

Helen K. & Arthur E. Johnson Foundation

**Annual Report
2006**

Helen K. & Arthur E. Johnson Foundation



Gerald R. Hillyard, Jr.

In honor and memory of Gerald R. Hillyard, Jr.
November 7, 1942 – December 29, 2006
Faithful, caring trustee for 42 years

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2007 TRUSTEES AND OFFICERS

FOUNDERS

Helen K. Johnson
Arthur E. Johnson

BOARD OF TRUSTEES

Ms. Lynn H. Campion, Chairman
Ms. Ashley C. Campion, Vice Chairman and Treasurer
Ms. Berit K. Campion, Vice Chairman and Secretary

Mr. Thomas B. Campion, Jr.
Mr. Stanley D. Neeleman
Mr. Ronald L. Lehr
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Mrs. James R. Hartley

Trustees Emeritus

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

FOUNDATION STAFF

Mr. John H. Alexander, Jr., President and Assistant Treasurer
Ms. Cindy Willard, Program Officer
Ms. Suzanne Bruce, Program Associate
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 nonprofit, 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 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 grant making so that it does not:

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

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.

APPLICATION GUIDELINES

The Foundation welcomes requests throughout the year. However, in order to be considered at the next Board meeting, complete preliminary letters or written proposals must be received in the Foundation office by 4:30 p.m. on the last working day before these deadlines:

January 1 - for the Spring Meeting

April 1 - for the Summer Meeting

July 1 - for the Fall Meeting

October 1 - for the Winter Meeting

Due to the large volume of requests that the Foundation receives, it is helpful to receive proposals prior to the specific deadlines. All requests should be addressed and sent directly to the President. Postmarks, faxes and e-mails are not accepted. Applicants are encouraged to check the Foundation web site to confirm current proposal guidelines at www.johnsonfoundation.org.

Applicants Who Have Not Previously Received Funding

If you have never been funded by the Johnson Foundation, please send a preliminary letter of not more than two pages outlining mission, program and need. This request will be reviewed by the Board of Trustees at their next scheduled meeting, and applicants will be notified of their decision. If the Trustees wish to see a full proposal, information will be sent to the applicant outlining the procedures and timing of such a proposal. The Foundation will consider one preliminary letter per organization per twelve-month period.

Previously Funded Applicants

Please submit one copy of a full proposal in accordance with the guidelines listed below. The Common Grant application is not accepted. The Foundation will consider one full proposal per organization per twelve-month period.

If there are questions about the requirements, please call the Foundation office at 303-861-4127.

Full Proposal Guidelines

1. A concise cover letter that briefly describes your program and states the amount and purpose of the request. The letter must be signed by both the Chief Executive Officer and the Chair of the Board of Directors.
2. A Cover Sheet with the following information: Organization Name, Address, Chief Executive Officer, Phone Number with extension if needed, Fax Number, Web Site, Email address, Main Contact Name and Title (if different from CEO) with phone number and email, Requested Amount, Purpose of Request.

APPLICATION GUIDELINES

3. A Narrative section including:
 - (a.) The history and background of your organization, its goals and objectives.
 - (b.) A description of your organization’s programs and those they serve. If the request is for a specific project or capital purpose, please include a discussion of its objectives.
 - (c.) A discussion of the relevance of your program to similar community programs and your collaborative efforts.
 - (d.) The timetable for accomplishing your program’s specific objectives.
 - (e.) A realistic plan for the long-term funding needs for your program.
 - (f.) The method for evaluating the success of your project or program.
4. A list of your current Board of Trustees or Directors with name and affiliation
5. 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 (5) main sources of funding and the expenses into three (3) categories – Salaries and Benefits, Administration and Program.
6. Copies of your financial statements (preferably audited) for the last two (2) fiscal years. At the very least, these should include a balance sheet and a statement of revenue and expenses.
7. 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, pending requests and those who have declined.
8. A copy of the IRS letter confirming your tax-exempt status under section 501(c)(3) and 509(a) of the Internal Revenue Code.
9. Upon receipt of your proposal, the Foundation will send you two (2) documents to complete and return to the Foundation by a specified deadline. These include:
 - (a.) A Board and Community Support Form.
 - (b.) A Tax Exempt Status Certificate

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.

REPORTING

Approximately 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.

2006 GRANTS AWARDED

	Number of Grants	Amount	Percent of Grant Dollars
Community and Social Services	112	2,554,000	37.94
Education	36	1,967,186	29.22
Health	31	723,000	10.74
Youth	36	721,572	10.72
Civic and Culture	11	412,500	6.12
Seniors	13	353,750	5.25
	239	6,732,008*	100.00

* Does not include employee matching gifts

2006 GRANTS PAID

Organization Name	Purpose of Grant
1311 York Street, Inc. Denver, Colorado	In Memory of James R. Hartley
Adaptive Sports Association Durango, Colorado	Support and equipment
Advocate Safehouse Project Glenwood Springs, Colorado	General Support
All Kinds of Minds Chapel Hill, North Carolina	Schools Attuned Professional Development in Colorado
Alzheimer's Disease and Related Disorders Association, Inc. Denver, Colorado	General Support
American Diabetes Association Denver, Colorado	Camp Colorado
American Lung Association of Colorado Greenwood Village, Colorado	Champ Camp 2006
American Red Cross - Mile High Chapter Denver, Colorado	Colorado Disaster Response
Anchor Center for Blind Children Denver, Colorado	General Support
Artreach, Inc. Denver, Colorado	Transportation Program
Assistance League of Colorado Springs Colorado Springs, Colorado	Chapter Service Center Campaign
Assistance League of Denver Denver, Colorado	Operation School Bell
Assistance League of Pueblo Pueblo West, Colorado	Operation School Bell
Association for Senior Citizens Denver, Colorado	Program Services

2006 GRANTS PAID

Organization Name	Purpose of Grant
Bayaud Industries, Inc. Denver, Colorado	Equipment for Document Destruction Program
Bennie E. Goodwin Educational Foundation Aurora, Colorado	General Support
Big Brothers Big Sisters of Colorado, Inc. Denver, Colorado	General Support
Big Brothers Big Sisters of La Plata County Durango, Colorado	General Support
Black Canyon Boys and Girls Club Montrose, Colorado	General Support
Bonfils Blood Center Foundation Denver, Colorado	Purchase Bloodmobile
Boulder Shelter for the Homeless Boulder, Colorado	General Support
Boy Scouts of America - Denver Area Council Denver, Colorado	Special Needs Scouting
Boys and Girls Club of Craig Craig, Colorado	General Support
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 Club of Weld County Greeley, Colorado	Power Hour Homework Program
Boys and Girls Clubs of Larimer County Fort Collins, Colorado	Capital Campaign - Loveland Facility
Boys and Girls Clubs of Metro Denver, Inc. Denver, Colorado	General Support

2006 GRANTS PAID

Organization Name	Purpose of Grant
Boys and Girls Clubs of Metro Denver, Inc. Denver, Colorado	Brighton Club Capital Campaign
Boys and Girls Clubs of the San Luis Valley Alamosa, Colorado	General Support
Bridgeway Lakewood, Colorado	General Support
Broadway Assistance Center Denver, Colorado	General Support
Brothers Redevelopment, Inc. Edgewater, Colorado	Home Maintenance and Repair Program
Canon City Golden Age Council, Inc. Canon City, Colorado	Upgrade Heating & Air Conditioning System
Capitol Hill Community Services Denver, Colorado	General Support
Care and Share, Inc. Colorado Springs, Colorado	Recipe for Hope Capital Campaign
Center for Hearing, Speech and Language, Inc. Denver, Colorado	KidScreen
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
CHARG Resource Center Denver, Colorado	General Support
Child and Migrant Services, Inc. Palisade, Colorado	General Support

2006 GRANTS PAID

Organization Name	Purpose of Grant
Children's Advocacy and Family Resources Denver, Colorado	Sungate
Children's Literacy Center, Inc. Colorado Springs, Colorado	General Support
Children's Museum of Denver, Inc. Denver, Colorado	Community Outreach
Children's Outreach Project Denver, Colorado	General Support
Church of the Holy Ghost Denver, Colorado	Sandwich Line
City and County of Denver Denver, Colorado	10-Year Plan to End Homelessness
Clinica Tepeyac Denver, Colorado	General Support
Colorado Academy Denver, Colorado	Horizons Program
Colorado Academy Denver, Colorado	Johnson Scholars
Colorado AIDS Project Denver, Colorado	Prevention and Education Center
Colorado Bright Beginnings Denver, Colorado	General Support
Colorado Children's Chorale Denver, Colorado	Youth Conservatory Program
Colorado Coalition for the Homeless Denver, Colorado	Program Support
Colorado College Colorado Springs, Colorado	Johnson Scholars

2006 GRANTS PAID

Organization Name	Purpose of Grant
Colorado Nonprofit Association Denver, Colorado	Colorado Generosity Project
Colorado Open Lands Lakewood, Colorado	South Platte River Conservation
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	2006 Summer Program
Colorado UpLIFT Denver, Colorado	Program Support
Columbine Home Health Glenwood Springs, Colorado	Program Support
Community College of Aurora Foundation Aurora, Colorado	Student 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	2006 Rural Philanthropy Days
COMP Food Ministry, Inc. Denver, Colorado	Project Glean
Conflict Center Denver, Colorado	General Support
Craig Hospital Foundation Inc Englewood, Colorado	Simulation Education

2006 GRANTS PAID

Organization Name	Purpose of Grant
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	General Support
Denver Academy Denver, Colorado	Student Financial Aid
Denver Botanic Garden, Inc. Denver, Colorado	Morrison Horticultural Center Greenhouse
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	Reading Program
Denver Santa Claus Shop Englewood, Colorado	Toys for Needy Children
Denver Street School Denver, Colorado	General Support

2006 GRANTS PAID

Organization Name	Purpose of Grant
Denver Urban Ministries Denver, Colorado	General Support
Denver Works Denver, Colorado	General Support
Denver Zoological Foundation Denver, Colorado	Asian Tropics Exhibit
Disabled Resource Services Fort Collins, Colorado	General Support
Doctors Care Littleton, Colorado	General Support
Domestic Violence Initiative Denver, Colorado	General Support
Easter Seals Colorado Lakewood, Colorado	2006 Camperships
Elderhaus Adult Day Programs Fort Collins, Colorado	General Support
Emergency Family Assistance Association, Inc. Boulder, Colorado	Basic Needs Program
The Empowerment Program Denver, Colorado	General Support
Families First, Inc. Denver, Colorado	General Support
Family & Community Education & Support, Inc. Denver, Colorado	General Support
Family Homestead Denver, Colorado	General Support
Family Star Denver, Colorado	General Support

2006 GRANTS PAID

Organization Name	Purpose of Grant
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
Food Bank of the Rockies Denver, Colorado	Capital Campaign
Foundation for Excellent Schools Cornwall, Vermont	The Century Program in Colorado
Franciscan Friends of the Poor Denver, Colorado	Father Woody's Haven of Hope Shelter
Freedom Service Dogs, Inc. Lakewood, Colorado	General Support
Gateway Battered Women's Shelter Aurora, Colorado	General Support
The Gathering Place Denver, Colorado	General Support
The Gathering Place Denver, Colorado	Capital Campaign
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

2006 GRANTS PAID

Organization Name	Purpose of Grant
Goodwill Industries Denver, Colorado	Christmas Appeal
Goodwill Industries Denver, Colorado	School to Work
Grand Valley Catholic Outreach Grand Junction, Colorado	General Support
Grand Valley Senior Daybreak Grand Junction, Colorado	General Support
Greeley Transitional House Greeley, Colorado	General Support
Growing Home Westminster, Colorado	Program Support
Gunnison Country Partners Gunnison, Colorado	General Support
Habitat for Humanity of Colorado Denver, Colorado	Construction Materials
Havern Center, Inc. Littleton, Colorado	Financial Aid
Hilltop Community Resources, Inc. Grand Junction, Colorado	Latimer House
Hilltop Community Resources, Inc. Grand Junction, Colorado	Life Adjustment Program Capital Campaign
Hope Center, Inc. Denver, Colorado	Hope Academy
Hospice & Palliative Care of Western Colorado Grand Junction, Colorado	Child and Teen Program
Hospice of Metro Denver Denver, Colorado	General Support

2006 GRANTS PAID

Organization Name	Purpose of Grant
Hospice of the Plains, Inc. Wray, Colorado	General Support
HospiceCare of Boulder and Broomfield Counties Lafayette, Colorado	Patient Care Fund
Howard Dental Center Denver, Colorado	General Support
Idaho Community Foundation Boise, Idaho	Deer Creek Fund
Inner City Health Center Denver, Colorado	General Support
Inner City Outings Denver, Colorado	General Support
Institute for Attachment and Child Development Kittredge, Colorado	General Support
Inter-Faith Community Services Englewood, Colorado	General Support
International Hearing Dog, Inc. Henderson, Colorado	Training Two Dogs
Jeffco Action Center, Inc. Lakewood, Colorado	General Support
Jimmy Heuga Center Edwards, Colorado	Colorado Programs
Kempe Children's Foundation Denver, Colorado	General Support
Kent Denver School Englewood, Colorado	Denver Summerbridge
Kent Denver School Englewood, Colorado	Johnson Scholars

2006 GRANTS PAID

Organization Name

Purpose of Grant

Kids in Need of Dentistry
Denver, Colorado

Chopper Topper Program

La Puente Home, Inc.
Alamosa, Colorado

General Support

Lamar Area Hospice Association
Lamar, Colorado

General Support

Lamar Community College Foundation
Lamar, Colorado

Student Financial Aid

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

Capital Improvements

Longmont Meals on Wheels, Inc.
Longmont, Colorado

General Support

Lutheran Family Services
Denver, Colorado

Teen Pregnancy Prevention

Lutheran Family Services
Denver, Colorado

Infant Simulators

Manna - The Durango Soup Kitchen
Durango, Colorado

General Support

Marillac Clinic
Grand Junction, Colorado

Dental Clinic Support

Meals on Wheels of Boulder, Inc.
Boulder, Colorado

Kitchen Renovations

Meals on Wheels of Boulder, Inc.
Boulder, Colorado

General Support

2006 GRANTS PAID

Organization Name	Purpose of Grant
Meals on Wheels of Greeley and Weld County Greeley, Colorado	General Support
Meals on Wheels of Loveland and Berthoud, Inc. Loveland, Colorado	Purchase Food for the Program
Mercy Housing Southwest Denver, Colorado	Decatur Place
Mesa County Partners Grand Junction, Colorado	General Support
Metro CareRing Denver, Colorado	General Support
Metro Denver Partners Denver, Colorado	General Support
Metropolitan State College 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
Muscular Dystrophy Association, Inc. Denver, Colorado	2006 Summer Camp
Nature Conservancy, Inc. Boulder, Colorado	Program Support

2006 GRANTS PAID

Organization Name	Purpose of Grant
newgenesis, inc. Denver, Colorado	General Support
North Colorado Medical Center Foundation Greeley, Colorado	First Steps of Weld County
Open Door Youth Gang Alternatives Denver, Colorado	General Support
Open World Learning Denver, Colorado	General Support
Outward Bound, Inc. Golden, Colorado	Colorado Youth Leadership Program
Parent Pathways 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
Pikes Peak Therapeutic Riding Center Elbert, Colorado	General Support
Piñon Project Cortez, Colorado	General Support
Planned Parenthood of the Rocky Mountains Denver, Colorado	Community Education Programs
Posada Pueblo, Colorado	General Support
Project Angel Heart Denver, Colorado	General Support

2006 GRANTS PAID

Organization Name	Purpose of Grant
Project Self Sufficiency Loveland, Colorado	General Support
Project WISE Denver, Colorado	General Support
Prospect Home Care-Hospice Woodland Park, Colorado	General Support
Public Education and Business Coalition Denver, Colorado	Lab Classroom Network Expansion
Pueblo Diversified Industries, Inc. Pueblo, Colorado	Capital Improvements
Qualistar Early Learning Denver, Colorado	General Support
Rainbow Bridge Denver, Colorado	General Support
Rape Assistance and Awareness Program, Inc. Denver, Colorado	Counseling Services
Recording for the Blind and Dyslexic, Inc. Denver, Colorado	General Support
Red Rocks Community College Foundation Lakewood, Colorado	Student Financial Aid
Regional Home Visitation Program Yuma, Colorado	Baby Bear Hugs
Regis University Denver, Colorado	Science Building Renovation
Regis University Denver, Colorado	Johnson Scholars
Rocky Mountain Children's Law Center Denver, Colorado	Foster Parent Training
Rocky Mountain Multiple Sclerosis Center Englewood, Colorado	King Adult Day Enrichment Program

2006 GRANTS PAID

Organization Name	Purpose of Grant
Rocky Mountain Public Broadcasting System Denver, Colorado	Program Support
Rocky Mountain Stroke Association Littleton, Colorado	General Support
Rocky Mountain Youth Medical & Nursing Consultants, Inc. Denver, Colorado	General Support
Sacred Heart House of Denver Denver, Colorado	General Support
Safe Shelter of St. Vrain Valley Longmont, Colorado	General Support
SafeHouse Denver, Inc. Denver, Colorado	General Support
Saint Francis Center Denver, Colorado	General Support
Saint Joseph Hospital Foundation Denver, Colorado	In Memory of James R. Hartley
Salvation Army Denver, Colorado	Phonics Intervention Program
Salvation Army Denver, Colorado	Christmas Appeal
Samaritan House Denver, Colorado	Food for Kitchen
Senior Hub, Inc. Federal Heights, Colorado	General Support
Senior Support Services, Inc. Denver, Colorado	General Support
Seniors! Inc. Denver, Colorado	Capital Campaign - Trinidad Facility

2006 GRANTS PAID

Organization Name	Purpose of Grant
Seniors! Inc. Denver, Colorado	Respite Care Program
Seniors' Resource Center Denver, Colorado	General Support
Seniors' Resource Center Denver, Colorado	Capital Campaign
SET of Colorado Springs, Inc. Colorado Springs, Colorado	General Support
Sewall Child Development Center, Inc. Denver, Colorado	General Support
Southeast Colorado Hospital District Springfield, Colorado	New Clinic Facility
Special Kids/Special Families Colorado Springs, Colorado	Zach's Place
Stride Lakewood, Colorado	General Support
Summer Scholars Denver, Colorado	General Support
University of Colorado Colorado Springs, Colorado	Science and Engineering Building
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

2006 GRANTS PAID

Organization Name	Purpose of Grant
Volunteers for Outdoor Colorado Denver, Colorado	Capital - Operations Center
Volunteers of America Denver, Colorado	Christmas Appeal
Volunteers of America Denver, Colorado	Theodora House
Warren Village, Inc. Denver, Colorado	General Support
Warren Village, Inc. Denver, Colorado	Warren Village Without Walls
Washington Street Community Center Denver, Colorado	General Support
Weld Food Bank Greeley, Colorado	General Support
Western Slope Center for Children Grand Junction, Colorado	General Support
Westside CARES Colorado Springs, 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 Camp
YouthZone Glenwood Springs, Colorado	General Support
Total Grants	\$6,732,008

AUDITOR'S 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, 2006, 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, 2006, 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 12, 2007

FINANCIAL STATEMENTS

HELEN K. AND ARTHUR E. JOHNSON FOUNDATION STATEMENT OF FINANCIAL POSITION FOR THE YEAR ENDED DECEMBER 31, 2006

ASSETS

Cash and cash equivalents		\$ 2,867,221
Purchased interest receivable (Note 3)		34,008
Dividends, interest and royalties receivable		410,107
Prepayments		12,586
Investments at fair value (Notes 2 and 8)		166,164,547
Property and equipment (Note 2):		
Office furniture and equipment	\$ 207,707	
Leasehold improvements	71,972	
	<u>279,679</u>	
Less accumulated depreciation and amortization	<u>(252,111)</u>	27,568
Royalty interests (Note 2)		<u>34,160</u>
Total assets		<u><u>\$ 169,550,197</u></u>

LIABILITIES AND NET ASSETS

Accounts payable and accrued liabilities		<u>\$ 142,150</u>
Total liabilities		142,150
Net assets - unrestricted		169,408,047
Total liabilities and net assets		<u><u>\$ 169,550,197</u></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, 2006

Changes in unrestricted net assets:

Revenues and gains:

Investment revenues:

Dividends	\$ 1,763,094
Interest	1,845,505
Royalties	113,795
Miscellaneous	<u>2,380</u>

\$ 3,724,774

Net realized and unrealized gains
(losses) on investments

16,774,320

Total unrestricted revenues
and gains (losses)

20,499,094

Investment and program supporting expenses:

Portfolio consultants

and custodial fees \$ 1,047,520

Administration 820,210

Federal excise taxes (Note 5) 265,565

Bond premium amortization 40,246

Other taxes 40,092

2,213,633

Program grants

6,739,443

Total expenses

8,953,076

Increase (decrease) in unrestricted net assets

11,546,018

Net assets unrestricted, beginning of year

157,862,029

Net assets unrestricted, end of year

\$ 169,408,047

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, 2006

Cash flows from operating activities:

Increase (decrease) in unrestricted net assets	\$ 11,546,018
Adjustments to reconcile change in net assets to net cash used by operating activities:	
Amortization of bond premiums	40,246
Amortization of bond discounts	(50,337)
Depreciation, depletion and amortization	10,892
Decrease in purchased interest receivable	65,343
Decrease in dividends, interest and royalties receivable	1,018,903
Decrease in prepayments	58,756
(Decrease) in accounts payable	(68,418)
Net realized and unrealized gains on investments	<u>(16,278,032)</u>
Net cash (used) by operating activities	<u>(3,656,629)</u>

Cash flows from investing activities:

Additions to office furniture and equipment	(9,664)
Purchases of investments	(96,772,367)
Proceeds of sales of investments	<u>99,353,349</u>
Net cash provided (used) by investing activities	<u>2,571,318</u>

Cash flows from financing activities

Net (decrease) in cash and cash equivalents	(1,085,311)
Cash and cash equivalents at beginning of year	<u>3,952,532</u>
Cash and cash equivalents at end of year	<u>\$ 2,867,221</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, 2006

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, 2006

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 2006.

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, 2006. Further, the Foundation is required to expend during 2007 approximately \$7,627,000, representing the balance of the 2006 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 2006 amounted to \$45,530.

FINANCIAL STATEMENTS

HELEN K. AND ARTHUR E. JOHNSON FOUNDATION
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7. COMMITMENTS AND CONTINGENCIES

The Foundation occupies its office facilities under a lease which expires December 31, 2010 and provides for the following minimum annual rentals:

2007	58,888
2008	58,888
2009	58,888
2010	4,907
	<u>\$181,571</u>

The Foundation may extend the term of the lease for one period of sixty months commencing February 1, 2010 (the renewal term). Base rent during the renewal term will be based on the market rental rate as defined in the lease agreement, as amended.

Total expense under this lease for 2006 was \$64,640.

There were no unpaid grants as of December 31, 2006.

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, 2006 is as follows:

Equity securities	\$127,678,830
U.S. Treasury securities	2,509,306
Corporate debt securities	10,470,405
Mortgage-backed securities	25,506,006
	<u>\$166,164,547</u>

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