Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
WOODRUFF FOUNDATION
co DINGUS AND DAGA INC

A Employer identification number
23-7425631

Number and street (or P O box number if mail is not delivered to street address) 20600 CHAGRIN BLVD | Room/suite

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

City or town, state or province, country, and ZIP or foreign postal code
SHAKER HEIGHTS, OH 44122

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 11,744,324

J Accounting method ☐ Cash ☑ Accrual
☐ Other (specify)
(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 ▶ ☐

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 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				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	370,832	370,832	370,832	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,129,746			
	b	Gross sales price for all assets on line 6a 13,775,186				
	7	Capital gain net income (from Part IV, line 2)		1,129,746		
	8	Net short-term capital gain			1,129,746	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	4,686			
	12	**Total.** Add lines 1 through 11	1,505,264	1,500,578	1,500,578	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	6,700	3,350		3,350
	c	Other professional fees (attach schedule)	70,726	70,726		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	30,216	30,216		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	96,368			96,368
	24	**Total operating and administrative expenses.** Add lines 13 through 23	204,010	104,292		99,718
	25	Contributions, gifts, grants paid	379,000			444,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	583,010	104,292		544,218
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	922,254			
	b	**Net investment income** (if negative, enter -0-)		1,396,286		
	c	**Adjusted net income** (if negative, enter -0-)			1,500,578	

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	3,390	164,989	164,989
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 47,818			
		Less allowance for doubtful accounts ▶	13,007	47,818	
	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 instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	10,000		
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	11,931,407	11,579,335	11,579,335
	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)	11,957,804	11,792,142	11,744,324
Liabilities	17	Accounts payable and accrued expenses	6,700	6,700	
	18	Grants payable	165,500	100,000	
	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 ▶)		20,216	
	23	**Total liabilities** (add lines 17 through 22)	172,200	126,916	
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	11,785,604	11,665,226	
	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 instructions)	11,785,604	11,665,226	
	31	**Total liabilities and net assets/fund balances** (see instructions)	11,957,804	11,792,142	

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	11,785,604
2	Enter amount from Part I, line 27a	2	922,254
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	12,707,858
5	Decreases not included in line 2 (itemize) ▶	5	1,042,632
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,665,226

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				

	(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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,129,746
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 instructions) If (loss), enter -0- in Part I, line 8		3	1,129,746

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))
2013	542,641	11,208,469	0 04841
2012	507,943	10,507,360	0 04834
2011	542,942	10,879,247	0 04991
2010	555,569	10,393,091	0 05346
2009	558,866	9,315,496	0 05999

2	**Total** of line 1, column (d).	2	0 26011
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 05202
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	11,707,398
5	Multiply line 4 by line 3.	5	609,042
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	13,963
7	Add lines 5 and 6.	7	623,005
8	Enter qualifying distributions from Part XII, line 4.	8	544,218

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see 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 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	27,926
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	27,926
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	27,926
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	14,792		
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	14,792
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	13,134
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶			11	

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶Kara McCullough Telephone no ▶(216) 621-2901

Located at ▶627 Hanna Building Suite 966 Cleveland OH ZIP+4 ▶44115

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 |

			Yes	No
16	At any time during calendar year 2014, 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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 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 2014.)*.	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2014?	4b		No

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 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** **No**

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

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** **No**

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** **No**

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

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

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

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

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

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
FOUNDATION MANAGEMENT SERVICES 1422 Euclid Avenue Suite 966 CLEVELAND, OH 44115	FOUNDATION MGMT	84,148
NORTHERN TRUST 200 Public Square Suite 1950 CLEVELAND, OH 44114	Investment Advisory	3,417
ROBERT W BAIRD & CO 200 Public Square Suite 1650 Cleveland, OH 44114	Investment Advisory	67,309
ALLIANCE BERSTEIN 127 Public Square Suite 5000 Cleveland, OH 44114	Investment Advisory	3,825
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

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	11,885,683
b	Average of monthly cash balances			1b	0
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	11,885,683
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	
3	Subtract line 2 from line 1d			3	11,885,683
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	178,285
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	11,707,398
6	**Minimum investment return.** Enter 5% of line 5			6	585,370

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	585,370
2a	Tax on investment income for 2014 from Part VI, line 5	2a	27,926		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	27,926
3	Distributable amount before adjustments Subtract line 2c from line 1			3	557,444
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	557,444
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	557,444

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	544,218
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	544,218
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	544,218

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7					557,444
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only.					
b Total for prior years 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2014					
a From 2009.	95,414				
b From 2010.	81,511				
c From 2011.	5,175				
d From 2012.					
e From 2013.					
f Total of lines 3a through e.		182,100			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 544,218					
a Applied to 2013, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2014 distributable amount.					544,218
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		13,226			13,226
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		168,874			
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 instructions					
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .		82,188			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a		86,686			
10 Analysis of line 9					
a Excess from 2010. . . .	81,511				
b Excess from 2011. . . .	5,175				
c Excess from 2012. . . .					
d Excess from 2013. . . .					
e Excess from 2014. . . .					

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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 or e-mail address of the person to whom applications should be addressed

WOODRUFF FOUNDATION
1422 EUCLID AVENUE SUITE 966
CLEVELAND,OH 441151901
(216) 566-1853

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

NO SPECIFIC APPLICATION OR PROPOSAL FORM IS USED APPLICANTS SHOULD SUBMIT PROPOSALS THAT SHOULD INCLUDE ITEMS SUCH AS 1 PURPOSE OF THE PROPOSAL2 A BRIEF HISTORY AND PURPOSE OF THE ORGANIZATION3 A PROFILE OF CLIENTS SERVED, A SUMMARY OF TEH SERVICES OFFERED ALONG WITH THE SERVICE AREA AND APPLICABLE STATISTICS4 AN EXPLANANTION OF SPECIFIC GRANT REQUEST INCLUDING OBJECTIVES, TIME FRAME AND BUDGET5 A STATEMENT OF INCOME AND EXPENSES FOR THE PRECEDING YEAR AND A CURRENT BUDGET6 A LIST OF THE BOARD OF TRUSTEES7 A COPY OF THE LATEST AUDITED FINANCIAL STATEMENTS8 A COPY OF THE MOST RECENT ANNUAL REPORT

c Any submission deadlines

NONE

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

NONE

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 ATTACHED LIST SEE LIST SEE LIST, OH 44115	*	***SEE ATTACHED STAT	***SEE ATTACHED STATEMENT 10* NONE OF THE RECIPIENTS IS AN INDIVIDUAL** NONE OF THE RECIPIENTS IS A PRIVATE FOUNDATION*** THE GRANTS ARE TO ASSIST THE PUBLIC CHARITIES IN THEIR DAY TO DAY OPERATIONS IN PURSUIT OF THEIR EXEMPT PURPOSES	444,500
Total . . . . ▶ **3a**				444,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .					370,832
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					1,129,746
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a Miscellaneous					4,686
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .					1,505,264

13 Total. Add line 12, columns (b), (d), and (e). 13 1,505,264

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

Sign Here

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

******	2015-10-21	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
SOOKRAM PHALGOO				P00113510

Firm's name ▶ Dingus & Daga Inc

Firm's EIN ▶

Firm's address ▶ 20600 Chagrin Blvd Ste 701 Cleveland, OH 44122

Phone no (216) 561-9200

Form 990PF Part VIII Line 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
FRANK HICKMAN 1427 EUCLID AVENUE SUITE 966 CLEVELAND, OH 44115	Trustee 1 00	0		
DAVID DOLL 600 SUPERIOR AVENUE EAST CLEVELAND, OH 44114	senior V Presid 1 00	0		
MARK BONHARD 1427 EUCLID AVENUE SUITE 966 CLEVELAND, OH 44115	Trustee 2 00	0		
VALERIE RAINES 1422 EUCLID AVENUE SUITE 966 CLEVELAND, OH 44115	SEC/TREAS 1 00	0		
RICHARD A PAULSON 1427 EUCLID AVENUE SUITE 966 CLEVELAND, OH 44115	President 1 00	0		
ELLA HOLT THOMAS 1422 EUCLID AVENUE SUITE 966 CLEVELAND, OH 44115	Trustee 1 00	0		
MARYELLEN DAVIS MD 1427 EUCLID AVENUE SUITE 966 CLEVELAND, OH 44115	Trustee 1 00	0		
NANCY LOWERY-BREGAR 246 AURNDEL ROAD ROCKEY RIVER, OH 44116	Trustee 1 00	0		

TY 2014 Accounting Fees Schedule

Name: WOODRUFF FOUNDATION
co DINGUS AND DAGA INC

EIN: 23-7425631

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	6,700	3,350	0	3,350

TY 2014 Contractor Compensation Explanation

Name: WOODRUFF FOUNDATION
co DINGUS AND DAGA INC

EIN: 23-7425631

Software ID: 14000265

Software Version: 2014v5.0

Contractor	Explanation
ALLIANCE BERSTEIN	INVESTMENT ADVISORY FEES
FOUNDATION MANAGEMENT SERVICES	FOUNDATION MANAGEMENT SERVICES INC. PROVIDES VARIOUS SERVICES RELATING TO THE MANAGEMENT AND TRACKING OF THE FOUNDATION ACTIVITIES. ITS COMPENSATION IS BASED ON AN ANNUAL CONTRACT THAT IS APPROVED BY THE WOODRUFF BOARD OF TRUSTEES
NORTHERN TRUST	INVESTMENT ADVISORY FEES
ROBERT W BAIRD & CO	INVESTMENT ADVISORY FEES

TY 2014 Other Decreases Schedule

Name: WOODRUFF FOUNDATION
co DINGUS AND DAGA INC

EIN: 23-7425631

Software ID: 14000265

Software Version: 2014v5.0

Description	Amount
Loss	1,042,632

TY 2014 Other Expenses Schedule

Name: WOODRUFF FOUNDATION
co DINGUS AND DAGA INC

EIN: 23-7425631

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Insurance	1,625			1,625
Management Fee	87,973			87,973
Membership dues	4,516			4,516
Miscellaneous	2,054			2,054
State Registration	200			200

TY 2014 Other Income Schedule

Name: WOODRUFF FOUNDATION
co DINGUS AND DAGA INC

EIN: 23-7425631

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Miscellaneous	4,686		

TY 2014 Other Liabilities Schedule

Name: WOODRUFF FOUNDATION
co DINGUS AND DAGA INC

EIN: 23-7425631

Software ID: 14000265

Software Version: 2014v5.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Accrued Excise Taxes		20,216

TY 2014 Other Professional Fees Schedule

Name: WOODRUFF FOUNDATION
co DINGUS AND DAGA INC

EIN: 23-7425631

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	70,726	70,726	0	0

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491299005035

TY 2014 Taxes Schedule

Name: WOODRUFF FOUNDATION
co DINGUS AND DAGA INC

EIN: 23-7425631

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise taxes	30,216	30,216		

Payments Made - OBRA Report

Woodruff

12/31/2014

Payee Organization Request Primary Contact Project Title	Staff	Amount Check # Paid Date	Deduct Amount	Non- Deduct Amount	Tax Status	--- Receipt --- Sched. Date	 Done Date
Achievement Centers for Children Osgood, Deborah 4255 Northfield Rd Highland Hills, OH 44128 *for the Early Childhood Mental Health and Behavioral Health Counseling programs for children with special needs and their families*	Susan Althans	$20,000.00 6/23/2014	$20,000.00	$0.00	501c(3)		
Beech Brook Duwe, Stacey 3737 Lander Road Cleveland, OH 44124 *for the integrated care clinic in partnership with Care Alliance*	Janet Narten	$15,000.00 10/15/2014	$15,000.00	$0.00	501c(3)		
Case Western Reserve University Bourrie Schafer, Michele 10900 Euclid Avenue Cleveland, OH 44106 *to develop a strategic plan for the Gambling Resource Addiction Partnership (received an extension to 6/30/2015)*	Karen Thompson -Shaheen	$25,000.00 2/19/2014	$25,000.00	$0.00	501c(3)		
Catholic Charities Corporation Ivancic, Angela 7911 Detroit Avenue Cleveland, OH 44102 *for FIRST Cuyahoga County, an early identification and treatment program for individuals with schizophrenia-spectrum disorders*	Cristin Slesh	$22,500.00 10/15/2014	$22,500.00	$0.00	Religious		
Cleveland Metropolitan School District Serrano, Leo 1111 Superior Avenue, Room 1844 Cleveland, OH 44114	Cristin Slesh	$40,000.00 10/15/2014	$40,000.00	$0.00	501c(3)		

Payments Made - OBRA Report

Woodruff

12/31/2014

Payee Organization Request Primary Contact Project Title	Staff	Amount Check # Paid Date	Deduct Amount	Non-Deduct Amount	Tax Status	--- Receipt --- Sched. Date	Done Date
to train and certify staff in Mental Health First Aid							
Cleveland Rape Crisis Center Trimble, Sarah 526 Superior Avenue, Suite 1400 Cleveland, OH 44114 *to provide mental health counseling for survivors of sexual violence*	Sherri Claney	$15,000.00 10/15/2014	$15,000.00	$0.00	501c(3)		
Cleveland Treatment Center Collins, Leonard 1127 Carnegie Ave Cleveland, OH 44115 *for the Family First program*	Allison Rand	$12,000.00 2/19/2014	$12,000.00	$0.00			
Community Re-Entry Kozina, Mary Richard Sering Center 4515 Superior Avenue Cleveland, OH 44103 *for the Women's Re-Entry Network*	Susan Althans	$10,000.00 6/23/2014	$10,000.00	$0.00	501c(3)		
Connections Nagle, James 24200 Chagrin Boulevard Beachwood, OH 44122 *to develop an integrated health clinic (over 2 years)*	Allison Rand	$20,000.00 2/19/2014	$20,000.00	$0.00	501c(3)		
Cornerstone of Hope Tripodi, Mark 5905 Brecksville Road Independence, OH 44131 *to train school personnel to respond to crises*	Cristin Slesh	$10,000.00 2/19/2014	$10,000.00	$0.00	501c(3)		

Payments Made - OBRA Report

Woodruff

12/31/2014

Payee Organization Request Primary Contact Project Title	Staff	Amount Check # Paid Date	Deduct Amount	Non- Deduct Amount	Tax Status	--- Receipt --- Sched. Date	Done Date
Domestic Violence & Child Advocacy Center Gridina, Terry P.O. Box 5466 Cleveland, OH 44101 *to provide trauma-informed individual and group counseling for children*	Sherri Clancy	$12,500.00 6/23/2014	$12,500.00	$0.00	501c(3)		
Far West Center Dylag, Kelly 29133 Health Campus Drive Westlake, OH 44145 *to integrate intake and treatment services with North Coast Health*	Janet Narten	$36,000.00 10/15/2014	$36,000.00	$0.00	501c(3)		
Foundation Center-Cleveland Bailey, John Patrick 1422 Euclid Avenue Suite 1600 Cleveland, OH 44115 *for operating support*	Cristin Slesh	$1,000.00 10/15/2014	$1,000.00	$0.00	501c(3)		
Free Medical Clinic of Greater Cleveland Khoramshahi, Reza 12201 Euclid Avenue Cleveland, OH 44106 *to help patients access psychiatric medication*	Sherri Clancy	$40,000.00 2/19/2014	$40,000.00	$0.00	501c(3)		
FrontLine Service Mills, Frances 1744 Payne Avenue Cleveland, OH 44114 *for electronic health record implementation*	Sherri Clancy	$20,000.00 6/23/2014	$20,000.00	$0.00	501c(3)		
ideastream Grizzell, Gail 1375 Euclid Avenue	Sherri Clancy	$10,000.00 2/19/2014	$10,000.00	$0.00	501c(3)		

Payments Made - OBRA Report

Woodruff

12/31/2014

Payee Organization Request Primary Contact Project Title	Staff	Amount Check # Paid Date	Deduct Amount	Non- Deduct Amount	Tax Status	--- Receipt --- Sched. Date	Done Date
Cleveland, OH 44115 *for physical and mental health coverage*							
Joseph's Home Cappetto, Laura 2412 Community College Avenue Cleveland, OH 44115 *for mental health services for residents*	Susan Althans	$10,000.00 6/23/2014	$10,000.00	$0.00	501c(3)		
LifeAct (Suicide Prevention Education Alliance) McKenna, Mary 29425 Chagrin Blvd Ste. 203 Cleveland, OH 44122-4602 *to implement a middle school suicide prevention program*	Sherri Clancy	$10,000.00 10/15/2014	$10,000.00	$0.00	501c(3)		
Lutheran Metropolitan Ministry Foschia, Maria 4515 Superior Ave Cleveland, OH 44103 *to provide adult guardianship services*	Sherri Clancy	$15,000.00 2/19/2014	$15,000.00	$0.00	501c(3)		
Magnolia Clubhouse D'Angelo, Lori 11101 Magnolia Drive Cleveland, OH 44106-9808 *for the Carriage House Clinic which provides psychiatric and primary care*	Sherri Clancy	$10,000.00 10/15/2014	$10,000.00	$0.00	501c(3)		
Mental Health & Addiction Advocacy Coalition Englund, Joan 4500 Euclid Avenue Cleveland, OH 44103 *for operating support*	Cristin Slesh	$15,000.00 10/15/2014	$15,000.00	$0.00	501c(3)		

Payments Made - OBRA Report

Woodruff

12/31/2014

Payee Organization Request Primary Contact Project Title	Staff	Amount Check # Paid Date	Deduct Amount	Non- Deduct Amount	Tax Status	--- Receipt --- Sched. Date	Done Date
MetroHealth Foundation Plummer, Kathryn 2500 MetroHealth Drive Towers 135A Cleveland, OH 44109 *for the Woodruff Re-entry Assistance Project, an integrated primary care and behavioral health clinic operated by the MetroHealth System, Recovery Resources, Murtis Taylor, and the Cuyahoga County Correctional Center*	Allison Rand	$33,000.00 11/20/2014	$33,000.00	$0.00	501c(3)		
The Salvation Army Kocevar, Michelle 2507 E. 22nd Street Cleveland, OH 44115 *for detoxification and intensive outpatient drug abuse treatment*	Sherri Clancy	$10,000.00 10/15/2014	$10,000.00	$0.00	501c(3)		
St. Vincent Charity Medical Center Cappetto, Laura 2475 East 22nd Street Cleveland, OH 44115 *for Rosary Hall's intensive outpatient drug treatment program*	Allison Rand	$10,000.00 6/23/2014	$10,000.00	$0.00	501c(3)		
University Hospitals Swenson, Patricia 11100 Euclid Avenue, MCCO 5062 Cleveland, OH 44106 *for research on the use of customized adherence enhancement interventions combined with long-acting injectables in individuals with schizophrenia*	Allison Rand	$12,500.00 11/12/2014	$12,500.00	$0.00	501c(3)		
University Settlement Wells, Krissie	Allison Rand	$10,000.00	$10,000.00	$0.00	501c(3)		

Payments Made - OBRA Report

Woodruff

12/31/2014

Payee Organization Request Primary Contact Project Title	Staff	Amount Check # Paid Date	Deduct Amount	Non- Deduct Amount	Tax Status	--- Receipt --- Sched. Date	Done Date
4800 Broadway Avenue Cleveland, OH 44127 *for STRIVE prevention education*		6 23 2014					
	Grand Total (26 items)	$444,500 00	$444,500 00	$0 00			

WOODRUFF FOUNDATiON
FEIN: 23-7425631
Page 3, Part IV Capital Gains and Losses

(a) Type of Property	(e) Sales Price	(g) Cost	(h) Gain/Loss
Publicly traded securities (Baird 1040)	104,256	110,815	(6,559)
Publicly traded securities (Baird 0769)	60,309	55,505	4,804
Publicly traded securities (Baird 4778)	98,430	86,882	11,548
Publicly traded securities (Baird 3266)	777,583	813,678	(36,095)
Publicly traded securities (Baird 2906)	102,663	119,659	(16,996)
Publicly traded securities (Baird 6412)	393,391	396,571	(3,180)
Publicly traded securities (Baird 0514)	8,249,050	7,251,986	997,064
Publicly traded securities (Northern Trust)	7,143	7,334	(191)
Publicly traded securities (Bernstein)	3,893,353	3,803,010	90,343
Capital gain distributions	89,008	n/a	89,008
	13,775,186	12,645,440	1,129,746