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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation THE ROCKDALE FOUNDATION, INC.		A Employer identification number 58-2668065
Number and street (or P O box number if mail is not delivered to street address) 916 JOSEPH E. LOWREY BLVD., NW, STE. 4		B Telephone number (404) 249-0426
City or town, state or province, country, and ZIP or foreign postal code ATLANTA, GA 30318		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"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,061,879.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		250,000.		N/A	
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		109,220.	109,220.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		352,498.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			352,498.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		711,718.	461,718.		
13 Compensation of officers, directors, trustees, etc		70,886.	7,089.		63,797.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		2,870.	287.		2,583.
16a Legal fees					
b Accounting fees STMT 2		3,900.	1,950.		1,950.
c Other professional fees STMT 3		26,412.	23,412.		3,000.
17 Interest					
18 Taxes STMT 4		2,299.	0.		0.
19 Depreciation and depletion					
20 Occupancy		20,011.	2,001.		18,010.
21 Travel, conferences, and meetings		31,316.	3,132.		28,184.
22 Printing and publications					
23 Other expenses STMT 5		15,427.	1,119.		14,308.
24 Total operating and administrative expenses Add lines 13 through 23		173,121.	38,990.		131,832.
25 Contributions, gifts, grants paid		365,748.			701,199.
26 Total expenses and disbursements. Add lines 24 and 25		538,869.	38,990.		833,031.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		172,849.			
b Net investment income (if negative, enter -0-)			422,728.		
c Adjusted net income (if negative, enter -0-)				N/A	

623501 11-23-16 LHA For Paperwork Reduction Act Notice, see instructions.

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2016.05000 THE ROCKDALE FOUNDATION, L45600.1

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	45,032.	31,579.	31,579.	
	2 Savings and temporary cash investments	109,093.	166,161.	166,161.	
	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				
	7 Other notes and loans receivable				
	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				
	b Investments - corporate stock	5,366,045.	3,856,857.	3,856,857.	
	c Investments - corporate bonds	0.	1,004,272.	1,004,272.	
	Liabilities	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment: basis		14,497.			
Less: accumulated depreciation		11,487.	3,010.	3,010.	3,010.
15 Other assets (describe)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		5,523,180.	5,061,879.	5,061,879.	
17 Accounts payable and accrued expenses					
18 Grants payable			431,633.		
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe)	0.	28,135.		
	23 Total liabilities (add lines 17 through 22)	0.	459,768.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 28 and lines 30 and 31.				
	24 Unrestricted	5,523,180.	4,602,111.		
	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				
	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	5,523,180.	4,602,111.			
31 Total liabilities and net assets/fund balances	5,523,180.	5,061,879.			

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	5,523,180.
2 Enter amount from Part I, line 27a	2	172,849.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	5,696,029.
5 Decreases not included in line 2 (itemize)	5	1,093,918.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,602,111.

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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 INVESTMENT PORTFOLIO		P		
b CAPITAL GAINS DIVIDENDS				
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 833,445.		497,103.	336,342.	
b 16,156.			16,156.	
c				
d				
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			336,342.	
b			16,156.	
c				
d				
e				
2 Capital gain net income or (net capital loss)		<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2 352,498.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 </div>		3 N/A

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))
2015	415,907.	5,308,805.	.078343
2014	516,518.	5,136,958.	.100549
2013	521,263.	5,183,253.	.100567
2012	501,208.	5,209,085.	.096218
2011	577,802.	5,536,716.	.104358
2 Total of line 1, column (d)			2 .480035
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 .096007
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 5,118,027.
5 Multiply line 4 by line 3			5 491,366.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,227.
7 Add lines 5 and 6			7 495,593.
8 Enter qualifying distributions from Part XII, line 4			8 833,031.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	4,227.
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	4,227.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,227.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,630.
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	4,630.
8	Enter any penalty for underpayment of estimated tax. Check here <input 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	403.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 403. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year? 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.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) GA		
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	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	

Website address **▶ HTTP://ROCKDALEFOUNDATION.ORG/**

14 The books are in care of **▶ KATHLEEN M. BARKSDALE** Telephone no. **▶ (404) 249-0426**
 Located at **▶ 916 JOSEPH E. LOWREY BLVD., NW, STE. 4, ATLANTA,** ZIP+4 **▶ 30318**

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**

16 At any time during calendar year 2016, 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 FinCEN Form 114. 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 checked="" type="checkbox"/> Yes <input 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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	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. ▶		
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 2016 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 2016) N/A	3b	
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 2016?	4b	X

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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 4945(d)(4)(A)? (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 ☒ Nob 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)? ☐ Yes ☒ NoOrganizations 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? **SEE STATEMENT 11** ☒ 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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.**

(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 STATEMENT 10		70,866.	2,870.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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**

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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	5,038,112.
b	Average of monthly cash balances	1b	157,855.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	5,195,967.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,195,967.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	77,940.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,118,027.
6	Minimum investment return. Enter 5% of line 5	6	255,901.

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	255,901.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	4,227.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,227.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	251,674.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	251,674.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	251,674.

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	833,031.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
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	833,031.
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	5	4,227.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	828,804.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				251,674.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	301,762.			
b From 2012	241,714.			
c From 2013	263,522.			
d From 2014	260,835.			
e From 2015	152,081.			
f Total of lines 3a through e	1,219,914.			
4 Qualifying distributions for 2016 from Part XII, line 4: \blacktriangleright \$	833,031.			
a Applied to 2015, 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 2016 distributable amount				251,674.
e Remaining amount distributed out of corpus	581,357.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,801,271.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	301,762.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,499,509.			
10 Analysis of line 9.				
a Excess from 2012	241,714.			
b Excess from 2013	263,522.			
c Excess from 2014	260,835.			
d Excess from 2015	152,081.			
e Excess from 2016	581,357.			

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				
INTERNATIONAL GRANTS (SEE ATTACHED LISTING)	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	482,799.
DISCRETIONARY GRANTS (SEE ATTACHED LISTING)	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	56,150.
MATCHING GRANTS (SEE ATTACHED LISTING)	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	9,750.
LOCAL GRANTS (SEE ATTACHED LISTING)	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	152,500.
Total				701,199.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2016)

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

OMB No 1545-0047

2016

Name of the organization

Employer identification number

THE ROCKDALE FOUNDATION, INC.

58-2668065

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

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

Employer identification number

THE ROCKDALE FOUNDATION, INC.**58-2668065****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	KATHLEEN M. BARKSDALE 186 THE PRADO, NE ATLANTA, GA 30309-3388	\$ 250,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE ROCKDALE FOUNDATION, INC.**58-2668065****Part II Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed.

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

Name of organization

Employer identification number

THE ROCKDALE FOUNDATION, INC.

58-2668065

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

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

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT PORTFOLIO	125,376.	16,156.	109,220.	109,220.	
TO PART I, LINE 4	125,376.	16,156.	109,220.	109,220.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	3,900.	1,950.		1,950.
TO FORM 990-PF, PG 1, LN 16B	3,900.	1,950.		1,950.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	23,412.	23,412.		0.
OTHER PROFESSIONAL SERVICES	3,000.	0.		3,000.
TO FORM 990-PF, PG 1, LN 16C	26,412.	23,412.		3,000.

FORM 990-PF	TAXES		STATEMENT 4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL NET INVESTMENT INCOME EXCISE TAX	4,336.	0.		0.
DEFERRED FEDERAL NET INVESTMENT INCOME EXCISE TAX	<2,037.>	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,299.	0.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	3,722.	372.		3,350.
TECHNOLOGY & TELEPHONE	4,433.	443.		3,990.
INSURANCE	1,292.	129.		1,163.
ASSOCIATION DUES & MEMBERSHIPS	3,700.	0.		3,700.
BANK CHARGES	539.	0.		539.
DUES & SUBSCRIPTIONS	1,329.	133.		1,196.
LICENSES & PERMITS	30.	3.		27.
NON-CAPITAL EQUIPMENT, RENTALS & MAINTENANCE	90.	9.		81.
POSTAGE & DELIVERY	236.	24.		212.
TRAINING & DEVELOPMENT	56.	6.		50.
TO FORM 990-PF, PG 1, LN 23	15,427.	1,119.		14,308.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 6
DESCRIPTION		AMOUNT
UNREALIZED DEPRECIATION IN THE INVESTMENT PORTFOLIO		98,973.
PY ADJUSTMENT: GRANTS PAYABLE		994,945.
TOTAL TO FORM 990-PF, PART III, LINE 5		1,093,918.

FORM 990-PF	CORPORATE STOCK	STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY SECURITIES	3,856,857.	3,856,857.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,856,857.	3,856,857.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME SECURITIES	1,004,272.	1,004,272.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,004,272.	1,004,272.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 9
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL NET INVESTMENT INCOME EXCISE TAX PAYABLE	0.	1,992.
DEFERRED FEDERAL NET INVESTMENT INCOME EXCISE TAXES	0.	26,143.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	28,135.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KATHLEEN M. BARKSDALE 916 JOSEPH E. LOWREY BLVD., STE. 4 ATLANTA, GA 30318	DIRECTOR/PRESIDENT 1.00	0.	0.	0.
WINSOME HAWKINS 916 JOSEPH E. LOWREY BLVD., STE. 4 ATLANTA, GA 30318	DIRECTOR/SECRETARY 1.00	0.	0.	0.
JOANNA ADAMS 916 JOSEPH E. LOWREY BLVD., STE. 4 ATLANTA, GA 30318	DIRECTOR 1.00	0.	0.	0.
DAVID WEITNAUER 916 JOSEPH E. LOWREY BLVD., STE. 4 ATLANTA, GA 30318	DIRECTOR 1.00	0.	0.	0.
JODY STEPHENSON 916 JOSEPH E. LOWREY BLVD., STE. 4 ATLANTA, GA 30318	EXECUTIVE DIRECTOR 24.00	70,866.	2,870.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		70,866.	2,870.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 11

GRANTEE'S NAME

GRANTS TO PUBLICLY SUPPORTED FOREIGN ORGANIZATIONS

GRANTEE'S ADDRESS

(SEE ATTACHED SCHEDULE)

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
261,951.		260,451.

PURPOSE OF GRANTSUPPORT FOR ORGANIZATIONS SUPPORTING THE CHARITABLE NEEDS OF SIERRA LEON,
AFRICA.DATES OF REPORTS BY GRANTEE

VARIOUS THROUGHOUT THE YEAR

ANY DIVERSION BY GRANTEE

NONE

990-PF	INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS	STATEMENT 12
	PART XVII, LINE 1, COLUMN (D)	

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

CANTERBURY OAST

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

GRANT MADE TO SUPPORT THEIR CHARITABLE MISSION ACTIVITIES SUPPORTING ADULTS WITH LEARNING DISABILITIES ACROSS KENT & EAST ESSEX IN THE UNITED KINGDOM

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

EDUCAID

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

GRANT MADE TO SUPPORT THEIR CHARITABLE MISSION ACTIVITIES FOR THE PROMOTION OF LEARNING IN SIERRA LEON, AFRICA

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

FOUNDATION FOR RURAL AND URBAN TRANSFORMATION

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

GRANT MADE TO SUPPORT THEIR CHARITABLE MISSION ACTIVITIES TO FIGHT POVERTY, CORRUPTION, INJUSTICE & SUBSTANCE ABUSE IN SIERRA LEON, AFRICA

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

NATIONAL YOUTH AWARENESS FORUM

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

GRANT MADE TO SUPPORT THEIR CHARITABLE MISSION ACTIVITIES TO SUPPLY RADIO SETS AND BATTERIES TO SCHOOLS IN SIERRA LEON, AFRICA

THE ROCKDALE FOUNDATION, INC.
FORM 990-PF, PART II, LINE 10 - INVESTMENTS DETAIL
DECEMBER 31, 2016

Asset detail

Cash and cash equivalents

Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
166,160.59 CRA (BNY Mellon, N.A., Member FDIC) (Principal Holding)	\$ 166,160.59	\$ 166,160.59		\$ 415.40	0.3%	3.3%
Principal Cash	-1,421,656.07					
Income Cash	1,421,656.07					
Total cash and cash equivalents	\$ 166,160.59	\$ 166,160.59	\$ 0.00	\$ 415.40		3.3%

Fixed income

Taxable

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
48,068.702	BNY Mellon Corporate Bond Fund	\$ 12.7200	\$ 611,433.89	\$ 619,000.00	\$ -7,566.11	\$ 21,919.33	3.6%	12.2%
23,376.903	BNY Mellon Bond Fund	12.5900	294,315.21	300,000.00	-5,684.79	8,462.44	2.9	5.9
Total taxable pooled vehicle			\$ 905,749.10	\$ 919,000.00	\$ -13,250.90	\$ 30,381.77		18.0%
Total taxable fixed income			\$ 905,749.10	\$ 919,000.00	\$ -13,250.90	\$ 30,381.77		18.0%



BNY MELLON
WEALTH MANAGEMENT

Portfolio manager

THE ROCKDALE FOUNDATION, INC.
FORM 990-PF, PART II, LINE 10 - INVESTMENTS DETAIL
DECEMBER 31, 2016
Rockdale Foundation, Inc.-LMA

December 1 - December 31, 2016

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Tax exempt
Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
7,769,924	BNY Mellon National Short-Term Municipal Bond Fund	\$ 12.6800	\$ 98,522.64	\$ 100,232.02	\$ -1,709.38	\$ 831.38	0.8%	2.0%
Total tax exempt pooled vehicle								
			\$ 98,522.64	\$ 100,232.02	\$ -1,709.38	\$ 831.38		2.0%
Total tax exempt fixed income								
			\$ 98,522.64	\$ 100,232.02	\$ -1,709.38	\$ 831.38		2.0%
Total fixed income								
			\$ 1,004,271.74	\$ 1,019,232.02	\$ -14,960.28	\$ 31,213.15		20.0%

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
512	Allergan PLC (AGN)	\$ 210.0100	\$ 107,525.12	\$ 73,733.12	\$ 33,792.00	\$ 1,433.60	1.3%	2.1%
1,200	Eaton Corp PLC (ETN)	67.0900	80,508.00	56,242.48	24,265.52	2,736.00	3.4	1.6
1,500	Ingersoll-Rand PLC (IR)	75.0400	112,560.00	31,787.18	80,772.82	2,400.00	2.1	2.2
1,169	Johnson Ctls Intl PLC (JCI)	41.1900	48,151.11	56,240.59	-8,089.48	1,169.00	2.4	1.0
601	Chubb Limited (CB)	132.1200	79,404.12	66,759.08	12,645.04	1,658.76	2.1	1.6
2,000	AT&T Inc (T)	42.5300	85,060.00	74,700.00	10,360.00	3,920.00	4.6	1.7
500	Abbott Laboratories (ABT)	38.4100	19,205.00	13,775.11	5,429.89	530.00	2.8	0.4
500	Abbvie Inc (ABBV)	62.6200	31,310.00	14,937.94	16,372.06	1,280.00	4.1	0.6
150	Alphabet, Inc (GOOG)	771.8200	115,773.00	37,792.79	77,980.21	0.00	0.0	2.3
150	Alphabet, Inc. (GOOGL)	792.4500	118,867.50	37,799.89	81,067.61	0.00	0.0	2.4
600	American Express Company (AXP)	74.0800	44,448.00	28,621.05	15,826.95	768.00	1.7	0.9
600	Amgen Inc (AMGN)	146.2100	87,726.00	32,597.54	55,128.46	2,760.00	3.2	1.7
1,700	Apple Inc (AAPL)	115.8200	196,894.00	14,719.57	182,174.43	3,876.00	2.0	3.9
1,000	CVS Health Corporation (CVS)	78.9100	78,910.00	38,600.00	40,310.00	2,000.00	2.5	1.6
1,800	Cognizant Technology Solutions Corp (CTSH)	58.0300	100,854.00	33,905.46	66,948.54	0.00	0.0	2.0
	C/A							

THE ROCKDALE FOUNDATION, INC.
FORM 990-PF, PART II, LINE 10 - INVESTMENTS DETAIL
DECEMBER 31, 2016

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,600	Danaher Corp (DHR)	77.8400	124,544.00	40,867.44	83,676.56	800.00	0.6	2.5
1,500	Devon Energy Corporation New (DVN)	48.6700	68,505.00	52,395.00	16,110.00	360.00	0.5	1.4
500	Emerson Electric Co (EMR)	55.7500	27,875.00	23,946.25	3,928.75	960.00	3.4	0.6
887	Exxon Mobil Corp (XOM)	90.2600	80,060.62	54,818.85	25,241.77	2,661.00	3.3	1.6
171	Fedex Corp (FDX)	186.2000	31,840.20	19,512.38	12,327.82	273.60	0.9	0.6
800	Fortive Corp (FTV)	53.6300	42,904.00	13,308.33	29,595.67	224.00	0.5	0.9
2,000	General Electric Company (GE)	31.6000	63,200.00	71,070.00	-7,870.00	1,920.00	3.0	1.3
191	Home Depot Inc (HD)	134.0800	25,609.28	14,423.59	11,185.69	527.16	2.1	0.5
1,000	Intel Corp (INTC)	36.2700	36,270.00	36,360.00	-90.00	1,040.00	2.9	0.7
1,000	Johnson & Johnson (JNJ)	115.2100	115,210.00	61,116.50	54,093.50	3,200.00	2.8	2.3
1,153	Merck & Co Inc (MRK)	58.8700	67,877.11	32,963.00	34,914.11	2,167.64	3.2	1.4
1,200	MetLife Inc (MET)	53.8900	64,668.00	50,830.68	13,837.32	1,920.00	3.0	1.3
2,000	Microsoft Corporation (MSFT)	62.1400	124,280.00	58,331.40	65,948.60	3,120.00	2.5	2.5
1,000	Omnicom Group Inc (OMC)	85.1100	85,110.00	51,904.95	33,205.05	2,200.00	2.6	1.7
2,000	Oracle Corp (ORCL)	38.4500	76,900.00	39,478.00	37,422.00	1,200.00	1.6	1.5
600	Pepsico Inc (PEP)	104.6300	62,778.00	36,192.00	26,586.00	1,806.00	2.9	1.3
2,985	Pfizer Inc (PFE)	32.4800	96,952.80	79,659.78	17,293.02	3,820.80	3.9	1.9
500	Praxair Inc (PX)	117.1900	58,595.00	40,227.50	18,367.50	1,500.00	2.6	1.2
750	The Procter & Gamble Company (PG)	84.0800	63,060.00	40,806.58	22,253.42	2,008.50	3.2	1.3
300	Salesforce Com Inc (CRM)	68.4600	20,538.00	11,278.86	9,259.14	0.00	0.0	0.4
500	Schwab Charles Corp New (SCHW)	39.4700	19,735.00	19,464.45	270.55	140.00	0.7	0.4
254	Shire PLC (SHPG) ADR	170.3800	43,276.52	23,620.30	19,656.22	204.22	0.5	0.9
1,200	T J X Companies Inc (TJX)	75.1300	90,156.00	16,962.00	73,194.00	1,248.00	1.4	1.8
600	Thermo Fisher Scientific Inc (TMO)	141.1000	84,660.00	30,320.64	54,339.36	360.00	0.4	1.7
300	Union Pac Corp (UNP)	103.6800	31,104.00	11,844.69	19,259.31	726.00	2.3	0.6

THE ROCKDALE FOUNDATION, INC.
FORM 990-PF, PART II, LINE 10 - INVESTMENTS DETAIL
DECEMBER 31, 2016
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Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
750	Venzon Communications Inc (VZ)	53.3800	40,035.00	30,485.92	9,549.08	1,732.50	4.3	0.8
Total U.S. large cap			\$ 2,952,939.38	\$ 1,574,400.89	\$ 1,378,538.49	\$ 60,650.78		58.7%

U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
4,500.408	Ariel Appreciation Fund (CAAPX)	\$ 47.0400	\$ 211,699.19	\$ 251,987.49	\$ -40,288.30	\$ 2,025.18	1.0%	4.2%
Total U.S. mid cap			\$ 211,699.19	\$ 251,987.49	\$ -40,288.30	\$ 2,025.18		4.2%

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
116	Adient PLC (ADNT)	\$ 58.6000	\$ 6,797.60	\$ 5,403.86	\$ 1,393.74	\$ 0.00	0.0%	0.1%
500	Allegion Public Limited Company (ALLE)	64.0000	32,000.00	8,102.02	23,897.98	240.00	0.8	0.6
2,130	ISHARES MSCI Eate Index FD (EFA)	57.7300	122,964.90	149,827.20	-26,862.30	3,772.23	3.1	2.5
17,234.481	Dreyfus International Stock Fund (DISYX)	14.7100	253,519.22	240,000.00	13,519.22	3,309.02	1.3	5.0
Total developed international			\$ 415,281.72	\$ 403,333.08	\$ 11,948.64	\$ 7,321.25		8.3%

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
7,740	Vanguard Emerging Markets ETF (VWO)	\$ 35.7800	\$ 276,937.20	\$ 305,014.59	\$ -28,077.39	\$ 6,966.00	2.5%	5.5%
Total emerging markets			\$ 276,937.20	\$ 305,014.59	\$ -28,077.39	\$ 6,966.00		5.5%
Total equities			\$ 3,856,857.49	\$ 2,534,736.05	\$ 1,322,121.44	\$ 76,963.21		76.7%
Total assets			\$ 5,027,289.82	\$ 3,720,128.66	\$ 1,307,161.16	\$ 108,591.76		100.0%

THE ROCKDALE FOUNDATION, INC.
FORM 990-PF, SCHEDULE F, PART II, EXPENDITURE RESPONSIBILITY DETAIL
DECEMBER 31, 2016

Grantee	Project/Program Detail	Year	Grantor	Account	Geo	Cou	Focus	Amount
FoRUT	Rural Education Phase 1	2016	RF	Intl	Int'l	SL	Ed - Intl	\$ 112,261 00
National Youth Awareness Forum	Expansion of Teacher Training Services Phase 1	2016	RF	Intl	Int'l	SL	Ed - Intl	\$ 104,826 20
National Youth Awareness Forum	Phase 3: Distance Education Program	2016	RF	Intl	Int'l	SL	Ed - Intl	\$ 33,364 00
Canterbury Oast Trust	General Operating	2016	RF	Disc	Int'l		NFA	\$ 1,500 00
EducAid	General Operating	2016	RF	Intl	Int'l	SL	Ed - Intl	\$ 10,000 00

The Rockdale Foundation, Inc.

GRANTS SUMMARY

January - December 2016

DATE	NUM	NAME	MEMO/DESCRIPTION	AMOUNT
7000 Grant & contract expense				
7020 Local Grants				
01/29/2016	1587	Rockdale Cares	Event sponsor	5,000.00
04/25/2016	1609	Oglethorpe University	Payment 4 of 4 / Scholarship for African Student to study at OU	7,500.00
05/31/2016	1619	Agape Community Center	One Child at a Time Campaign	30,000.00
08/30/2016	1645	Rockdale County Emergency Relief		10,000.00
08/30/2016	1646	Woodruff Arts Center	\$5k each to High, ASO and Alliance	15,000.00
08/30/2016	1647	Special Olympics, Inc.	Capital Campaign	10,000.00
11/14/2016	1643	Atlanta Families' Awards Fund	AFAEE	5,000.00
12/13/2016	1670	Boys and Girls Clubs of Metro Atlanta	Open Door Campaign (Grant 3 of 4)	70,000.00
Total for 7020 Local Grants				\$152,500.00
7030 International Grants				
01/29/2016	1588	Educatel	2016 Support - Rwanda Exansion	30,000.00
01/29/2016	1589	AGE Africa	Workplace Experience Project	5,000.00
03/29/2016			Unused grant funds from IPA Community Assistants	(8,012.97)
04/01/2016	1601	U.S. Fund for UNICEF	ECD Pilot in Sierra Leone	100,000.00
05/04/2016	1612	Jef Jel Project	Moringa Project	5,000.00
05/31/2016	1618	Building Tomorrow	BT Fellows Program	15,000.00
07/05/2016	1632	The Grandmother Project	Grandmothers in Schools (2 of 2)	42,361.00
09/19/2016		National Youth Awareness Forum	WIRE TRANSFER OUTGOING INTL WIRE WIRE TRANSFER OUTGOING INTL WIRE DR TRN #004685	114,000.00
09/21/2016	1653	Restless Development	Sierra Leone Programming	10,000.00
09/21/2016	1652	Restless Development	Board Contribution	5,000.00
09/21/2016	1654	Dignitas Project	General Operating Gift - Aug 2016 Site Visit	5,000.00
10/03/2016		FoRUT	WIRE TRANSFER OUTGOING INTL WIRE WIRE TRANSFER OUTGOING INTL WIRE DR TRN #013660	112,261.00
10/03/2016		National Youth Awareness Forum	WIRE TRANSFER OUTGOING INTL WIRE WIRE TRANSFER OUTGOING INTL WIRE DR TRN #013272	24,190.00
12/13/2016	1672	Ongoza	Ongoza	3,000.00
12/13/2016	1671	Teach for All	\$10k to Ghana	10,000.00
12/13/2016	1673	Educard	General Operating	10,000.00
Total for 7030 International Grants				\$482,799.03
7040 Matching Grants				
02/02/2016	1568	Agape Community Center	MG- J. Adams	250.00
02/02/2016	1590	One Hundred Miles	MG- J. Adams	250.00
02/02/2016	1591	Childspring International, Inc.	MG- J. Adams	250.00
07/05/2016	1626	Day 1	MG-J. Adams	500.00
07/05/2016	1625	Auburn Theological Seminary	MG-J. Adams	500.00
07/05/2016	1624	Mountain Wisdom, Inc.	MG - J. Adams	250.00
08/24/2016	1641	One Hundred Miles	MG- J. Adams	500.00

DATE	NUM	NAME	MEMO/DESCRIPTION	AMOUNT
08/30/2016	1648	One Hundred Miles	MG- D. Weitnauer	750.00
12/05/2016	1667	Life Ministries Today Inc.	MG - Jody Stephenson	500.00
12/05/2016	1666	Polis Institute, Inc.	MG- Jody Stephenson	500.00
12/05/2016	1668	L'Arche Atlanta	MG - Jody Stephenson	500.00
12/05/2016	1669	Communities in Coastal Georgia Foundation	MG - D. Weitnauer	1,000.00
12/13/2016	1674	Decatur Education Foundation	MG D. Weitnauer	1,000.00
12/14/2016	1676	Remerge	MG J. Stephenson	500.00
12/14/2016	1675	Jef Jel Project	MG D. Weitnauer	1,000.00
12/14/2016	1677	Columbia Theological Seminary	MG - D. Weitnauer	500.00
12/14/2016	1678	Intown Collaborative Ministries	MG-J. Adams	250.00
12/20/2016	1680	Our House, Inc.	MG - J. Adams	500.00
12/20/2016	1681	George Interfaith Power & Light	MG - J.Adams	250.00
Total for 7040 Matching Grants				\$9,750.00
7050 Discretionary Grants				
01/13/2016	1579	YouthSpark	Movers.Shakers. Changemakers.	100.00
01/29/2016	1585	U.S. Fund for UNICEF	Children First Event	2,500.00
01/29/2016	1586	Grady Health Foundation	White Coat Grady Gala	1,500.00
03/08/2016	1597	The Children's Museum of Atlanta	Amuse'um 2016	500.00
03/16/2016	1600	National Center for Civil and Human Rights	Power to Inspire Dinner	1,000.00
04/25/2016	1607	National Center for Civil and Human Rights	Power to Inspire Dinner	4,000.00
04/25/2016	1608	National Center for Civil and Human Rights	Women's Solidarity Circle (Payment 2 of 3)	5,000.00
04/25/2016	1610	YWCA of Greater Atlanta	2016 Salute to Women of Achievement Luncheon	1,500.00
05/04/2016	1611	Communities in Schools		1,000.00
05/23/2016	1614	Jeffrey Fashion Cares	VIP Patron	1,500.00
07/05/2016	1623	Atlanta Women's Foundation	Numbers Too Big to Ignore Luncheon	1,500.00
07/05/2016	1630	Georgia Justice Project	Criminal Records Program	250.00
08/24/2016	1642	Food Bank of Northeast Georgia	Rabun Christian Food Ministry Backpack Program	10,000.00
08/30/2016	1644	Chris Kids		500.00
09/07/2016	1649	Council for Quality Growth	Annual Event	500.00
09/07/2016	1651	Canterbury Oast Trust	General Operating	1,500.00
09/27/2016		American Express	GiveSmart US - Two tix for fundraiser	800.00
10/17/2016	1659	MedShare International	Hurricane Matthew	2,500.00
12/13/2016	1671	Teach for All	\$10k to Uganda	10,000.00
12/19/2016	1679	Generation Citizen	General Operating	10,000.00
Total for 7050 Discretionary Grants				\$56,150.00
Total for 7000 Grant & contract expense				\$701,199.03
TOTAL				\$701,199.03