Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note: *The foundation may be able to use a copy of this return to satisfy state reporting requirements*

OMB No 1545-0052

2009

Federal extension Form 8868 approved thru November 15, 2010 attached

For calendar year 2009, or tax year beginning , 2009, and ending ,

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions

WOODRUFF FOUNDATION
c/o DINGUS AND DAGA, INC.
20600 CHAGRIN BLVD. #701
SHAKER HEIGHTS, OH 44122

A Employer identification number: 23-7425631

B Telephone number (see the instructions): 216-561-9200

C If exemption application is pending, check here ► ☐

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 ► ☐

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 10,636,703.

J Accounting method: ☐ Cash [X] Accrual ☐ Other (specify)
(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) (see the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	285,091.	285,091.	285,091.	
	5a Gross rents				
	b Net rental income or (loss)		Statement 1		
	6a Net gain/(loss) from sale of assets not on line 10	-1,085,869.			
	b Gross sales price for all assets on line 6a 1.				
	7 Capital gain net income (from Part IV, line 2)				
	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/(loss) (att sch)				
	11 Other income (attach schedule) See Statement 2	5,869.			
	12 **Total.** Add lines 1 through 11	-794,909.	285,091.	285,091.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See St 3	2,522.			2,522.
	b Accounting fees (attach sch) See St 4	6,200.	3,100.		3,100.
	c Other prof fees (attach sch) See St 5	55,521.	55,521.		
	17 Interest				
	18 Taxes (attach schedule)(see instr)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 6	100,044.			100,044.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	164,287.	58,621.		105,666.
	25 Contributions, gifts, grants paid Part XV	453,200.			453,200.
	26 **Total expenses and disbursements.** Add lines 24 and 25	617,487.	58,621.	0.	558,866.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-1,412,396.			
	b **Net investment income** (if negative, enter -0-)		226,470.		
	c **Adjusted net income** (if negative, enter -0-)			285,091.	

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	2,250.	4,268.	4,268.
	2 Savings and temporary cash investments			
	3 Accounts receivable ► 41,825.			
	Less: allowance for doubtful accounts ►	23,419.	41,825.	41,825.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	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 (attach schedule)			
	b Investments — corporate stock (attach schedule)	9,207,977.	10,590,610.	10,590,610.
	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 instructions Also, see page 1, item I)	9,233,646.	10,636,703.	10,636,703.
LIABILITIES	17 Accounts payable and accrued expenses	5,950.	6,700.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	5,950.	6,700.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	9,227,696.	10,630,003.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	9,227,696.	10,630,003.	
	31 Total liabilities and net assets/fund balances (see the instructions)	9,233,646.	10,636,703.	

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	9,227,696.
2	Enter amount from Part I, line 27a	2	-1,412,396.
3	Other increases not included in line 2 (itemize) ► See Statement 7	3	2,814,703.
4	Add lines 1, 2, and 3	4	10,630,003.
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	10,630,003.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	N/A			
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				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
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**

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 — **3**

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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 (column (b) divided by column (c))
2008	632,583.	11,916,324.	0.053085
2007	853,842.	13,674,954.	0.062438
2006	738,737.	12,862,225.	0.057435
2005	672,747.	11,914,154.	0.056466
2004	568,038.	11,412,420.	0.049774

2	**Total** of line 1, column (d)	2	0.279198
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.055840
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	9,315,496.
5	Multiply line 4 by line 3	5	520,177.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,265.
7	Add lines 5 and 6	7	522,442.
8	Enter qualifying distributions from Part XII, line 4	8	558,866.

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 the instructions)

1 a 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 instr.)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b			1	2,265.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	2,265.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,265.
6 Credits/Payments:				
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	16,136.		
b Exempt foreign organizations – tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	16,136.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►			9	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►			10	13,871.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ► 13,871. **Refunded** ►			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		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? *If 'Yes,' attach a detailed description of the activities*	2		X
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	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► OH			
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 2009 or the taxable year beginning in 2009 (see 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

Part VII-A Statements Regarding Activities *Continued*

		Line	Yes	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 acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► Cathy Starkey Telephone no ► 216-621-2901

Located at ► 627 Hanna Building Cleveland OH ZIP + 4 ► 44115

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

				Yes	No
1 a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?		1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1 c		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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the 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 ► 20__ , 20__ , 20__ , 20__ .				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b	N/A	
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 2009?		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))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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? N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If 'Yes' to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 8		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
FOUNDATION MANAGEMENT SERVICES 627 HANNA BUILDING CLEVELAND, OH 44115	FOUNDATION MGMT	83,220.
KEY BANK NATIONAL 4900 TIEDEMAN ROAD BROOKLYN, OH 44144-2302	Investment Advisory	55,521.
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 (see instructions)

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	9,421,425.
b	Average of monthly cash balances	1b	3,309.
c	Fair market value of all other assets (see instructions)	1c	32,622.
d	Total (add lines 1a, b, and c)	1d	9,457,356.
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	9,457,356.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	141,860.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,315,496.
6	**Minimum investment return.** Enter 5% of line 5	6	465,775.

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	465,775.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 2,265.		
b	Income tax for 2009 (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	2,265.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	463,510.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	463,510.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	463,510.

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	558,866.
b	Program-related investments — total from Part IX-B	1b	
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	558,866.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	2,265.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	556,601.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				463,510.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2009.				
a From 2004				
b From 2005				
c From 2006				
d From 2007 41,850.				
e From 2008 42,371.				
f Total of lines 3a through e	84,221.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► $ 558,866.				
a Applied to 2008, but not more than line 2a			0.	
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 2009 distributable amount				463,510.
e Remaining amount distributed out of corpus	95,356.			
5 Excess distributions carryover applied to 2009 *(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	179,577.			
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 2008 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	179,577.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007 41,850.				
d Excess from 2008 42,371.				
e Excess from 2009 95,356.				

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 2009, 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) 2009	(b) 2008	(c) 2007	(d) 2006	(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 9

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 10				
Total			► 3a	453,200.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					285,091.
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					-1,085,869.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Miscellaneous					5,869.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					-794,909.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -794,909.

(See worksheet in the instructions for line 13 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions.)
N/A	

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
	a Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
	b Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
	c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (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		

SIGN HERE Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

▶ [signature] DAVID HUSSEY — Signature of officer or trustee

Date: 11/1/10

▶ President — Title

Paid Preparer's Use Only

Preparer's signature ▶	Sookram Phalgoo CPA SOOKRAM PHALGOO	Date	Check if self-employed ▶ ☐ Preparer's Identifying number (See Signature in the instrs) P00113510
Firm's name (or yours if self-employed), address, and ZIP code ▶	Dingus & Daga Inc. 20600 Chagrin Blvd., Ste. 701 Cleveland, OH 44122	EIN ▶ 34-1266359	Phone no ▶ (216) 561-9200

Statement 1
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1 see attached list
Date Acquired:	Various
How Acquired:	Purchase
Date Sold:	12/31/2009
To Whom Sold:	
Gross Sales Price:	1.
Cost or Other Basis:	1,085,870.
Basis Method:	Cost

Gain (Loss)	-1,085,869.
Total	$ -1,085,869.

Statement 2
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Miscellaneous	$ 5,869.		
Total	$ 5,869.	$ 0.	$ 0.

Statement 3
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
	$ 2,522.			$ 2,522.
Total	$ 2,522.	$ 0.	$ 0.	$ 2,522.

Statement 4
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Professional fees	$ 6,200.	$ 3,100.		$ 3,100.
Total	$ 6,200.	$ 3,100.	$ 0.	$ 3,100.

Statement 5
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
KeyTrust - Inv Management Fees	$ 55,521.	$ 55,521.		
Total	$ 55,521.	$ 55,521.	$ 0.	$ 0.

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative	$ 90,821.			$ 90,821.
Program Services	9,023.			9,023.
State Registration	200.			200.
Total	$ 100,044.	$ 0.	$ 0.	$ 100,044.

Statement 7
Form 990-PF, Part III, Line 3
Other Increases

Unrealized Gain on Investments	$ 2,814,703.
Total	$ 2,814,703.

Statement 8
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
DR. ANN REICHMAN 627 HANNA BUILDING CLEVELAND, OH 44115	Trustee 5.00	$ 0.	$ 0.	$ 0.
FRANK FECSER 627 HANNA BUILDING CLEVELAND, OH 44115	Trustee 0	0.	0.	0.
RICHARD A. PAULSON 627 HANNA BUILDING CLEVELAND, OH 44115	Trustee 0	0.	0.	0.

Statement 8 (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	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
DAVID L. HUSSEY, Ph.D. 627 HANNA BUILDING CLEVELAND, OH 44115-1901	President 5.00	$ 0.	$ 0.	$ 0.
MYRTLE I. MUNTZ 627 HANNA BUILDING CLEVELAND, OH 44115	Secretary/Treas 5.00	0.	0.	0.
DEBORAH PLUMMER 627 HANNA BUILDING CLEVELAND, OH 44115	Trustee 0	0.	0.	0.
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 9
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

Statement 9 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

8. A COPY OF THE MOST RECENT ANNUAL REPORT

Submission Deadlines: NONE
Restrictions on Awards: NONE

Statement 10
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
SEE ATTACHED LIST SEE LIST SEE LIST, OH	NONE	*** 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.	$ 453,200.
			Total	$ 453,200.

Woodruff Foundation
Average Fair Market Value of Investments
December 31, 2009

Month	TRUST ACCOUNT ONLY Beginning FMV	Ending FMV	Monthly Average
January	$ 9,256,780	$ 8,735,912	$ 8,996,346
February	8,735,912	7,993,943	8,364,928
March	7,993,943	8,336,694	8,165,319
April	8,336,694	8,902,813	8,619,754
May	8,902,813	9,354,826	9,128,820
June	9,354,826	9,223,630	9,289,228
July	9,223,630	9,715,441	9,469,536
August	9,715,441	10,023,718	9,869,580
September	10,023,718	10,352,821	10,188,270
October	10,352,821	10,104,363	10,228,592
November	10,104,363	10,389,245	10,246,804
December	10,389,245	10,590,610	10,489,928
TOTAL			113,057,101
Number of months			12
Average monthly FMV - **To PART X, Line 1a**			$ 9,421,425
Less: Assets for charitable use @ 1.5% of assets			(141,321)
Net value of non charitable assets			9,280,116

Woodruff Foundations	
12/31/2009	
Summary of Grants Approved and Paid in 2009:	
02/24 - Free Clinic of Greater Cleveland Pyschiatry Services	$ 25,000
02/24 - Parent to Parent Network Drinking Awareness	24,000
02/24 - Plan of Northeast Ohio Cognitive Enhancements	5,000
02/24 - University Settlement Strive Program	15,000
04/06 - Return of unused grant funds-Cleveland Dept of Behavioral Health Integration	7,100
06/22 - Community Re-Entry Case Services Women's Re-Entry	(1,200)
06/22 - Cleveland Rape Crisis Center Capacity Building	25,000
06/22 - Lutheran Metropolitan Ministry Serv to Adult Care Homes	15,000
06/22 - Center for Families & Children MHAC Operating	22,000
06/22 - Voices for Children Advocacy Children's Mental Health	25,000
06/22 - Youth Opportunities Unlimited Jump 4 Life	10,000
06/22 - Center for Families & Children Access to Mental Health Care	10,000
06/22 - Far West Center Access to Mental Health Care	25,000
06/22 - Mental Health Services Inc Access to Mental Health Care	25,000
06/22 - Recovery Resources Access to Mental Health Care	25,000
10/09 - Asian Services in Action Inc Education Awareness	25,000
10/09 - Beech Brook Assertive Comm Treat	15,000
10/09 - Boys and Girls Clubs of Cleveland Smart Moves	20,000
10/09 - Ideastream Health Coverage	10,000
10/09 - NAMI Greater Cleveland Comm. Educ Prog.	10,000
10/09 - Postive Education Program Reno New Autism Cnt	16,100
10/09 - Suicide Prevention Education Prevention Prog	25,000
10/09 - University Hospitals Psychiatric Care ER Dept	10,000
10/09 - West Side Community House Healthy Bodies/Minds	25,000
10/09 - West Side Ecumenical Ministry Medicaid Billing	5,000
11/03 - Plan of Northeast Ohio (prize winner)	18,200
11/03 - Murtis Taylor - Ruth Addison (prize winner)	10,000
11/03 - Murtis Taylor - Ruth Addison (prize winner)	5,000
Other Grants Paid in 2009	2,000
Total	**$ 453,200**
Note: The Grants above were made to fund the operations of the listed entities.	

Woodruff Foundation
Key Trust Company
Detail of Capital Gains and Losses
For the year end December 31, 2009

Date		Proceeds	Basis	(Loss)
	Sales of equities:			
1/7/09	Exxon Mobil Corp	42,628.97	44,359 39	(1,730 42)
1/9/09	Best Buy Inc	9,266.95	6,753 11	2,513 84
1/9/09	Kohls Corp	11,419 23	8,852.94	2,566.29
1/12/09	Archer Daniels Midland Co	22,597 79	13,563 83	9,033.96
1/12/09	Kohls Corp	12,461 86	9,521 81	2,940 05
1/13/09	Best Buy Inc	20,967 33	15,320 79	5,646.54
1/13/09	Exxon Mobil Corp	39,426 33	41,680.14	(2,253.81)
1/14/09	Royal Caribbean Cruises LTD	8,569.63	7,980.11	589 52
1/14/09	Royal Caribbean Cruises LTD	6,398 72	5,500 48	898 24
1/14/09	Best Buy Inc	5,778.18	4,418 93	1,359 25
1/14/09	Best Buy Inc	5,590 44	4,281 97	1,308 47
1/14/09	Chevron Corp	42,028 41	56,974 61	(14,946 20)
1/14/09	Computer Sciences Corp	17,237 89	14,247 15	2,990 74
1/20/09	Walgreen Co	465 18	462.19	2 99
1/20/09	Walgreen Co	27,876 02	27,476 41	399 61
1/20/09	Walgreen Co	3,261 29	3,064 19	197 10
1/21/09	Walgreen Co	35,714 05	31,589.96	4,124.09
1/21/09	Walgreen Co	2,639 48	2,247 05	392 43
1/23/09	Kohls Corp	11,612 66	8,863 32	2,749 34
1/23/09	Kohls Corp	144.35	110.45	33.90
1/23/09	Manpower Inc	8,418 25	9,553 77	(1,135 52)
1/23/09	Manpower Inc	12,982 85	14,633 60	(1,650 75)
1/23/09	Verizon Communications Inc	20,267 37	24,138.47	(3,871 10)
2/3/09	BHP Billiton Ltd	22,140 95	37,263 74	(15,122 79)
2/3/09	Goldman Sachs Group Inc	6,401 27	13,646 29	(7,245 02)
2/3/09	Hess Corp	20,303 77	17,352 23	2,951 54
2/3/09	Morgan Stanley	5,919 34	9,003 94	(3,084 60)
2/3/09	Time Warner Inc	21,987 33	36,813 50	(14,826 17)
2/6/09	Dow Chemical Co	13,113 41	28,414 04	(15,300 63)
2/6/09	Goldman Sachs Group Inc	8,192 71	18,195.06	(10,002.35)
2/6/09	Morgan Stanley	9,928 63	14,805 46	(4,876 83)
2/9/09	Goldman Sachs Group Inc	4,387 82	6,600 31	(2,212 49)
2/9/09	Morgan Stanley	3,828 97	5,149 99	(1,321 02)
2/9/09	Morgan Stanley	67 47	83 85	(16.38)
2/12/09	McDermott Intl INC	9,769.68	25,150.03	(15,380 35)
2/17/09	McDermott Intl INC	6,224 84	16,276 98	(10,052 14)
2/24/09	Citigroup Inc	11,627 72	119,605 81	(107,978 09)
2/24/09	McDermott Intl INC	2,650.53	7,299.83	(4,649 30)
2/24/09	McDermott Intl INC	2,656 09	7,265 88	(4,609 79)
2/24/09	McDermott Intl INC	16,060 46	35,699 85	(19,639.39)
2/26/09	EMC Corp	23,255 62	21,964 49	1,291 13
2/26/09	General Elec Co	10,735 31	34,985 61	(24,250 30)

Woodruff Foundation
Key Trust Company
Detail of Capital Gains and Losses
For the year end December 31, 2009

Date		Proceeds	Basis	(Loss)
2/26/09	General Elec Co	6,590.93	16,643.22	(10,052 29)
3/2/09	Pride International Inc	9,047 59	9,151 24	(103 65)
3/2/09	Pride International Inc	15,204 99	12,653.53	2,551.46
3/2/09	Trinity Inds Inc	5,751.96	27,666.22	(21,914.26)
3/2/09	Trinity Inds Inc	3,611 55	17,212 72	(13,601 17)
3/2/09	Trinity Inds Inc	2,311.04	11,041 40	(8,730 36)
3/3/09	Trinity Inds Inc	4,882.34	21,762 85	(16,880.51)
3/4/09	Trinity Inds Inc	4,744 16	12,825 76	(8,081 60)
3/6/09	Transocean Inc	17,071 22	37,327.51	(20,256 29)
3/6/09	ABB LTD	4,736 13	10,407 44	(5,671.31)
3/6/09	ABB LTD	11,623 83	25,155 78	(13,531.95)
3/6/09	Aetna Inc	5,274 06	9,271 98	(3,997 92)
3/6/09	Aetna Inc	2,023 01	3,454 27	(1,431.26)
3/6/09	BHP Billiton Ltd	16,347 03	31,777.64	(15,430 61)
3/6/09	Citigroup Inc	1,132 16	14,005 58	(12,873.42)
3/6/09	Citigroup Inc	987.35	10,134.90	(9,147 55)
3/6/09	Deere & Co	3,993 27	9,845.28	(5,852 01)
3/6/09	Deere & Co	12,067 04	24,074 23	(12,007.19)
3/6/09	Deere & Co	270 32	456.89	(186.57)
3/6/09	Freeport-McMoran Copper & Gold	11,639 92	10,496.54	1,143 38
3/6/09	Nokia Corp	16,849 04	46,524 19	(29,675.15)
3/6/09	Unitedhealth Group Inc	8,388.12	10,649 88	(2,261 76)
3/11/09	Invesco LTD	7,655 64	9,928 08	(2,272 44)
3/11/09	Ace LTD	2,180.73	3,294 77	(1,114 04)
3/11/09	Ace LTD	2,522 46	3,820 02	(1,297 56)
3/11/09	Ace LTD	1,599 15	2,435 27	(836 12)
3/11/09	American Express Co	3,118.64	8,179.08	(5,060 44)
3/11/09	American Express Co	4,334 34	11,482 17	(7,147.83)
3/11/09	Ameriprise Financial Inc	4,838.08	13,355 67	(8,517 59)
3/11/09	Ameriprise Financial Inc	1,946 01	5,497.12	(3,551 11)
3/11/09	Ameriprise Financial Inc	882 63	2,430.42	(1,547 79)
3/11/09	Legg Mason Inc	7,093 67	12,678 71	(5,585 04)
3/11/09	Morgan Stanley	7,822 49	12,577 00	(4,754.51)
3/11/09	US Bancorp	7,579.44	28,125.09	(20,545.65)
3/11/09	US Bancorp	108 13	423 63	(315.50)
3/11/09	Wells Fargo Co	7,976 35	24,495.27	(16,518 92)
3/20/09	American Express Co	23,080 83	36,849.42	(13,768.59)
3/20/09	American Express Co	16,107.00	22,774.34	(6,667 34)
3/31/09	Nvidia Corp	3,075 60	2,630 74	444.86
3/31/09	Nvidia Corp	4,648 25	3,868 77	779 48
3/31/09	Nvidia Corp	34,267 25	26,869.47	7,397.78
4/6/09	Johnson & Johnson	16,987 65	19,971.69	(2,984.04)
4/6/09	Medtronic Inc	18,082.65	33,725 79	(15,643 14)

Woodruff Foundation
Key Trust Company
Detail of Capital Gains and Losses
For the year end December 31, 2009

Date		Proceeds	Basis	(Loss)
4/6/09	Pepsico Inc	9,037 67	9,652 65	(614 98)
4/7/09	AT&T Inc	11,090 78	17,331 33	(6,240 55)
4/7/09	Amgen Inc	18,005 19	21,516 79	(3,511.60)
4/7/09	Pepsico Inc	9,273 44	9,652.65	(379.21)
4/13/09	Fortune Brands Inc	10,703 62	14,199 29	(3,495 67)
4/13/09	Fortune Brands Inc	8,381.59	10,558 39	(2,176 80)
4/22/09	Time Warner Inc	7 80	12.23	(4 43)
4/22/09	Time Warner Inc	23 41	38.30	(14.89)
4/23/09	Pepsico Inc	20,264 28	21,312.52	(1,048.24)
4/24/09	Amgen Inc	19,321 58	21,650 22	(2,328 64)
4/24/09	H J Heinz Co	19,518 91	26,670.27	(7,151 36)
4/24/09	Medtronic Inc	4,303.42	7,443.36	(3,139.94)
4/24/09	Medtronic Inc	4,693 76	7,893.17	(3,199 41)
4/24/09	Medtronic Inc	308 65	505 45	(196 80)
4/28/09	Kraft Foods Inc	27,802.78	40,697 75	(12,894.97)
4/30/09	Weatherford International LTD	16,178.43	34,338.08	(18,159 65)
4/30/09	Weatherford International LTD	2,933 70	5,533.69	(2,599.99)
4/30/09	Intel Corp	13,942 98	16,720 11	(2,777.13)
4/30/09	National-Oilwell Varco Inc	11,314.96	21,569 80	(10,254 84)
5/1/09	Eaton Corp	8,858 93	10,441 56	(1,582 63)
5/1/09	Eaton Corp	10,162 42	11,482.85	(1,320.43)
5/4/09	National-Oilwell Varco Inc	41,260.63	61,545 84	(20,285 21)
5/7/09	Cisco Sys Inc	41,506.56	60,019.72	(18,513 16)
5/7/09	H J Heinz Co	2,718 28	3,572.07	(853.79)
5/7/09	H J Heinz Co	3,069 35	4,030 03	(960 68)
5/7/09	H J Heinz Co	2,929 84	3,846 85	(917 01)
5/7/09	Pepsico Inc	8,289.51	8,931 34	(641 83)
5/7/09	Pepsico Inc	294 54	317.09	(22 55)
5/14/09	Amgen Inc	3,158 68	3,362 15	(203.47)
5/14/09	Amgen Inc	25,510 34	27,202.87	(1,692.53)
5/15/09	Fortune Brands Inc	23,601 62	22,532 12	1,069.50
5/15/09	Fortune Brands Inc	266 33	241 87	24 46
5/18/09	Archer Daniels Midland Co	32,727 92	36,980 46	(4,252 54)
5/18/09	Archer Daniels Midland Co	22,920 36	17,328 97	5,591 39
5/18/09	Pepsico Inc	19,827 17	21,139 28	(1,312 11)
5/19/09	Weatherford International LTD	20,789 17	33,642.95	(12,853 78)
5/19/09	Transocean Inc	21,279.17	34,533.21	(13,254.04)
5/19/09	Halliburton Co	20,711 85	22,091 08	(1,379 23)
5/19/09	Halliburton Co	346 55	260 80	85.75
5/19/09	Smith Intl Inc	8,878 51	8,733.36	145 15
5/21/09	Johnson Controls Inc	6,599 53	6,155.41	444.12
5/28/09	Boeing Co	31,253 66	37,945 09	(6,691.43)
5/28/09	Schlumberger LTD	11,817.46	9,751 39	2,066.07

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Date		Proceeds	Basis	(Loss)
6/4/09	AT&T Inc	32,870 43	53,859 76	(20,989 33)
6/4/09	AT&T Inc	593 74	962.96	(369 22)
6/4/09	CVS/Caremark Corp	11,419 47	10,426 98	992 49
6/4/09	Cisco Sys Inc	16,453 37	23,992.60	(7,539 23)
6/4/09	Merck & Co Inc	10,272 15	13,718 92	(3,446.77)
6/4/09	Time Warner Inc	18,521 81	25,848 97	(7,327 16)
6/8/09	Austın Cap Balanced Offshore	149,937 17	171,975.97	(22,038 80)
6/8/09	Intel Corp	18,692.71	21,829 03	(3,136.32)
6/9/09	Intel Corp	8,776.89	10,217 85	(1,440.96)
6/9/09	Nokıa Corp	9,483 38	15,887 11	(6,403 73)
6/10/09	AT&T Inc	47,322 98	70,246.52	(22,923 54)
6/10/09	Parker Hannıfın Corp	8,380 11	11,371 80	(2,991 69)
6/19/09	Parker Hannıfin Corp	23,962 33	35,050.65	(11,088 32)
6/22/09	Parker Hannıfın Corp	8,676 50	12,699 42	(4,022.92)
7/6/09	Freeport-McMoran Copper & Gold	16,273 60	7,117.76	9,155 84
7/9/09	BP PLC	73,056.84	70,191 03	2,865 81
7/14/09	ABB LTD	10,535 77	16,536 29	(6,000.52)
7/14/09	ABB LTD	503.12	784 41	(281 29)
7/21/09	ABB LTD	14,123 48	20,221.86	(6,098.38)
7/21/09	ABB LTD	33,369.84	29,812 86	3,556.98
7/21/09	ABB LTD	1,583 26	1,256.01	327 25
7/22/09	Kellogg Co	707.22	573 35	133 87
7/22/09	Kellogg Co	21,667 56	17,582.58	4,084.98
7/24/09	CVS/Caremark Corp	23,120 13	18,984.04	4,136 09
7/24/09	Sunpower Corp	29,855 73	32,112 87	(2,257 14)
7/24/09	Sunpower Corp	1,070.07	1,075 59	(5 52)
7/24/09	Sunpower Corp	5,347 71	5,354 05	(6.34)
7/28/09	Ebay Inc	14,965.55	11,413 75	3,551 80
8/6/09	Aır Products & Chemıcals Inc	24,101 56	20,981.33	3,120 23
8/6/09	Aır Products & Chemıcals Inc	374 99	320 13	54 86
8/7/09	Mıcrosoft Corp	24,735 47	25,599.69	(864.22)
8/7/09	Nokıa Corp	11,732.14	22,156.05	(10,423 91)
8/11/09	Ebay Inc	10,380 91	6,610.07	3,770.84
8/11/09	Ebay Inc	9,781 21	5,569 89	4,211 32
8/12/09	Smith Intl Inc	21,433 74	19,417 60	2,016 14
8/12/09	Smith Intl Inc	11,535 27	9,751.14	1,784 13
8/12/09	Smith Intl Inc	4,868 21	4,035 43	832 78
8/13/09	Goldman Sachs Group Inc	40,511 46	32,518.13	7,993 33
8/17/09	H J Heınz Co	26,804 27	31,489.14	(4,684 87)
8/18/09	Cısco Sys Inc	26,814.69	33,990.66	(7,175 97)
8/18/09	Intel Corp	27,336 73	26,937.96	398 77
8/18/09	Austin Cap Balanced Offshore	288,811 33	317,221.40	(28,410.07)
8/19/09	Johnson Controls Inc	21,418.43	17,556 32	3,862 11

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Date		Proceeds	Basis	(Loss)
8/19/09	Nokia Corp	25,491 66	44,704 26	(19,212 60)
8/20/09	Tyco International LTD	4,664.43	4,268 19	396.24
8/20/09	Tyco International LTD	19,086.55	17,468 53	1,618.02
8/20/09	Tyco International LTD	392 58	355.10	37 48
8/21/09	Air Products & Chemicals Inc	28,192 79	20,986.74	7,206 05
8/21/09	Air Products & Chemicals Inc	1,175.92	861.14	314.78
8/24/09	Air Products & Chemicals Inc	10,929 09	7,954 65	2,974 44
8/24/09	Air Products & Chemicals Inc	17,502.51	12,345 32	5,157 19
8/24/09	Air Products & Chemicals Inc	1,270 65	881.92	388.73
8/24/09	McDonalds Corp	36,126 07	36,149 82	(23.75)
8/24/09	Microsoft Corp	14,778 43	12,578.50	2,199 93
8/25/09	Nokia Corp	3,646 21	5,278 43	(1,632.22)
8/25/09	Nokia Corp	15,861 25	18,551 24	(2,689 99)
8/26/09	Invesco LTD	12,137 68	11,976.12	161.56
8/26/09	Ace LTD	10,109.74	9,550.06	559.68
8/26/09	Weatherford International LTD	8,327 78	9,897 12	(1,569 34)
8/26/09	Tyco International LTD	9,611 75	8,175.47	1,436 28
8/26/09	AT&T Inc	10,412 73	11,593 20	(1,180.47)
8/26/09	Aetna Inc	8,870 77	10,459.65	(1,588.88)
8/26/09	Alcoa	6,279 83	5,577.45	702 38
8/26/09	Ameriprise Financial Inc	8,918 77	11,557 35	(2,638.58)
8/26/09	Anadarko Pete Corp	5,382 86	4,345.30	1,037 56
8/26/09	Apache Corp	17,797 54	19,589 48	(1,791.94)
8/26/09	Applied Materials Inc	5,487 85	5,530 00	(42 15)
8/26/09	Bank of America Corp	14,008 11	34,390.41	(20,382 30)
8/26/09	Barrick Gold Corp	10,418 73	11,332.11	(913.38)
8/26/09	BHP Billiton Ltd	12,695 67	11,922 64	773.03
8/26/09	Boeing Co	9,192 76	9,509 74	(316 98)
8/26/09	CVS/Caremark Corp	14,283 63	10,509 35	3,774 28
8/26/09	Chevron Corp	6,983 82	9,875.70	(2,891.88)
8/26/09	Cisco Sys Inc	6,656 82	7,370 58	(713 76)
8/26/09	EMC Corp	18,278 52	15,335.55	2,942 97
8/26/09	Ebay Inc	6,608.83	3,721 53	2,887 30
8/26/09	Exelon Corp	10,259 73	11,098 24	(838 51)
8/26/09	Exxon Mobil Corp	13,985 64	16,174 03	(2,188 39)
8/26/09	Halliburton Co	10,035 74	8,951 85	1,083.89
8/26/09	H J Heinz Co	7,790 79	8,923 24	(1,132 45)
8/26/09	Hewlett Packard Co	8,927 77	6,870 48	2,057 29
8/26/09	Illinois Tool Wks Inc	8,447 78	6,871.02	1,576 76
8/26/09	Intel Corp	13,210.69	12,921 73	288 96
8/26/09	Interpublic Group Cos Inc	7,776 75	6,964.92	811.83
8/26/09	JP Morgan Chase & Co	13,079 66	11,552.06	1,527 60
8/26/09	Johnson & Johnson	18,323.52	18,320 16	3 36

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Date		Proceeds	Basis	(Loss)
8/26/09	Johnson Controls Inc	7,623.79	6,021.45	1,602 34
8/26/09	Kellogg Co	9,463 75	9,285 98	177 77
8/26/09	Legg Mason Inc	11,388 82	10,999 94	388.88
8/26/09	Lilly Eli & Co	13,381.65	20,054.91	(6,673 26)
8/26/09	McDonalds Corp	22,748 47	22,420.15	328.32
8/26/09	McDonalds Corp	1,126 08	1,086.47	39 61
8/26/09	McDonalds Corp	5,626.85	5,432 33	194 52
8/26/09	Merck & Co Inc	19,580 49	21,950.28	(2,369 79)
8/26/09	Microsoft Corp	21,932.43	17,769 40	4,163.03
8/26/09	Micron Technology Inc	11,359.70	9,080.93	2,278 77
8/26/09	Molex Inc	5,465 85	5,608.51	(142.66)
8/26/09	Morgan Stanley	8,882 77	8,415.42	467.35
8/26/09	Newmont Mining Corp	12,251 68	13,543.34	(1,291.66)
8/26/09	News Corp Inc	14,520 62	25,625 43	(11,104 81)
8/26/09	Oracle Corp	8,831.77	7,603.24	1,228.53
8/26/09	Parker Hannifin Corp	9,881 74	12,648 26	(2,766 52)
8/26/09	Pfizer Inc	18,314 52	21,710 23	(3,395 71)
8/26/09	Philip Morris International Inc	14,052.14	14,456 75	(404 61)
8/26/09	Pitney Bowes Inc	6,728 82	6,620.27	108 55
8/26/09	Procter & Gamble Co	54,556 27	61,790 14	(7,233.87)
8/26/09	Public Service Enterprise Group	6,559.83	8,939.84	(2,380.01)
8/26/09	Schlumberger LTD	11,311 70	8,667.90	2,643 80
8/26/09	Suntrust Banks Inc	2,271 94	1,300 00	971 94
8/26/09	Symantec Corp	4,662 87	4,665.25	(2 38)
8/26/09	Target Corp	13,700 64	11,261 52	2,439.12
8/26/09	Time Warner Inc	11,303 70	14,653.15	(3,349 45)
8/26/09	US Bancorp	2,232 94	3,038 09	(805 15)
8/26/09	United Parcel Service Inc	10,724 22	10,765 99	(41 77)
8/26/09	Unitedhealth Group Inc	8,690.77	8,799.48	(108 71)
8/26/09	Verizon Communications Inc	6,279 83	7,152 14	(872 31)
8/26/09	Wells Fargo Co	11,187 71	9,539 35	1,648 36
8/26/09	XTO Energy Inc	8,271 78	8,817 75	(545 97)
8/26/09	Xerox Corp	1,520.32	1,383 28	137 04
8/26/09	Xerox Corp	24,031.29	21,369 16	2,662 13
8/27/09	Tyco International LTD	5,751.03	4,848 58	902.45
8/27/09	Tyco International LTD	4,453 21	3,759 01	694.20
8/27/09	Tyco International LTD	290 57	245.15	45.42
8/28/09	Tyco International LTD	6,497 25	5,518 92	978 33
8/28/09	Tyco International LTD	2,305 89	1,956 97	348.92
8/31/09	Goldman Sachs Group Inc	16,393 40	12,677.67	3,715 73
8/31/09	Goldman Sachs Group Inc	165 63	128.06	37.57
9/1/09	BHP Billiton Ltd	9,290 70	7,027 55	2,263 15
9/1/09	Freeport-McMoran Copper & Gold	7,709 58	2,693 80	5,015 78

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Date		Proceeds	Basis	(Loss)
9/1/09	Freeport-McMoran Copper & Gold	128.04	43 80	84.24
9/1/09	JP Morgan Chase & Co	9,611 24	8,144 49	1,466.75
9/2/09	CVS/Caremark Corp	11,942.47	8,536.94	3,405.53
9/2/09	Goldman Sachs Group Inc	36,903.15	22,342.38	14,560 77
9/2/09	JP Morgan Chase & Co	10,785 50	8,874.77	1,910.73
9/4/09	JP Morgan Chase & Co	16,090 17	13,441 42	2,648 75
9/4/09	JP Morgan Chase & Co	800 99	648 82	152 17
9/14/09	Illinois Tool Wks Inc	6,374.91	4,141.35	2,233 56
9/14/09	Illinois Tool Wks Inc	3,276.13	2,127 40	1,148 73
9/14/09	Illinois Tool Wks Inc	175 16	113.46	61.70
9/15/09	Illinois Tool Wks Inc	12,133 83	7,885.59	4,248 24
9/15/09	Illinois Tool Wks Inc	437 49	283 65	153 84
9/15/09	Illinois Tool Wks Inc	3,793 15	2,386.11	1,407 04
9/15/09	Micron Technology Inc	2,845.00	1,918 23	926 77
9/15/09	Micron Technology Inc	2,917 86	1,966 59	951.27
9/15/09	Suntrust Banks Inc	16 10	10 75	5 35
9/16/09	EMC Corp	7,629 42	5,594 31	2,035.11
9/16/09	Hewlett Packard Co	1,022 54	755 75	266 79
9/16/09	Hewlett Packard Co	35,303 78	25,979 22	9,324 56
9/16/09	Hewlett Packard Co	8,914 68	6,518 98	2,395 70
9/18/09	Illinois Tool Wks Inc	6,539.35	4,009.77	2,529 58
9/22/09	Lilly Eli & Co	6,775 56	10,353 75	(3,578.19)
9/22/09	Lilly Eli & Co	7,721 77	11,694 70	(3,972 93)
9/22/09	Lilly Eli & Co	229.24	346 88	(117.64)
9/22/09	Target Corp	243 49	187.69	55 80
9/22/09	Target Corp	21,682 47	16,515.87	5,166 60
9/23/09	Micron Technology Inc	12,827.03	8,385.49	4,441 54
9/23/09	Micron Technology Inc	10,612 84	6,886 54	3,726 30
9/24/09	BHP Billiton Ltd	22,819.76	14,661 70	8,158.06
9/24/09	CVS/Caremark Corp	12,273 38	8,983.48	3,289.90
9/24/09	CVS/Caremark Corp	287 02	210 14	76 88
9/24/09	EMC Corp	17,370 80	12,687.22	4,683.58
9/24/09	EMC Corp	6,037.57	4,396 18	1,641 39
9/24/09	News Corp Inc	21,738 58	35,331 88	(13,593.30)
9/29/09	Anadarko Pete Corp	16,917.67	11,791.29	5,126 38
9/29/09	Anadarko Pete Corp	61 68	42 68	19.00
9/29/09	Anadarko Pete Corp	9,088 11	6,204 86	2,883 25
9/29/09	Anadarko Pete Corp	12,125 52	7,723 70	4,401.82
9/29/09	Anadarko Pete Corp	431 82	272 79	159 03
9/29/09	Union Pacific Corp	10,935 45	10,903.34	32.11
9/29/09	Union Pacific Corp	11,467.92	11,392.55	75 37
9/29/09	Union Pacific Corp	240 97	239.01	1.96
10/5/09	EMC Corp	11,419 63	8,219 52	3,200 11

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Date		Proceeds	Basis	(Loss)
10/6/09	Ameriprise Financial Inc	17,630 07	15,240.42	2,389.65
10/21/09	Johnson & Johnson	9,371 83	9,465 42	(93 59)
10/21/09	Johnson & Johnson	4,236 31	4,271.01	(34 70)
10/28/09	EMC Corp	23,365.87	15,935.31	7,430.56
10/28/09	Microsoft Corp	36,464 19	17,159.57	19,304.62
10/29/09	Boeing Co	3,680.95	3,369 49	311 46
10/29/09	Dell Inc	16,627 35	15,751 92	875.43
10/29/09	Intel Corp	9,948.64	9,196 95	751 69
10/29/09	Molex Inc	324 98	286.03	38 95
10/29/09	Molex Inc	2,260 55	2,021 29	239.26
10/29/09	Molex Inc	2,765.84	2,459 88	305.96
11/4/09	AT&T Inc	5,420.32	5,534 72	(114 40)
11/4/09	AT&T Inc	13,267 10	13,661 77	(394 67)
11/4/09	Ebay Inc	11,854 67	6,509.69	5,344.98
11/6/09	CVS/Caremark Corp	8,705.35	6,456 82	2,248.53
11/6/09	CVS/Caremark Corp	141 60	104 92	36 68
11/6/09	Target Corp	9,810 85	7,292.00	2,518 85
11/9/09	Tyco International LTD	10,167.76	8,154 03	2,013 73
11/9/09	AT&T Inc	9,619.51	9,871.06	(251 55)
11/9/09	Intel Corp	7,448 13	7,357.56	90 57
11/9/09	Lilly Eli & Co	6,826.82	9,910.76	(3,083.94)
11/9/09	Lilly Eli & Co	2,425 77	3,518.32	(1,092.55)
11/9/09	Lilly Eli & Co	136 80	198 21	(61 41)
11/9/09	Molex Inc	7,126.35	7,019 41	106.94
11/9/09	Oracle Corp	4,717 95	4,276.82	441 13
11/12/09	CVS/Caremark Corp	47,045 19	41,516 52	5,528.67
11/13/09	Pitney Bowes Inc	30,114 98	26,469 60	3,645 38
11/16/09	Boeing Co	49,085.01	42,215 02	6,869.99
11/16/09	Boeing Co	1,775.12	1,481.59	293 53
11/16/09	Philip Morris International Inc	10,865 23	10,470 50	394.73
11/16/09	Philip Morris International Inc	348 38	336 21	12.17
11/16/09	Pitney Bowes Inc	13,473 83	11,824 89	1,648.94
11/16/09	Austin Cap Balanced Offshore	93,729.91	98,627.17	(4,897.26)
11/20/09	Illinois Tool Wks Inc	14,588 75	7,725 49	6,863 26
11/20/09	Illinois Tool Wks Inc	4,844 52	2,566 25	2,278 27
11/20/09	Illinois Tool Wks Inc	756.94	400 98	355 96
11/23/09	Anadarko Pete Corp	22,086.50	13,211 11	8,875 39
11/23/09	Eaton Corp	27,093 18	21,234 14	5,859.04
11/24/09	Noble Corp	36,094.12	30,345.17	5,748 95
11/25/09	Noble Corp	10,191 75	7,244 95	2,946 80
12/4/09	Dell Inc	11,637.90	12,174.75	(536 85)
12/4/09	Dell Inc	138 40	144.50	(6 10)
12/4/09	Exelon Corp	7,320.55	7,922.76	(602 21)

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Date		Proceeds	Basis	(Loss)
12/4/09	Lowes Cos Inc	15,767.57	14,789.96	977.61
12/4/09	Lowes Cos Inc	515 88	483.46	32 42
12/4/09	Philip Morris International Inc	11,967 20	11,637 65	329 55
12/4/09	Philip Morris International Inc	344.53	335 01	9.52
12/11/09	Deere & Co	4,904.27	4,520 54	383.73
12/11/09	Deere & Co	13,200.78	12,200.61	1,000 17
12/11/09	Deere & Co	316 73	291 65	25.08
12/11/09	Goldcorp Inc	17,055 75	15,560 81	1,494.94
12/11/09	Kinross Gold Corp	11,125 50	10,746.92	378 58
12/11/09	Medtronic Inc	19,125 14	20,581.15	(1,456.01)
12/11/09	Newmont Mining Corp	11,152.57	9,758 23	1,394.34
12/11/09	Newmont Mining Corp	3,937 89	3,330 54	607 35
12/11/09	Newmont Mining Corp	152 17	128 89	23 28
12/11/09	Time Warner Inc	10,500.47	12,289 61	(1,789.14)
12/11/09	Time Warner Inc	4,031 18	4,713 42	(682 24)
12/21/09	Dominion Resources Inc	23,521.25	20,850.31	2,670 94
12/21/09	Ebay Inc	4,821 82	2,575 59	2,246 23
12/21/09	Ebay Inc	4,855 47	2,559.09	2,296 38
12/23/09	Dominion Resources Inc	25,772 89	22,818.45	2,954 44
12/23/09	Dominion Resources Inc	624 94	552 65	72 29
12/23/09	Merck & Co Inc	5,430.31	5,304 65	125 66
12/23/09	Merck & Co Inc	299 67	292 67	7 00
12/23/09	Merck & Co Inc	13,951 61	13,609.17	342 44
12/23/09	Time Warner Inc	10,542 83	11,847 93	(1,305 10)
12/23/09	Time Warner Inc	14,419 63	15,278.14	(858 51)
12/23/09	Time Warner Inc	9,615 66	8,959 71	655 95
12/23/09	Time Warner Inc	4,796 11	4,130 47	665.64
12/23/09	Time Warner Inc	4,835 44	4,039.27	796 17
12/23/09	Time Warner Inc	14,389.85	10,824 83	3,565.02
12/24/09	XTO Energy Inc	25,749 62	23,889 52	1,860.10
12/28/09	AOL Inc	12.58	14.11	(1 53)
12/29/09	AOL Inc	4,261 66	3,887 73	373 93
12/29/09	Goldcorp Inc	22,128 35	18,458 16	3,670.19
12/29/09	Molex Inc	23,244.03	18,072 57	5,171.46
12/29/09	Southern Co	20,124 99	19,369 08	755 91
12/29/09	Southern Co	13,944 69	13,442.44	502 25
12/29/09	US Bancorp	17,864 42	20,961.68	(3,097.26)
12/29/09	XTO Energy Inc	49,292.87	43,612.77	5,680 10
12/30/09	Molex Inc	16,589.45	12,449 09	4,140 36

Distributions from funds:

01/02/09	Charitable Income Fund			19,325 75
01/02/09	Charitable Income Fund			(1,127.28)

Woodruff Foundation
Key Trust Company
Detail of Capital Gains and Losses
For the year end December 31, 2009

Date		Proceeds		Basis		(Loss)
01/02/09	Charitable Int'l Equity Fund					(20,745 31)
01/02/09	Charitable Int'l Equity Fund					(276,971 14)
01/02/09	Charitable Mid Cap Fund					(31,093.06)
01/02/09	Charitable Mid Cap Fund					(7,441 52)
01/02/09	Charitable Convertible SEC Fund					(1,848.27)
01/02/09	Charitable Convertible SEC Fund					(2,589.68)
01/15/09	Charitable Convertible SEC Fund					253.19
02/02/09	Charitable Income Fund					197.70
02/02/09	Charitable Income Fund					(440 59)
02/02/09	Charitable Int'l Equity Fund					(6,268.72)
02/02/09	Charitable Int'l Equity Fund					(2,856.28)
02/02/09	Charitable Mid Cap Fund					(17,311.63)
02/02/09	Charitable Mid Cap Fund					(8,621 47)
02/02/09	Charitable Convertible SEC Fund					(2.39)
02/02/09	Charitable Convertible SEC Fund					(130 97)
03/02/09	Charitable Income Fund					(6,034 11)
03/02/09	Charitable Income Fund					(1,128.29)
03/02/09	Charitable Int'l Equity Fund					(8,153 86)
03/02/09	Charitable Int'l Equity Fund					(4,355 69)
03/02/09	Charitable Mid Cap Fund					(11,215.93)
03/02/09	Charitable Mid Cap Fund					(2,330 32)
03/02/09	Charitable Convertible SEC Fund					(11,033 18)
03/02/09	Charitable Convertible SEC Fund					(4,674 58)
04/01/09	Charitable Income Fund					(4,573 20)
04/01/09	Charitable Income Fund					(1,190 47)
04/01/09	Charitable Int'l Equity Fund					(7,912 51)
04/01/09	Charitable Int'l Equity Fund					(3,706 16)
04/01/09	Charitable Mid Cap Fund					(10,526 34)
04/01/09	Charitable Mid Cap Fund					(3,039.81)
04/01/09	Charitable Convertible SEC Fund					(725 46)
04/01/09	Charitable Convertible SEC Fund					(862 76)
05/01/09	Charitable Income Fund					3,712 87
05/01/09	Charitable Income Fund					(2,202.10)
05/01/09	Charitable Int'l Equity Fund					(12,660 17)
05/01/09	Charitable Int'l Equity Fund					(7,960 93)
05/01/09	Charitable Mid Cap Fund					(6,701 66)
05/01/09	Charitable Mid Cap Fund					(2,597.37)
05/01/09	Charitable Convertible SEC Fund					320.15
05/01/09	Charitable Convertible SEC Fund					(756 77)
06/01/09	Charitable Income Fund					3,462 10
06/01/09	Charitable Income Fund					1,199 52
06/01/09	Charitable Int'l Equity Fund					(798 25)
06/01/09	Charitable Int'l Equity Fund					(10,270.31)

Woodruff Foundation
Key Trust Company
Detail of Capital Gains and Losses
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Date		Proceeds		Basis		(Loss)
06/01/09	Charitable Mid Cap Fund					2,235.94
06/01/09	Charitable Mid Cap Fund					(928.30)
06/01/09	Charitable Convertible SEC Fund					(971 83)
06/01/09	Charitable Convertible SEC Fund					(5,652 91)
07/01/09	Charitable Income Fund					8,325 67
07/01/09	Charitable Income Fund					(158.87)
07/01/09	Charitable Int'l Equity Fund					7,022.43
07/01/09	Charitable Int'l Equity Fund					(1,892 63)
07/01/09	Charitable Mid Cap Fund					3,615 76
07/01/09	Charitable Mid Cap Fund					(1,459 21)
07/01/09	Charitable Convertible SEC Fund					277 59
07/01/09	Charitable Convertible SEC Fund					(8,499.15)
07/10/09	Charitable Convertible SEC Fund					302 53
07/10/09	Charitable Convertible SEC Fund					265 74
07/10/09	Charitable Convertible SEC Fund					294 53
07/10/09	Charitable Convertible SEC Fund					289.98
07/10/09	Charitable Convertible SEC Fund					303 62
08/03/09	Charitable Income Fund					9,332.43
08/03/09	Charitable Income Fund					(77.92)
08/03/09	Charitable Int'l Equity Fund					3,009.49
08/03/09	Charitable Int'l Equity Fund					(2,103 93)
08/03/09	Charitable Mid Cap Fund					5,371 49
08/03/09	Charitable Mid Cap Fund					(653 42)
08/03/09	Charitable Convertible SEC Fund					2,254.34
08/03/09	Charitable Convertible SEC Fund					(303.22)
08/31/09	Charitable Convertible SEC Fund					341.92
08/31/09	Charitable Convertible SEC Fund					335 43
09/01/09	Charitable Income Fund					19,649 26
09/01/09	Charitable Int'l Equity Fund					5,647.60
09/01/09	Charitable Int'l Equity Fund					(3,552 88)
09/01/09	Charitable Mid Cap Fund					3,916 98
09/01/09	Charitable Mid Cap Fund					(3,653 70)
09/01/09	Charitable Convertible SEC Fund					7,365.85
09/01/09	Charitable Convertible SEC Fund					(1,271 15)
09/01/09	Charitable Small Cap Fund					115 19
10/01/09	Charitable Income Fund					9,077 24
10/01/09	Charitable Income Fund					(4,285 49)
10/01/09	Charitable Int'l Equity Fund					9,096 96
10/01/09	Charitable Int'l Equity Fund					(951 05)
10/01/09	Charitable Mid Cap Fund					6,355.75
10/01/09	Charitable Mid Cap Fund					(1,093 97)
10/01/09	Charitable Convertible SEC Fund					6,432.68
10/01/09	Charitable Convertible SEC Fund					(56 85)

Woodruff Foundation
Key Trust Company
Detail of Capital Gains and Losses
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Date		Proceeds	Basis	(Loss)
10/01/09	Charitable Small Cap Fund			3,413 45
10/01/09	Charitable Small Cap Fund			759 09
10/30/09	Charitable Convertible SEC Fund			335 43
10/30/09	Charitable Convertible SEC Fund			331 10
11/02/09	Charitable Income Fund			10,472 27
11/02/09	Charitable Income Fund			(56,830 36)
11/02/09	Charitable Int'l Equity Fund			5,694 27
11/02/09	Charitable Int'l Equity Fund			839 03
11/02/09	Charitable Mid Cap Fund			7,609 28
11/02/09	Charitable Mid Cap Fund			465 59
11/02/09	Charitable Convertible SEC Fund			314 81
11/02/09	Charitable Convertible SEC Fund			(81.79)
11/09/10				333 26
11/02/09	Charitable Small Cap Fund			1,372.27
11/02/09	Charitable Small Cap Fund			118 41
12/01/09	Charitable Income Fund			5,714 09
12/01/09	Charitable Income Fund			(854 04)
12/01/09	Charitable Int'l Equity Fund			1,340.80
12/01/09	Charitable Int'l Equity Fund			6.19
12/01/09	Charitable Mid Cap Fund			4,616 83
12/01/09	Charitable Mid Cap Fund			(1,540 16)
12/01/09	Charitable Convertible SEC Fund			469 50
12/01/09	Charitable Convertible SEC Fund			720.33
12/01/09	Charitable Small Cap Fund			867 77
12/01/09	Charitable Small Cap Fund			(301.54)
12/09/09	Charitable Convertible SEC Fund			325 04
	TOTALS	**5,043,946.10**	**5,715,608.44**	**(1,085,868.76)**