

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
2017
Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

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 W NORTHERN LIGHTS BLVD NO 412	Room/suite	B Telephone number (see instructions) (907) 743-2800
City or town, state or province, country, and ZIP or foreign postal code ANCHORAGE, AK 99503		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 39,977,928	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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)	500,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	9	9		
	4 Dividends and interest from securities	1,264,662	1,264,331		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,280,893			
	b Gross sales price for all assets on line 6a	5,680,615			
	7 Capital gain net income (from Part IV, line 2)		2,928,482		
	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)	-383,041	10,760			
12 Total. Add lines 1 through 11	3,662,523	4,203,582			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	60,000	0		55,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	20,535	16,428		3,949
	c Other professional fees (attach schedule)	414,640	411,085		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	60,179	12,773		0
	19 Depreciation (attach schedule) and depletion	1,593	0		
	20 Occupancy	24,553	0		24,500
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	51,905	28,283		20,101
	24 Total operating and administrative expenses. Add lines 13 through 23	633,405	468,569		103,550
	25 Contributions, gifts, grants paid	1,470,598			1,470,598
26 Total expenses and disbursements. Add lines 24 and 25	2,104,003	468,569		1,574,148	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,558,520				
b Net investment income (if negative, enter -0-)		3,735,013			
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	2,463,427	3,610,036	3,610,036
	3 Accounts receivable ▶ <u>60,000</u>			
	Less allowance for doubtful accounts ▶ _____	365,648	60,000	60,000
	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)	10,500,924	12,086,812	12,086,812
	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)	21,237,328	24,194,627	24,194,627	
14 Land, buildings, and equipment basis ▶ <u>16,667</u>				
Less accumulated depreciation (attach schedule) ▶ <u>6,771</u>	11,487	9,896	9,896	
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)	34,595,371	39,977,928	39,977,928	
Liabilities	17 Accounts payable and accrued expenses	10,850	9,364	
	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)	10,850	9,364	
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	34,584,521	39,968,564	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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)	34,584,521	39,968,564		
31 Total liabilities and net assets/fund balances (see instructions) .	34,595,371	39,977,928		

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	34,584,521
2 Enter amount from Part I, line 27a	2	1,558,520
3 Other increases not included in line 2 (itemize) ▶ _____	3	3,825,523
4 Add lines 1, 2, and 3	4	39,968,564
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	39,968,564

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 PUBLICLY TRADED SECURITIES				
b ALTERNATIVE INVESTMENTS		P		
c CAPITAL GAINS DIVIDENDS		P		
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 3,801,694		2,752,133	1,049,561	
b 1,827,462			1,827,462	
c 51,459			51,459	
d				
e				
(i) F M V as of 12/31/69			(j) Adjusted basis as of 12/31/69	
(k) Excess of col (i) over col (j), if any			(l) Gain or (loss) col (k), but not less than -0- or Losses (from col (h))	
a			1,049,561	
b			1,827,462	
c			51,459	
d				
e				
2 Capital gain net income or (net capital loss)			2	2,928,482
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))
2016	1,410,433	32,437,297	0.043482
2015	1,503,230	33,318,116	0.045117
2014	1,326,249	32,098,703	0.041318
2013	1,771,767	28,144,968	0.062951
2012	1,028,852	24,295,246	0.042348
2 Total of line 1, column (d)			2 0.235216
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 0.047043
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 36,636,786
5 Multiply line 4 by line 3			5 1,723,504
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 37,350
7 Add lines 5 and 6			7 1,760,854
8 Enter qualifying distributions from Part XII, line 4			8 1,574,148

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 instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	74,700
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	74,700
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	74,700
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	74,937
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	0
7	Total credits and payments Add lines 6a through 6d.	7	74,937
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
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	237
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 237 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)? <i>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</i>	1b	No
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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	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? <i>If "No," attach explanation</i> .	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 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> 	10	Yes

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, donor advised funds, public inspection requirements, and books in care.

Located at 301 W 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.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here. ▶			5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			6b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. 0

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 W NORTHERN LIGHTS BLVD 412 ANCHORAGE, AK 99503	INVESTMENT MANAGEMENT	172,313

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	11,885,274
b	Average of monthly cash balances.	1b	2,143,609
c	Fair market value of all other assets (see instructions).	1c	23,165,824
d	Total (add lines 1a, b, and c).	1d	37,194,707
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	37,194,707
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	557,921
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	36,636,786
6	Minimum investment return. Enter 5% of line 5.	6	1,831,839

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	1,831,839
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	74,700
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	74,700
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,757,139
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,757,139
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	1,757,139

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	1,574,148
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,574,148
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	1,574,148

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				1,757,139
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.	281,422			
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	281,422			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 1,574,148				
a Applied to 2016, 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 2017 distributable amount.				1,574,148
e Remaining amount distributed out of corpus				0
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	182,991			182,991
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	98,431			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	98,431			
10 Analysis of line 9				
a Excess from 2013.	98,431			
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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 2017, 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) 2017	(b) 2016	(c) 2015	(d) 2014	
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 W 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				1,470,598
b Approved for future payment ALASKA PACIFIC UNIVERSITY 4101 UNIVERSITY DRIVE ANCHORAGE, AK 99508		PC	RESTORATION OF ATWOOD CENTER BUILDING	240,000
UNIVERSITY OF ALASKA FOUNDATION 1815 BRAGAW STREET SUITE 203 ANCHORAGE, AK 99508		PC	JOURNALISM CHAIR ENDOWMENT	400,000
Total ▶ 3b				640,000

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

Part XVII

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

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	*****	2018-11-12	*****
	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 <input type="checkbox"/>	PTIN	
	WENDY CAMPOS		2018-11-11		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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
EDWARD RASMUSON 301 W NORTHERN LIGHTS BLVD 412 ANCHORAGE, AK 99503	CHAIRMAN 1 50	0	0	0
DAVID TOBIN 301 W NORTHERN LIGHTS BLVD 412 ANCHORAGE, AK 99503	VICE CHAIRMAN 0 50	0	0	0
NANCY HARBOUR 301 W NORTHERN LIGHTS BLVD 412 ANCHORAGE, AK 99503	TREASURER 1 50	0	0	0
CAROLYN HEYMAN-LAYNE 301 W NORTHERN LIGHTS BLVD 412 ANCHORAGE, AK 99503	SECRETARY 0 50	0	0	0
SPENCER SHROYER 301 W NORTHERN LIGHTS BLVD 412 ANCHORAGE, AK 99503	DIRECTOR 0 50	0	0	0
MARIA DOWNEY 301 W NORTHERN LIGHTS BLVD 412 ANCHORAGE, AK 99503	DIRECTOR 0 50	0	0	0
NATASHA VON IMHOF 301 W NORTHERN LIGHTS BLVD 412 ANCHORAGE, AK 99503	DIRECTOR 0 50	0	0	0
IRA PERMAN 301 W NORTHERN LIGHTS BLVD 412 ANCHORAGE, AK 99503	MANAGER 18 00	55,000	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ADP COMMUNITY SERVICES 333 WEST FOURTH AVENUE SUITE 317 ANCHORAGE, AK 99501		PC	POP-UP SHAKESPEARE IN DOWNTOWN ANCHORAGE	14,846
AK HISTORICAL SOCIETY PO BOX 100299 ANCHORAGE, AK 99510		PC	150TH ANNIVERSARY	20,000
AK HISTORICAL SOCIETY PO BOX 100299 ANCHORAGE, AK 99510		PC	RUSSIA TOUR BY ALASKAN PERFORMING ARTISTS FOR PEACE	14,000
Total 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALASKA AIR SHOW ASSOCIATION PO BOX 6175 JBER, AK 99506		PC	ARCTIC THUNDER 2018	22,000
ALASKA ARTS SOUTHEAST INC PO BOX 3086 SITKA, AK 99835		PC	SITKA FINE ARTS CAMP	15,000
ALASKA AVIATION HERITAGE MUSEUM 4721 AIRCRAFT DRIVE ANCHORAGE, AK 99502		PC	PURCHASE AND INSTALLATION OF AN HVAC SYSTEM FOR COLLECTIONS VAULT	26,672
Total				1,470,598
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALASKA CHAMBER SINGERS PO BOX 102055 ANCHORAGE, AK 99510		PC	SMALL REGRANTS TO ASD CLASSROOM ART PROJECTS	7,500
ALASKA COMMUNITY FOUNDATION 3201 C STREET SUITE 110 ANCHORAGE, AK 99503		PC	GENERAL OPERATING EXPENSES	5,000
ALASKA DANCE THEATRE 550 EAST 33RD AVENUE ANCHORAGE, AK 99503		PC	PERFORMING COMPANY SUPPORT FOR 2017/18	17,500
Total			▶	1,470,598
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALASKA HUMANITIES FORUM 421 WEST FIRST AVENUE SUITE 200 ANCHORAGE, AK 99501		PC	LEADERSHIP ANCHORAGE 21 CLASS OF 2018	10,000
ALASKA JUNIOR THEATER 430 WEST SEVENTH AVENUE SUITE 30 ANCHORAGE, AK 99501		PC	BUSSING TO TRANSPORT 40,000 STUDENTS TO AJTS 2017/18 SEASON AT THE ACPA	45,000
ALASKA NATIVE HERITAGE CENTER 8800 HERITAGE CENTER DRIVE ANCHORAGE, AK 99504		PC	MASTER ARTISTS AND MASTER ARTIST APPRENTICESHIPS PROGRAM	14,000
Total ▶ 3a				1,470,598

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALASKA PACIFIC UNIVERSITY 4101 UNIVERSITY DRIVE ANCHORAGE, AK 99508		PC	ATWOOD DISTINGUISHED SCHOLAR PROGRAM	175,000
ALASKA PUBLIC TELECOMMUNICATIONS 3877 UNIVERSITY DRIVE ANCHORAGE, AK 99515		PC	ENERGY ISSUES DESK	15,000
ALASKA SCHOOL ACTIVITIES ASSOCIATION 4048 LAUREL STREET SUITE 203 ANCHORAGE, AK 99507		PC	ALL STATE SCHOOL MUSIC FESTIVALS	12,000
Total ▶ 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALASKA STRING CAMPSPO BOX 770057 ANCHORAGE, AK 99577				
ALASKA THEATRE OF YOUTH PO BOX 101212 ANCHORAGE, AK 99510				
ALASKA WILDLIFE CONSERVATION CENTER PO BOX 949 GIRDWOOD, AK 99587				
Total 3a	▶			1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALASKA WORLD AFFAIRS COUNCIL 406 G STREET SUITE 207 ANCHORAGE, AK 99501		PC	UPDATE FUNDRAISING MATERIALS AND EQUIPMENT	17,500
ALASKA YOUTH ORCHESTRAS PO BOX 240541 ANCHORAGE, AK 99524		PC	MUSIC COACHING PROGRAM	12,000
ALASKA ZOO4731 OMALLEY ROAD ANCHORAGE, AK 99507		PC	POLAR BEAR TRANSITION CENTER	12,500
Total ▶ 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALASKAN SCOTTISH CLUB PO BOX 244416 ANCHORAGE, AK 99524			PC PIPE AND DRUM BAND TO ALASKA FOR HIGHLAND GAMES & PERFORMANCE AND EDUCATION	10,000
ANCHORAGE CLASSICAL BALLET ACADEMY 501 WEST INTL AIRPORT ROAD SUITE 22 ANCHORAGE, AK 99518			PC SUMMER BALLET INTENSIVE SCHOLARSHIPS, GUEST ARTIST TRAVEL	6,000
ANCHORAGE COMMUNITY CONCERT BAND PO BOX 140615 ANCHORAGE, AK 99514			PC FREE HOLIDAY CONCERT AT ACPA	4,000
Total 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANCHORAGE COMMUNITY LAND TRUST 161 KLEVIN STREET SUITE 204 ANCHORAGE, AK 99508		PC	MOUNTAIN VIEW AND FAIRVIEW ART MURALS	10,000
ANCHORAGE COMMUNITY THEATRE 1133 EAST 70TH AVENUE ANCHORAGE, AK 99518		PC	SPRING AND FALL 2017 PRODUCTION AND OUTREACH EXPENSES	12,000
ANCHORAGE CONCERT ASSOCIATION 430 WEST SEVENTH AVENUE SUITE 200 ANCHORAGE, AK 99501		PC	COMMUNITY ENGAGEMENT ACTIVITIES FOR 2017/18	40,000
Total				1,470,598
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANCHORAGE CONCERT CHORUS PO BOX 100364 ANCHORAGE, AK 99510		PC	FALL CONCERT OCTOBER 2017	15,000
ANCHORAGE FAIRS AND FESTIVALS 1100 EAST THIRD AVENUE ANCHORAGE, AK 99501		PC	FOURTH AVENUE THEATRE 70TH ANNIVERSARY COMMEMORATION	12,500
ANCHORAGE FESTIVAL OF MUSIC PO BOX 100272 ANCHORAGE, AK 99510		PC	MARCH 2018 CONCERT AND MASTERCLASSES	8,000
Total ▶ 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANCHORAGE FINE ARTS SOCIETY 6910 CATINE CIRCLE ANCHORAGE, AK 99507				
ANCHORAGE INTERNATIONAL FILM FESTIVAL 200 WEST 34TH AVENUE SUITE 14 ANCHORAGE, AK 99503				
ANCHORAGE MUSEUM ASSOCIATION 625 C STREET ANCHORAGE, AK 99501				
Total 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANCHORAGE OPERA1507 SPAR AVENUE ANCHORAGE, AK 99501		PC	GENERAL SUPPORT FOR 2017/18 SEASON	50,000
ANCHORAGE OPERA1507 SPAR AVENUE ANCHORAGE, AK 99501		PC	CHALLENGE GRANT MATCH	25,000
ANCHORAGE PARK FOUNDATION 3201 C STREET SUITE 110 ANCHORAGE, AK 99503		PC	CEMETERY BELL TOWER	20,000
Total ▶ 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANCHORAGE SYMPHONY ORCHESTRA 400 D STREET SUITE 230 ANCHORAGE, AK 99501		PC	GENERAL SUPPORT FOR 2017/18 SEASON	70,000
ASIAN ALASKAN CULTURAL CENTER PO BOX 243032 ANCHORAGE, AK 99524		PC	ASIAN CULTURE NIGHT AT THE ACPA FOLKLORICO FILIPINO DANCE GROUP	10,000
COVENANT HOUSE OF ALASKA PO BOX 100620 ANCHORAGE, AK 99510		PC	TICKETS TO ACPA EVENTS FOR HOMELESS YOUTH	8,000
Total ▶ 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CYRANO'S THEATER COMPANY 3800 DEBARR ROAD ANCHORAGE, AK 99508		PC	GENERAL SUPPORT FOR 2017	35,000
CYRANO'S THEATER COMPANY 3800 DEBARR ROAD ANCHORAGE, AK 99508		PC	ROOF, FLOOR REPAIRS TO GRANDVIEW GARDENS THEATRE	26,000
ENGINE 557 RESTORATION COMPANY PO BOX 875360 WASILLA, AK 99687		PC	CONTINUED RESTORATION OF LOCOMOTIVE ENGINE #557	5,000
Total ▶ 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FORAKER GROUP 161 KLEVIN STREET SUITE 101 ANCHORAGE, AK 99508		PC	CAPACITY BUILDING FOR SMALL ARTS ORGANIZATIONS PHASE 2	14,080
GIRDWOOD ART INSTITUTE PO BOX 1034 GIRDWOOD, AK 99587		PC	GIRDWOOD FINE ARTS CAMP	3,000
INSTITUTE OF THE NORTH 715 L STREET SUITE 300 ANCHORAGE, AK 99501		PC	NORTH BY NORTH ARTS FESTIVAL	15,000
Total				1,470,598
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KENAI PENINSULA COLLEGE 533 EAST PIONEER AVENUE HOMER, AK 99603		PC	GENERAL SUPPORT FOR 2017 - KACHEMAK BAY CAMPUS	5,000
KEYS TO LIFE 200 WEST 34TH AVENUE SUITE 902 ANCHORAGE, AK 99503		PC	THE LULLABY PROJECT AT HILAND MOUNTAIN WOMENS CORRECTIONAL INSTITUTE	11,000
KOAHNIC BROADCAST CORPORATION 3600 SAN JERONIMO DRIVE SUITE 480 ANCHORAGE, AK 99508		PC	COVERAGE OF THE NATIVE YOUTH OLYMPICS AND AMERICAN GRADUATE PROGRAM	10,000
Total ▶ 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MABEL T CAVERLY SENIOR CENTER 911 WEST 8TH AVENUE SUITE 104 ANCHORAGE, AK 99501		PC	VAN GAS AND MAINTENANCE	5,000
MOMENTUM DANCE COLLECTIVE PO BOX 230291 ANCHORAGE, AK 99523		PC	FINAL PRODUCTION OF SEASON 8	12,000
NORTHERN CULTURE EXCHANGE 645 G STREET ANCHORAGE, AK 99501		PC	ALASKA INDEPENDENT MUSICIANS INITIATIVE	6,000
Total 3a				1,470,598


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTHERN CULTURE EXCHANGE 645 G STREET ANCHORAGE, AK 99501		PC	SPENARD JAZZ FESTIVAL	11,000
PERSEVERANCE THEATER 914 THIRD STREET DOUGLAS, AK 99824		PC	GENERAL SUPPORT FOR 2017/18 SEASON	45,000
PERSEVERANCE THEATER 914 THIRD STREET DOUGLAS, AK 99824		PC	2018 ANCHORAGE PERFORMANCES OF "SNOW CHILD"	25,000
Total ▶ 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PULSE DANCE COMPANY 2422 EAST TUDOR ROAD ANCHORAGE, AK 99503		PC	GENERAL SUPPORT FOR 2017/18 SEASON	17,000
SALVATION ARMY - ALASKA DIVISION 143 EAST NINTH AVENUE ANCHORAGE, AK 99501		PC	KING'S LAKE CAMP	10,000
SITKA SUMMER MUSIC FESTIVAL PO BOX 3333 SITKA, AK 99835		PC	AUTUMN AND WINTER CONCERTS IN ANCHORAGE	14,000
Total ▶ 3a				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SPIRIT OF YOUTH 203 WEST 15TH AVENUE SUITE 103 ANCHORAGE, AK 99501			PC SPIRIT OF YOUTH FINE ARTS AWARD	4,000
STORYKNIFE WRITERS RETREAT PO BOX 75 HOMER, AK 99603			PC WOMEN WRITERS' CABIN NAMED FOR EVANGELINE ATWOOD	50,000
TURNAGAIN COMMUNITY ARTS ALLIANCE 4105 EAST TURNAGAIN BOULEVARD SUITE L ANCHORAGE, AK 99517			PC SCHOLARSHIPS FOR MUSIC, ART & PHOTOGRAPHY LESSONS	2,000
Total 3a 				1,470,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF ALASKA FOUNDATION 1815 BRAGAW STREET SUITE 203 ANCHORAGE, AK 99508		PC	ELAINE ATWOOD JOURNALISM SCHOLARSHIP	16,000
UNIVERSITY OF ALASKA FOUNDATION 1815 BRAGAW STREET SUITE 203 ANCHORAGE, AK 99508		PC	ENDOWING UAA ATWOOD CHAIR OF JOURNALISM	10,000
UNIVERSITY OF ALASKA FOUNDATION 1815 BRAGAW STREET SUITE 203 ANCHORAGE, AK 99508		PC	UAA THEATRE & DANCE DEPARTMENT	225,000
Total ▶ 3a				1,470,598

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF ALASKA FOUNDATION 1815 BRAGAW STREET SUITE 203 ANCHORAGE, AK 99508		PC	DEBATE DEVELOPMENT FUND FOR MIDDLE AND HIGH SCHOOLS	8,000
UNIVERSITY OF ALASKA FOUNDATION 1815 BRAGAW STREET SUITE 203 ANCHORAGE, AK 99508		PC	STUDENT PHILANTHROPY AWARDS PROJECT	2,500
Total ▶ 3a				1,470,598

TY 2017 Accounting Fees Schedule**Name:** ATWOOD FOUNDATION INC**EIN:** 92-6002571**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	20,535	16,428		3,949

TY 2017 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
ALPHABET INC CL C	418,560	418,560
AMERICAN AIRLS GROUP INC	52,706	52,706
AMERICAN INTERNATIONAL GROUP INC	306,241	306,241
BLUE BUFFALO PET PRODUCTS INC	321,998	321,998
CARMAX INC	252,993	252,993
CATERPILLAR INC	171,762	171,762
CBRE GROUP INC	230,409	230,409
CDW CORP	226,537	226,537
CHARTER COMMUNICATIONS INC	418,270	418,270
CITIGROUP INC	389,908	389,908
COMCAST CORP CL A	200,250	200,250
COMMSCOPE HOLDING CO INC	263,486	263,486
DODGE AND COX INTERNATIONAL	261,266	261,266
FITBIT INC	32,027	32,027
GENERAL ELECTRIC CO	245,871	245,871
GENERAL MOTORS CO	322,591	322,591
HCA HOLDINGS INC	421,193	421,193
ILLINOIS TOOL WORKS INC	2,669,600	2,669,600
INTEL CORP	138,480	138,480
IQVIA HOLDINGS INC	141,466	141,466
LAMB WESTON HOLDINGS INC	178,100	178,100
MICROSOFT CORP	171,080	171,080
MOODYS CORP	309,981	309,981
NATIONAL OILWELL VARCO INC	118,866	118,866
ORACLE CORPORATION	331,669	331,669
PRIMECAP ODYSSEY GROWTH FUND	899,755	899,755
RESOLUTE FOREST PRODUCTS	10,299	10,299
THE PRICELINE GROUP INC	288,465	288,465
UNITED CONTINENTAL HOLDINGS INC	32,419	32,419
WELLS FARGO & CO	2,260,564	2,260,564

TY 2017 Investments - Other Schedule**Name:** ATWOOD FOUNDATION INC**EIN:** 92-6002571**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ABRY ADVANCED SECURITIES FUND III LP	FMV	278,943	278,943
ABRY PARTNERS VIII LP	FMV	392,732	392,732
CARMEL PARTNERS INVESTMENT FUND II LP	FMV	117,479	117,479
CARMEL PARTNERS INVESTMENT FUND III LP	FMV	289,444	289,444
CARMEL PARTNERS INVESTMENT FUND IV LP	FMV	600,228	600,228
CARMEL PARTNERS INVESTMENT FUND V LP	FMV	313,014	313,014
CARMEL PARTNERS INVESTMENT FUND VI LP	FMV	50,254	50,254
CERBERUS INSTITUTIONAL REAL ESTATE LP	FMV	1,841	1,841
CERBERUS INSTITUTIONAL REAL ESTATE II LP	FMV	18,320	18,320
CERBERUS INSTITUTIONAL REAL ESTATE III LP	FMV	411,509	411,509
CERBERUS INSTITUTIONAL REAL ESTATE IV LP	FMV	154,110	154,110
CERBERUS LEVERED LOAN OPPORTUNITES (OFFSHORE) III LP	FMV	162,927	162,927
DARWIN VENTURE CAPITAL FUND OF FUNDS LP	FMV	540,836	540,836
DARWIN VENTURE CAPITAL FUND OF FUNDS II LP	FMV	2,580,194	2,580,194
ENCAP ENERGY CAPITAL FUND IX LP	FMV	787,505	787,505
ENCAP ENERGY CAPITAL FUND V LP	FMV	13,075	13,075
ENCAP ENERGY CAPITAL FUND VI LP	FMV	50,202	50,202
ENCAP ENERGY CAPITAL FUND VII LP	FMV	103,257	103,257
ENCAP ENERGY CAPITAL FUND VIII LP	FMV	443,584	443,584
ENCAP ENERGY CAPITAL FUND X LP	FMV	606,416	606,416
ENCAP ENERGY CAPITAL FUND XI LP	FMV	30,325	30,325
ENCAP FLATROCK MIDSTREAM FUND II LP	FMV	327,061	327,061
ENCAP FLATROCK MIDSTREAM FUND III LP	FMV	498,964	498,964
HILLCREST CDO I LTD	FMV	25	25
INTECH US LARGE CAP GROWTH FUND LLC	FMV	5,012,517	5,012,517
INVENTUS CAPITAL PARTNERS FUND II LTD	FMV	447,525	447,525
GRIDIRON ENERGY FEEDER I LP	FMV	487,940	487,940
LS POWER EQUITY PARTNERS I PIE LP	FMV	243	243
LS POWER EQUITY PARTNERS II PIE LP	FMV	31,427	31,427
LS POWER EQUITY PARTNERS III LP	FMV	652,665	652,665

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MESA DEL OSO ASSOCIATES LP	FMV	1,500	1,500
NEW VERNON INDIA (CAYMAN) FUND II	FMV	1,299,659	1,299,659
PINNACLE EQUITY FUND	FMV	1,020,794	1,020,794
PINNACLE INTERNATIONAL	FMV	2,853,687	2,853,687
PRECISION CAPITAL SPECIAL OPPORTUNITIES FUND II LP	FMV	30,587	30,587
PRECISION CAPITAL SPECIAL OPPORTUNITIES FUND III LP	FMV	88,320	88,320
PRECISION CAPITAL SPECIAL OPPORTUNITIES FUND IV LP	FMV	152,724	152,724
PRECISION CAPITAL SPECIAL OPPORTUNITIES FUND V LP	FMV	433,214	433,214
SHORENSTEIN SRI IX REIT	FMV	49,858	49,858
SHORENSTEIN SRI VII REIT	FMV	501	501
SHORENSTEIN SRI VIII REIT	FMV	286,650	286,650
SOLSTICE ABS CDO III	FMV	625	625
SWANSON RIVER	FMV	125,000	125,000
TCW WORLDWIDE OPPORTUNITIES FUND	FMV	2,327,471	2,327,471
TEPPCO CRUDE OIL LLC	FMV	15,000	15,000
TIERRA ANTIGUA ASSOCIATES LP	FMV	2,000	2,000
WICKS COMMUNICATIONS & MEDIA III LP	FMV	102,475	102,475

TY 2017 Other Assets Schedule**Name:** ATWOOD FOUNDATION INC**EIN:** 92-6002571**Other Assets Schedule**

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 2017 Other Expenses Schedule**Name:** ATWOOD FOUNDATION INC**EIN:** 92-6002571**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	4,324	0		3,820
INSURANCE	4,484	0		4,484
BANK FEES	28,283	28,283		0
DUES AND SUBSCRIPTIONS	3,347	0		5,855
OTHER	8,226	0		2,701
TRAVEL	3,241	0		3,241

TY 2017 Other Income Schedule**Name:** ATWOOD FOUNDATION INC**EIN:** 92-6002571**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ALTERNATIVE INVESTMENTS	-383,041	10,760	-383,041

TY 2017 Other Increases Schedule**Name:** ATWOOD FOUNDATION INC**EIN:** 92-6002571

Description	Amount
UNREALIZED GAIN/LOSS	3,825,523

TY 2017 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	212,701	212,701		0
PASSTHROUGH INVESTMENT EXPENSES	201,939	198,384		0

**TY 2017 Substantial Contributors
Schedule****Name:** ATWOOD FOUNDATION INC**EIN:** 92-6002571**Name****Address**

ATWOOD ESTATE

301 W NORTHERN LIGHTS BLVD 412
ANCHORAGE, AK 99503

TY 2017 Taxes Schedule**Name:** ATWOOD FOUNDATION INC**EIN:** 92-6002571

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	60,179	0		0
FOREIGN TAX	0	12,773		0

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990

OMB No 1545-0047
2017

Name of the organization
ATWOOD FOUNDATION INC

Employer identification number
92-6002571

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization ATWOOD FOUNDATION INC	Employer identification number 92-6002571
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Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ATWOOD ESTATE <hr/> 301 W NORTHERN LIGHTS BLVD 412 <hr/> ANCHORAGE, AK 99503	\$ 500,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization ATWOOD FOUNDATION INC	Employer identification number 92-6002571
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Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____

Name of organization ATWOOD FOUNDATION INC	Employer identification number 92-6002571
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____	_____ _____	_____ _____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____ _____	_____ _____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____	_____ _____	_____ _____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____ _____	_____ _____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____	_____ _____	_____ _____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____ _____	_____ _____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____	_____ _____	_____ _____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____ _____	_____ _____