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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.
▶ Go to *www.irs.gov/Form990PF* for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018 , and ending 12-31-2018

Name of foundation
JOHNSON ROBERT K FOUNDATION-MAIN

A Employer identification number
20-6981384

Number and street (or P O box number if mail is not delivered to street address) Room/suite
6325 S RAINBOW BLVD STE 300

B Telephone number (see instructions)
(888) 730-4933

City or town, state or province, country, and ZIP or foreign postal code
LAS VEGAS, NV 89118

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 ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), *line 16*) ▶$ 10,329,086

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	215,594	215,586		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,250,121			
	b	Gross sales price for all assets on line 6a 3,331,294				
	7	Capital gain net income (from Part IV, line 2)		1,250,121		
	8	Net short-term capital gain			0	
	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	1,465,715	1,465,707		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	50,376	37,782		12,594
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	995	0	0	995
	c	Other professional fees (attach schedule)	11,587	31		11,556
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	26,530	8,530		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	298	298		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	89,786	46,641	0	25,145
	25	Contributions, gifts, grants paid	440,000			440,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	529,786	46,641	0	465,145
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	935,929			
	b	**Net investment income** (if negative, enter -0-)		1,419,066		
	c	**Adjusted net income** (if negative, enter -0-)			0	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	223,295	69,705	69,705
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	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 ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	7,494,012	8,581,849	10,259,381
	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)	7,717,307	8,651,554	10,329,086
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	
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	7,717,307	8,651,554	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	7,717,307	8,651,554	
	31	**Total liabilities and net assets/fund balances** (see instructions)	7,717,307	8,651,554	

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	7,717,307
2	Enter amount from Part I, line 27a	2	935,929
3	Other increases not included in line 2 (itemize) ▶	3	715
4	Add lines 1, 2, and 3	4	8,653,951
5	Decreases not included in line 2 (itemize) ▶	5	2,397
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,651,554

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	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	1,250,121
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	440,632	10,148,698	0 043418
2016	388,102	8,332,241	0 046578
2015	405,000	8,682,408	0 046646
2014	231,019	7,876,558	0 02933
2013	181,258	4,679,363	0 038736

2	**Total** of line 1, column (d)	2	0 204708
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 040942
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	11,335,857
5	Multiply line 4 by line 3	5	464,113
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14,191
7	Add lines 5 and 6	7	478,304
8	Enter qualifying distributions from Part XII, line 4 , ...	8	465,145

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	28,381
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	28,381
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	28,381
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a: 7,214		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d.	7	7,214
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	21,167
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 2019 estimated tax** ▶ 0 **Refunded** ▶	11	0

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 ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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) ▶NC			
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 2018 or the taxable year beginning in 2018? See the 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)

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 ▶WELLS FARGO BANK NA Telephone no ▶(888) 730-4933

Located at ▶100 N MAIN ST MAC D4001-117 WINSTON SALEM NC ZIP+4 ▶27101

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 2018, 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 the instructions for exceptions and filing requirements for FinCEN Form 114 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		No
	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 2018?.	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?. ☐ 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 2018 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 2018).*	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 2018?	4b		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	**5b**		
	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**		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment during the year? ☐ Yes ☑ No			

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Wells Fargo Bank NA 100 N Main St MAC D4001-117 WINSTON SALEM, NC 27101	TRUSTEE 1	50,376		

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

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	10,868,845
b	Average of monthly cash balances.			1b	639,639
c	Fair market value of all other assets (see instructions).			1c	0
d	**Total** (add lines 1a, b, and c).			1d	11,508,484
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	11,508,484
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	172,627
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	11,335,857
6	**Minimum investment return.** Enter 5% of line 5.			6	566,793

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	566,793
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	28,381		
b	Income tax for 2018 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	28,381
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	538,412
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	538,412
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	538,412

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	465,145
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	465,145
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	465,145

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7					538,412
2 Undistributed income, if any, as of the end of 2018					
a Enter amount for 2017 only.				433,275	
b Total for prior years 2016 , 2015 , 20___			0		
3 Excess distributions carryover, if any, to 2018					
a From 2013.	0				
b From 2014.	0				
c From 2015.	0				
d From 2016.	0				
e From 2017.	0				
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 465,145					
a Applied to 2017, but not more than line 2a				433,275	
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 2018 distributable amount.					31,870
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2018 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019					506,542
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 2013 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2014. . . .	0				
b Excess from 2015. . . .	0				
c Excess from 2016. . . .	0				
d Excess from 2017. . . .	0				
e Excess from 2018. . . .	0				

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 2018, 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) 2018	**(b)** 2017	**(c)** 2016	**(d)** 2015	
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 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 to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

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**				
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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	215,594	
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			18	1,250,121	
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). .				1,465,715	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,465,715

(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)

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) (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) (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

******	2019-04-15	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☑	PTIN
JOSEPH J CASTRIANO		2019-04-15		P01251603
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP				Firm's EIN ▶13-4008324
Firm's address ▶ 600 GRANT STREET PITTSBURGH, PA 15219				Phone no (412) 355-6000

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)
1 97200 SAFEWAY PDC, LLC CVR		1950-01-01	2018-02-26
1 1200 ALTABA INC		2008-05-05	2018-02-28
1000 CATERPILLAR INC		2015-04-01	2018-02-28
1000 DEERE & CO		2015-04-01	2018-02-28
1500 EMERSON ELECTRIC CO		2015-04-01	2018-02-28
30000 ORACLE CORP 2 375% 1/15/19		2017-12-19	2018-03-20
60000 US TREASURY NOTE 3 625% 8/15/19		2017-12-18	2018-03-20
26000 US TREASURY NOTE 3 625% 2/15/20		2017-12-18	2018-03-20
1500 ALTABA INC		2008-05-05	2018-04-03
1000 CATERPILLAR INC		2015-04-01	2018-04-03

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)
86,153		1	86,152
90,070		28,827	61,243
158,269		79,784	78,485
163,846		88,007	75,839
107,608		84,247	23,361
29,975		30,136	-161
61,130		61,755	-625
26,614		26,965	-351
105,856		36,034	69,822
145,023		79,784	65,239

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	
			86,152
			61,243
			78,485
			75,839
			23,361
			-161
			-625
			-351
			69,822
			65,239

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)
1700 DEERE & CO		2015-04-01	2018-04-03
1 1700 EMERSON ELECTRIC CO		2015-04-01	2018-04-03
97200 SAFEWAY PDC, LLC CVR		1950-01-01	2018-04-09
90 ALPHABET INC/CA		2007-07-26	2018-04-23
135 ALPHABET INC/CA		2007-07-26	2018-04-23
1545 AXA - ADR		2007-07-26	2018-04-23
2715 BLACKHAWK NETWORK HLDGS INC		2014-04-21	2018-04-23
1140 CATERPILLAR INC		2015-04-01	2018-04-23
1250 CREDIT SUISSE GROUP - ADR		2007-07-26	2018-04-23
1005 DEERE & CO		2015-04-01	2018-04-23

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)
259,011		149,611	109,400
114,850		95,480	19,370
247		1	246
95,916		22,697	73,219
144,601		34,248	110,353
44,465		61,411	-16,946
121,819		66,399	55,420
173,926		90,954	82,972
20,625		79,859	-59,234
146,479		88,447	58,032

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	
			109,400
			19,370
			246
			73,219
			110,353
			-16,946
			55,420
			82,972
			-59,234
			58,032

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)
	2455 EMERSON ELECTRIC CO		2015-04-01	2018-04-23
1	1255 MERCK & CO INC NEW		2007-07-11	2018-04-23
	1665 PROCTER & GAMBLE CO		2009-06-24	2018-04-23
	13599 BLACKHAWK NETWORK HLDGS INC		2014-04-21	2018-06-15
	30000 BANK OF AMERICA CORP 2 650% 4/01/19		2017-12-20	2018-07-12
	155 MCKESSON CORP		2018-04-23	2018-07-20
	25000 CITIGROUP INC 2 050% 6/07/19		2017-12-21	2018-07-30
	20000 EXPRESS SCRIPTS HOLD 2 250% 6/15/19		2017-12-19	2018-09-06
	20000 US TREASURY NOTE 3 625% 8/15/19		2017-12-18	2018-09-27
	9996 COPART INC COM		2018-09-19	2018-10-03

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)
171,551		137,885	33,666
75,386		61,433	13,953
121,149		84,166	36,983
615,355		332,584	282,771
29,986		30,211	-225
20,622		22,923	-2,301
24,843		24,951	-108
19,905		19,994	-89
20,175		20,585	-410
52		55	-3

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	
			33,666
			13,953
			36,983
			282,771
			-225
			-2,301
			-108
			-89
			-410
			-3

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)
10 0004 COPART INC COM		2018-09-19	2018-10-03
1 9 BROOKFIELD ASSET MANAGE-CL A		2018-09-19	2018-10-05
25 DENTSPLY SIRONA INC		2018-09-19	2018-10-05
6 MOODYS CORP		2018-09-19	2018-10-05
4 PROGRESSIVE CORP OHIO		2018-09-19	2018-10-05
9 ROSS STORES INC		2018-09-19	2018-10-05
3 AON PLC		2018-09-19	2018-10-05
31 DENTSPLY SIRONA INC		2018-09-19	2018-10-11
3 SHERWIN WILLIAMS CO		2018-09-19	2018-10-11
27000 TARGET CORP 2 300% 6/26/19		2017-12-18	2018-10-25

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)
525		547	-22
393		383	10
902		966	-64
969		1,069	-100
283		280	3
853		876	-23
471		466	5
1,110		1,198	-88
1,244		1,421	-177
26,914		27,130	-216

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	
			-22
			10
			-64
			-100
			3
			-23
			5
			-88
			-177
			-216

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)
3 AUTODESK INC		2018-09-19	2018-11-15
1 13 BROOKFIELD ASSET MANAGE-CL A		2018-09-19	2018-11-15
5 LIBERTY EXPEDIA HOLDINGS INC		2018-09-19	2018-11-15
13 ROSS STORES INC		2018-09-19	2018-11-15
3 S&P GLOBAL INC		2018-09-19	2018-11-15
3 AON PLC		2018-09-19	2018-11-15
1445 SCHLUMBERGER LTD		2018-04-23	2018-12-12
7 COLFAX CORPORATION		2018-09-19	2018-12-20
2 DOLLAR GENERAL CORP		2018-09-19	2018-12-20
4 MOHAWK INDS INC COM		2018-09-19	2018-12-20

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)
387		443	-56
566		553	13
205		238	-33
1,241		1,266	-25
532		640	-108
483		466	17
59,931		98,448	-38,517
141		254	-113
202		220	-18
464		750	-286

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	
			-56
			13
			-33
			-25
			-108
			17
			-38,517
			-113
			-18
			-286

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)
2 MOODYS CORP		2018-09-19	2018-12-20
1 2 O'REILLY AUTOMOTIVE INC		2018-09-19	2018-12-20
4 ROPER TECHNOLOGIES INC		2018-09-19	2018-12-20
11 ROSS STORES INC		2018-09-19	2018-12-20
4 S&P GLOBAL INC		2018-09-19	2018-12-20
3 AON PLC		2018-09-19	2018-12-20
CAPITAL GAIN 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)
272		356	-84
665		687	-22
1,055		1,239	-184
852		1,071	-219
662		853	-191
440		466	-26
			34,550

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	
			-84
			-22
			-184
			-219
			-191
			-26

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*				
THE FRICK COLLECTION1 E 70TH ST NEW YORK, NY 10021	NONE	PC	GENERAL OPERATING	75,000
COLUMBIA UNIVERSITY 14 EAST 60TH STREET NEW YORK, NY 10025	NONE	PC	GENERAL OPERARTING	75,000
METROPOLITAN OPERA 30 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	PC	GENERAL OPERATING	75,000
Total . . . . ▶ **3a**				440,000

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*				
THE LONG LEAF ALLIANCE 12130 DIXON CENTER ROAD MILLBROOK, AL 12545	NONE	PC	GENERAL OPERATING	5,000
CENTRAL PARK CONSERVANCY 14 E 60TH ST NEW YORK, NY 10022	NONE	PC	GENERAL OPERATING	25,000
TNC4245 NORTH FAIRFAX DRIVE ARLINGTON, VA 22203	NONE	PC	GENERAL OPERATING	25,000
Total . . . . ▶ **3a**				440,000

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*				
DUTCHESS LAND CONSERVANCY 7289 NY-82 MILLBROOK, NY 12545	NONE	PC	GENERAL OPERATING	25,000
THE FRIEND MEMORIAL LIBRARY 1 REACH RD BROOKLIN, ME 04616	NONE	PC	GENERAL OPERATING	5,000
TALL TIMBERS 13093 HENRY BEADEL ROAD TALLAHASSEE, FL 32312	NONE	PC	GENERAL OPERATING	5,000
Total . . . . ▶ **3a**				440,000

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*				
SPCAPO BOX 8682 NEW YORK, NY 10001	NONE	PC	GENERAL OPERATING	25,000
WEST PORTLAND CONSERVATION TRUST PO BOX 3975 830 DRIFT ROAD WESTPORT, MA 02790	NONE	PC	GENERAL OPERATING	25,000
THE MILLBROOK SCHOOL 131 MILLBROOK SCHOOL RD MILLBROOK, NY 12545	NONE	PC	GENERAL OPERATING	25,000
Total . . . . ▶ **3a**				440,000

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*				
HITCHCOCK WOODS FOUNDATION PO BOX 1702 AIKEN, SC 29802	NONE	PC	GENERAL OPERATING	25,000
LAFAYETTE COLLEGE730 HIGH ST EASTON, PA 18042	NONE	PC	GENERAL OPERATING	25,000
Total . . . . ▶ **3a**				440,000

TY 2018 Accounting Fees Schedule

Name: JOHNSON ROBERT K FOUNDATION-MAIN

EIN: 20-6981384

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	995			995

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491123018419

TY 2018 General Explanation Attachment

Name: JOHNSON ROBERT K FOUNDATION-MAIN

EIN: 20-6981384

General Explanation Attachment

Identifier	Return Reference	Explanation	
1	The compensation reported in column (c) is calculated based on	periodic market values and/or the applicable fee agreement It is not	determined on an hourly basis and the reference to one hour per week is an estimate only Corporate trustee services include, but are not limited to, administrative services such as fiduciary accounting, custody of assets, complying with tax filing requirements, complying with distribution provisions, and complying with federal and state laws applicable to private foundations, plus asset management services such as creating asset allocation strategies, investments reporting and reallocating and rebalancing of portfolios as necessary

TY 2018 Investments - Other Schedule

Name: JOHNSON ROBERT K FOUNDATION-MAIN

EIN: 20-6981384

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
17275R102 CISCO SYSTEMS INC	AT COST	121,308	119,374
74256W584 PRINCIPAL MIDCAP FUN	AT COST	150,000	116,211
693475105 PNC FINANCIAL SERVIC	AT COST	76,883	61,962
464287499 ISHARES TR RUSSELL M	AT COST	210,598	185,920
0258M0DX4 AMERICAN EXPRESS CRE	AT COST	33,115	32,662
06406FAA1 BANK OF NY MELLON CO	AT COST	32,453	32,594
05531FAV5 BB&T CORPORATION	AT COST	32,450	32,133
149123BV2 CATERPILLAR INC 3.90	AT COST	34,527	33,597
526057104 LENNAR CORPORATION C	AT COST	1,809	1,370
55261F104 M & T BANK CORPORATI	AT COST	1,205	1,002
778296103 ROSS STORES INC	AT COST	292	250
366651107 GARTNER INC	AT COST	6,279	5,241
615369105 MOODYS CORP	AT COST	2,673	2,101
143130102 CARMAX INC	AT COST	6,458	5,144
531229607 LIBERTY SIRIUSXM GRO	AT COST	1,734	1,368
78410G104 SBA COMMUNICATIONS C	AT COST	7,561	7,609
40171V100 GUIDEWIRE SOFTWARE I	AT COST	1,749	1,444
278768106 ECHOSTAR CORPORATION	AT COST	340	257
M98068105 WIX.COM LTD	AT COST	2,184	2,078
91324PCC4 UNITEDHEALTH GROUP	AT COST	32,363	32,508
217204106 COPART INC COM	AT COST	3,661	3,201
595017104 MICROCHIP TECHNOLOGY	AT COST	2,884	2,589
743315103 PROGRESSIVE CORP OHI	AT COST	2,312	1,991
776696106 ROPER INDS INC NEW C	AT COST	3,408	2,932
03662Q105 ANSYS INC	AT COST	3,566	2,859
36164V305 GCI LIBERTY INC	AT COST	1,473	1,194
530307107 LIBERTY BROADBAND CO	AT COST	847	718
48251W104 KKR & CO INC -A	AT COST	2,678	1,924
489398107 KENNEDY-WILSON HOLDI	AT COST	1,795	1,581
531229870 LIBERTY MEDIA GROUP	AT COST	180	149

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
44267D107 HOWARD HUGHES CORP/T	AT COST	2,213	1,757
620076307 MOTOROLA SOLUTIONS,	AT COST	1,118	1,035
037833100 APPLE COMPUTER INC C	AT COST	172,065	164,838
126650100 CVS/CAREMARK CORPORA	AT COST	89,159	89,435
291011104 EMERSON ELECTRIC CO	AT COST	687,739	731,639
921075438 VAN ECK EMERGING MAR	AT COST	70,000	55,449
277923264 EATON VANCE GLOB MAC	AT COST	140,000	125,593
74925K581 ROBECO BP LNG/SHRT R	AT COST	180,000	154,653
00770G847 JOHCM INTERNATIONAL	AT COST	100,000	87,613
912828SF8 US TREASURY NOTE 2.0	AT COST	134,594	133,102
608190104 MOHAWK INDS INC COM	AT COST	1,313	819
86614U100 SUMMIT MATERIALS INC	AT COST	1,021	707
82509L107 SHOPIFY INC - A W/I	AT COST	497	415
67103H107 O'REILLY AUTOMOTIVE	AT COST	6,872	6,887
G5480U120 LIBERTY GLOBAL PLC-S	AT COST	1,518	1,135
194014106 COLFAX CORPORATION	AT COST	2,542	1,463
00206RCL4 AT&T INC	AT COST	32,909	32,571
36962G4J0 GENERAL ELEC CAP COR	AT COST	31,892	30,353
166764AY6 CHEVRON CORP	AT COST	35,198	34,678
9128282Q2 US TREASURY NOTE	AT COST	71,092	70,821
256677AC9 DOLLAR GENERAL CORP	AT COST	24,561	24,427
009158106 AIR PRODUCTS AND CHE	AT COST	3,212	3,041
052769106 AUTODESK INC COM	AT COST	3,837	3,344
115637209 BROWN FORMAN CORP CL	AT COST	961	952
311900104 FASTENAL CO	AT COST	1,275	1,150
45168D104 IDEXX CORP	AT COST	1,271	1,116
115236101 BROWN & BROWN INC	AT COST	2,768	2,536
G0450A105 ARCH CAPITAL GROUP L	AT COST	3,036	2,699
78409V104 S&P GLOBAL INC	AT COST	2,345	1,869
G47567105 IHS MARKIT LTD	AT COST	3,910	3,454

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
43300A203 HILTON WORLDWIDE HOL	AT COST	3,781	3,375
55354G100 MSCI INC	AT COST	1,403	1,179
654106103 NIKE INC CL B	AT COST	45,349	50,415
742718109 PROCTER & GAMBLE CO	AT COST	421,304	766,153
9128284S6 US TREASURY NOTE	AT COST	26,803	27,294
91159HHL7 US BANCORP	AT COST	32,923	32,513
126650CT5 CVS HEALTH CORP	AT COST	24,455	24,122
89417EAG4 TRAVELERS COS INC 3.	AT COST	25,631	25,386
06051GEU9 BANK OF AMERICA CORP	AT COST	31,618	31,516
592688105 METTLER-TOLEDO INTL	AT COST	2,941	2,828
422806208 HEICO CORP CL A	AT COST	450	378
023586100 AMERCO	AT COST	1,405	1,312
89400J107 TRANSUNION	AT COST	3,915	3,010
531229854 LIBERTY MEDIA GROUP	AT COST	2,607	2,118
12504L109 CBRE GROUP INC	AT COST	4,030	3,604
G5480U104 LIBERTY GLOBAL PLC-A	AT COST	800	598
054536107 AXA ADR	AT COST	296,325	159,462
244199105 DEERE & CO	AT COST	454,994	771,209
74144Q203 T ROWE PRICE INST EM	AT COST	70,000	59,900
464287481 ISHARES TR RUSSELL M	AT COST	146,369	127,924
172967424 CITIGROUP INC	AT COST	33,391	24,989
021346101 ALTABA INC	AT COST	329,111	793,778
609207105 MONDELEZ INTERNATION	AT COST	20,812	19,615
04314H758 ARTISAN SMALL CAP FU	AT COST	25,000	17,502
912828LJ7 US TREASURY NOTE 3.6	AT COST	41,170	40,253
58933YAS4 MERCK & CO INC 1.850	AT COST	31,850	31,714
570535104 MARKEL HOLDINGS	AT COST	7,233	6,228
573284106 MARTIN MARIETTA MATL	AT COST	5,040	4,469
92343E102 VERISIGN INC	AT COST	4,452	4,152
929160109 VULCAN MATLS CO	AT COST	4,030	3,656

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
31620R303 FNF GROUP	AT COST	4,523	3,616
12508E101 CDK GLOBAL INC	AT COST	1,327	1,005
29444U700 EQUINIX INC	AT COST	2,223	1,763
92345Y106 VERISK ANALYTICS INC	AT COST	4,189	3,816
448579102 HYATT HOTELS CORP	AT COST	1,727	1,555
33616C100 FIRST REPUBLIC BANK/	AT COST	3,725	3,215
09215C105 BLACK KNIGHT INC	AT COST	4,353	3,740
26875P101 EOG RESOURCES, INC	AT COST	120,316	91,571
87612E106 TARGET CORP	AT COST	22,597	21,149
91324P102 UNITEDHEALTH GROUP I	AT COST	53,664	57,298
589509207 MERGER FUND-INST #30	AT COST	20,000	20,136
464287804 ISHARES TR SMALLCAP	AT COST	76,136	60,863
58933Y105 MERCK & CO INC NEW	AT COST	403,595	630,000
464287234 ISHARES TR MSCI EMER	AT COST	146,904	121,086
912828F21 US TREASURY NOTE 2.1	AT COST	135,348	133,719
9128284X5 US TREASURY NOTE	AT COST	34,683	35,392
912828MP2 US TREASURY NOTE 3.6	AT COST	111,560	110,184
46625HHQ6 JPMORGAN CHASE & CO	AT COST	34,731	33,698
7591EPAK6 REGIONS FINANCIAL CO	AT COST	24,955	24,840
458140AJ9 INTEL CORP 3.300% 10	AT COST	34,042	33,349
405217100 HAIN CELESTIAL GROUP	AT COST	43,829	23,790
02079K305 ALPHABET INC/CA	AT COST	168,702	694,898
20030N101 COMCAST CORP CLASS A	AT COST	90,313	91,254
63872T885 ASG GLOBAL ALTERNATI	AT COST	70,000	65,972
912828L57 US TREASURY NOTE	AT COST	122,234	121,699
912828PX2 US TREASURY NOTE 3.6	AT COST	36,743	35,810
38141GWC4 GOLDMAN SACHS GROUP	AT COST	32,976	31,959
824348AU0 SHERWIN-WILLIAMS CO	AT COST	24,262	24,200
91879Q109 VAIL RESORTS INC COM	AT COST	3,088	2,319
530307305 LIBERTY BROADBAND CO	AT COST	1,352	1,152

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
75606N109 REALPAGE INC	AT COST	1,609	1,301
53046P109 LIBERTY EXPEDIA HOLD	AT COST	666	548
149123101 CATERPILLAR INC	AT COST	453,574	722,393
46625H100 JPMORGAN CHASE & CO	AT COST	122,023	107,382
02079K107 ALPHABET INC/CA	AT COST	179,555	737,354
464288489 ISHARES FTSE EPRA/NA	AT COST	147,501	135,150
G29183103 EATON CORP PLC	AT COST	59,828	57,331
61747YDW2 MORGAN STANLEY 2.650	AT COST	33,135	32,752
76131D103 RESTAURANT BRANDS IN	AT COST	5,713	5,021
256677105 DOLLAR GENERAL CORP	AT COST	2,197	2,162
48238T109 KAR AUCTION SERVICES	AT COST	1,298	1,002
531229409 LIBERTY SIRIUSXM GRO	AT COST	796	626
112585104 BROOKFIELD ASSET MAN	AT COST	8,301	7,478
893641100 TRANSDIGM GROUP INC	AT COST	8,173	7,481
G0408V102 AON PLC	AT COST	2,175	2,035
40416M105 HD SUPPLY HOLDINGS I	AT COST	337	300
225401108 CREDIT SUISSE GROUP	AT COST	391,309	66,518
04314H600 ARTISAN MID CAP FUND	AT COST	50,000	35,939
464287465 ISHARES MSCI EAFE	AT COST	49,585	41,146
739239101 POWER CORP OF CANADA	AT COST	452,693	215,520
9128283H1 US TREASURY NOTE	AT COST	59,391	59,529
86562MBB5 SUMITOMO MITSUI FINL	AT COST	30,998	31,199

TY 2018 Other Decreases Schedule

Name: JOHNSON ROBERT K FOUNDATION-MAIN

EIN: 20-6981384

Description	Amount
MUTUAL FUND TIMING DIFFERENCE	2,252
PURCH OF ACCD INT C/O TO NEXT YEAR	145

TY 2018 Other Expenses Schedule

Name: JOHNSON ROBERT K FOUNDATION-MAIN

EIN: 20-6981384

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR FEES	298	298		0

TY 2018 Other Increases Schedule

Name: JOHNSON ROBERT K FOUNDATION-MAIN

EIN: 20-6981384

Description	Amount
COST BASIS ADJUSTMENT	715

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TY 2018 Other Professional Fees Schedule

Name: JOHNSON ROBERT K FOUNDATION-MAIN

EIN: 20-6981384

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANT ADMIN FEE	11,556			11,556
INVESTMENT MGMT FEE	31	31		

TY 2018 Taxes Schedule

Name: JOHNSON ROBERT K FOUNDATION-MAIN

EIN: 20-6981384

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	7,845	7,845		0
FEDERAL TAX PAYMENT - PRIOR YE	18,000	0		0
FOREIGN TAXES ON NONQUALIFIED	685	685		0