See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

See Statement 8

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

See Statement for Line 2a

c Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement 9				
Total			► **3a**	490,953.
b *Approved for future payment*				
Total			► **3b**	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	186.	NONE	
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	186.	NONE	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	186.	NONE	
	30 Total net assets or fund balances (see page 17 of the instructions)	186.	NONE	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	186.	NONE	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	186.
2 Enter amount from Part I, line 27a	2	-186.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	NONE
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	NONE

Statement 7 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/ Other
ROBERT J. RONIS 627 HANNA BUILDING CLEVELAND, OH 44115	Trustee 0	$ 0.	$ 0.	$ 0.
LYMAN H. TREADWAY 627 HANNA BUILDING CLEVELAND, OH 44115	Trustee 0	0.	0.	0.
MARK WARREN 627 HANNA BUILDING CLEVELAND, OH 44115	Trustee 0	0.	0.	0.
	Total	$ 0.	$ 0.	$ 0.

Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:	THE BOARD OF TRUSTEES
Name:	WOODRUFF FOUNDATION
Care Of:	CRISTIN SLESH
Street Address:	1422 EUCLID AVENUE, SUITE 627
City, State, Zip Code:	CLEVELAND, OH 44115-1901
Telephone:	216-566-1853
Form and Content:	NO SPECIFIC APPLICATION OR PROPOSAL FORM IS USED. APPLICANTS SHOULD SUBMIT PROPOSALS THAT SHOULD INCLUDE ITEMS SUCH AS: 1. PURPOSE OF THE PROPOSAL 2. A BRIEF HISTORY AND PURPOSE OF THE ORGANIZATION 3. A PROFILE OF CLIENTS SERVED, A SUMMARY OF TEH SERVICES OFFERED ALONG WITH THE SERVICE AREA AND APPLICABLE STATISTICS 4. AN EXPLANANTION OF SPECIFIC GRANT REQUEST INCLUDING OBJECTIVES, TIME FRAME AND BUDGET 5. A STATEMENT OF INCOME AND EXPENSES FOR THE PRECEDING YEAR AND A CURRENT BUDGET 6. A LIST OF THE BOARD OF TRUSTEES 7. A COPY OF THE LATEST AUDITED FINANCIAL STATEMENTS 8. A COPY OF THE MOST RECENT ANNUAL REPORT
Submission Deadlines:	NONE
Restrictions on Awards:	NONE

Statement 9
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
SEE ATTACHED LIST SEE LIST SEE LIST, OH	*	*** SEE ATTAC * NONE OF ** NONE O *** THE G	*** SEE ATTACHED STATEMENT 10 * NONE OF THE RECIPIENTS IS AN INDIVIDUAL ** NONE OF THE RECIPIENTS IS A PRIVATE FOUNDATION *** THE GRANTS ARE TO ASSIST THE PUBLIC CHARITIES IN THEIR DAY TO DAY OPERATIONS IN PURSUIT OF THEIR EXEMPT PURPOSES.	$ 490,953.
			Total	$ 490,953.

Part XV, Supplementary Information, Line 3a:

Woodruff Foundations		
12/31/2008		
Summary of Grants Approved and Paid in 2008:		
02/27 - Cleveland Metropolitan	$ 49,640.00	
02/27 - Community Service Alliance	7,200.00	
02/27 - Free Clinic of Greater Cleveland	48,000.00	
02/27 - Neighborhood Family Practice	31,721.00	
02/27 - Westlake Parent Connection	3,000.00	
03/21 - Ohio Association of Behavioral Healthcare Providers	7,265.00	
06/25 - Boys and Girls Club of Cleveland	15,000.00	
06/25 - NAMI Greater Cleveland	15,000.00	
06/25 - Cleveland Rape Crisis Center	15,000.00	
06/25 - Positivie Education Program	15,000.00	
06/25 - Center for Family & Children	22,900.00	
06/25 - Mental Health Services Inc	26,982.00	
06/25 - Voices For Children	27,000.00	
06/25 - West Side Catholic Center	20,000.00	
06/25 - Youth Opportunities Unlimited	10,000.00	
08/29 - Stella Maris	10,000.00	
10/17 - Bellflower Center for Prevention	25,000.00	
10/17 - Cogswell Hall, Inc.	20,000.00	
10/17 - Domestic Violence Center	20,000.00	
10/17 - Jesuit Retreat House	14,000.00	
10/17 - West Side Ecumenical Ministry	26,295.00	
10/17 - Ideastream	30,000.00	
10/17 - Suicide Prevention Education	10,000.00	
11/02 - Eden Inc (org prize winner)	10,000.00	
11/02 - Metro Health, Dr. Robert Weiss (prize winner)	10,000.00	
Operating disbursements paid in 2008	1,950.00	
Total	**$ 490,953.00**	
Note: The Grants above were made to fund the operations of the listed entities.		

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Dec. 29, 2009 LTR 2697C 0 R
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RICHARD T BISTRONG FOUNDATION INC
12620-3 BEACH BLVD STE #313
JACKSONVILLE FL 32246

028877

DECLARATION

Under penalties of perjury, I declare that I have examined the return identified in this letter, including any accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct and complete. I understand that this declaration will become a permanent part of that return.

J Richard Bistrong — 15 JANUARY 2010

Signature of Officer or Trustee — Date

PRESIDENT

Title