SEC Form 4

Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
Filed pursually to Section 10(a) of the Securities Exchange Act of 1954
or Section 30(b) of the Investment Company Act of 1940

			of Section 30(II) of the Investment Company Act of 1940					
			2. Issuer Name and Ticker or Trading Symbol BLACKBAUD INC [BLKB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			[]	X	Director	10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/24/2023	x	Officer (give title below)	Other (specify below)		
65 FAIRCHILD	STREET			President and CEO				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fil	ing (Check Applicable		
CHARLESTON	I SC	29492		X	Form filed by One Re	eporting Person		
(City)	(State)	(Zip)			Form filed by More th Person	an One Reporting		

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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	02/24/2023		A		12,431(1)	A	\$0.00	366,327	D	
Common Stock	02/24/2023		A		31,164 ⁽²⁾	A	\$0.00	397,491	D	
Common Stock	02/24/2023		A		9,679 ⁽³⁾	A	\$0.00	407,170	D	
Common Stock	02/27/2023		F		5,700(4)	D	\$57.15	401,470	D	
Common Stock	02/27/2023		F		4,763(4)	D	\$57.15	396,707	D	
Common Stock	02/27/2023		F		4,438(4)	D	\$57.15	392,269	D	
Common Stock	02/27/2023		F		8,911 ⁽⁵⁾	D	\$57.15	383,358	D	
Common Stock	02/28/2023		S		3,100	D	\$55.7249(6)	380,258	D	
Common sTock	03/01/2023		S		6,900	D	\$55.8409(7)	373,358	D	

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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispo of (D (Instr	5. Number of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) b. Date Exercisable and Expiration Date (Month/Day/Year) Control (Month/Day/Year) (Month/Day/Year)		ate	Amount of Securities		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents performance restricted stock units ("PRSUs") granted on February 24, 2022 that vested in full on February 24, 2023.

2. The Compensation Committee determined that PRSUs granted on February 24, 2022 would vest in three equal annual installments beginning on February 24, 2023, based on the Issuer achieving performance goals for the period ended December 31, 2022.

3. The Compensation Committee determined that a portion of PRSUs granted on February 24, 2022 would vest in full on February 24, 2023 based on the Issuer achieving performance goals for the period ended December 31, 2022, subject to continued employment. The remaining PRSUs granted on February 24, 2022 will vest dependent on the achievement of performance goals for the periods ended December 31, 2023 and December 31, 2024, subject to continued employment.

4. Represents shares forfeited to the Issuer in connection with the satisfaction of tax liabilities incurred upon the vesting of separate PRSUs granted February 24, 2022.

5. Represents shares forfeited to the Issuer in connection with the satisfaction of tax liabilities incurred upon the vesting of restricted stock granted February 24, 2022.

6. This transaction was executed in multiple trades at prices ranging from \$55.65 to \$56.17. 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.

7. This transaction was executed in multiple trades at prices ranging from \$55.65 to \$56.29. 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.

Remarks:

<u>/s/ Donald R. Reynolds,</u> Attorney-in-Fact

03/01/2023

** Signature of Reporting Person Date

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

 * 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.