

Chardon Marc
Form 4
November 16, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Chardon Marc

(Last) (First) (Middle)

2000 DANIEL ISLAND DRIVE

(Street)

CHARLESTON, SC 29492

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
BLACKBAUD INC [BLKB]

3. Date of Earliest Transaction
(Month/Day/Year)
11/14/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

President and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/14/2012		A	Amount (1) 6,462	(A) or (D) \$ 0	81,987	D
Common Stock	11/14/2012		F	2,808 (2)	D \$ 22.2	79,179	D
Common Stock	11/14/2012		S	10,000	D \$ (3) 21.26	69,179	D
Common Stock	11/15/2012		S	10,296	D \$ (4) 21.35	58,883	D
						2,800	I By spouse

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Common
Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Appreciation Right	\$ 26.17					(5) 02/13/2015	Common Stock 55,380
Stock Appreciation Right	\$ 12.4					(6) 11/08/2015	Common Stock 4,750
Stock Appreciation Right	\$ 22.34					(7) 11/11/2016	Common Stock 65,299
Stock Appreciation Right	\$ 21.44					(8) 02/10/2017	Common Stock 100,000
Stock Appreciation Right	\$ 22.58					(9) 05/10/2017	Common Stock 100,000
Stock Appreciation Right	\$ 24					(10) 08/10/2017	Common Stock 100,000
Stock Appreciation Right	\$ 26.79					(11) 11/07/2017	Common Stock 104,167

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chardon Marc 2000 DANIEL ISLAND DRIVE CHARLESTON, SC 29492	X		President and CEO	

Signatures

/s/ Donald R. Reynolds,
Attorney-in-Fact

11/16/2012

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The Issuer's Compensation Committee determined that these performance-based restricted stock rights vested based on the Issuer achieving financial performance goals for the period ending November 9, 2012.
- (2) Represents shares forfeited to the Issuer in connection with the satisfaction of tax liabilities incurred upon the vesting of the performance-based restricted stock rights.
This transaction was executed in multiple trades ranging from \$21.10 to \$21.46. The price reported in Column 4 is a weighted average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions were effected.
- (3) This transaction was executed in multiple trades ranging from \$21.06 to \$21.44. The price reported in Column 4 is a weighted average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions were effected.
- (4) Represents a stock appreciation right which vested in four equal installments beginning on February 12, 2009, subject to continued employment, and shall be settled in stock at time of exercise.
- (5) Represents a stock appreciation right which vested in four equal installments beginning on November 7, 2009, subject to continued employment, and shall be settled in stock at time of exercise.
- (6) Represents a stock appreciation right which vests in four equal installments beginning on November 10, 2010, subject to continued employment, and shall be settled in stock at time of exercise.
- (7) Represents a stock appreciation right which vested 100% on November 10, 2010, and shall be settled in stock at time of exercise.
- (8) Represents a stock appreciation right which vested 100% on November 10, 2011, and shall be settled in stock at time of exercise.
- (9) Represents a stock appreciation right which vested 100% on November 12, 2012, subject to continued employment, and shall be settled in stock at time of exercise.
- (10) Represents a stock appreciation right which vests in four equal annual installments beginning on November 8, 2011, subject to continued employment, and shall be settled in stock at time of exercise.
- (11)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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