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

Department of the Treasury  
Internal Revenue Service

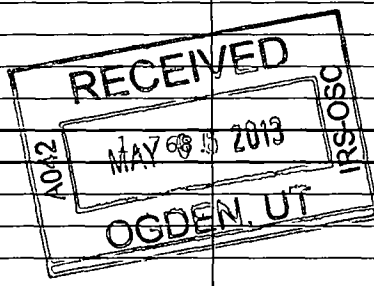
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

**For calendar year 2012 or tax year beginning** \_\_\_\_\_, **2012, and ending** \_\_\_\_\_, **20**

Name of foundation <b>THE ROCKWOOD FOUNDATION</b>		<b>A Employer identification number</b> 20-0248335
AKA <b>WESTERHOLD FAMILY FOUNDATION</b>		<b>B Telephone number (see instructions)</b> (312) 621-2238
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	
20 N. WACKER DRIVE	960	
City or town, state, and ZIP code <b>CHICAGO, IL 60606</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$</b> 138,767.		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Other (specify) _____		
(Part I, column (d) must be on cash basis.)		

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	25,257.			
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
<b>3</b> Interest on savings and temporary cash investments	3.	3.		
<b>4</b> Dividends and interest from securities	1,765.	1,765.		
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10				
<b>b</b> Gross sales price for all assets on line 6a				
<b>7</b> Capital gain net income (from Part IV, line 2)				
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold				
<b>c</b> Gross profit or (loss) (attach schedule)				
<b>11</b> Other income (attach schedule)				
<b>12 Total. Add lines 1 through 11</b>	27,025.			
<b>13</b> Compensation of officers, directors, trustees, etc.	0			
<b>14</b> Other employee salaries and wages				
<b>15</b> Pension plans, employee benefits				
<b>16a</b> Legal fees (attach schedule)	350.			350.
<b>b</b> Accounting fees (attach schedule)	1,900.	950.		950.
<b>c</b> Other professional fees (attach schedule)				
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule) (see instructions)				
<b>19</b> Depreciation (attach schedule) and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings				
<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule) <b>ATTCH 1.</b>	9,137.			9,137.
<b>24 Total operating and administrative expenses. Add lines 13 through 23</b>	11,387.	950.		10,437.
<b>25</b> Contributions, gifts, grants paid	15,000.			15,000.
<b>26 Total expenses and disbursements. Add lines 24 and 25</b>	26,387.	950.	0	25,437.
<b>27 Subtract line 26 from line 12</b>				
<b>a</b> Excess of revenue over expenses and disbursements	638.			
<b>b</b> Net investment income (if negative, enter -0-)		818.		
<b>c</b> 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 . . . . .	28,289.	28,926.	33,426.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .			
	b	Investments - corporate stock (attach schedule) . . . . .			
	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) . . . . . ATCH 2	91,958.	105,341.	105,341.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	120,247.	134,267.	138,767.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶)			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .	120,247.	134,267.		
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	120,247.	134,267.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	120,247.	134,267.		

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) . . . . .	120,247.
2	Enter amount from Part I, line 27a . . . . .	638.
3	Other increases not included in line 2 (itemize) ▶ ATCH 3 . . . . .	13,382.
4	Add lines 1, 2, and 3 . . . . .	134,267.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	134,267.

**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					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		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 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	29,875.	116,919.	0.255519
2010	29,274.	100,518.	0.291231
2009	28,869.	95,329.	0.302835
2008	29,819.	98,853.	0.301650
2007	30,953.	101,850.	0.303908
2 Total of line 1, column (d)			2 1.455143
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 0.291029
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 126,954.
5 Multiply line 4 by line 3			5 36,947.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8.
7 Add lines 5 and 6			7 36,955.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.			8 25,437.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Total amount owed is 623.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Includes questions about influencing legislation, political purposes, filing Form 1120-POL, tax on political expenditures, and substantial contributors. Includes a Yes/No column.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of RICHARD P. MROTEK Telephone no 312-621-2235
Located at 20 N. WACKER DR., #960 CHICAGO, IL ZIP+4 60606
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?
See the 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.

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?
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?
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?

**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** X

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** X

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
ATCH 4		0	0	0

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

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

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 N/A	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	100,653.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	28,234.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	128,887.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	128,887.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	1,933.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	126,954.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	6,348.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	6,348.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	16.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	16.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	6,332.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	6,332.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	6,332.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	<b>1a</b>	25,437.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	25,437.
<b>5</b>	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)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	25,437.

**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 . . . . .				6,332.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only . . . . .				
b Total for prior years 20 10, 20 09, 20 08 . . . . .				
3 Excess distributions carryover, if any, to 2012				
a From 2007 . . . . .				25,980.
b From 2008 . . . . .				24,888.
c From 2009 . . . . .				24,103.
d From 2010 . . . . .				24,248.
e From 2011 . . . . .				24,040.
f Total of lines 3a through e . . . . .	123,259.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 25,437 . . . . .				
a Applied to 2011, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2012 distributable amount . . . . .				6,332.
e Remaining amount distributed out of corpus . . . . .	19,105.			
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 . . . . .	142,364.			
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 . . . . .				
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) . . . . .	25,980.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	116,384.			
10 Analysis of line 9				
a Excess from 2008 . . . . .				24,888.
b Excess from 2009 . . . . .				24,103.
c Excess from 2010 . . . . .				24,248.
d Excess from 2011 . . . . .				24,040.
e Excess from 2012 . . . . .				19,105.

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

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

Table with 5 columns: (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-c (Alternative tests).

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

1 Information Regarding Foundation Managers:

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

NONE

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.

NONE

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.

ATCH 5

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

ATCH 6

c Any submission deadlines.

APPLICATIONS DUE BY MAY 17TH.

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

N/A

**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
<p><b>a</b> Paid during the year</p> <p>ATCH 7</p>				
<b>Total</b> . . . . . ▶ <b>3a</b>				15,000.
<p><b>b</b> Approved for future payment</p>				
<b>Total</b> . . . . . ▶ <b>3b</b>				

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include categories like Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, etc.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.



ATTACHMENT 1

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CHARITABLE EVENT EXPENSE	8,989.			8,989.
MISCELLANEOUS EXPENSES	133.			133.
IL ANNUAL FILING FEES	15.			15.
TOTALS	<u>9,137.</u>			<u>9,137.</u>

THE ROCKWOOD FOUNDATION

ATTACHMENT 2

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MARKETABLE SECURITIES	105,341.	105,341.
TOTALS	<u>105,341.</u>	<u>105,341.</u>

ATTACHMENT 3

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN ON INVESTMENTS	13,382.
TOTAL	<u>13,382.</u>

THE ROCKWOOD FOUNDATION

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

ATTACHMENT 4

CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS

EXPENSE ACCT AND OTHER ALLOWANCES

COMPENSATION

TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION

NAME AND ADDRESS

DANIEL J BERMAN 20 N. WACKER DRIVE 960 CHICAGO, IL 60606	DIRECTOR 1.00	0	0	0
PHILIP C REIMER 20 N. WACKER DRIVE 960 CHICAGO, IL 60606	DIRECTOR 1.00	0	0	0
DAVID L JENNINGS III 20 N. WACKER DRIVE 960 CHICAGO, IL 60606	DIRECTOR 1.00	0	0	0
RICHARD P MROTEK 20 N. WACKER DRIVE 960 CHICAGO, IL 60606	DIRECTOR 1.00	0	0	0
GRAND TOTALS		0	0	0

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

RICHARD MROTEK  
20 N WACKER DRIVE, SUITE 960  
CHICAGO, IL 60606  
312-621-2238

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

COMPLETED SCHOLARSHIP APPLICATION, APPLICATION SUPPLEMENT, RECOMMENDATION FORM, FAFSA APPLICATION, STUDENT AID REPORT, CURRENT TRANSCRIPTS, AND ACT AND/OR SAT SCORES FOR HIGH SCHOOL SENIORS. GATHERED INFORMATION IS USED BY AN INDEPENDENT REVIEW BOARD TO SELECT SCHOLARSHIP RECIPIENTS. SEE ATTACHED APPLICATION.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
JODIE M BERMAN/UNIVERSITY OF WISCONSIN AT MADISON BURSAR'S OFFICE, P.O BOX 3248 MILWAUKEE, WI 53201-3248	DAUGHTER OF DIRECTOR DAVID BERMAN N/A	SCHOLARSHIP FOR HIGHER EDUCATION	2,000
ZACHARY J BERMAN/ UNIVERSITY OF ILLINOIS ONE UNIVERSITY PLAZA SPRINGFIELD, IL 62794	SON OF DIRECTOR DAVID BERMAN N/A	SCHOLARSHIP FOR HIGHER EDUCATION	1,000.
COURTNEY E BASILE/ BALL STATE UNIVERSITY 2000 W UNIVERSITY AVENUE MUNCIE, IN 47306	NONE N/A	SCHOLARSHIP FOR HIGHER EDUCATION	2,000.
KIMBERLY JENNINGS/ UNIVERSITY OF TEXAS AT AUSTIN ONE UNIVERSITY STATION AUSTIN, TX 78712	GRANDDAUGHTER OF DIRECTOR DAVID JENNINGS III N/A	SCHOLARSHIP FOR HIGHER EDUCATION	2,500
BRIAN M ARNDT /WEST VIRGINIA UNIVERSITY P O. BOX 6201 MORGANTOWN, WV 26506	NONE N/A	SCHOLARSHIP FOR HIGHER EDUCATION	750
SAMANTHA J HOMER /UNIVERSITY OF ILLINOIS 5801 S ELLIS AVENUE CHICAGO, IL 60637-1546	NONE N/A	SCHOLARSHIP FOR HIGHER EDUCATION	2,000

THE ROCKWOOD FOUNDATION

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ROOSEVELT UNIVERSITY - GENERAL SCHOLARSHIP FUND 430 S MICHIGAN AVENUE CHICAGO, IL 60605	NONE 509(A) (1)	SCHOLARSHIP FOR HIGHER EDUCATION	1,000
CHRISTOPHER R LANGE /BRADLEY UNIVERSITY 1501 W BRADLEY AVE PEORIA, IL 61625	NONE N/A	SCHOLARSHIP FOR HIGHER EDUCATION	750
LEEANN K JENNINGS/STEPHEN AUSTIN STATE UNIVERSITY 1936 NORTH STREET MACOGDOCHES, TX 75962	GRANDDAUGHTER OF DIRECTOR DAVID JENNINGS III N/A	SCHOLARSHIP FOR HIGHER EDUCATION	1,000
RACHEL THOMAS/NORTHERN ILLINOIS UNIVERSITY 1425 W LINCOLN HIGHWAY DEKALB, IL 60115-2828	NONE N/A	SCHOLARSHIP FOR HIGHER EDUCATION	2,000

TOTAL CONTRIBUTIONS PAID 15,000

The Rockwood Foundation  
Required Documentation

1. The Rockwood Foundation Scholarship Application
2. The Rockwood Foundation Application Supplement
3. The Rockwood Foundation Scholarship Recommendation Form
4. Current FAFSA application as well as the resulting SAR (Student Aid Report)
5. Most current complete transcripts
6. High School Seniors must submit ACT and/or SAT scores as recorded on the transcripts or received directly from the testing agency.

# The Rockwood Foundation Scholarship Application

1. Student's Name: \_\_\_\_\_
2. Student's Social Security Number (required):       -   -
3. Date of Birth: \_\_\_\_\_
4. Name of custodial parent: \_\_\_\_\_  
(The parent you lived with most during the past 12 months)
5. Address: \_\_\_\_\_  
\_\_\_\_\_
6. Phone Number: \_\_\_\_\_
7. Email Address: \_\_\_\_\_
8. What was your parents' adjusted gross income on their most recent federal income tax return?  
\$ \_\_\_\_\_ (Attach a copy of the tax return to this application. This is required)
9. Name of student's high school (or indicate if home-schooled): \_\_\_\_\_
10. Grade in high school: \_\_\_\_\_
11. List name of High School and Colleges attended:

Name of High School and Colleges Attended	City	Dates of Attendance

### AUTHORIZATION FORM FOR RELEASE OF RECORDS:

I hereby authorize the release of any information concerning my academic transcript and scholarship application to any donors and to the scholarship committee.

Student Signature \_\_\_\_\_ Date \_\_\_\_\_

Print Name \_\_\_\_\_  
Last
First
Middle

Social Security Number \_\_\_\_\_

# The Rockwood Foundation Application Supplement

Tell us about yourself.

1. Why do you feel you should be considered for this scholarship?

2. What are your anticipated future professional goals?

3. How do you plan to finance your college education?

Percentage of contribution:      Your input \_\_\_\_\_ Parent's input \_\_\_\_\_

4. What jobs have you held? What were your likes and dislikes?

5. What are your extra-curricular activities and interests?

6. Are you receiving other scholarship assistance or financial aid? If so, please list:

7. Have you applied for other scholarships or financial aid? If so, please list.

8. Are any parts of your expenses reimbursable to you by an employer or other party? If so, please explain:

The Rockwood Foundation  
Application Supplement

9. Have you or any members of your family previously been awarded this Scholarship?

a. Yes \_\_\_\_\_ No \_\_\_\_\_

b. If so, list recipient's name/relationship to the applicant and award date.

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10. Number of children in the family: \_\_\_\_\_ Number of dependents in household: \_\_\_\_\_

11. Number of dependents in school: Elementary \_\_\_\_\_ High School \_\_\_\_\_ College \_\_\_\_\_

12. How many dependents claimed on Federal Income Tax return? \_\_\_\_\_

13. How many other dependents are being financially assisted through college? \_\_\_\_\_

14. Please list any other expenses that you believe the committee should consider (e.g., nursing home bills, special childcare expenses, extensive medical expenses, etc.) above the normal living expenses. Be specific.

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Date applicant plans to enter college \_\_\_\_\_

Institution applicant wishes to attend \_\_\_\_\_

Have you applied? \_\_\_\_\_ Have you been accepted? \_\_\_\_\_

# The Rockwood Foundation Scholarship Recommendation Form

Student's Name (Please Print) \_\_\_\_\_  
(Last) (First) (Initial)

Major \_\_\_\_\_

Social Security Number \_\_\_\_\_

Scholarships are awarded on the basis of academic excellence, of promise of achievement, and, in some instances, on financial need. The applicant should seek recommendations from EVALUATORS who can evaluate their promise of academic achievement. Evaluators must be a dean, professor, counselor, instructor, or someone who knows you well professionally (example: boss, supervisor, minister, etc.)

**Evaluators, Please Note:**

This recommendation should be put into a sealed envelope and given back to the student. If you do not want to complete this recommendation form, please advise the student to select another person.

**PLEASE CHECK APPROPRIATE BOXES:**

	1. Promise Of Achievement	2. Seriousness of Purpose	3. Personality	4. Leadership Qualities	5. Responsibility & Reliability	6. Creativity & Resourcefulness	7. Extracurricular Involvement	8. Overall Academic
Outstanding								
Excellent								
Above Average								
Average								
Below Average								

Additional remarks and general information concerning qualifications of the applicant (Please print or type).

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Evaluator's Name (Please print) \_\_\_\_\_  
(Last) (First) (Initial)

Evaluator's Title \_\_\_\_\_

Evaluator's Signature \_\_\_\_\_

**Reminder: Please return form to student in a SEALED envelope.**