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Return of Private Foundation

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

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Name of foundation WOODHOUSE FAMILY FOUNDATION ATTN: JOHN F WOODHOUSE		A Employer identification number 76-6227681
Number and street (or P O box number if mail is not delivered to street address) 11111 KATY FREEWAY #870	Room/suite	B Telephone number (832) 358-1700
City or town, state, and ZIP code HOUSTON, TX 77079		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,534,435.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,008.	1,008.		Statement 1
4 Dividends and interest from securities		62,423.	62,423.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<161,125.>			
b Gross sales price for all assets on line 6a		1,629,606.			
7 Capital gain net income (from Part IV, line 2)			0.		
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 or (loss)					
11 Other income		7,285.	7,285.		Statement 3
12 Total. Add lines 1 through 11		<90,409.>	70,716.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 4		5,521.	5,521.		0.
c Other professional fees Stmt 5		24,074.	24,074.		0.
17 Interest		68.	68.		0.
18 Taxes Stmt 6		1,075.	1,075.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 7		2,817.	2,817.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		33,555.	33,555.		0.
25 Contributions, gifts, grants paid		229,500.			229,500.
26 Total expenses and disbursements. Add lines 24 and 25		263,055.	33,555.		229,500.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<353,464.>			
b Net investment income (if negative, enter -0-)			37,161.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

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

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing		<1.>	<1.>	
	2 Savings and temporary cash investments	170,056.	100,657.	100,657.	
	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				
	7 Other notes and loans receivable ▶				
	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				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other Stmt 9	4,003,950.	3,706,308.	4,433,779.	
	14 Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	4,174,006.	3,806,964.	4,534,435.	
	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					
22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	4,174,006.	3,806,964.		
	30 Total net assets or fund balances	4,174,006.	3,806,964.		
	31 Total liabilities and net assets/fund balances	4,174,006.	3,806,964.		

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	4,174,006.
2 Enter amount from Part I, line 27a	2	<353,464.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,820,542.
5 Decreases not included in line 2 (itemize) ▶ See Statement 8	5	13,578.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,806,964.

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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			
b See Attached Statements			
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 1,629,606.		1,790,731.	<161,125.>

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			<161,125.>

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	<161,125.>
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). If (loss), enter -0- in Part I, line 8	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

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 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 (col. (b) divided by col. (c))
2009	227,299.	3,589,731.	.063319
2008	214,877.	4,629,968.	.046410
2007	0.	2,460,332.	.000000
2006			
2005			

2 Total of line 1, column (d)	2	.109729
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	.036576
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,044,701.
5 Multiply line 4 by line 3	5	147,939.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	372.
7 Add lines 5 and 6	7	148,311.
8 Enter qualifying distributions from Part XII, line 4	8	229,500.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	372.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	372.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	372.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	439.	
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	439.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	67.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input checked="" type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.	

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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.		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?		
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 instructions) <input checked="" type="checkbox"/> TX		
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? 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

N/A

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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 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 ► JOHN F. WOODHOUSE Telephone no. ► (832) 358-1700			
Located at ► 11111 KATY FREEWAY #870, HOUSTON, TX ZIP+4 ► 77079				
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	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►				X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
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 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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 instructions.) N/A	2b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 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 2010) N/A	3b	
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 2010?	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)?

☐ 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)?

N/A

5b

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

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?

N/A

7b

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.

(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 10		0.	0.	2,800.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

(c) Compensation

0

Expenses

2

3

4

Amount

1	N/A
---	-----

2

All other program-related investments. See instructions.

3

Total. Add lines 1 through 3

0.

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	4,024,435.
b	Average of monthly cash balances	1b	81,860.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,106,295.
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	4,106,295.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,594.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,044,701.
6	Minimum investment return. Enter 5% of line 5	6	202,235.

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	202,235.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	372.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	372.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	201,863.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	201,863.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	201,863.

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	229,500.
b	Program-related investments - total from Part IX-B	1b	0.
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	229,500.
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	5	372.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	229,128.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				201,863.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				28,804.
f Total of lines 3a through e	28,804.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 229,500.				
a Applied to 2009, 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 2010 distributable amount				201,863.
e Remaining amount distributed out of corpus	27,637.			
5 Excess distributions carryover applied to 2010 (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	56,441.			
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 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	56,441.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				28,804.
e Excess from 2010				27,637.

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

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 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).)

JOHN F. WOODHOUSE

- 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:

N/A

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

N/A

- c Any submission deadlines:**

N/A

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

MAKES CONTRIBUTIONS TO PRESELECTED ORGANIZATIONS; NOT ACCEPTING APPLICATIONS

WOODHOUSE FAMILY FOUNDATION

ATTN: JOHN F WOODHOUSE

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year SEE STATEMENT 12				229,500.
Total			▶ 3a	229,500.
b Approved for future payment None				
Total			▶ 3b	0.

Enter gross amounts unless otherwise indicated.

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

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).
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[illegible]

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization WOODHOUSE FAMILY FOUNDATION ATTN: JOHN F WOODHOUSE	Employer identification number 76-6227681
	Number, street, and room or suite no. If a P.O. box, see instructions 11111 KATY FREEWAY #870	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HOUSTON, TX 77079	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JOHN F. WOODHOUSE

- The books are in the care of ► **11111 KATY FREEWAY #870 - HOUSTON, TX 77079**

Telephone No. ► **(832) 358-1700**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2010** or
- ☐ tax year beginning _____, and ending _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	372.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	439.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Paperwork Reduction Act Notice, see Instructions.**

Form **8868** (Rev. 1-2011)

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	APPLE INC - 800 SHARES	P	02/29/08	01/28/10
b	ARTIO INTL EQUITY II - 3897 SHARES	P	04/21/08	03/08/10
c	MERCK & CO - 500 SHARES	P	09/29/10	11/05/10
d	KRAFT FOODS INC - 2000 SHARES	P	09/17/10	11/17/10
e	CROWN CASTLE INTL CORP - 800 SHARES	P	07/23/10	12/01/10
f	DIAMOND OFFSHORE DRILLING INC - 1000 SHARES	P	09/29/10	12/01/10
g	ARCHER-DANIELS-MIDLAND CO - 1200 SHARES	P	11/13/09	04/07/10
h	QUALCOMM - 500 SHARES	P	06/01/09	04/07/10
i	SUNPOWER CORP - 877 SHARES	P	02/29/08	04/07/10
j	ROCHE HOLDINGS LTD - 1920 SHARES	P	02/29/08	04/14/10
k	MARKET VECTORS AGRIBUSINESS - 3000 SHARES	P	01/23/08	04/22/10
l	THERMO ELECTRON CORP - 500 SHARES	P	06/01/09	07/13/10
m	THERMO ELECTRON CORP - 500 SHARES	P	09/22/09	07/13/10
n	PLAINS ALL AMERICAN PIPELINE LP - 1000 SHARES	P	06/01/09	08/18/10
o	NUSTAR ENERGY LP - 1000 SHARES	P	01/04/10	08/24/10

(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 159,914.		101,944.	57,970.
b 45,244.		63,989.	<18,745.>
c 17,938.		18,501.	<563.>
d 60,813.		62,725.	<1,912.>
e 33,514.		31,561.	1,953.
f 65,376.		68,589.	<3,213.>
g 33,861.		39,118.	<5,257.>
h 21,388.		22,189.	<801.>
i 14,915.		54,177.	<39,262.>
j 78,867.		88,347.	<9,480.>
k 131,150.		173,195.	<42,045.>
l 24,655.		21,497.	3,158.
m 24,655.		21,497.	3,158.
n 60,388.		46,004.	14,384.
o 56,769.		55,444.	1,325.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			57,970.
b			<18,745.>
c			<563.>
d			<1,912.>
e			1,953.
f			<3,213.>
g			<5,257.>
h			<801.>
i			<39,262.>
j			<9,480.>
k			<42,045.>
l			3,158.
m			3,158.
n			14,384.
o			1,325.

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).

If (loss), enter "-0-" in Part I, line 8

3

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	COPANO ENERGY LLC - 1000 SHARES	P	12/09/09	09/02/10
b	BAXTER INTERNATIONAL - 1600 SHARES	P	02/29/08	09/09/10
c	US BANCORP - 3200 SHARES	P	02/29/08	09/10/10
d	UNITED TECHNOLOGIES CORP - 1280 SHARES	P	02/29/08	09/10/10
e	SOUTHWESTERN ENERGY CO - 1000 SHARES	P	06/01/09	09/20/10
f	T ROWE PRICE GROUP INC - 2500 SHARES	P	06/01/09	09/29/10
g	MICROSFOT CORP - 3200 SHARES	P	02/09/08	10/04/10
h	MERCK & CO - 1000 SHARES	P	01/04/10	11/05/10
i	EOG RESOURCES INC - 1200 SHARES	P	06/01/09	11/10/10
j	CISCO SYSTEMS - 3200 SHARES	P	02/29/08	11/24/10
k	PLAINS EXPLORATION & PRODUCTION CO - 1000 SHARES	P	01/20/10	12/01/10
l	WILLIAMS COMPANIES - 3200 SHARES	P	02/29/08	12/01/10
m	WESTERN GAS PARTNERS, LP - FLOW-THROUGH CAPITAL L	P		
n	Capital Gains Dividends			
o				

(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 25,516.		18,456.	7,060.
b 68,477.		95,741.	<27,264.>
c 72,055.		102,863.	<30,808.>
d 88,279.		90,663.	<2,384.>
e 31,858.		45,859.	<14,001.>
f 123,818.		121,154.	2,664.
g 76,119.		93,474.	<17,355.>
h 35,877.		37,020.	<1,143.>
i 112,246.		101,802.	10,444.
j 62,161.		75,766.	<13,605.>
k 28,553.		33,229.	<4,676.>
l 75,120.		105,927.	<30,807.>
m <66.>			<66.>
n 146.			146.
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			7,060.
b			<27,264.>
c			<30,808.>
d			<2,384.>
e			<14,001.>
f			2,664.
g			<17,355.>
h			<1,143.>
i			10,444.
j			<13,605.>
k			<4,676.>
l			<30,807.>
m			<66.>
n			146.
o			

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	<161,125.>
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
COPANO ENERGY LLC - PTP	2.
ENTERPRISE PRODUCTS PARTNERS LP - PTP	14.
KINDER MORGAN ENERGY PARTNERS LP - PTP	123.
MERRILL LYNCH #6EV-04005	115.
NUSTAR ENERGY LP - PTP	20.
PLAINS ALL AMERICAN PIPELINE LP - PTP	4.
WESTERN GAS PARTNERS LP - PTP	730.
Total to Form 990-PF, Part I, line 3, Column A	1,008.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
KINDER MORGAN ENERGY PARTNERS LP - PTP	49.	0.	49.
MERRILL LYNCH #6EV-04005	17,595.	0.	17,595.
NUSTAR ENERGY LP - PTP	20.	0.	20.
PLAINS ALL AMERICAN PIPELINE LP - PTP	17.	0.	17.
WILMINGTON TRUST #095692-000	44,888.	146.	44,742.
Total to Fm 990-PF, Part I, ln 4	62,569.	146.	62,423.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
NUSTAR ENERGY LP - PTP	1,698.	1,698.	
PLAINS ALL AMERICAN PIPELINE LP - PTP	5,731.	5,731.	
COPANO ENERGY LLC - PTP	<144.>	<144.>	
Total to Form 990-PF, Part I, line 11	7,285.	7,285.	

Form 990-PF	Accounting Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
TAX PREPARATION	5,521.	5,521.		0.	
To Form 990-PF, Pg 1, ln 16b	5,521.	5,521.		0.	

Form 990-PF	Other Professional Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
BANK SERVICE CHARGES	6,263.	6,263.		0.	
TRUSTEE FEES	17,811.	17,811.		0.	
To Form 990-PF, Pg 1, ln 16c	24,074.	24,074.		0.	

Form 990-PF	Taxes			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FOREIGN TAXES PAID	1,075.	1,075.		0.	
To Form 990-PF, Pg 1, ln 18	1,075.	1,075.		0.	

Form 990-PF	Other Expenses			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
TRAVEL EXPENSES	2,800.	2,800.		0.	
CONTRIBUTIONS FROM PASS-THROUGH ENTITY NUSTAR ENERGY LP - PTP	17.	17.		0.	
To Form 990-PF, Pg 1, ln 23	2,817.	2,817.		0.	

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	8
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Description	Amount
KINDER MORGAN PTP SUSPENDED LOSSES	7,913.
ENTERPRISE PTP SUSPENDED LOSSES	3,543.
WESTERN GAS PTP SUSPENDED LOSSES	2,031.
NONDEDUCTIBLE EXPENSES FROM PASSTHROUGH ENTITY	91.
Total to Form 990-PF, Part III, line 5	13,578.

Form 990-PF	Other Investments	Statement	9
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Description	Valuation Method	Book Value	Fair Market Value
MERRILL LYNCH #6EV-04005	COST	0.	0.
WILMINGTON TRUST #095692-000	COST	3,736,586.	4,464,057.
KINDER MORGAN PTP INVESTMENT ACTIVITY	COST	<19,066.>	<19,066.>
ENTERPRISE PRODUCTS PTP INVESTMENT ACTIVITY	COST	<5,602.>	<5,602.>
WESTERN GAS PTP INVESTMENT ACTIVITY	COST	<5,610.>	<5,610.>
PLAINS ALL-AMERICAN PIPELINE PTP INVESTMENT ACTIVITY	COST	0.	0.
Total to Form 990-PF, Part II, line 13		3,706,308.	4,433,779.

Form 990-PF Part VIII - List of Officers, Directors Statement 10
Trustees and Foundation Managers

Name and Address	Title and Avg Hrs/Wk	Compensation	Employee Ben Plan Contrib	Expense Account
JOHN F. WOODHOUSE 650 RAMBLEWOOD ROAD HOUSTON, TX 770796905	TRUSTEE 1.00	0.	0.	678.
MARILYN M. WOODHOUSE 650 RAMBLEWOOD ROAD HOUSTON, TX 770796905	TRUSTEE 1.00	0.	0.	0.
JOHN C. WOODHOUSE II 654 WEST FOREST HOUSTON, TX 77079	TRUSTEE 1.00	0.	0.	0.
MARJORIE ANN WOODHOUSE PURDY 36W380 MCKAY DRIVE SAINT CHARLES, IL 60175	TRUSTEE 1.00	0.	0.	1,644.
DEBORAH P. WOODHOUSE 654 WEST FOREST HOUSTON, TX 77079	SECRETARY 1.00	0.	0.	478.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	2,800.

FORM 990-PF

TAXES

STATEMENT 12

Recipients Name and Address	Relationship	Foundation Status	Purpose of Grant or Contribution	Amount
Presbyterian Mo Ranch Assembly 2229 FM 1340 Hunt, TX 78024-3037	N/A	Non-Profit	Provide a special place and enriching programs in a Christian environment to enable people to grow in God through Jesus Christ - To Be Used for Capital	100,000
The Bill of Rights Institute 200 N Glebe Road, Suite 200 Arlington, VA 22203	N/A	Non-Profit	Develop instructional material & educational programs on America's Founding documents and principles for high school teachers and students	2,000
Competitive Enterprise Institute 1899 L St NW, 12th Floor Washington, DC 20036	N/A	Non-Profit	Fighting for economic liberty by supporting free enterprise and limited government	6,000
Medical Benevolence Foundation 3100 S Gessner, Suite 210 Houston, TX 77063-3743	N/A	Non-Profit	Supporting healing ministries in more than 100 hospitals and clinics throughout the world.	2,000
Institute for Justice 901 N. Glebe Rd, Suite 900 Arlington, VA 22203	N/A	Non-Profit	Fighting to advance a rule of law under which individuals can control their destinies as free and responsible members of society	2,500
Akilah Institute for Women 109 N Brush Street, Suite 300 Tampa, FL 33602	N/A	Non-Profit	A college for young women in Kigali, Rwanda	1,000
Wesleyan University Wesleyan Station Middletown, CT 06459	N/A	Non-Profit	To assist with financial aid for college students	100,000
Clare Boothe Luce Policy Institute 112 Elden Street, Suite P Herndon, VA 20170	N/A	Non-Profit	To engage, inform, and connect conservatives across the country, with a special focus on young women who will lead & shape the future of our nation	1,500
Intercollegiate Studies Institute 3901 Centerville Rd Wilmington, DE 19807-1938	N/A	Non-Profit	Educational organization whose purpose is to further a better understanding of the values & institutes that sustain a free & humane society	2,000
Washington Legal Foundation 2009 Massachusetts Ave NW Washington, DC 20036	N/A	Non-Profit	Working with government and our legal system to maintain balance in the Courts and help strengthen America's free enterprise system	5,000
Hoover Institute 434 Galvez Mall Stanford University Stanford, CA 94305-6010	N/A	Non-Profit	To support the US Constitution and the Bill of Rights, to minimize the role of federal government & to protect individual freedoms	2,000
The Heartland Institute 19 South LaSalle Street #903 Chicago, IL 60603	N/A	Non-Profit	To discover and promote free-market solutions to social and economic problems	1,500
The Heritage Foundation 214 Massachusetts Ave NE Washington, DC 20002-4999	N/A	Non-Profit	To formulate and promote conservative public policies based on the principles of free enterprise, limited government, individual freedom, traditional American values, and a strong national defense	4,000
Total				229,500