

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 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

SEP 12 2020

Received in
Batching Open03
04

SCANNED NOV 03 2020

Name of foundation

EDWIN M. JOHNSTON, JR. FAMILY FOUNDATION

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

40 FOUNTAIN PLAZA, SUITE 1300

Room/suite

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

BUFFALO, NY 14202

G Check all that apply:

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

A Employer identification number

16-1578180

B Telephone number

716-216-2863

C If exemption application is pending, check here ►

6

D 1. Foreign organizations, check here ►

□

2. Foreign organizations meeting the 85% test, check here and attach computation

□

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

□

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

□

I Fair market value of all assets at end of year J Accounting method: Cash Accrual

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

 Other (specify) _____

► \$ 5,134,186. (Part I, column (d), must be on cash basis)

Part I Analysis of Revenue and Expenses

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	0.		N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	775.	775.		STATEMENT 1
4	Dividends and interest from securities	29,268.	29,268.		STATEMENT 2
5a	Gross rents				
h	Net rental income or (loss)				
6a	Not gain or (loss) from sale of assets not on line 10	489,784.			
b	Gross sales price for all assets on line 6a	2,130,944.			
7	Capital gain net income (from Part IV, line 2)		RECEIVED 489,784.		
8	Net short-term capital gain				
9	Income modifications ..				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	519,827.	519,827.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3 2,975.	744.		2,231.
c	Other professional fees	STMT 4 47,926.	47,926.		0.
17	Interest				
18	Taxes	STMT 5 11,274.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 6 250.	0.		250.
24	Total operating and administrative expenses. Add lines 13 through 23	62,425.	48,670.		2,481.
25	Contributions, gifts, grants paid	212,000.			212,000.
26	Total expenses and disbursements. Add lines 24 and 25	274,425.	48,670.		214,481.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		471,157.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments		75,468.	46,566.	46,566.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations	STMT 7			
	b Investments - corporate stock		3,461,478.	3,735,782.	5,087,620.
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		3,536,946.	3,782,348.	5,134,186.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ► <input type="checkbox"/>				
	and complete lines 24, 25, 29, and 30				
	24 Net assets without donor restrictions				
	25 Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ► <input checked="" type="checkbox"/>				
	and complete lines 26 through 30.				
	26 Capital stock, trust principal, or current funds		0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds		3,536,946.	3,782,348.	
	29 Total net assets or fund balances		3,536,946.	3,782,348.	
	30 Total liabilities and net assets/fund balances		3,536,946.	3,782,348.	

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 29 (must agree with end-of-year figure reported on prior year's return)	1 3,536,946.
2 Enter amount from Part I, line 27a	2 245,402.
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 3,782,348.
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 29	6 3,782,348.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 PUBLICLY TRADED SECURITIES			P	VARIOUS	VARIOUS
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 2,130,944.		1,641,160.	489,784.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			489,784.		
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	489,784.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

Part 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 doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	150,640.	4,556,270.	.033062
2017	110,725.	3,559,617.	.031106
2016	82,079.	2,257,712.	.036355
2015	73,725.	1,915,316.	.038492
2014	61,700.	1,489,604.	.041420
2 Total of line 1, column (d)		2	.180435
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	.036087
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5		4	4,906,836.
5 Multiply line 4 by line 3		5	177,073.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	4,712.
7 Add lines 5 and 6		7	181,785.
8 Enter qualifying distributions from Part XII, line 4		8	214,481.

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments.

a 2019 estimated tax payments and 2018 overpayment credited to 2019

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a 5,000.

6b 0.

6c 0.

6d 0.

5,000.

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2020 estimated tax ►

288. | Refunded ►

288.

0.

Part VII-A. Statements Regarding Activities

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?

Yes

No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1b X

c Did the foundation file Form 1120-POL for this year?

1c X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2 X

If "Yes," attach a detailed description of the activities.

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 X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a X

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?

5 X

If "Yes," attach the statement required by *General Instruction T*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

N/A

• 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 X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

7 X

8a Enter the states to which the foundation reports or with which it is registered. See instructions. ►

NY

8a

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 X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV

9 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10 X

2

Part VII-A Statements Regarding Activities (continued)

	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► EDWIN M. JOHNSTON, III Telephone no. ► 716-216-2863 Located at ► 40 FOUNTAIN PLAZA, SUITE 1300, BUFFALO, NY ZIP+4 ► 14202		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ►	1b	X
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 2019?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019?	<input type="checkbox"/> Yes	X No
If "Yes," list the years ► _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____	3a	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b	X

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

Organizations relying on a current notice regarding disaster assistance, check here

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

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

N/A

5b

►

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.

Yes No

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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(s) 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, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EDWIN M. JOHNSTON, JR. 161 MIDDLESEX ROAD	TRUSTEE			
BUFFALO, NY 14216	1.00	0.	0.	0.
EDWIN M. JOHNSTON, III 50 RUMSEY ROAD	TRUSTEE			
BUFFALO, NY 14209	1.00	0.	0.	0.
JENNIFER JOHNSTON 146 CENTRAL STREET	TRUSTEE			
CONCORD, MA 01742	1.00	0.	0.	0.
SARAH F. JOHNSTON 32 CAMDEN LANE	TRUSTEE			
MASHPEE, MA 02649	1.00	0.	0.	0.

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

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

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

► 0

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

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

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

Total number of others receiving over \$50,000 for professional services



0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		
All other program-related investments See instructions		
3		

Total. Add lines 1 through 3



0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 4,737,064.
b	Average of monthly cash balances	1b 244,495.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 4,981,559.
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 4,981,559.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 74,723.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 4,906,836.
6	Minimum investment return. Enter 5% of line 5	6 245,342.

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	1 245,342.
2a	Tax on investment income for 2019 from Part VI, line 5	2a 4,712.
b	Income tax for 2019 (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 4,712.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 240,630.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 240,630.
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	7 240,630.

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 214,481.
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	4 214,481.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 4,712.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 209,769.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				240,630.
2 Undistributed income, if any, as of the end of 2019			213,936.	
a Enter amount for 2018 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through c		0.		
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 214,481.			213,936.	
a Applied to 2018, but not more than line 2a				
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 2019 distributable amount				545.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2019 (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 2018. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				240,085.
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 2014 not applied on line 5 or line 7		0.		
u Excess distributions carryover to 2020 Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(l)(3) or

4942(1)(5)

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))

EDWIN M. JOHNSTON, JR.

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ASSEMBLY HOUSE 150 150 EDWARD ST BUFFALO, NY 14201	N/A	PC	EDUCATION	12,000.
BUFFALO OLMS TED PARKS CONSERVANCY 84 PARKSIDE AVENUE BUFFALO, NY 14214	N/A	PC	PRESERVATION OF BUFFALO OLMS TED PARKS	2,500.
BUFFALO PHILHARMONIC ORCHESTRA 786 DELAWARE AVENUE BUFFALO, NY 14209	N/A	PC	ARTS AND CULTURE	2,000.
BUFFALO PREP 18 ACHESON ANNEX BUFFALO, NY 14214	N/A	PC	EDUCATION	5,000.
CAPA INTERNATIONAL EDUCATION 65 FRANKLIN STREET BOSTON, MA 02110	N/A	PC	EDUCATION/SCHOLARSHIPS	7,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 212,000.
b Approved for future payment				
NONE				
Total				► 3b 0.

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Part XV: Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAPE COD VILLAGE, INC P.O. BOX 2129 ORLEANS, MA 02653	N/A	PC	MEET THE RESIDENTIAL LIVING NEEDS OF ADULTS WITH AUTISM	50,000.
DIGNITY IN ASYLUM INC P.O. BOX 1244 CONCORD, MA 01742	N/A	PC	HOUSING AND SUPPORT FOR ASYLUM SEEKERS AND REFUGEES	7,000.
ELMWOOD FRANKLIN SCHOOL 104 NEW AMSTERDAM AVENUE BUFFALO, NY 14216	N/A	PC	CAPITAL CAMPAIGN	7,000.
NEWS NEEDIEST FUND P.O. BOX 2667 BUFFALO, NY 14240	N/A	PC	SUPPORT FOR POOR FAMILIES DURING THE HOLIDAYS.	2,000.
NICHOLS SCHOOL 1250 AMHERST ST BUFFALO, NY 14216	N/A	PC	CAPITAL CAMPAIGN	5,000.
OARS INC. 23 BRADFORD STREET CONCORD, MA 01742	N/A	PC	CHARITABLE	7,000.
ROAD TO RESPONSIBILITY, INC 1831 OCEAN ST MARSHFIELD, MA 02050	N/A	PC	SERVICES FOR INDIVIDUALS WITH DISABILITIES	13,000.
SATURN CLUB HISTORIC PRESERVATION FOUNDATION 1231 DELAWARE AVE, STE 6 BUFFALO, NY 14209	N/A	PC	HISTORIC PRESERVATION	3,000.
SUZUKI STRINGS 4 WEBSTER STREET NORTH TONAWANDA, NY 14120	N/A	PC	ARTS AND CULTURE	2,000.
THE BISON CHILDREN'S SCHOLARSHIP FUND, INC. P.O. BOX 1134 BUFFALO, NY 14205	N/A	PC	SCHOLARSHIPS	7,000.
Total from continuation sheets				183,500.

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Part XV: Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

923631
04-01-19

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
	(a) Business code	(b) 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			14	775.
4 Dividends and interest from securities			14	29,268.
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	489,784.
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.	519,827.	0.
13 Total Add line 12, columns (b), (d), and (e)			13	519,827.
(See worksheet in line 13 instructions to verify calculations.)				

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).
N/A	

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

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
- (2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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 services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing column (d) the value of the goods, other assets, or services received.

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
N/A		

<p>Sign Here</p> <p>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</p> <p> S. Dene</p> <p>Signature of officer or trustee</p>	<p>16.19.20</p> <p>Date</p>	<p>► TRUSTEE</p> <p>Title</p>	<p>May the IRS discuss this return with the preparer shown below? See instr</p> <p><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
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Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DALE B. DEMYANICK		2/19/20		P00155344
	Firm's name ► LUMSDEN & MCCORMICK, LLP			Firm's EIN ► 16-0765486	
Firm's address ► 369 FRANKLIN STREET BUFFALO, NY 14202			Phone no. (716)856-3300		

May the IRS discuss this return with the preparer shown below? See instr

EDWIN M. JOHNSTON, JR. FAMILY FOUNDATION

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
TD AMERITRADE	775.	775.	
TOTAL TO PART I, LINE 3	775.	775.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TD AMERITRADE	29,268.	0.	29,268.	29,268.	
TO PART I, LINE 4	29,268.	0.	29,268.	29,268.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,975.	744.		2,231.
TO FORM 990-PF, PG 1, LN 16B	2,975.	744.		2,231.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGMT. FEES	47,926.	47,926.		0.
TO FORM 990-PF, PG 1, LN 16C	47,926.	47,926.		0.

EDWIN M. JOHNSTON, JR. FAMILY FOUNDATION

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FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	11,274.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,274.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS FILING FEE	250.	0.		250.
TO FORM 990-PF, PG 1, LN 23	250.	0.		250.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT A	3,735,782.	5,087,620.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,735,782.	5,087,620.

STOCKS	Symbol/ CUSIP	Purchase Date	Quantity	Closing Price	Market Value	Cost Basis	Unrealized Gain/(Loss)	Estimated Income Yield
Investment Description								\$-
ADOBE INC	ADBE	6/20/13	611	\$329.81	\$201,513.91	\$59,544.63	\$141,969.28	
AGILENT TECHNOLOGIES INC	A	6/26/18	2,070	85.31	176,591.70	128,144.44	48,447.26	1,490.40 0.8%
AMERICAN AIRLINES GROUP INC	AAL	10/31/19	3,341	28.68	95,819.88	100,301.46	(4,481.58)	1,336.40 1.4%
APTARGROUP INC	ATR	8/14/19	732	115.62	84,633.84	87,746.70	(3,112.86)	1,054.08 1.2%
ARMSTRONG WORLD INDUSTRIES INC	AWI	6/14/16	1,789	93.97	168,112.33	77,707.41	90,404.92	1,431.20 0.9%
BIO-TECHNE CORP	TECH	1/21/18	1,167	219.51	256,168.17	154,567.32	101,600.85	1,493.76 0.6%
CERDIAN HCM HLDG INC	CDAY	9/21/18	2,104	67.88	142,819.52	88,440.90	54,378.62	-
CLARIVATE ANALYTICS PLC	CCC	7/22/19	6,538	16.80	109,838.40	103,242.39	6,596.01	-
COSTAR GROUP INC	CSGP	12/12/16	202	598.30	120,856.60	38,721.17	82,135.43	-

STOCKS

Investment Description	Symbol/ CUSIP	Purchase Date	Quantity	Closing Price	Market Value	Cost Basis	Unrealized Gain/(Loss)	Estimated Income Yield
DENTSPLY SIRONA INC COM	XRAY	11/7/16	3,585	56.59	202,875.15	200,946.07	1,929.08	1,434.00 0.7%
ELANCO ANIMAL HEALTH INC COM	ELAN	9/25/18	7,319	29.45	215,544.55	231,961.48	(16,416.93)	-
FISERV INC COM	FISV	1/18/19	2,295	115.63	265,370.85	174,193.60	91,177.25	-
FMC CORP COM	FMC	8/3/15	1,705	99.82	170,193.10	73,297.98	96,895.12	3,000.80 1.8%
FORTINET INC COM	FTNT	8/6/19	1,249	106.76	133,343.24	101,031.98	32,311.26	-
GLAUkos CORPORATION COM	KGOS	3/10/17	2,697	54.47	146,905.59	101,884.72	45,020.87	-
GLOBAL PAYMENTS INC COM	GPN	8/25/16	1,769	182.56	322,948.64	138,824.82	184,123.82	1,379.82 0.4%
GUIDEWIRE SOFTWARE INC COM	GWRE	9/5/17	918	109.77	100,768.86	69,099.55	31,669.31	-
HILL-ROM HOLDINGS INC COM	HRC	4/12/19	1,163	113.53	132,035.39	124,254.68	7,780.71	976.92 0.7%
ICU MEDICAL INC COM	ICUI	11/20/17	638	187.12	119,382.56	135,879.48	(16,496.92)	-
INTL FLAVORS & FRAGRANCES INC COM	IFF	9/6/18	1,585	129.02	204,496.70	201,792.13	2,704.57	4,755.00 2.3%
KEURIG DR PEPPER INC COM	KDP	12/26/19	4,878	28.95	141,218.10	140,573.46	644.64	2,926.80 2.1%
LINDE PLC COM	LIN	10/19/18	853	212.90	181,603.70	139,427.12	42,176.58	2,985.50 1.6%
NEOGEN CORP COM	NEOG	5/7/19	1,520	65.26	99,195.20	91,973.58	7,221.62	-
NORDSON CORP COM	NDSN	10/21/19	500	162.84	81,420.00	74,801.04	6,618.96	760.00 0.9%

STOCKS						
Investment Description	Symbol/ CUSIP	Purchase Date	Quantity	Closing Price	Market Value	Cost Basis
SERVICEMASTER GLOBAL HLDGS INC	SERV	9/27/19	5,162	38.66	199,562.92	251,960.58
COM) (52,397.66)
SITEONE LANDSCAPE SUPPLY INC	SITE	3/21/17	1,236	90.65	112,043.40	58,648.96
COM						53,394.44
SS&C TECHNOLOGIES HOLDINGS INC	SSNC	1/30/18	2,837	61.40	174,191.80	141,702.25
COM						32,489.55
TRANSMEDICS GROUP INC	TMDX	8/23/19	4,542	19.01	86,343.42	98,339.96
COM						(11,996.54)
TRANSUNION	TRU	12/6/18	2,991	85.61	256,059.51	176,382.92
COM						79,676.59
US FOODS HOLDING CORP	USFD	1/23/17	4,184	41.89	175,267.76	112,677.18
COM						62,590.58
VAIL RESORTS INC	MTN	8/20/12	450	239.83	107,923.50	23,009.57
COM						84,913.93
ZOETIS INC	ZTS	3/19/14	775	132.35	102,571.25	34,702.53
COM CLA						67,868.72
TOTAL STOCKS				\$5,087,619.54	\$3,735,782.06	\$1,351,837.48
				5,087,619.54		\$31,128.48
TOTAL HOLDINGS						
TOTAL ACCOUNT VALUE						
				\$5,134,185.45	\$3,735,782.06	\$1,351,837.48
				\$5,134,185.45		\$31,128.48