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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

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning , 2009, and ending , 20

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.	Name of foundation WOODS CHARITABLE FUND, INC.		A Employer identification number 47-6032847
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (402) 436-5973
	PO BOX 81309		C If exemption application is pending, check here ☐
	City or town, state, and ZIP code LINCOLN, NE 68501-1309		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 28,954,916.			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ 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 page 11 of 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 (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B.	841.	841.		
	3 Interest on savings and temporary cash investments	269,967.	269,967.		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)	-6,343,263.			
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a 23,358,383.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain			9,173.	
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	30,702.	-1,093.		ATCH 1
	12 Total. Add lines 1 through 11	-6,041,753.	269,715.	9,173.	
	13 Compensation of officers, directors, trustees, etc.	132,163.			132,163.
	14 Other employee salaries and wages	140,656.			140,656.
	15 Pension plans, employee benefits				62,125.
	16a Legal fees (attach schedule)	1,057.			1,057.
	b Accounting fees (attach schedule) ATCH 2	14,189.	3,547.	0.	10,642.
	c Other professional fees (attach schedule) *	67,762.	54,803.		12,959.
	17 Interest ATTACHMENT 4	540.	540.		
	18 Taxes (attach schedule) (see page 14 of the instructions) **	25,804.	2,919.		18,385.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	2,324.			2,324.
	21 Travel, conferences, and meetings	2,392.			2,392.
	22 Printing and publications	3,636.			3,636.
	23 Other expenses (attach schedule) ATCH 6	34,787.			34,787.
	24 Total operating and administrative expenses. Add lines 13 through 23	487,435.	61,809.	0.	421,126.
	25 Contributions, gifts, grants paid	1,438,842.			1,438,842.
	26 Total expenses and disbursements Add lines 24 and 25	1,926,277.	61,809.	0.	1,859,968.
	27 Subtract line 26 from line 12	-7,968,030.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		207,906.		
	c Adjusted net income (if negative, enter -0-)			9,173.	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the Instructions.

* ATCH 3 JSA ** ATCH 5

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		150,594.	197,096.	197,096.
	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 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ * Less allowance for doubtful accounts ▶		5,000. 5,000.	ATCH 7 5,000.	
	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) ATCH 8	32,987,010.	24,983,029.	28,752,820.	
	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)	33,137,604.	25,185,125.	28,954,916.		
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	33,137,604.	25,185,125.		
	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, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see page 17 of the instructions)	33,137,604.	25,185,125.			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	33,137,604.	25,185,125.			

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	33,137,604.
2	Enter amount from Part I, line 27a	2	-7,968,030.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 9	3	15,551.
4	Add lines 1, 2, and 3	4	25,185,125.
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	25,185,125.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-6,343,263.	
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 pages 13 and 17 of 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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	1,837,907.	33,569,453.	0.054749
2007	1,838,915.	41,070,618.	0.044774
2006	2,138,448.	37,751,492.	0.056645
2005	1,679,751.	33,792,254.	0.049708
2004	1,714,330.	31,487,113.	0.054445
2 Total of line 1, column (d)			2 0.260321
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 0.052064
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 25,161,182.
5 Multiply line 4 by line 3			5 1,309,992.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,079.
7 Add lines 5 and 6			7 1,312,071.
8 Enter qualifying distributions from Part XII, line 4			8 1,864,968.

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	2,079.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	2,079.
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	2,079.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	4,500.	
b Exempt foreign organizations-tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	4,500.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,421.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	2,421.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	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		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NE,		
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	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 on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

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 page 20 of the 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 WWW.WOODSCHARITABLE.ORG				
14	The books are in care of PAM BAKER Telephone no (402) 436-5973			
Located at 1440 M STREET LINCOLN, NE ZIP + 4 68501				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A. ☐ 15		

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
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 page 20 of the instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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		
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 page 20 of 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		
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	X
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

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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 page 22 of the 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 page 22 of the 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? ☐ Yes ☐ No **N/A**

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

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 page 22 of the 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
ATTACHMENT 10		132,163.	23,638.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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
JOAN STOLLE LINCOLN, NE	OPERATIONS MANAGER 40.00	63,038.	19,853.	0.
TOM WOODS LINCOLN, NE	PROGRAM OFFICER 35.00	56,963.	13,297.	0.

Total number of other employees paid over \$50,000 ☐ **NONE**

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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 page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 11		54,803.
Total number of others receiving over \$50,000 for professional services		NONE

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 page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 INTEREST FREE LOAN TO HERITAGE FILMS, A 501(C)(3) ORGANIZATION, TO COMPLETE A FEATURE-LENGTH DOCUMENTARY FILM, "A HOME OUT WEST."	5,000.
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	5,000.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	25,355,004.
b	Average of monthly cash balances	1b	186,266.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	3,077.
d	Total (add lines 1a, b, and c)	1d	25,544,347.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	25,544,347.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	383,165.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,161,182.
6	Minimum investment return. Enter 5% of line 5	6	1,258,059.

Part XI Distributable Amount (see page 25 of the 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	1,258,059.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,079.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,079.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,255,980.
4	Recoveries of amounts treated as qualifying distributions	4	9,173.
5	Add lines 3 and 4	5	1,265,153.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,265,153.

Part XII Qualifying Distributions (see page 25 of the 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	1,859,968.
b	Program-related investments - total from Part IX-B	1b	5,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,864,968.
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 page 26 of the instructions)	5	2,079.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,862,889.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,265,153.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07 20 06 20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004 152,552.				
b From 2005 30,689.				
c From 2006 340,056.				
d From 2007				
e From 2008 153,869.				
f Total of lines 3a through e	677,166.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,864,968.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				1,265,153.
e Remaining amount distributed out of corpus	599,815.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,276,981.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	152,552.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,124,429.			
10 Analysis of line 9				
a Excess from 2005 30,689.				
b Excess from 2006 340,056.				
c Excess from 2007				
d Excess from 2008 153,869.				
e Excess from 2009 599,815.				

Form 990-PF (2009)

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 foundation had \$5,000 or more in assets at any time during the year - see page 28 of the 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))

N/A

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.

N/A

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 page 28 of the 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:

ATTACHMENT 12

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

SEE EXHIBIT 4

c Any submission deadlines:

SEE EXHIBIT 4

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

SEE EXHIBIT 4

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 EXHIBIT 2				1,438,842.
Total.			▶ 3a	1,438,842.
b Approved for future payment SEE EXHIBIT 5				503,940.
Total.			▶ 3b	503,940.

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|-------|-----|----|
| 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. | | | |

[illegible]

- 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

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.

If, it is true, correct, and complete. Declaration of preparer (other than

Pamela Baker

5/13/10

Secretary & Exec. Director

Signature of officer or trustee

Date _____

Title

Sign Here

**Paid
Preparer's
Use Only**Preparer's
signature

► Kenneth M. Ima

Date

5/12/10

Check if self-employed ☐

Preparer's identifying
number (See **Signature** on
page 30 of the instructions)
50b-17-139

Firm's name (or yours if self-employed), address, and ZIP code

BKD, LLP
1248 O STREET, STE 1040
LINCOLN, NE

68508-1461

EIN ▶ 44-0160260

Phone no 402-473-7600

Form **990-PF** (2009)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		EXHIBIT 1				P	-6,343,263.	
TOTAL GAIN (LOSS)							<u>-6,343,263.</u>	

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAX REFUND	31,795.	
OTHER INCOME - RUSSELL CORE BOND FUND	2,161.	2,161.
OTHER INCOME - RUSSELL LARGE CAP	-26.	-26.
OTHER INCOME - RUSSELL SMALL CAP	-15.	-15.
OTHER INCOME - RUSSELL QUANTATIVE	-137.	-137.
OTHER INCOME - RUSSELL INTERNATIONAL	-54.	-54.
OTHER INCOME - WILLIAM BLAIR MEZZANINE	-3,022.	-3,022.
TOTALS	<u>30,702.</u>	<u>-1,093.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING	3,214.	803.		2,411.
AUDIT	10,975.	2,744.		8,231.
TOTALS	<u>14,189.</u>	<u>3,547.</u>	<u>0.</u>	<u>10,642.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT ADVISORY FEE	54,803.	54,803.	
CONSULTANTS WEBSITE & GRANTS	12,959.		12,959.
TOTALS	<u>67,762.</u>	<u>54,803.</u>	<u>12,959.</u>

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT INTEREST	540.	540.
TOTALS	540.	540.

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL INCOME TAX	4,500.		
PAYROLL TAXES	18,385.		18,385.
FOREIGN TAXES	2,919.	2,919.	
TOTALS	<u>25,804.</u>	<u>2,919.</u>	<u>18,385.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
MEMBERSHIPS & DUES	10,625.	10,625.
STAFF EXPENSES	1,226.	1,226.
PAMPHLETS/BOOKS/SUBSCRIPTIONS	234.	234.
OFFICE SUPPLIES	16,363.	16,363.
POSTAGE	2,424.	2,424.
INSURANCE	2,785.	2,785.
MISCELLANEOUS	470.	470.
DATA COMMUNICATIONS	660.	660.
TOTALS	<u>34,787.</u>	<u>34,787.</u>

ATTACHMENT 7FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:	HERITAGE FILMS
ORIGINAL AMOUNT:	5,000.
INTEREST RATE:	0.000000
DATE OF NOTE:	05/01/2009
MATURITY DATE:	05/12/2012
REPAYMENT TERMS:	NO INTEREST, \$5,000 TO BE REPAID BY 5/12/2012
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	TO COMPLETE FEATURE-LENGTH DOCUMENTARY FILM
DESCRIPTION AND FMV OF CONSIDERATION:	PROGRAM RELATED INVESTMENT

ENDING BALANCE DUE 5,000.

ENDING FAIR MARKET VALUE 5,000.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 5,000.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 5,000.

WOODS CHARITABLE FUND, INC.

47-6032847

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
OTHER INVESTMENTS	24,983,029.	28,752,820.
TOTALS	<u>24,983,029.</u>	<u>28,752,820.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
BOOK/TAX TIMING DIFFERENCE IN GRANT RECOVERIES	9,173.
BOOK/TAX TIMING DIFFERENCE IN PARTNERSHIP INVESTMENT	6,378.
TOTAL	<u>15,551.</u>

WOODS CHARITABLE FUND, INC.

47-6032847

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
LYNN ROPER PO BOX 81309 LINCOLN, NE 68501-1309	ASSISTANT TREASURER 1.00	2,000.	0.	0.
PAMELA BAKER PO BOX 81309 LINCOLN, NE 68501-1309	EXECUTIVE DIRECTOR 40.00	115,763.	23,638.	0.
MICHAEL TAVLIN PO BOX 81309 LINCOLN, NE 68501-1309	ASSISTANT TREASURER 1.00	2,000.	0.	0.
ANN CHANG-BARNES PO BOX 81309 LINCOLN, NE 68501-1309	VICE PRESIDENT 1.00	3,100.	0.	0.
HANK WOODS PO BOX 81309 LINCOLN, NE 68501-1309	DIRECTOR AND TREASURER 1.00	0.	0.	0.
JOSE SOTO PO BOX 81309 LINCOLN, NE 68501-1309	DIRECTOR 1.00	3,100.	0.	0.

WOODS CHARITABLE FUND, INC.

47-6032847

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
NELLE WOODS JAMISON PO BOX 81309 LINCOLN, NE 68501-1309	DIRECTOR 1.00	3,100.	0.	0.
DONNA WOODS PO BOX 81309 LINCOLN, NE 68501-1309	PRESIDENT 1.00	0.	0.	0.
T.J. MCDOWELL PO BOX 81309 LINCOLN, NE 68501-1309	DIRECTOR 1.00	3,100.	0.	0.
KATHLEEN RUTLEDGE PO BOX 81309 LINCOLN, NE 68501-1309	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		<u>132,163.</u>	<u>23,638.</u>	<u>0.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
RUSSELL INVESTMENT GROUP 909 A STREET TACOMA, WA 98402-5120	INVESTMENT SERVICES	54,803.
TOTAL COMPENSATION		<u>54,803.</u>

WOODS CHARITABLE FUND, INC.

47-6032847

ATTACHMENT 12

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SEE EXHIBIT 3

WOODS CHARITABLE FUND, INC.

47-6032847

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 13

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
FEDERAL EXCISE TAX REFUND			01	31,795.	
OTHER INCOME - RUSSELL CORE BOND FUND			14	2,161.	
OTHER INCOME - RUSSELL LARGE CAP			14	-26.	
OTHER INCOME - RUSSELL SMALL CAP			14	-15.	
OTHER INCOME - RUSSELL QUANTATIVE			14	-137.	
OTHER INCOME - RUSSELL INTERNATIONAL			14	-54.	
OTHER INCOME - WILLIAM BLAIR MEZZANINE			14	-3,022.	
TOTALS				<u>30,702.</u>	

Woods Charitable Fund, Inc.
Summary of Capital Gains & Losses
Form 990-PF Page 1, Line 6a
12/31/2009

	<u>Proceeds</u>	<u>Basis</u>	<u>Gain/Loss</u>
Frank Russell Net Capital Gain	23,358,383	29,706,228	(6,347,845)
William Blair Mezzanine Net Capital Gain			3,400
Book/Tax Differences for Russell Core Bond Fund			(17,129)
Book/Tax Differences for Russell Large Cap U S Equity Fund			(26,759)
Book/Tax Differences for Russell Small Cap U.S Equity Fund			(50,590)
Book/Tax Differences for Russell Quantatige U.S. Equity Fund			27,854
Book/Tax Differences for Russell International Equity Fund			43,852
Litigation Settlement on Securities			<u>23,954</u>
Net Capital Gain to page 1 line 6a			<u><u>(6,343,263)</u></u>

REALIZED GAINS AND LOSSES
WOODS CHARITABLE FUND, INC.

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Composite

For the period January 1, 2009 through December 31, 2009

Accounts Included in Composite		
Account #	Client Name	Account Name
SI3G	WOODS CHARITABLE FUND, INC	INVESTMENT ACCOUNT
SI49	WOODS CHARITABLE FUND, INC	ASF II ACCOUNT

REALIZED GAINS AND LOSSES **WOODS CHARITABLE FUND, INC.**

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Composite

For the period January 1, 2009 through December 31, 2009

Base Currency: USD - US DOLLAR

Fund	Asset ID	Security Name	Lot	Shares/Par	Security Description	Principal Net	Maturity Date	Cost	Rate	Trd Date	Stl Date	Sell Rate
SSB Trade ID									Security Gn/Ls		Curr Gn/Ls	Net Gn/Ls

EQUITY

US DOLLAR

SI3G	782493100	RUSSELL INVT CO	645	16 970	RUSSELL US CORE EQUITY FD CL I					12 May 2009	13 May 2009	1 000000
097SEI01859					Local	336 17	495 36			-159 19		-159 19
					Base	336 17	495 36			-159 19	0 00	-159 19
SI3G	782493100	RUSSELL INVT CO	664	291,100 890	RUSSELL US CORE EQUITY FD CL I					08 Jun 2009	09 Jun 2009	1 000000
097SFG01331					Local	6,008,322.37	8,176,030 10			-2,167,707 73		-2,167,707 73
					Base	6,008,322 37	8,176,030 10			-2,167,707 73	0 00	-2,167,707 73
SI3G	782493100	RUSSELL INVT CO	665	2,248 502	RUSSELL US CORE EQUITY FD CL I					08 Jun 2009	09 Jun 2009	1 000000
097SFG01332					Local	46,409 08	63,152 74			-16,743 66		-16,743 66
					Base	46,409 08	63,152 74			-16,743 66	0 00	-16,743 66
					Local	6,055,067 62	8,239,678 20			-2,184,610 58		-2,184,610 58
					Base	6,055,067 62	8,239,678 20			-2,184,610 58	0 00	-2,184,610 58
					782493100 Total							

SI3G	782493209	RUSSELL INVT CO	624	17.676	RUSSELL US SM+MID CAP FD CL I					04 Feb 2009	05 Feb 2009	1 000000
097SBD01754					Local	226 96	406 43			-179 47		-179 47
					Base	226 96	406 43			-179 47	0 00	-179 47
SI3G	782493209	RUSSELL INVT CO	646	8 897	RUSSELL US SM+MID CAP FD CL I					12 May 2009	13 May 2009	1.000000
097SEI01863					Local	126 16	203 45			-77 29		-77 29
					Base	126 16	203 45			-77 29	0 00	-77 29
SI3G	782493209	RUSSELL INVT CO	666	12,474 857	RUSSELL US SM+MID CAP FD CL I					08 Jun 2009	09 Jun 2009	1 000000
097SFG01335					Local	186,998 11	246,600 87			-59,602 76		-59,602 76
					Base	186,998 11	246,600 87			-59,602 76	0 00	-59,602 76

EXHIBIT 1



REALIZED GAINS AND LOSSES **WOODS CHARITABLE FUND, INC.**

01/21/2010 06:39 PM

Composite

For the period January 1, 2009 through December 31, 2009

Base Currency: USD - US DOLLAR											
Fund	Asset ID	Security Name	Lot	Shares/Par	Security Description	Principal Net	Maturity Date	Rate	Trd Date	Stl Date	Sell Rate
SSB Trade ID							Cost	Security Gn/Ls		Curr Gn/Ls	Net Gn/Ls
SI3G	782493209	RUSSELL INVT CO			RUSSELL US SM+MID CAP FD CL I				08 Jun 2009	09 Jun 2009	1 000000
097SFG01336		667		83,577 598	Local	1,252,828 19	1,652,147 90	-399,319 71			-399,319 71
					Base	1,252,828 19	1,652,147 90	-399,319 71		0 00	-399,319 71
782493209 Total					Local	1,440,179 42	1,899,358 65	-459,179 23			-459,179 23
					Base	1,440,179 42	1,899,358 65	-459,179 23		0 00	-459,179 23
SI3G	782493225	RUSSELL INVT CO			RUSSELL US QUANT EQ FD CL Y				13 May 2009	14 May 2009	1 000000
097SEJ01582		649		30,576 419	Local	626,205 06	796,455 30	-170,250 24			-170,250 24
					Base	626,205 06	796,455 30	-170,250 24		0 00	-170,250 24
SI3G	782493225	RUSSELL INVT CO			RUSSELL US QUANT EQ FD CL Y				13 May 2009	14 May 2009	1 000000
097SEJ01583		650		16,782 830	Local	343,712 36	437,159 56	-93,447 20			-93,447 20
					Base	343,712 36	437,159 56	-93,447 20		0 00	-93,447 20
SI3G	782493225	RUSSELL INVT CO			RUSSELL US QUANT EQ FD CL Y				08 Jun 2009	09 Jun 2009	1 000000
097SFG01324		662		190,791 693	Local	4,164,982 66	4,969,746 59	-804,763 93			-804,763 93
					Base	4,164,982 66	4,969,746 59	-804,763 93		0 00	-804,763 93
782493225 Total					Local	5,134,900 08	6,203,361 45	-1,068,461 37			-1,068,461 37
					Base	5,134,900 08	6,203,361 45	-1,068,461 37		0 00	-1,068,461 37

REALIZED GAINS AND LOSSES **WOODS CHARITABLE FUND, INC.**

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Composite

For the period January 1, 2009 through December 31, 2009

Base Currency: USD - US DOLLAR													
Fund	Asset ID	Security Name	Lot	Shares/Par	Security Description	Principal Net	Maturity Date	Rate	Trd Date	Stl Date	Sell Rate		
SSB Trade ID							Cost	Security Gn/Ls			Net Gn/Ls		
SI3G 782493407 097SBR01671		RUSSELL INVT CO	632	6,470 709	RUSSELL INVT GRADE BD FD CL I	Local 123,202 30 Base 123,202 30	133,542 12 133,542 12	25 Feb 2009 -10,339 82 -10,339 82	26 Feb 2009	0 00	1 000000		
											-10,339 82	-10,339 82	-10,339 82
SI3G 782493407 097SBR01672		RUSSELL INVT CO	633	4,189 932	RUSSELL INVT GRADE BD FD CL I	Local 79,776 31 Base 79,776 31	86,471 58 86,471 58	25 Feb 2009 -6,695 27 -6,695 27	26 Feb 2009	0 00	1 000000		
											-6,695 27	-6,695 27	-6,695 27
SI3G 782493407 097SBR01673		RUSSELL INVT CO	634	945 636	RUSSELL INVT GRADE BD FD CL I	Local 18,004 90 Base 18,004 90	19,515 98 19,515 98	25 Feb 2009 -1,511 08 -1,511 08	26 Feb 2009	0 00	1 000000		
											-1,511 08	-1,511 08	-1,511 08
SI3G 782493407 097SBR01674		RUSSELL INVT CO	635	340 763	RUSSELL INVT GRADE BD FD CL I	Local 6,488 12 Base 6,488 12	7,032 65 7,032 65	25 Feb 2009 -544 53 -544 53	26 Feb 2009	0 00	1 000000		
											-544 53	-544 53	-544 53
SI3G 782493407 097SFG01338		RUSSELL INVT CO	668	6,036 769	RUSSELL INVT GRADE BD FD CL I	Local 117,837 73 Base 117,837 73	123,934 68 123,934 68	08 Jun 2009 -6,096 95 -6,096 95	09 Jun 2009	0 00	1 000000		
											-6,096 95	-6,096 95	-6,096 95
SI3G 782493407 097SFG01339		RUSSELL INVT CO	669	203,514 840	RUSSELL INVT GRADE BD FD CL I	Local 3,972,609 68 Base 3,972,609 68	4,178,153 19 4,178,153 19	08 Jun 2009 -205,543 51 -205,543 51	09 Jun 2009	0 00	1 000000		
											-205,543 51	-205,543 51	-205,543 51
782493407 Total													

REALIZED GAINS AND LOSSES **WOODS CHARITABLE FUND, INC.**

01/21/2010 06:39 PM

Composite

For the period January 1, 2009 through December 31, 2009

Base Currency: USD - US DOLLAR

Fund	Asset ID	Security Name	Lot	Shares/Par	Security Description	Principal Net	Maturity Date	Rate	Trd Date	Stl Date	Sell Rate
SSB Trade ID							Cost	Security Gn/Ls		Curr Gn/Ls	Net Gn/Ls
SI3G 782493605		RUSSELL INVT CO			RUSSELL INTL DEV MKTS FD CL I						
097SEJ01592		658		9,977 440	Local	236,565 10	354,743 10	-118,178 00	13 May 2009	14 May 2009	1 000000
					Base	236,565 10	354,743 10	-118,178 00		0 00	-118,178 00
SI3G 782493605		RUSSELL INVT CO			RUSSELL INTL DEV MKTS FD CL I						
097SFG01341		670		188,046 427	Local	4,806,466 67	6,685,900 55	-1,879,433 88	08 Jun 2009	09 Jun 2009	1 000000
					Base	4,806,466 67	6,685,900 55	-1,879,433 88		0 00	-1,879,433 88
SI3G 782493605		RUSSELL INVT CO			RUSSELL INTL DEV MKTS FD CL I						
097SFG01342		671		4,220 529	Local	107,876 72	150,058 89	-42,182 17	08 Jun 2009	09 Jun 2009	1 000000
					Base	107,876 72	150,058 89	-42,182 17		0 00	-42,182 17
782493605		Total									
					Local	5,152,648 20	7,193,241 74	-2,040,593 54			-2,040,593 54
					Base	5,152,648 20	7,193,241 74	-2,040,593 54		0 00	-2,040,593 54

SI3G 782493746		RUSSELL INVT CO			RUSSELL EMERGING MKTS FD CL S						
097SBR01748		637		196 905	Local	1,699 29	2,980 84	-1,281 55	25 Feb 2009	26 Feb 2009	1 000000
					Base	1,699 29	2,980 84	-1,281 55		0 00	-1,281 55
SI3G 782493746		RUSSELL INVT CO			RUSSELL EMERGING MKTS FD CL S						
097SEI01878		648		132 822	Local	1,678 87	2,010 72	-331 85	12 May 2009	13 May 2009	1 000000
					Base	1,678 87	2,010 72	-331 85		0 00	-331 85
SI3G 782493746		RUSSELL INVT CO			RUSSELL EMERGING MKTS FD CL S						
097SEJ01597		659		7,316 183	Local	90,062 21	110,755 79	-20,693 58	13 May 2009	14 May 2009	1 000000
					Base	90,062 21	110,755 79	-20,693 58		0 00	-20,693 58
SI3G 782493746		RUSSELL INVT CO			RUSSELL EMERGING MKTS FD CL S						
097SEJ01598		660		11,939 531	Local	146,975 63	180,746 18	-33,770 55	13 May 2009	14 May 2009	1 000000
					Base	146,975 63	180,746 18	-33,770 55		0 00	-33,770 55

EXHIBIT 1



REALIZED GAINS AND LOSSES **WOODS CHARITABLE FUND, INC.**

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Composite

For the period January 1, 2009 through December 31, 2009

Base Currency: USD - US DOLLAR											
Fund	Asset ID	Security Name	Lot	Shares/Par	Security Description	Principal Net	Maturity Date	Rate	Trd Date	Stl Date	Sell Rate
SSB Trade ID							Cost	Security Gn/Ls		Curr Gn/Ls	Net Gn/Ls
SI3G 782493746 097SFG01349	RUSSELL INVT CO	672	4,200 217	RUSSELL EMERGING MKTS FD CL S	Local	57,794 99	63,584 84	-5,789 85	08 Jun 2009	09 Jun 2009	1 000000
					Base	57,794 99	63,584 84	-5,789 85	0 00	-5,789 85	
SI3G 782493746 097SHA01870	RUSSELL INVT CO	685	187 206	RUSSELL EMERGING MKTS FD CL S	Local	2,858 63	2,834 01	24 62	31 Jul 2009	03 Aug 2009	1 000000
					Base	2,858 63	2,834 01	24 62	0 00	24 62	
SI3G 782493746 097SKD01336	RUSSELL INVT CO	690	859 963	RUSSELL EMERGING MKTS FD CL S	Local	14,498 98	13,018 52	1,480 46	04 Nov 2009	05 Nov 2009	1 000000
					Base	14,498 98	13,018 52	1,480 46	0 00	1,480 46	
782493746 Total											
					Local	315,568 60	375,930 90	-60,362 30	-60,362 30		-60,362 30
					Base	315,568 60	375,930 90	-60,362 30	-60,362 30	0 00	-60,362 30
SI3G 782493761 097SEI01855	RUSSELL INVT CO	644	25 224	RUSSELL REAL EST SEC FD CL S	Local	545 09	833 74	-288 65	12 May 2009	13 May 2009	1 000000
					Base	545 09	833 74	-288 65	0 00	-288 65	
SI3G 782493761 097SEJ01589	RUSSELL INVT CO	651	1,698 838	RUSSELL REAL EST SEC FD CL S	Local	34,486 42	56,152 17	-21,665 75	13 May 2009	14 May 2009	1 000000
					Base	34,486 42	56,152 17	-21,665 75	0 00	-21,665 75	
SI3G 782493761 097SFG01327	RUSSELL INVT CO	663	3,296 255	RUSSELL REAL EST SEC FD CL S	Local	75,912 75	108,952 05	-33,039 30	08 Jun 2009	09 Jun 2009	1 000000
					Base	75,912 75	108,952 05	-33,039 30	0 00	-33,039 30	
SI3G 782493761 097SKD01329	RUSSELL INVT CO	689	243 900	RUSSELL REAL EST SEC FD CL S	Local	6,517 00	8,035 94	-1,518 94	04 Nov 2009	05 Nov 2009	1 000000
					Base	6,517 00	8,035 94	-1,518 94	0 00	-1,518 94	

REALIZED GAINS AND LOSSES **WOODS CHARITABLE FUND, INC.**

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Composite

For the period January 1, 2009 through December 31, 2009

Base Currency: USD - US DOLLAR											
Fund	Asset ID	Security Name	Lot	Shares/Par	Security Description	Principal Net	Maturity Date	Rate	Trd Date	Stl Date	Sell Rate
SSB Trade ID							Cost	Security Gn/Ls		Curr Gn/Ls	Net Gn/Ls
782493761 Total											
					Local	117,461 26	173,973 90	-56,512 64			-56,512 64
					Base	117,461 26	173,973 90	-56,512 64		0 00	-56,512 64
LARGE CAP US EQUITY FD ACCD											
SI3G 78249Q109		RUSSELL INSTL FDS LLC							04 Nov 2009	05 Nov 2009	1 000000
097SKD01519		691		20 439	Local	166 99	147 37	19 62	19 62		19 62
					Base	166 99	147 37			0 00	19 62
SM CAP US EQUITY FD ACCD INVS											
SI3G 78249Q406		RUSSELL INSTL FDS LLC							31 Jul 2009	03 Aug 2009	1 000000
097SHA02357		686		35 637	Local	275 83	259 08	16 75	16 75		16 75
					Base	275 83	259 08			0 00	16 75
INTL EQUITY FD ACCD INVS											
SI3G 78249Q505		RUSSELL INSTL FDS LLC							31 Jul 2009	03 Aug 2009	1,000000
097SHA02361		687		700 343	Local	5,182 54	4,790 35	392 19	392 19		392 19
					Base	5,182 54	4,790 35			0.00	392 19
INTL EQUITY FD ACCD INVS											
SI3G 78249Q505		RUSSELL INSTL FDS LLC							04 Nov 2009	05 Nov 2009	1,000000
097SKD01520		692		2,009 320	Local	16,175 03	13,743 75	2,431 28	2,431 28		2,431 28
					Base	16,175 03	13,743 75			0.00	2,431 28
78249Q505 Total											
					Local	21,357 57	18,534 10	2,823 47	2,823 47		2,823 47
					Base	21,357 57	18,534 10			0 00	2,823 47
USD CLASS											
SI49 998KWP901		RASF II DESIGNATED INV							02 Jan 2009	04 Feb 2009	1,000000
09HSBB06989		026		229 459	Local	178,514 20	229,459 04	-50,944 84	-50,944 84		-50,944 84
					Base	178,514 20	229,459 04			0 00	-50,944 84
USD CLASS											
SI49 998KWP901		RASF II DESIGNATED INV							01 Apr 2009	05 May 2009	1 000000
09HSEC02300		033		74 731	Local	55,669 21	74,731 01	-19,061 80	-19,061 80		-19,061 80
					Base	55,669 21	74,731 01			0 00	-19,061 80

REALIZED GAINS AND LOSSES **WOODS CHARITABLE FUND, INC.**

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Composite

For the period January 1, 2009 through December 31, 2009

Base Currency: USD - US DOLLAR											
Fund	Asset ID	Security Name	Lot	Shares/Par	Security Description	Principal Net	Maturity Date	Rate	Trd Date	Stl Date	Sell Rate
SSB Trade ID							Cost	Security Gn/Ls		Curr Gn/Ls	Net Gn/Ls
SI49	998KWP901	RASF II DESIGNATED INV			USD CLASS				01 May 2009	09 Jun 2009	1 000000
09HSFF01826		036		185 171	Local	131,578 95	185,171 04	-53,592 09			-53,592 09
					Base	131,578 95	185,171 04	-53,592 09		0 00	-53,592 09
SI49	998KWP901	RASF II DESIGNATED INV			USD CLASS				01 Jul 2009	04 Aug 2009	1 000000
09HSHB01792		040		167 346	Local	119,921 82	167,346 03	-47,424 21			-47,424 21
					Base	119,921 82	167,346 03	-47,424 21		0.00	-47,424 21
SI49	998KWP901	RASF II DESIGNATED INV			USD CLASS				01 Oct 2009	04 Nov 2009	1 000000
09HSKB02322		047		151 909	Local	91,546 62	151,909 03	-60,362 41			-60,362 41
					Base	91,546 62	151,909 03	-60,362 41		0 00	-60,362 41
998KWP901 Total											
					Local	577,230 80	808,616 15	-231,385 35			-231,385 35
					Base	577,230 80	808,616 15	-231,385 35		0 00	-231,385 35
US DOLLAR Total											
				1,096,928 183	Local	23,358,383 35	29,706,228 60	-6,347,845 25			-6,347,845 25
					Base	23,358,383 35	29,706,228 60	-6,347,845 25		0 00	-6,347,845 25
EQUITY Total											
					Base	23,358,383 35	29,706,228 60	-6,347,845 25		0 00	-6,347,845 25

REALIZED GAINS AND LOSSES **WOODS CHARITABLE FUND, INC.**

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Composite

For the period January 1, 2009 through December 31, 2009

Base Currency: USD - US DOLLAR											
Fund	Asset ID	Security Name	Lot	Shares/Par	Security Description	Principal Net	Maturity Date	Rate	Trd Date	Stl Date	Sell Rate
SSB Trade ID							Cost	Security Gn/Ls		Curr Gn/Ls	Net Gn/Ls
COMPOSITE Total											
		Base				23,358,383 35	29,706,228 60	-6,347,845 25		0 00	-6,347,845 25

WOODS CHARITABLE FUND, INC
2009 GRANT/PROGRAM RELATED INVESTMENT PAYMENTS
December 31, 2009

Organization	Date Approved	Amount Approved	Paid in 2009
ARTS AND CULTURE			
The Angels Company	3/23/09	2,200	2,200
Fiatwater Shakespeare Company	6/10/08	30,000	10,000
Friends of Arts Are Basic	6/10/08	40,000	20,000
Friends of Haydon, Inc	3/18/08	29,500	15,000
Friends of Lied	10/1/09	5,000	5,000
Friends of the Haymarket Theatre	3/17/09	6,000	6,000
Friends of the Mary Riepma Ross Film Theatre	11/10/09	7,000	7,000
Lincoln Community Playhouse, Inc	3/17/09	20,000	20,000
Nebraska Art Association	11/10/09	8,000	8,000
Nebraska Center for the Book	9/2/09	1,500	1,500
Nebraska Cultural Endowment	11/10/09	60,000	20,000
TADA Productions, Inc	6/9/09	12,500	12,500
University of Nebraska Foundation	6/10/08	750,000	50,000
UNL-African American and African Studies Program	11/11/08	5,000	5,000
UNL-International Quilt Study Center	6/9/09	50,000	25,000
UNL-Nebraska Repertory Theatre	6/9/09	15,000	15,000
Subtotal			222,200
CIVIC AND COMMUNITY			
Center for Rural Affairs	11/10/09	25,000	25,000
Community CROPS	6/9/09	15,000	15,000
Community Development Resources	3/17/09	20,000	20,000
Community Services Fund of Nebraska	11/10/09	6,000	6,000
Heritage Nebraska	3/17/09	10,000	10,000
Legal Aid of Nebraska	11/10/09	25,000	25,000
Lincoln Housing Charities	11/10/09	20,000	10,000
Lincoln Lancaster County Human Services Federation, Inc	8/31/09	3,500	3,500
The Mediation Center	6/9/09	35,200	17,600
Nebraska Appleseed Center for Law in the Public Interest, Inc	6/12/07	76,168	43,832
State of Nebraska-Nebraska Department of Correctional Services	6/9/09	6,750	6,750
United Way of Lincoln and Lancaster County	3/17/09	5,000	5,000
Updowntowners	3/17/09	15,000	15,000
VolunteerLinc dba Volunteer Partners	11/10/09	30,790	30,790
Subtotal			233,472
EDUCATION			
Bright Lights, Inc	6/9/09	7,500	7,500
Lighthouse	3/17/09	20,000	20,000
Lincoln Literacy Council (English Language Academy)	6/10/08	74,600	30,000
Lincoln Literacy Council (Renewal Support-English Language Academy)	6/9/09	34,000	34,000
Nebraska Wesleyan University	6/9/09	8,500	8,500
Union College	6/9/09	84,510	28,170
YMCA of Lincoln	6/12/07	60,000	20,000
Subtotal			148,170
HUMAN SERVICES			
Arc of Lincoln-Lancaster County	3/17/09	25,000	25,000
Asian Community and Cultural Center	11/10/09	15,000	15,000
Boys and Girls Clubs of Lincoln Lancaster County	1/15/09	5,000	5,000
CASA for Lancaster County	6/9/09	12,500	12,500
Center for People in Need, Inc	1/23/09	1,666	1,666
Center for People in Need, Inc	6/9/09	20,000	20,000
Center for People in Need, Inc	6/13/06	80,000	40,000
CenterPointe, Inc	3/7/07	98,200	12,500
Cultural Centers Coalition	3/18/08	50,000	15,000
Cultural Centers Coalition	3/17/09	30,000	30,000
El Centro de las Amencas	3/17/09	25,000	25,000
Families Inspiring Families	11/10/09	20,000	20,000
Family Service Association of Lincoln	11/10/09	30,000	30,000
Food Bank of Lincoln, Inc	1/23/09	1,666	1,666
Fresh Start, Inc	3/17/09	20,000	20,000
Friendship Home of Lincoln	11/10/09	30,000	15,000
Good Neighbor Community Center, Inc	11/11/08	30,000	10,000
Heartland Big Brothers Big Sisters	3/17/09	10,000	10,000
Houses of Hope of Nebraska, Inc	6/10/08	150,000	75,000
Lincoln Action Program, Inc	3/17/09	90,000	30,000
Lincoln Lancaster County Child Advocacy Center	3/18/08	175,000	60,000
Lutheran Family Services of Nebraska	11/10/09	25,000	25,000
Malone Community Center	1/23/09	1,666	1,666
Matt Talbot Kitchen & Outreach	11/10/09	100,000	50,000
Nebraska Association for the Education of Young Children, Inc	6/9/09	20,000	20,000
Nebraska State Bar Foundation	6/9/09	10,000	10,000
Boys and Girls Clubs of Lincoln Lancaster County	12/10/09	5,000	5,000
Planned Parenthood of Nebraska and Council Bluffs, Inc	11/13/07	150,000	50,000
Region V Systems	6/10/08	5,000	5,000
Seniors Foundation	11/10/09	15,000	15,000
St. Monica's Home	6/9/09	95,000	95,000
UNL-Public Policy Center	11/14/06	60,000	10,000
Voices for Children in Nebraska	3/17/09	60,000	30,000
Voices of Hope Lincoln, Inc	3/17/09	30,000	30,000
Subtotal			820,000
MISCELLANEOUS			
Lincoln City Libraries	6/9/09	10,000	10,000
Lincoln Parks and Recreation Foundation	11/19/09	5,000	5,000
Subtotal			15,000
TOTAL GRANTS PAID, 2009			\$ 1,438,842



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To Apply for a Grant

- FIRST** Please read the Fund's guidelines, procedures and timetable.
- SECOND** Contact the Fund by telephone or by sending a 2-page letter of intent, including a budget, by mail, facsimile or e-mail to determine if it is worth your time and expense to proceed with a full proposal.
- THIRD** If the Fund requests a full proposal, you will be e-mailed a web access link and password to complete our online Lincoln/Lancaster County Grantmakers Common Application Form. A sample of this application is available on our [Forms](#) page. You may download this form for your review or for use as a worksheet. Together with the requested attachments, please submit online an application according to the grant-making [timetable](#).

The staff at Woods Charitable Fund is pleased to consult with applicants at any time during the process to help strengthen their proposals.

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Application Timetable

Submission Dates

March 1 to 15
July 1 to 15
November 1 to 15

Board Meeting

June
November
March

Note: The application must be submitted online before the end of the deadline day or, if the deadline falls on a weekend, the deadline will defer to the following business day.

In cases of extreme emergency, Woods Charitable Fund will consider proposals of \$10,000 or less outside the set timetable.

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What We Do Not Fund

The following areas are not eligible for grant review:

- Capital projects for health care institutions
- Environmental programs
- Funding of endowments
- Fundraising benefits or program advertising
- Individual needs
- Medical and scientific research
- Programs for individual schools
- Recreation programs
- Religious programs
- Residential care and medical clinics
- Scholarships, fellowships
- Sponsorships

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Funding Limitations & Restrictions

While grants are made primarily in Lincoln, Nebraska, the Fund will consider grant applications from other locations in the context of their impact on Lincoln. The Fund makes grants in diverse fields, however, specific areas are not eligible for grant review. Please review the list of [What We Do Not Fund](#).

Funding is provided in four principle ares of interest

- Human Services
- Education
- Civic & Community Life
- Arts & Culture

To learn more, please visit the [Grant Program](#) section of our wesbite.

College and university proposals are reviewed only if they directly involve faculty and/or students in applied projects of benefit and concern to the community.

Requests for support of technology must be from organizations whose emphasis is in the Fund's special interest areas. Requests must define the need for the technology, provide compelling evidence that it is appropriate for the task and is cost-effective. Furthermore, the proposal must demonstrate the technology's impact on the organization's mission.

The Fund will consider requests for:

- Technical assistance for technology planning
- Information/Technology staff
- Computer software
- Technological training
- Fund development using technology
- Marketing using technology

Applicants generally should be organizations described in Section 501(c)(3) of the Internal Revenue Code and have a written ruling from the IRS that they also qualify under Section 509(a)(1), (2) or (3) of the Code (publicly supported organizations and their affiliates). Occasionally the Fund considers proposals from 501(c)(3) organizations that are private, operating foundations. In exceptional cases, the Fund will consider fiscal agent and expenditure responsibility grants.

Woods does not accept applications from organizations: (1) that have had proposals approved or declined in the preceding 12 months; or (2) that are recipients of active, multiyear grants. This policy does not apply when organizations are involved in collaborative proposals.

Proposals not clearly within the Fund's priority areas but not clearly ineligible are screened for funding consideration by the Fund's board members.

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Areas of Interest

[Human Services](#) [Education](#) [Civic & Community](#) [Arts & Culture](#) [Focus Area](#)

The Fund supports a broad range of activities which include, but are not limited to, the Areas of Interest described in this section. We are interested in reviewing plans for pilot projects and innovative programs, as well as sustained growth for organizations whose work coincides with the purposes of the foundation. The foundation funds both direct services and policy programs.

The Fund looks forward to opportunities to review proposals joining partners (academic, community, government, business, public service, faith-based) to explore ways to integrate perspectives and talents toward common goals. We support projects that involve coalition-building, public education and advocacy to affect positive social change and improve opportunities for all citizens.

Please read "[To Apply for a Grant](#)" section before contacting the Fund.

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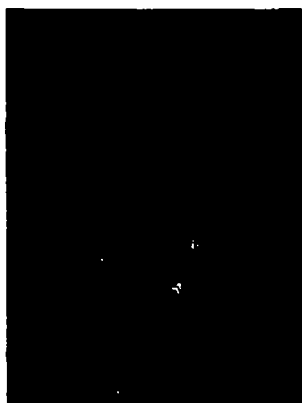
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What You Should Know Before Applying

Woods Charitable Fund only accepts applications from non-profit organizations that have communicated with us and have been asked to complete an application form.

PLEASE DO NOT SEND A FULL PROPOSAL BEFORE CONTACTING THE FUND. Contact the Fund by telephone or by sending a 2-page letter of Intent, including budget information, by mail, facsimile or e-mail. Our staff can then help you decide whether it is worth your time and expense to proceed with a full proposal.



Many excellent proposals cannot be funded because there are absolute limits to the number of proposals the Fund can study thoroughly and support.

If your organization receives a grant, you will be asked to sign a grant agreement form requiring online reports on use of the grant in relation to the original proposal objectives and program results. Selected number of grantees may be asked to participate in a post-grant evaluation to study program accomplishments in more depth.

Please review the [list of considerations](#) the Board of Directors makes when reviewing a grant proposal.

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Lincoln/Lancaster County Grantmakers

Common Application Form

(10/5/2009)

We have developed a Common Application Form to simplify the grant process and help you clarify your proposal. **Because each grantmaker is governed by its own board and maintains its own guidelines, priorities, and deadlines, it is important to contact each for specific requirements before submitting an application.**

Please use a computer or typewriter to prepare this form. **Provide the information in the order requested, and number and restate the headings.** Submit the number of copies required by each grantmaker. Do not put proposals in binders, notebooks or other presentation packages. Please do not send additional materials (articles, brochures letters, etc.) unless they contribute in an important way to our understanding. Call, write, fax or e-mail if you have questions.

Abel Foundation

Ross McCown, Vice President
1815 Y Street
Lincoln, NE 68508
Phone (402) 434-1212 *Fax* (402) 434-1799
rossm@nebcoinc.com

Building Strong Families Fund

Deb Daily, Beatty Brasch
P.O. Box 30542
Lincoln, NE 68503
Phone (402) 476-4364 *Fax* (402) 476-4358
ddaily@buildingstrongfamiliesfoundation.org
bbrasch@buildingstrongfamiliesfoundation.org
www.buildingstrongfamiliesfoundation.org

Cooper Foundation

Art Thompson, President
Victoria Kovar, Program Officer
870 Wells Fargo Center, 1248 O Street
Lincoln, NE 68508
Phone (402) 476-7571 *Fax* (402) 476-2356
art@cooperfoundation.org
victoria@cooperfoundation.org
www.cooperfoundation.org

Duncan Family Trust

Vickie A. Smith
P.O. Box 81887
Lincoln, NE 68501
Phone (402) 479-8103 *Fax* (402) 479-1628
vickie.smith@duncanaviation.com
www.duncanfamilytrust.org

Lincoln Community Foundation, Inc.

Cindy Devoe, Vice President for Community Advancement
215 Centennial Mall South, Rm. 100
Lincoln, NE 68508
Phone (402) 474-2345 *Fax* (402) 476-8532
cindydevoe@lcf.org
www.lcf.org

Foundation for Lincoln Public Schools

Barbara Bartle, Executive Director
5901 O Street
Lincoln, NE 68510
Phone (402) 436-1612 *Fax* (402) 436-1692
bbartle@lps.org
www.FoundationForLPS.org

Woods Charitable Fund, Inc.*

Pam Baker, Executive Director
Tom Woods, Program Officer
Angie Zmarzly, Program Associate
1440 M Street
P.O. Box 81309
Lincoln, NE 68501
Phone (402) 436-5971 *Fax* (402) 436-4128
pbaker@woodscharitable.org
twoods@woodscharitable.org
azmarzly@woodscharitable.org
www.woodscharitable.org

*Woods Charitable Fund uses a web-based system to receive all grant applications. Although its application questions are taken from the Common Application Form, slight changes in wording and formatting exist. Please contact the Fund to access the application system.

Lincoln/Lancaster County Grantmakers

Common Application Form. (10/5/2009)

Follow this format, and number and restate the headings.

Foundation Applied To: _____

Application Date: _____

Organization's Federal Tax I.D. Number: _____

I. ORGANIZATIONAL INFORMATION

Provide the following information in two pages using this format.

A. Organization Name _____
(List fiscal agent for collaborations)

B. Address/9-digit Zip Code _____

C. Website _____

D. Chief Executive Officer _____

D.1. Telephone number _____ D.2. Fax _____

D.3. Email address _____

E. Contact Person and Title _____
(If other than the Chief Executive)

E.1. Telephone number _____ E.2. Fax _____

E.3. Email address _____

F. Purpose of Request

A brief summary of the amount requested and its purpose. Limit it to this space.

(Signature of Chairperson of the Board)

(Signature of the Chief Executive Officer)

Consult individual grantmakers' guidelines and instructions.

Lincoln/Lancaster County Grantmakers
Common Application Form (10/5/2009)
Follow this format, and number and restate the headings.

G. Budget Summary for This Proposal

- | | |
|---|----------|
| 1. Applicant's Funds, if any | \$ _____ |
| 2. Amount of This Request | \$ _____ |
| 3. Amount of Other <i>Confirmed</i> Requests, if any | \$ _____ |
| 4. Amount of Other <i>Pending</i> Requests, if any | \$ _____ |
| 5. Total Income (1 + 2 + 3 + 4 = 5) | \$ _____ |
| 6. Total Expense | \$ _____ |
| 7. Balance: (5 - 6 = 7)
(Explain positive or negative balances under II. B.2.) | \$ _____ |

H. Income & Expense Summaries for the Organization

	Last Fiscal Year Ending ____ / ____ / ____	Budget: Current Fiscal Year Ending ____ / ____ / ____
(1)Income	\$ _____	\$ _____
(2)Expense	\$ _____	\$ _____
(3)Net	\$ _____	\$ _____
(4)Net Assets	\$ _____	

Instructions for completing I.H. above:

	Last Fiscal Year: Use your Audit for:	Current Budget: Use your current budget for:
(1)Income	Total revenues and other support	Income
(2)Expense	<u>Total expenses</u>	<u>Expense</u>
(3)Net	Positive or negative balance	Positive or negative balance
(4)Net Assets	Net assets, end of year If you have no audit, use your IRS Form 990, Part I, lines 12, 17, 18 and 21.	

Consult individual grantmakers' guidelines and instructions.

Lincoln/Lancaster County Grantmakers
Common Application Form (10/5/2009)
Follow this format, and number and restate the headings.

II. PROPOSAL NARRATIVE: 10 Pages Maximum. Clarity and brevity are encouraged.

A. FUNDING REQUEST

1. *Amount Requested*
2. *Objective*.....State the objective(s) and the underlying need, problem or opportunity.
3. *Population Served*...Include as much information as possible, such as numbers served, location, socio-economic status, ethnicity, gender, age, physical ability and language.
4. *Effect*.....State the anticipated effect on the need, problem or opportunity.
5. *Partnerships*.....Discuss partnerships with other agencies, if applicable.
6. *Work Plan*.....Include key dates and actions.
7. *Evaluation Plan*.....State how proposed objective(s), activities and outcome(s) will be evaluated.
8. *Leadership*.....List those who will direct and evaluate the project and their qualifications.
9. *Diversity*.....State the impact of your project on diversity, if applicable.

B. FINANCIAL PLAN

1. *Project Budget*.....List expenses, sources & amounts of income, including this request, and their status (confirmed, pending, anticipated, not yet applied for). Should agree with Item I.G.
2. *Positive or Negative Balance*.....Discuss any balances shown under I.G.7. on page 2 and your plans for raising funds or using a surplus.
3. *Development Plan*...Outline your plan for funding this proposal now and in the future.
4. *Timing*.....State when funding would be needed.

C. BACKGROUND OF THE ORGANIZATION

1. *History & Mission*...A brief description.
2. *Programs*.....Key programs not otherwise included in this application.
3. *Board & Staff*.....Number and composition (ethnicity-gender) of each group.

III. REQUIRED SUPPORTING MATERIAL

A. IRS FORM 990.....For the most recent complete fiscal year. Include Schedule A. (If you do not file with the I.R.S., indicate why.)

B. AUDIT.....For the most recent complete fiscal year. (If your statements are not audited, indicate why and submit your income and expense statement for the most recent complete fiscal year.)

C. OPERATING

BUDGET.....For your current fiscal year and the year for which support is requested, if different (include sources and amounts of income for all years).

D. INCOME/EXPENSE

STATEMENT.....For the current period.

E. BOARD OF

DIRECTORS.....Include addresses, phone numbers and affiliations.

F. IRS EXEMPTION

LETTER.....Provide the most recent letter confirming your agency's tax exempt status.

Please do not include additional materials (articles, brochures, letters, etc.) unless they will contribute in an important way to our understanding of the proposal.

Consult individual grantmakers' guidelines and instructions.

WOODS CHARITABLE FUND, INC.
2009 GRANT/PROGRAM RELATED INVESTMENT PAYMENTS
December 31, 2009

Organization	Date Approved	Payable 2010 & Beyond
ARTS AND CULTURE		
Nebraska Cultural Endowment	11/10/09	40,000
UNL-International Quilt Study Center	6/9/09	25,000
Lux Center for the Arts	11/10/09	15,000
Subtotal		80,000
CIVIC AND COMMUNITY		
Lincoln Housing Charities	11/10/09	10,000
The Mediation Center	6/9/09	17,600
Habitat for Humanity	11/10/09	45,000
Subtotal		72,600
EDUCATION		
Union College	6/9/09	56,340
UNL-NE Center for Research on Children, Youth, Families and Schools	11/10/09	100,000
Subtotal		156,340
HUMAN SERVICES		
Friendship Home of Lincoln	11/10/09	15,000
Lincoln Action Program, Inc.	3/17/09	60,000
Matt Talbot Kitchen & Outreach	11/10/09	50,000
Voices for Children in Nebraska	3/17/09	30,000
Girl Scouts - Spirit of Nebraska	11/10/09	20,000
Lincoln Council on Alcoholism and Drugs	11/10/09	20,000
Subtotal		195,000
TOTAL GRANTS APPROVED, 2009		\$ 503,940