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 , and ending

Name of foundation
ROCKWOOD, CARL SCHOLARSHIP FDN

Number and street (or P O box number if mail is not delivered to street address)
Wells Fargo Bank N.A. - 101N Indepndence Mall E MACY1372-062

Room/suite

City or town, state, and ZIP code
Philadelphia PA 19106-2112

A Employer identification number
20-0673220

B Telephone number (see instructions)
(888) 730-4933

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 314,451

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

		Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	6,849	6,712		
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain or (loss) from sale of assets not on line 10	10,738			
	b	Gross sales price for all assets on line 6a 108,707				
	7	Capital gain net income (from Part IV, line 2)		10,738		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	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	17,587	17,450	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	4,685	3,514		1,171
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,039			1,039
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	231	103		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	10			10
	24	**Total operating and administrative expenses.** Add lines 13 through 23	5,965	3,617	0	2,220
	25	Contributions, gifts, grants paid	14,000			14,000
	26	**Total expenses and disbursements.** Add lines 24 and 25 .	19,965	3,617	0	16,220
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-2,378			
	b	**Net investment income** (if negative, enter -0-) .		13,833		
	c	**Adjusted net income** (if negative, enter -0-)			0	

ENVELOPE POSTMARK DATE MAY 10 2013

For Paperwork Reduction Act Notice, see instructions.

HTA

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	280	348	348
	2	Savings and temporary cash investments	12,837	15,722	15,722
	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)	250,734	244,465	298,383
	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)	263,851	260,535	314,453
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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.			
	27	Capital stock, trust principal, or current funds	263,851	260,535	
	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)	263,851	260,535	
	31	**Total liabilities and net assets/fund balances** (see instructions)	263,851	260,535	

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	263,851
2	Enter amount from Part I, line 27a	2	-2,378
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	307
4	Add lines 1, 2, and 3	4	261,780
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,245
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	260,535

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 Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

	(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				0
b				0
c				0
d				0
e				0

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				0
b				0
c				0
d				0
e				0

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	10,738
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	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	59,957	328,334	0 182610
2010	99,798	361,153	0 276332
2009	50,632	366,781	0.138044
2008	6,450	460,554	0 014005
2007	12,356	241,048	0 051260

2	**Total** of line 1, column (d)	2	0 662251
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 132450
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	303,796
5	Multiply line 4 by line 3	5	40,238
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	138
7	Add lines 5 and 6	7	40,376
8	Enter qualifying distributions from Part XII, line 4	8	16,220

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)

1 a	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	277
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	277
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	277
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	300		
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	300
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	23
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	23	Refunded ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		X
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		X
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		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
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	X	
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	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
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	X	
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		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
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		X
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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N.A Telephone no. ▶ 888-730-4933

Located at ▶ 101N Indepndence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112

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 N/A

			Yes	No
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		X
	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.

				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 instructions)?		1b		X
	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		X
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	N/A	
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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
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		X

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** N/A

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? . N/A ☐ 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** N/A

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
Wells Fargo Bank, N.A 101N Indepndence Mall E MACY1372-062 Phila	Trustee 4 00	4,685		

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
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 NONE	
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 . . . . ▶	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	295,340
	b	Average of monthly cash balances		1b	13,082
	c	Fair market value of all other assets (see instructions)		1c	
	d	**Total** (add lines 1a, b, and c)		1d	308,422
	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	308,422
4		Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)		4	4,626
5		**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	303,796
6		**Minimum investment return.** Enter 5% of line 5		6	15,190

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	15,190
2a		Tax on investment income for 2012 from Part VI, line 5	2a 277		
	b	Income tax for 2012. (This does not include the tax from Part VI)	2b		
	c	Add lines 2a and 2b		2c	277
3		Distributable amount before adjustments Subtract line 2c from line 1		3	14,913
4		Recoveries of amounts treated as qualifying distributions		4	
5		Add lines 3 and 4		5	14,913
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	14,913

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	16,220
	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	16,220
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	16,220

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					14,913
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only				0	
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	17,843				
d	From 2010	82,684				
e	From 2011	44,140				
f	**Total** of lines 3a through e		144,667			
4	Qualifying distributions for 2012 from Part XII, line 4 ► $ 16,220					
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					14,913
e	Remaining amount distributed out of corpus		1,307			
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		145,974			
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					
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				0	
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0
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		145,974			
10	Analysis of line 9					
a	Excess from 2008					
b	Excess from 2009	17,843				
c	Excess from 2010	82,684				
d	Excess from 2011	44,140				
e	Excess from 2012	1,307				

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

1 a 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)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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.

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

c Any submission deadlines

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

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 Attached Statement				
Total . . . . ▶ 3a				14,000
b *Approved for future payment* NONE				
Total . . . . ▶ 3b				0

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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					
4 Dividends and interest from securities			14	6,849	
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			18	10,738	
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)		0		17,587	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . 13 17,587

(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)
	Not Applicable

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		Not Applicable	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ SVP Wells Fargo Bank N.A. | 4/15/2013 ▶ SVP Wells Fargo Bank N A

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO		4/15/2013		P01251603

Firm's name ▶ PricewaterhouseCoopers, LLP | Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777 | Phone no 412-355-6000

ROCKWOOD, CARL SCHOLARSHIP FDN 20-0673220 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
ALBURNETT SCHOOLS
Street
131 ROOSEVELT STREET
City ALBURNETT | **State** IA | **Zip Code** 52202 | **Foreign Country**
Relationship NONE | **Foundation Status** 501(C)(3) PUBLIC CHARITY
Purpose of grant/contribution GENERAL SUPPORT GRANT | **Amount** 14,000

Name
Street
City | **State** | **Zip Code** | **Foreign Country**
Relationship | **Foundation Status**
Purpose of grant/contribution | **Amount**

Name
Street
City | **State** | **Zip Code** | **Foreign Country**
Relationship | **Foundation Status**
Purpose of grant/contribution | **Amount**

Name
Street
City | **State** | **Zip Code** | **Foreign Country**
Relationship | **Foundation Status**
Purpose of grant/contribution | **Amount**

Name
Street
City | **State** | **Zip Code** | **Foreign Country**
Relationship | **Foundation Status**
Purpose of grant/contribution | **Amount**

Name
Street
City | **State** | **Zip Code** | **Foreign Country**
Relationship | **Foundation Status**
Purpose of grant/contribution | **Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	996
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	108,707	97,969	10,738
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	ARTISAN INTERNATIONAL FU	04314H204			10/24/2011		5/15/2012	774	746				0	28
2	X	ARTISAN INTERNATIONAL FU	04314H204			10/24/2011		8/8/2012	1,015	918				0	97
3	X	ARTISAN INTERNATIONAL FU	04314H204			3/23/2009		8/8/2012	1,655	1,008				0	647
4	X	ARTISAN MID CAP FUND-INS	04314H600			4/10/2012		5/15/2012	309	318				8	-1
5	X	CREDIT SUISSE COMM RT ST	22544R305			10/24/2011		5/15/2012	628	696				68	0
6	X	CREDIT SUISSE COMM RT ST	22544R305			10/19/2011		8/8/2012	622	654				0	-32
7	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2010		5/15/2012	694	644				0	50
8	X	DODGE & COX INT'L STOCK F	256206103			5/3/2010		5/15/2012	529	590				62	1
9	X	DODGE & COX INT'L STOCK F	256206103			4/28/2010		8/8/2012	566	614				0	-48
10	X	DODGE & COX INT'L STOCK F	256206103			5/3/2010		8/8/2012	1,920	2,000				0	-80
11	X	DODGE & COX INT'L STOCK F	256206103			5/3/2010		11/19/2012	589	590				0	-1
12	X	DODGE & COX INCOME FD C	256210105			8/12/2011		2/10/2012	2,625	2,602				0	23
13	X	DODGE & COX INCOME FD C	256210105			10/24/2011		2/10/2012	772	754				0	18
14	X	DODGE & COX INCOME FD C	256210105			7/23/2009		2/10/2012	2,333	2,136				0	197
15	X	DODGE & COX INCOME FD C	256210105			5/10/2012		5/15/2012	958	958				0	0
16	X	DODGE & COX INCOME FD C	256210105			7/23/2009		11/19/2012	2,396	2,143				0	253
17	X	DODGE & COX INCOME FD C	256210105			5/10/2012		11/19/2012	1,159	1,139				0	20
18	X	DODGE & COX INCOME FD C	256210105			8/10/2012		11/19/2012	1,730	1,712				0	18
19	X	DODGE & COX INCOME FD C	256210105			3/23/2009		11/19/2012	5,343	4,526				0	817
20	X	DREYFUS EMG MKT DEBT LO	261980494			8/12/2011		5/15/2012	427	462				0	-35
21	X	JP MORGAN MID CAP VALUE-	339128100			5/3/2010		2/10/2012	454	398				0	56
22	X	JP MORGAN MID CAP VALUE-	339128100			5/3/2010		5/8/2012	997	841				0	156
23	X	JP MORGAN MID CAP VALUE-	339128100			5/3/2010		5/15/2012	464	398				0	66
24	X	JP MORGAN MID CAP VALUE-	339128100			5/3/2010		8/8/2012	351	288				0	63
25	X	GOLDMAN SACHS GRTH OPP	38142Y401			5/3/2010		2/10/2012	319	292				0	27
26	X	GOLDMAN SACHS GRTH OPP	38142Y401			5/3/2010		4/10/2012	8,592	7,797				0	795
27	X	GOLDMAN SACHS GRTH OPP	38142Y401			8/12/2011		4/10/2012	1,168	1,043				0	125
28	X	HARBOR CAPITAL APRCTION	411511504			3/23/2009		2/10/2012	534	306				0	228
29	X	HARBOR CAPITAL APRCTION	411511504			3/23/2009		5/15/2012	825	471				0	354
30	X	HUSSMAN STRATEGIC GROW	448108100			10/19/2009		5/15/2012	688	744				0	-56
31	X	HUSSMAN STRATEGIC GROW	448108100			10/19/2009		8/8/2012	119	138				0	-19
32	X	HUSSMAN STRATEGIC GROW	448108100			3/23/2009		8/8/2012	3,527	4,027				0	-500
33	X	ISHARES S & P 500 INDEX FU	464287200			3/23/2009		2/10/2012	538	327				0	211
34	X	ISHARES S & P 500 INDEX FU	464287200			3/23/2009		5/8/2012	5,170	3,103				0	2,067
35	X	ISHARES S & P 500 INDEX FU	464287200			3/23/2009		5/15/2012	401	245				0	156
36	X	KEELEY SMALL CAP VAL FD	487300808			8/12/2011		2/10/2012	722	631				0	91
37	X	KEELEY SMALL CAP VAL FD	487300808			5/10/2012		5/15/2012	470	480				0	-10
38	X	KEELEY SMALL CAP VAL FD	487300808			8/12/2011		8/8/2012	41	35				0	6
39	X	KEELEY SMALL CAP VAL FD	487300808			5/10/2012		8/8/2012	131	128				0	3
40	X	KEELEY SMALL CAP VAL FD	487300808			4/20/2009		8/8/2012	138	76				0	62
41	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			8/12/2011		5/15/2012	314	342				0	-28
42	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			8/12/2011		8/8/2012	2,647	2,821				0	-174
43	X	MFS VALUE FUND-CLASS I 8	552983694			5/10/2012		5/15/2012	676	689				0	-13
44	X	MFS VALUE FUND-CLASS I 8	552983694			2/14/2012		5/15/2012	63	64				0	-1
45	X	MFS VALUE FUND-CLASS I 8	552983694			2/14/2012		8/8/2012	525	506				0	19
46	X	MAINSTAY EP US EQUITY-INS	56063J302			3/23/2009		2/10/2012	5,299	4,184				0	1,115
47	X	MAINSTAY EP US EQUITY-INS	56063J302			3/23/2009		5/8/2012	431	339				0	92
48	X	MAINSTAY EP US EQUITY-INS	56063J302			3/23/2009		8/8/2012	5,119	3,933				0	1,186
49	X	MERGER FD SH BEN INT 260	589509108			5/3/2010		5/15/2012	316	315				0	1
50	X	OPPENHEIMER DEVELOPING	683974505			8/12/2011		11/19/2012	396	380				0	16
51	X	PIMCO TOTAL RET FD-INST 3	693390700			5/3/2010		2/10/2012	5,805	5,811				0	-6
52	X	PIMCO TOTAL RET FD-INST 3	693390700			5/10/2012		5/15/2012	968	968				0	0
53	X	PIMCO FOREIGN BD FD USD	693390882			8/12/2011		5/15/2012	369	360				0	9
54	X	PIMCO FOREIGN BD FD USD	693390882			8/12/2011		8/8/2012	2,674	2,565				0	109
55	X	RIDGEWORTH SEIX HY BD-I	76628T645			10/24/2011		5/15/2012	1,078	1,047				0	31
56	X	RIDGEWORTH SEIX HY BD-I	76628T645			8/10/2012		11/19/2012	1,419	1,406				0	13
57	X	T ROWE PRICE SHORT TERM	77957P105			2/14/2012		5/8/2012	4,418	4,409				0	9
58	X	T ROWE PRICE SHORT TERM	77957P105			2/14/2012		5/15/2012	586	586				0	0
59	X	T ROWE PRICE SHORT TERM	77957P105			2/14/2012		8/8/2012	5,204	5,193				0	11
60	X	T ROWE PRICE SHORT TERM	77957P105			2/14/2012		11/19/2012	1,504	1,500				0	4
61	X	SPDR DJ WILSHIRE INTERNA	78463X863			2/10/2012		5/15/2012	316	319				0	-3
62	X	SPDR DJ WILSHIRE INTERNA	78463X863			8/10/2011		5/15/2012	386	387				0	-1
63	X	SPDR DJ WILSHIRE INTERNA	78463X863			8/10/2011		8/8/2012	814	739				0	75
64	X	SPDR DJ WILSHIRE INTERNA	78463X863			8/10/2011		11/19/2012	362	317				0	45
65	X	TCW SMALL CAP GROWTH FU	87234N849			5/3/2010		2/10/2012	530	490				0	40
66	X	TCW SMALL CAP GROWTH FU	87234N849			5/10/2012		5/15/2012	295	301				0	-6
67	X	TCW SMALL CAP GROWTH FU	87234N849			5/10/2012		11/19/2012	512	548				0	-36
68	X	TCW SMALL CAP GROWTH FU	87234N849			8/10/2012		11/19/2012	200	212				0	-12

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	996
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	108,707	97,969	10,738
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	TCW SMALL CAP GROWTH FU	87234N849			5/3/2010		11/19/2012	3,633	3,866				0	-233
70	X	TCW SMALL CAP GROWTH FU	87234N849			5/3/2010		12/19/2012	3,430	3,478				0	-48
71	X	TCW SMALL CAP GROWTH FU	87234N849			8/12/2011		12/19/2012	1,499	1,458				0	41
72	X	VANGUARD MSCI EMERGING	922042858			10/20/2011		2/10/2012	345	311				0	34
73	X	VANGUARD MSCI EMERGING	922042858			3/23/2009		2/10/2012	43	25				0	18
74	X	VANGUARD MSCI EMERGING	922042858			5/8/2012		8/8/2012	246	247				0	-1
75	X	VANGUARD REIT VIPER	922908553			3/23/2009		2/10/2012	1,302	521				0	781
76	X	VANGUARD REIT VIPER	922908553			3/23/2009		5/8/2012	457	172				0	285
77	X	VANGUARD REIT VIPER	922908553			3/23/2009		5/15/2012	771	296				0	475
78	X	VANGUARD REIT VIPER	922908553			3/23/2009		8/8/2012	66	24				0	42

Part I, Line 16b (990-PF) - Accounting Fees

		1,039	0	0	1,039
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,039			1,039

Part I, Line 18 (990-PF) - Taxes

		231	103	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	103	103		
2	ESTIMATED EXCISE PAYMENTS	128			

Part I, Line 23 (990-PF) - Other Expenses

		10	0	0	10
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	10	0		10

Part II, Line 13 (990-PF) - Investments - Other

			250,734	244,465	298,383
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	ARTISAN INTERNATIONAL FUND 661		0	10,486	18,471
3	DODGE & COX INCOME FD COM 147		0	3,782	4,442
4	HARBOR CAPITAL APRCTION-INST 2012		0	12,690	22,404
5	MERGER FD SH BEN INT 260		0	5,915	5,952
6	PIMCO TOTAL RET FD-INST 35		0	29,685	29,424
7	PIMCO FOREIGN BD FD USD H-INST 103		0	2,575	2,621
8	T ROWE PRICE SHORT TERM BD FD 55		0	1,436	1,487
9	ARTISAN MID CAP FUND-INSTL 1333		0	10,556	10,384
10	ISHARES RUSSELL 2000 GROWTH		0	9,434	9,722
11	ISHARES S & P 500 INDEX FUND		0	9,036	12,739
12	LAUDUS MONDRIAN INTL FI-INST 2940		0	2,811	2,607
13	DODGE & COX INT'L STOCK FD 1048		0	17,333	18,388
14	JP MORGAN MID CAP VALUE-I 758		0	6,940	8,786
15	HUSSMAN STRATEGIC GROWTH FUND 6		0	8,410	7,179
16	VANGUARD REIT VIPER		0	5,111	12,634
17	VANGUARD EMERGING MARKETS ETF		0	7,836	13,537
18	OPPENHEIMER DEVELOPING MKT-Y 788		0	11,918	13,141
19	SPDR DJ WILSHIRE INTERNATIONAL REA		0	7,028	12,364
20	DIAMOND HILL LONG-SHORT FD CL I 11		0	11,160	12,371
21	RIDGEWORTH SEIX HY BD-I 5855		0	12,258	15,247
22	GATEWAY FUND - Y 1986		0	7,488	7,406
23	CREDIT SUISSE COMM RT ST-CO 2156		0	16,207	14,607
24	KEELEY SMALL CAP VAL FD CL I 2251		0	5,226	10,551
25	MFS VALUE FUND-CLASS I 893		0	14,411	16,634
26	DREYFUS EMG MKT DEBT LOC C-I 6083		0	14,733	15,285

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	57
2	MUTUAL FUND &CTF INCOME ADDITION	2	250
3	Total	3	307

Line 5 - Decreases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	1,096
2	PY RETURN OF CAPITAL ADJUSTMENT	2	149
3	Total	3	1,245

4/15/2013 8 49.14 AM - 73311200 - 1807 - WWS - ROCKWOOD, CARL SCHOLARSHIP FDN

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	996
Short Term CG Distributions	0

						107,711	0	138	98,107	9,742	0	0	0	9,742
	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	ARTISAN INTERNATIONAL FUND 661	04314H204		10/24/2011	5/15/2012	774		0	746	28	0	0	0	28
2	ARTISAN INTERNATIONAL FUND 661	04314H204		10/24/2011	8/8/2012	1,015		0	918	97	0	0	0	97
3	ARTISAN INTERNATIONAL FUND 661	04314H204		3/23/2009	8/8/2012	1,655		0	1,008	647	0	0	0	647
4	ARTISAN MID CAP FUND-INS 1333	04314H600		4/10/2012	5/15/2012	309		8	318	-1	0	0	0	1
5	CREDIT SUISSE COMM RT ST-CO 2156	22544R305		10/24/2011	5/15/2012	628		68	696	0	0	0	0	0
6	CREDIT SUISSE COMM RT ST-CO 2156	22544R305		10/19/2011	8/8/2012	622		0	654	-32	0	0	0	-32
7	DIAMOND HILL LONG-SHORT FD CL I 1	25264S833		5/3/2010	5/15/2012	694		0	644	50	0	0	0	50
8	DODGE & COX INT'L STOCK FD 1048	256206103		5/3/2010	5/15/2012	529		62	590	1	0	0	0	1
9	DODGE & COX INT'L STOCK FD 1048	256206103		4/28/2010	8/8/2012	566		0	614	-48	0	0	0	-48
10	DODGE & COX INT'L STOCK FD 1048	256206103		5/3/2010	8/8/2012	1,920		0	2,000	-80	0	0	0	-80
11	DODGE & COX INT'L STOCK FD 1048	256206103		5/3/2010	11/19/2012	589		0	590	-1	0	0	0	-1
12	DODGE & COX INCOME FD COM 147	256210105		8/12/2011	2/10/2012	2,625		0	2,602	23	0	0	0	23
13	DODGE & COX INCOME FD COM 147	256210105		10/24/2011	2/10/2012	772		0	754	18	0	0	0	18
14	DODGE & COX INCOME FD COM 147	256210105		7/23/2009	2/10/2012	2,333		0	2,136	197	0	0	0	197
15	DODGE & COX INCOME FD COM 147	256210105		5/10/2012	5/15/2012	958		0	958	0	0	0	0	0
16	DODGE & COX INCOME FD COM 147	256210105		7/23/2009	11/19/2012	2,396		0	2,143	253	0	0	0	253
17	DODGE & COX INCOME FD COM 147	256210105		5/10/2012	11/19/2012	1,159		0	1,139	20	0	0	0	20
18	DODGE & COX INCOME FD COM 147	256210105		8/10/2012	11/19/2012	1,730		0	1,712	18	0	0	0	18
19	DODGE & COX INCOME FD COM 147	256210105		3/23/2009	11/19/2012	5,343		0	4,526	817	0	0	0	817
20	DREYFUS EMG MKT DEBT LOC C-I 608	261980494		8/12/2011	5/15/2012	427		0	462	-35	0	0	0	35
21	JP MORGAN MID CAP VALUE-I 758	339128100		5/3/2010	2/10/2012	454		0	398	56	0	0	0	56
22	JP MORGAN MID CAP VALUE-I 758	339128100		5/3/2010	5/8/2012	997		0	841	156	0	0	0	156
23	JP MORGAN MID CAP VALUE-I 758	339128100		5/3/2010	5/15/2012	464		0	398	66	0	0	0	66
24	JP MORGAN MID CAP VALUE-I 758	339128100		5/3/2010	8/8/2012	351		0	288	63	0	0	0	63
25	GOLDMAN SACHS GRTH OPP FD-I 113	38142Y401		5/3/2010	2/10/2012	319		0	292	27	0	0	0	27
26	GOLDMAN SACHS GRTH OPP FD-I 113	38142Y401		5/3/2010	4/10/2012	8,592		0	7,797	795	0	0	0	795
27	GOLDMAN SACHS GRTH OPP FD-I 113	38142Y401		8/12/2011	4/10/2012	1,168		0	1,043	125	0	0	0	125
28	HARBOR CAPITAL APRCTION-INST 201	411511504		3/23/2009	2/10/2012	534		0	306	228	0	0	0	228
29	HARBOR CAPITAL APRCTION-INST 201	411511504		3/23/2009	5/15/2012	825		0	471	354	0	0	0	354
30	HUSSMAN STRATEGIC GROWTH FUND	448108100		10/19/2009	5/15/2012	688		0	744	-56	0	0	0	-56
31	HUSSMAN STRATEGIC GROWTH FUND	448108100		10/19/2009	8/8/2012	119		0	138	-19	0	0	0	-19
32	HUSSMAN STRATEGIC GROWTH FUND	448108100		3/23/2009	8/8/2012	3,527		0	4,027	-500	0	0	0	-500
33	ISHARES S & P 500 INDEX FUND	464287200		3/23/2009	2/10/2012	538		0	327	211	0	0	0	211
34	ISHARES S & P 500 INDEX FUND	464287200		3/23/2009	5/8/2012	5,170		0	3,103	2,067	0	0	0	2,067
35	ISHARES S & P 500 INDEX FUND	464287200		3/23/2009	5/15/2012	401		0	245	156	0	0	0	156
36	KEELEY SMALL CAP VAL FD CL I 2251	487300808		8/12/2011	2/10/2012	722		0	631	91	0	0	0	91
37	KEELEY SMALL CAP VAL FD CL I 2251	487300808		5/10/2012	5/15/2012	470		0	480	-10	0	0	0	-10
38	KEELEY SMALL CAP VAL FD CL I 2251	487300808		8/12/2011	8/8/2012	41		0	35	6	0	0	0	6
39	KEELEY SMALL CAP VAL FD CL I 2251	487300808		5/10/2012	8/8/2012	131		0	128	3	0	0	0	3
40	KEELEY SMALL CAP VAL FD CL I 2251	487300808		4/20/2009	8/8/2012	138		0	76	62	0	0	0	62
41	LAUDUS MONDRIAN INTL FI-INST 2940	51855Q655		8/12/2011	5/15/2012	314		0	342	-28	0	0	0	-28
42	LAUDUS MONDRIAN INTL FI-INST 2940	51855Q655		8/12/2011	8/8/2012	2,647		0	2,821	-174	0	0	0	-174
43	MFS VALUE FUND-CLASS I 893	552983694		5/10/2012	5/15/2012	676		0	689	-13	0	0	0	-13
44	MFS VALUE FUND-CLASS I 893	552983694		2/14/2012	5/15/2012	63		0	64	-1	0	0	0	-1
45	MFS VALUE FUND-CLASS I 893	552983694		2/14/2012	8/8/2012	525		0	506	19	0	0	0	19
46	MAINSTAY EP US EQUITY-INS 1204	56063J302		3/23/2009	2/10/2012	5,299		0	4,184	1,115	0	0	0	1,115
47	MAINSTAY EP US EQUITY-INS 1204	56063J302		3/23/2009	5/8/2012	431		0	339	92	0	0	0	92
48	MAINSTAY EP US EQUITY-INS 1204	56063J302		3/23/2009	8/8/2012	5,119		0	3,933	1,186	0	0	0	1,186
49	MERGER FD SH BEN INT 260	589509108		5/3/2010	5/15/2012	316		0	315	1	0	0	0	1
50	OPPENHEIMER DEVELOPING MKT-Y 7	683974505		8/12/2011	11/19/2012	396		0	380	16	0	0	0	16
51	PIMCO TOTAL RET FD-INST 35	693390700		5/3/2010	2/10/2012	5,805		0	5,811	-6	0	0	0	-6
52	PIMCO TOTAL RET FD-INST 35	693390700		5/10/2012	5/15/2012	968		0	968	0	0	0	0	0
53	PIMCO FOREIGN BD FD USD H-INST 1	693390882		8/12/2011	5/15/2012	369		0	360	9	0	0	0	9
54	PIMCO FOREIGN BD FD USD H-INST 1	693390882		8/12/2011	8/8/2012	2,674		0	2,565	109	0	0	0	109
55	RIDGEWORTH SEIX HY BD-I 5855	76628T645		10/24/2011	5/15/2012	1,078		0	1,047	31	0	0	0	31
56	RIDGEWORTH SEIX HY BD-I 5855	76628T645		8/10/2012	11/19/2012	1,419		0	1,406	13	0	0	0	13
57	T ROWE PRICE SHORT TERM BD FD 5	77957P105		2/14/2012	5/8/2012	4,418		0	4,409	9	0	0	0	9
58	T ROWE PRICE SHORT TERM BD FD 5	77957P105		2/14/2012	5/15/2012	586		0	586	0	0	0	0	0
59	T ROWE PRICE SHORT TERM BD FD 5	77957P105		2/14/2012	8/8/2012	5,204		0	5,193	11	0	0	0	11
60	T ROWE PRICE SHORT TERM BD FD 5	77957P105		2/14/2012	11/19/2012	1,504		0	1,500	4	0	0	0	4
61	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		2/10/2012	5/15/2012	316		0	319	-3	0	0	0	-3
62	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		8/10/2011	5/15/2012	386		0	387	-1	0	0	0	-1
63	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		8/10/2011	8/8/2012	814		0	739	75	0	0	0	75
64	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		8/10/2011	11/19/2012	362		0	317	45	0	0	0	45
65	TCW SMALL CAP GROWTH FUND-I 472	87234N849		5/3/2010	2/10/2012	530		0	490	40	0	0	0	40
66	TCW SMALL CAP GROWTH FUND-I 472	87234N849		5/10/2012	5/15/2012	295		0	301	-6	0	0	0	-6
67	TCW SMALL CAP GROWTH FUND-I 472	87234N849		5/10/2012	11/19/2012	512		0	548	-36	0	0	0	-36
68	TCW SMALL CAP GROWTH FUND-I 472	87234N849		8/10/2012	11/19/2012	200		0	212	-12	0	0	0	-12
69	TCW SMALL CAP GROWTH FUND-I 472	87234N849		5/3/2010	11/19/2012	3,633		0	3,866	-233	0	0	0	-233
70	TCW SMALL CAP GROWTH FUND-I 472	87234N849		5/3/2010	12/19/2012	3,430		0	3,478	-48	0	0	0	-48
71	TCW SMALL CAP GROWTH FUND-I 472	87234N849		8/12/2011	12/19/2012	1,499		0	1,458	41	0	0	0	41
72	VANGUARD MSCI EMERGING MARKETS	922042858		10/20/2011	2/10/2012	345		0	311	34	0	0	0	34
73	VANGUARD MSCI EMERGING MARKETS	922042858		3/23/2009	2/10/2012	43		0	25	18	0	0	0	18
74	VANGUARD MSCI EMERGING MARKETS	922042858		5/8/2012	8/8/2012	246		0	247	-1	0	0	0	-1
75	VANGUARD REIT VIPER	922908553		3/23/2009	2/10/2012	1,302		0	521	781	0	0	0	781
76	VANGUARD REIT VIPER	922908553		3/23/2009	5/8/2012	457		0	172	285	0	0	0	285
77	VANGUARD REIT VIPER	922908553		3/23/2009	5/15/2012	771		0	296	475	0	0	0	475
78	VANGUARD REIT VIPER	922908553		3/23/2009	8/8/2012	66		0	24	42	0	0	0	42

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

										4,685	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	101N Indepndence Mall E MACY1372	Philadelphia	PA	19106-2112		TRUSTEE	4 00	4,685	0	0
2												

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	172
2	First quarter estimated tax payment	6/5/2012	2	128
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	0
7	Total		7	300