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Form 990-PF

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

OMB No 1545-0052

2012

Open to Public Inspection

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

For calendar year 2012, or tax year beginning 07-01-2012, and ending 06-30-2013

Name of foundation: LIONEL STEINER TRUST (AC 812474) WELLS FARGO BANK (MAC A0193-120)
A Employer identification number: 94-6445242
B Telephone number: (415) 396-1195
G Check all that apply: Initial return, Final return, Address change
H Check type of organization: Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year: \$ 7,397,976
J Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	128,225	189,767	189,767		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	3,739,857	3,633,555	4,115,850		
	c	Investments—corporate bonds (attach schedule)	2,332,449	3,274,199	3,092,359		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)					
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,200,531	7,097,521	7,397,976			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
23	Total liabilities (add lines 17 through 22)	0	0				
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	6,200,531	6,200,531				
28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0				
29	Retained earnings, accumulated income, endowment, or other funds	0	896,990				
30	Total net assets or fund balances (see page 17 of the instructions)	6,200,531	7,097,521				
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,200,531	7,097,521				

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	6,200,531
2	Enter amount from Part I, line 27a	2	896,990
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	7,097,521
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	7,097,521

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table			
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 See Additional Data Table			
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	1,084,607
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) (see instructions) 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)

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 page 18 of 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	344,509	7,004,551	0.049184
2010	313,575	7,018,151	0.044681
2009	285,585	6,342,756	0.045025
2008	374,351	5,795,786	0.064590
2007	367,798	7,624,558	0.048239

2 Total of line 1, column (d).	2	0.251719
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050344
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	7,376,891
5 Multiply line 4 by line 3.	5	371,382
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	12,383
7 Add lines 5 and 6.	7	383,765
8 Enter qualifying distributions from Part XII, line 4.	8	341,267

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	24,765
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	24,765
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	24,765
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	12,284
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	12,284
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	12,481
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ <u>0</u> (2) On foundation managers \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of DEANNA GOLDSTEIN WELLS FARGO BANK Telephone no (415) 537-7301 Located at 333 MARKET STREET - 29TH FLOOR SAN FRANCISCO CA ZIP +4 94105			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
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 instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country	16		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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	
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	No
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 20___, 20___, 20___, 20___		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	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 20___, 20___, 20___, 20___		
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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	No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WELLS FARGO BANK EIN 94-3080771 333 MARKET STREET - 29TH FLOOR SAN FRANCISCO, CA 94105	TRUSTEE 7 00	14,427	0	0

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 _____	
2 _____	
3 _____	
4 _____	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 _____	
2 _____	
3 All other program-related investments See page 24 of the instructions _____	

Total. Add lines 1 through 3. **0**

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	7,305,177
b	Average of monthly cash balances.	1b	184,052
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	7,489,229
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	7,489,229
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	112,338
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,376,891
6	Minimum investment return. Enter 5% of line 5.	6	368,845

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	368,845
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	24,765
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	24,765
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	344,080
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	344,080
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	344,080

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	341,267
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	341,267
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	341,267

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				344,080
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			336,683	
b Total for prior years 20__ , 20__ , 20__		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 ▶ \$ <u>341,267</u>				
a Applied to 2011, but not more than line 2a			336,683	
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.				4,584
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				339,496
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	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)

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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
 DEANNA GOLDSTEIN WELLS FARGO BANK
 333 MARKET STREET - 29TH FLOOR
 SAN FRANCISCO, CA 94105
 (415) 222-1120

b The form in which applications should be submitted and information and materials they should include
 APPLICATION BY LETTER INCLUDING ALL DETAILS

c Any submission deadlines
 NONE NONE NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
 LIMITED TO CHARITIES IN THE SAN FRANCISCO BY AREA

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 <i>Paid during the year</i> See Additional Data Table				
Total				3a 336,684
b <i>Approved for future payment</i>				
Total				3b 0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
3,695 SHS INVESCO SMALL CAP GRWTH		2008-12-12	2012-09-28
5,014 SHS FEDERATED TOTAL RET		2012-09-28	2013-06-24
71,068 SHS FEDERATED TOTAL RETURN BOND		2012-09-28	2012-09-28
1,837 SHS GOLDMAN SACHS SMALL CAP		2009-07-06	2012-09-28
222 SHS HARBOR INTL FD		2013-02-19	2013-02-25
3,983 SHS HARBOR INTL FD		2010-06-16	2012-09-28
1,125 SHS T ROWE PRICE INSTL LG CAP		2012-03-16	2012-09-19
21,762 SHS T ROWE PRICE INSTL LG CAP		2012-03-16	2013-01-17
1,257 SHS T ROWE PRICE INSTL LG CAP		2012-03-16	2013-05-16
813 SHS T ROWE PRICE INSTL LG CAP		2012-03-16	2013-06-24
8,750 SHS JANUS OVERSEAS FUND		2012-09-28	2013-02-19
7,003 SHS JANUS OVERSEAS FUND		2010-06-16	2012-09-28
3,877 SHS JP MORGAN SMALL CAP		2009-07-06	2012-09-28
19,155 SHS MFS VALUE FUND CLASS		2010-03-04	2012-09-28
817 SHS MFS VALUE FUND		2013-01-17	2013-05-16
610 SHS MFS VALUE FUND		2013-01-17	2013-06-24
26,389 SHS MAINSTAY LC GROWTH		1918-03-18	2012-09-28
10,300 SHS MAINSTAY LC GROWTH		2010-03-04	2013-01-17
2,107 SHS MAINSTAY LC GROWTH		2010-06-16	2013-06-24
48,591 SHS MET WESR TOTAL RETURN		2007-08-12	2012-09-28
139 SHS MET WEST TOTAL RETURN		2012-09-28	2012-10-16
632 SHS NORTHERN MID CAP INDEX		2012-09-28	2012-12-18
2,677 SHS NORTHERN MID CAP INDEX		2012-12-19	2013-02-19
2,503 SHS NORTHERN MID CAP INDEX		2012-09-28	2013-06-24
547 SHS T ROWE PRICE EQUITY INCOME		2011-03-16	2012-09-19
9,233 SHS T ROWE PRICE EQUITY INCOM		2011-03-16	2012-09-28
970 SHS T ROWE PRICE EQUITY INCOME		2013-02-19	2013-06-24
341 SHS THORNBURG INTL VALUE		2013-02-19	2013-05-16
8,912 SHS THORNBURG INTL VALUE		2010-07-21	2012-09-28
355 SHS VANGUARD 500 INDEX FUND		2012-09-28	2012-12-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
5,829 SHS VANGUARD 500 INDEX FUND		2012-09-28	2013-01-17
227 SHS VANGUARD 500 INDEX FUND		2012-09-28	2013-02-25
415 SHS VANGUARD 500 INDEX FUND		2012-09-28	2013-05-16
412 SHS VANGUARD 500 INDEX FUND		2012-09-28	2013-06-24
3,980 SHS WELLS FARGO ADV TOT		2012-09-28	2012-11-16
7,356 SHS WELLS FARGO ADV		2012-09-28	2013-06-24
102,667 SHS WELLS FARGO ADV		2010-12-31	2012-09-28
108 SHS WELL FARGO ADV TO RT BD		2012-09-28	2012-10-16
2,348 SHS WELL FARGO ADV EQUITY		2012-05-16	2012-09-19
23,209 SHS WELL FARGO EQUITY VALUE		2011-09-19	2012-09-28
713 SHS WELL FARGO GROWTH FND		2011-09-19	2012-09-19
11,469 SHS WELL FARGO GROWTH FUND		2010-06-16	2012-09-28
1,858 SHS WELL FARGO GROWTH FUND		2012-09-28	2013-01-17
362 SHS WELL FARGO GROWTH FUND		2012-09-28	2013-06-24
10,549 SHS WELLS FARGO AD EQUITY		2013-01-17	2013-02-19
21,762 SHS T ROWE PRICE INSTL LG CAP		2012-03-16	2012-09-28
MUTUAL FD VARIOUS CAP GAIN DISTRIBUTION			2013-06-04
INVESCO SMALL CAP GROWTH FD CAP GAIN DISTRIBUTION			2012-12-11
FEDERATED TOTAL RET BD CAP GAIN DISTRIBUTION			2013-01-02
GOLDMAN SACHS SAMLL CAP VALUE CAP GAIN DISTRIBUTION			2012-12-10
JP MORGAN SMALL CAP EQUITY CAP GAIN DISTRIBUTION			2012-12-10
MFS VALUE FUND CLASS I CAP GAIN DISTRIBUTION			2012-12-14
MET WEST TOTAL RETURN BOND CAP GAIN DISTRIBUTION			2012-12-18
NORTHERN MID CAP INDEX CAP GAIN DISTRIBUTION			2012-12-24
WELLS FARGO ADV TOT RT BD CAP GAIN DISTRIBUTION			2012-12-11
WELLS FARGO AD EQUITY VL CAP GAIN DISTRIBUTION			2012-12-13
MFS VALUE FUND CAP GAIN DISTRIBUTION			2013-04-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
117,271		59,100	58,171
54,699		58,148	-3,449
826,522		744,940	81,582
85,043		47,992	37,051
13,912		14,355	-443
232,326		183,967	48,359
21,931		21,324	607
188,225		181,894	6,331
27,423		23,828	3,595
16,852		15,406	1,446
308,345		294,557	13,788
226,073		245,651	-19,578
160,585		96,964	63,621
490,749		399,915	90,834
24,657		21,944	2,713
17,696		16,323	1,373
214,545		177,386	37,159
86,005		64,247	21,758
18,264		12,893	5,371
536,934		463,987	72,947
1,534		1,534	0
8,675		8,340	335
38,952		35,379	3,573
36,625		33,045	3,580
14,519		13,163	1,356
241,064		219,920	21,144
28,492		27,763	729
10,389		9,950	439
232,417		211,190	21,227
39,283		38,900	383

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
657,360		639,581	17,779
25,806		24,927	879
52,301		45,891	6,410
49,318		45,198	4,120
53,572		53,418	154
90,848		98,534	-7,686
1,378,807		1,242,228	136,579
1,453		1,450	3
33,852		28,972	4,880
329,565		240,305	89,260
31,241		26,125	5,116
491,886		304,420	187,466
82,976		81,917	1,059
16,627		15,944	683
157,603		150,237	7,366
414,557		412,598	1,959
108			108
2,605			2,605
9,936			9,936
1,699			1,699
5,142			5,142
1,371			1,371
3,343			3,343
10,648			10,648
15,505			15,505
2,176			2,176
45			45

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			58,171
			-3,449
			81,582
			37,051
			-443
			48,359
			607
			6,331
			3,595
			1,446
			13,788
			-19,578
			63,621
			90,834
			2,713
			1,373
			37,159
			21,758
			5,371
			72,947
			0
			335
			3,573
			3,580
			1,356
			21,144
			729
			439
			21,227
			383

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			17,779
			879
			6,410
			4,120
			154
			-7,686
			136,579
			3
			4,880
			89,260
			5,116
			187,466
			1,059
			683
			7,366
			1,959
			108
			2,605
			9,936
			1,699
			5,142
			1,371
			3,343
			10,648
			15,505
			2,176
			45

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
EDGEWOOD CENTER CHILDREN & FAMILIES 1801 VICENTE STREET SAN FRANCISCO, CA 94116	NONE	EXEMPT	CHARITABLE PURPOSES OF THE GRANTEE	56,114
GUIDE DOGS FOR THE BLIND INC PO BOX 151200 SAN RAFAEL, CA 94915	NONE	EXEMPT	CHARITABLE PURPOSES OF THE GRANTEE	56,114
JEWISH FAMILY & CHILDREN'S SERVICES 2150 POST STREET SAN FRANCISCO, CA 94115	NONE	EXEMPT	CHARITABLE PURPOSES OF THE GRANTEE	56,114
SAINTS & SINNERS 2555 E CAMELBACK RD 900 PHOENIX, AZ 85016	NONE	EXEMPT	CHARITABLE PURPOSES OF THE GRANTEE	56,114
SHRINERS HOSPITAL FOR CHILDREN (HONOLULU) 1310 PUNAHOU ST HONOLULU, HI 96826	NONE	EXEMPT	CHARITABLE PURPOSES OF THE GRANTEE	56,114
SHRINERS HOSPITAL FOR CHILDREN (SAN FRANCISCO) PO BOX 31356 TAMPA, FL 33631	NONE	EXEMPT	CHARITABLE PURPOSES OF THE GRANTEE	56,114
Total				3a 336,684

TY 2012 Accounting Fees Schedule

Name: LIONEL STEINER TRUST (AC 812474)
 WELLS FARGO BANK (MAC A0193-120)
EIN: 94-6445242

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	3,865	2,899		966

**TY 2012 Investments Corporate
Bonds Schedule**

Name: LIONEL STEINER TRUST (AC 812474)
WELLS FARGO BANK (MAC A0193-120)

EIN: 94-6445242

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FEDERATED TOTAL RETURN BOND	976,733	925,263
METROPOLITAN WEST FDS TOTAL RETURN	650,362	623,937
WFB ADVANTAGE TOTAL RETURN BOND	1,647,104	1,543,159

TY 2012 Investments Corporate Stock Schedule

Name: LIONEL STEINER TRUST (AC 812474)
WELLS FARGO BANK (MAC A0193-120)

EIN: 94-6445242

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS SMALL CAP VALUE FUND	31,396	53,092
HARBOR INTERNATIONAL FUND	352,056	359,422
INVESCO SMALL CAP GROWTH FUND	47,192	51,946
JP MORGAN SMALL CAP EQUITY FUND	68,166	105,160
MAINSTAY LARGE CAP GROWTH I FUND	139,427	202,079
MFS VALUE FUND CLASS W	188,425	292,086
T ROWE PRICE EQUITY INCOME	253,759	292,999
T ROWE PRICE INSTITUTIONAL LARGE CP	359,574	408,071
THORNBURG INTERNATIONAL VALUE FUND	359,410	364,053
TIMING DIFFERENCES	12,781	0
NORTHERN MID CAP INDEX FUND	457,790	524,031
ACADIAN EMERGING MKTS	231,378	208,127
VANGUARD 500 INDEX FUND	942,380	1,052,263
WFB ADVANTAGE CAPITAL GROWTH FUND	189,821	202,521

TY 2012 Other Expenses Schedule

Name: LIONEL STEINER TRUST (AC 812474)
 WELLS FARGO BANK (MAC A0193-120)
EIN: 94-6445242

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE FILING FEE	10	0		10

TY 2012 Other Income Schedule

Name: LIONEL STEINER TRUST (AC 812474)
 WELLS FARGO BANK (MAC A0193-120)
EIN: 94-6445242

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SERVICE CHARGE	701	701	0

TY 2012 Taxes Schedule

Name: LIONEL STEINER TRUST (AC 812474)
 WELLS FARGO BANK (MAC A0193-120)
EIN: 94-6445242

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	820	820		0
FEDERAL EXCISE TAX	18,151	18,151		0