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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

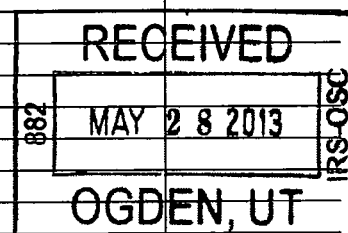
2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation The Westfield Insurance Foundation		A Employer identification number 20-3816760
Number and street (or P O box number if mail is not delivered to street address) PO Box 5001	Room/suite	B Telephone number (see instructions)
City or town, state, and ZIP code Westfield Center, OH 44251-5001		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 14,209,584		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)

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)	312,620			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	335,933	335,933		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(29,269)			
	b Gross sales price for all assets on line 6a 874,775				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	619,284	335,933			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) Sch 1	26,568			
	17 Interest	66			
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) Sch. 2	1,098			
	24 Total operating and administrative expenses. Add lines 13 through 23	27,732			
	25 Contributions, gifts, grants paid	410,531			634,000
26 Total expenses and disbursements. Add lines 24 and 25	438,263			634,000	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	181,021				
b Net investment income (if negative, enter -0-)		335,933			
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing			48,593	308,842	308,842
	2 Savings and temporary cash investments	Sch. 3		162,613	131,709	131,709
	3 Accounts receivable ▶		52,620			
	Less: allowance for doubtful accounts ▶		0		52,620	52,620
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U.S. and state government obligations (attach schedule) Sch. 3		2,815,830	2,920,161	2,548,013	
	b Investments—corporate stock (attach schedule)	Sch. 3	9,633,166	10,789,738	10,255,192	
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)					
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶ Accrued Investment Income)		5,770	6,514	6,514	
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		12,665,972	14,209,584	13,302,890	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable			1,128,321	904,852	
	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)		1,128,321	904,852		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>					
	24 Unrestricted		11,537,651	13,304,732		
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)		11,537,651	13,304,732		
	31 Total liabilities and net assets/fund balances (see instructions)		12,665,972	14,209,584		

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	11,537,651
2 Enter amount from Part I, line 27a	2	181,021
3 Other increases not included in line 2 (itemize) ▶ Unrealized Investment Gain	3	1,586,079
4 Add lines 1, 2, and 3	4	13,304,751
5 Decreases not included in line 2 (itemize) ▶ Fees	5	19
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,304,732

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				
(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				
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	Sch 4 (29,269)
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	

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

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

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

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

(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	658,000	12,223,674	.05383
2010	606,695	12,176,649	.04982
2009	510,274	10,625,897	.04802
2008	922,095	11,782,962	.07826
2007	810,202	16,343,875	.04957
2 Total of line 1, column (d)			2 .2795
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 .0559
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 12,866,405
5 Multiply line 4 by line 3			5 719,232
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,359
7 Add lines 5 and 6			7 722,591
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.			8 634,000

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	6,719	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2		
3 Add lines 1 and 2		3	6,719	
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	6,719	
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 5,750			
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	5,750	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	969	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	✓
c Did the foundation file Form 1120-POL for this year?	1c	✓
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? <i>If "Yes," attach a detailed description of the activities.</i>	2	✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>	3	✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	✓
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	✓
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	✓
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	✓
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	✓
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>Ohio</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	8b	✓
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)? <i>If "Yes," complete Part XIV</i>	9	✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> See Schedule B	10	✓

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ► <u>www.guidestar.org</u>				
14	The books are in care of ► <u>Westfield Group</u>	Telephone no. ►	<u>330-887-6907</u>	
	Located at ► <u>PO Box 5001, Westfield Center, OH</u>	ZIP+4 ►	<u>44251-5001</u>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here.		<input type="checkbox"/>	
	and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	✓
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	✓
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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

5a During the year did the foundation pay or incur any amount to:				
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	✓
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

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

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 ▶

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

Part IX-A Summary of Direct Charitable Activities

Part IX-B	Summary of Program-Related Investments (see instructions)
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Form **990-PF** (2012)

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	Sch. 5	1a 12,883,622
b	Average of monthly cash balances	Sch. 5	1b 178,718
c	Fair market value of all other assets (see instructions)		1c
d	Total (add lines 1a, b, and c)		1d 13,062,340
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 13,062,340
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)		4 195,935
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4		5 12,866,405
6	Minimum investment return. Enter 5% of line 5		6 643,320

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		1 643,320
2a	Tax on investment income for 2012 from Part VI, line 5	2a 6,719	
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b		2c 6,719
3	Distributable amount before adjustments. Subtract line 2c from line 1		3 636,601
4	Recoveries of amounts treated as qualifying distributions		4
5	Add lines 3 and 4		5 636,601
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		7 636,601

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 634,000
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		4 634,000
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		6 634,000

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				636,601
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____		0		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	1,136			
b From 2008	341,457			
c From 2009	0			
d From 2010	4,473			
e From 2011	53,784			
f Total of lines 3a through e	400,850			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 634,000				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2012 distributable amount				634,000
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	2,601			2,601
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	398,249			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 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)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	398,249			
10 Analysis of line 9:				
a Excess from 2008	339,992			
b Excess from 2009	0			
c Excess from 2010	4,473			
d Excess from 2011	53,784			
e Excess from 2012	0			

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

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

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

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter ² / ₃ of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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).)

Ohio Farmers Insurance Co. through 100% owned subsidiaries, Westfield Insurance Co. & Westfield National Insurance Co.

- 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:

See attached Community Grant Fund Guidelines

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

See attached Community Grant Fund Guidelines

- c** Any submission deadlines:

See attached Community Grant Fund Guidelines

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

See attached Community Grant Fund Guidelines

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 <i>Paid during the year</i> See Schedule #6				634,000
Total			3a	634,000
b <i>Approved for future payment</i> See Schedule #7				1,063,000
Total			3b	1,063,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	335,933	
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	(29,269)	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a Contributions			42	312,620	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				619,284	
13	Total. Add line 12, columns (b), (d), and (e)				13	619,284

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

[illegible]

b If "Yes," complete the following schedule.

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

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

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Schedule of Contributors

OMB No 1545-0047

2012

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

Name of the organization

Employer identification number

The Westfield Insurance Foundation

20-3816760

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$

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

Name of organization The Westfield Insurance Foundation	Employer identification number 20-3816760
---	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Westfield Group Foundation PO Box 5001 Westfield Center, OH 44251-5001	\$ 312,620	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization The Westfield Insurance Foundation	Employer identification number 20-3816760
--	--

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

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

Name of organization The Westfield Insurance Foundation	Employer identification number 20-3816760
--	--

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	

WESTFIELD INSURANCE FOUNDATION
EIN 20-3816760
2012 990-PF
SCHEDULE 1

Part I, Line 16c: Other professional fees

Consulting - General	\$ 16,850
Regulatory Fees - Other	<u>\$ 9,718</u>
Total Other Professional Fees	<u><u>\$ 26,568</u></u>

WESTFIELD INSURANCE FOUNDATION
EIN 20-3816760
2012 990-PF
SCHEDULE 2

Part I, Line 23: Other expenses

Bank Fees	\$	60
Insurance	\$	1,038
		<hr/>
Total Other Expenses	\$	<u><u>1,098</u></u>

WESTFIELD INSURANCE FOUNDATION
 EIN 20-3816760
 2012 990-PF
 SCHEDULE 3

Beginning of Year	End of Year	
	Book Value	Fair
	(End of Year	Market
	Market Value)	Value
12/31/2011	12/31/2012	12/31/2012
(column a)	(column b)	(column c)

Part II, Line 2: Savings & Temporary Cash Investments:

JP Morgan US Govt Institutional	162,613	131,709	131,709
---------------------------------	---------	---------	---------

Part II, Line 10a: Investments - US and State Government Obligations:

Ishares - (Lehman) Barclays TIPS Bd Fd	355,905	325,379	266,440
Ishares - GS\$ Investop Corp Bd	1,410,624	1,539,235	1,359,074
Ishares - (Lehman) Barclays 7-10 Yr Treasury Bd Fd	453,951	450,383	340,213
Ishares - Core Total US Bond Mkt	595,350	605,164	582,286
	<u>2,815,830</u>	<u>2,920,161</u>	<u>2,548,013</u>

Part II, Line 10b: Investments - Corporate Stock:

Ishares - MSCI EAFE Index Fund	1,601,553	1,830,437	1,826,642
Ishares - Russell Midcap Value Idx Fd	1,347,570	1,537,947	1,443,956
Ishares - Russell Midcap Growth Idx Fd	814,740	935,218	907,333
Ishares - Russell 1000 Value - Large Cap	1,101,378	1,203,787	1,152,893
Ishares - Russell 1000 Growth - Large Cap	852,403	890,402	722,799
Ishares - DJ US Real Estate	664,677	711,241	686,813
Ishares - S&P Smallcap 600 Val	1,587,040	1,758,579	1,590,623
Ishares - S&P Smallcap 600 Gro	811,723	904,438	858,047
Vanguard - Emerging Market ETF	852,083	1,017,689	1,066,086
	<u>9,633,166</u>	<u>10,789,738</u>	<u>10,255,192</u>

WESTFIELD INSURANCE FOUNDATION
EIN 20-3816760
2012 990-PF
SCHEDULE 4

Part IV Capital Gains and Losses for Tax on Investment Income

# Shares	Property Description	How Acquired	Date Acquired	Date Sold	Sales Price	Cost	Gain/ (Loss)
370	Ishares Barclays TIPS Bd Fd	Purchase	12/21/2006	6/12/2012	44,402 70	36,932 88	7,469 82
130	Ishares Barclays TIPS Bd Fd	Purchase	3/9/2012	6/12/2012	15,600 95	15,403 05	197 90
200	Ishares Core Total US Bond Mkt	Purchase	3/9/2012	6/12/2012	22,189 70	22,049 81	139 89
300	Ishares GS\$ Investop Corp Bd	Purchase	3/9/2012	6/12/2012	34,870 77	34,957 61	(86 84)
110	Ishares Barclays 7-10 Yr Treas Bd Fd	Purchase	4/16/2007	6/12/2012	11,873 16	9,078 30	2,794 86
190	Ishares Barclays 7-10 Yr Treas Bd Fd	Purchase	3/9/2012	6/12/2012	20,508 20	19,884 95	623 25
443	Ishares MSCI EAFE Index Fund	Purchase	12/21/2006	3/9/2012	24,045 82	32,165 65	(8,119 83)
500	Ishares MSCI EAFE Index Fund	Purchase	12/21/2006	12/20/2012	28,269 36	36,304 35	(8,034 99)
438	Ishares Russell Midcap Value Idx Fd	Purchase	6/29/2011	3/9/2012	20,845 23	20,771 05	74 18
208	Ishares Russell Midcap Growth Idx Fd	Purchase	6/29/2011	3/9/2012	12,891 71	12,736 92	154 79
319	Ishares Russell 1000 Value-Large Cap	Purchase	12/21/2006	3/9/2012	21,994 23	26,285 38	(4,291 15)
1,031	Ishares Russell 1000 Value-Large Cap	Purchase	12/21/2006	11/28/2012	73,194 19	84,953 67	(11,759 48)
69	Ishares Russell 1000 Value-Large Cap	Purchase	2/6/2008	11/28/2012	4,898 55	5,189 15	(290 60)
254	Ishares Russell 1000 Growth-Large Cap	Purchase	12/21/2006	3/9/2012	16,381 97	14,016 99	2,364 98
900	Ishares Russell 1000 Growth-Large Cap	Purchase	12/21/2006	11/28/2012	58,675 08	49,666 50	9,008 58
600	Ishares Russell 1000 Growth-Large Cap	Purchase	6/12/2012	11/28/2012	39,116 72	37,041 60	2,075 12
202	Ishares DJ US Real Estate	Purchase	12/21/2006	3/9/2012	12,218 25	16,724 59	(4,506 34)
1,000	Ishares DJ US Real Estate	Purchase	12/21/2006	11/28/2012	62,845 09	82,795 00	(19,949 91)
115	Ishares S&P Smallcap 600 Val	Purchase	6/30/2011	3/9/2012	8,879 56	8,535 82	343 74
900	Ishares S&P Smallcap 600 Val	Purchase	6/30/2011	11/28/2012	69,793 43	66,802 05	2,991 38
138	Ishares S&P Smallcap 600 Gro	Purchase	6/30/2011	3/9/2012	11,232 30	11,081 99	150 31
146	Vanguard - Emerging Market ETF	Purchase	6/30/2011	3/9/2012	6,465 49	7,083 95	(618 46)
62,229	JPMorgan - US Govt Agency Shares	Purchase	10/31/2011	1/31/2012	62,228 55	62,228 55	-
24,593	JPMorgan - US Govt Agency Shares	Purchase	10/31/2011	6/29/2012	24,592 91	24,592 91	-
13,447	JPMorgan - US Govt Agency Shares	Purchase	10/31/2011	7/31/2012	13,447 33	13,447 33	-
23,527	JPMorgan - US Govt Agency Shares	Purchase	12/30/2011	7/31/2012	23,527 49	23,527 49	-
38,817	JPMorgan - US Govt Agency Shares	Purchase	12/30/2011	10/31/2012	38,816 58	38,816 58	-
7,161	JPMorgan - US Govt Agency Shares	Purchase	2/29/2012	10/31/2012	7,160 66	7,160 66	-
37,549	JPMorgan - US Govt Agency Shares	Purchase	3/30/2012	10/31/2012	37,549 45	37,549 45	-
8,376	JPMorgan - US Govt Agency Shares	Purchase	4/30/2012	10/31/2012	8,375 60	8,375 60	-
8,480	JPMorgan - US Govt Agency Shares	Purchase	5/31/2012	10/31/2012	8,480 08	8,480 08	-
6,774	JPMorgan - US Govt Agency Shares	Purchase	8/31/2012	10/31/2012	6,774 08	6,774 08	-
22,630	JPMorgan - US Govt Agency Shares	Purchase	9/28/2012	10/31/2012	22,629 83	22,629 83	-
<u>262,146</u>					<u>874,775 02</u>	<u>904,043 82</u>	<u>(29,268 80)</u>

WESTFIELD INSURANCE FOUNDATION
 EIN 20-3816760
 2012 990-PF
 SCHEDULE 5

PART X: Minimum Investment Return

Line 1a: Average FMV of Securities

Assets Held More Than One Year

Assets Held More Than One Year			AVERAGE		
		FMV	FMV	FMV	
		12/31/2011	12/31/2012	12/31/2012	
2,680	shares	Ishares - Barclays TIPS Bd Fd	312,729	325,379	319,054
5,400	shares	Ishares - Core Total US Bond Mkt	595,350	599,832	597,591
12,400	shares	Ishares - GS\$ Investop Corp Bd	1,410,624	1,500,276	1,455,450
4,190	shares	Ishares - Barclays 7-10 Yr Treasury Bd Fd	442,338	450,383	446,361
31,392	shares	Ishares - MSCI EAFE Index Fund	1,554,846	1,784,949	1,669,897
30,612	shares	Ishares - Russell Midcap Value Index Fund	1,328,561	1,537,947	1,433,254
14,592	shares	Ishares - Russell Midcap Growth Index Fund	803,290	916,378	859,834
15,931	shares	Ishares - Russell 1000 Value - Large Cap	1,011,300	1,160,095	1,085,698
13,596	shares	Ishares - Russell 1000 Growth - Large Cap	785,713	890,402	838,057
10,498	shares	Ishares - DJ US Real Estate	596,391	678,906	637,649
21,735	shares	Ishares - S&P Smallcap 600 - Value	1,513,234	1,758,579	1,635,906
10,762	shares	Ishares - S&P Smallcap 600 - Growth	801,446	904,438	852,942
22,154	shares	Vanguard Emerging Market Fund	846,504	986,518	916,511
					-
195,942					12,748,204

Assets Held Less Than One Year

Assets Held Less Than One Year			DAYS HELD	FMV 12/31/2012	AVERAGE FMV 12/31/2012
48	shares	Ishares - Core Total US Bond Market	298	5,332	4,353
322	shares	Ishares - GS\$ Investop Corp Bd	298	38,959	31,807
800	shares	Ishares - MSCI EAFE Index Fund	203	45,488	25,299
300	shares	Ishares - Russel Midcap Growth Idx Fd	203	18,840	10,478
600	shares	Ishares - Russell 1000 Value - Large Cap	203	43,692	24,300
500	shares	Ishares - DJ US Real Estate	203	32,335	17,984
700	shares	Vanguard - Emerging Market ETF	203	31,171	17,336
16,573	shares	JPMorgan - US Govt Agency Shares	64	16,573	2,906
7,526	shares	JPMorgan - US Govt Agency Shares	32	7,526	660
107,610	shares	JPMorgan - US Govt Agency Shares	1	107,610	295
<hr/>					<hr/>
134,979					135,418
<hr/>					<hr/>
330,921		Total on line 1a			12,883,622

Line 1b: Cash Balance Average

	Balance 12/31/2011	Balance 12/31/2012	Average Balance
Total on line 1b	48,593	308,842	178,717
Total on 1d			13,062,339

WESTFIELD INSURANCE FOUNDATION
 EIN 20-3818760
 2012 990-PF
 SCHEDULE 6

Organization	Address	City	ST	Zip Code	Foundation Status of Recipient	Reason for donation (990-PF)	Donation
Fund For Our Economic Future	1350 East Ninth Street	Cleveland	OH	44114	509(a)(1)	To support economic development efforts in Northeast Ohio	\$33 000 00
Playhouse Square Foundation	1501 Euclid Ave Site 200	Cleveland	OH	44115	509(a)(1)	To support building of broadcast theatre for public tv and radio	\$300 000 00
The University of Akron Foundation	Department of Development	Akron	OH	44325	509(a)(1)	To support the Medina County University Center	\$100 000 00
American Cancer Society	Finance Department	Atlanta	GA	30303	509(a)(1)	To support general operations	\$5 436 00
American Heart Association	5455 N. High Street	Columbus	OH	43216	509(a)(1)	To support general operations	\$3 565 00
Akron-Canton Regional Foodbank	350 Opportunity Parkway	Akron	OH	44307	509(a)(1)	To support general operations	\$8 702 00
Central Pennsylvania Foodbank	3908 Corey Road	Harrisburg	PA	17109	509(a)(1)	To support general operations	\$281 00
Cleveland Foodbank	15500 Soouth Waterloo Rd	Cleveland	OH	44110	509(a)(1)	To support general operations	\$425 00
Dare to Care Foodbank	P O Box 35458	Louisville	KY	40232	509(a)(1)	To support general operations	\$500 00
Northern Illinois Foodbank	600 Industrial Dr	St Charles	IL	60174	509(a)(1)	To support general operations	\$26 00
Second Harvest Foodbank of Central Florida	2008 Birengle Avenue	Orlando	FL	32808	509(a)(1)	To support general operations	\$45 00
Second Harvest Heartland	1140 Gervais Ave	St Paul	MN	55109	509(a)(1)	To support general operations	\$250 00
Butler County United Way	1331 Pittsburgh Road	Butler	PA	16001	509(a)(1)	To support general operations	\$65 00
Greater Cleveland United Way	1331 Euclid Ave	Cleveland	OH	44115	509(a)(1)	To support general operations	\$1 330 00
Greater Twin Cities United Way	404 S. Eighth Street	Minneapolis	MN	55404	509(a)(1)	To support general operations	\$75 00
Heart of Florida United Way	Dr. Nelson Ying Center	Orlando	FL	32804	509(a)(1)	To support general operations	\$45 00
Heart of West Michigan United Way	118 Commerce Ave SW	Grand Rapids	MI	49503	509(a)(1)	To support general operations	\$87 50
Metro United Way	PO Box 4488	Louisville	KY	40204	509(a)(1)	To support general operations	\$65 00
United Way of Ashland County	132 W. Main Street	Ashland	OH	44805	509(a)(1)	To support general operations	\$65 00
United Way of Beaver County	3582 Broadhead Road	Monaca	PA	15061	509(a)(1)	To support general operations	\$65 00
United Way of Central Indiana	PO Box 88409	Indianapolis	IN	46208	509(a)(1)	To support general operations	\$390 00
United Way of Erie County	416 Columbus Ave	Sandusky	OH	44870	509(a)(1)	To support general operations	\$78 00
United Way of Greater Cincinnati	2400 Reading Road	Cincinnati	OH	45202	509(a)(1)	To support general operations	\$410 00
United Way of Greater Knoxville	1301 Hannah Ave	Knoxville	TN	37921	509(a)(1)	To support general operations	\$65 00
United Way of Greater Richmond & Petersburg	P O Box 11807	Richmond	VA	23230	509(a)(1)	To support general operations	\$260 00
United Way of Greater Stark County	4825 Highgate Ave NW	Canton	OH	44718	509(a)(1)	To support general operations	\$1 774 50
United Way of Lancaster County	630 Janet Avenue	Lancaster	PA	17601	509(a)(1)	To support general operations	\$364 00
United Way of Medina County	2573 Medina Road	Medina	OH	44256	509(a)(1)	To support general operations	\$30 000 00
United Way of Metropolitan Atlanta	100 Edgewood Ave NE	Atlanta	GA	30303	509(a)(1)	To support general operations	\$65 00
United Way of Summit County	PO Box 1260	Akron	OH	44309	509(a)(1)	To support general operations	\$1,191 00
United Way of Sumner County	1531 Hunt Club Boulevard	Gallatin	TN	37068	509(a)(1)	To support general operations	\$260 00
United Way of the Capital Region	2235 Millenium Way	Enola	PA	17025	509(a)(1)	To support general operations	\$910 00
United Way of Wayne and Holmes Counties	215 S. Walnut Street	Wooster	OH	44891	509(a)(1)	To support general operations	\$610 00
Central Illinois Memorial Kidney Fund	PO Box 235	Morton	IL	61265	509(a)(1)	To support general operations	\$500 00
Colorado Mountain Bike Association	PO Box 280415	Lakewood	CO	80228	509(a)(2)	To support general operations	\$320 00
Contemporary Youth Orchestra	PO Box 181099	Cleveland Heights	OH	44118	509(a)(2)	To support general operations	\$500 00
Downtown Akron Partnership Jr. Board	103 S. High Street 4th Floor	Akron	OH	44308	509(a)(1)	To support general operations	\$250 00
First Presbyterian of Woodstock	2018 N. Illinois Route 47	Woodstock	IL	60098	Church gov't equivalent	To support community outreach programs	\$300 00
Friends of the Blackbird	12 Norman Drive	Shelby	OH	44875	509(a)(1)	To support Shelby Bicycle Days	\$500 00
Girl Scouts of North East Ohio	1010 Applegrove St Nw	Canton	OH	44720	509(a)(1)	To support general operations	\$500 00
Girls Scouts of NorthEast Ohio	One Girl Scout Way	Macedonia	OH	44058	509(a)(1)	To support camp scholarships	\$400 00
Habitat for Humanity ReStore	800 North State Street	Elgin	IL	60123	509(a)(1)	To support general operations	\$500 00
Hospice of Medina County	5075 Windfall Rd	Medina	OH	44256	509(a)(1)	To support general operations	\$500 00
International Hope & Heritage Inc	PO Box 2196	Rockwall	TX	75087	509(a)(1)	To support general operations	\$500 00
Knoxville Habitat for Humanity	1501 Washington Ave	Knoxville	TN	37927	509(a)(1)	To support general operations	\$500 00
Lodi Community Church	9701 Congress Road	West Salem	OH	44254	509(a)(1)	To support community outreach programs	\$500 00
Lodi Community Church	9701 Congress Rd	West Salem	OH	44287	509(a)(1)	To support community outreach programs	\$380 00
Lodi United Methodist Church	PO Box 3 320 Medina St	Lodi	OH	44254	Church gov't equivalent	To support community outreach programs	\$250 00
Lodi United Methodist Church	PO Box 3 320 Medina St	Lodi	OH	44254	Church gov't equivalent	To support community outreach programs	\$250 00
Medina County 4-H	9180 Firestone Rd	Homerville	OH	44235	509(a)(1)	To support general operations	\$500 00
Medina County SPCA	245 S. Medina St	Medina	OH	44256	509(a)(2)	To support general operations	\$250 00
Minds Matter of Cleveland	PO Box 14219	Cleveland	OH	44114	509(a)(1)	To support general operations	\$500 00
North East Ohio Dance	150 Main St	Wadsworth	OH	44281	509(a)(2)	To support general operations	\$500 00
Salvation Army of Ohio	425 West Liberty St	Medina	OH	44256	509(a)(1)	To support general operations	\$500 00
Servants at Work Inc	7700 N. Meridian St	Indianapolis	IN	46260	509(a)(1)	To support general operations	\$500 00
Special Olympics Clay County (Florida)	4572 Junction Drive	Middleburg	FL	32068	509(a)(1)	To support general operations	\$500 00
Susan G Komen	PO Box 680843	Dallas	TX	75266	509(a)(1)	To support general operations	\$500 00
Susan G Komen NEO	26210 Emery Rd. Suite 307	Cleveland	OH	44128	509(a)(1)	To support general operations	\$325 00
Valley of the Sun United Way	1515 E. Osborn Road	Phoenix	AZ	85014	509(a)(1)	To support general operations	\$400 00
Wadsworth Public Library Foundation	132 Broad St	Wadsworth	OH	44281	509(a)(1)	To support Your Home Your Rights Radio program	\$3 000 00
Fair Housing Advocates	520 S. Main Street	Akron	OH	44311	509(a)(2)	To support Model Block Initiative	\$1 000 00
Farfax Renaissance Development Corp	2111 Quincy Ave	Cleveland	OH	44104	509(a)(1)	To support home construction	\$2 500 00
Habitat for Humanity of Cincinnati	4910 Para Dr	Cincinnati	OH	45237	509(a)(1)	To support "Rebuild" program	\$2 500 00
Habitat for Humanity of Greater Columbus	3140 Westerville Rd	Columbus	OH	43224	509(a)(1)	To support educational partnership program	\$5 000 00
Habitat for Humanity of Kent County	425 Pleasant Street NW	Grand Rapids	MI	49503	509(a)(1)	To support home construction	\$2 500 00
Habitat for Humanity of Medina	342 E. Smith Road	Medina	OH	44256	509(a)(1)	To support home construction	\$2 500 00
Habitat for Humanity of Northern Fox Valley	20 South Grove	Carpentersville	IL	60110	509(a)(1)	To support 2012 Conference for all Ohio Habitats	\$5 000 00
Habitat for Humanity of Ohio	88 E. Broad Street	Columbus	OH	43215	509(a)(1)	To support home construction	\$5 000 00
Habitat for Humanity of Summit County	2301 Romig Road	Akron	OH	44320	509(a)(1)	To support home construction	\$5 000 00
Habitat for Humanity of Wayne County	1451 Spruce St Ext	Wooster	OH	44691	509(a)(1)	To support fire recovery efforts	\$1 000 00
Lancaster Area Habitat for Humanity	443 Fairview Avenue	Lancaster	PA	17603	509(a)(1)	To support the Home Ownership Center - Homebuyer Education	\$3 000 00
Maumee Valley Habitat for Humanity	6855 Spring Valley Drive	Holland	OH	43528	509(a)(1)	To support Individual Development Account	\$1 000 00
Neighborhood Housing Services of Cleveland	5700 Broadway Ave	Cleveland	OH	44127	509(a)(1)	To support the housing counseling program	\$3 000 00
Northwest Ohio Development Organization	432 N. Superior Street	Toledo	OH	43604	509(a)(1)	To support Restoring the Dream - foreclosure prevention	\$6 000 00
Spanish American Committee	4407 Loran Ave	Cleveland	OH	44113	509(a)(1)	To provide safe driving education in high school health classes	\$5 000 00
The Fair Housing Center	432 N. Superior Street	Toledo	OH	43804	509(a)(1)	To support safety program for teens	\$50 000 00
The Housing Advocates	3214 Prospect Ave E	Cleveland	OH	44115	509(a)(1)	To support insurance education programs in high schools	\$2 000 00
Michelle's Leading Star Foundation	4412 Lakeview Glen Dr	Medina	OH	44256	509(a)(1)	To support Medina County programs	\$2 000 00
Cornell High School	1099 MAPLE STREET	Corapolis	PA	15108	501(c)(3) gov't equivalent	To support the accountability board and endowment fund	\$1 500 00
OhioHealth Corporation	180 East Broad Street 33RD Fl	Columbus	OH	43215	509(a)(1)	To support the finance advisory board	\$1 500 00
INVEST	127 S Peyton St	Alexandria	VA	22314	509(a)(2)	To provide school supplies for students in need	\$670 00
Junior Achievement of North Central Ohio	1200 Firestone Pkwy 2nd Fl	Akron	OH	44319	509(a)(1)		\$634,000 00
The University of Akron Foundation	Department of Development	Akron	OH	44325	509(a)(1)		
The University of Akron Foundation	Department of Development	Akron	OH	44325	509(a)(1)		
The University of Akron Foundation	Department of Development	Akron	OH	44325	509(a)(1)		
Cleveland Municipal School District	1380 East 6th Street Room 235	Cleveland	OH	44114	501(c)(3) gov't equivalent		

WESTFIELD INSURANCE FOUNDATION
EIN 20-3816760
2012 990-PF
SCHEDULE 7

Part XVb, Approved for future payment

Donee	Purpose	Amount
Playhouse Square Foundation 1501 Euclid Avenue, Suite 200 Cleveland, OH 44115	Support the Idea Center Studio	900,000
OhioHealth Foundation 180 East Broad Street, 31st Floor Columbus, OH 43215	Support the Grant Medical Center Trauma Program	129,000
Fund for Our Economic Future 1360 East 9th Street, Suite 210 Cleveland, OH 44114	Support the Fund for Our Economic Future of Northeast Ohio	34,000
Total approved future payments		<u><u>1,063,000</u></u>

WESTFIELD INSURANCE FOUNDATION
 EIN 20-3816760
 2012 990-PF
 SCHEDULE 8

Part VIII, Line 1: Information About Officers, Directors, Trustees, and Foundation Managers

<u>Name and address</u>	<u>Title and average hours devoted per week</u>	<u>Compensation</u>	<u>Contributions to employee benefit plans and deferred comp</u>	<u>Expense account</u>
Joe Kohmann PO Box 5001 Westfield Center, OH 44251	Director, 50 hrs/wk	0	0	0
Jon Park PO Box 5001 Westfield Center, OH 44251	Director, 50 hrs/wk	0	0	0
Edward Largent PO Box 5001 Westfield Center, OH 44251	Director, 50 hrs/wk	0	0	0
James Clay PO Box 5001 Westfield Center, OH 44251	Director, 50 hrs/wk	0	0	0
Jani Groza PO Box 5001 Westfield Center, OH 44251	Director, 40 hrs/wk	0	0	0
Frank Carrino PO Box 5001 Westfield Center, OH 44251	Director, 1 hr/wk	0	0	0



WESTFIELD
INSURANCE
FOUNDATION™

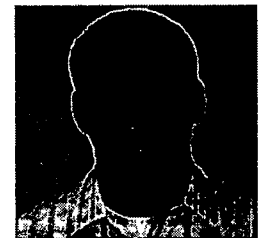
VOLUNTEER GRANT PROGRAM

Recognizing employees and the organizations they care about most



RACHELLE BARTH
HOME OFFICE
MEDINA COUNTY SPCA
\$250 GRANT • 25 HOURS

Will you volunteer for
25 or more hours this year?



STEVE BUTLER
HOME OFFICE
MINDS MATTER OF CLEVELAND
\$500 GRANT • 350 HOURS

In 2012, **26** Westfield employees did.
They volunteered a total of
2,735 hours!

To see all past recipients, visit
WeCare on the Intranet.



CHERYL MURRIN
WESTFIELD BANK, MEDINA
CONTEMPORARY YOUTH ORCHESTRA
\$500 GRANT • 160 HOURS



MARILYN LUEHRMANN
ST CHARLES, IL
FIRST PRESBYTERIAN OF WOODSTOCK
- MISSION & OUTREACH
\$300 GRANT • 30 HOURS

Guidelines and application on following pages

Through the Volunteer Grant Program, Westfield Insurance Foundation recognizes Westfield Group colleagues who volunteer 25 hours or more annually to a qualifying nonprofit organization with a cash grant to the nonprofit. Grant amounts range between \$250 and \$500.

Guidelines

Employee Eligibility

An employee must be classified as a full- or part-time employee (as defined in the Employee Handbook) and have at least one year of continuous company service. Employees who have received a volunteer grant in the past are eligible to apply for the same organization annually. Employees who volunteer a minimum of 25 hours for more than one nonprofit may only apply for one volunteer grant annually.

Volunteer requirements

The employee must have engaged in a minimum of 25 hours of active, non-compensated service to the organization in the 12 months preceding the request. Service must be performed during personal time (time excused from work may not be included as part of the 25-hour minimum requirement).

Organization and activity eligibility

Eligible nonprofit organizations or institutions must be located within a Westfield Group operating territory and recognized by the Internal Revenue Service as tax exempt under section 501(c)(3) and as a public charity under section 509(a)(1) or 509(a)(2) of the IRS Code.

Organizations must have a valid employer identification number (EIN). Religious organizations or groups are eligible if volunteer work provides a service, result or outcome that is not religious in nature and/or has nondiscrimination policies (i.e. food pantries, soup kitchens, shelters, home building/repair, disaster relief).

Ineligible nonprofit organizations and programs

Fraternal, labor, athletic, social, professional or veterans groups, political, legislative or lobbying groups, discriminatory groups, private foundations, religious groups' programs limited to membership and/or religious activities/purposes, international organizations, nonacademic programs at public and private schools; organizations that directly benefit an individual or family member, or an organization that represents a conflict of interest for the employees or the company.

Grants cannot be used to fulfill personal pledge obligations or for fund-raisers.

Grant Selection

The community investment staff will review all submissions and make decisions based on 1) completion of the application, 2) adherence to guidelines, including employee and nonprofit eligibility, and 3) available funds. If requests received exceed funds available, payment of grant will be held until January of subsequent fiscal year.

Grant amounts are based on number of hours volunteered, length of service to the nonprofit and funds available. Grants range from \$250 - \$500.

An organization with more than one employee volunteer is eligible to receive more than one grant annually but not more than \$1,000 annually (such a donation will be made in the name of qualifying employee volunteers).

Employees will be notified of their application approval status within 15 days. Employees will receive the grant check and a letter to give to the nonprofit. The nonprofit will subsequently receive a press release to consider for use in recognizing the grant.

Application

Complete the employee section of the application and forward to the organization to have a representative complete its portion. Completed applications must be submitted before **August 30**.

Option 1: hard copy application

Available on page 3 of this document

Option 2: online application

Employee application link (application includes link to nonprofit application, both portions must be completed)

<http://fs16.formsite.com/WFCommunityInvestment/form1/index.html>

Questions?

Contact Gretchen Long,
community investment manager
ext 4300484 • gretchenlong@westfieldgrp.com



Volunteer Grant Program Application

Employee section (to be completed by Westfield Employee)

Name _____ Employee ID # _____ Hire Date (month/year) ____/____/____

Work phone _____ I work in the Home Office: ☐ Yes ☐ No

If no, I work in a Service Office/Westfield Bank location _____ Leader _____
(City, State)

Approx # of hours volunteered in the 12 months preceding the date of this application.

Name of nonprofit _____ # of years involved

Describe volunteer activities. _____

I certify that I am a non-compensated volunteer of the nonprofit organization, the information contained in this document is true and accurate to the best of my knowledge, and that my request complies fully with the provisions of the Volunteer Grant Program. I hereby grant authority to Westfield Insurance Foundation and Ohio Farmers Insurance Company to use and disclose information from my volunteer grant application regarding my volunteer activities (and their impact upon the nonprofit organization) on the Westfield Intranet, on WestfieldInsurance.com and/or on Facebook. I grant this permission without any expectation of compensation whatsoever, and I release those entities from any claims which might arise from the authorized use of the information.

Employee Signature

Date

Nonprofit section (to be completed by nonprofit representative)

Contact _____ Name

Work _____ Phone

Nonprofit Name _____ EIN (Federal Tax ID #)

Street _____ Address

City, _____ State, _____ Zip

E-mail Address _____

Organizational category:

- ☐ Safety ☐ Education ☐ Arts/Culture ☐ Health ☐ Human Services
☐ Civic/Community ☐ Environment ☐ Other _____

Nonprofit mission _____

Describe the applicant's volunteer involvement and his/her impact on the organization.

Attach additional sheet if necessary, limit response to 250 words

I certify that this organization is a 501(c)(3) nonprofit organization, is eligible to receive tax-deductible contributions, as defined under the Internal Revenue Code, section 509(a)(1) or 509(a)(2). I further certify that the above mentioned Westfield Group employee is a current, active volunteer for this organization and that the information contained in this application is true and accurate to the best of my knowledge.

Authorized Signature

Date

Return application and documentation by August 30, 2013
Volunteer Grant Program, One Park Circle, Westfield Center, OH 44251-5001
communityinvestment@westfieldgrp.com