

Helen K. & Arthur E. Johnson Foundation

**Annual Report
2004**

Helen K. & Arthur E. Johnson Foundation

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TRUSTEES AND OFFICERS

FOUNDERS

Helen K. Johnson
Arthur E. Johnson

BOARD OF TRUSTEES

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Ms. Lynn H. Campion, Vice Chairman
Ms. Ashley C. Campion, Treasurer
Ms. Berit K. Campion, Secretary
Mr. Gerald R. Hillyard, Jr.
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Mr. Matthew D. Semler

Trustees Emeritus

Mr. Roger D. Knight, Jr.
Mr. Charles R. Hazelrigg

FOUNDATION STAFF

Mr. John H. Alexander, Jr., President and Assistance Treasurer
Mrs. Brigit Ann Davis, Vice President, Program Officer and Assistant Secretary
Ms. Cindy Willard, Program Associate
Mrs. Peggy Nemmers, Finance Officer
Mrs. Jamie Davies, Administrative Assistant

FOUNDATION OFFICE

1700 Broadway, Suite 1100
Denver, Colorado 80290-1718
Telephone: (303) 861-4127
1-800-232-9931 (Colorado only)
Fax: (303) 861-0607
Website: www.johnsonfoundation.org
E-mail: info@johnsonfoundation.org
No Preliminary Letters or Proposals via e-mail or Fax
Office Hours: 8:30 a.m. to 4:30 p.m.
Monday through Friday

All correspondence should be directed to:

Mr. John H. Alexander, Jr.
President
Helen K. and Arthur E. Johnson Foundation
1700 Broadway, Suite 1100
Denver, Colorado 80290-1718

GENERAL INFORMATION

The Helen K. and Arthur E. Johnson Foundation is a non-profit, private foundation that was incorporated in the State of Colorado in 1948. The Foundation directs its philanthropic resources primarily to tax-exempt Colorado organizations that:

Relieve suffering
Meet basic human needs
Promote self-sufficiency
Enrich the quality of life.

The Foundation seeks to meet peoples' needs regardless of sex, age, race or religion. The Foundation makes grants primarily to Colorado organizations. Thus, regional or national programs rarely qualify for consideration.

The Board of Trustees governs the Johnson Foundation. Board members receive no compensation for their services. Each Trustee reviews the merits of every application, and the entire Board meets four times per year to award grants.

The Johnson Foundation receives far more requests than it can support. Nevertheless, all requests will be considered and acknowledged. Reapplications are permitted only after a twelve month waiting period.

Generally, the Foundation limits its grantmaking so that it does not:

- make loans or fund endowments.
- fund conferences or give scholarships to individuals.
- make multiple-year grants or award grants more frequently than once in any twelve-month period.

The Foundation does not support organizations whose primary purpose is to influence (directly or indirectly) the legislative or judicial process in any manner or for any cause. In addition, the Foundation will not consider grant requests that pass through the nominal grant recipient to another organization.

One year after the award of a grant, the Johnson Foundation will request a written report evaluating the use of its grant funds. The Foundation will send the form to be used for this report at the appropriate time. Submission of a subsequent grant request is not contingent upon completion of this report.

APPLICATION GUIDELINES

The Foundation welcomes requests throughout the year. However, in order to be considered at the next Board meeting, complete written proposals must be received by the deadlines listed below. Requests should be sent directly to the President. Presentations to an individual Trustee should be made only at that Trustee's request.

First-time applicants must send a preliminary letter of not more than two pages, outlining mission, program and need. This letter will be reviewed by the Board of Trustees at their next scheduled meeting, and applicants will be notified of their decision.

Prior applicants may submit one copy of a full proposal in accordance with the published guidelines (the Foundation does not accept the Common Grant Application). If you have questions about these requirements, please call the Foundation office.

A full proposal should contain the following information:

(a) A concise cover letter that briefly describes your program and states the amount requested, signed by the Chief Executive Officer and the Chairman of the Board of Directors.

(b) A cover sheet with the following information:

Organization Name, Address, Chief Executive Officer, Phone Number with extension if needed, Fax Number, Web Site, e-mail Address, Main Contact Name and Title (if different from CEO) with phone number and e-mail, Requested Amount, and Purpose of Request.

(c) A narrative including the following:

- 1). The history and background of your organization, its goals and objectives.
- 2). A description of your organization's programs and those they serve. If the request is for a specific project, campaign or capital purchase, please include a discussion of its objectives.
- 3). A discussion of the relevance of your program to similar community programs.
- 4). The timetable for accomplishing your program's specific objectives.

(d) A list of your current trustees or board of directors.

(e) A completed Board and Community Support Form. The Foundation will provide this form when acknowledging receipt of your full proposal.

APPLICATION GUIDELINES

- (f) A complete operating budget and, if appropriate, a project budget for the grant period. The operating budget revenues should be summarized into no more than five main sources of funding, and the expenses into three categories - salaries and benefits, administration and program.
- (g) Copies of your financial statements (preferably audited) for the last two fiscal years. At the very least, these should include a balance sheet and a statement of revenue and expenses.
- (h) A list of other funding agencies receiving a similar proposal from you. Include the names (and dollar amounts requested) of those who have given to your project and those who have declined.
- (i) A realistic plan for the long-term funding needs for your program.
- (j) The method for measuring the success of your project or program.
- (k) A copy of the IRS letter confirming your taxexempt status under Section 501(c)(3) and 509(a) of the Internal Revenue Code.
- (l) A completed Tax Exempt Status Certificate. The Foundation will provide this form when acknowledging receipt of your preliminary letter or full proposal.

PLEASE NOTE: Organizations that have submitted proposals to the Foundation in the past should, nevertheless, include all the information requested above. Do not rely upon previously submitted applications.

Due to the large volume of requests that the Foundation considers, it is helpful to receive proposals prior to the specific deadlines. However, complete proposals must be received in the Foundation office no later than the deadlines listed below. If that deadline falls on a Saturday, Sunday or a holiday, proposals must be in the office by 4:30 p.m. of the last working day before the deadline. Postmarks, faxes and e-mails are not accepted.

Proposals received after these specific deadlines will be delayed until the next cycle:

January 1	for the Spring Meeting
April 1	for the Summer Meeting
July 1	for the Fall Meeting
October 1	for the Winter Meeting

2004 GRANT ANALYSIS

	Number of Grants	Amount	Percent of Grant Dollars
Community and Social Services	115	1,876,645	34.31
Education	32	1,301,550	23.80
Health	32	1,077,680	19.71
Youth	34	533,000	9.72
Civic and Culture	8	462,500	8.46
Seniors	12	218,700	4.00
	233	\$5,470,075	100%

2004 GRANTS PAID

Organization Name	Purpose of Grant
Adams County Interfaith Hospitality Network Westminster, Colorado	General Support
Adaptive Sports Association Durango, Colorado	General Support
Advocate Safehouse Project Glenwood Springs, Colorado	General Support
Alzheimer's Disease and Related Disorders Association, Inc. Denver, Colorado	General Support
American Diabetes Association Denver, Colorado	Camp Colorado 2004
American Lung Association of Colorado Denver, Colorado	Champ Camp
American Red Cross - Mile High Chapter Denver, Colorado	Hurricane Disaster Relief
American Red Cross - Mile High Chapter Denver, Colorado	Local Disaster Program
Anchor Center for Blind Children Denver, Colorado	General Support
Arapahoe House Thornton, Colorado	Aspen Center Group Home
Artreach, Inc. Denver, Colorado	Arts Express Transportation
Assistance League of Denver Denver, Colorado	Operation School Bell
Assistance League of Pueblo Pueblo, Colorado	Operation School Bell
Association for Senior Citizens Denver, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Bayaud Industries, Inc. Denver, Colorado	Workshop Program
Bennie E. Goodwin Educational Foundation Aurora, Colorado	General Support
Berthoud Golden Links, Inc. Berthoud, Colorado	Remodel Center
Big Brothers Big Sisters of Colorado, Inc. Denver, Colorado	General Support
Big Brothers Big Sisters of La Plata County Durango, Colorado	General Support
Bonfils Blood Center Foundation Denver, Colorado	Blood Irradiator
Boulder Shelter for the Homeless Boulder, Colorado	General Support
Boy Scouts - Denver Area Council Denver, Colorado	Special Needs Scouting
Boys and Girls Club of Pueblo County, Inc. Pueblo, Colorado	General Support
Boys and Girls Club of the Pikes Peak Region Colorado Springs, Colorado	General Support
Boys and Girls Clubs of Metro Denver, Inc. Denver, Colorado	Johnson Branch Capital Improvements
Boys and Girls Clubs of Metro Denver, Inc. Denver, Colorado	General Support
Boys and Girls Clubs of the San Luis Valley Alamosa, Colorado	General Support
Bridgeway Lakewood, Colorado	Brilliant Beginnings Program

2004 GRANTS PAID

Organization Name	Purpose of Grant
Broadway Assistance Center Denver, Colorado	General Support
Brothers Redevelopment, Inc. Edgewater, Colorado	Home Maintenance and Repair Program
Capitol Hill Community Services Denver, Colorado	General Support
Care and Share, Inc. Colorado Springs, Colorado	Program Support
Center for Hearing, Speech and Language, Inc. Denver, Colorado	Kidscreen Program
Center for Work Education and Employment Denver, Colorado	General Support
Central City Opera House Association Denver, Colorado	General Support
Central Emergency Assistance Center Denver, Colorado	General Support
Cerebral Palsy of Colorado, Inc. Denver, Colorado	Program Support
CHARG Resource Center Denver, Colorado	General Support
Child and Migrant Services, Inc. Palisade, Colorado	General Support
Children's Advocacy and Family Resources Denver, Colorado	General Support
Children's Literacy Center, Inc. Colorado Springs, Colorado	Program Support
Children's Outreach Project Denver, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Church of the Holy Ghost Denver, Colorado	Sandwich Line
Clinica Tepeyac Denver, Colorado	General Support
Colorado Academy Denver, Colorado	Horizons Program
Colorado Academy Denver, Colorado	Johnson Scholars
Colorado AIDS Project Denver, Colorado	HIV Prevention Programs
Colorado Bright Beginnings Denver, Colorado	Program Support
Colorado Children's Chorale Denver, Colorado	Conservatory Program
Colorado Coalition for the Homeless Denver, Colorado	Program Support
Colorado College Colorado Springs, Colorado	Johnson Scholars
Colorado Open Lands Lakewood, Colorado	Fellowship Training and Mentoring
Colorado Springs Child Nursery Centers, Inc. Colorado Springs, Colorado	General Support
Colorado State Foster Parent Association Wheat Ridge, Colorado	Education Program
Colorado Symphony Association Denver, Colorado	General Support
Colorado UpLIFT Denver, Colorado	Summer Program 2004

2004 GRANTS PAID

Organization Name	Purpose of Grant
Columbine Home Health, Inc. Glenwood Springs, Colorado	General Support
Community College of Aurora Foundation Aurora, Colorado	Johnson Financial Aid
Community Food Share, Inc. Longmont, Colorado	General Support
Community Partnership for Child Development Colorado Springs, Colorado	Family Literacy Program
Community Resource Center Denver, Colorado	Rural Philanthropy Days
COMPA Food Ministry, Inc. Denver, Colorado	Project Glean
Conflict Center Denver, Colorado	General Support
Council of Preventive and Supportive Services for the Aging Rocky Ford, Colorado	Walk-In Freezer
Craig Hospital Foundation, Inc. Englewood, Colorado	Durable Medical Equipment
Creating Caring Communities Denver, Colorado	General Support
Curtis Park Community Center Denver, Colorado	General Support
Delores Project Denver, Colorado	General Support
Dental Aid, Inc. Louisville, Colorado	Clinic Improvement Campaign
Dental Aid, Inc. Louisville, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Denver Academy Denver, Colorado	Financial Aid
Denver Art Museum Denver, Colorado	Museum Expansion
Denver CASA Denver, Colorado	General Support
Denver Children's Home Denver, Colorado	General Support
Denver Dumb Friends League Denver, Colorado	General Support
Denver Inner City Parish Denver, Colorado	General Support
Denver Kids, Inc. Denver, Colorado	General Support
Denver Public Library Denver, Colorado	Summer of Reading 2005
Denver Santa Claus Shop Englewood, Colorado	Toys for Needy Children
Denver Street School Denver, Colorado	General Support
Denver Summerbridge Englewood, Colorado	General Support
Denver Urban Ministries Denver, Colorado	General Support
Denver Works Denver, Colorado	General Support
Disabled Resource Services Fort Collins, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Doctors Care Littleton, Colorado	General Support
Domestic Violence Initiative Denver, Colorado	General Support
Easter Seals Colorado Lakewood, Colorado	Campership Program
Elderhaus Fort Collins, Colorado	General Support
Emergency Family Assistance Association, Inc. Boulder, Colorado	General Support
Empowerment Program, The Denver, Colorado	General Support
Family and Community Education and Support, Inc. Denver, Colorado	General Support
Family Homestead Denver, Colorado	Program Support
Family Pathways of Colorado Wheat Ridge, Colorado	Gem of the Mountain School
Family Star Denver, Colorado	General Support
Family Tree, Inc. Wheat Ridge, Colorado	General Support
Family Visitor Program Glenwood Springs, Colorado	General Support
Food Bank for Larimer County Fort Collins, Colorado	General Support
Food Bank of the Rockies Denver, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Foundation for Excellent Schools Cornwall, Vermont	The Century Program
Freedom Service Dogs, Inc. Lakewood, Colorado	General Support
Gateway Battered Women's Shelter Aurora, Colorado	General Support
Gathering Place Denver, Colorado	General Support
Girl Scouts - Mile Hi Council Denver, Colorado	General Support
Girls Incorporated of Metro Denver Denver, Colorado	General Support
Golden Triangle Learning Center Denver, Colorado	General Support
Goodwill Industries Denver, Colorado	Christmas Appeal
Goodwill Industries Denver, Colorado	School to Work Program
Grand Valley Catholic Outreach Grand Junction, Colorado	General Support
Grand Valley Housing Initiative Grand Junction, Colorado	Capital Campaign
Grand Valley Senior Daybreak Grand Junction, Colorado	General Support
Greeley Transitional House Greeley, Colorado	General Support
Habitat for Humanity of Colorado Denver, Colorado	Construction materials

2004 GRANTS PAID

Organization Name	Purpose of Grant
Havern Center, Inc. Littleton, Colorado	Financial Aid
Hilltop Community Resources, Inc. Grand Junction, Colorado	Latimer House
Hope Center, Inc. Denver, Colorado	Hope Academy
Hope Center, Inc. Denver, Colorado	Roof Replacement
Hospice and Palliative Care of Western Colorado Grand Junction, Colorado	Child and Teen Center
Hospice Care of Boulder and Broomfield Counties Lafayette, Colorado	Patient Care Fund
Hospice of Metro Denver Denver, Colorado	General Support
Hospice of the Plains, Inc. Wray, Colorado	General Support
Howard Dental Center Denver, Colorado	General Support
Human Services, Inc. Denver, Colorado	General Support
Idaho Community Foundation Boise, Idaho	Deer Creek Fund
Inner City Health Center Denver, Colorado	General Support
Institute for Attachment and Child Development Kittredge, Colorado	General Support
Inter-Faith Community Services Englewood, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
International Hearing Dog, Inc. Henderson, Colorado	Hearing Dog Training
Jeffco Action Center, Inc. Lakewood, Colorado	General Support
Kempe Children's Foundation Denver, Colorado	Program Support
Kent Denver School Englewood, Colorado	Johnson Scholars
Kids in Need of Dentistry Denver, Colorado	Chopper Topper Program
La Puente Home, Inc. Alamosa, Colorado	General Support
Lamar Community College Lamar, Colorado	Johnson Financial Aid
Las Animas County Rehabilitation Center Trinidad, Colorado	Rehab Site Renovation
Learning Source for Adults and Families Lakewood, Colorado	General Support
Limon Child Development Center Limon, Colorado	General Support
Little Sisters of the Poor Denver, Colorado	Upgrade Intermediate Care Unit
Longmont Meals on Wheels, Inc. Longmont, Colorado	General Support
Lutheran Family Services Denver, Colorado	Teen Pregnancy Prevention
Manna - The Durango Soup Kitchen Durango, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Manna House Florence, Colorado	General Support
Marillac Clinic Grand Junction, Colorado	Dental Program
Meals on Wheels of Boulder, Inc. Boulder, Colorado	General Support
Meals on Wheels of Greeley, Inc. Greeley, Colorado	General Support
Mercy Housing Southwest Denver, Colorado	Decatur Place Programs
Mesa County Partners Grand Junction, Colorado	General Support
Metro CareRing Denver, Colorado	General Support
Metro Denver Partners Denver, Colorado	General Support
Metropolitan State College Foundation Denver, Colorado	Family Literacy Program
Mi Casa Resource Center for Women, Inc. Denver, Colorado	General Support
Mile High United Way Denver, Colorado	General Support
Mile High Youth Corps Denver, Colorado	General Support
Montezuma County Partners, Inc. Cortez, Colorado	General Support
Montrose County Senior Citizens Transportation Montrose, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Muscular Dystrophy Association, Inc. Denver, Colorado	2004 Summer Camp
Nature Conservancy, Inc. Boulder, Colorado	Program Support
newgenesis, inc. Denver, Colorado	General Support
North Colorado Medical Center Foundation Greeley, Colorado	First Steps of Weld County
Northeast Women's Center Denver, Colorado	General Support
Northwest Colorado Visiting Nurse Association Steamboat Springs, Colorado	The Haven
Northwest Colorado Visiting Nurse Home Association Steamboat Springs, Colorado	Health and Hospice Services
Nucla-Naturita Senior Citizens Nucla, Colorado	Repairs to Facility
Open Door Youth Gang Alternatives Denver, Colorado	General Support
Outward Bound West Golden, Colorado	Financial Aid
Pack to School Denver, Colorado	General Support
Partners of Delta, Montrose and Ouray Montrose, Colorado	General Support
Partners of Larimer County Fort Collins, Colorado	General Support
Phillips County Family Education Services, Inc. Holyoke, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Pikes Peak Therapeutic Riding Center Elbert, Colorado	Horse Program
Planned Parenthood of the Rocky Mountains Denver, Colorado	Education Program Expansion
Planned Parenthood of the Rocky Mountains Denver, Colorado	Community Education Programs
Platte River Industries, Inc. Denver, Colorado	Transportation Program
Posada Pueblo, Colorado	General Support
Project Angel Heart Denver, Colorado	General Support
Project Self-Sufficiency Loveland, Colorado	General Support
Project WISE Denver, Colorado	General Support
Prospect Home Care-Hospice Woodland Park, Colorado	General Support
Providence Network Denver, Colorado	General Support
Providers' Resource Clearinghouse Denver, Colorado	General Support
Pueblo Community Health Center, Inc. Pueblo, Colorado	Information Technology Project
QuaLife Wellness Community Denver, Colorado	General Support
Rainbow Bridge Denver, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Rainbow Valley Farm School Longmont, Colorado	Program Support
Rape Assistance and Awareness Program, Inc. Denver, Colorado	General Support
Rebuilding Together with Christmas in April Colorado Springs, Colorado	General Support
Recording for the Blind and Dyslexic, Inc. Denver, Colorado	General Support
Red Rocks Community College Foundation Lakewood, Colorado	Johnson Financial Aid
Regional Home Visitation Program Yuma, Colorado	General Support
Regis University Denver, Colorado	Johnson Scholars
Rocky Mountain Children's Law Center Denver, Colorado	Foster Parent Training Program
Rocky Mountain Multiple Sclerosis Center Englewood, Colorado	Program Support
Rocky Mountain Public Broadcasting System Denver, Colorado	Program Support
Rocky Mountain Stroke Association Littleton, Colorado	General Support
Sacred Heart House of Denver Denver, Colorado	General Support
Safe Shelter of Saint Vrain Valley Longmont, Colorado	General Support
SafeHouse Denver, Inc. Denver, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Saint Francis Center Denver, Colorado	General Support
Saint Joseph Hospital Foundation Denver, Colorado	Clinical Scholar Program Expansion
Salvation Army Denver, Colorado	Phonics Program
Salvation Army Denver, Colorado	Christmas Appeal
Samaritan House Denver, Colorado	Food Supplies
Senior Hub, Inc. Federal Heights, Colorado	Program Support
Senior Support Services, Inc. Denver, Colorado	General Support
Seniors! Inc. Denver, Colorado	Respite Care Program
SET of Colorado Springs, Inc. Colorado Springs, Colorado	General Support
Sewall Child Development Center, Inc. Denver, Colorado	Update Computer System
Sewall Child Development Center, Inc. Denver, Colorado	General Support
Sierra Club Foundation Littleton, Colorado	Inner City Outings
Sisters of St. Francis Denver, Colorado	Damen Project Resource Center
Step XIII Evolution Process Denver, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Summer Scholars Denver, Colorado	General Support
Turning Point Center for Youth and Families Fort Collins, Colorado	Methamphetamine Treatment Program
University of Colorado Foundation Boulder, Colorado	Pavilion for Ethics and Humanities
University of Denver Denver, Colorado	Johnson Scholars
University of Northern Colorado Foundation Greeley, Colorado	Center for Urban Education
Urban Peak Denver, Colorado	General Support
Visiting Nurse Association Denver, Colorado	Indigent Care
Volunteers of America Denver, Colorado	Christmas Appeal
Volunteers of America Denver, Colorado	Theodora House
Walsh Healthcare Center Walsh, Colorado	Sprinkler System for Facility
Warren Village, Inc. Denver, Colorado	Warren Village Without Walls
Warren Village, Inc. Denver, Colorado	General Support
Washington Street Community Center Denver, Colorado	General Support
Weld Food Bank Greeley, Colorado	General Support

2004 GRANTS PAID

Organization Name	Purpose of Grant
Weld Food Bank Greeley, Colorado	Capital Campaign - New Facility
Western Slope Center for Children Grand Junction, Colorado	General Support
Western State College Gunnison, Colorado	Business Building
Women's Bean Project Denver, Colorado	General Support
Women's Resource Center Durango, Colorado	General Support
Work Options for Women Denver, Colorado	General Support
YMCA-Metropolitan Denver Denver, Colorado	Summer Day Program
YouthBiz, Inc. Denver, Colorado	General Support
YouthZone Glenwood Springs, Colorado	Program Support
TOTAL GRANTS:	\$5,470,075

AUDITORS' REPORT

Scullion, Strasheim & Company

CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT

To the Board of Trustees
Helen K. and Arthur E. Johnson Foundation
Denver, Colorado

We have audited the accompanying statement of financial position of the Helen K. and Arthur E. Johnson Foundation as of December 31, 2004, and the related statements of activities and cash flows for the year then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Helen K. and Arthur E. Johnson Foundation at December 31, 2004, and the results of its operations and its cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Scullion, Strasheim & Company

Denver, Colorado
May 30, 2005

FINANCIAL STATEMENTS

HELEN K. AND ARTHUR E. JOHNSON FOUNDATION
STATEMENT OF FINANCIAL POSITION
DECEMBER 31, 2004

ASSETS

Cash and cash equivalents		\$ 3,623,788
Purchased interest receivable (Note 3)		15,656
Dividends, interest and royalties receivable		457,324
Prepayments		38,148
Investments at fair value (Notes 2 and 8)		154,664,801
Property and equipment (Note 2):		
Office furniture and equipment	\$ 197,282	
Leasehold improvements	<u>71,972</u>	
	269,254	
Less accumulated depreciation and amortization	<u>(229,730)</u>	39,524
Royalty interests (Note 2)		<u>34,160</u>
Total assets		<u>\$ 158,873,401</u>

LIABILITIES AND NET ASSETS

Accounts payable and accrued liabilities		<u>\$ 117,863</u>
Total liabilities		\$ 117,863
Net assets - unrestricted		158,755,538
Total liabilities and net assets		<u>\$ 158,873,401</u>

The accompanying notes are a part of the financial statements.

FINANCIAL STATEMENTS

HELEN K. AND ARTHUR E. JOHNSON FOUNDATION
STATEMENT OF ACTIVITIES
For the year ended December 31, 2004

Changes in unrestricted net assets:

Revenues and gains:

Investment revenues:

Dividends \$ 2,169,944

Interest 2,095,463

Royalties 59,347

Currency gains (losses) (6,336)

Miscellaneous 2,759

\$ 4,321,177

Net realized and unrealized gains
(losses) on investments 4,804,805

Total unrestricted revenues and
gains (losses) 9,125,982

Investment and program supporting expenses:

Portfolio consultants
and custodial fees

\$1,426,607

Administration 766,603

Federal excise taxes (Note 5) 142,445

Bond premium amortization 718,627

Other taxes 226,158

3,280,440

Program grants 5,477,861

Total expenses 8,758,301

Increase (decrease) in unrestricted
net assets

367,681

Net assets, beginning of year 158,387,857

Net assets, end of year \$ 158,755,538

The accompanying notes are a part of the financial statements.

FINANCIAL STATEMENTS

HELEN K. AND ARTHUR E. JOHNSON FOUNDATION STATEMENT OF CASH FLOWS For the year ended December 31, 2004

Cash flows from operating activities:

Increase in net assets	\$ 367,681
Adjustments to reconcile change in net assets to net cash used by operating activities:	
Amortization of bond premiums	718,627
Amortization of bond discounts	(231,310)
Depreciation, depletion and amortization	19,931
(Decrease) in purchased interest receivable	29,111
(Increase) in dividends, interest and royalties receivable	9,780
(Increase) in prepayments	(10,086)
Increase in accounts payable	12,962
Net realized and unrealized gains on investments	(4,804,805)
Net cash (used) by operating activities	<u>(3,888,109)</u>

Cash flows from investing activities:

Purchases of investments	(46,414,194)
Proceeds of sales of investments	50,729,017
Capital withdrawal from investee partnership	1,700,000
Return of capital from investee company	52,200
Net cash provided (used) by investing activities	<u>6,067,023</u>

Cash flows from financing activities

	<u>-</u>
Net (decrease) in cash and cash equivalents	2,178,914
Cash and cash equivalents at beginning of year	1,444,874
Cash and cash equivalents at end of year	<u>\$ 3,623,788</u>

Supplemental data:

Non-cash investing and financing activities	None
Interest paid	None

Disclosure of accounting policy:

For purposes of the statement of cash flows, the Foundation considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

The accompanying notes are a part of the financial statements.

FINANCIAL STATEMENTS

HELEN K. AND ARTHUR E. JOHNSON FOUNDATION
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2004

1. PROFILE

The Helen K. and Arthur E. Johnson Foundation (Foundation) is a non-profit, private foundation that was incorporated in the state of Colorado in 1948. The Foundation directs its philanthropic resources primarily to tax exempt Colorado organizations that relieve suffering, meet basic human needs, promote self-sufficiency and enrich the quality of life.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accompanying financial statements have been prepared on the accrual basis of accounting. Significant accounting policies are as follows:

A. Carrying Basis of Certain Assets:

Investments in equity securities with readily determinable fair values and all investments in debt securities are measured at fair value, as determined by quotations currently available on a securities exchange registered with the Securities and Exchange Commission (Note 8). In the opinion of management of the Foundation, no individual investment or group of investments represents a significant concentration of market risk. The fair value of the Foundation's assets and liabilities which qualify as financial instruments approximates the carrying amounts presented in the statement of financial position.

Expenditures for depreciable assets are capitalized. Property and equipment and royalty interest are carried at cost or, if received as a donation, at the fair market value at the date received. Such carrying basis is adjusted for depreciation or amortization on depreciable assets and leasehold improvements, respectively, and depletion on royalty interest.

B. Depreciation and Amortization Method:

Depreciation of property and equipment and amortization of leasehold improvements are provided on a straight-line basis over the estimated useful lives of the assets ranging from three to ten years or the term of the applicable lease, respectively.

C. Donated Services:

All Trustees donate their services to the Foundation. However, since no objective basis is available to measure the value of these services, no value has been reflected in the accompanying financial statements.

FINANCIAL STATEMENTS

HELEN K. AND ARTHUR E. JOHNSON FOUNDATION
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2004

D. Revenues, Grants and Other Expenses:

The Foundation records revenues and related assets when earned, grants when approved and other expenses when incurred.

3. PURCHASED INTEREST RECEIVABLE

Purchased interest receivable represents interest accrued on certain securities on the date acquired by the Foundation.

4. FEDERAL AND STATE INCOME TAXES

The Foundation is exempt from federal and state income taxes.

5. FEDERAL EXCISE TAXES AND REQUIRED DISTRIBUTIONS

The Foundation is a private foundation as defined by the Internal Revenue Code (Code) and therefore is subject to a federal excise tax on its net investment income, including realized gains, as defined in the Code. The tax rate on such income was two percent for 2004.

In addition, the Foundation is required under the Code to expend a minimum annual amount for the furtherance of its grant programs. The Foundation has complied with this requirement as of December 31, 2004. Further, the Foundation is required to expend during 2005 approximately \$7,280,000, representing the balance of the 2004 minimum annual requirement computed in accordance with the applicable provisions of the Code.

6. PENSION PLAN

Effective January 1, 1989, the Foundation adopted a noncontributory defined contribution pension plan (the Plan). The Plan, which covers all of the Foundation's employees, provides that the Foundation will contribute to the Plan each Plan year such percentage, that it deems advisable, of the total compensation paid to all Plan participants for such Plan year. Total pension expense for 2004 amounted to \$52,350.

FINANCIAL STATEMENTS

7. COMMITMENTS AND CONTINGENCIES

The Foundation occupies its office facilities under a lease which expires December 31, 2005 and provides for the following minimum annual rentals:

2005 \$68,300

HELEN K. AND ARTHUR E. JOHNSON FOUNDATION
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2004

Total expense under this lease for 2004 was \$73,320.

There were no unpaid grants as of December 31, 2004.

Contingent grants are subject to satisfaction by the intended recipients of prior conditions before payment.

8. AGGREGATE CARRYING AMOUNT OF INVESTMENTS

The aggregate carrying amount of investments by major types at December 31, 2004 is as follows:

Equity securities	\$121,022,092
U.S. Treasury securities	4,971,585
Corporate debt securities	14,754,224
Mortgage-backed securities	<u>13,916,900</u>
	<u>\$154,664,801</u>

Included in equity securities' carrying amount of \$121,022,092 is an investment in a private Delaware limited liability company (LLC) whose objective is growth of capital through investment in international securities. Its carrying amount is \$34,690,567 as determined by Mellon Trust, the custodian appointed by the managing member of the LLC.

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