

Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

2016

Department of the Treasury
Internal Revenue Service

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 separate instructions is at www.irs.gov/form990pf.

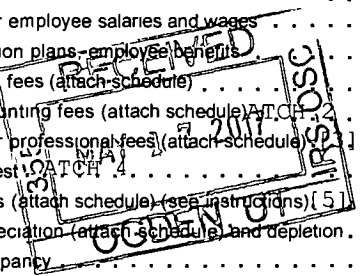
Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation WOODS CHARITABLE FUND, INC.		A Employer identification number 47-6032847
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (402) 436-5971
City or town, state or province, country, and ZIP or foreign postal code LINCOLN, NE 68508		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that apply		D 1 Foreign organizations, check here. <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation. <input type="checkbox"/>
<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>
H Check type of organization		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 32,648,312.		
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)		

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)	20.			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	584.	584.		
	4 Dividends and interest from securities	759,407.	759,407.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-558,671.			
	b Gross sales price for all assets on line 6a	1,802,923.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications			28,773.	
	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) ATCH. 1	23,990.	-16,113.			
12 Total. Add lines 1 through 11	225,330.	743,878.	28,773.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	131,164.			131,164.
	14 Other employee salaries and wages	216,054.			216,054.
	15 Pension plans-employee benefits	65,886.			65,886.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH. 2	11,105.	2,777.		8,328.
	c Other professional fees (attach schedule) ATCH. 3	286,536.	272,923.		13,613.
	17 Interest ATCH. 4	753.	753.		
	18 Taxes (attach schedule) (see instructions) [5]	112,072.	42,971.		23,998.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	61,184.			61,184.
	21 Travel, conferences, and meetings	1,068.			1,068.
	22 Printing and publications	1,674.			1,674.
	23 Other expenses (attach schedule) ATCH. 6	16,246.			16,246.
	24 Total operating and administrative expenses. Add lines 13 through 23.	903,742.	319,424.		539,215.
	25 Contributions, gifts, grants paid	1,137,700.			1,137,700.
26 Total expenses and disbursements. Add lines 24 and 25	2,041,442.	319,424.	0.	1,676,915.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,816,112.				
b Net investment income (if negative, enter -0-)		424,454.			
c Adjusted net income (if negative, enter -0-)			28,773.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	215,853.	97,563.	97,563.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ *		*	ATCH 7
		Less allowance for doubtful accounts ▶	7,000.		
	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) ATCH 8	28,269,441.	26,703,992.	32,550,749.
	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)	28,492,294.	26,801,555.	32,648,312.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons.			
	21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	28,492,294.	26,801,555.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	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)	28,492,294.	26,801,555.		
31	Total liabilities and net assets/fund balances (see instructions)	28,492,294.	26,801,555.		

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	28,492,294.
2	Enter amount from Part I, line 27a	2	-1,816,112.
3	Other increases not included in line 2 (itemize) ▶ ATCH 9	3	125,373.
4	Add lines 1, 2, and 3	4	26,801,555.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,801,555.

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 SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	-558,671.
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	{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))	
2015	1,892,503.	32,714,445.	0.057849	
2014	1,754,226.	33,163,048.	0.052897	
2013	1,712,947.	31,326,576.	0.054680	
2012	1,793,082.	29,061,950.	0.061699	
2011	1,843,674.	29,847,899.	0.061769	
2 Total of line 1, column (d)			2	0.288894
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	0.057779
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4	15,812,945.
5 Multiply line 4 by line 3.			5	913,656.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6	4,245.
7 Add lines 5 and 6.			7	917,901.
8 Enter qualifying distributions from Part XII, line 4. 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			8	1,676,915.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 35,858.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, expenditures, and asset requirements. Includes 'Yes' and 'No' columns.

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).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.WOODSCHARITABLE.ORG
14 The books are in care of TOM WOODS Telephone no (402) 436-5971 Located at 1248 O STREET, SUITE 1130 LINCOLN, NE ZIP+4 68508
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year. N/A 15
16 At any time during calendar year 2016, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country

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

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

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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)
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)? 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 2016?
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2016 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 2016)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2016?

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 propoganda, 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)? Yes 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? . . . ATCH 10 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? Yes 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? Yes 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
ATCH 11		131,164.	23,242.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		179,086.	29,126.	0.

Total number of other employees paid over \$50,000. Yes No

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
ATCH 13		272,923.
Total number of others receiving over \$50,000 for professional services		0.

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	15,805,684.
b	Average of monthly cash balances	1b	243,267.
c	Fair market value of all other assets (see instructions)	1c	4,800.
d	Total (add lines 1a, b, and c)	1d	16,053,751.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	16,053,751.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	240,806.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,812,945.
6	Minimum investment return. Enter 5% of line 5	6	790,647.

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	790,647.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	4,245.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,245.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	786,402.
4	Recoveries of amounts treated as qualifying distributions	4	28,773.
5	Add lines 3 and 4	5	815,175.
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	815,175.

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	1,676,915.
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	1,676,915.
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	4,245.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,672,670.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				815,175.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only,				
b Total for prior years 20 14 ,20 13 ,20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011	406,118.			
b From 2012	387,477.			
c From 2013				
d From 2014	93,356.			
e From 2015	306,678.			
f Total of lines 3a through e	1,193,629.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,676,915.				
a Applied to 2015, 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)				
d Applied to 2016 distributable amount.				815,175.
e Remaining amount distributed out of corpus. . .	861,740.			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	2,055,369.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				
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 2011 not applied on line 5 or line 7 (see instructions) . . .	406,118.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,649,251.			
10 Analysis of line 9				
a Excess from 2012 . . .	387,477.			
b Excess from 2013 . . .				
c Excess from 2014 . . .	93,356.			
d Excess from 2015 . . .	306,678.			
e Excess from 2016 . . .	861,740.			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

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

Table with 5 columns: (a) 2016, (b) 2015, (c) 2014, (d) 2013, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct of exempt activities), 2e (Qualifying distributions made directly for active conduct of exempt activities), 3 (Complete 3a, b, or c for the alternative test relied upon), 3a (Assets alternative test), 3b (Endowment alternative test), 3c (Support alternative test).

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

1 Information Regarding Foundation Managers:

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

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see 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

ATCH 14

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

SEE EXHIBIT 4

c Any submission deadlines

SEE EXHIBIT 3

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

SEE EXHIBIT 3

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE EXHIBIT 2				1,137,700.
Total				▶ 3a 1,137,700.
b Approved for future payment SEE EXHIBIT 5				263,000.
Total				▶ 3b 263,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income from real estate, Net rental income from personal property, Other investment income, Gain or (loss) from sales of assets other than inventory, Net income from special events, Gross profit from sales of inventory, and Other revenue.

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

Table with 2 columns: 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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 3 columns: Question ID, Yes, No. Rows include 1a(1), 1a(2), 1b(1) through 1b(6), and 1c.

Table with 4 columns: (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... 2b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Sign Here [Signature] 05/15/2017 PRESIDENT May the IRS discuss this return

Paid Preparer Use Only Print/Type preparer's name KRISTIN M. TYNON Preparer's signature [Signature] Firm's name BKD, LLP Firm's address 1248 O STREET, STE 1040 LINCOLN, NE

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
OTHER INCOME - RUSSELL CORE BOND FUND	-4,006.	-4,006.
OTHER INCOME - RUSSELL MULTI ASSET CORE	-12,052.	-12,052.
OTHER INCOME - WILLIAM BLAIR MEZZANINE	-80.	-80.
MISCELLANEOUS INCOME	25.	25.
EXCISE TAX REFUND	40,103.	
TOTALS	<u>23,990.</u>	<u>-16,113.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING	350.	88.		262.
AUDIT	10,755.	2,689.		8,066.
TOTALS	<u>11,105.</u>	<u>2,777.</u>		<u>8,328.</u>

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT ADVISORY FEE	272,923.	272,923.	
CONSULTANTS WEBSITE & GRANTS	13,613.		13,613.
TOTALS	<u>286,536.</u>	<u>272,923.</u>	<u>13,613.</u>

ATTACHMENT 4

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT INTEREST	753.	753.
TOTALS	<u>753.</u>	<u>753.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	23,998.		23,998.
FOREIGN TAXES	42,971.	42,971.	
FEDERAL EXCISE TAX	45,103.		
TOTALS	<u>112,072.</u>	<u>42,971.</u>	<u>23,998.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
MEMBERSHIPS & DUES	4,825.	4,825.
STAFF EXPENSES	313.	313.
OFFICE SUPPLIES	3,981.	3,981.
POSTAGE	198.	198.
INSURANCE	3,725.	3,725.
MISCELLANEOUS	551.	551.
DATA COMMUNICATIONS	2,653.	2,653.
TOTALS	<u>16,246.</u>	<u>16,246.</u>

ATTACHMENT 7

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

BORROWER: LEADERSHIP LINCOLN
 ORIGINAL AMOUNT: 40,000.
 INTEREST RATE: %
 DATE OF NOTE: 06/12/2013
 MATURITY DATE: 07/12/2017
 REPAYMENT TERMS: NO INTEREST, \$40,000 TO BE REPAYED BY 7/12/17
 SECURITY PROVIDED: NONE
 PURPOSE OF LOAN: FOR REDUCTION OF INTEREST-BEARING DEBT
 DESCRIPTION AND FMV OF CONSIDERATION: PROGRAM RELATED INVESTMENT

BEGINNING BALANCE DUE 7,000.

ENDING BALANCE DUE _____

ENDING FAIR MARKET VALUE _____

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 7,000.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE _____

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE _____

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
OTHER INVESTMENTS	26,703,992.	32,550,749.
TOTALS	<u>26,703,992.</u>	<u>32,550,749.</u>

ATTACHMENT 9

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
GRANT RECOVERIES	28,773.
BOOK/TAX TIMING DIFFERENCE IN PARTNERSHIP INVESTMENT	96,600.
TOTAL	<u>125,373.</u>

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		EXHIBIT 1				P	-558,671.	
TOTAL GAIN(LOSS)							<u>-558,671.</u>	

ATTACHMENT 10

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: SEE EXHIBIT 6
GRANTEE'S ADDRESS:
CITY, STATE & ZIP:
GRANT DATE:
GRANT AMOUNT:
GRANT PURPOSE:
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS:
VERIFICATION DATE:
RESULTS OF VERIFICATION:

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MICHAEL TAVLIN 1248 O STREET, STE 1130 LINCOLN, NE 68508	ASSISTANT TREASURER 1.00	2,000.	0.	0.
CARL ESKRIDGE 1248 O STREET, STE 1130 LINCOLN, NE 68508	DIRECTOR 1.00	3,100.	0.	0.
HANK WOODS 1248 O STREET, STE 1130 LINCOLN, NE 68508	TREASURER 1.00	0.	0.	0.
NELLE WOODS JAMISON 1248 O STREET, STE 1130 LINCOLN, NE 68508	DIRECTOR 1.00	3,100.	0.	0.
DONNA WOODS 1248 O STREET, STE 1130 LINCOLN, NE 68508	CHAIR 1.00	0.	0.	0.
CANDICE HOWELL 1248 O STREET, STE 1130 LINCOLN, NE 68508	DIRECTOR 1.00	3,100.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ORVILLE JONES 1248 O STREET, STE 1130 LINCOLN, NE 68508	VICE CHAIR 1.00	3,100.	0.	0.
ERNIE CASTILLO 1248 O STREET, STE 1130 LINCOLN, NE 68508	DIRECTOR 1.00	3,100.	0.	0.
TOM WOODS 1248 O STREET, STE 1130 LINCOLN, NE 68508	PRESIDENT/SECRETARY 40.00	113,664.	23,242.	0.
	GRAND TOTALS	<u>131,164.</u>	<u>23,242.</u>	<u>0.</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>
JOANN STOLLE 1248 O STREET, STE 1130 LINCOLN, NE 68508	OPERATIONS MANAGER 40.00	105,656.	12,581.
KATHY STEINAUER SMITH 1248 O STREET, STE 1130 LINCOLN, NE 68508	INVESTMENT DIRECTOR 40.00	73,430.	16,545.
	TOTAL COMPENSATION	<u>179,086.</u>	<u>29,126.</u>

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

ATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
RUSSELL INVESTMENT GROUP 1301 SECOND AVENUE, 18TH FLOOR SEATTLE, WA 98101	INVESTMENT SERVICES	272,923.
	TOTAL COMPENSATION	<u>272,923.</u>

ATTACHMENT 14

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

SEE EXHIBIT 3

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 15

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
OTHER INCOME - RUSSELL CORE BOND FUND			14	-4,006.	
OTHER INCOME - RUSSELL MULTI ASSET CORE			14	-12,052.	
OTHER INCOME - WILLIAM BLAIR MEZZANINE			14	-80.	
MISCELLANEOUS INCOME			14	25.	
EXCISE TAX REFUND			14	40,103.	
TOTALS				<u>23,990.</u>	

Woods Charitable Fund, Inc.
Summary of Capital Gains & Losses
Form 990-PF Page 1, Line 6a
12/31/2016

	<u>Proceeds</u>	<u>Book Basis</u>	<u>Gain/Loss</u>
Frank Russell Net Capital Gain	1,802,923	1,565,300	237,623
Book/Tax Differences for Frank Russell Net Capital Gain			(196,839)
William Blair Mezzanine Net Capital Gain			-
Book/Tax Differences for Russell Core Bond Fund			78,967
Book/Tax Differences for Russell Multi Asset Core Fund			(678,422)
Net Capital Gain to Page 1 Line 6a			<u>(558,671)</u>

WOODS CHARITABLE FUND, INC.
GRANTS PAID
January 1, 2016-December 31, 2016

Category/Organization/Address	Recipient Status	Purpose of Grant	Amount Paid
ARTS AND CULTURE			
Colonel Mustard Amateur Attic Theatre Company, Lincoln, NE	PC	General operating	5,000
Fiesta Mexicana of the Heartlands, Lincoln, NE	PC	General operating, strategic planning, leadership development	5,700
Flatwater Shakespear Company, Lincoln, NE	PC	General operating	12,500
Hear Nebraska, Inc., Lincoln, NE	PC	General operating	20,000
Lincoln Arts Council, Lincoln, NE	PC	Toward "Art Makes Me SmArt" program	20,000
Lincoln Orchestra Association, Lincoln, NE	PC	Support for "Family Literacy Partnership" program	10,000
Lux Center for the Arts, Lincoln, NE	PC	Toward the "Operations Manager" staff position	25,000
Meadowlark Music Festival, Lincoln, NE	PC	For the 2017 Summer Music Festival	10,000
Mid-America Arts Alliance, Kansas City, MO	PC	Training workshops for Nebraskan artists and arts organizations	8,000
Nebraska Art Association, Lincoln, NE	PC	General operating	5,000
Nebraska Brass, Inc., Lincoln, NE	PC	To support "Brass Goes to School" an educational outreach program	2,500
Nebraska Writers Collective, Lincoln, NE	PC	For "Louder Than A Bomb" performance poetry program	15,000
University of Nebraska-Lincoln, Great Plains Art Museum, Lincoln, NE	PC	For the "Contemporary Indigeneity: Spiritual Borderlands" exhibition	8,000
Subtotal			146,700
CIVIC AND COMMUNITY			
ACLU Nebraska Foundation, Inc., Lincoln, NE	PC	For promotional project marking the 50th anniversary of the organization	5,000
Leadership Lincoln, Inc., Lincoln, NE	PC	For the new "Communications Specialist" position	20,000
Legal Aid of Nebraska, Lincoln, NE	PC	General operating	25,000
Lincoln Community Foundation, Lincoln, NE	PC	Toward the production of the "Vital Signs" report	1,000
Nebraska Applesseed Center for Law in the Public Interest, Inc., Lincoln, NE	PC	For startup expenses for the Nebraska Civic Engagement Table	30,000
Nebraska Bicycling Alliance, Lincoln, NE	PC	For leadership support to cultivate a more bicycle-friendly state	10,000
Nebraskans for Civic Reform, Lincoln, NE	PC	Support for a "Legal Director of Voting Rights" position	20,000
Neighborhoods, Inc. (dba NeighborWorks Lincoln), Lincoln, NE	PC	Staffing for community-building and neighborhood project development	30,000
OpenSky Policy Institute, Lincoln, NE	PC	For temporary staffing to research health-related topics	15,000
Sunrise Communications Inc (dba KZUM Radio), Lincoln, NE	PC	General operating	20,000
VolunteerLinc, Lincoln, NE	PC	General operating	20,000
Subtotal			196,000
EDUCATION			
Bright Lights, Inc., Lincoln, NE	PC	General operating	8,000
Dimensions Educational Research Foundation, Lincoln, NE	PC	Toward "Nature Explore" outdoor classroom at Cedars Northbridge Center	50,000
Educare of Lincoln, Lincoln, NE	PC	For before- and after-school care for research-based childcare program	20,000
Lincoln Children's Museum, Lincoln, NE	PC	To staff club activity at elementary schools' "Community Learning Centers"	1,000
Lincoln Housing Chartes, Lincoln, NE	SO I	For "Expanding Horizons" summer enrichment program	4,500
Lincoln Literacy Council, Lincoln, NE	PC	General operating	30,000
Lincoln Public Schools, Lincoln, NE	PC	"Community LINKS" programs	94,000
Nebraska Human Resources Research Foundation, Inc., Lincoln, NE	PC	For doctoral assistantship with program operations	20,000
Northeast Family Resource Center, Lincoln, NE	PC	For quality assessment and accreditation of their "Early Learning Center"	12,500
Spring Creek Prairie Audubon Center, Lincoln, NE **	PC **	For the Center's 2017 summer education programs	20,000
Univ of NE-Lincoln, Center for Research on Children, Families, Youth & Schools, Lincoln, NE	PC	"Building Bridges Through Relationships" dropout prevention program	30,000
Subtotal			290,000
HUMAN SERVICES			
Asian Community and Cultural Center, Lincoln, NE	PC	General operating	25,000
Boys and Girls Clubs of Lincoln Lancaster County, Lincoln, NE	PC	General operating	10,000
CASA for Lancaster County	PC	For the "Development Director" position	12,500
Cedars Youth Services, Lincoln, NE	PC	For "Bridges Transitional Living Program" supervised living for youth	30,000
Center for People in Need, Inc., Lincoln, NE	PC		20,000
Community Action Partnership of Lancaster and Saunders Counties, Lincoln, NE	PC	Toward "Individual Development Account" program for financial literacy	10,000
Food Bank of Lincoln, Inc., Lincoln, NE	PC	Toward "High School Food Markets" program	20,000
Fresh Start, Inc., Lincoln, NE	PC	General operating	19,000
Girl Scouts-Spirit of Nebraska, Lincoln, NE	PC	For outreach programs serving girls in Lincoln and Lancaster County	20,000
Heartland Big Brothers Big Sisters, Lincoln, NE	PC	General operating	30,000
Karen Society of Nebraska, Inc., Lincoln, NE	PC	For "Office Coordinator" position	5,000
Lincoln Bike Kitchen, Lincoln, NE	PC	General operating and leadership support	8,000
Lincoln Lancaster County Child Advocacy Center, Lincoln, NE	PC	Support for the "Training and Prevention Director" position	10,000
Lincoln Lancaster County Human Services Federation, Inc., Lincoln, NE	PC	General operating	10,000
Lincoln YWCA, Lincoln, NE	PC	General operating	25,000
Lutheran Family Services of Nebraska, Inc., Lincoln, NE	PC	For two "Mental-Health Therapist" positions serving vulnerable children	25,000
Malone Community Center, Lincoln, NE	PC	For "Culler Summer Investigators" program	10,000
Malone Community Center, Lincoln, NE	PC	General Operating	20,000
Malone Community Center, Lincoln, NE	PC	"Out-of-School" program coordinator position	20,000
Matt Talbot Kitchen & Outreach, Inc., Lincoln, NE	PC	Toward the "Director of Business & Finance" position	27,500
Mourning Hope, Lincoln, NE	PC	For outreach services for grieving children	15,000
Outlinc, Inc., Lincoln, NE	PC	Toward "Salesforce" a donor/volunteer database system	6,000
Planned Parenthood of the Heartland, Inc., Lincoln, NE	PC	In support of advocacy staffing in Lincoln	20,000
TeamMates Mentoring Program, Lincoln, NE **	PC **	Support for TeamMates recruitment research project	5,000
University of Nebraska-Lincoln, Center on Children, Families and the Law, Lincoln, NE	PC	To study/improve communication of birth parents and child caretakers	12,000
University of Nebraska-Lincoln, Department of Psychology, Lincoln, NE	PC	"Project SAFE" mental health services for sexual abuse victims/families	25,000
Voices for Children in Nebraska, Omaha, NE	PC	For website & interactive presentation of "Kids Count in Nebraska" report	10,000
Voices of Hope of Lincoln, Inc., Lincoln, NE	PC	To increase staffing for work with threat assessment teams in Lincoln	35,000
Wellbeing Initiative, Inc., Lincoln, NE	PC	Staffing at "The Orchard" a center for adults with mental health challenges	20,000
Subtotal			505,000
TOTAL GRANTS PAID			\$ 1,137,700

**Note: These recipient organizations are covered under a group exemption letter. Therefore, the status for these organizations was determined based on the central organization that holds the group exemption letter.

WOODS CHARITABLE FUND, INC.
2016 Grants Approved with Payments Due in Future Years
December 31, 2016

Organization	Date Approved	Amount Approved	Paid to Date	Payable 2017 & Beyond
Flatwater Shakespeare Company	5/11/16	25,000	12,500	12,500
Lincoln Children's Museum	5/11/16	2,000	1,000	1,000
Lincoln Literacy Council	5/11/16	60,000	30,000	30,000
Neighborhoods, Inc. (dba NeighborWorks Lincoln)	5/11/16	60,000	30,000	30,000
University of Nebraska-Lincoln, Center on Children, Families and the Law	5/11/16	24,000	12,000	12,000
Lutheran Family Services of Nebraska, Inc.	5/11/16	45,000	25,000	20,000
Asian Community and Cultural Center	11/9/16	45,000	25,000	20,000
CASA for Lancaster County	11/9/16	22,500	12,500	10,000
Community Action Partnership of Lancaster and Saunders Counties	11/9/16	30,000	10,000	20,000
Leadership Lincoln, Inc.	11/9/16	30,000	20,000	10,000
Lincoln Lancaster County Habitat for Humanity, Inc	11/9/16	20,000		20,000
Matt Talbot Kitchen & Outreach, Inc	11/9/16	55,000	27,500	27,500
Nebraska Bicycling Alliance	11/9/16	20,000	10,000	10,000
Nebraska Humanities Council	11/9/16	40,000		40,000
TOTAL OUTSTANDING COMMITMENTS		\$ 478,500	\$ 215,500	\$ 263,000

WOODS CHARITABLE FUND, INC.

FORM 990PF
2016

#47-6032847

PAGE 6, PART VII B, QUESTION 5(c)

STATEMENT OF EXPENDITURE RESPONSIBILITY

- (a) Grantee:
Friends of Woods Tennis, Inc.

Fiscal Agent: Lincoln Parks Foundation
2740 A Street, Box 201
Lincoln, NE 68502
- (b) Granted:
Paid a grant of \$200,000 on December 29, 2015
- (c) Purpose of Grant:
For Phase 1 of Taking the Game to the Community Capital Campaign for the construction of a permanent in-door tennis facility for the community to include public meeting space and to expand upon the already existing public art displays at the tennis court site. The facility also collaborates with Lincoln Public Schools and 15 Community Learning Centers offering free use of the tennis courts during the school's tennis season and summer outreach programs to needy youth ages 4-18 years of age.
- (d) Amount Expended by Grantee:
Since the grant was paid out on December 29, 2015, Woods Charitable Fund has not received a fiscal report to date, 4/28/2017.
- (e) Diversion of Funds:
The signed grant agreement form stated that no portion of the funds may be used to support lobbying purposes and that the proceeds of this grant must be deposited in an account explicitly for the project, not to be co-mingled with other funds for other purposes.
- (f) Report Received from the Grantee:
Woods has not yet received a written account of activities and expenditures for this grant which report is due at this time.
- (g) Administration will complete an examination of the grantee's progress when it becomes available and will verify expenditures at that time to insure the funds are expended solely for the purpose for which it was approved.

ALL INFORMATION REGARDING THIS TRANSACTION IS AVAILABLE UPON REQUEST AT WOODS' ADDRESS: 1248 O STREET, LINCOLN, NEBRASKA 68508.

WOODS CHARITABLE FUND, INC.

FORM 990PF
2016

#47-6032847

PAGE 6, PART VII B, QUESTION 5(c)

STATEMENT OF EXPENDITURE RESPONSIBILITY

- (a) Grantee:
Produce from the Heart

Fiscal Agent. Center for People in Need
3901 North 27th Street
Lincoln, NE 68521
- (b) Granted:
Paid a grant of \$30,000 on November 24, 2015
- (c) Purpose of Grant:
For general operating expenses for this start-up group, transitioning from volunteer worker status to a 501(c)(3) organization, that gathers food from various sources to distribute to the needy and hungry. The grant is not to be used for purchase of vehicle or other equipment but explicitly according to the line item expenses in the project budget.
- (d) Amount Expended by Grantee:
The grant to Produce from the Heart was not fully expended as per report of November 30, 2016. On January 20, 2017, Woods received a refund of the unused portion of the grant in the amount of \$11,245.85. The grant was closed on receipt of the remaining funds.
- (e) Diversion of Funds:
The grantee has not diverted any portion of the funds from the purpose of the grant to the knowledge of the Directors of the Woods Charitable Fund, Inc.
- (f) Report Received from the Grantee:
Woods received a written account of activities and expenditures for this grant on November 30, 2016.
- (g) Administration has completed an examination of the grantee's activities and verifies that funds were expended solely for the purpose for which the grant was approved

ALL REPORTING REGARDING THIS TRANSACTION IS AVAILABLE UPON REQUEST AT WOODS' ADDRESS. 1248 O STREET, SUITE 1130, LINCOLN, NEBRASKA 68508.