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

2013

Department of the Treasury
Internal Revenue Service

▶ **Do not enter Social Security numbers on this form as it may be made public.**
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013, or tax year beginning 2/01, 2013, and ending 1/31, 2014

JEANNE WARD FOUNDATION
2425 MISSION #1
SAN MARINO, CA 91108

A Employer identification number
95-3761013

B Telephone number (see the instructions)
(626) 799-6618

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

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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, column (c), line 16)
▶ \$ 1,724,285.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	18,090.	18,090.	18,090.	
	4 Dividends and interest from securities	31,207.	31,207.	31,207.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-643.			
	b Gross sales price for all assets on line 6a	20,000.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
SEE STATEMENT 1	3,981.	3,981.			
12 Total. Add lines 1 through 11	52,635.	53,278.	49,297.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	2,405.		2,405.	
	c Other prof fees (attach sch) SEE ST 3	35,065.			35,065.
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 4	34.			35.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy	12,100.			12,100.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule)					
SEE STATEMENT 5	8,383.			8,383.	
24 Total operating and administrative expenses. Add lines 13 through 23	57,987.		2,405.	55,583.	
25 Contributions, gifts, grants paid STMT 6	66,250.			66,250.	
26 Total expenses and disbursements. Add lines 24 and 25	124,237.	0.	2,405.	121,833.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-71,602.				
b Net investment income (if negative, enter -0-)		53,278.			
c Adjusted net income (if negative, enter -0-)			46,892.		

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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	31,587.	72,396.	72,396.
	2 Savings and temporary cash investments	215,068.	123,301.	125,238.
	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 sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – US and state government obligations (attach schedule)	216,656.	216,656.	271,113.
	b Investments – corporate stock (attach schedule)	887,468.	866,825.	1,255,538.
	c Investments – corporate bonds (attach schedule)	24,062.	24,062.	
	11 Investments – land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	1,374,841.	1,303,240.	1,724,285.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	1,374,841.	1,303,240.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	1,374,841.	1,303,240.		
31 Total liabilities and net assets/fund balances (see instructions)	1,374,841.	1,303,240.		

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	1,374,841.
2 Enter amount from Part I, line 27a	2	-71,602.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 7	3	1.
4 Add lines 1, 2, and 3	4	1,303,240.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,303,240.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a 444 DELAWARE DIVERSIFIED	P	8/16/11	6/24/13
b 237 ALLIANCEBERSTEIN	P	6/03/08	6/24/13
c 615 TEMPLETON GLOBAL	P	8/16/11	6/24/13
d 553 PIMCO TOTAL RTN	P	12/07/09	6/24/13
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 4,000.		4,201.	-201.
b 2,000.		1,909.	91.
c 8,000.		8,455.	-455.
d 6,000.		6,078.	-78.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (i) over column (j), if any	
a			-201.
b			91.
c			-455.
d			-78.
e			

2 Capital gain net income or (net capital loss)	<input type="checkbox"/> If gain, also enter in Part I, line 7 <input type="checkbox"/> If (loss), enter -0- in Part I, line 7	2	-643.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	0.

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.	(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
	2012	87,113.		
	2011	117,351.		
	2010	109,759.		
	2009	106,286.	1,489,198.	0.071371
	2008	100,962.	1,274,302.	0.079229
2 Total of line 1, column (d)				0.150600
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				0.030120
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5				
5 Multiply line 4 by line 3				
6 Enter 1% of net investment income (1% of Part I, line 27b)				533.
7 Add lines 5 and 6				533.
8 Enter qualifying distributions from Part XII, line 4				121,833.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instrs)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	533.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	533.
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	533.
6 Credits/Payments		
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	
b Exempt foreign organizations - tax withheld at source	6 b	
c Tax paid with application for extension of time to file (Form 8868)	6 c	
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments Add lines 6a through 6d	7	0.
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	9.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	542.
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 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		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 \rightarrow \$ 0. (2) On foundation managers \rightarrow \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \rightarrow \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) \rightarrow N/A		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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	13	X	
The books are in care of ▶ <u>TIMOTHY J MCKNIGHT</u> Telephone no ▶ <u>626-792-6618</u> Located at ▶ <u>2425 MISSION STREET SAN MARINO CA</u> ZIP + 4 ▶ <u>91108</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	15	N/A	<input type="checkbox"/>
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country ▶				

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

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

		Yes	No
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1 a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1 b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1 a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20 __ , 20 __ , 20 __ , 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2013 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 2013)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2013?	4 b	X

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

5 a 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

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) N/A

6 a 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

If 'Yes' to 6b, file Form 8870 6 b X

7 a 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

N/A 7 b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		0.	0.	0.

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

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

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

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

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	
2 a Tax on investment income for 2013 from Part VI, line 5	2 a	533.	
b Income tax for 2013 (This does not include the tax from Part VI)	2 b		
c Add lines 2a and 2b	2 c		533.
3 Distributable amount before adjustments Subtract line 2c from line 1	3		-533.
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		-533.
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7		0.

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	1 a	121,833.
b Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	121,833.
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	533.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	121,300.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008	38,609.			
b From 2009	106,779.			
c From 2010	110,252.			
d From 2011	117,824.			
e From 2012	87,649.			
f Total of lines 3a through e	461,113.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 121,833.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2013 distributable amount				0.
e Remaining amount distributed out of corpus	121,833.			
5 Excess distributions carryover applied to 2013 (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	582,946.			
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 2012 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	38,609.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	544,337.			
10 Analysis of line 9				
a Excess from 2009	106,779.			
b Excess from 2010	110,252.			
c Excess from 2011	117,824.			
d Excess from 2012	87,649.			
e Excess from 2013	121,833.			

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 2013, 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)

	Prior 3 years				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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).)
 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 9

b The form in which applications should be submitted and information and materials they should include
 SEE STATEMENT FOR LINE 2A

c Any submission deadlines
 SEE STATEMENT FOR LINE 2A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
 SEE STATEMENT FOR LINE 2A

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
<i>a Paid during the year</i>				
Total				▶ 3 a
<i>b Approved for future payment</i>				
Total				▶ 3 b

2013

FEDERAL STATEMENTS

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CLIENT 8

JEANNE WARD FOUNDATION

95-3761013

5/05/14

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SETTLEMENT REFUND	\$ 3,981.		
TOTAL	<u>\$ 3,981.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 2,405.		\$ 2,405.	
TOTAL	<u>\$ 2,405.</u>	<u>\$ 0.</u>	<u>\$ 2,405.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	\$ 35,065.			\$ 35,065.
TOTAL	<u>\$ 35,065.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 35,065.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FRANCHISE TAX BOARD	\$ 10.			\$ 10.
REGISTRY OF CHARITABLE TRUSTS	25.			25.
US TREASURY	-1.			
TOTAL	<u>\$ 34.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 35.</u>

CLIENT 8

JEANNE WARD FOUNDATION

95-3761013

5/05/14

01 50PM

**STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DIRECTOR FEES	\$ 1,200.			\$ 1,200.
DUES & SUBSCRIPTIONS	597.			597.
INSURANCE	1,200.			1,200.
MAINTENANCE	2,750.			2,750.
OFFICE	1,000.			1,000.
PROFESSIONAL DUES	725.			725.
TELEPHONE	911.			911.
TOTAL	\$ 8,383.	\$ 0.	\$ 0.	\$ 8,383.

**STATEMENT 6
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS**

CASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

\$ 66,250.

TOTAL \$ 66,250.

**STATEMENT 7
FORM 990-PF, PART III, LINE 3
OTHER INCREASES**

ROUNDING

TOTAL \$ 1.

**STATEMENT 8
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
NANCY A. SHAW 2425 MISSION ST. SAN MARINO, CA 91108	PRESIDENT 0	\$ 0.	\$ 0.	\$ 0.

CLIENT 8

JEANNE WARD FOUNDATION

95-3761013

5/05/14

01 50PM

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
TIMOTHY J. MCKNIGHT 2425 MISSION ST. SAN MARINO, CA 91108	SEC/ TREAS 0	\$ 0.	\$ 0.	\$ 0.
WILLIAM J. GOLDMANN P.O. BOX 575 ALTADENA, CA	DIRECTOR 0	0.	0.	0.
SUZANNE BRAVENDER 3668 FIGUEROA LA CANADA CA 91011,	DIRECTOR 0	0.	0.	0.
CHRISTINA ROSE 2425 MISSION ST SAN MARINO, CA 91108	DIRECTOR 0	0.	0.	0.
MOLLY GIRARDI 107 REES AVE. PLAYA DEL REY, CA 90293	DIRECTOR 0	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

STATEMENT 9
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME: TIMOTHY J. MCKNIGHT
CARE OF:
STREET ADDRESS: 2425 MISSION ST #1
CITY, STATE, ZIP CODE: SAN MARINO, CA 91108
TELEPHONE: 626-799-6618
E-MAIL ADDRESS:
FORM AND CONTENT: APPLICATION FORMS ATTACHED
SUBMISSION DEADLINES: ESTAB ANNUALLY MID APR.FOR STUDENT GRNT&MID DEC FOR OTHERS
RESTRICTIONS ON AWARDS: SEE GRANT GUIDLINED ATTACHED

APPLICATION DEADLINE:

April 11, 2013

JEANNE WARD FOUNDATION
GRANT GUIDELINES

Area: Senior high schools in the Pasadena Community College District, (County of Los Angeles, State of California,) Arcadia High School, Temple City High School, Gabrielino High School, Pasadena City College, senior high schools in the Glendale Community College District (County of Los Angeles, State of California) and Glendale Community College.

Who: 1. High school seniors in the Visual Arts who have or will apply for higher education in an effort to refine their artistic ability. Applicants must have successfully completed at least two courses in the Arts. Photography, video films, cinematography and music are not eligible. Applicants must enroll in at least 12 credit hours of junior college/college level courses at time of future enrollment in college to qualify for grant.

2. Pasadena City College or Glendale Community College students in the Arts who will be furthering their education in an effort to refine their artistic ability. Applicants must have successfully completed at least two college courses in the Arts. Photography, video films, cinematography and music are not eligible. Applicants must enroll in at least 12 credit hours of junior college/college level courses at time of future enrollment in college to qualify for grant.

How: 1. The JEANNE WARD FOUNDATION will notify educational institutions to nominate up to two students per institution and encourage the students selected to submit an application, with two personal references, to the JEANNE WARD FOUNDATION.

2. The JEANNE WARD FOUNDATION may contact the references by mail or telephone.

3. The JEANNE WARD FOUNDATION requires applicants to submit samples of their artwork for evaluation by a committee selected by the Board of Directors at its offices located at 2425 Mission Street, Suite 1, San Marino, California 91108; applicants should

make arrangements to retrieve their artwork after the grants are awarded. Photographs of artwork may be submitted to the Committee for review; however, at least four pieces shall be actual works of art and a total of at least six to eight samples of artwork shall be submitted for review.

4. Selected students may be asked to attend a personal interview before The JEANNE WARD FOUNDATION.

5. The Student Grant Committee will select the award recipients by majority vote and The JEANNE WARD FOUNDATION is solely responsible for the selection of candidates and its decision as to the winning candidates shall be final. If a person is not selected as a grant recipient by the Committee, this in no way indicates that their work may not be selected under the terms which may exist in another forum.

6. We will make every effort to notify the winning applicants by May 3, 2013.

7. The Board will consider scholastic standing, artistic ability and extracurricular activities and honors in selecting the winning candidates.

Grants will be made directly to the qualified institution where the successful applicant eventually enrolls upon The JEANNE WARD FOUNDATION receiving verification of such enrollment.

* * * *

**JEANNE WARD FAITH FOUNDATION
STATEMENT**

YEAR END 1/31/14

ID NO: 95-3761013

PART II LINE 2 SAVINGS AND TEMPORARY CASH INVESTMENTS

	<u>BEGINNING OF YEAR BOOK VALUE</u>	<u>END OF YEAR BOOK VALUE</u>	<u>END OF YEAR FAIR MKT VALUE</u>
KEY BANK N A 4 05%	79,000	0	0
GE CAPITAL	100,000	100,000	101,937
E TRADE CAT MONEY MARKET FUND	23,695	16,245	16,245
ML MONEY MARKET	12,373	7,056	7,056
	<u>215,068</u>	<u>123,301</u>	<u>125,238</u>

PART II LINE 10A INVESTMENTS US & STATES

100,000 FEDERAL NATIONAL MTG 6 625%	108,742	108,742	134,941
100,000 US TREAS BOND 6 125%	107,914	107,914	136,172
	<u>216,656</u>	<u>216,656</u>	<u>271,113</u>

PART II LINE 10B INVESTMENTS CORPORATE STOCK

1,671 SHS BANK OF NY MELLON CORP	61,423	61,423	53,405
125 SHS COVIDIEN LTD (TYCO SPINOFF)	8,192	8,192	8,530
400 SHS CHUBB CORP	17,703	17,703	38,652
3,000 SHS GENERAL ELECTRIC	92,621	92,621	84,090
4,650 SHS HOME DEPOT	189,700	189,700	357,353
200 SHS ING GROUP NV PFD 6 375	5,000	5,000	4,856
300 SHS ING GROUP NV PFD 7 375	7,500	7,500	7,617
2,000 SHS JOHNSON & JOHNSON	87,421	87,421	183,180
215 SHS SEARS HOLDING CORP	33,754	33,754	7,820
500 SHS SJW CORP	14,600	14,600	14,305
125 SHS TYCO INT'L LTD (TYCO REV SPLIT)	8,238	8,238	5,061
125 SHS TYCO ELEC LTD (TYCO REV SPINOFF)	8,192	8,192	6,967
2,800 SHS WALMART STORES	114,881	114,881	220,332
2,000 SHS WELLS FARGO	40,331	40,331	90,680
1,614 SHS ALLIANCE BERSTEIN GLOBAL FD	15,117	13,208	11,512
5,414 SHS PIMCO TOTAL RETURN	56,668	50,590	52,596
9 SHS ORCHARD SUPPLY PFD	0	0	0
3,948 SHS DELAWARE DIVERSIFIED	37,149	32,948	31,396
6,483 SHS TEMPLETON	88,978	80,523	74,934
29 SHS PENTAIR LTD (TYCO INT'L SPINOFF)	0	0	2,252
	<u>887,468</u>	<u>866,825</u>	<u>1,255,538</u>

PART II LINE 10C INVESTMENTS CORPORATE BONDS

25,000 LEHMAN BROS 7 95%	24,062	24,062	0
	<u>24,062</u>	<u>24,062</u>	<u>0</u>

**JEANNE WARD FAITH FOUNDATION
STATEMENT**

YEAR END 1/31/14

ID NO: 95-3761013

<u>NAME & ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
FLINTRIDGE SACRED HEART ACADEMY 440 KATHERINE LA CANADA, CA 91011 95-0739610	NONE		ART EDUCATION	10,000
GLENDALE UNIFIED SCHOOL DIST 223 N JACKSON ST GLENDALE, CA 95-6001464	NONE		ART EDUCATION	4,000
PCC ART FOUNDATION ART HIST 1570 E COLORADO BLVD PASADENA, CA 95-3434226	NONE		ART EDUCATION	2,000
PCC FOUNDATION DIGITAL ARTS 1570 E COLORADO BLVD PASADENA, CA 95-3434226	NONE		ART EDUCATION	2,000
PCC FOUNDATION CERAMICS DEPT 1570 E COLORADO BLVD PASADENA, CA 95-3434226	NONE		ART EDUCATION	2,000
TIERRA DEL SOL 9919 SUNLAND BLVD SUNLAND, CA 91040 95-2671260	NONE		ART EDUCATION	5,500
CANCER SUPPORT COMMUNITY 200 E DEL MAR, STE 118 PASADENA, CA 91105	NONE		ART EDUCATION	1,000
AMERICAN CERAMICS SOCIETY 1833 N CALIF ST BURBANK, CA 91505 31-4379422	NONE		ART EDUCATION	1,000
HEAR CENTER 301 E DEL MAR PASADENA, CA 91101 95-2017214	NONE		ART EDUCATION	1,000
PASADENA SOCIETY OF ARTISTS 724 S AVE 60 HIGHLAND PARK, CA 95-6093475	NONE		ART EDUCATION	5,000
LA CANADA COMMUNITY CNTR 4469 CHEVY CHASE DR LA CANADA, CA 91011 95-1950612	NONE		ART EDUCATION	3,000
AMERICAN MUSEUM OF CERAMIC ART 340 S GARY AVE POMONA, CA 91766 41-2077818	NONE		ART EDUCATION	3,000
PCC FOUNDATION - CENTER FOR ARTS 1570 E COLORADO BLVD , RM 31 PASADENA, CA 91105 95-3434226	NONE		ART EDUCATION	4,000
				43,500

JEANNE WARD FAITH FOUNDATION
STATEMENT CONT'D.

<u>YEAR END 1/31/14</u>		<u>ID NO 95-3761013</u>		
<u>NAME</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
KATHLEEN SANDERS	NONE		TUITION	\$ 1,750 00
RICHARD HWANG	NONE		TUITION	\$ 1,750 00
JAIME CHOI	NONE		TUITION	\$ 1,750 00
JASON FUJIKUNI	NONE		TUITION	\$ 1,750 00
TYLER MORRISON	NONE		TUITION	\$ 1,750 00
JANICE CHANG	NONE		TUITION	\$ 1,750 00
EU JEAN JUNG	NONE		TUITION	\$ 1,750 00
JOSEPHINE M RIVERA	NONE		TUITION	\$ 1,750 00
MATTY MIN-QI CHENG	NONE		TUITION	\$ 1,750 00
JESSICA PHUNG	NONE		TUITION	\$ 1,750 00
FLORA LEUNG	NONE		TUITION	\$ 1,750 00
NATALIE PALMS	NONE		TUITION	\$ 1,750 00
SANGHYUN OH	NONE		TUITION	\$ 1,750 00
				<u>\$ 22,750 00</u>