573		PUBLIC CHARITY	FOR SUPPORT OF OREGON SW WASHINGTON, IDAHO AND MONTANA CHAPTER	7,500
MADELEINE SCHOOL 3123 NE 24TH AVENUE PORTLAND, OR 97212		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	15,000
Total . . . . ▶ **3a**				113,875

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MADELEINE SCHOOL 3123 NE 24TH AVENUE PORTLAND, OR 97212		PUBLIC CHARITY	FOR SUPPORT FOR VICTIMS OF PUERTO RICO HURRICANE	5,000
ST MARY MAGDALENE CHURCH 3123 NE 24TH AVENUE PORTLAND, OR 97212		PUBLIC CHARITY	HABITAT FOR HUMANITY ($1,000)PEACE AND JUSTICE PROGRAM ($2,875) AND OLD CHURCH RESTORATION ($10,000)	13,875
ST PETER CATHOLIC CHURCH 1891 KANEVILLE ROAD GENEVA, IL 60134			EXCELLANT WAY CAMPAIGN	10,000
THE REBUILDING CENTER 3625 NORTH MISSIPPI AVE PORTLAND, OR 97227			GENERAL AND UNRESTRICTED	2,500
WATER 1ST INTERNATIONAL 1904 3RD AVENUE SUITE 1012 SEATTLE, WA 98101			GENERAL AND UNRESTRICTED	1,000
Total . . . . ▶ **3a**				113,875

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
WILD SALMON CENTER 721 NW NINTH AVESTE300 PORTLAND, OR 97209			GENERAL AND UNRESTRICTED	7,000
Total . . . . ▶ 3a				113,875

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491135025108

TY 2017 Investments Corporate Bonds Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GE CAPITAL 5% 3/15/18	55,511	50,292
JOHNSON & JOHNSON NOTES 5.15%	29,156	25,447
BERKSHIRE HATHAWAY 5.4% BOND	28,026	25,330
DUPONT EI 5.75% BOND	104,128	104,128
JPMORGAN CHASE 4.35% BOND	54,874	52,943
AMAZON BOND 2.6% DUE 12/5/19	76,999	75,769
$42,000 DELTA AIR LINES BOND	21,448	19,307
$50,000 GOLDMAN SACHS BOND	50,496	50,013

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491135025108

TY 2017 Investments Corporate Stock Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC.	21,975	97,307
BOEING CO	42,807	103,219
CELEGENE CORP	19,128	67,834
DUNKIN BRANDS GROUP INC.	11,670	24,176
FACEBOOK INC.	19,941	66,173
FIRST TRUST NASDQ 100 TECH	26,967	36,869
ALPHABET CLASS A SHRS	14,244	47,403
ALPHABET CLASS C SHRS	12,623	41,856
INTERCONTINENTAL EXCHANGE INC.	46,691	58,212
INTUITIVE SURGICAL, INC	32,422	43,793
ISHARES MSCI-JAPAN	11,084	13,662
PENTAIR INC.	16,336	35,866
PRICELINE.COM INCORPRATED	42,953	60,821
PRIMECAP ODYSSEY GROWTH FUND	10,196	22,490
REGENERON PHARMACEUTICALS, INC.	46,365	69,553
SOUTHWEST AIRLINE	12,105	24,544
SPDR DJ MID CAP GROWTH	21,948	55,220
THERMO FISHER SCHIENTIFIC INC.	28,282	41,774
UNITED CONTINENTAL HOLDINGS	30,884	72,455
VANGUARD MID-CAP VALUE INDEX	5,411	19,909
WALGREEN BOOTS ALLIANCE INC.	27,943	43,572
WEX, INC.	4,726	14,123
WISDOMTREE SC DIV	18,320	35,841
FORTUNE BRANDS 1300 SHRS.	60,019	88,972
PAYPAL HOLDINGS INC.1657 SHRS	38,063	64,418
STARBUCKS CORP 1,100 SHRS	55,887	63,173
UNITED HEALTH CARE GRP 325 SHRS	36,947	71,650
VANGUARD CONSUMER DISC.INDEX	26,954	35,207
CARNIVAL CORP. 375 SHRS.	18,239	25,363
INTERCONTINENTAL EXCHANGE INC.125 SHRS	10,846	44,100

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PJT PARTNERS INC. 8 SHRS.	30	365
ISHARES RUSSELL 1000 100 SHRS	10,486	30,965
ISHARES RUSSELL 2000 100 SHRS.	12,429	26,233
SELECT SECTOR SPDR 275 SHRS	13,886	22,115
ADVISORS INNER CIRCLE WESTWOOD	10,000	11,853
AMG RIV ROAD SM CAP 2405.734 SHRS	29,000	34,949
ADVISORS INNER CIRCLE CHAMPLAIN	6,424	10,654
HENDERSON FDS. 763.469 SHRS	20,000	23,234
ADOBE SYSTEMS 130 SHRS	12,473	22,781
LEAR CORP 85 SHRS	8,172	12,483
BERKSHIRE HATHAWAY 375 SHRS	47,221	74,333
CHARLES SCHWAB 1900 SHRS	50,181	97,603
JPMORGAN CHASE 600 SHRS	33,074	64,164
SCHWAB EMERGING MARKETS FUND	80,424	108,966
PALO ALTO NETWORKS 375 SHRS	45,473	54,353
TIME WARNER 575 SHRS	49,683	52,595
PULTEGROUP INC. 2,350 SHRS	55,444	78,138
TETRA TECH INC.850 SHRS	39,187	40,928
UNIVERSAL DISPLAY	67,385	64,744
WATERS CORP 215 SHRS	37,909	41,536
XYLEM INC. 725 SHRS	36,511	49,445
ZIONS BANCORP	64,959	64,808
FORTINET INC. 1,050 SHRS	42,353	45,875
ITRON INC. 575 SHRS	35,491	39,215
ALEXIAN PHARMA INC. 425 SHRS	60,536	50,826
CATATLANTIC GROUP 1500 SHRS	51,710	84,585
VANGUARD EUR STK 231.225 SHRS	12,969	13,677
ISHARES MSCI EAFE 395.396 SHRS	25,094	27,800
VANGUARD EMG FD 586.811 SHRS	24,615	26,940
VANGUARD INTL FD 1,332.758 SHRS	37,335	40,036

TY 2017 Investments Government Obligations Schedule

Name:	THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION
EIN:	36-7228534
US Government Securities - End of Year Book Value:	458,276
US Government Securities - End of Year Fair Market Value:	475,037
State & Local Government Securities - End of Year Book Value:	298,372
State & Local Government Securities - End of Year Fair Market Value:	293,344

TY 2017 Legal Fees Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
QUARLES & BRADY	4,250	0	0	4,250

TY 2017 Other Expenses Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRAVEL FOR C JOHNSON FOR DIR MTG	461	0	0	0
POSTAGE AND FED EX	240	0	0	0
BANK CHARGES	241	0	0	0
TRAVEL FOR R STEINER FOR DIR MTG	619	0	0	0

TY 2017 Other Professional Fees Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OPTIMUM INVESTMENT ADVISORS	6,925	6,925	0	0
PREMIER ASSET MANAGEMENT	27,863	27,863	0	0

TY 2017 Taxes Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX ASSESSED ON AMERITRADE INVEST	258	258	0	0

Part XIII, lines 3(d), 3(f) 6(a) and 9
Page 9 of form 990PF for the Joseph and Catherine Johnson Family Foundation
EIN 36-7228534)

The Foundation mistakenly reported in 2015 that distributions in the amount of $3,162,235 to the William R. Johnson Family Foundation were qualified distributions, by mistakenly listing them as being distributed to the Leukemia Lymphoma Society. This distribution instead was made to a private grantmaking foundation known as the William R. Johnson Family Foundation, and was made pursuant to an agreement to divide the Joseph and Catherine Johnson Family Foundation and distribute one half to the William R. Johnson Family Foundation. Extensive documents memorializing this agreement (including the Joseph and Catherine Johnson Family Foundation's expenditure responsibility over the amount distributed to the William R. Johnson Family Foundation) were attached to the 2015 990PF for the Joseph and Catherine Johnson Family Foundation. But again, this new foundation was a private foundation and the amount shown as passing to it should not have been considered a qualified distribution.

The new Part XIII for 2017 for the Joseph and Catherine Johnson now reflects that in 2015 the total qualifying distributions were $176,250 instead of $3,338,485. Therefore, the schedule now accurately reflects the excess distribution amount of $533,469 to be applied for calendar year 2018 for the Joseph and Catherine Johnson Family Foundation.