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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
THE ROOTHBERT FUND INC

A Employer identification number
13-6162570

Number and street (or P O box number if mail is not delivered to street address)
475 RIVERSIDE DRIVE
ROOM/SUITE 1830

Room/suite

B Telephone number (see instructions)

City or town, state, and ZIP code
NEW YORK, NY 10115

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,328,202

J Accounting method ☐ Cash ☐ Accrual
☑ Other (specify) MODIFIED CASH
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	3,625			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	36	36		
	4	Dividends and interest from securities	119,062	119,062		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	90,858			
	b	Gross sales price for all assets on line 6a 603,384				
	7	Capital gain net income (from Part IV, line 2)		90,858		
	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)				
	12	**Total.** Add lines 1 through 11	213,581	209,956		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	1,397	1,117		279
	b	Accounting fees (attach schedule)	7,000	2,333		4,667
	c	Other professional fees (attach schedule)	11,901	11,901		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	4,644	744		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	9,176			9,176
	21	Travel, conferences, and meetings	833			833
	22	Printing and publications				
	23	Other expenses (attach schedule)	44,795			44,795
	24	**Total operating and administrative expenses.** Add lines 13 through 23	79,746	16,095		59,750
	25	Contributions, gifts, grants paid	145,000			145,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	224,746	16,095		204,750
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-11,165			
	b	**Net investment income** (if negative, enter -0-)		193,861		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	560,840	295,975	295,975
	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 page 15 of the 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		3,000	
	10a	Investments—U S and state government obligations (attach schedule)	304,818	304,818	344,760
	b	Investments—corporate stock (attach schedule)	1,894,895	1,843,279	2,278,535
	c	Investments—corporate bonds (attach schedule)	974,214	1,279,034	1,408,932
	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)	3,734,767	3,726,106	4,328,202
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 ▶)	912	3,416	
	23	**Total liabilities** (add lines 17 through 22)	912	3,416	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	3,701,080	3,696,318	
	25	Temporarily restricted	32,775	26,372	
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,733,855	3,722,690	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,734,767	3,726,106	

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	3,733,855
2	Enter amount from Part I, line 27a	2	-11,165
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,722,690
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	3,722,690

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	90,858
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	-747

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 page 18 of 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))
2011	210,584	4,388,570	0 047985
2010	220,643	4,212,306	0 052381
2009	205,964	3,881,892	0 053058
2008	221,914	4,757,862	0 046642
2007	216,835	5,180,857	0 041853

2	**Total** of line 1, column (d).	2	0 241919
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 048384
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	4,244,082
5	Multiply line 4 by line 3.	5	205,346
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,939
7	Add lines 5 and 6.	7	207,285
8	Enter qualifying distributions from Part XII, line 4.	8	204,750

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	3,877
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	3,877
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,877
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,700		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,700
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	20
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,197
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ROOTHBERTFUND ORG

14 The books are in care of ▶CORPORATION Telephone no ▶(212) 870-3206

Located at ▶475 RIVERSIDE DRIVE NEW YORK NY ZIP+4 ▶10115

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 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.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	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 2012?	1c		
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 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 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). . . . ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?. . . . ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. . . . ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. . . . ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?. . . .	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

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

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

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

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
NONE		

Total number of others receiving over $50,000 for professional services. . . . . ▶

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3. . . . . ▶

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	3,973,019
b	Average of monthly cash balances	1b	335,694
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	4,308,713
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	4,308,713
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	64,631
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,244,082
6	**Minimum investment return.** Enter 5% of line 5	6	212,204

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	212,204
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,877		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,877
3	Distributable amount before adjustments Subtract line 2c from line 1			3	208,327
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	208,327
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	208,327

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	204,750
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	204,750
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	204,750

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				208,327
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			130,249	
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 204,750				
a Applied to 2011, but not more than line 2a			130,249	
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 2012 distributable amount.				74,501
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 *(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:**				
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 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				133,826
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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 2012, 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			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
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 of the person to whom applications should be addressed

THE ROOTHBERT FUND
475 RIVERSIDE DR
ROOM 252
NEW YORK, NY 101150252
(212) 870-3116

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

A FOUR-PAGE SCHOLARSHIP APPLICATION IS AVAILABLE ON-LINE OR FROM THE OFFICE IT REQUIRES PERSONAL INFORMATION, EDUCATIONAL STATUS, EDUCATIONAL HISTORY, BACKGROUND (EMPLOYMENT) INFORMATION, FINANCIAL INFORMATION ON EDUCATIONAL EXPENSES AND RESOURCES, PRESENT ACTIVITIES, THREE RECOMMENDATION LETTERS AND TWO ESSAYS ON AUTOBIOGRAPHICAL INFORMATION A SELECTION OF APPLICANTS ARE INTERVIEWED BY BOARD MEMBERS SUCCESSFUL GRANTEES ARE SELECTED FROM THIS GROUP BY THE SCHOLARSHIP COMMITTEE PREVIOUS GRANTEES SEEKING CONTINUING SUPPORT FOR THEIR EDUCATION SUBMIT A TWO PAGE SCHOLARSHIP RENEWAL APPLICATION, WHICH UPDATES THEIR INFORMATION, FINANCES, AND PERSONAL DEVELOPMENT OVER THE PREVIOUS YEAR

c Any submission deadlines

APPLICATIONS MUST BE RECEIVED BY FEBRUARY 1 FOR THE AWARDS THAT ARE GENERALLY FUNDED IN THE JULY - A

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

THE ROOTHBERT FUND MAKES TWO TYPES OF GRANTS 1 SCHOLARSHIP GRANTS FOR GRADUATE AND UNDERGRADUATE STUDY APPLICANTS FOR THESE GRANTS ARE REQUIRED TO COMPLETE THE APPROPRIATE APPLICATION 2 FELLOWSHIP GRANTS TO ORGANIZATIONS QUALIFIED UNDER I R C SECTION 501(C)(3) ON BEHALF OF FELLOWS, INDIVIDUALLY OR IN GROUPS, WHO ARE NO LONGER RECEIVING SCHOLARSHIP GRANTS QUALIFYING FELLOWS MAY APPLY FOR THESE GRANTS AT ANY TIME AND THEIR APPLICATIONS ARE REVIEWED AND ACTED UPON BY A COMMITTEE MADE UP OF MEMBERS OR FORMER MEMBERS OF THE BOARD OF DIRECTORS OF THE FUND

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**				145,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					36
4 Dividends and interest from securities. . . .					119,062
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					90,858
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .					209,956

13 Total. Add line 12, columns (b), (d), and (e). 13 209,956

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

****** | 2013-09-24 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶	PTIN
RICHARD J BELLEW	RICHARD J BELLEW	2013-09-24	☑	

Firm's name ▶ RICHARD J BELLEW CPA

Firm's EIN ▶

Firm's address ▶ 1123 ROUTE 9
GARRISON, NY 10524

Phone no (845) 736-2100

TY 2012 Accounting Fees Schedule

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION & AUDITING	7,000	2,333		4,667

TY 2012 Compensation Explanation

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

Person Name	Explanation
LEONISA ARDIZZONE	
JAMES G HEINEGG	
JANE FRIEDMAN CENTURY	
JOHN P DEVLIN	
DONNA M JOHNSON	
MARK OVERMYER-VELAZQUEZ	
PHILIP M FORNESS	
BLAKE T NEWTON III	
JAMES A ROSENGARTEN	
CHARLES VAN HORNE	
STEVEN F WILDER	
NATHALIS W WAMBA	
BARBARA A EDWARDS	
JEFFREY K PEGRAM	
VIJAY R VARMA	
AMY G GRACEY	

TY 2012 Investments Corporate Bonds Schedule

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ALLERGAN INC	99,650	115,069
CONSOLIDATED EDISON	49,750	58,022
FEDERAL EXPRESS	50,196	49,744
FLUOR CORP.	76,014	79,522
IBM	102,276	133,569
JOHNSON CONTROLS	100,500	104,178
MEDCO HEALTH SOLUTIONS	103,209	104,238
MERRILL LYNCH & CO	97,500	109,734
MORGAN STANLEY	75,401	76,260
PEPSICO INC	99,850	118,605
PITNEY BOWES	100,671	106,911
VERIZON COMMUNICATIONS	74,687	79,861
WALMART STORES	100,011	113,784
WELLS FARGO	49,919	52,719
WM WRIGLEY JR CO	99,400	106,716

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TY 2012 Investments Corporate Stock Schedule

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALBERMARIE CORP	66,146	62,120
BERKSHIRE HATHAWAY INC	59,964	91,943
BRISTOL MYERS SQUIBB	101,748	74,957
CISCO SYSTEMS	48,211	39,298
CITIGROUP	61,801	5,934
CLIFFS NATURAL RESOURCES		
COMCAST CORP	63,188	54,209
DANAHER CORP	86,453	134,160
DOW CHEMICAL	23,610	32,329
EMC CORP.	90,921	83,490
EXPRESS SCRIPTS HOLDING	83,951	70,200
GOLDMAN SACHS	73,146	102,048
HANCOCK HOLDING	80,089	79,325
HEARTLAND EXPRESS INC	57,359	74,055
HONEYWELL INTERNATIONAL	23,530	133,287
IBM	86,098	153,240
INTEL CORP	113,613	82,480
ISHARES TR MSCI EMERGING MARKETS	41,552	44,350
JACOBS ENGINEERING GROUP	53,928	102,168
L-3 COMMUNICATION HOLDINGS INC		
MANTECH INTERNATIONAL CORP		
MCDONALDS CORP	62,629	68,363
MOOG INC	60,324	68,725
NIKE INC CLASS B	65,951	82,560
NORTHEAST UTILITIES	89,588	91,838
NUCOR CORP		
ORACLE CORPORATION	108,492	99,960
PROCTER & GAMBLE	60,136	67,890
ROYAL DUTCH SHELL	26,236	89,635
RTI INTERNATIONAL METALS		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THERMO FISHER SCIENTIFIC	54,840	95,670
UNITED PARCEL SERVICE	47,139	58,984
UNITED TECHNOLOGIES CORP	52,636	135,317

TY 2012 Investments Government Obligations Schedule

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

US Government Securities - End of Year Book Value:	201,397
US Government Securities - End of Year Fair Market Value:	231,375
State & Local Government Securities - End of Year Book Value:	103,421
State & Local Government Securities - End of Year Fair Market Value:	113,385

TY 2012 Legal Fees Schedule

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL - LYNN & CAHILL LLP	1,397	1,117		279

TY 2012 Other Assets Schedule

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID EXCISE TAX			

TY 2012 Other Expenses Schedule

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
NYS DEPT OF LAW - FILING FEE	250			250
OFFICE SUPPLIES AND EXPENSES	556			556
OFFICE MANAGMNT & BOOKKEEPING	22,464			22,464
WEBSITE	1,006			1,006
POSTAGE	917			917
TELEPHONE	1,272			1,272
INSURANCE	592			592
AMORTIZATION OF FIT-UP EXPENS				
FELLOWSHIP PROGRAM	12,738			12,738
FEES	5,000			5,000

TY 2012 Other Liabilities Schedule

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	912	3,416

TY 2012 Other Professional Fees Schedule

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	11,901	11,901		

TY 2012 Taxes Schedule

Name: THE ROOTHBERT FUND INC

EIN: 13-6162570

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX W/H ON DIVIDENDS	744	744		
EXCISE TAX - 2012	3,900			

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CLIFFS NAT RES INC 800 SH	P	2009-09-22	2012-09-08
DANAHAR CORP 1,600 SH	P	2009-09-22	2012-10-10
ENGILITY HOLDINGS 133 SH	P	2012-07-18	2012-08-19
GOLDMAN SACHS GROUP 200 SH	P	2008-08-15	2012-02-08
HONEYWELL INTL 600 SH	P	2008-06-30	2012-10-19
IBM 200 SH	P	2009-09-22	2012-10-10
JACOBS ENERGY GROUP 700 SH	P	2008-08-01	2012-09-18
L-3 COMMUNICATIONS INC 800 SH	P	2010-01-20	2012-09-28
MANTECH INTL CORP 1,000 SH	P	2009-05-05	2012-09-28
MOOG INC 1,325 SH	P	2008-03-15	2012-09-28
NUCOR CORP 2,000 SH	P	2009-09-22	2012-09-28
ROYAL DUTCH SHELL ADR 200 SH	P	2008-05-01	2012-10-29
RTI INTERNATIONAL MEDALS 1,500 SH	P	2009-09-22	2012-10-29
UNITED TECHNOLOGIES CORP 1,150 SH	P	2009-09-22	2012-10-19
ENGILITY HOLDINGS INC CASH-IN-LIEU	P	2012-07-23	2012-07-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
31,565		27,970	3,595
87,377		57,636	29,741
2,099		2,851	-752
23,365		18,287	5,078
36,841		6,723	30,118
42,014		21,524	20,490
29,272		15,729	13,543
57,853		71,732	-13,879
24,455		36,635	-12,180
51,083		47,718	3,365
77,794		86,689	-8,895
13,601		4,036	9,565
35,268		78,311	-43,043
90,792		36,685	54,107
5			5

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			3,595
			29,741
			-752
			5,078
			30,118
			20,490
			13,543
			-13,879
			-12,180
			3,365
			-8,895
			9,565
			-43,043
			54,107
			5

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
LEONISA ARDIZZONE C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	DIRECTOR 0 10	0	0	0
JAMES G HEINEGG C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	DIRECTOR 1 60	0	0	0
JANE FRIEDMAN CENTURY C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	VP, DIRECTOR 5 80	0	0	0
JOHN P DEVLIN C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	DIRECTOR 0 30	0	0	0
DONNA M JOHNSON C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	DIRECTOR 0 60	0	0	0
MARK OVERMYER-VELAZQUEZ C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	DIRECTOR 0 20	0	0	0
PHILIP M FORNESS C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	FELLOW REPRE 0 60	0	0	0
BLAKE T NEWTON III C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	PRES, DIRCTR 4 00	0	0	0
JAMES A ROSENGARTEN C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	DIRECTOR 2 50	0	0	0
CHARLES VAN HORNE C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	VP,TREAS,DIR 3 00	0	0	0
STEVEN F WILDER C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	ASST TR,DIR 0 10	0	0	0
NATHALIS W WAMBA C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	DIRECTOR 0 10	0	0	0
BARBARA A EDWARDS C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	DIRECTOR 0 40	0	0	0
JEFFREY K PEGRAM C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	DIRECTOR 0 60	0	0	0
VIJAY R VARMA C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	DIRECTOR 0 60	0	0	0
AMY G GRACEY C/O THE ROOTHBERT FUND 475 RIVERSIDE DRIVE NEW YORK, NY 10115	FELLOW REPRE 0 60	0	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ARROJ ALI NY INSTITUTE OF TECHNOLOG OLD WESTBURY,NY 11568		PAID	SCHOLARSHIP	3,000
KHADIJAH R BRYDSON GEORGETOWN UNIVERSITY WASHINGTON,DC 20057		PAID	SCHOLARSHIP	3,000
MICAH J COLSTON UNIVERSITY OF MARYLAND COLLEGE PARK,MD 20742		PAID	SCHOLARSHIP	3,000
MICHAEL L D'ANGELO UNIVERSITY OF NEW HAMPSHI DURHAM,NH 03824		PAID	SCHOLARSHIP	2,500
CLAIRE K GERUSON BOSTON COLLEGE CHESTNUT HILL,MA 02467		PAID	SCHOLARSHIP	3,000
JULIAN D GLOVER UNIVERSITY OF MIAMI MIAMI,FL 33146		PAID	SCHOLARSHIP	3,000
SONYA B GUERRA JAMES MADISON UNIVERSITY HARRISONBURG,VA 22807		PAID	SCHOLARSHIP	3,000
DAVID J JAMES RUTGERS UNIVERSITY NEWARK,NJ 07102		PAID	SCHOLARSHIP	3,000
DEAN T JEPSON SYRACUSE UNIVERSITY SYRACUSE,NY 13244		PAID	SCHOLARSHIP	3,000
DEVIN D JEPSON VIRGINIA POLYTECHNIC INST BLACKSBURG,VA 24061		PAID	SCHOLARSHIP	3,000
GREGORY JORDAN-DETMORE BROWN UNIVERSITY PROVIDENCE,RI 02912		PAID	SCHOLARSHIP	3,000
MOHAMMEND SAFWAT HOSSAIN KHAN BINGHAMTON UNIVERSITY BINGHAMTON,NY 13902		PAID	SCHOLARSHIP	3,000
NOELLE R LATTIMORE NEW YORK UNIVERSITY NEW YORK,NY 10003		PAID	SCHOLARSHIP	3,000
KIEARRAH M LAWRENCE HAMPTON UNIVERSITY HAMPTON,VA 23668		PAID	SCHOLARSHIP	3,000
JULIANNE LEWIS CHEYNEY UNIVERSITY CHEYNEY,PA 19319		PAID	SCHOLARSHIP	3,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
KAMEL D LOVEJOY NEW ENGLAND COLLEGE HENNIKER, NH 03242		PAID	SCHOLARSHIP	1,500
MARGARET E LUCAS UNIVERSITY OF PITTSBURGH PITTSBURGH, PA 15260		PAID	SCHOLARSHIP	3,000
MICHAEL G MUNTHER WIDENER UNIVERSITY CHESTER, PA 19013		PAID	SCHOLARSHIP	3,000
NEERAJ NANDANAN VIRGINIA POLYTECNIC INSTI BLACKSBURG, VA 24061		PAID	SCHOLARSHIP	3,000
DA'VIANNA C NELSON UNIVERSITY OF N CAROLINA CHAPEL HILL, NC 27599		PAID	SCHOLARSHIP	3,000
ODUNOLA I OJEWUMI UNIVERSITY OF MARYLAND COLLEGE PARK, MD 20742		PAID	SCHOLARSHIP	3,000
KARL POPS CORNELL UNIVERSITY ITHACA, NY 14851		PAID	SCHOLARSHIP	3,000
MICHAEL T SULLIVAN BINGHAMTON UNIVERSITY BINGHAMTON, NY 13902		PAID	SCHOLARSHIP	3,000
DAQUAN L THOMAS SYRACUSE UNIVERSITY SYRACUSE, NY 13244		PAID	FELLOWSHIP GRANT	4,000
DOMINIQUE L WALKER BENNETT COLLEGE GREENSBORO, NC 27401		PAID	SCHOLARSHIP	3,000
NALA Q WARD SUNY COLLEGE AT BROCKPORT BROCKPORT, NY 14420		PAID	FELLOWSHIP GRANT	4,000
ISAIAH M WEST EMORY UNIVERSITY ATLANTA, GA 30322		PAID	SCHOLARSHIP	2,500
OYINADE ADERIBIGBE UNIV OF PENNA SCH OF MED PHILADELPHIA, PA 19104		PAID	SCHOLARSHIP	3,000
YUSUF ANWAR SUNY DOWNST COLL OF MED BROOKLYN, NY 11203		PAID	SCHOLARSHIP	3,000
ATENA ASIAII ALPERT MED BROWN UNIV PROVIDENCE, RI 02912		PAID	SCHOLARSHIP	3,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TERRENCE L CHEROMCKA U OF PENNSYLVANIA PHILADELPHIA,PA 19104		PAID	SCHOLARSHIP	3,000
JOSEPH M COCHRAN UNIVERSITY OF THE SOUTH SEWANEE,TN 37383		PAID	SCHOLARSHIP	3,000
MARK J DIXON PRINCETON THEOLOGICAL SEM PRINCETON,NJ 08542		PAID	SCHOLARSHIP	3,000
PHILIP M FORNESS PRINCETON THEOLOGICAL SEM PRINCETON,NJ 08542		PAID	SCHOLARSHIP	3,000
AMY B GRACEY LOYOLA UNIVERSITY BALTIMORE,MD 21210		PAID	SCHOLARSHIP	3,000
LOSMEIYA HUANG BANK STREET COLLEGE OF ED NEW YORK,NY 10025		PAID	SCHOLARSHIP	3,000
ILUNGA L KALALA WASHINGTON UNIV IN ST LOU SAINT LOUIS,MO 63130		PAID	SCHOLARSHIP	2,500
SAM KHALIFIAN JOHN HOPKINS UNIVERSITY BALTIMORE,MD 21205		PAID	SCHOLARSHIP	3,000
MARK M KOYAMA YALE DIVINITY SCHOOL NEW HAVEN,CT 06511		PAID	SCHOLARSHIP	3,000
ALEXANDER S LOWRY WHARTON SCHOOL U OF PA PHILADELPHIA,PA 19104		PAID	SCHOLARSHIP	3,000
MEGAN L MCCORMICK UNIVERSITY OF MEMPHIS MEMPHIS,TN 38152		PAID	SCHOLARSHIP	3,000
BILAL A MALIK HARVARD GRAD SCHOOL OF ED CAMBRIDGE,MA 02138		PAID	SCHOLARSHIP	3,000
BROOKE M ODLE NJ INSTITUTE OF TECHNOLOG NEWARK,NJ 07191		PAID	SCHOLARSHIP	3,000
SOOJIN S OH HARVARD GRADUATE SCHOOL CAMBRIDGE,MA 02138		PAID	SCHOLARSHIP	3,000
BONNIE MCDOOUGALL OLSON COLUMBIA UNIVERSITY NEW YORK,NY 10027		PAID	SCHOLARSHIP	3,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
WILLIAM B OWEN UNION THEOLOGICAL SEMINAR NEW YORK,NY 10027		PAID	SCHOLARSHIP	3,000
JAMIE E RICHARD CASE WESTERN UNIVERSITY CLEVELAND,OH 44106		PAID	SCHOLARSHIP	2,000
MIA SCHARPHIE HARVARD UNIVERSITY CAMBRIDGE,MA 02138		PAID	SCHOLARSHIP	3,000
LINDA A SIMMONS HARVARD DIVINITY SCHOOL CAMBRIDGE,MA 02138		PAID	SCHOLARSHIP	3,000
AARON K STAUFFER UNION THEOLOGICL SEMINARY NEW YORK,NY 10027		PAID	SCHOLARSHIP	3,000
REFUND FROM DREXEL UNIVERSITY DREXEL UNIVERSITY PHILADELPHIA,PA 19104		PAID	SCHOLORSHIP	-3,000
Total . . . . ▶ **3a**				145,000