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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
ATWOOD FOUNDATION INC

A Employer identification number
92-6002571

Number and street (or P O box number if mail is not delivered to street address)
301 WEST NORTHERN LIGHTS BLVD 412

Room/suite

B Telephone number (see instructions)
(907) 274-4900

City or town, state or province, country, and ZIP or foreign postal code
ANCHORAGE, AK 99503

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)* ▶$ 33,767,649

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	17	17		
	4	Dividends and interest from securities	747,428	747,428		
	5a	Gross rents				
	b	Net rental income or (loss) ____________				
	6a	Net gain or (loss) from sale of assets not on line 10	1,155,047			
	b	Gross sales price for all assets on line 6a 3,700,929				
	7	Capital gain net income (from Part IV, line 2)		2,299,401		
	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) (attach schedule)				
	11	Other income (attach schedule)	489,502	330,031		
	12	**Total.** Add lines 1 through 11	2,391,994	3,376,877		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	2,186	0		2,135
	b	Accounting fees (attach schedule)	19,118	15,294		3,824
	c	Other professional fees (attach schedule)	398,874	342,742		54,000
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	42,295	8,194		0
	19	Depreciation (attach schedule) and depletion	1,593	0		
	20	Occupancy	23,474	0		23,428
	21	Travel, conferences, and meetings				
	22	Printing and publications	283	0		0
	23	Other expenses (attach schedule)	39,612	23,862		15,862
	24	**Total operating and administrative expenses.** Add lines 13 through 23	527,435	390,092		99,249
	25	Contributions, gifts, grants paid	1,273,100			1,227,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,800,535	390,092		1,326,249
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	591,459			
	b	**Net investment income** (if negative, enter -0-)		2,986,785		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	2,494,522	2,604,791	2,604,791
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	9,611,943	11,005,513	11,005,513
	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)	19,328,323	20,126,512	20,126,512
	14 Land, buildings, and equipment basis ▶ 22,422			
	Less accumulated depreciation (attach schedule) ▶ 8,146	15,836	14,276	14,276
	15 Other assets (describe ▶)	16,557	16,557	16,557
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	31,467,181	33,767,649	33,767,649
Liabilities	17 Accounts payable and accrued expenses	30,600	269	
	18 Grants payable		46,100	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	30,600	46,369	
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	31,436,581	33,721,280	
	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)	31,436,581	33,721,280	
	31 **Total liabilities and net assets/fund balances** (see instructions)	31,467,181	33,767,649	

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	31,436,581
2	Enter amount from Part I, line 27a	2	591,459
3	Other increases not included in line 2 (itemize) ▶	3	1,693,240
4	Add lines 1, 2, and 3	4	33,721,280
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	33,721,280

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)
1 a	WELLS FARGO HARRIS 3700	P		2014-12-31
b	WELLS FARGO CUSTODY 2600	P		2014-12-31
c	OTHER	P		2014-12-31
d	ALTERNATIVE INVESTMENTS	P		2014-12-31
e	CAPITAL GAINS DIVIDENDS	P		

	(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	2,036,046		1,365,779	670,267
b	26,769		27,604	-835
c	8,145		8,145	0
d	1,616,833			1,616,833
e	13,136			13,136

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				670,267
b				-835
c				0
d				1,616,833
e				13,136

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	2,299,401
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	

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	1,771,767	28,144,968	0 062951
2012	1,028,852	24,295,246	0 042348
2011	1,275,894	22,490,524	0 056730
2010	1,102,727	21,694,066	0 050831
2009	1,112,642	18,851,906	0 059020

2	**Total** of line 1, column (d).	2	0 271880
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 054376
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	32,098,703
5	Multiply line 4 by line 3.	5	1,745,399
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	29,868
7	Add lines 5 and 6.	7	1,775,267
8	Enter qualifying distributions from Part XII, line 4.	8	1,326,249

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	59,736
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	0
3	Add lines 1 and 2	3	59,736
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	59,736
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 71,261		
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	71,261
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	11,525
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 11,525 **Refunded** ▶	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?	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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
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) ▶AK			
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 ▶WWW ATWOODFOUNDATION ORG

14 The books are in care of ▶LATASH INVESTMENTS LLC Telephone no ▶(907) 743-2800

Located at ▶301 WEST NORTHERN LIGHTS BLVD 412 ANCHORAGE AK ZIP +4 ▶99503

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		
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		
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**		
	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**		

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 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
LATASH INVESTMENTS LLC 301 WEST NORTHERN LIGHTS BLVD 412 ANCHORAGE, AK 99503	INVESTMENT/GRANTS MANAGEMENT	146,756
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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 . . . . ▶	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	18,968,431
b	Average of monthly cash balances	1b	2,352,681
c	Fair market value of all other assets (see instructions)	1c	11,266,404
d	**Total** (add lines 1a, b, and c)	1d	32,587,516
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	32,587,516
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	488,813
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	32,098,703
6	**Minimum investment return.** Enter 5% of line 5	6	1,604,935

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	1,604,935
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 59,736		
b	Income tax for 2014 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	59,736
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,545,199
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,545,199
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	1,545,199

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	1,326,249
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	0
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	1,326,249
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,326,249

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				1,545,199
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 174,213				
b From 2010. 31,527				
c From 2011. 167,725				
d From 2012.				
e From 2013. 399,759				
f **Total** of lines 3a through e.	773,224			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 1,326,249				
a Applied to 2013, 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 2014 distributable amount.				1,326,249
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	218,950			218,950
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	554,274			
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 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
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)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	554,274			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . . 154,515				
c Excess from 2012. . . .				
d Excess from 2013. . . . 399,759				
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

ATWOOD FOUNDATION ATTN IRA PERMAN
301 WEST NORTHERN LIGHTS BLVD 440
ANCHORAGE, AK 99503
(907) 274-4900

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

WRITTEN REQUEST STATING NEEDS

c Any submission deadlines

DECEMBER 31 ANNUALLY

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

TAX-EXEMPT CHARITABLE ORGANIZATIONS, ALASKAN ORGANIZATIONS PREFERRED

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 Additional Data Table				
Total . . . . ▶ **3a**				1,227,000
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				1,086,000

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			14	17	
4 Dividends and interest from securities			14	747,428	
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	523000	21,509	14	467,993	
8 Gain or (loss) from sales of assets other than inventory			18	1,155,047	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		21,509		2,370,485	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,391,994

(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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

			Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		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

****** | 2015-11-16 | ******

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
WENDY CAMPOS				P00448102

Firm's name ▶ MOSS ADAMS LLP

Firm's EIN ▶ 91-0189318

Firm's address ▶ 805 SW BROADWAY STE 1200 PORTLAND, OR 97205

Phone no (503) 242-1447

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
EDWARD RASMUSON 301 WEST NORTHERN LIGHTS BLVD 412 ANCHORAGE,AK 99503	CHAIRMAN 1 50	0	0	0
DAVID TOBIN 301 WEST NORTHERN LIGHTS BLVD 412 ANCHORAGE,AK 99503	VICE CHAIRMAN 0 50	0	0	0
NANCY HARBOUR 301 WEST NORTHERN LIGHTS BLVD 412 ANCHORAGE,AK 99503	TREASURER 1 50	0	0	0
GLORIA ALLEN 301 WEST NORTHERN LIGHTS BLVD 412 ANCHORAGE,AK 99503	DIRECTOR 0 50	0	0	0
CAROLYN HEYMAN-LAYNE 301 WEST NORTHERN LIGHTS BLVD 412 ANCHORAGE,AK 99503	DIRECTOR 0 50	0	0	0
MARIA DOWNEY 301 WEST NORTHERN LIGHTS BLVD 412 ANCHORAGE,AK 99503	DIRECTOR 0 50	0	0	0
NATASHA VON IMHOF 301 WEST NORTHERN LIGHTS BLVD 412 ANCHORAGE,AK 99503	DIRECTOR 0 50	0	0	0
IRA PERMAN 301 WEST NORTHERN LIGHTS BLVD 412 ANCHORAGE,AK 99503	EXECUTIVE DIRECTOR 15 00	54,000	0	0

Form 990PF Part XV Line 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*				
ALASKA AIR SHOW ASSOCIATION PO BOX 6175 JBER, AK 99506		PC	VINTAGE AIRCRAFT EXHIBIT	20,000
ALASKA ARTS & CULTURE FOUNDATION PO BOX 101883 ANCHORAGE, AK 99510		PC	ALASKA ARTS AND CULTURE CONFERENCE	5,000
ALASKA ASSOCIATION FOR HISTORIC PRESERVATION PO BOX 102205 ANCHORAGE, AK 99510		PC	WAR COMMEMORATION EVENT	10,000
ALASKA AVIATION HERITAGE MUSEUM 4721 AIRCRAFT DR ANCHORAGE, AK 99502		PC	RECONSTRUCT SEATS OF PILGRIM AIRCRAFT	10,000
ALASKA BOTANICAL GARDEN 4601 CAMPBELL AIRSTRIP RD ANCHORAGE, AK 99507		PC	STAFF EXPANSION AND TRAINING	11,000
ALASKA CHAMBER SINGERS PO BOX 102055 ANCHORAGE, AK 99510		PC	INSTRUMENTALIST AND PRODUCTION COSTS	3,000
ALASKA COMMUNITY FOUNDATION 3201 C ST STE 110 ANCHORAGE, AK 99503		PC	RESTORATION OF LOCOMOTIVE ENGINE	50,000
ALASKA DANCE THEATRE 550 EAST 33RD AVE ANCHORAGE, AK 99503		PC	PRODUCTION SUPPORT	15,000
ALASKA HUMANITIES FORUM 161 E 1ST AVE ANCHORAGE, AK 99501		PC	LEADERSHIP ANCHORAGE PROGRAM	10,000
ALASKA JUNIOR THEATER 430 W 7TH AVE STE 30 ANCHORAGE, AK 99501		PC	BUS TRANSPORTATION	75,000
ALASKA MUSEUM OF NATURAL HISTORY 201 N BRAGAW ST ANCHORAGE, AK 99508		PC	EDUCATION DIRECTOR	15,000
ALASKA PACIFIC UNIVERSITY 4101 UNIVERSITY DR ANCHORAGE, AK 99508		PC	ATWOOD DISTINGUISHED SCHOLAR PROGRAM	200,000
ALASKA SCHOOL ACTIVITIES ASSOCIATION 4048 LAUREL ST STE 203 ANCHORAGE, AK 99507		PC	SUPPORT FESTIVALS	10,000
ALASKA STRING CAMPS PO BOX 770057 EAGLE RIVER, AK 99577		PC	MUSIC DIRECTOR	1,500
ALASKA THEATRE OF YOUTH PO BOX 101212 ANCHORAGE, AK 99510		PC	PROGRAM SUPPORT AND SCHOLARSHIPS	5,000
Total . . . . ▶ **3a**				1,227,000

Form 990PF Part XV Line 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*				
ALASKA WILDLIFE CONSERVATION CENTER PO BOX 949 GIRDWOOD,AK 99587		PC	DEVELOP PANEL EXHIBITS	5,000
ALASKA WORLD AFFAIRS COUNCIL 406 G ST STE 207 ANCHORAGE,AK 99501		PC	MEMBERSHIP SUPPORT	20,000
ALASKA ZOO 4731 OMALLEY RD ANCHORAGE,AK 99507		PC	POLAR BEAR TRANSITION CENTER	12,500
ALEUTIAN PRIBILOF ISLANDS ASSOCIATION 1131 E INTL AIRPORT RD ANCHORAGE,AK 99518		PC	ANNUAL CULTURE CAMP	5,000
ANCHORAGE CLASSICAL BALLET 501 W INTL AIRPORT RD ANCHORAGE,AK 99518		PC	EXPANSION PROJECT	7,000
ANCHORAGE COMMUNITY CONCERT BAND PO BOX 140615 ANCHORAGE,AK 99514		PC	OPERATIONAL SUPPORT AND PROGRAM DEVELOPMENT	2,500
ANCHORAGE COMMUNITY THEATRE 1133 E 70TH AVE ANCHORAGE,AK 99518		PC	SUPPORT SPRING AND FALL PRODUCTIONS	5,000
ANCHORAGE CONCERT ASSOCIATION 430 W 7TH AVE STE 200 ANCHORAGE,AK 99501		PC	SUPPORT PERFORMANCES AND COMMUNITY ENGAGEMENT ACTIVITIES	32,000
ANCHORAGE CONCERT CHORUS PO BOX 100364 ANCHORAGE,AK 99510		PC	PRODUCTION COSTS	10,000
ANCHORAGE FAIRS AND FESTIVALS 1100 E 3RD AVE ANCHORAGE,AK 99501		PC	SPENARD JAZZ FESTIVAL	5,000
ANCHORAGE FESTIVAL OF MUSIC PO BOX 100272 ANCHORAGE,AK 99510		PC	BAROQUE MUSIC AND DANCE WEEK	5,000
ANCHORAGE FINE ARTS SOCIETY 6910 CATINE CIR ANCHORAGE,AK 99507		PC	SUPPORT MUSIC FESTIVALS	5,000
ANCHORAGE INTERNATIONAL FILM FESTIVAL 111 W 9TH AVE ANCHORAGE,AK 99501		PC	FILM WORKSHOPS AND PANEL DISCUSSIONS	2,000
ANCHORAGE MUSEUM ASSOC 625 C ST ANCHORAGE,AK 99501		PC	EDUCATIONAL PROGRAM SUPPORT AND EXHIBITS	100,000
ANCHORAGE OPERA SOCIETY 1507 SPAR AVE ANCHORAGE,AK 99501		PC	OPERATIONAL SUPPORT FOR PRODUCTIONS	50,000
Total . . . . ▶ **3a**				1,227,000

Form 990PF Part XV Line 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*				
ANCHORAGE ROTARY CLUB 200 W 34TH AVE ANCHORAGE,AK 99503		PC	OPERATIONAL COSTS	25,000
ANCHORAGE SYMPHONY 400 D ST STE 230 ANCHORAGE,AK 99501		PC	OPERATIONAL SUPPORT	50,000
ARTS ON THE EDGE 3955 WESTWOOD DR ANCHORAGE,AK 99517		PC	PRODUCTION COSTS	6,000
ASIAN ALASKAN CULTURAL CENTER PO BOX 243032 ANCHORAGE,AK 99524		PC	ASIAN CULTURAL NIGHT	10,000
BOYS & GIRLS CLUB OF ALASKA 2300 W 36TH AVE ANCHORAGE,AK 99517		PC	IMPLEMENTATION OF AN ARTS CURRICULUM	5,000
COOK INLET HISTORICAL SOCIETY 625 C ST ANCHORAGE,AK 99501		PC	MUSEUM INFORMATIONAL KIOSK	10,000
COVENANT HOUSE OF ALASKA PO BOX 100620 ANCHORAGE,AK 99510		PC	NEW MUSIC PROGRAM	5,000
CYRANO'S THEATER COMPANY 413 D ST ANCHORAGE,AK 99501		PC	OPERATIONAL SUPPORT	15,000
INSTITUTE OF THE NORTH 1675 C ST STE 106 ANCHORAGE,AK 99501		PC	RESEARCH	25,000
KOAHNIC BROADCAST COMPANY 3600 SAN JERONIMO DR 480 ANCHORAGE,AK 99508		PC	AK NATIVE RADIO ARTIST SERIES PROJECT	10,000
MOMENTUM DANCE COLLECTIVE PO BOX 230291 ANCHORAGE,AK 99523		PC	PRODUCTION COSTS	10,000
PERSEVERANCE THEATER 914 THIRD ST DOUGLAS,AK 99824		PC	OPERATIONAL SUPPORT	40,000
SALVATION ARMY 143 E 9TH AVE ANCHORAGE,AK 99501		PC	KING LAKE MUSIC CAMP SCHOLARSHIPS	10,000
SITKA SUMMER MUSIC FESTIVAL PO BOX 3333 SITKA,AK 99835		PC	OPERATIONAL SUPPORT	12,000
SPIRIT OF YOUTH 203 W 15TH AVE STE 105 ANCHORAGE,AK 99501		PC	SPONSOR FINE ARTS AWARD	7,500
Total . . . . ▶ **3a**				1,227,000

Form 990PF Part XV Line 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*				
UNIVERSITY OF ALASKA ANCHORAGE 1815 BRAGAW ST STE 203 ANCHORAGE, AK 99508		PC	ELAINE ATWOOD JOURNALISM SCHOLARSHIP	10,000
UNIVERSITY OF ALASKA FOUNDATION 1815 BRAGAW ST STE 203 ANCHORAGE, AK 99508		PC	SEAWOLF DEBATE PROGRAM	20,000
UNIVERSITY OF ALASKA FOUNDATION 1815 BRAGAW ST STE 203 ANCHORAGE, AK 99508		PC	ATWOOD CHAIR SUPPORT	50,000
UNIVERSITY OF ALASKA FOUNDATION 1815 BRAGAW ST STE 203 ANCHORAGE, AK 99508		PC	JOURNALISM CHAIR ENDOWMENT	200,000
Total . . . . ▶ **3a**				1,227,000

TY 2014 Accounting Fees Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	19,118	15,294		3,824

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNITURE AND IMPROVEMENTS		22,422	8,146		0 %	0	0		

TY 2014 Investments Corporate Stock Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS US EQUITY HOLDINGS	3,486,128	3,486,128
HARRIS AND ASSOCIATES	6,695,177	6,695,177
PRIMECAP ODYSSEY GROWTH FUND	599,453	599,453
DODGE AND COX INTERNATIONAL	224,755	224,755

TY 2014 Investments - Other Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DENALI CAPITAL CLO IV LTD	FMV	20,600	20,600
HILLCREST CDO I LTD	FMV	25	25
SOLSTICE ABS CDO III	FMV	625	625
ABRY ADVANCED SECURITIES FUND III	FMV	94,297	94,297
DARWIN VENTURE CAPITAL FUND OF FUNDS	FMV	825,742	825,742
DARWIN VENTURE CAPITAL FUND OF FUNDS II	FMV	2,165,408	2,165,408
ENCAP ENERGY CAPITAL FUND V LP	FMV	43,307	43,307
ENCAP ENERGY CAPITAL FUND VI LP	FMV	143,282	143,282
ENCAP ENERGY CAPITAL FUND VII LP	FMV	269,354	269,354
ENCAP ENERGY CAPITAL FUND VIII LP	FMV	751,931	751,931
ENCAP ENERGY CAPITAL FUND IX LP	FMV	356,347	356,347
ENCAP FLATROCK MIDSTREAM II	FMV	289,680	289,680
ENCAP FLATROCK MIDSTREAM III	FMV	20,716	20,716
GUGGENHEIM AVIATION PARTNERS II	FMV	14,642	14,642
INVENTUS CAPITAL MANAGEMENT II	FMV	161,308	161,308
LS POWER EQUITY PARTNERS I PIE LP	FMV	27,904	27,904
LS POWER EQUITY PARTNERS II PIE LP	FMV	546,973	546,973
LS POWER EQUITY PARTNERS III LP	FMV	226,426	226,426
MESA DEL OSO	FMV	1,500	1,500
NEW VERNON INDIA (CAYMAN) FUND II LP	FMV	1,525,175	1,525,175
PRECISION CAPITAL SPECIAL OPPORTUNITIES FUND II	FMV	154,234	154,234
PRECISION CAPITAL SPECIAL OPPORTUNITIES FUND III	FMV	264,708	264,708
PRECISION CAPITAL SPECIAL OPPORTUNITIES FUND IV	FMV	318,227	318,227
PRECISION CAPITAL SPECIAL OPPORTUNITIES FUND V	FMV	68,334	68,334
SWANSON RIVER	FMV	125,000	125,000
TEPPCO CRUDE OIL	FMV	15,000	15,000
TIERRA ANTIGUA	FMV	2,000	2,000
WICKS COMMUNICATIONS & MEDIA III	FMV	200,646	200,646
CARMEL PARTNERS INVESTMENT FUND I	FMV	16,017	16,017
CARMEL PARTNERS INVESTMENT FUND II	FMV	144,376	144,376

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CARMEL PARTNERS INVESTMENT FUND III	FMV	490,753	490,753
CARMEL PARTNERS INVESTMENT FUND IV	FMV	417,794	417,794
CARMEL PARTNERS INVESTMENT FUND V	FMV	28,212	28,212
CERBERUS INSTITUTIONAL REAL ESTATE (BLACKACRE)	FMV	12,237	12,237
CERBERUS INSTITUTIONAL REAL ESTATE II	FMV	311,710	311,710
CERBERUS INSTITUTIONAL REAL ESTATE III	FMV	435,807	435,807
GUGGENHEIM STRUCTURED REAL ESTATE III	FMV	121,075	121,075
SHORENSTEIN SRI VII REIT	FMV	125,660	125,660
SHORENSTEIN SRI VIII REIT	FMV	244,375	244,375
SHORENSTEIN SRI IX REIT	FMV	309,813	309,813
INTECH RISK MANAGED	FMV	3,997,312	3,997,312
PINNACLE EQUITY FUND	FMV	789,063	789,063
PINNACLE INTERNATIONAL	FMV	2,185,810	2,185,810
TCW WORLDWIDE OPPORTUNITY FUND	FMV	1,863,107	1,863,107

TY 2014 Land, Etc. Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE AND IMPROVEMENTS	22,422	8,146	14,276	14,276

TY 2014 Legal Fees Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	2,186	0		2,135

TY 2014 Other Assets Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ART	14,610	14,610	14,610
SECURITY DEPOSIT	1,947	1,947	1,947

TY 2014 Other Expenses Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	3,588	0		3,707
INSURANCE	4,457	0		4,457
BANK FEES	24,022	23,862		160
DUES AND SUBSCRIPTIONS	1,033	0		1,033
OTHER	6,512	0		6,505

TY 2014 Other Income Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ALTERNATIVE INVESTMENTS	489,498	330,031	489,498
OTHER INCOME	4	0	4

TY 2014 Other Increases Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Description	Amount
UNREALIZED GAINS	1,693,207
PRIOR PERIOD ADJUSTMENT	33

TY 2014 Other Professional Fees Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT	129,650	129,650		0
GRANT ADMINISTRATION	54,000	0		54,000
PASSTHROUGH INVESTMENT EXPENSES	215,224	213,092		0

TY 2014 Taxes Schedule

Name: ATWOOD FOUNDATION INC

EIN: 92-6002571

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	42,295	0		0
FOREIGN TAX	0	8,194		0