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

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

07/01, 2012, and ending

06/30, 2013

Name of foundation

THE A. MONTGOMERY WARD FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

231 S LASALLE ST IL1-231-10-05

City or town, state, and ZIP code

CHICAGO, IL 60697

A Employer identification number

36-2417437

B Telephone number (see instructions)

866-752-2127

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

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

15,155,469.

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	405,847.	399,100.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,003,523.			
	b Gross sales price for all assets on line 6a 13,598,843.				
	7 Capital gain net income (from Part IV, line 2)		1,003,523.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)		125.		STMT 2
	12 Total. Add lines 1 through 11	1,415,213.	1,402,748.		
	13 Compensation of officers, directors, trustees, etc.	213,858.	128,315.		85,543.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3				
	c Other professional fees (attach schedule) STMT 4	60,282.	18,451.		41,831.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	13,381.	4,303.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,000.			1,000.
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 6	100.	1,346.		15.
	24 Total operating and administrative expenses. Add lines 13 through 23	291,066.	152,415.	NONE	130,834.
	25 Contributions, gifts, grants paid	562,627.			562,627.
	26 Total expenses and disbursements Add lines 24 and 25	853,693.	152,415.	NONE	693,461.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	561,520.			
	b Net investment income (if negative, enter -0-)		1,250,333.		
	c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		1,171,576.	494,858.	494,858.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule) .				
	b	Investments - corporate stock (attach schedule)		5,607,565.	7,950,041.	8,335,069.
	c	Investments - corporate bonds (attach schedule)		4,440,375.	2,809,361.	2,753,799.
	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶	1,030,236.	681,525.	1,030,236.	1,079,265.
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)		395,000.	395,000.	247,839.
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)		2,222,000.	2,419,774.	2,244,639.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		14,518,041.	15,099,270.	15,155,469.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons .				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)				NONE	
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		14,518,041.	15,099,270.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds . .					
30	Total net assets or fund balances (see instructions)		14,518,041.	15,099,270.		
31	Total liabilities and net assets/fund balances (see instructions)		14,518,041.	15,099,270.		

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	14,518,041.
2	Enter amount from Part I, line 27a	2	561,520.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	28,281.
4	Add lines 1, 2, and 3	4	15,107,842.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	8,572.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,099,270.

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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 PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
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 13,618,611.		12,595,144.	1,023,467.		
b -20,290.			-20,290.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			1,023,467.		
b			-20,290.		
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	1,003,523.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	673,316.	14,776,218.	0.045568
2010	801,716.	15,103,166.	0.053083
2009	791,831.	14,076,601.	0.056252
2008	857,948.	13,392,401.	0.064062
2007	699,694.	16,790,668.	0.041672
2 Total of line 1, column (d)			2 0.260637
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.052127
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 15,232,733.
5 Multiply line 4 by line 3			5 794,037.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 12,503.
7 Add lines 5 and 6			7 806,540.
8 Enter qualifying distributions from Part XII, line 4			8 693,461.

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)		1	25,007.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	25,007.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	25,007.
6 Credits/Payments.			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	13,324.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	13,324.	
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	11,683.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ NONE ☒ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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
c 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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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?		
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) ☐ IL		
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 2012 or the taxable year beginning in 2012 (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)

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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>BANK OF AMERICA, N.A.</u> Telephone no <u>(866) 752-2127</u> Located at <u>231 SOUTH LASALLE ST., CHICAGO, IL</u> ZIP+4 <u>60697</u>			
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 <u>15</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes	☐ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		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 <u></u>		
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)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No **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? ☐ 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? ☐ Yes ☒ No **6b** ☒

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Bank of America, N.A. 231 S LaSalle St., Chicago, IL 60697	Co-Trustee 1	101,744.	-0-	-0-
Jack Hutchings 885 Utica Ave., Boulder, CO 80304	Co-Trustee 30	56,057.		
Richard Oloffson 33 N LaSalle St., Chicago, IL 60602	Co-Trustee 30	56,057.		

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NOT APPLICABLE	
2 THE SOLE CHARITABLE ACTIVITY OF THIS ORGANIZATION IS THE MAKING OF CONTRIBUTIONS AND GRANTS TO QUALIFIED CHARITABLE ORGANIZATIONS. NO DIRECT CHARITABLE ACTIVITIES ARE CONDUCTED.	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	14,623,469.
b	Average of monthly cash balances	1b	841,235.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	15,464,704.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	15,464,704.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	231,971.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,232,733.
6	Minimum investment return. Enter 5% of line 5	6	761,637.

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	761,637.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	25,007.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	25,007.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	736,630.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	736,630.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	736,630.

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	693,461.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	693,461.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	693,461.

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				736,630.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			379,561.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 693,461.				
a Applied to 2011, but not more than line 2a			379,561.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				313,900.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				422,730.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE****1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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).)

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.**a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See Schedule Attached	N/A	PUBLIC	SUPPORT	562,627.
Total			3a	562,627.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	405,847.		
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	1,003,523.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . . .						
11 Other revenue a _____						
b <u>BEG. ACCR. INCOME</u>			14	7,078.		
c <u>END ACCR. INCOME</u>			14	-499.		
d <u>OID ADJUSTMENT</u>			14	-736.		
e _____						
12 Subtotal. Add columns (b), (d), and (e)				1,415,213.		
13 Total. Add line 12, columns (b), (d), and (e)				13		1,415,213.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	4,924.	4,924.
FOREIGN DIVIDENDS	35,683.	35,683.
NONDIVIDEND DISTRIBUTIONS	6,747.	
DOMESTIC DIVIDENDS	123,878.	123,878.
OTHER INTEREST	53,120.	53,120.
FOREIGN INTEREST	-3,089.	-3,089.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	14,378.	14,378.
NONDISTRIBUTIVE U.S. GOVERNMENT INTEREST	2,135.	2,135.
ACCRUED MARKET DISCOUNT INTEREST	5,827.	5,827.
US GOVERNMENT INTEREST REPORTED AS QUALI	2,151.	2,151.
NONQUALIFIED FOREIGN DIVIDENDS	8,209.	8,209.
NONQUALIFIED DOMESTIC DIVIDENDS	151,884.	151,884.
	-----	-----
TOTAL	405,847.	399,100.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP INV. INC.		125.
BEG. ACCR. INCOME	7,078.	
ENDING ACCR. INCOME	-499.	
ORIGINAL ISSUE DISCOUNT ADJ.	-736.	
	-----	-----
TOTALS	5,843.	125.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	2,445.			2,445.
TOTALS	2,445.	NONE	NONE	2,445.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
GRANTMAKING FEES - BOA	41,831.		41,831.
INVESTMENT ADVISORY FEES	18,451.	18,451.	
TOTALS	60,282.	18,451.	41,831.
	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	1,122.	1,122.
EXCISE TAX ESTIMATES	9,078.	
FOREIGN TAXES ON QUALIFIED FOR	1,660.	1,660.
FOREIGN TAXES ON NONQUALIFIED	1,521.	1,521.
	-----	-----
TOTALS	13,381.	4,303.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER INVESTMENT FEE	85.	85.	
STATE FILING FEE	15.		15.
PARTNERSHIP EXPENSES		1,261.	
TOTALS	100.	1,346.	15.
	=====	=====	=====

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

NET GAIN TAXABLE 06/30/12; POSTED ON OR AFTER 07/01/13
PARTNERSHIP GAIN DISTR.
COMMON TRUST FUND TIMING

1,391.
21,401.
5,489.

TOTAL

28,281.
=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

TAX LOT BASIS ADJUSTMENT DUE TO ROC AND/OR CORPORATE AC	505.
NET LOSS TAXABLE 06/30/11; POSTED ON OR AFTER 07/01/12	3,315.
ADJUSTMENTS TO CARRYING VALUE	4,340.
YEAR END WASH SALE	412.

TOTAL

8,572.
=====

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS

1,111.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)

1,111.00
=====NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

PARTNERSHIPS, TRUSTS, S CORPORATIONS

-21,401.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

-21,401.00
=====

THE A. MONTGOMERY WARD FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d
=====

36-2417437

RECIPIENT NAME:

SEE ATTACHED

FORM, INFORMATION AND MATERIALS:

SEE ATTACHED

SUBMISSION DEADLINES:

SEE ATTACHED

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SEE ATTACHED

STATEMENT 10

THE A. MONTGOMERY WARD FOUNDATION

36-2417437

FORM 990-PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

Charity	Address	Relationship	Purpose	Status	Amount
ADLER PLANETARIUM	1300 SOUTH LAKE SHORE DRIVE, CHICAGO, IL 60605	N/A	DOAN OBSERVATORY PROJECT	Public Charity	50,000
ADVOCATE CHARITABLE FOUNDATION	205 W TOUHY AVE STE 225, PARK RIDGE, IL 60068	N/A	GILDA'S CLUBHOUSE AT ADVOCATE CHRIST MEDICAL CENTER	Public Charity	25,000
ASPIRE	9901 DERBY LANE, WESTCHESTER, IL 60154	N/A	ASPIRE'S PRE-TRAINING PROGRAM	Public Charity	26,588
ASSOCIATED COLLEGES OF ILLINOIS	70 EAST LAKE STREET, STE 1418, CHICAGO, IL 60601	N/A	ACI'S A MONTGOMERY WARD FOUNDATION SCHOLARSHIP AWARD	Public Charity	66,000
BARTLETT LEARNING CENTER, INC	801 WEST CARILLON DRIVE, BARTLETT, IL 60103	N/A	EXTEND MUSIC CURRICULUM AND THERAPY	Public Charity	1,848
BEAR NECESSITIES PEDIATRIC	55 W WACKER DRIVE STE 1100, CHICAGO, IL 60601	N/A	SUPPORTS BY PURCHASING 12 DRUMS	Public Charity	5,000
BIG BROTHERS BIG SISTERS OF	560 WEST LAKE STREET, 5TH FLOOR, CHICAGO, IL 60661	N/A	BEAR HUGS PROGRAM	Public Charity	5,000
CENTRO ROMERO	6216 NORTH CLARK STREET, CHICAGO, IL 60660	N/A	GENERAL OPERATING SUPPORT	Public Charity	5,000
CHANGING WORLDS	329 WEST 18TH STREET STE 613, CHICAGO, IL 60613	N/A	YOUTH PROGRAM ART AND CULTURAL	Public Charity	5,000
CHICAGO LIGHTS	126 EAST CHESTNUT STREET, CHICAGO, IL 60611	N/A	ARTS, CULTURAL, AND LITERACY CONNECTIONS PROGRAM	Public Charity	5,000
CHICAGO YOUTH SYMPHONY ORCHESTRA	410 S MICHIGAN AVE, SUITE 833, CHICAGO, IL 60605	N/A	CHICAGO LIGHTS SUMMER DAY PROGRAM	Public Charity	5,000
CHILDRENS PLACE ASSOCIATION	1436 W RANDOLPH ST FL 5, CHICAGO, IL 6067	N/A	"MUSIC PATHWAYS" PROGRAM	Public Charity	5,000
CHILD'S VOICE	180 HANSEN COURT, WOOD DALE, IL 60191	N/A	ARTHUR E JONES EARLY CHILDHOOD CARE AND LEARNING CENTER	Public Charity	10,000
CHRIST THE KING JESUIT	5088 W JACKSON BLVD, CHICAGO, IL 60644	N/A	EARLY INTERVENTION PROGRAM	Public Charity	5,000
COMMUNITY SUPPORT SERVICES	2021 OGDEN AVE, BROOKFIELD, IL 60513	N/A	STUDENT ASSISTANCE AND RETENTION PROGRAM	Public Charity	5,000
DEBORAH'S PLACE	2822 WEST JACKSON BLVD, CHICAGO, IL 60612	N/A	TRANSPORTATION NEEDS	Public Charity	15,000
FACE THE FUTURE FOUNDATION	645 N MICHIGAN AVE, STE 800, CHICAGO, IL 60611	N/A	DOLOR'S SAFE HAVEN RENOVATION	Public Charity	40,000
FIELD MUSEUM OF NATURAL HISTORY	1400 SOUTH LAKE SHORE DRIVE, CHICAGO, IL 60605	N/A	GENERAL OPERATING SUPPORT	Public Charity	5,000
GIRL SCOUTS	20 S CLARK STREET, STE 200, CHICAGO, IL 60603	N/A	GENERAL OPERATING SUPPORT	Public Charity	10,000
GOOD NEWS PARTNERS	1600 WEST JONQUIL TERRACE, CHICAGO, IL 60626	N/A	STEM PROJECT	Public Charity	5,000
HELPING HAND CENTER	9649 W 55TH STREET, COUNTRYSIDE, IL 60525	N/A	READING COACHES	Public Charity	10,000
HIGH JUMP	59 W NORTH BLVD, CHICAGO, IL 60610	N/A	PARTIAL FUND STARTUP COSTS ASSOC W/EXPANSION OF SCHOOL FOR KIDS W/AUTISM	Public Charity	15,000
HOME OF THE CHILD EL HOGAR	1710 S LOOMIS STREET, CHICAGO, IL 60608	N/A	GENERAL OPERATING SUPPORT	Public Charity	5,000
HUBBARD STREET DANCE CHICAGO	1147 W JACKSON BLVD, CHICAGO, IL 60607	N/A	PURCHASE EQUIPMENT FOR A COMPUTER LAB FOR SCHOOL AGE CHILDREN	Public Charity	17,400
INSTITUTE OF WOMEN TODAY	7315 S YALE AVE, CHICAGO, IL 60621	N/A	EDUCATION AND COMMUNITY PROGRAM	Public Charity	5,000
INTERFAITH HOUSE	3456 WEST FRANKLIN BLVD, CHICAGO, IL 60624	N/A	GENERAL OPERATING SUPPORT	Public Charity	10,000
JOSEPHINUM ACADEMY	1501 NORTH OAKLEY BOULEVARD, CHICAGO, IL 60622	N/A	GENERAL OPERATING SUPPORT	Public Charity	7,000
JUMPSTART FOR YOUNG CHILDREN	900 N FRANKLIN ST, STE 505, CHICAGO, IL 60610	N/A	LOCKER ROOM AND BATHROOM RENOVATION	Public Charity	21,151
LITTLE BROTHERS	355 N ASHLAND AVE, CHICAGO, IL 60607	N/A	GENERAL OPERATING SUPPORT	Public Charity	5,000
MARKLUND CHILDREN'S HOME	15450 WYATT DRIVE, GENEVA, IL 60134	N/A	GENERAL OPERATING SUPPORT	Public Charity	5,000
ORCHARD VILLAGE	7670 MARMORA MANOR, SKOKIE, IL 60077	N/A	PURCHASE OF EQUIPMENT FOR THE ADULT DEVELOPMENTAL TRAINING PROGRAM	Public Charity	21,000
OUR LADY OF TEPEYAC	2228 S WHIPPLE, CHICAGO, IL 60623	N/A	RENOVATE THE KITCHEN AND BATHROOMS IN ONE OF THE RESIDENTIAL HOMES	Public Charity	15,600
ROYAL FAMILY KID'S CAMPS	124 SCHOONER LANE, BARRINGTON, IL 60010	N/A	LAB MAINTENANCE AND UPGRADES	Public Charity	20,000
SOS CHILDREN'S VILLAGES	216 W JACKSON BLVD, STE 925, CHICAGO, IL 60606	N/A	GENERAL OPERATING SUPPORT	Public Charity	5,000
ST MARY'S HOME LITTLE SISTERS OF	2325 NORTH LAKEWOOD AVE, CHICAGO, IL 60614	N/A	GENERAL OPERATING SUPPORT	Public Charity	5,000
THE CHICAGO LIGHHOUSE	1850 WEST ROOSEVELT ROAD, CHICAGO, IL 60608	N/A	SPRINKLER SYSTEM UPGRADE	Public Charity	25,000
THE NIGHT MINISTRY	4711 NORTH RAVENSWOOD AVE, CHICAGO, IL 60640	N/A	CRIS RADIO AND "THE BEACON"	Public Charity	7,500
TRINITY SERVICES, INC	100 N GOUGAR ROAD, JOLIET, IL 60432	N/A	PREGNANT AND PARENTING PROGRAM	Public Charity	6,540
TUTORING CHICAGO	2145 N HALSTED, CHICAGO, IL 60614	N/A	PURCHASE A WHEELCHAIR ACCESSIBLE VAN	Public Charity	42,000
WINGS WOMEN IN NEED	P O BOX 95615, PALATINE, IL 60095	N/A	GENERAL OPERATING SUPPORT	Public Charity	5,000
			BILINQUAL COUNSELOR	Public Charity	15,000

562,627

The A. Montgomery Ward Foundation
36-2417437

Balance Sheet
6/30/2013

Asset Type	Units	Fed Tax Cost	Market Value
CASH/CURRENCY			
CASH EQUIVALENTS			
BANK OF AMERICA TEMPORARY			
OVERNIGHT DEPOSIT	963 660	963 66	963.66
BOFA CASH RESERVES			
TRUST CLASS	493,894 810	493,894.81	493,894 81
Total CASH EQUIVALENTS		494,858 47	494,858 47
Total CASH/CURRENCY		494,858.47	494,858 47
EQUITIES			
U.S. LARGE CAP			
ABBOTT LABS			
COM	1,513.000	56,229 30	52,773 44
ABBVIE INC			
COM	448.000	20,502 90	18,520 32
ACCENTURE PLC			
CL A COM			
IRELAND	828.000	66,352.06	59,582 88
ACE LTD			
COM			
SWITZERLAND	687 000	58,881.20	61,472 76
ACTIVISION BLIZZARD INC			
COM	265 000	2,873.92	3,778.90
AGILENT TECHNOLOGIES INC			
COM	289 000	11,774.95	12,357.64
ALEXION PHARMACEUTICALS INC			
COM	27 000	2,403.54	2,490 48
ALLERGAN INC			
COM	589 000	51,697.13	49,617 36
ALTRIA GROUP INC			
COM	268 000	9,780 85	9,377.32
AMAZON COM INC			
COM	136 000	13,873 10	37,765 84
AMERICAN ELEC PWR INC			
COM	209.000	9,647 27	9,359 02
AMERICAN EXPRESS CO			
COM	381 000	20,657 00	28,483 56
AMGEN INC			
COM	174 000	18,252 30	17,166 84
ANALOG DEVICES INC			
COM	113 000	4,307 01	5,091.78
AT&T INC			
COM	958 000	33,879 13	33,913 20

The A. Montgomery Ward Foundation
36-2417437

Balance Sheet
6/30/2013

Asset Type	Units	Fed Tax Cost	Market Value
AUTOMATIC DATA PROCESSING INC			
COM	157 000	10,538 25	10,811 02
BB&T CORP			
COM	201 000	5,820 73	6,809 88
BED BATH & BEYOND INC			
COM	289 000	20,099.06	20,504 55
BIOGEN IDEC INC			
COM	157 000	34,146.18	33,786 40
BLACKROCK INC			
CL A	37 000	9,720 20	9,503 45
BOEING CO			
COM	154 000	11,333 92	15,775.76
BRISTOL MYERS SQUIBB CO			
COM	498.000	19,773 14	22,255 62
CAMERON INTL CORP			
COM	429.000	25,084 80	26,237 64
CBS CORP			
NEW CL B COM	179.000	5,688 54	8,747 73
CELGENE CORP			
COM	144.000	16,921 65	16,845 12
CERNER CORP			
COM	323.000	31,317 50	31,037.07
CHEVRON CORP			
COM	329.000	36,434 24	38,933 86
CHUBB CORP			
COM	124 000	10,898.36	10,496 60
CIGNA CORP			
COM	104.000	5,109 80	7,538 96
CISCO SYS INC			
COM	573 000	12,051 70	13,943.96
CME GROUP INC			
COM	126 000	7,624 23	9,569 70
COACH INC			
COM	41 000	2,064 42	2,340 69
COCA COLA CO			
COM	841 000	35,318 14	33,732 51
COGNIZANT TECHNOLOGY SOLUTIONS			
CL A	58 000	4,257 76	3,633 12
COLGATE PALMOLIVE CO			
COM	430 000	25,980 58	24,634 70
COMCAST CORP			
NEW CL A SPL COM	473 000	18,849 05	18,763 91
COSTCO WHSL CORP NEW			
COM	355 000	38,763 05	39,252 35
CVS CAREMARK CORP			

The A. Montgomery Ward Foundation
36-2417437

Balance Sheet
6/30/2013

Asset Type	Units	Fed Tax Cost	Market Value
COM	543 000	31,895 93	31,048 74
DANAHER CORP DEL			
COM	238 000	14,351 38	15,065 40
DELPHI AUTOMOTIVE PLC			
COM			
JERSEY	283 000	12,781 86	14,345 27
DISCOVER FINL SVCS			
COM	150.000	4,977 93	7,146 00
DISCOVERY COMMUNICATIONS INC			
NEW SER A COM	73 000	5,464 27	5,638 52
DISNEY WALT CO			
COM DISNEY	185.000	11,688 28	11,682 75
DOLLAR GEN CORP			
NEW COM	203.000	10,188 83	10,237 29
DOMINION RES INC VA NEW			
COM	71.000	4,357.27	4,034 22
DOVER CORP			
COM	185.000	12,080 07	14,367 10
DU PONT E I DE NEMOURS & CO			
COM	211 000	11,383 70	11,077 50
DUKE ENERGY CORP			
NEW COM	61 000	4,587 81	4,117 50
EBAY INC			
COM	441.000	23,547 05	22,808 52
ECOLAB INC			
COM	92 000	6,667 85	7,837 48
EDISON INTL			
COM	102 000	4,508 12	4,912 32
EMC CORP			
COM	529.000	12,121 38	12,494 98
EMERSON ELEC CO			
COM	108 000	5,881 57	5,890 32
EXXON MOBIL CORP			
COM	595 000	46,152 75	53,758 25
FASTENAL CO			
COM	595 000	28,425 52	27,245 05
FIFTH THIRD BANCORP			
COM	660.000	10,451 77	11,913 00
FRANKLIN RES INC			
COM	75 000	11,160 78	10,201 50
GENERAL ELEC CO			
COM	899 000	19,998 34	20,847 81
GENERAL MLS INC			
COM	471 000	23,855 44	22,857 63
GENPACT LTD			

The A. Montgomery Ward Foundation
36-2417437

Balance Sheet
6/30/2013

Asset Type	Units	Fed Tax Cost	Market Value
COM			
ISIN BMG3922B1072 BERMUDA	210 000	4,090 00	4,040 40
GOLDMAN SACHS GROUP INC			
COM	175 000	27,310 38	26,468 75
GOOGLE INC			
CL A COM	78 000	55,857 88	68,668 86
GRAINGER W W INC			
COM	16 000	3,995 36	4,034 88
HOME DEPOT INC			
COM	407 000	29,683.08	31,530 29
HONEYWELL INTL INC			
COM	391 000	25,417 22	31,021 94
HUMANA INC			
COM	42 000	2,993 76	3,543 96
INTEL CORP			
COM	583 000	13,971 65	14,126.09
INTERNATIONAL BUSINESS MACHS			
COM	222 000	29,884 26	42,426 42
INTERNATIONAL PAPER CO			
COM	116 000	4,582.87	5,139.96
INTUITIVE SURGICAL INC			
COM	35 000	17,278.80	17,714 62
J P MORGAN CHASE & CO			
COM	1,156 000	48,775 92	61,025 24
JOHNSON & JOHNSON			
COM	712 000	60,194 05	61,132 32
JOHNSON CTLS INC			
COM	782.000	26,968 08	27,987 78
KIMBERLY CLARK CORP			
COM	130 000	13,514 79	12,628.20
KINDER MORGAN INC DEL			
COM	259 000	9,972 82	9,880.85
L BRANDS INC			
COM	185.000	9,145 51	9,111 25
LAUDER ESTEE COS INC			
CL A	380 000	26,350 52	24,992 60
LINKEDIN CORP			
CL A COM	163.000	18,500 14	29,062 90
LOCKHEED MARTIN CORP			
COM	335 000	33,437 66	36,334 10
LOEWS CORP			
COM	88 000	3,589 19	3,907 20
LORILLARD INC			
COM	523 000	22,243 77	22,844 64
LULULEMON ATHLETICA INC			

The A. Montgomery Ward Foundation
36-2417437

Balance Sheet
6/30/2013

Asset Type	Units	Fed Tax Cost	Market Value
COM	52 000	3,180.31	3,406 00
MACYS INC			
COM	228 000	7,930 80	10,944 00
MARATHON OIL CORP			
COM	98 000	3,344 42	3,388 84
MARATHON PETE CORP			
COM	43 000	3,503 51	3,055 58
MARSH & MCLENNAN COS INC			
COM	386 000	13,757 09	15,409 12
MCDONALDS CORP			
COM	219.000	22,275 60	21,681 00
MCGRAW HILL FINL INC			
COM	54.000	2,393 82	2,872 26
MCKESSON CORP			
COM	72 000	6,650 13	8,244.00
MEAD JOHNSON NUTRITION CO			
COM	303.000	24,094 53	24,006.69
MERCK & CO INC			
NEW COM	398 000	18,158 79	18,487.10
METLIFE INC			
COM	607.000	23,432.87	27,776.32
MICROSOFT CORP			
COM	694.000	22,739 60	23,974 23
MONDELEZ INTL INC			
COM	881.000	27,756 78	25,134.93
MONSANTO CO			
NEW COM	345.000	33,271 52	34,086.00
MOODYS CORP			
COM	203.000	11,484 42	12,368 79
NATIONAL OILWELL VARCO INC			
COM	197 000	14,244 91	13,573 30
NEXTERA ENERGY INC			
COM	82 000	6,678 18	6,681.36
NIKE INC			
CL B	358 000	22,631 01	22,797 44
NOBLE ENERGY INC			
COM	66 000	2,769 70	3,962 64
OCCIDENTAL PETE CORP DEL			
COM	559 000	42,119 11	49,879 57
OMNICOM GROUP INC			
COM	52 000	2,618 34	3,269 24
ORACLE CORP			
COM	730 000	24,388 18	22,418 30
PARKER HANNIFIN CORP			
COM	120.000	10,343 78	11,448 00

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Asset Type	Units	Fed Tax Cost	Market Value
PEPSICO INC			
COM	255 000	21,028 60	20,856 45
PFIZER INC			
COM	2,160 000	43,371 42	60,501.60
PHILIP MORRIS INTL INC			
COM	920 000	86,367.03	79,690 40
PHILLIPS 66			
COM	65 000	2,010 49	3,829 15
PIONEER NAT RES CO			
COM	50 000	7,263 28	7,237.50
PNC FINL SVCS GROUP INC			
COM	253 000	15,298 54	18,448 76
PPG INDS INC			
COM	172 000	25,170 39	25,182 52
PRAXAIR INC			
COM	227 000	25,692.09	26,141.32
PRECISION CASTPARTS CORP			
COM	150 000	18,710 61	33,901 50
PRICE T ROWE GROUP INC			
COM	195 000	13,928 18	14,274 00
PRICELINE COM INC			
COM NEW	35 000	7,676 02	28,933 45
PROCTER & GAMBLE CO			
COM	552.000	43,029 49	42,498 48
PRUDENTIAL FINL INC			
COM	183 000	10,900 71	13,364 49
QUALCOMM INC			
COM	1,041 000	61,756 23	63,594 69
RAYTHEON CO			
COM NEW	164.000	10,191.35	10,843 68
REGENERON PHARMACEUTICALS			
COM	16 000	3,505 60	3,598 08
ROCKWELL AUTOMATION INC			
COM	68 000	5,515 81	5,653.52
SALESFORCE COM INC			
COM	1,033 000	42,820.14	39,439 94
SCHLUMBERGER LTD			
COM			
NETHERLANDS ANTILLES	364 000	27,026 92	26,084 24
SCHWAB CHARLES CORP NEW			
COM	1,139 000	18,234 48	24,180 97
SEMPRA ENERGY			
COM	82 000	6,798 46	6,704 32
SHERWIN WILLIAMS CO			
COM	88 000	15,971.12	15,540 80

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Asset Type	Units	Fed Tax Cost	Market Value
SHIRE PLC			
ADR			
JERSEY	55.000	5,147 13	5,231 05
ST JUDE MED INC			
COM	320 000	13,056 80	14,601 60
STANLEY BLACK & DECKER INC			
COM	144.000	10,360 75	11,131 20
STARBUCKS CORP			
COM	926.000	55,906 63	60,662 26
STATE STR CORP			
COM	514.000	31,522 61	33,517 94
STRYKER CORP			
COM	314.000	20,738 44	20,309 52
SUNTRUST BKS INC			
COM	139.000	3,174.97	4,388 23
SYMANTEC CORP			
COM	269 000	5,043 57	6,047 12
TARGET CORP			
COM	247 000	17,440 08	17,008 42
TD AMERITRADE HLDG CORP			
COM	280.000	4,840 17	6,801 20
TE CONNECTIVITY LTD			
COM			
SWITZERLAND	64 000	2,022 21	2,914 56
TEXAS INSTRS INC			
COM	248.000	8,917 59	8,642.80
THERMO FISHER SCIENTIFIC CORP			
COM	217 000	17,678 42	18,364 71
TIME WARNER INC			
NEW COM	247.000	14,634 28	14,281.54
TJX COS INC NEW			
COM	541 000	26,360 55	27,082.46
TRAVELERS COS INC			
COM	215 000	18,172 89	17,182 80
TYCO INTL LTD			
NEW F COM			
SWITZERLAND	418 000	13,314 76	13,773 10
UNITED PARCEL SVC INC			
CL B	655 000	55,940 59	56,644 40
UNITED TECHNOLOGIES CORP			
COM	257 000	20,175 23	23,885.58
US BANCORP DEL			
COM NEW	397 000	13,058 28	14,351 55
V F CORP			
COM	23 000	4,058 66	4,440 38

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Asset Type	Units	Fed Tax Cost	Market Value
VERIZON COMMUNICATIONS INC COM	606 000	32,128.24	30,506.04
VERTEX PHARMACEUTICALS INC COM	90 000	3,806 79	7,205 40
VIACOM INC CL B COM	183 000	12,125.56	12,449 49
VISA INC CL A COM	320 000	44,001 71	58,480 00
VMWARE INC CL A COM	234 000	16,719 28	15,675 66
WAL-MART STORES INC COM	98 000	7,668 50	7,300 02
WASTE MGMT INC DEL COM	132 000	5,372 40	5,323 56
WELLS FARGO & CO NEW COM	1,888 000	59,433 78	77,917 76
WESTERN DIGITAL CORP COM	101 000	3,194 19	6,271 09
3M CO COM	134 000	14,052 57	14,652 90
Total U.S. LARGE CAP		2,995,294 56	3,240,465 25
U.S. MID CAP			
AES CORP COM	150 000	1,813.50	1,798 50
AGCO CORP COM	39 000	1,575 60	1,957 41
AIRGAS INC COM	89 000	8,215 95	8,495 94
ALLEGHANY CORP DEL COM	14 000	4,615 80	5,366 34
ALLIANCE DATA SYS CORP COM	16 000	2,018.76	2,896 48
ALLIANT CORP COM	73 000	2,837.51	3,680 66
ALTERA CORP COM	211 000	6,688 28	6,960 89
AMDOCS LTD COM			
GUERNSEY COM	139 000	4,271 06	5,155 51
AMEREN CORP COM	83 000	2,683 24	2,858 52
AMERISOURCEBERGEN CORP COM	539 000	26,930 17	30,092 37
AMPHENOL CORP NEW			

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Asset Type	Units	Fed Tax Cost	Market Value
CL A	141 000	9,312.83	10,989 54
ARCH CAP GROUP LTD			
COM NEW BERMUDA	60 000	1,766 80	3,084 60
ARIAD PHARMACEUTICALS INC			
COM	222.000	4,178 20	3,882 78
ARROW ELECTRS INC			
COM	121 000	4,268 13	4,821 85
AVNET INC			
COM	147.000	4,718 24	4,939 20
AXIS CAP HLDGS LTD			
COM			
BERMUDA	102 000	3,710 95	4,669 56
BALL CORP			
COM	42 000	1,673 08	1,744.68
BARD C R INC			
COM	95 000	10,389 86	10,324 60
BEAM INC			
COM	95 000	5,967 89	5,995 45
BIOMARIN PHARMACEUTICAL INC			
COM	395 000	24,373 71	22,017 30
BRUNSWICK CORP			
COM	114 000	2,440 13	3,642 30
CA INC			
COM	121.000	3,035 23	3,463 02
CAREFUSION CORP			
COM	415 000	12,816.65	15,292 75
CBRE GROUP INC			
CL A COM	580 000	12,405.21	13,548 80
CHIPOTLE MEXICAN GRILL INC			
CL A COM	14 000	4,746.94	5,100 90
CHURCH & DWIGHT INC			
COM	97 000	5,209.24	5,985 87
CINEMARK HLDGS INC			
COM	154 000	4,010 58	4,299.68
CLEAN HBRS INC			
COM	90 000	4,868 53	4,547 70
CMS ENERGY CORP			
COM	166 000	4,914 55	4,510 22
COCA-COLA ENTERPRISES INC			
NEW COM	310 000	10,877 67	10,899 60
COMERICA INC			
COM	116 000	3,504.89	4,620.28
COMMVAULT SYS INC			
COM	54 000	3,931 66	4,098.06
CONSTELLATION BRANDS INC			

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Asset Type	Units	Fed Tax Cost	Market Value
CL A	118 000	3,401 52	6,150 16
CROWN HLDGS INC			
COM	172 000	5,896 90	7,074 36
DAVITA HEALTHCARE PARTNERS INC			
COM	17 000	1,409 13	2,053 60
DICKS SPORTING GOODS INC			
COM	93 000	4,578 79	4,655 58
DR PEPPER SNAPPLE INC			
COM	39 000	1,421.21	1,791 27
DRIL-QUIP INC			
COM	52 000	4,595.11	4,695.08
DUNKIN BRANDS GROUP INC			
COM	90.000	3,735.15	3,853 80
EAST WEST BANCORP INC			
COM	227 000	4,907.74	6,242 50
ENERGEN CORP			
COM	51 000	2,700.12	2,665 26
EQT CORP			
COM	50 000	2,336 15	3,968 50
EQUIFAX INC			
COM	61 000	2,801 25	3,594 73
EQUINIX INC			
NEW COM	221 000	44,546 34	40,823 12
EXACTTARGET INC			
COM	108 000	2,453 09	3,641 76
FIDELITY NATL INFORMATION SVCS			
INC COM	102 000	4,434 13	4,369 68
FIRST REP BK SAN FRANCISCO			
CA NEW COM	189 000	6,461.47	7,272 72
FLEETCOR TECHNOLOGIES INC			
COM	53 000	4,350 82	4,308 90
FLOWSERVE CORP			
COM	138 000	4,976 10	7,453 38
FLUOR CORP			
COM NEW	79 000	4,289 76	4,685 49
FOOT LOCKER INC			
COM	94 000	3,147 08	3,302 22
FORTINET INC			
COM	110 000	1,837 91	1,925 00
GENESEE & WYO INC			
CL A COM	68 000	3,838 40	5,769 12
GRACO INC			
COM	120 000	7,301 68	7,585 20
GREAT PLAINS ENERGY INC			
COM	90 000	1,822 01	2,028 60

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Asset Type	Units	Fed Tax Cost	Market Value
HAIN CELESTIAL GROUP INC COM	191 000	10,957.57	12,416 91
HARMAN INTL INDS INC COM	61 000	2,962.05	3,306 20
HARRIS CORP DEL COM	47 000	1,863 78	2,314 75
HEALTH MGMT ASSOC INC NEW CL A	241 000	2,165 46	3,788 52
HEXCEL CORP NEW COM	135 000	3,687 52	4,596 75
HOLOGIC INC COM	156 000	2,711 51	3,010 80
HUBBELL INC CL B	108.000	9,940 20	10,692 00
HUNTINGTON BANCSHARES INC COM	436 000	2,771 78	3,431 32
HUNTINGTON INGALLS INDS INC COM	96 000	4,290 55	5,422 08
IAC / INTERACTIVECORP PAR \$ 001 COM	78 000	3,598.99	3,711 24
INFORMATICA CORP COM	133 000	4,753.03	4,652 34
INTERCONTINENTAL EXCHANGE INC COM	69 000	11,834.95	12,265 44
INTERNATIONAL FLAVORS&FRAGRANC COM	94 000	7,015 30	7,065 04
ISHARES CORE S&P MID CAP ETF	3,037 000	307,184.36	350,773 50
JONES LANG LASALLE INC COM	29 000	1,776.59	2,643 06
JUNIPER NETWORKS INC COM	1,126 000	19,185.58	21,743 06
KENNAMETAL INC COM	165 000	6,316 68	6,406 95
KLA-TENCOR CORP COM	144 000	7,753 18	8,025.12
KOSMOS ENERGY LLC COM			
BERMUDA LEAR CORP	173 000	1,878.33	1,757 68
NEW COM	141 000	7,185.97	8,524 86
LINEAR TECHNOLOGY CORP COM	120 000	4,308 80	4,420 80
LSI CORP COM	693 000	4,849.30	4,948.02
MANPOWERGROUP INC			

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Asset Type	Units	Fed Tax Cost	Market Value
COM	78 000	2,875 15	4,274 40
MARRIOTT INTL INC NEW			
CL A	136 000	5,261 17	5,490.32
MASCO CORP			
COM	142 000	1,876 16	2,767.58
MEDIVATION INC			
COM	150 000	6,411 32	7,380 00
MEDNAX INC			
COM	28 000	2,464.00	2,564 24
METTLER TOLEDO INTERNATIONAL			
COM	12 000	2,428 02	2,414 40
MICROS SYS INC			
COM	137 000	5,779 99	5,911.55
MONSTER BEVERAGE CORP			
COM	75 000	4,230.86	4,562.25
MSCI INC			
COM CL A	293 000	9,657 63	9,748.11
NEWELL RUBBERMAID INC			
COM	197 000	4,051.58	5,171 25
NORDSTROM INC			
COM	140.000	7,515.21	8,391 60
NORTHERN TR CORP			
COM	120 000	6,857.83	6,948 00
NV ENERGY INC			
COM	235 000	3,995.31	5,513.10
OASIS PETE INC NEW			
COM	96 000	2,975.58	3,731 52
OCEANEERING INTL INC			
COM	401 000	28,481.71	28,952 20
OLD DOMINION FGHT LINE INC			
COM	102.000	3,064.22	4,245.24
OMNICARE INC			
COM	177 000	5,927.21	8,444 67
ON SEMICONDUCTOR CORP			
COM	484 000	3,493 57	3,910 72
OWENS ILL INC			
COM NEW	101 000	2,124 90	2,806 79
PALO ALTO NETWORKS INC			
COM	45 000	1,855 96	1,897 20
PANDORA MEDIA INC			
COM	273 000	4,138.65	5,023 20
PETSMART INC			
COM	135 000	9,058 39	9,043 65
PVH CORP			
COM	97 000	10,977 38	12,129 85

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Asset Type	Units	Fed Tax Cost	Market Value
QUANTA SVCS INC			
COM	168.000	4,307 10	4,445 28
RACKSPACE HOSTING INC			
COM	157.000	8,006 98	5,948.73
RAYMOND JAMES FINL INC			
COM	138 000	4,719 66	5,931 24
REINSURANCE GROUP AMER INC			
COM	57.000	2,955.16	3,939 27
ROBERT HALF INTL INC			
COM	178 000	5,131.78	5,914 94
ROCK-TENN CO			
CL A	28 000	1,530 40	2,796.64
ROPER INDS INC NEW			
COM	46 000	5,069.06	5,714 12
ROSETTA RES INC			
COM	89 000	3,583.73	3,784 28
RPM INTL INC			
COM	224 000	7,097.51	7,154 56
SBA COMMUNICATIONS CORP			
COM	226 000	15,432.92	16,751 12
SCHEIN HENRY INC			
COM	70 000	5,732 59	6,701 80
SCRIPPS NETWORKS INTERACTIVE INC			
CL A COM	92 000	5,984 83	6,141 92
SEI INVESTMENTS CO			
COM	115 000	2,134 21	3,269 45
SIGNATURE BK NEW YORK N Y			
COM	48.000	3,448 08	3,984 96
SIRONA DENTAL SYS INC			
COM	58 000	3,654.91	3,821 04
SLM CORP			
COM	379 000	6,940.82	8,663 94
SM ENERGY CO			
COM	62.000	3,585.66	3,718 76
SOUTHWESTERN ENERGY CO			
COM	113 000	3,848.01	4,127 89
SPLUNK INC			
COM	343 000	15,418 67	15,901 48
STAPLES INC			
COM	230 000	2,999 22	3,650 10
TELEFLEX INC			
COM	24 000	1,788 96	1,859 76
TESORO CORP			
COM	35 000	1,983 28	1,831 20
TIBCO SOFTWARE INC			

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Asset Type	Units	Fed Tax Cost	Market Value
COM	271 000	6,466 20	5,800 76
TIFFANY & CO NEW			
COM	314 000	23,274 59	22,871 76
TIMKEN CO			
COM	40 000	2,175 57	2,251 20
TORCHMARK CORP			
COM	124 000	5,788 44	8,077 36
TORO CO			
COM	124.000	5,388 28	5,630 84
TOWERS WATSON & CO			
CL A COM	93.000	5,034 48	7,620 42
TRIUMPH GROUP INC NEW			
COM	70.000	4,663.40	5,540.50
TRW AUTOMOTIVE HLDGS CORP			
COM	36 000	1,408.32	2,391 84
TW TELECOM INC			
COM CL A	247 000	6,650 85	6,950.58
TYSON FOODS INC			
CL A	89 000	2,114 60	2,285 52
ULTA SALON COSMETICS & FRAGRANCE			
INC COM	26 000	1,357 74	2,603 12
VERISK ANALYTICS INC			
CL A COM	424.000	25,830 04	25,312 80
WESCO INTL INC			
COM	96 000	5,719 68	6,524.16
WESTAR ENERGY INC			
COM	251 000	8,232 43	8,021 96
WHITING PETE CORP			
NEW COM	125.000	5,885.93	5,761 25
WILLIAMS SONOMA INC			
COM	49.000	1,781 20	2,738 61
WISCONSIN ENERGY CORP			
COM	103.000	4,579.38	4,221 97
XILINX INC			
COM	301 000	11,264 11	11,922.61
Total U.S. MID CAP		1,139,474 76	1,261,469.41
U.S. SMALL CAP			
ACACIA RESH CORP			
AR ACACIA TECHNOLOGIES COM	175 000	4,287 91	3,911.25
ACADIA HEALTHCARE CO INC			
COM	317 000	7,405 08	10,483 19
ACADIA PHARMACEUTICALS INC			
COM	443 000	3,099 81	8,040.45
ACHILLION PHARMACEUTICALS INC			

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Asset Type	Units	Fed Tax Cost	Market Value
COM	333 000	2,988 02	2,723.94
AEROPOSTALE			
COM	229 000	3,192 04	3,160 20
AMERICAN EQUITY INVT LIFE HLDG			
COM	457 000	5,566 21	7,174 90
ANIXTER INTL INC			
COM	44.000	2,771.87	3,335 64
ARGO GROUP INTL HLDGS LTD			
COM			
BERMUDA	151 000	4,670 02	6,400 89
ASBURY AUTOMOTIVE GROUP INC			
COM	75 000	2,340.64	3,007 50
AVISTA CORP			
COM	134 000	3,250.84	3,620 68
AXIAL CORP			
COM	68 000	2,909 06	2,895 44
BALLY TECHNOLOGIES INC			
COM	83.000	3,846.19	4,682.86
BANK OF THE OZARKS INC			
COM	228.000	7,519.44	9,879.24
BARNES GROUP INC			
COM	187 000	4,599.71	5,608 13
BARRETT BILL CORP			
COM	180 000	3,740 76	3,639 60
BEACON ROOFING SUPPLY INC			
COM	73 000	2,746 18	2,765 24
BELDEN INC			
COM	59 000	2,929 09	2,945.87
BLACK HILLS CORP			
COM	97 000	3,529.83	4,728.75
BLOUNT INTL INC NEW			
COM	390 000	5,638.51	4,609.80
BOISE CASCADE CO DEL			
COM	141 000	4,178 54	3,582 81
BRINKS CO			
COM	208 000	6,043 75	5,306.08
BRISTOW GROUP INC			
COM	145 000	7,782 15	9,471 40
BROADSOFT INC			
COM	106 000	3,386 63	2,925 60
CALGON CARBON CORP			
COM	324 000	4,414 59	5,404 32
CARBO CERAMICS INC			
COM	95 000	7,093 60	6,405 85
CARDTRONICS INC			

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Asset Type	Units	Fed Tax Cost	Market Value
COM	287 000	7,691 41	7,921 20
CASELLA WASTE SYS INC			
CL A	731 000	3,224.44	3,150 61
CASEYS GEN STORES INC			
COM	136 000	7,096 06	8,181 76
CATO CORP NEW			
CL A	211 000	5,892 66	5,266 56
CEPHEID			
COM	137 000	4,638 92	4,715 54
CEVA INC			
COM	232 000	3,753 72	4,491 52
CHEMED CORP			
COM	44 000	2,538 89	3,186 92
CHEMTURA CORP			
NEW COM	172 000	3,816 78	3,491 60
CHILDRENS PL RETAIL STORES INC			
COM	103 000	4,930 04	5,644.40
CLARCOR INC			
COM	95.000	4,422 25	4,959 95
CLECO CORP NEW			
COM	185.000	7,520 33	8,589.55
COHERENT INC			
COM	89.000	4,393.04	4,901 23
COINSTAR INC			
COM	156.000	8,771 83	9,154.08
CORNERSTONE ONDEMAND INC			
COM	163 000	3,473 79	7,057 90
CURTISS WRIGHT CORP			
COM	134 000	4,429 22	4,966 04
CYPRESS SEMICONDUCTOR CORP			
COM	309 000	3,562 41	3,315 57
DECKERS OUTDOOR CORP			
COM	126 000	5,966 09	6,364 26
DEXCOM INC COM	289 000	3,926 07	6,488 05
DIODES INC			
COM	193 000	3,288 72	5,012 21
EARTHLINK INC			
COM	1,022 000	6,857 62	6,346 62
EINSTEIN NOAH RESTAURANT GROUP			
INC COM	233 000	3,751 30	3,308 60
ENDOLOGIX INC	343 000	4,775 95	4,555 04
ENPRO INDS INC			
COM	103 000	3,942 51	5,228 28
EVERCORE PARTNERS INC			
CL A COM	91 000	2,702 01	3,574 48

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Asset Type	Units	Fed Tax Cost	Market Value
FABRINET			
COM			
CAYMAN ISLANDS	350 000	4,410 00	4,900 00
FIFTH & PAC COS INC			
COM	243 000	5,051 53	5,428 62
FINANCIAL ENGINES INC			
COM	122 000	3,329 62	5,561 98
FIRST CASH FINANCIAL SERVICES			
INC COM	52 000	2,525 12	2,558 92
FIRST FINL BANKSHARES			
COM	129 000	5,283.45	7,180 14
FNB CORP PA			
COM	399 000	4,369.01	4,819 92
FRANDESCAS HLDGS CORP			
COM	128 000	3,448 54	3,557 12
FRANKLIN ELEC INC			
COM	126 000	3,899 07	4,239 90
FTI CONSULTING INC			
COM	125.000	4,022 81	4,111 25
FULLER H B CO			
COM	186 000	6,315 84	7,032 66
G & K SVCS INC			
CL A	69 000	2,479 17	3,284 40
G-III APPAREL GROUP LTD			
COM	150 000	5,376 91	7,218 00
GATX CORP			
COM	153 000	6,610 72	7,256 79
GRAPHIC PACKAGING HLDG CO			
COM	714 000	3,988 37	5,526 36
GREATBATCH INC			
COM	207 000	4,875 22	6,787.53
GULFMARK OFFSHORE INC			
CL A NEW COM	222 000	8,451.25	10,009 98
HAEMONETICS CORP			
COM	183 000	7,462 74	7,567 05
HELEN OF TROY LTD			
COM			
ISIN BMG4388N1065 BERMUDA	96 000	3,487 91	3,683 52
HIBBETT SPORTS INC			
COM	73 000	4,041 44	4,056 61
HMS HLDGS CORP			
COM	304 000	7,357 26	7,083 20
HUB GROUP INC			
CL A	122 000	4,218.87	4,443 24
HURON CONSULTING GROUP INC			

The A. Montgomery Ward Foundation
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Balance Sheet
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Asset Type	Units	Fed Tax Cost	Market Value
COM	94.000	3,178 18	4,346 56
IMPERVA INC			
COM	103 000	3,299 70	4,639.12
INFOBLOX INC			
COM	138 000	3,035 71	4,037.88
INSULET CORP			
COM	120 000	2,035 86	3,769.20
INTREPID POTASH INC			
COM	175 000	3,765 13	3,333 75
INVENSENSE INC			
COM	205.000	2,539 21	3,152.90
ISHARES RUSSELL 2000 ETF	3,688.000	307,224 41	357,736.00
JACK IN THE BOX INC			
COM	175.000	5,065 38	6,875 75
JIVE SOFTWARE INC			
COM	295 000	4,295.52	5,360.15
J2 GLOBAL INC			
COM	228 000	7,017 54	9,692 28
KAYDON CORP			
COM	185 000	4,364.12	5,096 75
KNIGHT TRANSN INC			
COM	443 000	6,957 91	7,451 26
KOPPERS HLDGS INC			
COM	149 000	5,738 54	5,688 82
KRISPY KREME DOUGHNUTS INC			
COM	211.000	2,987 86	3,681 95
LENDER PROCESSING SVCS INC			
COM	96 000	2,755 48	3,105 60
MADDEN STEVEN LTD			
COM	78 000	3,763 48	3,773 64
MAGELLAN HEALTH SVCS INC			
NEW COM	107 000	5,608 45	6,000.56
MAGNUM HUNTER RES CORP DEL			
COM	986 000	3,986 36	3,598 90
MANITOWOC INC			
COM	126 000	2,000.31	2,256 66
MATTHEWS INTL CORP			
CL A	101 000	3,291 44	3,807 70
MINERALS TECHNOLOGIES INC			
COM	174 000	6,400 06	7,193 16
MONRO MUFFLER BRAKE INC			
COM	116 000	3,981 12	5,573 80
NORTHWESTERN CORP			
NEW COM	146 000	5,158 91	5,825 40
ON ASSIGNMENT INC			

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Balance Sheet
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Asset Type	Units	Fed Tax Cost	Market Value
COM	202 000	4,251 23	5,397 44
PACWEST BANCORP DEL			
COM	149 000	4,031 57	4,566 85
PAPA JOHNS INTL INC			
COM	58.000	3,638.39	3,791 46
PIONEER ENERGY SVCS CORP			
COM	433 000	3,297 78	2,866 46
PLEXUS CORP			
COM	199 000	4,909 33	5,948 11
PROGRESS SOFTWARE CORP			
COM	265 000	5,657.75	6,097 65
PROOFPOINT INC			
COM	251 000	4,418 82	6,086.75
QLIK TECHNOLOGIES INC			
COM	173 000	4,130 34	4,890.71
RED ROBIN GOURMET BURGERS INC			
COM	95 000	3,298 40	5,242.10
RESTORATION HARDWARE HLDGS INC			
COM	63 000	2,079.00	4,725 00
RUSH ENTERPRISES INC			
CL A COM	206.000	4,178 98	5,098.50
SANDERSON FARMS INC			
COM	53 000	2,677.67	3,520 26
SELECTIVE INS GROUP INC			
COM	292 000	5,615.16	6,721 84
SEMTECH CORP			
COM	62 000	2,253.38	2,171 86
SHFL ENTMT INC			
COM			
CAYMAN ISLAND	168 000	2,371.57	2,975 28
SOURCEFIRE INC			
COM	130 000	5,930.35	7,221 50
SPECTRANETICS CORP			
COM	211 000	3,894 36	3,941 48
SS&C TECHNOLOGIES HLDGS INC			
COM	165 000	3,874 43	5,428 50
STAGE STORES INC			
COM	121 000	2,692 30	2,843 50
SYKES ENTERPRISES INC			
COM	264 000	3,996 96	4,160 64
SYMETRA FINL CORP			
COM	181 000	2,135 08	2,894 19
SYNCHRONOSS TECHNOLOGIES INC			
COM	188 000	4,291 33	5,803 56
THORATEC CORP			

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Balance Sheet
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Asset Type	Units	Fed Tax Cost	Market Value
COM NEW	135 000	4,664 62	4,226 85
TITAN MACHY INC			
COM	177.000	4,402 57	3,474 51
TOWER GROUP INTL LTD			
COM			
BERMUDA	180 000	3,137 76	3,691 80
TREEHOUSE FOODS INC			
COM	165 000	9,353 63	10,814 10
UMB FINL CORP			
COM	102 000	4,492 08	5,678 34
UMPQUA HLDGS CORP			
COM	355 000	4,556.78	5,328 55
UNITED BANKSHARES INC WEST VA			
COM	109 000	2,768.40	2,883.05
UNITED STATIONERS INC			
COM	94 000	2,960.06	3,153 70
WAGEWORKS INC			
COM	149 000	2,952.64	5,133 05
WELLCARE GROUP INC			
COM	78 000	4,199.94	4,332 90
WOODWARD INC			
COM	91 000	3,473 42	3,640 00
XPO LOGISTICS INC			
COM	212 000	3,649 76	3,835 08
ZEBRA TECHNOLOGIES CORP			
CL A	132 000	5,237 40	5,734 08
Total U.S. SMALL CAP		864,225 30	1,003,206 23
INTERNATIONAL DEVELOPED			
AMARIN CORP PLC			
NEW SPONSORED ADR			
UNITED KINGDOM	308 000	2,625 04	1,786.40
ARM HLDGS PLC			
SPONSORED ADR			
UNITED KINGDOM	620 000	29,509.21	22,462 60
CORE LABORATORIES N V			
COM			
NETHERLANDS	34 000	3,781 98	5,156 44
DIAGEO PLC			
SPONSORED ADR NEW			
UNITED KINGDOM	93 000	11,399 94	10,690 35
ENSCO PLC			
CL A COM	87 000	4,976.47	5,056 44
FLEXTRONICS			
COM			

The A. Montgomery Ward Foundation
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Balance Sheet
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<u>Asset Type</u>	<u>Units</u>	<u>Fed Tax Cost</u>	<u>Market Value</u>
SINGAPORE	619.000	4,101 40	4,791 06
FOSTER WHEELER AG			
COM			
SWITZERLAND	171.000	4,407 32	3,712 41
ICON PLC			
COM			
ISIN IE0005711209 IRELAND	82.000	1,837 09	2,905 26
INTERNATIONAL FOCUSED EQUITY			
COMMON TRUST FUND?	105,601 062	1,073,601 94	1,080,573 43
INTERXION HLDG NV			
COM			
NETHERLANDS	141 000	2,779 67	3,684 33
LYONDELLBASELL INDUSTRIES NV			
CL A COM			
NETHERLANDS	98 000	6,613 99	6,493 48
NESTLE S A			
SPONSORED ADR			
SWITZERLAND	216 000	12,258.81	14,142 82
RITCHIE BROS AUCTIONEERS INC			
COM			
CANADA	250.000	4,857 93	4,805 00
ROYAL DUTCH SHELL PLC			
SPONSORED ADR CL A			
DUTCH LISTING	271.000	18,371 09	17,289 80
SANOFI			
SPONSORED ADR			
FRANCE	646 000	35,514 33	33,275.46
SEAGATE TECH			
COM			
IRELAND	88 000	2,373 00	3,945 04
SENSATA TECH HLDG NV			
COM			
NETHERLANDS	253 000	8,686 25	8,829 70
SILVER WHEATON CORP			
COM	686 000	16,724.61	13,493 62
UNILEVER N V			
NEW NEW YORK SHSADR			
NETHERLANDS	437 000	18,537.50	17,178 47
VANGUARD FTSE DEVELOPED MARKETS			
ETF	12,914 000	457,924 25	459,738 40
VODAFONE GROUP PLC			
SPONSORED ADR NEW			
UNITED KINGDOM	398 000	12,142 94	11,440 51
WEATHERFORD INTL LTD			
COM			

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Balance Sheet
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Asset Type	Units	Fed Tax Cost	Market Value
SWITZERLAND	140.000	1,786 86	1,918 00
Total INTERNATIONAL DEVELOPED		1,734,811 62	1,733,369 02
EMERGING MARKETS			
ALLOT COMMUNICATIONS LTD COM			
ISRAEL	290 000	4,566 09	3,975.90
VANGUARD FTSE EMERGING MKTS ETF	28,163 000	1,211,668 35	1,092,583.59
Total EMERGING MARKETS		1,216,234 44	1,096,559 49
Total EQUITIES		7,950,040.68	8,335,069 40
FIXED INCOME			
INVESTMENT GRADE TAXABLE			
ALLIANZ GLOBAL INVS MANAGED ACCOUNTS TR FIXED INCOME SHS SER M	20,007 000	202,710 01	214,475 04
APACHE CORP UNSECD NT CALL 10/15/22 @100 DTD 12/03/12 2 625% DUE 01/15/23	12,000 000	11,959 68	11,064 36
AT&T INC SR UNSECD NT DTD 02/13/12 3 000% DUE 02/15/22	12,000 000	12,177 24	11,532 24
BERKSHIRE HATHAWAY FIN CORP CO GTD SR NT DTD 05/15/12 1 600% DUE 05/15/17	12,000 000	12,281.16	11,949 60
CATERPILLAR FINL SVCS CORP SR UNSECD MTN DTD 02/12/09 7 150% DUE 02/15/19	9,000.000	11,829 78	11,226 69
CISCO SYS INC SR UNSECD NT DTD 02/17/09 4 950% DUE 02/15/19	10,000 000	11,841 80	11,392 70
CITIGROUP INC SR NT DTD 08/09/10 5 375% DUE 08/09/20	10,000 000	10,693 50	11,058.00
COMCAST CORP NEW NT DTD 08/23/07 6 300% DUE 11/15/17	10,000 000	12,084 50	11,815 50
CONOCOPHILLIPS GTD NT DTD 02/03/09 5 750% DUE 02/01/19	10,000 000	12,317 40	11,714 60
CREDIT SUISSE FIRST BOSTON USA INC SR NT			

The A. Montgomery Ward Foundation
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Balance Sheet
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Asset Type	Units	Fed Tax Cost	Market Value
DTD 12/15/04 4 875% DUE 01/15/15 DEERE JOHN CAP CORP UNSECD MTN	11,000 000	11,882.20	11,648 34
DTD 04/17/12 2 250% DUE 04/17/19 DIRECTV HLDGS LLC / DIRECTV FING INC CO GTD NT	14,000 000	14,331.80	13,982 64
DTD 03/10/11 5 000% DUE 03/01/21 DISNEY WALT CO NEW SR UNSECD MTN	11,000.000	12,108 36	11,586.85
DTD 11/30/12 2 350% DUE 12/01/22 ENTERPRISE PRODS OPER LLC CO GTD SR NT	12,000 000	12,062 40	11,085 60
DTD 05/20/10 5.200% DUE 09/01/20 EXELON CORP NT	10,000 000	11,482 61	11,190 20
DTD 06/09/05 4.900% DUE 06/15/15 FEDERAL HOME LN MTG CORP POOL #A87714	11,000.000	12,011 56	11,772.75
DTD 07/01/09 4.000% DUE 08/01/39 FEDERAL HOME LN MTG CORP POOL #A94713	53,216.109	56,434 03	55,350 61
DTD 10/01/10 4.000% DUE 11/01/40 FEDERAL HOME LN MTG CORP POOL #A96409	40,127.125	43,067 68	41,752 27
DTD 01/01/11 3.500% DUE 01/01/41 FEDERAL HOME LN MTG CORP POOL #G07021	18,575 584	19,471.00	18,841 59
DTD 05/01/12 5.000% DUE 09/01/39 FEDERAL HOME LN MTG CORP POOL #Q01443	39,001.748	42,097 51	41,580 54
DTD 06/01/11 4.500% DUE 06/01/41 FEDERAL HOME LN MTG CORP POOL #Q08072	51,734 227	55,266.71	54,630.31
DTD 05/01/12 3 500% DUE 05/01/42 FEDERAL HOME LN MTG CORP POOL #Q15899	34,000 195	35,694.89	34,487 08
DTD 02/01/13 3 500% DUE 02/01/43 FEDERAL HOME LN MTG CORP REFERENCE NT	27,956 058	29,620 32	28,356 39
DTD 01/17/13 0 875% DUE 03/07/18 FEDERAL NATL MTG ASSN POOL #AB5511	24,000 000	23,894 57	23,224 32
DTD 06/01/12 3 500% DUE 07/01/42 FEDERAL NATL MTG ASSN POOL #AB6086	59,498 552	63,351 82	60,480 28

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Balance Sheet
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Asset Type	Units	Fed Tax Cost	Market Value
DTD 08/01/12 3 500% DUE 09/01/42 FEDERAL NATL MTG ASSN POOL #AE0984	27,397 086	29,100 84	27,849 14
DTD 02/01/11 4 500% DUE 02/01/41 FEDERAL NATL MTG ASSN POOL #AH0936	35,443 054	36,113 14	37,552 27
DTD 12/01/10 3 500% DUE 12/01/40 FEDERAL NATL MTG ASSN POOL #AH3645	12,316.657	12,677 50	12,519 88
DTD 01/01/11 4 000% DUE 02/01/41 FEDERAL NATL MTG ASSN POOL #AJ1415	24,539 411	26,007 94	25,577 18
DTD 09/01/11 4 500% DUE 09/01/41 FEDERAL NATL MTG ASSN POOL #AK6816	30,668 678	33,040 70	32,518 00
DTD 06/01/12 3 500% DUE 06/01/42 FEDERAL NATL MTG ASSN POOL #AO7562	27,164 260	28,441 83	27,612 47
DTD 09/01/12 3.000% DUE 10/01/42 FEDERAL NATL MTG ASSN POOL #AO9925	45,567 170	47,062 34	44,584 29
DTD 07/01/12 3 500% DUE 07/01/42 FEDERAL NATL MTG ASSN POOL #AP3125	16,801 527	17,975.01	17,078 75
DTD 11/01/12 3 000% DUE 11/01/42 FEDERAL NATL MTG ASSN POOL #AP7553	19,447 020	20,460 39	19,027.55
DTD 09/01/12 3.000% DUE 09/01/42 FEDERAL NATL MTG ASSN POOL #AT7306	32,313.130	34,024 73	31,616 14
DTD 06/01/13 3 000% DUE 06/01/43 FEDERAL NATL MTG ASSN POOL #745275	3,000.000	3,010 31	2,935 20
DTD 01/01/06 5 000% DUE 02/01/36 FEDERAL NATL MTG ASSN UNSECD NT	3,538.901	3,824 78	3,813.59
DTD 02/15/13 0 500% DUE 03/30/16 GENERAL ELEC CAP CORP SR MTN	18,000 000	17,993 88	17,899 20
DTD 01/14/08 5 875% DUE 01/14/38 GOLDMAN SACHS GROUP INC MEDIUM TERM SR NT	15,000 000	18,007 53	16,511 40
DTD 03/08/10 5 375% DUE 03/15/20 HEWLETT PACKARD CO SR UNSECD NT	10,000 000	10,091 22	10,850.50

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Balance Sheet
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Asset Type	Units	Fed Tax Cost	Market Value
DTD 03/12/12 2 600% DUE 09/15/17 HOME DEPOT INC SR NT	12,000.000	12,031.82	11,984.28
DTD 09/10/10 5 400% DUE 09/15/40 JP MORGAN CHASE	10,000.000	11,893.30	11,155.10
DTD 2/25/05 4 75% DUE 3/1/15 KRAFT FOODS GROUP INC SR UNSECD NT	22,000.000	23,582.90	23,403.60
DTD 12/04/12 5 000% DUE 06/04/42 MORGAN STANLEY SR UNSECD NT	11,000.000	10,961.17	11,139.59
DTD 03/22/12 4 750% DUE 03/22/17 PFIZER INC SR UNSECD NT	11,000.000	10,678.58	11,667.26
DTD 03/24/09 6.200% DUE 03/15/19 TIME WARNER CABLE INC NT	14,000.000	17,717.49	16,881.90
DTD 11/18/08 8 750% DUE 02/14/19 TIME WARNER INC NEW CO GTD NT	13,000.000	17,330.30	15,957.24
DTD 07/14/10 4 700% DUE 01/15/21 TOYOTA MTR CR CORP SR UNSECD MTN	10,000.000	11,191.40	10,700.80
DTD 10/05/12 1 250% DUE 10/05/17 UNITED PARCEL SVC INC SR NT	12,000.000	12,044.64	11,652.36
DTD 01/15/08 5 500% DUE 01/15/18 UNITED STATES TREAS BD	10,000.000	12,073.80	11,508.30
DTD 02/15/01 5 375% DUE 02/15/31 UNITED STATES TREAS BD	10,000.000	14,575.00	13,026.60
DTD 11/15/96 6 500% DUE 11/15/26 UNITED STATES TREAS BD INFLATION INDEX	22,000.000	34,022.74	30,944.32
DTD 01/30/09 2 500% DUE 01/15/29 UNITED STATES TREAS NT	38,991.240	56,576.03	48,093.36
DTD 02/15/13 2 000% DUE 02/15/23 UNITED STATES TREAS NT	58,000.000	58,701.03	55,820.36
DTD 02/29/12 1 375% DUE 02/28/19 UNITED STATES TREAS NT	34,000.000	33,867.18	33,628.04
DTD 04/15/12 0 375% DUE 04/15/15 UNITED STATES TREAS NT	20,000.000	20,050.85	20,018.00
DTD 05/15/09 3 125% DUE 05/15/19 UNITED STATES TREAS NT	15,000.000	17,030.86	16,278.45
DTD 05/16/11 3 125% DUE 05/15/21 UNITED STATES TREAS NT	30,000.000	33,073.95	32,214.90

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Balance Sheet
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Asset Type	Units	Fed Tax Cost	Market Value
DTD 08/15/12 0.250% DUE 08/15/15 UNITED STATES TREAS NT	28,000 000	27,886 25	27,903 68
DTD 08/16/10 0 750% DUE 08/15/13 UNITED STATES TREAS NT	15,000 000	15,091 40	15,012 30
DTD 08/31/12 0 625% DUE 08/31/17 UNITED STATES TREAS NT	42,000 000	42,041 01	41,136 90
DTD 10/31/12 0 750% DUE 10/31/17 UNITED STATES TREAS NT	75,000 000	75,264 55	73,587.75
DTD 11/15/11 2 000% DUE 11/15/21 UNITED STATES TREAS NT	34,000 000	35,264 38	33,412.82
DTD 12/31/12 1 125% DUE 12/31/19 UNITED STATES TREAS NT	47,000 000	46,559.37	45,032.11
INFLATION INDEX			
DTD 07/29/11 0 625% DUE 07/15/21 UNITED STATES TREAS NT	51,587 500	57,297 01	53,239.85
INFLATION INDEX			
DTD 07/30/04 2 375% DUE 01/15/25 UNITED STATES TREAS NT	17,271.100	23,726 27	20,574.20
INFLATION INDEX			
DTD 07/31/12 0 125% DUE 07/15/22 UNITED STATES TREAS NTS	56,627 200	61,775 20	55,348 56
DTD 04/30/12 0 875% DUE 04/30/17 WACHOVIA CORP	9,000 000	9,063 27	8,955 00
NEW NT			
DTD 06/08/07 5 750% DUE 06/15/17 WAL-MART STORES INC	10,000 000	11,670 00	11,351.00
SR UNSECD NT			
DTD 04/11/13 1 125% DUE 04/11/18	18,000.000	18,135 90	17,468.64
Total INVESTMENT GRADE TAXABLE		1,909,682 32	1,853,241 33
INTERNATIONAL DEVELOPED BONDS			
ASTRAZENECA PLC			
SR NT			
DTD 09/12/07 5 900% DUE 09/15/17 BANK NOVA SCOTIA B C	15,000 000	17,973 00	17,428 65
SR UNSECD NT CANADA			
DTD 01/12/12 2.550% DUE 01/12/17 BP CAPITAL MARKETS PLC	11,000 000	11,430 25	11,321 31
CO GTD BD UNITED KINGDOM			
DTD 03/10/09 3.875% DUE 03/10/15 CANADIAN NAT RES LTD	11,000 000	11,752 95	11,553 41
NT CANADA			
DTD 03/19/07 5.700% DUE 05/15/17 KONINKLIJKE PHILIPS ELECTRS NV	15,000 000	17,626 26	17,011 35
SR UNSECD NT NETHERLANDS			

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Balance Sheet
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Asset Type	Units	Fed Tax Cost	Market Value
DTD 03/09/12 3 750% DUE 03/15/22	11,000 000	11,444 73	11,033 44
TEMPLETON GLOBAL BD FUND			
ADVISOR CL	11,666 667	154,000 00	150,616 67
Total INTERNATIONAL DEVELOPED BONDS		224,227 19	218,964 83
GLOBAL HIGH YIELD TAXABLE			
PIMCO HIGH YIELD FD			
INSTL CL	47,695 222	448,648 54	449,288 99
Total GLOBAL HIGH YIELD TAXABLE		448,648 54	449,288 99
FIXED INCOME OTHER			
ALLIANZ GLOBAL INVS FIXED			
INCOME SHS SER C	18,036 000	226,802 88	232,303 68
Total FIXED INCOME OTHER		226,802 88	232,303.68
Total FIXED INCOME		2,809,360 93	2,753,798 83
HEDGE FUNDS			
HEDGE FUNDS SPECIFIC STRATEGY			
IVY ASSET STRATEGY FUND			
CL I	5,732 342	138,206 76	154,773 23
PERMANENT PORTFOLIO	9,480 825	444,271 46	425,973 47
PIMCO ALL ASSET ALL AUTH FUND			
INSTL CL	94,105 637	1,051,159 97	961,759 61
Total HEDGE FUNDS SPECIFIC STRATEGY		1,633,638 19	1,542,506.31
Total HEDGE FUNDS		1,633,638 19	1,542,506.31
REAL ESTATE			
PUBLIC REITS			
AMERICAN ASSETS TR INC			
REIT	58 000	1,359 23	1,789 88
AMERICAN TOWER CORP			
COM	512 000	42,953 63	37,463 04
BIOMED RLTY TR INC			
REIT	165 000	3,184 50	3,337 95
BOSTON PROPERTIES INC			
COM	33 000	3,520 56	3,480 51
BRE PROPERTIES INC			
CL A	51 000	2,473 26	2,551 02
DUPONT FABROS TECHNOLOGY INC			
REITS	146 000	3,775 17	3,525 90
EDUCATION RLTY TR INC			
REIT	403 000	4,247 07	4,122 69
EQUITY RESIDENTIAL			

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Balance Sheet
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Asset Type	Units	Fed Tax Cost	Market Value
SH BEN INT	75.000	4,495.25	4,354 50
HEALTHCARE RLTY TR			
COM	214 000	5,076 08	5,457 00
HOME PPTYS INC			
REITS	59 000	3,551 21	3,856 83
KIMCO REALTY CORP			
COM	136.000	2,538.81	2,914 48
MID-AMER APT CMNTYS INC			
COM	55.000	3,521.10	3,727 35
PS BUSINESS PKS INC CALIF			
COM	77 000	5,275 26	5,557 09
PUBLIC STORAGE INC			
COM (REIT)	36 000	5,955.48	5,519.88
REGENCY CTRS CORP			
COM	72 000	3,348.41	3,658 32
SIMON PPTY GROUP INC NEW			
COM	40.000	7,103 60	6,316 80
TAUBMAN CTRS INC			
COM	55 000	4,197.16	4,133 25
VANGUARD REIT			
ETF	14,138 000	917,975 32	971,563.36
VENTAS INC			
COM	27 000	1,553 31	1,875 42
VORNADO RLTY TR			
SH BEN INT	49 000	4,131 15	4,059.65
Total PUBLIC REITS		1,030,235 56	1,079,264 92
Total REAL ESTATE		1,030,235.56	1,079,264 92
TANGIBLE ASSETS			
COMMODITIES			
PIMCO COMMODITY REALRETURN			
STRATEGY FUND	44,817 221	395,000 00	247,839 23
POWERSHARES DB COMMODITY INDEX			
TRACKING FUND UNIT BEN INT	27,940 000	786,135 80	702,132 20
TOTAL ASSETS		15,099,269.63	15,155,469 36
NET TOTAL		15,099,269.63	15,155,469 36

FEDERAL FOOTNOTES

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THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

PHILANTHROPIC MANAGEMENT

STANDARD GRANT APPLICATION FORMAT

Important Note: Each foundation has **maximum page limit requirements or suggestions**, so please refer to the state-specific application procedures for detailed guidance.

1. Standard Grant Application Coversheet (*found on page 3*)

2. Organization Summary

Provide a brief description of the mission, history, goals, services/programs, organizational structure, and key achievements of the organization.

3. Description of Specific Request

Please describe the services for which you are seeking support. If project support is requested, tailor your responses to that particular project; if operating support is requested, tailor your responses to address the organization. Please focus on the following components:

- Describe the need your organization is addressing
- State the connection between your organization and/or project work and the mission of the specific foundation toward which you are applying
- Provide information about the constituents who benefit from your organization's work (age, gender, race/ethnicity, income levels, geographic representation, any disabilities, language(s) spoken, or other criteria relevant to the work)
- State the goals and expected outcomes of this work, and include a timeline for meeting these goals and outcomes
- Describe the program design, giving detailed information about **how** program activities will occur
- Describe the challenges to the success of the proposed activities and how these factors could be overcome
- Describe how the amount requested was determined, how it will be applied, and sources of future funding

4. Monitoring and Evaluation

Please address the following:

- Include details of how your organization defines and monitors success for the organization, or if program support is requested, for the specific program
- Identify the short-term and long-term indicators of success
- Describe how you have used evaluation results (qualitative or quantitative) to make changes and improve your organization's and/or program's performance and impact

Please include a summary of any evaluation results, if available. If seed funding is requested, please detail the evaluation plans to include the components listed above.

Attachments:

1. Organizational Budget

Include a budget for the organization for the current fiscal year. Please provide budget projections if multi-year support is requested.

2. Project Budget *(Not applicable for general operating requests)*

If the requested funds are to be used for anything other than the general operating expenses of the organization, include a detailed line-item budget for the project. Please provide budget projections if multi-year support is requested.

3. Sources of Funding

Provide a list of foundation, corporate and/or government grants secured over the past 2 years. Please state the source, dollar amount, grant time period, and the date received or requested. Also include any pending requests still outstanding.

If operating support is requested, provide this information for the organization; if project support is requested, also provide any additional funding earmarked for the project. If multi-year support is requested, please provide information on any multi-year pledges.

4. List of Board Members

Provide a list of the members of the current Board of Directors and their professional affiliations.

5. Copy of Tax Status Letter

Provide a copy of the organization's most recent IRS Tax-Exempt Ruling Letter, verifying that the organization is a qualified charity under section 501(c)(3) of the Internal Revenue Code and not a private foundation.

6. Audited Financial Statements

Provide a copy of the organization's financial statements for the most recently completed fiscal year (audited if available).

Additional Notes:

1. Please do not send any materials or attachments other than what is requested by the specific foundation. Additional materials will not be reviewed.
2. Please do not add the foundation or any of its representatives to general mailing or electronic lists, unless specifically requested.
3. Make sure you have responded to any specific requirements of the foundation. These requirements have been stated in the respective Foundation Overview pages and Application Procedures documents on our website, www.bankofamerica.com/grantmaking.

PHILANTHROPIC MANAGEMENT

STANDARD GRANT APPLICATION COVERSHEET

This coversheet must be included with all requests. Please limit your responses to the space provided here and make additional comments in the proposal submitted with this coversheet. You can download and save this file, and type your responses directly in the saved document, or you can print this coversheet and clearly handwrite or type your responses.

Proposal Management Information

If you are unclear how to complete this section, please refer to the Frequently Asked Questions section of our website.

Foundation Name to which you are applying:

Organizational Information

Legal Name of Organization:

Address:

City:

State:

Zip Code:

Website:

Phone:

Fax:

Executive Director Name. Mr. ☐ Ms. ☐ Dr. ☐

Contact Name (if different from above): Mr. ☐ Ms. ☐ Dr. ☐

Contact Title:

Contact Email:

Contact Phone:

Ext.:

Fax:

Fiscal Agent Name (FA) (if applicable):

FA Address:

FA City:

FA State:

FA Zip Code:

IRS Determination Ruling Date: / /

Federal Tax I.D. #:

Brief Overview of Organization (60 words or less).

of Full-time Employees:

Part-time:

Volunteers:

Fiscal Year Dates: Beginning (Month/Day):

Ending (Month/Day):

Most Recent Completed Fiscal Year:

Revenue: \$

Expenses: \$

Current Fiscal Year Projections:

Revenue: \$

Expenses: \$

Sources of organizational revenue from the most recent completed fiscal year (list % of total revenue):

Federal	%	In-kind	%
State	%	Individuals	%
City	%	Endowment	%
Fees	%	United Way	%
Foundations	%	Other (Explain)	%
Corporations	%		

Request Information

Funds Requested: \$ _____ over _____ year(s)

Type of Support Requested: Capital ☐ General Operating ☐ Program/Project ☐ Other ☐

Please note Not all types of support are provided by every foundation, so please check the website for specific guidelines

Brief Overview of Request: (60 words or less)

Approximate Geographic Location, Demographics, and Description of Population Served: (60 words or less) *If the foundation to which you are applying has specific geographic restrictions, please provide a breakdown of number or percentage of people served by the respective towns*

If you are requesting general operating funds, you do not need to complete the section below.

Project Title (if applicable):

Project Budget (if applicable):

Most Recent Completed Fiscal Year: Project Revenue: \$ _____ Project Expenses: \$ _____

Current Fiscal Year Projections: Project Revenue: \$ _____ Project Expenses: \$ _____

Sources of project revenue from the *most recent completed* fiscal year (use projections if project is new):

Federal	%	In-kind	%
State	%	Individuals	%
City	%	Endowment	%
Fees	%	United Way	%
Foundations	%	Other (Explain)	%
Corporations	%		

We have read the Application Procedures and respective Foundation Overview page and understand any specific requirements of the foundation toward which we applied.

We agree to report to the Trustee on the expenditure of funds received.

Signed:

Title:

Date: