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

Department of the Treasury
Internal Revenue Service

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

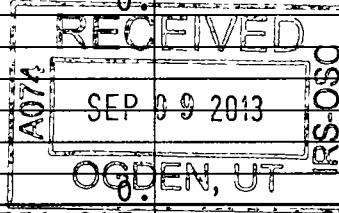
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation MAY AND STANLEY SMITH CHARITABLE TRUST		A Employer identification number 94-6622075
Number and street (or P O box number if mail is not delivered to street address) 2320 MARINSHIP WAY	Room/suite 150	B Telephone number 415-332-0166
City or town, state, and ZIP code SAUSALITO, CA 94965		C If exemption application is pending, check here <input type="checkbox"/>
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		D 1 Foreign organizations, check here <input checked="" type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 382,829,183.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I	Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	9,988,471.	7,551,217.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-4,733,937.			
	b Gross sales price for all assets on line 6a 269,874,639.				
	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 or (loss)					
11 Other income	2,696,041.				STATEMENT 2
12 Total Add lines 1 through 11	7,950,575.	7,551,217.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	375,000.			187,500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	472.			7,850.
	b Accounting fees STMT 4	33,022.			16,511.
	c Other professional fees STMT 5	2,562,069.			754,273.
	17 Interest				
	18 Taxes STMT 6	302,359.			310.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses STMT 7	40,906.			195.	
24 Total operating and administrative expenses. Add lines 13 through 23	3,313,828.			966,639.	
25 Contributions, gifts, grants paid	9,947,500.			12,000,000.	
26 Total expenses and disbursements. Add lines 24 and 25	13,261,328.	N/A		12,966,639.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-5,310,753.				
b Net investment income (if negative, enter -0-)		7,551,217.			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	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		13,689,275.	19,119,001.	19,119,001.
	3	Accounts receivable ▶	650,907.			
		Less: allowance for doubtful accounts ▶		899,799.	650,907.	650,907.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable		8,000,000.	9,000,000.	9,000,000.
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 10	259,919,129.	269,158,173.	269,158,173.
	c	Investments - corporate bonds	STMT 11	25,137,713.	84,901,102.	84,901,102.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 12	43,707,561.	0.	0.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		351,353,477.	382,829,183.	382,829,183.	
Liabilities	17	Accounts payable and accrued expenses		445,748.	498,505.	
	18	Grants payable		4,771,500.	2,719,000.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		5,217,248.	3,217,505.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		193,472,881.	193,472,881.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		152,663,348.	186,138,797.		
30	Total net assets or fund balances		346,136,229.	379,611,678.		
31	Total liabilities and net assets/fund balances		351,353,477.	382,829,183.		

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	346,136,229.
2	Enter amount from Part I, line 27a	2	-5,310,753.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	38,786,202.
4	Add lines 1, 2, and 3	4	379,611,678.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	379,611,678.

Part IV Capital Gains and Losses for Tax on Investment Income N/A

(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			
b			
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			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{	3

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.) N/A

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			
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4	8

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)

Table with 11 rows for excise tax calculations. Includes sub-sections 6a-6d for credits and payments. Total tax due is 0.

Part VII-A Statements Regarding Activities

Table with 11 rows of activity questions. Columns for Yes and No. Includes questions about political campaigns, expenditures, and state reporting. Most 'No' boxes are checked.

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>WWW.ADMINISTRUSTLLC.COM</u>	13	X	
14	The books are in care of ► <u>ADMINISTRUST LLC</u> Telephone no. ► <u>415-332-0166</u> Located at ► <u>2320 MARINSHIP WAY, STE. 150, SAUSALITO, CA</u> ZIP+4 ► <u>94965</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			
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>CANADA</u>	16	X	No

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? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here **5b** X

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** X
If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RUTH M. COLLINS 2320 MARINSHIP WAY, SUITE 150 SAUSALITO, CA 94965	TRUSTEE 10.00	125,000.	0.	0.
DAVID C CUNEO 2320 MARINSHIP WAY, SUITE 150 SAUSALITO, CA 94965	TRUSTEE 10.00	125,000.	0.	0.
DANIEL F. PIOMBO 2320 MARINSHIP WAY, SUITE 150 SAUSALITO, CA 94965	TRUSTEE 10.00	125,000.	0.	0.

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

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

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

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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Includes entries for COLLINS & COMPANY and ADMINITRUST LLC.

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activities and Expenses. Includes entry 1 with 'N/A'.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investments and Amount. Includes entry 1 with 'N/A' and a total line at the bottom.

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	344,921,252.
b	Average of monthly cash balances	1b	18,980,869.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	363,902,121.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	363,902,121.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,458,532.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	358,443,589.
6	Minimum investment return. Enter 5% of line 5	6	17,922,179.

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	17,922,179.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	302,049.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	302,049.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,620,130.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	17,620,130.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	17,620,130.

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	12,966,639.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	12,966,639.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,966,639.

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				17,620,130.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			4,359,175.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 12,966,639.				
a Applied to 2011, but not more than line 2a			4,359,175.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				8,607,464.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				9,012,666.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

N/A

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

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

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

	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 13

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
VARIOUS ORGANIZATIONS - SEE ATTACHED DETAILS				12,000,000.
Total				▶ 3a 12,000,000.
b Approved for future payment				
VARIOUS ORGANIZATIONS - SEE ATTACHED DETAILS				2,394,000.
Total				▶ 3b 2,394,000.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FOREIGN DIVIDENDS	2,247,952.	0.	2,247,952.
FOREIGN INTEREST	189,302.	0.	189,302.
US BOND INTEREST	207,021.	0.	207,021.
US CORPORATE DIVIDENDS	7,344,196.	0.	7,344,196.
TOTAL TO FM 990-PF, PART I, LN 4	9,988,471.	0.	9,988,471.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FOREIGN CURRENCY ADJUSTMENTS - REALIZED	2,696,041.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,696,041.	0.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	472.			7,850.
TO FM 990-PF, PG 1, LN 16A	472.			7,850.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	33,022.			16,511.
TO FORM 990-PF, PG 1, LN 16B	33,022.			16,511.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	1,767,724.			0.
CONSULTANT	32,145.			16,073.
ADMINISTRATION COSTS	762,200.			738,200.
TO FORM 990-PF, PG 1, LN 16C	2,562,069.			754,273.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	302,049.			0.
CA FILING FEES	310.			310.
TO FORM 990-PF, PG 1, LN 18	302,359.			310.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK FEES	40,906.			195.	
TO FORM 990-PF, PG 1, LN 23	40,906.			195.	

FOOTNOTES

STATEMENT 8

2012 RELATED PARTY FOOTNOTE:

A RELATIVE OF A TRUSTEE OF THE TRUST WAS A CO-OWNER OF THE COMPANY THAT PROVIDES INVESTMENT MANAGEMENT SERVICES TO THE TRUST. THE INVESTMENT MANAGEMENT COMPANY WAS NOT PAID ANY COMMISSIONS (WHICH ARE INCLUDED IN THE PURCHASE AND SALES PRICE OF THE SECURITIES). IN 2012 THE COMPANY EARNED \$1,767,723 IN FEES. A TRUSTEE OWNS THE COMPANY THAT PROVIDES ADMINISTRATIVE SERVICES TO THE TRUST. THE COMPANY WAS PAID \$762,200 IN 2012.

A TRUSTEE OF THE TRUST IS AN OFFICER IN THE COMPANY THAT PROVIDES TAX RETURN PREPARATION SERVICES TO THE TRUST. THE COMPANY WAS PAID \$7,905 IN 2012.

THE PAYMENT OF COMPENSATION TO THESE DISQUALIFIED PERSONS FOR PERSONAL SERVICES IS REASONABLE AND NECESSARY IN CARRYING OUT THE EXEMPT PURPOSE OF THE PRIVATE FOUNDATION AND ARE NOT CONSIDERED ACTS OF SELF DEALING.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
UNREALIZED GAINS AND UNREALIZED FOREIGN CURRENCY ADJUSTMENTS	37,786,202.
INCREASE IN CONTRIBUTION RECEIVABLE	1,000,000.
TOTAL TO FORM 990-PF, PART III, LINE 3	38,786,202.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	269,158,173.	269,158,173.
TOTAL TO FORM 990-PF, PART II, LINE 10B	269,158,173.	269,158,173.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (US)	84,901,102.	84,901,102.
TOTAL TO FORM 990-PF, PART II, LINE 10C	84,901,102.	84,901,102.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT BONDS (CANADIAN)	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RUTH COLLINS, ADMINITRUST LLC (WEBSITE: WWW.ADMINITRUSTLLC.COM)
2320 MARINSHIP WAY, SUITE 150
SAUSALITO, CA 94965

TELEPHONE NUMBER

415-332-0166

FORM AND CONTENT OF APPLICATIONS

SEE WEBSITE FOR APPLICATION GUIDELINES: WWW.ADMINITRUSTLLC.COM

ANY SUBMISSION DEADLINES

NO SUBMISSION DEADLINES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO GRANTS TO ORGANIZATIONS RECEIVING SIGNIFICANT GOVERNMENT FUNDING.
PARTICULAR INTERESTS: CHILDREN, ELDERLY, DISABLED, DISADVANTAGED

SECURITY POSITIONS REPORT
THE MAY & STANLEY SMITH CHARITABLE TRUST
U.S. EQUITY PORTFOLIO

94-6622075

December 31, 2012

Reporting Currency: US Dollar

Quantity	Security	Total Cost	Market Value
US COMMON STOCK			
11,900	APPLE COMPUTER INC	4,168,002.00	6,332,857.51
262,000	BANK OF AMERICA	2,085,634.00	3,041,820.00
101,000	BE AEROSPACE INC	3,926,151.00	4,989,400.00
100,000	BERKSHIRE HATHAWAY INC CL B	7,534,709.00	8,970,000.00
25,000	BLACKROCK INC	4,496,556.72	5,167,750.00
44,000	BOEING CO	3,126,541.95	3,315,840.00
45,000	CATERPILLAR INC	4,520,551.80	4,032,382.50
46,600	CHEVRON CORP	3,483,702.35	5,039,324.00
272,500	CISCO SYSTEMS INC	5,825,050.50	5,354,461.50
35,000	CUMMINS INC	3,476,933.99	3,792,250.00
80,000	CVS/CAREMARK CORP	3,560,835.00	3,868,000.00
47,100	DEERE & CO	4,093,475.00	4,070,382.00
100,000	EBAY INC	3,611,133.00	5,099,770.00
202,000	EMC CORP	4,452,599.00	5,110,600.00
76,000	EXPRESS SCRIPTS HOLDING COMPANY	4,386,524.00	4,104,000.00
307,000	GENERAL ELECTRIC CO	4,861,003.50	6,443,930.00
106,000	GENERAL MOTORS COMPANY	2,848,721.20	3,055,980.00
24,800	GOLDMAN SACHS GROUP INC	3,971,099.50	3,163,488.00
9,725	GOOGLE INC CL A	5,425,229.89	6,879,270.50
157,000	HEWLETT-PACKARD CO	5,784,844.66	2,237,250.00
65,000	HONEYWELL INTERNATIONAL INC	3,633,668.00	4,125,550.00
20,000	IBM CORP	3,895,979.00	3,831,000.00
103,000	J.P. MORGAN CHASE & CO	4,192,774.90	4,528,817.30
89,000	JOHNSON CONTROLS INC	3,500,028.00	2,729,630.00
96,300	MARATHON OIL CORP	3,078,839.19	2,952,558.00
43,000	MCKESSON CORP	3,547,666.40	4,169,280.00
104,000	METLIFE INC	4,073,057.00	3,425,760.00
183,000	MICROSOFT CORP	5,563,186.40	4,887,875.10
190,000	MYLAN LABS INC	4,337,557.00	5,215,500.00
65,000	NORDSTROM INC	3,668,499.00	3,477,500.00
151,000	ORACLE CORP	4,272,960.50	5,031,320.00
71,000	QUALCOMM INC	4,458,326.30	4,392,031.60
58,000	SCHLUMBERGER LTD	4,416,015.60	4,019,318.80
54,000	TRIUMPH GROUP INC	3,405,724.60	3,526,200.00
63,000	UNITED PARCEL SERVICE CL B	4,579,199.76	4,644,990.00
71,200	UNITED TECHNOLOGIES CORP	4,820,969.79	5,839,112.00
89,000	WALT DISNEY	4,469,981.40	4,431,310.00
53,000	WELLPOINT INC	3,492,745.40	3,228,760.00
164,000	WELLS FARGO & CO	4,469,832.90	5,605,520.00
		163,516,309.20	174,130,788.81
INTERNATIONAL EQUITIES			
220,000	ABB LTD - SPON ADR	4,451,401.80	4,573,800.00
90,000	CHICAGO BRIDGE & IRON COMPANY N.V.	3,397,414.96	4,171,500.00
318,000	ISHARES FTSE/XINHUA CHINA 25 FUND	12,521,664.71	12,863,100.00
225,000	ISHARES MSCI EMERGING MARKETS FUND	9,345,871.00	9,978,750.00
122,000	PETROLEO BRASILEIRO S.A. - ADR	4,828,688.00	2,375,340.00
110,000	TEVA PHARMACEUTICAL-SP ADR	4,557,727.15	4,107,400.00
		39,102,767.62	38,069,890.00

SECURITY POSITIONS REPORT
 THE MAY & STANLEY SMITH CHARITABLE TRUST
 U.S. EQUITY PORTFOLIO

94-6622075

December 31, 2012

Reporting Currency: US Dollar

Quantity	Security	Total Cost	Market Value
COMMODITIES			
107,000	ETFS PHYSICAL PALLADIUM SHARES	6,801,051.40	7,406,540.00
150,000	MARKET VECTORS GOLD MINERS	8,403,157.94	6,958,500.00
42,200	SPDR GOLD TRUST	6,169,873.56	6,837,260.88
		21,374,082.90	21,202,300.88
CALLS			
-900	CALL CHICAGO BRIDGE & IRON \$43 EXP 1/19/13	-30,686.29	-333,000.00
-350	CALL CUMMINS INC \$115 EXP 1/19/13	-27,646.37	-22,750.00
-1,060	CALL GENERAL MOTORS COMPANY \$30 1/19/13	-28,987.32	-40,280.00
-97	CALL GOOGLE INC \$785 EXP 1/19/13	-30,939.30	-11,155.00
		-118,259.28	-407,185.00
TOTAL PORTFOLIO		223,874,900.45	232,995,794.69

SECURITY POSITIONS REPORT
 THE MAY & STANLEY SMITH CHARITABLE TRUST
 U.S. FIXED-INCOME PORTFOLIO

94-6622075

December 31, 2012

Reporting Currency: US Dollar

Quantity	Security	Total Cost	Market Value
BOND FUNDS - ETF			
155,000	ISHARES IBOXX HIGH YIELD CORP BOND FUND	14,034,771.71	14,469,250.00
525,000	POWERSHARES SENIOR LOAN PORTFOLIO BOND FD	<u>13,079,328.00</u>	<u>13,114,500.00</u>
		27,114,099.71	27,583,750.00
INCOME INVESTMENTS			
480,000	ALERIAN MLP ETF	7,732,497.85	7,656,000.00
840,000	ANNALY CAPITAL MANAGEMENT INC	13,246,199.10	11,793,600.00
205,000	JP MORGAN ALERIAN MLP INDEX	<u>8,261,709.87</u>	<u>7,884,300.00</u>
		29,240,406.82	27,333,900.00
MUTUAL FUNDS			
1,319,261	DOUBLELINE TOTAL RETURN BOND FUND-I	15,000,000.00	14,947,229.55
1,204,825	HARBOR BOND FUND - INSTITUTION	<u>15,000,000.00</u>	<u>15,036,222.05</u>
		30,000,000.00	29,983,451.61
TOTAL PORTFOLIO		86,354,506.53	84,901,101.61

SECURITY POSITIONS REPORT
THE MAY & STANLEY SMITH CHARITABLE TRUST
CANADIAN EQUITY PORTFOLIO
ROYAL TRUST ACCT
December 31, 2012

94-6622075

Reporting Currency: US Dollar

Quantity	Security	Total Cost	Market Value
CANADIAN COMMON STOCK			
55,000	BARRICK GOLD CORP	2,131,324.97	1,930,420.80
65,000	CANADIAN IMPRL BK COMM COM	4,594,495.97	5,239,634.40
45,000	CANADIAN NATURAL RESOURCES	1,586,370.44	1,299,110.40
50,000	CENOVUS ENERGY INC	1,746,067.12	1,677,816.00
90,000	FINNING INTERNATIONAL INC	2,306,442.66	2,228,990.40
35,000	GOLDCORP INC	1,661,107.66	1,290,189.60
38,000	IMPERIAL OIL LTD	1,758,024.64	1,636,729.92
175,000	KINROSS GOLD CORPORATION	1,522,617.33	1,704,024.00
38,000	MAGNA INTERNATIONAL INC	1,693,317.24	1,902,942.72
85,000	ROYAL BANK OF CANADA	3,221,662.31	5,130,518.40
70,000	SUNCOR ENERGY INC	2,246,177.94	2,308,017.60
58,500	TORONTO DOMINION BANK	3,997,280.43	4,938,570.00
130,000	TRANSFORCE INC	1,870,871.13	2,602,454.40
38,000	VALEANT PHARMACEUTICALS INTERNATIONAL INC	2,097,732.31	2,272,959.36
		32,433,492.16	36,162,378.00
TOTAL PORTFOLIO		32,433,492.16	36,162,378.00
TOTAL INVESTMENTS		342,662,899	354,059,275

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

3a. Paid during the year

Recipient Name and address	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 Paid in 2012
826 Valencia San Francisco CA	N/A	501(c)3 Public Charity	Writing Programs for School-Age Children	\$70000
A Better Chance Inc New York NY	N/A	501(c)3 Public Charity	To provide college prep education opportunities for achievement-oriented students of color	\$75000
A Home Within Inc San Francisco CA	N/A	501(c)3 Public Charity	Mental Health Services for Foster Youth	\$25000
A Place Called Home Los Angeles CA	N/A	501(c)3 Public Charity	Youth Center for At-Risk Youth	\$50000
Ability Online Support Network Etobicoke ON Canada	N/A	Foreign Public Charity-Equivalent	Transitions Plus Program	\$30000
Action for Kids Charitable Trust London England	N/A	Foreign Public Charity-Equivalent	To increase the independence and self-esteem of young people with learning disabilities	\$45000
Age Exchange Theatre Trust Limited London England	N/A	Foreign Public Charity-Equivalent	Creative Caring Program for the Elderly	\$35000
Alcohol and Drug Dependency Services Foundation, Inc West Seneca NY	N/A	501(c)3 Public Charity	Face 2 Face Program (with restrictions)	\$7500
Alisa Ann Ruch California Burn Foundation Burbank CA	N/A	501(c)3 Public Charity	Champ Camp	\$10000
Alleys House Dallas TX	N/A	501(c)3 Public Charity	To provide supportive services to increase stability and self-sufficiency among teen mothers	\$7500
Alonzo King Lines Ballet San Francisco CA	N/A	501(c)3 Public Charity	Ballet School Summer Program Financial Aid	\$20000
Alzheimers Family Services Center Huntington Beach CA	N/A	501(c)3 Public Charity	Family Dementia Services	\$25000
American Association of People with Disabilities Washington DC	N/A	501(c)3 Public Charity	Summer Internship Program	\$50000
Amery Area Senior Citizens Inc Amery WI	N/A	501(c)3 Public Charity	Senior Center Operating Support	\$7500
Arc of the United States Washington DC	N/A	501(c)3 Public Charity	School-to-Community Transitions Project	\$200000
Art Education For The Blind Inc New York NY	N/A	501(c)3 Public Charity	Dressing for Success Program	\$25000
Art of Yoga Project Palo Alto CA	N/A	501(c)3 Public Charity	Yoga and Creative Arts Curriculum	\$25000
Artists for Humanity Inc. Boston MA	N/A	501(c)3 Public Charity	Intensive Program of Arts, Creativity, and Enterprise	\$25000
At The Crossroads San Francisco CA	N/A	501(c)3 Public Charity	Outreach & Support for Homeless Youth	\$25000
Avenidas Palo Alto CA	N/A	501(c)3 Public Charity	Subsidize Adult Day Health Care for Seniors	\$10000
Barnabas Foundation, Inc. Springfield MO	N/A	501(c)3 Public Charity	Camper Scholarship Fund	\$25000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

Recipient Name and address	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 Paid in 2012
Barnes Foundation Philadelphia PA	N/A	501(c)3 Public Charity	The Art of Looking	\$15000
Basic Fund San Francisco CA	N/A	501(c)3 Public Charity	Scholarships for inner-city children	\$100000
Bay Area Outreach and Recreation Program Berkeley CA	N/A	501(c)3 Public Charity	Recreation Activities for the Disabled	\$20000
Bay Area Womens Sports Initiative Inc San Jose CA	N/A	501(c)3 Public Charity	BAWSI Girls: Spring 2012 Season	\$10000
BC Seniors Services and Housing Information Society New Westminster BC Canada	N/A	Foreign Public Charity-Equivalent	Services for Seniors in British Columbia	\$20000
Berkeley Symphony Orchestra Berkeley CA	N/A	501(c)3 Public Charity	Music in the Schools Program	\$15000
Best Buddies International Inc Miami FL	N/A	501(c)3 Public Charity	Best Buddies Jobs Program	\$75000
Best Buddies Of Canada Toronto ON Canada	N/A	Foreign Public Charity-Equivalent	Regional High School Expansion	\$40000
Big Creek People In Action Inc War WV	N/A	501(c)3 Public Charity	Education Programs for Children & Parents	\$20000
Blind in Business Trust London England	N/A	Foreign Public Charity-Equivalent	Skill Building & Employment Services	\$40000
Blue Bear School of Music San Francisco CA	N/A	501(c)3 Public Charity	Community Program in the Schools	\$10000
Blue Planet Run Foundation Redwood City CA	N/A	501(c)3 Public Charity	To provide access to clean water and sanitation in rural areas in four developing countries	\$150000
Boston Foundation Inc Boston MA	N/A	501(c)3 Public Charity	StreetSafe Boston	\$80000
Boys & Girls Club of Monmouth County Asbury Park NJ	N/A	501(c)3 Public Charity	To support academic engagement and achievement among low-income children and youth	\$25000
Boys & Girls Clubs of Marin And Southern Sonoma Counties Petaluma CA	N/A	501(c)3 Public Charity	Davidson After School & Summer Programs	\$20000
Boys and Girls Club of Ottawa Ottawa ON Canada	N/A	Foreign Public Charity-Equivalent	Planting Seeds Day Camp	\$10000
Boys Hope Girls Hope San Francisco CA	N/A	501(c)3 Public Charity	Growth & Development of Youth Scholars	\$10000
Bread and Roses Benefit Agency Corte Madera CA	N/A	501(c)3 Public Charity	Outreach to Elders & Developmentally Disabled	\$35000
Bread Project Emeryville CA	N/A	501(c)3 Public Charity	To provide skills training in the culinary arts/food service fields and job placement assistance	\$40000
Bridge House Boulder CO	N/A	501(c)3 Public Charity	To provide a continuum of assistance to homeless individuals	\$10000
Bridging the Gap (Gorbals Ecumenical Project) Glasgow Scotland	N/A	Foreign Public Charity-Equivalent	Schools Transition Peer Tutoring Program	\$40000
Buildon Inc Stamford CT	N/A	501(c)3 Public Charity	Bay Area After School Program	\$30000
Businesses United in Investing Lending and Development Redwood City CA	N/A	501(c)3 Public Charity	Youth Entrepreneurship & Achievement Program	\$100000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

Recipient Name and address	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 Paid in 2012
California Aquatic Therapy & Wellness Center Inc Long Beach CA	N/A	501(c)3 Public Charity	Aquatic Therapy for Seniors & the Disabled	\$20000
Camarillo Hospice Corp Camarillo CA	N/A	501(c)3 Public Charity	Bereavement Support and Education	\$7000
Camp Blodgett Grand Rapids MI	N/A	501(c)3 Public Charity	2012 Summer Camp	\$7500
Camp Breakaway Inc San Remo NSW Australia	N/A	Foreign Public Charity-Equivalent	Camps for Children & Adults with Disabilities	\$25000
Camp for All Foundation Houston TX	N/A	501(c)3 Public Charity	Programs and Activities Fund	\$15000
Canal Allhance San Rafael CA	N/A	501(c)3 Public Charity	Youth Scholarship Program	\$25000
Caney Creek Community Center Pippa Passes KY	N/A	501(c)3 Public Charity	Tuition and Fees for Needy Students	\$15000
Canine Companions For Independence Santa Rosa CA	N/A	501(c)3 Public Charity	SE Service & National Hearing Dog Programs	\$30000
Canine Partners for Independence Midhurst England	N/A	Foreign Public Charity-Equivalent	Training of Assistance Dogs	\$33000
CanTeen - The Australian Organisation for Young People Living with Cancer Sydney NSW Australia	N/A	Foreign Public Charity-Equivalent	To provide services and support for young people ages 12-24 affected by cancer	\$25000
Canuck Place Children's Hospice Vancouver BC Canada	N/A	Foreign Public Charity-Equivalent	Camp Program	\$25000
Cape Eleuthera Foundation Inc Lawrenceville NJ	N/A	501(c)3 Public Charity	Deep Creek Middle School	\$35000
Career Collaborative Inc Boston MA	N/A	501(c)3 Public Charity	To equip disadvantaged adults with employment readiness skills and assist them to secure jobs	\$25000
Caring Together in Woodhouse & Little London Leeds England	N/A	Foreign Public Charity-Equivalent	Services & Activities for Local Older People	\$30000
Casa De Esperanza De Los Ninos Incorporated Houston TX	N/A	501(c)3 Public Charity	Residential Program	\$15000
Castlemilk Pensioners Action Centre Glasgow Scotland	N/A	Foreign Public Charity-Equivalent	Services for Independent Living for Elders	\$10000
Catholic Charities of East Tennessee Inc Knoxville TN	N/A	501(c)3 Public Charity	Samaritan Place	\$15000
Catholic Education Foundation Los Angeles CA	N/A	501(c)3 Public Charity	Tuition Award Program	\$30000
Cazadero Performing Arts Camp Inc Berkeley CA	N/A	501(c)3 Public Charity	Music Camp 2012 Scholarship Program	\$10000
Center for Active Seniors Inc Davenport IA	N/A	501(c)3 Public Charity	Senior Advocate Outreach Program	\$15000
Center For Enriched Living Riverwoods IL	N/A	501(c)3 Public Charity	Transportation Costs	\$12000
Center for Heirs Property Preservation Charleston SC	N/A	501(c)3 Public Charity	Education & Services to Heirs' Property Owners	\$25000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

Recipient Name and address	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 Paid in 2012
Center For Music By People With Disabilities Missoula MT	N/A	501(c)3 Public Charity	Music Classes for People with Disabilities	\$6000
Centre Juif Cummings Pour Aines/ Cummings Jewish Centre For Seniors Montreal QC Canada	N/A	Foreign Public Charity-Equivalent	Quality of Life Services for Seniors	\$25000
Chartwell School Seaside CA	N/A	501(c)3 Public Charity	To meet the educational needs of students with learning disabilities	\$20000
Chesterfield Casa Inc Richmond VA	N/A	501(c)3 Public Charity	Volunteer Advocate Supervision - Two Agencies	\$25000
Chicago Lights Chicago IL	N/A	501(c)3 Public Charity	Tutoring Program & Career Development Project	\$30000
Childrens Theater Company and School Minneapolis MN	N/A	501(c)3 Public Charity	Neighborhood Bridges Program	\$15000
Christian Activity Center East St Louis IL	N/A	501(c)3 Public Charity	Pathways Program-A College Access Initiative	\$35000
Churchie Foundation Limited East Brisbane QLD Australia	N/A	Foreign Public Charity-Equivalent	Refurbishment of Morris Hall	\$125000
Churchie Foundation Limited East Brisbane QLD Australia	N/A	Foreign Public Charity-Equivalent	Old Boys' Overseas Study Scholarships	\$40000
Churchie Foundation Limited East Brisbane QLD Australia	N/A	Foreign Public Charity-Equivalent	Refurbishment of Morris Hall	\$125000
Churchie Foundation Limited East Brisbane QLD Australia	N/A	Foreign Public Charity-Equivalent	To provide scholarships and financial aid to Churchie students	\$125000
Cincinnati Works Inc Cincinnati OH	N/A	501(c)3 Public Charity	Job Readiness-Advancement Program	\$75000
City Slicker Farms Oakland CA	N/A	501(c)3 Public Charity	Backyard Garden Program	\$20000
Citywild Denver CO	N/A	501(c)3 Public Charity	Leadership Development Program	\$7500
Clayton Dabney Foundation for Kids with Cancer Dallas TX	N/A	501(c)3 Public Charity	'Medicine of the Heart' Program	\$10000
Cleo Eulau Center for Children and Adolescents Mountain View CA	N/A	501(c)3 Public Charity	Resiliency Programs for Disadvantaged Youth	\$35000
CNIB The Canadian National Institute for the Blind Vancouver BC Canada	N/A	Foreign Public Charity-Equivalent	BC-Yukon Division Programs and Services	\$50000
Coalition For The Homeless Inc New York NY	N/A	501(c)3 Public Charity	Camp Homeward Bound	\$20000
College Bound-Dollars For Achievers Cerritos CA	N/A	501(c)3 Public Charity	Saturday School Program	\$100000
College Track Oakland CA	N/A	501(c)3 Public Charity	College Preparatory & College Success Programs	\$100000
Committee on Temporary Shelter Burlington VT	N/A	501(c)3 Public Charity	Preventing Homelessness: Housing Resource Center	\$20000
Communities in Schools of Seattle Seattle WA	N/A	501(c)3 Public Charity	To provide support to students at-risk of dropping out of school	\$10000
Community Preparatory School Providence RI	N/A	501(c)3 Public Charity	Annual Scholarship Fund	\$10000

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Community-Word Project Inc New York NY	N/A	501(c)3 Public Charity	Classroom Collaborative Arts Residencies	\$10000
Contact the Elderly Limited London England	N/A	Foreign Public Charity-Equivalent	Lifeline of Friendship Groups	\$30000
Cooperative for Education Cincinnati OH	N/A	501(c)3 Public Charity	To support the Western Highlands Educational Development projects in Guatemala	\$75000
Court Appointed Special Advocates of Sonoma County Inc Kenwood CA	N/A	501(c)3 Public Charity	To provide transitional services to foster youth in the juvenile court system	\$30000
Covenant To Care Inc Bloomfield CT	N/A	501(c)3 Public Charity	Services to Abused, Neglected, & At-Risk Children	\$7500
Cumbernauld Action on Care of the Elderly Cumbernauld Scotland	N/A	Foreign Public Charity-Equivalent	Care of the Elderly	\$7500
Danceworks Inc Milwaukee WI	N/A	501(c)3 Public Charity	To integrate the arts into daily life and nurture respect among older adults and children	\$25000
De Marillac Academy San Francisco CA	N/A	501(c)3 Public Charity	Student Scholarships	\$35000
DePaul Industries Portland OR	N/A	501(c)3 Public Charity	SEARCH High School Transition Program	\$50000
Diabetic Youth Foundation Concord CA	N/A	501(c)3 Public Charity	Diabetes Education Camp Program	\$30000
Diocese of Dibrugarh Assam India	N/A	Foreign Public Charity-Equivalent	Educate the Adivasi Tribals of Mariani, India	\$15000
Disability Funders Network Inc Midlothian VA	N/A	501(c)3 Public Charity	Annual Membership Dues	\$3000
Doorways for Women & Families Inc Arlington VA	N/A	501(c)3 Public Charity	Homeless & Domestic Violence Victim Services	\$40000
Dorot Inc New York NY	N/A	501(c)3 Public Charity	Services for the Elderly	\$25000
Downtown Cluster of Congregations Inc Washington DC	N/A	501(c)3 Public Charity	To provide case management to address the needs of the homeless	\$25000
Dulwich Helpline London England	N/A	Foreign Public Charity-Equivalent	Services to Combat Isolation for the Elderly	\$12000
East End House Inc Cambridge MA	N/A	501(c)3 Public Charity	Middle School Expansion & High School Program	\$35000
Easter Seals - UCP Peoria IL	N/A	501(c)3 Public Charity	Intensive Therapeutic Autism Program	\$15000
El Porvenir Denver CO	N/A	501(c)3 Public Charity	To provide clean water and sanitation to rural communities in Nicaragua	\$25000
Eldergivers San Francisco CA	N/A	501(c)3 Public Charity	Art with Elders	\$10000
Elderhelp of San Diego San Diego CA	N/A	501(c)3 Public Charity	To support elders' independence and improve their quality of life	\$25000
Elizabeth Pierce Olmsted MD Center For The Visually Impaired Buffalo NY	N/A	501(c)3 Public Charity	National Statler Center	\$100000
Emmaus Hastings and Rother St Leonards-on-Sea England	N/A	Foreign Public Charity-Equivalent	EHR Community Leader & Deputy Salary Costs	\$20000

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Emmaus Medway Chatham England	N/A	Foreign Public Charity-Equivalent	To foster community and purpose and develop life skills among disadvantaged and homeless adults	\$20000
Epilepsy Association Epping NSW Australia	N/A	Foreign Public Charity-Equivalent	Epilepsy Services & Support	\$20000
Every Child Counts Learning Center Abaco Bahamas	N/A	Foreign Public Charity-Equivalent	Special Education School in Abaco, Bahamas	\$20000
Fabretto Children's Foundation Inc Arlington VA	N/A	501(c)3 Public Charity	To provide secondary education in remote rural Nicaragua	\$50000
Family Lifeline Richmond VA	N/A	501(c)3 Public Charity	To provide a volunteer-based friendly visitation program for isolated, homebound elders	\$25000
Fight for Peace (UK) London England	N/A	Foreign Public Charity-Equivalent	To reduce youth crime through offerings of skill development, career counseling, and coaching	\$25000
First Graduate San Francisco CA	N/A	501(c)3 Public Charity	Academic Support & Mentoring	\$75000
Food Bank Contra Costa and Solano Concord CA	N/A	501(c)3 Public Charity	Senior Food Program	\$15000
Foundation Center San Francisco CA	N/A	501(c)3 Public Charity	San Francisco Library and Learning Center	\$5000
Freedom from Hunger Davis CA	N/A	501(c)3 Public Charity	Microfinance, Health, & Education	\$100000
Freedom Guide Dogs for the Blind Inc Cassville NY	N/A	501(c)3 Public Charity	Guide Dog Training and Placement	\$10000
Freedom Service Dogs Inc Englewood CO	N/A	501(c)3 Public Charity	Training of Service Dogs for the Disabled	\$20000
Friends for Youth Inc Redwood City CA	N/A	501(c)3 Public Charity	Mentoring Services and Mentoring Institute	\$50000
Friends of Children of Walla Walla Walla Walla WA	N/A	501(c)3 Public Charity	Mentoring for At-Risk Youth	\$10000
Friends of Wednesdays Child Dallas TX	N/A	501(c)3 Public Charity	Fostering Higher Education Scholarship Prog.	\$20000
Friendship Adult Day Care Center Inc Santa Barbara CA	N/A	501(c)3 Public Charity	Services to Dependent Elders & Their Caregivers	\$25000
Furniture Bank Etobicoke ON Canada	N/A	Foreign Public Charity-Equivalent	To provide underemployed adults with transferrable skills and promote job attainment	\$15000
Galaxy Counseling Center Garland TX	N/A	501(c)3 Public Charity	To ensure quality mental health care for disadvantaged children and youth and their families	\$10000
Game Theory Academy Oakland CA	N/A	501(c)3 Public Charity	Academic Enrichment, Work, & Mentoring	\$7500
Ganbina Shepparton VIC Australia	N/A	Foreign Public Charity-Equivalent	To promote educational advancement and employment among indigenous youth in Australia	\$30000
Glacier Institute Inc Kalispell MT	N/A	501(c)3 Public Charity	Outdoor Learning Scholarships for 2012	\$10000
Grandparents As Parents Inc Canoga Park CA	N/A	501(c)3 Public Charity	Support of Grandparents Raising At-Risk Youth	\$35000

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Grantmakers for Children Youth and Families Inc Silver Spring MD	N/A	501(c)3 Public Charity	Annual Membership Dues	\$1500
Grantmakers In Aging Inc Arlington VA	N/A	501(c)3 Public Charity	Annual Membership Dues	\$3500
Grantmakers in the Arts Seattle WA	N/A	501(c)3 Public Charity	Annual Membership Dues	\$400
Growing Gardens of Boulder County Inc Boulder CO	N/A	501(c)3 Public Charity	Horticultural Therapy Program	\$7000
Guide Dogs Victoria Kew VIC Australia	N/A	Foreign Public Charity-Equivalent	To provide services and support for blind and visually-impaired children and adults	\$25000
Guiding Eyes For The Blind Inc Yorktown Heights NY	N/A	501(c)3 Public Charity	Special Needs Program	\$25000
H O P E Equestrian Center Eagle Point OR	N/A	501(c)3 Public Charity	Adopt-a-Rider Fund	\$7500
Habitat for Humanity Greater San Francisco Inc San Francisco CA	N/A	501(c)3 Public Charity	Homebuyer Readiness Program	\$15000
Halleck Creek Ranch Nicasio CA	N/A	501(c)3 Public Charity	Breaking Barriers Scholarship Fund	\$10000
Hammond Street Senior Center Inc Bangor ME	N/A	501(c)3 Public Charity	To enhance a sense of personal vitality and well-being for elders	\$15000
Happy Hollow Childrens Camp Inc Indianapolis IN	N/A	501(c)3 Public Charity	To support low-income children and youth for a week of residential summer camp	\$10000
Harlem Academy New York NY	N/A	501(c)3 Public Charity	First-Grade Tuition Support	\$50000
Health Volunteers Overseas Washington DC	N/A	501(c)3 Public Charity	Medical Care & Training	\$30000
HealthRight International Inc. New York NY	N/A	501(c)3 Public Charity	To reduce maternal and neonatal morbidity and mortality in the North Rift Valley, Kenya	\$85000
Hear and Say - Centre for Deaf Children Limited Toowong Qld Australia	N/A	Foreign Public Charity-Equivalent	Giving Deaf Children a Voice	\$75000
Hesperian Foundation Berkeley CA	N/A	501(c)3 Public Charity	Development of Healthcare Manuals	\$100000
Higher Achievement Program Inc Washington DC	N/A	501(c)3 Public Charity	Academic & Mentoring Programs	\$50000
Holbeck Elderly Aid Leeds England	N/A	Foreign Public Charity-Equivalent	HELP - Holbeck Elderly Living Provision	\$25000
Homeboy Industries Los Angeles CA	N/A	501(c)3 Public Charity	Job Training & Education Program	\$80000
Homeward Bound of Marin Novato CA	N/A	501(c)3 Public Charity	To provide comprehensive services aimed to end family homelessness	\$60000
Hong Kong Youth Arts Foundation Quarry Bay Hong Kong	N/A	Foreign Public Charity-Equivalent	X'tra Special Arts Project	\$25500
Hope Program Inc Brooklyn NY	N/A	501(c)3 Public Charity	Job Training, Placement, and Advancement	\$35000
Horizons for Homeless Children Inc Roxbury MA	N/A	501(c)3 Public Charity	Community Children's Centers	\$50000

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Housing Opportunities & Maintenance for the Elderly Inc Chicago IL	N/A	501(c)3 Public Charity	Affordable Housing for Seniors	\$25000
Immaculate Conception Academy San Francisco CA	N/A	501(c)3 Public Charity	Tuition assistance	\$100000
In Spirit Woodacre CA	N/A	501(c)3 Public Charity	Services for Quadriplegics	\$15000
Intercambio De Comunidades Boulder CO	N/A	501(c)3 Public Charity	English Language & Economic Sustainability	\$10000
International Development Exchange San Francisco CA	N/A	501(c)3 Public Charity	Local Education Initiatives	\$60000
International Hearing Dog Inc Henderson CO	N/A	501(c)3 Public Charity	Hearing Dog Training & Educational Awareness	\$10000
Iona Senior Services Washington DC	N/A	501(c)3 Public Charity	To provide programs and services which enable elders to age and live well	\$30000
IVUmed Salt Lake City UT	N/A	501(c)3 Public Charity	Pediatric Surgical Training & Service Program	\$40000
Jewish Family & Career Services Inc Atlanta GA	N/A	501(c)3 Public Charity	Caregiver Support Program	\$25000
Jewish Family & Childrens Services San Francisco CA	N/A	501(c)3 Public Charity	Volunteer Senior Outreach Corps	\$100000
Jewish Family Services Agency of Vancouver Vancouver BC Canada	N/A	Foreign Public Charity-Equivalent	To provide care management and in-home support services to elders	\$20000
Jewish Family Services Overland Park KS	N/A	501(c)3 Public Charity	To provide in-home assistance and transportation services for older adults	\$40000
Jewish Social Service Agency Rockville MD	N/A	501(c)3 Public Charity	To provide comprehensive services and support to elders	\$25000
Jewish Vocational & Career Counseling Service San Francisco CA	N/A	501(c)3 Public Charity	Work Resource Program	\$50000
Jobtrain Inc Menlo Park CA	N/A	501(c)3 Public Charity	Work, Academic, and Life-Skills Training	\$30000
Joseph Sams School Inc Early Years Inc Fayetteville GA	N/A	501(c)3 Public Charity	Scholarship Program	\$15000
Juma Ventures San Francisco CA	N/A	501(c)3 Public Charity	Education, Job Training, & Career Services	\$75000
KickStart-International Inc San Francisco CA	N/A	501(c)3 Public Charity	To support African farmers to achieve food security and improved livelihoods using low-cost technology	\$55000
La Cocina Inc San Francisco CA	N/A	501(c)3 Public Charity	Food Business Incubator Programs	\$30000
Lapuente Home Incorporated Alamosa CO	N/A	501(c)3 Public Charity	La Puente Homeless Services	\$30000
Leap Imagination In Learning San Francisco CA	N/A	501(c)3 Public Charity	Arts & Architecture Residency Program	\$10000
LEAP Science and Maths Schools Clareinch Republic of South Africa	N/A	Foreign Public Charity-Equivalent	To provide scholarships for secondary students in South Africa	\$45000

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Legal Aid of Marin San Rafael CA	N/A	501(c)3 Public Charity	Masters of Social Work Intern Program	\$15000
LifeCircle Australia Limited Potts Point NSW Australia	N/A	Foreign Public Charity-Equivalent	End of Life Services, Education, & Support	\$50000
Lifes Kitchen Inc Boise ID	N/A	501(c)3 Public Charity	To build self-sufficiency among at-risk young adults through comprehensive job and life skills training and access to education	\$22500
Lighthouse Foundation Richmond VIC Australia	N/A	Foreign Public Charity-Equivalent	To support homeless youth by providing housing and services aimed to cultivate self-sufficiency	\$25000
Little Bit Therapeutic Riding Center Woodinville WA	N/A	501(c)3 Public Charity	Scholarship Program	\$7500
Little Brothers-Friends Of The Elderly Philadelphia PA	N/A	501(c)3 Public Charity	Outreach to Isolated, Low-Income Elderly	\$10000
Lord Somers Camp and Power House Albert Park VIC Australia	N/A	Foreign Public Charity-Equivalent	To provide a camp experience for critically ill children and young people with disabilities	\$25000
Los Cenzontles Mexican Arts Center San Pablo CA	N/A	501(c)3 Public Charity	Los Cenzontles Youth Arts Academy	\$40000
Lost Chord Rotherham England	N/A	Foreign Public Charity-Equivalent	Interactive Music for People with Dementia	\$35000
Lowcountry Food Bank Inc Charleston SC	N/A	501(c)3 Public Charity	To provide employment skills training in the culinary arts and job placement assistance	\$10000
Lyford Cay Foundation Inc New York NY	N/A	501(c)3 Public Charity	FOCUS Academic and College Prep Program	\$85000
M F Place Inc Hollywood CA	N/A	501(c)3 Public Charity	Services for Homeless Youth	\$25000
Mabel T Caverly Senior Center Anchorage AK	N/A	501(c)3 Public Charity	To provide supportive services to frail and disadvantaged elders	\$5000
Madonna School Omaha NE	N/A	501(c)3 Public Charity	Life Skills Transition Program	\$15000
Magic Me London England	N/A	Foreign Public Charity-Equivalent	Intergenerational Arts Activities	\$30000
Making The Right Connections Inc Los Angeles CA	N/A	501(c)3 Public Charity	Gang Prevention Summer Programs 2011 & 2012	\$25000
Making Waves Education Program Richmond CA	N/A	501(c)3 Public Charity	Educational Programs for At-Risk Youth	\$50000
Mama's Kitchen San Diego CA	N/A	501(c)3 Public Charity	Critical Illness Nutrition Program	\$15000
Marin Brain Injury Network Larkspur CA	N/A	501(c)3 Public Charity	Services for Adults with Brain Injury	\$20000
Marin Humane Society Novato CA	N/A	501(c)3 Public Charity	Side-by-Side Pet Care Assistance Program	\$20000
Marion Medical Mission Marion IL	N/A	501(c)3 Public Charity	Shallow Well Sustainability Program	\$50000
Marriott Foundation for People with Disabilities Inc Bethesda MD	N/A	501(c)3 Public Charity	Bridges from School to Work	\$60000
May Wong Smith Trust St. Andrews Scotland	N/A	Foreign Exempt Non-Equivalent Organization*	Student Financial Aid at Univ of St. Andrews	\$25000

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Meals On Wheels Of Northampton County Inc Bethlehem PA	N/A	501(c)3 Public Charity	Meal Subsidy Program	\$10000
Meals on Wheels of the Salinas Valley Inc Salinas CA	N/A	501(c)3 Public Charity	Home-Delivered Meals in the Salinas Valley	\$20000
Meals on Wheels Plus of Manatee Inc Bradenton FL	N/A	501(c)3 Public Charity	Services for Seniors	\$10000
Medicare Rights Center Inc New York NY	N/A	501(c)3 Public Charity	To assist older adults and people with disabilities in navigating the Medicare system	\$24000
MedShare International San Leandro CA	N/A	501(c)3 Public Charity	Recycling of Healthcare Equipment & Supplies	\$50000
Mend-Meet Each Need With Dignity Pacoima CA	N/A	501(c)3 Public Charity	Education and Training Center	\$25000
Mentoring Today Washington DC	N/A	501(c)3 Public Charity	Mentoring & Youth Leadership	\$25000
Mercy Education Project Detroit MI	N/A	501(c)3 Public Charity	Literacy & Life Skills and Emerging Leaders	\$25000
Mercy Neighborhood Ministries Inc Cincinnati OH	N/A	501(c)3 Public Charity	Home Care for Low-Income Seniors	\$15000
Meritus College Fund San Francisco CA	N/A	501(c)3 Public Charity	Connections Mentoring Program	\$50000
Mighty Writers Philadelphia PA	N/A	501(c)3 Public Charity	Free Writing Programs for Philadelphia Students	\$15000
Mission Possible Compassionate Ministries Society Vancouver BC Canada	N/A	Foreign Public Charity-Equivalent	To provide social support and employment for people challenged by homelessness and poverty	\$10000
Mona Foundation Kirkland WA	N/A	501(c)3 Public Charity	To provide scholarships and education support for children in Haiti	\$45000
Mosaic Youth Theater of Detroit Detroit MI	N/A	501(c)3 Public Charity	Main Stage Training Program	\$15000
Motherly Intercession Flint MI	N/A	501(c)3 Public Charity	Support for Children of Incarcerated Parents	\$7500
Multiple Sclerosis Quality of Life Project Corporation Monterey CA	N/A	501(c)3 Public Charity	Case Management Program	\$10000
Museum of Photographic Arts San Diego CA	N/A	501(c)3 Public Charity	To provide creative and socially engaging photography programming to elders in San Diego	\$25000
National Braille Press Inc Boston MA	N/A	501(c)3 Public Charity	Lifelong Learning Programs	\$20000
National Dance Institute New Mexico Inc Santa Fe NM	N/A	501(c)3 Public Charity	In-School and Community Programs	\$25000
National Sports Center for the Disabled Inc Denver CO	N/A	501(c)3 Public Charity	Therapeutic Sports & Recreation	\$10000

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Neighborhood House Association Salt Lake City UT	N/A	501(c)3 Public Charity	To provide quality, affordable day care for low-income children, youth, elders, and the disabled	\$25000
Nepal Youth Foundation Sausalito CA	N/A	501(c)3 Public Charity	Indentured Daughters & Scholarship Programs	\$60000
Neuromuscular Centre Winsford England	N/A	Foreign Public Charity-Equivalent	Vocational Training Program	\$20000
Neutral Zone Ann Arbor MI	N/A	501(c)3 Public Charity	School Career Opportunities are Endless Prog	\$10000
New Door Ventures San Francisco CA	N/A	501(c)3 Public Charity	Youth Development Programs	\$50000
New Horizons Service Dogs Inc Orange City FL	N/A	501(c)3 Public Charity	Prison Pup Program	\$15000
Northern California Grantmakers San Francisco CA	N/A	501(c)3 Public Charity	Annual Membership Dues	\$12500
Notre Dame of Dallas Schools, Inc. Dallas TX	N/A	501(c)3 Public Charity	Tuition Assistance	\$15000
Nova Workforce Institute of Northeast Louisiana Inc Monroe LA	N/A	501(c)3 Public Charity	New Opportunities Visions Achievement Program	\$15000
Oakland Youth Chorus Oakland CA	N/A	501(c)3 Public Charity	To provide sequential music education and performance opportunities to students ages 5-21	\$10500
Oasis Institute St. Louis MO	N/A	501(c)3 Public Charity	Assisting Vulnerable Elders in Five Cities	\$150000
Okizu Foundation Novato CA	N/A	501(c)3 Public Charity	Camps for Children with Cancer & Families	\$30000
Omega Boys Club of San Francisco San Francisco CA	N/A	501(c)3 Public Charity	Omega Leadership Academy	\$20000
One Voice Santa Monica CA	N/A	501(c)3 Public Charity	College Scholars Program	\$50000
One25 Limited Saint Pauls England	N/A	Foreign Public Charity-Equivalent	Services to Build New Lives for Sex Workers	\$25000
Opica Adult Day Care Center Inc Los Angeles CA	N/A	501(c)3 Public Charity	To provide subsidized adult day care for low-income elders	\$20000
Our House Inc Little Rock AR	N/A	501(c)3 Public Charity	To provide services that assist families to move from homelessness to permanent housing	\$68500
Pads To Hope Inc Palatine IL	N/A	501(c)3 Public Charity	Services for Homeless & Near-Homeless	\$10000
Parenting Now Eugene OR	N/A	501(c)3 Public Charity	Make Parenting A Pleasure Programs	\$7500
Partners for Youth with Disabilities Boston MA	N/A	501(c)3 Public Charity	Disabled Youth One-to-One & Group Mentoring	\$20000
Partners In Care Inc Pasadena MD	N/A	501(c)3 Public Charity	Service Exchange to Help the Elderly	\$30000
Passage 2000 London England	N/A	Foreign Public Charity-Equivalent	Comprehensive Services for the Homeless	\$70000
Peace 4 Kids Compton CA	N/A	501(c)3 Public Charity	To provide enrichment activities and support children and youth affected by foster care	\$40000

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Peace First Inc. Boston MA	N/A	501(c)3 Public Charity	School-Based Anti-Violence Programs	\$40000
Peninsula Association for Retarded Children & Adults Burlingame CA	N/A	501(c)3 Public Charity	Raji House	\$10000
Penumbra Theatre Company Inc Saint Paul MN	N/A	501(c)3 Public Charity	Summer Institute for Teens	\$21000
Pets Are Wonderful Support San Francisco CA	N/A	501(c)3 Public Charity	Companion Animal Support Services Program	\$15000
Pets For The Elderly Foundation Wickliffe OH	N/A	501(c)3 Public Charity	Companion Pet Adoptions for Seniors	\$15000
Pewabic Society Inc Detroit MI	N/A	501(c)3 Public Charity	Children & Youth Programs	\$15000
Philabundance Philadelphia PA	N/A	501(c)3 Public Charity	Philabundance Community Kitchen Program	\$15000
Pomona Valley Community Services Claremont CA	N/A	501(c)3 Public Charity	Family Caregiver Support	\$20000
Positive Action in Housing Ltd Glasgow Scotland	N/A	Foreign Public Charity-Equivalent	To provide case management and direct aid to asylum seekers, refugees, and new migrants	\$15000
Power To Be Adventure Therapy Society Victoria BC Canada	N/A	Foreign Public Charity-Equivalent	Adaptive Recreation Program	\$60000
Prison University Project Inc San Quentin CA	N/A	501(c)3 Public Charity	College Program at San Quentin	\$100000
Pro Mujer Inc New York NY	N/A	501(c)3 Public Charity	Microfinance, Business Training, & Healthcare	\$150000
Project Angel Heart Denver CO	N/A	501(c)3 Public Charity	Home-Delivered Meals for the Critically Ill	\$15000
Project Avary Inc Novato CA	N/A	501(c)3 Public Charity	Services for Children of Incarcerated Parents	\$40000
Project Compassion Chapel Hill NC	N/A	501(c)3 Public Charity	Volunteer Caregiving Teams for Aging in Place	\$20000
Project Open Hand San Francisco CA	N/A	501(c)3 Public Charity	Critically Ill & Senior Lunch Programs	\$20000
Providence House Shreveport LA	N/A	501(c)3 Public Charity	To provide homeless families and survivors of domestic violence with housing and supportive services aimed to promote self-sufficiency	\$25000
Purple Silk Music Education Foundation Inc Oakland CA	N/A	501(c)3 Public Charity	Music Residency Program	\$10000
Rainbow Acres Camp Verde AZ	N/A	501(c)3 Public Charity	To provide an integrated residential and therapeutic care community for disabled adults	\$20000
Raising A Reader San Francisco and Alameda Counties San Francisco CA	N/A	501(c)3 Public Charity	Early Literacy & Parent Engagement Services	\$30000
Raphael House of San Francisco Inc San Francisco CA	N/A	501(c)3 Public Charity	Residential Shelter Program	\$30000
Reader To Reader Inc Amherst MA	N/A	501(c)3 Public Charity	Books for U.S Schools & Libraries	\$15000

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Reading Partners Oakland CA	N/A	501(c)3 Public Charity	Literacy Intervention Program	\$60000
Renaissance Entrepreneurship Center San Francisco CA	N/A	501(c)3 Public Charity	Small Business Training & Support Services	\$100000
Respite Volunteers of Shiawassee Owosso MI	N/A	501(c)3 Public Charity	Respite to Caregivers	\$10000
ReSurge International Mountain View CA	N/A	501(c)3 Public Charity	Bridging Access to Reconstructive Surgery	\$45000
Riding for the Disabled Association Limited Hong Kong	N/A	Foreign Public Charity-Equivalent	To provide therapeutic riding programs for disabled children and adults	\$50000
Roca Inc Chelsea MA	N/A	501(c)3 Public Charity	Young Mothers Project	\$25000
Root Capital Inc Cambridge MA	N/A	501(c)3 Public Charity	Growing Rural Prosperity	\$75000
Roseville Home Start Inc Roseville CA	N/A	501(c)3 Public Charity	To support families moving from homelessness to stable, long-term housing	\$25000
Royal Institute for Deaf and Blind Children Parramatta NSW Australia	N/A	Foreign Public Charity-Equivalent	Alice Betteridge School	\$15000
Samaritans, Inc. Boston MA	N/A	501(c)3 Public Charity	To offer emotional support to teens and young adults via a crisis response chat service	\$7500
Samasource Inc San Francisco CA	N/A	501(c)3 Public Charity	Digital Work for the Next Billion	\$20000
San Antonio Lighthouse for the Blind San Antonio TX	N/A	501(c)3 Public Charity	To provide education and rehabilitation for blind and visually impaired elders	\$30000
San Francisco Achievers San Francisco CA	N/A	501(c)3 Public Charity	High School Program	\$20000
San Francisco Food Bank San Francisco CA	N/A	501(c)3 Public Charity	San Francisco & Marin Senior Food Programs	\$60000
Search and Care Inc New York NY	N/A	501(c)3 Public Charity	Care & Support for Safe Elder Independence	\$20000
Second Harvest Food Bank of Santa Clara and San Mateo Counties San Jose CA	N/A	501(c)3 Public Charity	Brown Bag Program for Seniors	\$20000
Senior Assistance Center Denver CO	N/A	501(c)3 Public Charity	Senior Assistance Center Programs	\$20000
Senior Citizens Inc Nashville TN	N/A	501(c)3 Public Charity	Living at Home Services Program	\$50000
Senior Home Sharing Inc Wheaton IL	N/A	501(c)3 Public Charity	To provide low income elders with the opportunity to live independently in an affordable family-style home setting	\$10000
SEVA Canada Society Vancouver BC Canada	N/A	Foreign Public Charity-Equivalent	Community Eye Care in Tanzania & Madagascar	\$35000
Shakespeare Hospice Limited Stratford upon Avon England	N/A	Foreign Public Charity-Equivalent	End-of-Life Services & Family Support	\$10000
Shakespeare Theatre Washington DC	N/A	501(c)3 Public Charity	Text Alive! Program 2011/12	\$15000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

Recipient Name and address	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 Paid in 2012
Shelter for Abused Women of Collier County Inc Naples FL	N/A	501(c)3 Public Charity	Domestic Violence Shelter & Services	\$25000
Sheng Kung Hui St. Christopher's Home Limited North Point Hong Kong	N/A	Foreign Public Charity-Equivalent	To provide safe housing and residential care for abused and neglected children	\$24100
Silent Voice Canada Inc. Toronto ON Canada	N/A	Foreign Public Charity-Equivalent	Family Communication Program	\$10000
Sisters Academy of Baltimore Inc Baltimore MD	N/A	501(c)3 Public Charity	College Access: Graduate Support Program	\$25000
Society for Art Publications of the America San Francisco CA	N/A	501(c)3 Public Charity	To support paid internships for low-income teens facilitated by professional artists	\$10000
Society for Horticultural Therapy Reading England	N/A	Foreign Public Charity-Equivalent	Horticultural Therapy for Elderly & Disabled	\$40000
Society Of Illustrators Inc New York NY	N/A	501(c)3 Public Charity	2012 Summer Illustration Art Academy	\$7500
Somebody's Daughter Theatre Inc Albert Park VIC Australia	N/A	Foreign Public Charity-Equivalent	Mindfields - Tackling Youth Mental Health	\$15000
SOS Outreach Avon CO	N/A	501(c)3 Public Charity	SOS Masters and University Programs	\$20000
South Carolina Strong North Charleston SC	N/A	501(c)3 Public Charity	Economic Self-Sufficiency Residential Education	\$25000
Spark Program Inc San Francisco CA	N/A	501(c)3 Public Charity	Youth Apprenticeship Programming	\$75000
Special Equestrians Warrington PA	N/A	501(c)3 Public Charity	Scholarships for Low-Income Clients	\$5000
Special Olympics Australia Concord West NSW Australia	N/A	Foreign Public Charity-Equivalent	Community Sports Link Program	\$30000
Special Recreation Services Inc Reno NV	N/A	501(c)3 Public Charity	Camp Lotsafun	\$15000
St Johns Shelter for Women and Children Sacramento CA	N/A	501(c)3 Public Charity	Help Homeless Mothers Become Self-Sustaining	\$30000
St Louis Health Equipment Lending Program St. Louis MO	N/A	501(c)3 Public Charity	Medical Equipment Recycle & Reuse Program	\$15000
Stagebridge Oakland CA	N/A	501(c)3 Public Charity	To support creative expression and enjoyment of the arts for elders	\$20000
Store To Door Roseville MN	N/A	501(c)3 Public Charity	Homebound Elderly Grocery Shopping & Delivery	\$10000
STREAT Limited Melbourne VIC Australia	N/A	Foreign Public Charity-Equivalent	To provide homeless and disengaged youth with employment and life skills training	\$20000
Streetwise Partners Incorporated New York NY	N/A	501(c)3 Public Charity	Career Development for Low-Income Individuals	\$15000
Summer Search San Francisco CA	N/A	501(c)3 Public Charity	Four-Part Program in San Francisco Bay Area	\$40000
Surrey Services for Seniors, Inc Berwyn PA	N/A	501(c)3 Public Charity	Surrey Cares Program	\$20000
Sustainable South Bronx Bronx NY	N/A	501(c)3 Public Charity	To train disadvantaged adults for employment in the green jobs sector	\$65000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

Recipient Name and address	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 Paid in 2012
Teach For America Inc San Francisco CA	N/A	501(c)3 Public Charity	Growth & Impact in the Bay Area	\$50000
Technology Access Foundation Seattle WA	N/A	501(c)3 Public Charity	TechStart Program 2011/12 and 2012/13	\$16000
The 999 Club and Lady Florence Trust London England	N/A	Foreign Public Charity-Equivalent	To provide access to day shelter, material aid, and health care for the homeless	\$15000
The Aidis Trust London England	N/A	Foreign Public Charity-Equivalent	To provide the severely disabled with adaptive technologies to enhance independent living	\$25000
The Brainwave Centre Limited Bridgewater England	N/A	Foreign Public Charity-Equivalent	Therapists, Equipment, & Maintenance	\$25000
The Breakthrough Collaborative Inc San Francisco CA	N/A	501(c)3 Public Charity	Support to Implement Strategic Plan	\$120000
The Brooklyn Childcare Collective Brooklyn NY	N/A	501(c)3 Public Charity	Power Sisters Academy	\$15000
The Cecily Eastwood Zambian AIDS Orphans Appeal Witney England	N/A	Foreign Public Charity-Equivalent	Support for Orphans to Attend & Complete School	\$50000
The Dalmatian Dreams Foundation Santa Barbara CA	N/A	501(c)3 Public Charity	Dreams for 25 Terminally Ill Adults	\$25000
The Exploratorium San Francisco CA	N/A	501(c)3 Public Charity	Explainer Program	\$30000
The Fistula Foundation San Jose CA	N/A	501(c)3 Public Charity	To provide financial and technical support for obstetric fistula treatment and prevention globally	\$15000
The Grandparents' Association Harlow England	N/A	Foreign Public Charity-Equivalent	National Helplines & Online Information	\$55000
The Living Paintings Trust Newbury England	N/A	Foreign Public Charity-Equivalent	Living Picture Groups	\$32000
The Movement for Non-Mobile Children (Whizz-Kidz) London England	N/A	Foreign Public Charity-Equivalent	Kidz Unlimited	\$40000
The National Military Family Association Inc Alexandria VA	N/A	501(c)3 Public Charity	To provide scholarship funding for higher education to the spouses of military personnel	\$25000
The Royal United Kingdom Beneficent Association London England	N/A	Foreign Exempt Non-Equivalent Organization*	Advice Service for the Elderly & their Carers	\$25000
The Salvation Army-Bahamas and Turks & Caicos Islands Division Nassau Bahamas	N/A	Foreign Public Charity-Equivalent	Erin H. Gilmour School	\$20000
The Shepherd Centre Strawberry Hills NSW Australia	N/A	Foreign Public Charity-Equivalent	Early Intervention Program	\$30000
The Social Studio Collingwood VIC Australia	N/A	Foreign Public Charity-Equivalent	To provide refugees with training and work opportunities in fashion, retail, and hospitality	\$25000
The Society for the Promotion of Hospice Care Hong Kong	N/A	Foreign Public Charity-Equivalent	To provide bereavement support	\$64000
The Teresa Group - Child and Family Aid Toronto ON Canada	N/A	Foreign Public Charity-Equivalent	Services to HIV & AIDS Affected Children	\$20000
The Trust for Hidden Villa Los Altos Hills CA	N/A	501(c)3 Public Charity	Summer Camp 2012 Scholarships	\$30000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

Recipient Name and address	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 Paid in 2012
The Yonge Street Mission Toronto ON Canada	N/A	Foreign Public Charity-Equivalent	Evergreen Centre for Street-Involved Youth	\$10000
The Young Women's Christian Association of Canberra Canberra ACT Australia	N/A	Foreign Public Charity-Equivalent	To provide supportive services to homeless children and their parents	\$25000
Theatreworks Palo Alto CA	N/A	501(c)3 Public Charity	TheatreWorks for Schools	\$20000
Therapeutic Riding of Tucson Inc Tucson AZ	N/A	501(c)3 Public Charity	Therapeutic Equine Programs	\$25000
Thrive Bozeman MT	N/A	501(c)3 Public Charity	Partnership Project for Strengthening Families	\$35000
Tower Hamlets Friends and Neighbours London England	N/A	Foreign Public Charity-Equivalent	Befriending Services for Isolated Elderly	\$30000
Trails Youth Initiatives Inc. Newmarket ON Canada	N/A	Foreign Public Charity-Equivalent	Adventure Therapy Program	\$12000
Treehouse Seattle WA	N/A	501(c)3 Public Charity	Education Engagement Program	\$10000
Trillium Childhood Cancer Support Centre - Centre Trillium D'Entraide Des Enfants Atteints Du Cancer Hamilton ON Canada	N/A	Foreign Public Charity-Equivalent	Camp Trillium for Children Living with Cancer	\$50000
Trinity Community Connection New York NY	N/A	501(c)3 Public Charity	Trinity Place Shelter	\$12000
Trips For Kids Mill Valley CA	N/A	501(c)3 Public Charity	To support mountain bike rides and job training programs for disadvantaged youth	\$24500
Twin Cities Rise Minneapolis MN	N/A	501(c)3 Public Charity	To provide employment readiness training, work experience, and job placement assistance	\$35000
U CAN DO I.T. (INTERNET TRAINING) London England	N/A	Foreign Public Charity-Equivalent	IT Training for People with Disabilities	\$40000
United Family Services Inc Charlotte NC	N/A	501(c)3 Public Charity	Clinical Services Program	\$20000
United Friends of the Children Los Angeles CA	N/A	501(c)3 Public Charity	Pathways Transitional Living Program	\$25000
United Ministries Greenville SC	N/A	501(c)3 Public Charity	To support low-income, disadvantaged adults to attain their GED and/or secure jobs	\$35000
United Through Reading San Diego CA	N/A	501(c)3 Public Charity	Military Program	\$10000
United Way Fox Cities Inc Menasha WI	N/A	501(c)3 Public Charity	To ensure access to school-based mental health care for primary and secondary students	\$15000
University of Hong Kong Hong Kong	N/A	Foreign Public Charity-Equivalent	To support the Stanley Smith Swimming Pool	\$30000
Unusual Suspects Theatre Co Los Angeles CA	N/A	501(c)3 Public Charity	To offer theater arts education to foster personal development and prevent violence among youth	\$30000
Upwardly Global San Francisco CA	N/A	501(c)3 Public Charity	Career Pathways for Skilled Immigrants	\$50000
Urban Word NYC Inc New York NY	N/A	501(c)3 Public Charity	To foster creative writing and the pursuit of higher education among high school students	\$15000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

Recipient Name and address	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 Paid in 2012
Variety Club Blind Babies Foundation Oakland CA	N/A	501(c)3 Public Charity	Access - Vision Impairment Services Program	\$30000
Very Special Kids Malvern VIC Australia	N/A	Foreign Public Charity-Equivalent	Support for Families with Critically Ill Kids	\$50000
Villa Maria Education Center Inc Stamford CT	N/A	501(c)3 Public Charity	Brian Fitzgerald Tuition Assistance Program	\$5000
Vision Australia Kensington VIC Australia	N/A	Foreign Public Charity-Equivalent	Information Library Service	\$30000
Visiting Neighbors Inc New York NY	N/A	501(c)3 Public Charity	To provide volunteer support and services to the elderly, enabling them to maintain their well-being and independence	\$20000
Volunteer Interfaith Caregivers Southwest Bellaire TX	N/A	501(c)3 Public Charity	Help for Frail & Elderly to Remain at Home	\$10000
Volunteers In Service To The Elderly Inc Lakeland FL	N/A	501(c)3 Public Charity	Services & Support for Frail Elders	\$25000
VSA Vermont Inc Winooski VT	N/A	501(c)3 Public Charity	Adult and Transitional Arts Programming	\$20000
Water for People Denver CO	N/A	501(c)3 Public Charity	To provide access to clean water and sanitation in Malawi	\$100000
Water Org Inc Kansas City MO	N/A	501(c)3 Public Charity	Community-Led Water & Sanitation Program	\$75000
WellChild Cheltenham England	N/A	Foreign Public Charity-Equivalent	To provide home-based services and support for critically-ill children	\$25500
Wellspring Detroit MI	N/A	501(c)3 Public Charity	Academic & Recreation Program	\$15000
West Marin Senior Services Point Reyes Station CA	N/A	501(c)3 Public Charity	To provide services and support to help rural elders live independently in their homes	\$25000
Wheels For Humanity North Hollywood CA	N/A	501(c)3 Public Charity	Volunteer Program	\$10000
Wilderness Inquiry Inc Minneapolis MN	N/A	501(c)3 Public Charity	Gateway to Adventure Program	\$35000
Wings Program Inc Palatine IL	N/A	501(c)3 Public Charity	Emergency, Transitional, & Permanent Housing	\$15000
Womens Action To Gain Economic Security Oakland CA	N/A	501(c)3 Public Charity	Expanding Women's Economic & Career Security	\$75000
Womens Cancer Resource Center Oakland CA	N/A	501(c)3 Public Charity	Supports for Women with Cancer	\$25000
Womens Empowerment Sacramento CA	N/A	501(c)3 Public Charity	Sustainability for Formerly Homeless Women Program	\$10000
Womens Sports Foundation East Meadow NY	N/A	501(c)3 Public Charity	GoGirlGo! Program	\$75000
Working Against Violence Inc Rapid City SD	N/A	501(c)3 Public Charity	To assist domestic violence survivors to attain safety, stability, and independence	\$25000
World Savvy Inc San Francisco CA	N/A	501(c)3 Public Charity	Media & Arts Program	\$20000
Youngcare LTD Spring Hill QLD Australia	N/A	Foreign Public Charity-Equivalent	Youngcare At Home Care Grants	\$50000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

Recipient Name and address	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 Paid in 2012
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Total ► **3a** **\$12,000,000**

3b. Approved during the year for future payment

Recipient Name and address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Future Payment Amount
Action for Kids Charitable Trust London England	N/A	Foreign Public Charity-Equivalent	To increase the independence and self-esteem of young people with learning disabilities	\$45000
Alzheimers Family Services Center Huntington Beach CA	N/A	501(c)3 Public Charity	Family Dementia Services	\$25000
Barnabas Foundation, Inc. Springfield MO	N/A	501(c)3 Public Charity	Camper Scholarship Fund	\$25000
Barnes Foundation Philadelphia PA	N/A	501(c)3 Public Charity	The Art of Looking	\$15000
Bay Area Outreach and Recreation Program Berkeley CA	N/A	501(c)3 Public Charity	Recreation Activities for the Disabled	\$20000
Best Buddies Of Canada Toronto ON Canada	N/A	Foreign Public Charity-Equivalent	Regional High School Expansion	\$40000
Bread Project Emeryville CA	N/A	501(c)3 Public Charity	To provide skills training in the culinary arts/food service fields and job placement assistance	\$40000
Castlemilk Pensioners Action Centre Glasgow Scotland	N/A	Foreign Public Charity-Equivalent	Services for Independent Living for Elders	\$10000
Catholic Charities of East Tennessee Inc Knoxville TN	N/A	501(c)3 Public Charity	Samaritan Place	\$15000
Catholic Education Foundation Los Angeles CA	N/A	501(c)3 Public Charity	Tuition Award Program	\$30000
Centre Juif Cummings Pour Aines/ Cummings Jewish Centre For Seniors Montreal QC Canada	N/A	Foreign Public Charity-Equivalent	Quality of Life Services for Seniors	\$25000
Christian Activity Center East St Louis IL	N/A	501(c)3 Public Charity	Pathways Program-A College Access Initiative	\$35000
Churchie Foundation Limited East Brisbane QLD Australia	N/A	Foreign Public Charity-Equivalent	To provide scholarships and financial aid to Churchie students	\$250000
Cleo Eulau Center for Children and Adolescents Mountain View CA	N/A	501(c)3 Public Charity	Resiliency Programs for Disadvantaged Youth	\$35000
Coalition For The Homeless Inc New York NY	N/A	501(c)3 Public Charity	Camp Homeward Bound	\$20000
Community Preparatory School Providence RI	N/A	501(c)3 Public Charity	Annual Scholarship Fund	\$10000
De Marillac Academy San Francisco CA	N/A	501(c)3 Public Charity	Student Scholarships	\$35000

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May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

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DePaul Industries Portland OR	N/A	501(c)3 Public Charity	SEARCH High School Transition Program	\$50000
Dulwich Helpline London England	N/A	Foreign Public Charity-Equivalent	Services to Combat Isolation for the Elderly	\$12000
Emmaus Hastings and Rother St Leonards-on-Sea England	N/A	Foreign Public Charity-Equivalent	EHR Community Leader & Deputy Salary Costs	\$20000
Emmaus Medway Chatham England	N/A	Foreign Public Charity-Equivalent	To foster community and purpose and develop life skills among disadvantaged and homeless adults	\$20000
Freedom Service Dogs Inc Englewood CO	N/A	501(c)3 Public Charity	Training of Service Dogs for the Disabled	\$20000
Growing Gardens of Boulder County Inc Boulder CO	N/A	501(c)3 Public Charity	Horticultural Therapy Program	\$7000
Harlem Academy New York NY	N/A	501(c)3 Public Charity	First-Grade Tuition Support	\$50000
Health Volunteers Overseas Washington DC	N/A	501(c)3 Public Charity	Medical Care & Training	\$30000
Intercambio De Comunidades Boulder CO	N/A	501(c)3 Public Charity	English Language & Economic Sustainability	\$10000
Iona Senior Services Washington DC	N/A	501(c)3 Public Charity	To provide programs and services which enable elders to age and live well	\$30000
IVUmed Salt Lake City UT	N/A	501(c)3 Public Charity	Pediatric Surgical Training & Service Program	\$40000
Jewish Family & Career Services Inc Atlanta GA	N/A	501(c)3 Public Charity	Caregiver Support Program	\$25000
Jewish Family & Childrens Services San Francisco CA	N/A	501(c)3 Public Charity	Volunteer Senior Outreach Corps	\$100000
Jewish Social Service Agency Rockville MD	N/A	501(c)3 Public Charity	To provide comprehensive services and support to elders	\$25000
Jewish Vocational & Career Counseling Service San Francisco CA	N/A	501(c)3 Public Charity	Work Resource Program	\$50000
Legal Aid of Marin San Rafael CA	N/A	501(c)3 Public Charity	Masters of Social Work Intern Program	\$15000
LifeCircle Australia Limited Potts Point NSW Australia	N/A	Foreign Public Charity-Equivalent	End of Life Services, Education, & Support	\$50000
Los Cenzontles Mexican Arts Center San Pablo CA	N/A	501(c)3 Public Charity	Los Cenzontles Youth Arts Academy	\$40000
Lost Chord Rotherham England	N/A	Foreign Public Charity-Equivalent	Interactive Music for People with Dementia	\$35000
M F Place Inc Hollywood CA	N/A	501(c)3 Public Charity	Services for Homeless Youth	\$25000
National Braille Press Inc Boston MA	N/A	501(c)3 Public Charity	Lifelong Learning Programs	\$20000
National Dance Institute New Mexico Inc Santa Fe NM	N/A	501(c)3 Public Charity	In-School and Community Programs	\$25000
National Sports Center for the Disabled Inc Denver CO	N/A	501(c)3 Public Charity	Therapeutic Sports & Recreation	\$10000

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May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

Recipient Name and address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Future Payment Amount
Neighborhood House Association Salt Lake City UT	N/A	501(c)3 Public Charity	To provide quality, affordable day care for low-income children, youth, elders, and the disabled	\$25000
New Door Ventures San Francisco CA	N/A	501(c)3 Public Charity	Youth Development Programs	\$50000
Omega Boys Club of San Francisco San Francisco CA	N/A	501(c)3 Public Charity	Omega Leadership Academy	\$20000
One Voice Santa Monica CA	N/A	501(c)3 Public Charity	College Scholars Program	\$50000
Opica Adult Day Care Center Inc Los Angeles CA	N/A	501(c)3 Public Charity	To provide subsidized adult day care for low-income elders	\$20000
Peace 4 Kids Compton CA	N/A	501(c)3 Public Charity	To provide enrichment activities and support children and youth affected by foster care	\$40000
Raising A Reader San Francisco and Alameda Counties San Francisco CA	N/A	501(c)3 Public Charity	Early Literacy & Parent Engagement Services	\$30000
Renaissance Entrepreneurship Center San Francisco CA	N/A	501(c)3 Public Charity	Small Business Training & Support Services	\$100000
Root Capital Inc Cambridge MA	N/A	501(c)3 Public Charity	Growing Rural Prosperity	\$75000
Royal Institute for Deaf and Blind Children Parramatta NSW Australia	N/A	Foreign Public Charity-Equivalent	Alice Betteridge School	\$15000
San Antonio Lighthouse for the Blind San Antonio TX	N/A	501(c)3 Public Charity	To provide education and rehabilitation for blind and visually impaired elders	\$30000
San Francisco Achievers San Francisco CA	N/A	501(c)3 Public Charity	High School Program	\$20000
Senior Assistance Center Denver CO	N/A	501(c)3 Public Charity	Senior Assistance Center Programs	\$20000
Shakespeare Hospice Limited Stratford upon Avon England	N/A	Foreign Public Charity-Equivalent	End-of-Life Services & Family Support	\$10000
Silent Voice Canada Inc. Toronto ON Canada	N/A	Foreign Public Charity-Equivalent	Family Communication Program	\$10000
Society for Horticultural Therapy Reading England	N/A	Foreign Public Charity-Equivalent	Horticultural Therapy for Elderly & Disabled	\$40000
Special Olympics Australia Concord West NSW Australia	N/A	Foreign Public Charity-Equivalent	Community Sports Link Program	\$30000
Special Recreation Services Inc Reno NV	N/A	501(c)3 Public Charity	Camp Lotsafun	\$15000
Stagebridge Oakland CA	N/A	501(c)3 Public Charity	To support creative expression and enjoyment of the arts for elders	\$20000
Store To Door Roseville MN	N/A	501(c)3 Public Charity	Homebound Elderly Grocery Shopping & Delivery	\$10000
The Aidis Trust London England	N/A	Foreign Public Charity-Equivalent	To provide the severely disabled with adaptive technologies to enhance independent living	\$25000
The Shelter for Abused Women & Children Inc Naples FL	N/A	501(c)3 Public Charity	Domestic Violence Shelter & Services	\$25000
The Shepherd Centre Strawberry Hills NSW Australia	N/A	Foreign Public Charity-Equivalent	Early Intervention Program	\$30000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2012

Recipient Name and address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Future Payment Amount
The Teresa Group - Child and Family Aid Toronto ON Canada	N/A	Foreign Public Charity-Equivalent	Services to HIV & AIDS Affected Children	\$20000
Tower Hamlets Friends and Neighbours London England	N/A	Foreign Public Charity-Equivalent	Befriending Services for Isolated Elderly	\$30000
Unusual Suspects Theatre Co Los Angeles CA	N/A	501(c)3 Public Charity	To offer theater arts education to foster personal development and prevent violence among youth	\$30000
Very Special Kids Malvern VIC Australia	N/A	Foreign Public Charity-Equivalent	Support for Families with Critically Ill Kids	\$50000
Vision Australia Kensington VIC Australia	N/A	Foreign Public Charity-Equivalent	Information Library Service	\$30000
Visiting Neighbors Inc New York NY	N/A	501(c)3 Public Charity	To provide volunteer support and services to the elderly, enabling them to maintain their well-being and independence	\$20000
VSA Vermont Inc Winooski VT	N/A	501(c)3 Public Charity	Adult and Transitional Arts Programming	\$20000
West Marin Senior Services Point Reyes Station CA	N/A	501(c)3 Public Charity	To provide services and support to help rural elders live independently in their homes	\$25000
Womens Sports Foundation East Meadow NY	N/A	501(c)3 Public Charity	GoGirlGo!	\$75000

Total **3b** \$2,394,000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust
94-6622075
Form 990-PF
For Year Ended December 31, 2012

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

STATEMENT REQUIRED BY REGULATIONS SECTION 53.4945-5(d)

Grantee:

May Wong Smith Trust
c/o School of Economics and Finance
University of Saint Andrews
Castlecliffe
Saint Andrews Fife KY16 9AJ Scotland

Date Paid in Current Tax Year:

\$0

Total Paid:

\$300,000 paid on 11/4/2011

\$300,000 Total

Purpose:

To establish a permanent endowment fund to further the mission of the May Wong Smith Trust: establishing and maintaining St. Leonard's College as part of the University of St. Andrews, and providing fellowships, scholarships, and prizes to students in the University of St. Andrews, assisting such students financially and generally looking after their welfare.

Amount of Grant Spent by Grantee:

\$0

Date of Report Received from Grantee:

12/4/2012 Annual ER Report

Diversion:

To the knowledge of the foundation, and based on the information furnished by the grantee, no part has been used for other than its intended purpose.

Verification:

The May and Stanley Charitable Trust reviewed the Grant Report of 12/4/2012 but did not undertake any verification of the grantee's report as there has not been any reason to doubt its accuracy or reliability (Reg. 53.4945-5(c)).

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF

For Year Ended December 31, 2012

Grantee:

May Wong Smith Trust
c/o School of Economics and Finance
University of Saint Andrews
Castlecliffe
Saint Andrews Fife KY16 9AJ Scotland

Date Paid in Current Tax Year:

\$25,000 on 2/29/2012

Total Paid:

\$25,000 paid on 2/29/2012

\$25,000 Total

Purpose:

Financial aid to undergraduate and postgraduate students at the University of Saint Andrews, with the criterion that they are experiencing financial hardship through no fault of their own; for instance, the death of a parent, illness, or other unexpected events. Assistance is awarded through the University's Financial Hardship Fund.

Amount of Grant Spent by Grantee:

\$25,000 spent in 2012

Date of Report Received from Grantee:

8/10/2012 Annual/Final ER Report

Diversion:

To the knowledge of the foundation, and based on the information furnished by the grantee, no part has been used for other than its intended purpose.

Verification:

The May and Stanley Charitable Trust reviewed the Grant Report of 8/10/2012 but did not undertake any verification of the grantee's report as there has not been any reason to doubt its accuracy or reliability (Reg. 53.4945-5(c)).

Application for Extension of Time To File an Exempt Organization Return

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

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

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

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

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

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

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

Type or print	Name of exempt organization or other filer, see instructions MAY AND STANLEY SMITH CHARITABLE TRUST	Employer identification number (EIN) or 94-6622075
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions 2320 MARINSHIP WAY, NO. 150	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SAUSALITO, CA 94965	

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

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

ADMINISTRUST LLC

- The books are in the care of ▶ **2320 MARINSHIP WAY, STE. 150 - SAUSALITO, CA 94965**
Telephone No ▶ **415-332-0166** FAX No. ▶ _____
- If the organization does not have an office or place of business in the United States, check this box ▶
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2012** or
▶ tax year beginning _____, and ending _____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 302,049.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 257,988.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 44,061.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.