Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: THE WARD FOUNDATION

A Employer identification number: 58-6440277

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 100 GALLERIA PARKWAY, STE. 1540

B Telephone number: (770) 980-7920

City or town, state, and ZIP code: ATLANTA, GA 30339

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 3,748,082.

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

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

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

	Line	(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	59,641.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	112,178.	112,178.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	360,217.			
	b Gross sales price for all assets on line 6a 8,115,980.				
	7 Capital gain net income (from Part IV, line 2)		360,217.		
	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	532,036.	472,395.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	1,762.	881.		881.
	c Other professional fees STMT 3	28,064.	14,995.		13,069.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,061.	0.		2,061.
	22 Printing and publications				
	23 Other expenses STMT 4	1,000.	0.		1,000.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	32,887.	15,876.		17,011.
	25 Contributions, gifts, grants paid	146,000.			146,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	178,887.	15,876.		163,011.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	353,149.			
	b **Net investment income** (if negative, enter -0-)		456,519.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing		1,689.	1,689.
	2 Savings and temporary cash investments	323,851.	280,954.	280,954.
	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 STMT 5	40,491.	0.	0.
	b Investments - corporate stock STMT 6	2,467,096.	2,521,128.	2,566,249.
	c Investments - corporate bonds STMT 7	549,146.	899,923.	899,190.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	3,380,584.	3,703,694.	3,748,082.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	12,500.		
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	12,500.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,368,084.	3,703,694.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	3,368,084.	3,703,694.	
	31 **Total liabilities and net assets/fund balances**	3,380,584.	3,703,694.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,368,084.
2	Enter amount from Part I, line 27a	2	353,149.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,721,233.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED PORTFOLIO DEPRECIATION	5	17,539.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,703,694.

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	SUNTRUST CUSTODIAL STATEMENT (PUBLICLY			
b	TRADED SECURITIES)			
c	CAPITAL GAINS DIVIDENDS			
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	8,115,816.		7,755,763.	360,053.
c	164.			164.
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				360,053.
c				164.
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	360,217.
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). If (loss), enter -0- in Part I, line 8		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))
2011	128,316.	3,535,287.	.036296
2010	113,968.	3,104,696.	.036708
2009	114,828.	2,336,256.	.049150
2008	125,584.	3,132,804.	.040087
2007	98,992.	3,322,181.	.029797

2 **Total** of line 1, column (d)	2	.192038
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	.038408
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,584,390.
5 Multiply line 4 by line 3	5	137,669.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,565.
7 Add lines 5 and 6	7	142,234.
8 Enter qualifying distributions from Part XII, line 4	8	163,011.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b			1	4,565.
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	4,565.
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	4,565.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,901.		
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	4,901.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	336.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 336. **Refunded** ▶			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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 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.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 8	10	X	

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

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

Website address ▶ N/A

14 The books are in care of ▶ SUNTRUST BANKS INC, FOUNDATION SVCS Telephone no. ▶ (404) 813-9105

Located at ▶ 25 PARK PLACE, ATLANTA, GA ZIP+4 ▶ 30303

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

		Line	Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* 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 2012?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b | | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X |

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 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.

(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
JOHN F. WARD 100 GALLERIA PARKWAY, STE. 1540 ATLANTA, GA 30339	TRUSTEE 2.00	0.	0.	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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	3,364,935.
b	Average of monthly cash balances		1b	274,040.
c	Fair market value of all other assets		1c	0.
d	**Total** (add lines 1a, b, and c)		1d	3,638,975.
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	3,638,975.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	54,585.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	3,584,390.
6	**Minimum investment return.** Enter 5% of line 5		6	179,220.

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	179,220.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 4,565.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	4,565.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	174,655.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	174,655.
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	174,655.

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	163,011.
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	
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	163,011.
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	4,565.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	158,446.

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				174,655.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			157,100.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 163,011.				
a Applied to 2011, but not more than line 2a			157,100.	
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				5,911.
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).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				168,744.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

JOHN F. WARD

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ATLANTA COMMUNITY FOOD BANK 732 JOSEPH E. LOWREY BLVD. ATLANTA, GA 30318	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	2,500.
CARE USA 151 ELLIS STREET ATLANTA, GA 30303	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	12,500.
CARTER CENTER 453 FREEDOM PKWY. ATLANTA, GA 30307	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	5,000.
CHILDREN'S HEALTHCARE OF ATLANTA 1600 TULLIE CIRCLE ATLANTA, GA 30329	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	17,500.
COMMUNITY ACTION CENTER 1130 HIGHTOWER TRIAL ATLANTA, GA 30350	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	15,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	146,000.
b Approved for future payment				
THE BOSELLI FOUNDATION INC PO BOX 16385 JACKSONVILLE, FL 32245	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	2,000.
ST. JOHNS COUNTY EDUCATION FOUNDATION 40 ORANGE STREET ST. AUGUSTINE, FL 32084	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	2,000.
Total			▶ 3b	4,000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
COMMUNITY HOSPICE OF NORTHEAST FLORIDA, INC. 4266 SUNBEAM ROAD JACKSONVILLE, FL 32257	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	1,500.
CROSBY SCHOLARS 2701 UNIVERSITY PARKWAY WINSTON-SALEM, NC 37105	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	5,000.
HILTON HEAD HEROS 1 SPANISH MOSS ROAD HILTON HEAD, SC 29928	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	10,000.
HONDURAN AGALTA VALLEY EDUCATION FOUNDATION (HAVE) 17 EXECUTIVE PARK DRIVE, STE 600 ATLANTA, GA 30329	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	2,500.
HONDURAN CHILDREN'S FOUNDATION, INC. 100 GALLERIA PKWY., STE 1540 ATLANTA, GA 30339	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	7,500.
HORIZONS ATLANTA 805 MOUNT VERNON HIGHWAY NW ATLANTA, GA 30327	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	10,000.
HUNGER & HOMELESS COALITION PO BOX 22738 HILTON HEAD, SC 29925	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	7,500.
KIPP METRO ATLANTA 350 TEMPLE STREET NW ATLANTA, GA 30314	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	37,500.
KIPP JACKSONVILLE SCHOOLS 1440 MCDUFF AVENUE NORTH JACKSONVILLE, FL 32254	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	2,000.
WAKE FOREST BAPTIST MEDICAL CENTER PO BOX 571021 WINSTON-SALEM, NC 27157	NONE	501(C)(3) CHARITY	SUPPORT CHARITABLE MISSION OF RECIPIENT	10,000.
Total from continuation sheets				93,500.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	112,178.	
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	360,217.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		472,395.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 472,395.

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

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee | Date 7/19/13 | Title TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
GREGORY W. HAYES		7-10-13		P00054246
Firm's name ▶ MOORE STEPHENS TILLER LLC			Firm's EIN ▶ 58-0673524	
Firm's address ▶ 1960 SATELLITE BOULEVARD, STE 3600 DULUTH, GA 30097			Phone no. 770-995-8800	

Form **990-PF** (2012)

223622 12-05-12

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.

OMB No 1545-0047

2012

Name of the organization	Employer identification number
THE WARD FOUNDATION	58-6440277

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 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	Employer identification number
THE WARD FOUNDATION	58-6440277

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	JEAN G. WARD 5960 RIVER CHASE CIRCLE ATLANTA, GA 30328	$ 59,641.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization: THE WARD FOUNDATION

Employer identification number: 58-6440277

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
1	545 SHARES UNITED HEALTH GROUP INC COM 1,070 SHARES CIGNA CORP COM 488 SHARES WHIRLPOOL CORP COM	$ 132,582.	12/07/12
		$	
		$	
		$	
		$	
		$	

Name of organization: THE WARD FOUNDATION

Employer identification number: 58-6440277

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.) ▶ $

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SUNTRUST CUSTODIAL STATEMENT	112,342.	164.	112,178.
TOTAL TO FM 990-PF, PART I, LN 4	112,342.	164.	112,178.

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	1,762.	881.		881.
TO FORM 990-PF, PG 1, LN 16B	1,762.	881.		881.

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	13,543.	13,543.		0.
INVESTMENT CUSTODIAL FEES	14,521.	1,452.		13,069.
TO FORM 990-PF, PG 1, LN 16C	28,064.	14,995.		13,069.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ORGANIZATIONAL MEMBERSHIP FEES	1,000.	0.		1,000.
TO FORM 990-PF, PG 1, LN 23	1,000.	0.		1,000.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 5
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT BONDS	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY SECURITIES	2,521,128.	2,566,249.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,521,128.	2,566,249.

FORM 990-PF	CORPORATE BONDS	STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	0.	0.
FIXED INCOME MUTUAL FUNDS	899,923.	899,190.
TOTAL TO FORM 990-PF, PART II, LINE 10C	899,923.	899,190.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 8
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
JEAN G. WARD	5960 RIVER CHASE CIRCLE ATLANTA, GA 30328

SUNTRUST

FORM 990-PF, PART II, INVESTMENT SECURITIES DETAIL

DETAIL OF ASSETS HELD

AS OF 12/31/12

THE WARD FOUNDATION

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
	STIF & MONEY MARKET FUNDS						
	SHORT TERM INVT TAXABLE						
280,953.860	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10	609010DF7	280,953 86 1.000	7.50 0.12	280,953.86 1.00	0.00	21 82 321.13
280,953.860	TOTAL SHORT TERM INVT TAXABLE		280,953.86	7.50 0.12	280;953.86	0.00	21.82 321.13
280,953.860	TOTAL STIF & MONEY MARKET FUNDS		280,953.86	7.50 0.12	280,953.86	0.00	21.82 321.13
	EQUITY SECURITIES						
	DOMESTIC COMMON						
	CONSUMER DISCRETIONARY						
2,234.000	CBS CORP NEW CL B COM	124857202	85,003 70 38.050	2.27 1.26	77,643.79 34.76	7,359.91	268.08 1,072.32
488 000	WHIRLPOOL CORP COM	963320106	49,654 00 101.750	1.33 1.97	25,981.12 53 24	23,672.88	0.00 976 00
2,722 000	TOTAL CONSUMER DISCRETIONARY	-	134,657.70	3.59 1.52	103,624.91	31,032 79	268.08 2,048.32
	CONSUMER STAPLES						
1,142.000	ALTRIA GROUP INC COM	02209S103	35,904.48 31.440	0.96 5.60	35,900 94 31.44	3 54	502.48 2,009.92
1,142 000	TOTAL CONSUMER STAPLES		35,904.48	0.96 5 60	35,900.94	3 54	502.48 2,009.92
	HEALTH CARE						

SunTrust

FORM 990-PF, PART II, INVESTMENT SECURITIES DETAIL

DETAIL OF ASSETS HELD

AS OF 12/31/12

THE WARD FOUNDATION

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
1,070.000	CIGNA CORP COM	125509109	57,202.20 53.460	1.53 0.08	24,590.64 22 98	32,611 56	0 00 42.80
1,070.000	TOTAL HEALTH CARE		57,202 20	1 53 0.08	24,590.64	32,611.56	0 00 42 80
	INFORMATION TECHNOLOGY						
140 000	APPLE INC COM	037833100	74,504 22 532.173	1.99 1 99	76,688.02 547.77	-2,183.80	0 00 1,484 00
1,209.000	TERADATA CORP DEL COM	88076W103	74,825 01 61 890	2.00 0.00	76,897.84 63.60	-2,072.83	0.00 0.00
1,349 000	TOTAL INFORMATION TECHNOLOGY		149,329.23	3.99 0.99	153,585.86	-4,256.63	0.00 1,484.00
	TELECOMMUNICATION SERVICES						
1,073.000	AT&T INC COM	00206R102	36,170.83 33.710	0.97 5 34	35,956.12 33.51	214.71	0.00 1,931.40
1,073 000	TOTAL TELECOMMUNICATION SERVICES		36,170 83	0.97 5.34	35,956.12	214.71	0 00 1,931.40
	UTILITIES						
4,353.000	CALPINE CORP COM NEW	131347304	78,919 89 18 130	2 11 0 00	76,940.15 17.68	1,979 74	0.00 0 00
826 000	SOUTHERN CO COM	842587107	35,361 06 42.810	0.94 4.58	35,924.14 43.49	-563.08	0 00 1,618 96
5,179.000	TOTAL UTILITIES		114,280.95	3.05 1.42	112,864.29	1,416.66	0.00 1,618.96
12,535 000	TOTAL DOMESTIC COMMON		527,545.39	14.08 1.73	466,522.76	61,022.63	770.56 9,135.40

SUNTRUST

FORM 990-PF, PART II, INVESTMENT SECURITIES DETAIL

DETAIL OF ASSETS HELD

AS OF 12/31/12

THE WARD FOUNDATION

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
	FOREIGN COMMON & ADR						
908.000	SEADRILL LTD COM	G7945E105	33,414.40 36.800	0.89 9.24	36,112 70 39 77	-2,698 30	0.00 3,087.20
2,669.000	COSTAMARE INC COM	Y1771G102	37,152 48 13.920	0.99 7.76	35,986.13 13.48	1,166.35	0.00 2,882.52
846.000	CANADIAN PAC RY LTD COM	13645T100	85,970 52 101.620	2.29 1.39	76,993.44 91.01	8,977.08	298.29 1,192.86
4,423.000	TOTAL FOREIGN COMMON & ADR		156,537 40	4.18 4 58	149,092.27	7,445 13	298.29 7,162.58
	REAL ESTATE INVESTMENT TRUSTS						
2,865.000	AMERICAN CAPITAL AGENCY CORP **REAL ESTATE INVT TR**	02503X105	82,798 50 **28.900**	2.21 **17.30**	89,984.21 **31.41**	-7,185 71	3,581.25 **14,325.00**
4,341.000	INVESCO MTG CAPITAL INC **REAL ESTATE INVT TR**	46131B100	85,561.11 **19.710**	2.28 **13.19**	90,040.47 **20.74**	-4,479 36	2,821.65 **11,286.60**
11,166.000	MFA FINL INC **REAL ESTATE INVT TR**	55272X102	90,556 26 **8.110**	2.42 **9.87**	89,962.48 **8.06**	593.78	2,233.20 **8,932.80**
8,015.000	TWO HARBORS INVT CORP **REAL ESTATE INVT TR**	90187B101	88,806 20 **11.080**	2 37 **19.86**	90,025 14 **11.23**	-1,218 94	4,408.25 **17,633.00**
26,387.000	**TOTAL REAL ESTATE INVESTMENT TRUSTS**		347,722.07	9.28 15.01	360,012.30	-12,290.23	13,044.35 52,177.40
	EXCHANGE TRADED FUNDS						

FORM 990-PF, PART II, INVESTMENT SECURITIES DETAIL

SUNTRUST

DETAIL OF ASSETS HELD

AS OF 12/31/12

THE WARD FOUNDATION

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
1,468.000	ISHARES TR US TRSY INFLN PROTECTED SECS BD ETF	464287176	178,229 88 121.410	4.76 2.22	180,028.18 122.63	-1,798 30	12.61 3,953 32
4,316.000	ISHARES TR MSCI EMERGING MKTS INDEX ETF	464287234	191,414.60 44 350	5.11 1.68	179,999.81 41 71	11,414.79	61.43 3,215.42
3,362 000	ISHARES TR MSCI EAFE INDEX ETF	464287465	191,163.32 56.860	5.10 3.09	180,034.18 53.55	11,129 14	0 00 5,913.76
1,959.000	ISHARES TR IBOXX $ HIGH YIELD CORP BD ETF	464288513	182,872 65 93.350	4.88 6.60	180,026.61 91.90	2,846 04	989 34 12,067 44
1,858 000	MARKET VECTORS ETF TR GOLD MINERS ETF FD	57060U100	86,192 62 46.390	2.30 1.00	95,121.24 51.20	-8,928 62	0.00 858 40
3,997.000	MARKET VECTORS ETF TR JUNIOR GOLD MINERS	57060U589	79,100.63 19.790	2.11 3.79	95,231.72 23.83	-16,131 09	0.00 2,997.75
6,250 000	POWERSHARES DB MULTI-SECTOR COMMODITY TR POWER SHS DB AGRIC FD COM UNIT	73936B408	174,687 50 27.950	4.66 0.00	180,031.25 28.80	-5,343.75	0.00 0 00
8,123 000	POWERSHARES DB INDEX TR US$ INDEX BULLISH ETF	73936D107	177,162 63 21.810	4 73 0.00	179,975 62 22.16	-2,812 99	0 00 0.00
1,274.000	SPDR S&P 500 ETF TR	78462F103	181,430.34 142 410	4.84 2 18	179,936 69 141 24	1,493 65	1,301.81 3,953 22
569.000	SPDR GOLD TR GOLD ETF	78463V107	92,189.61 162.020	2.46 0.00	95,115.46 167.16	-2,925.85	0.00 0 00
33,176.000	**TOTAL EXCHANGE TRADED FUNDS**		**1,534,443.78**	**40.94** **2.15**	**1,545,500.76**	**-11,056.98**	**2,365.19** **32,959.31**

SUNTRUST

FORM 990-PF, PART II, INVESTMENT SECURITIES DETAIL

DETAIL OF ASSETS HELD

AS OF 12/31/12

THE WARD FOUNDATION

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
76,521.000	TOTAL EQUITY SECURITIES		2,566,248.64	68.47 3.95	2,521,128.09	45,120.55	16,478.39 101,434.69
	MUTUAL FUNDS						
	MF TAXABLE FIXED INCOME						
8,670 520	BLACKROCK FDS II FLTG RATE INCOME PORTFOLIO INSTL CL	09256H187	90,086 70 10.390	2.40 4.61	90,000.00 10.38	86.70	327.56 4,153.18
15,789.474	DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	258620103	178,894 74 11.330	4.77 6.06	180,000.00 11.40	-1,105 26	1,604 17 10,830.49
17,765.480	TCW FDS INC TOTAL RETURN BD FD INSTL CL	87234N880	182,806.79 10 290	4 88 6 00	179,871 25 10 12	2,935 54	0.00 10,961.30
42,225 474	TOTAL MF TAXABLE FIXED INCOME		451,788.23	12.05 5.74	449,871.25	1,916.98	1,931.73 25,944 97
	CLOSED END EQUITIES						
16,371.000	BLACKROCK INTL GROWTH & INCOME TR COM	092524107	120,326.85 7 350	3.21 9.13	119,992.88 7 33	333 97	0 00 10,984.94
12,645 000	EATON VANCE TAX-MANAGED DIVERSIFIED EQUITY INCOME FD COM	27828N102	118,483 65 9 370	3.16 10 80	119,863.22 9.48	-1,379.57	0.00 12,796.74
13,575 000	EATON VANCE FDS TAX-MANAGED GLOBAL DIVERSIFIED EQTY INCOME FD	27829F108	119,595 75 8.810	3.19 11.08	119,913.41 8.83	-317 66	0 00 13,249.20
42,591.000	**TOTAL CLOSED END EQUITIES**		358,406.25	9.56 10.33	359,769.51	-1,363.26	0.00 37,030.88
	CLOSED END TAXABLE FIXED INC						

SUNTRUST

FORM 990-PF, PART II, INVESTMENT SECURITIES DETAIL

DETAIL OF ASSETS HELD

AS OF 12/31/12

THE WARD FOUNDATION

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
14,331.000	ING PRIME RATE TR SH BEN INT	44977W106	88,995.51 6.210	2.38 7.34	90,282 43 6.30	-1,286 92	14.33 6,534.94
14,331.000	TOTAL CLOSED END TAXABLE FIXED INC		88,995.51	2.38 7.34	90,282.43	-1,286.92	14.33 6,534.94
99,147.474	TOTAL MUTUAL FUNDS		899,189.99	23.99 7.73	899,923.19	-733.20	1,946.06 69,510.79
	MISCELLANEOUS ASSETS						
	OTHER RECEIVABLES						
1 000	CLASS ACTION PENDING AMERICAN CAPITAL LTD ON RCPT OF FINAL PMT	997001QM7	0.00 0.000	0.00 0 00	0.00 0.00	0 00	0.00 0.00
1.000	CLASS ACTION PENDING DELPHI FINANCIAL GROUP INC ON RCPT OF FINAL PMT	997001QS4	0.00 0.000	0.00 0.00	0.00 0.00	0.00	0.00 0.00
2.000	TOTAL OTHER RECEIVABLES		0.00	0.00 0.00	0.00	0.00	0.00 0.00
2.000	TOTAL MISCELLANEOUS ASSETS		0.00	0.00 0.00	0.00	0.00	0.00 0.00
	CASH		1,689 27	0 05	1,689 27		
456,624.334	TOTAL ACCOUNT		3,748,081.76	100.00 4.57	3,703,694.41	44,387.35	18,446.27 171,266 61
	CURRENT PERIOD ACCRUED INCOME		18,446.27		18,446 27		
	TOTAL VALUE		3,766,528.03		3,722,140.68		

Form **8868**
(Rev. January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. THE WARD FOUNDATION	Employer identification number (EIN) or 58-6440277
	Number, street, and room or suite no. If a P.O. box, see instructions. 100 GALLERIA PARKWAY, STE. 1540	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA, GA 30339	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ SUNTRUST BANKS INC, FOUNDATION SVCS 25 PARK PLACE - ATLANTA, GA 30303

  Telephone No. ▶ (404) 813-9105 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013 , to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ [X] calendar year 2012 or

▶ [ ] tax year beginning ______ , and ending ______ .

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 4,565.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 4,901.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions