

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2017
Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation THE STEINMAN FOUNDATION		A Employer identification number 23-6266377
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1328	Room/suite	B Telephone number (see instructions) (717) 291-8793
City or town, state or province, country, and ZIP or foreign postal code LANCASTER, PA 176080128		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 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) ▶ \$ 106,844,181	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	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) (see instructions))</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 (attach schedule)				
	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	1,591,462	1,591,462		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	11,076,224			
	b Gross sales price for all assets on line 6a	33,670,548			
	7 Capital gain net income (from Part IV, line 2)		11,076,224		
	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) (attach schedule)					
11 Other income (attach schedule)	61,352	61,352			
12 Total. Add lines 1 through 11	12,729,038	12,729,038			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	24,000	0		24,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	862,651	377,352		485,299
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	221,728	19,216		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	40,726	0		40,726
	24 Total operating and administrative expenses. Add lines 13 through 23	1,149,105	396,568		550,025
	25 Contributions, gifts, grants paid	4,123,753			4,123,753
26 Total expenses and disbursements. Add lines 24 and 25	5,272,858	396,568		4,673,778	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	7,456,180				
b Net investment income (if negative, enter -0-)		12,332,470			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	119,256	50,316	50,316
	2 Savings and temporary cash investments	3,316,183	12,978,219	12,978,219
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ 150,000 Less allowance for doubtful accounts ▶ _____ 0	150,000	150,000	150,000
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	30,849	164,231	164,231
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	49,717,146 <input type="checkbox"/>	46,928,760	81,628,220
	c Investments—corporate bonds (attach schedule)	10,146,162 <input type="checkbox"/>	10,315,164	10,272,195
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	697,468 <input type="checkbox"/>	1,012,114	1,601,000
	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)	64,177,064	71,598,804	106,844,181	
Liabilities	17 Accounts payable and accrued expenses	37,710	3,270	
	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)	37,710	3,270	
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	88,987,276	88,987,276	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	-24,847,922	-17,391,742		
30 Total net assets or fund balances (see instructions)	64,139,354	71,595,534		
31 Total liabilities and net assets/fund balances (see instructions) .	64,177,064	71,598,804		

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	64,139,354
2 Enter amount from Part I, line 27a	2	7,456,180
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	71,595,534
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	71,595,534

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)
1 a BNY MELLON	P		2017-12-31
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 33,670,548		22,594,324	11,076,224
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			11,076,224
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	11,076,224
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 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))
2016	3,643,195	86,078,174	0.042324
2015	3,351,966	90,569,085	0.037010
2014	3,365,959	87,149,571	0.038623
2013	3,636,565	73,094,137	0.049752
2012	3,280,471	60,601,565	0.054132

2 Total of line 1, column (d)	2	0.221841
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	0.044368
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	97,667,165
5 Multiply line 4 by line 3	5	4,333,297
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	123,325
7 Add lines 5 and 6	7	4,456,622
8 Enter qualifying distributions from Part XII, line 4	8	4,673,778

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 categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax based on investment income'. Total amount owed is 105, and amount overpaid is 60,570.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include '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?', 'Did it spend more than \$100 during the year for political purposes?', and 'Did the foundation have at least \$5,000 in assets at any time during the year?'. Includes 'Yes' and 'No' columns.

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 ITS OFFICERS Telephone no (717) 291-8607

Located at 8 W KING ST LANCASTER PA ZIP+4 17608

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15

16 At any time during calendar year 2017, 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 FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country 16 Yes 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.

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? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes 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)? Yes 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). Yes 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)? 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 2017? 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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? Yes 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? Yes No
b If "Yes," did it have excess business holdings in 2017 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 2017). 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 2017? 4b No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(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	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?			5b
	Organizations relying on a current notice regarding disaster assistance check here.			No
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 type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			6b
				No
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	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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	Title, and average hours per week (b) 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**

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
MERAKE ENTERPRISES LLC 714 RACE AVENUE LANCASTER, PA 17603	CONSULTING	81,540
INDUSTRIAL RESOLUTION 24 E KING ST 42 LANCASTER, PA 17602	SOFTWARE AND CONSULTING EXPENSE	54,040

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

1	Expenses

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

1	Amount
All other program-related investments See 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	91,271,716
b	Average of monthly cash balances.	1b	7,882,766
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	99,154,482
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	99,154,482
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,487,317
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	97,667,165
6	Minimum investment return. Enter 5% of line 5.	6	4,883,358

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	4,883,358
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	123,325
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	2,138
c	Add lines 2a and 2b.	2c	125,463
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,757,895
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	4,757,895
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	4,757,895

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	4,673,778
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	4,673,778
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	123,325
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,550,453

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				4,757,895
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	75,476			
b From 2013.	412,856			
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	488,332			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>4,673,778</u>				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				4,673,778
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	84,117			84,117
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	404,215			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	404,215			
10 Analysis of line 9				
a Excess from 2013.	404,215			
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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 2017, 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) 2017	(b) 2016	(c) 2015	(d) 2014	
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 address of the person to whom applications should be addressed
 SHARON DALY
 8 WEST KING STREET
 LANCASTER, PA 17603
 (717) 291-8676

b The form in which applications should be submitted and information and materials they should include
 SCHOLARSHIP APPLICATION FORMS FURNISHED UPON REQUEST

c Any submission deadlines
 FEBRUARY 28 OF SENIOR YEAR OF STUDENT APPLICANT

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
 GRANTS RESTRICTED TO NEWSPAPER CARRIERS AND EMPLOYEES' CHILDREN

Part XV **Supplementary Information** (continued)**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> See Additional Data Table				
Total ▶ 3a				4,123,753
b <i>Approved for future payment</i>				
Total ▶ 3b				0

Form 990FP Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MS BEVERLY R STEINMAN PO BOX 128 LANCASTER, PA 176080128	CO-CHAIRMAN 0 10	0	0	0
MS PAMELA M THYE PO BOX 128 LANCASTER, PA 176080128	CO-CHAIRMAN 0 10	0	0	0
MR ROBERT M KRASNE PO BOX 128 LANCASTER, PA 176080128	VICE CHAIRMAN 0 10	0	0	0
MR SHANE D ZIMMERMAN PO BOX 128 LANCASTER, PA 176080128	PRESIDENT & TREASURER 0 10	0	0	0
MS LAUREN V FRICK PO BOX 128 LANCASTER, PA 176080128	SECRETARY 0 10	0	0	0
MS HALE A KRASNE PO BOX 128 LANCASTER, PA 176080128	DIRECTOR 0 10	0	0	0
MS CAROLINE N HILL PO BOX 128 LANCASTER, PA 176080128	DIRECTOR 0 10	0	0	0
MR DALE L PRINCE PO BOX 128 LANCASTER, PA 176080128	DIRECTOR 0 10	24,000	0	0
MS G ANNE ORBAN PO BOX 128 LANCASTER, PA 176080128	DIRECTOR 0 10	0	0	0

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>				
ADAM KENSINGER CO JUNIATA COLLEGE 1700 MOORE ST HUNTINGDON, PA 16652	NONE	NC	SCHOLARSHIP	7,500
AMANDA LAM CO THE GEORGE WASHINGTON UNIVERSITY 800 21ST ST NW WASHINGTON, DC 20052	NONE	NC	SCHOLARSHIP	2,500
ANDREW GATES CO ELIZABETHTOWN COLLEGE ONE ALPHA DR ELIZABETHTOWN, PA 17022	NONE	NC	SCHOLARSHIP	5,000
ASSETS100 SOUTH QUEEN STREET LANCASTER, PA 17603	NONE	PC	GRANT	25,000
ASSISTPO BOX 969 68 BRIDGE ST SUFFIELD, CT 06078	NONE	PC	GRANT	16,000
Total 3a				4,123,753

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>				
BOY SCOUTS OF AMERICA-LANCASTER 630 JANET AVE STE B-114 LANCASTER, PA 17601	NONE	PC	GRANT	11,000
BOYS AND GIRLS CLUB OF LANCASTER 116 S WATER ST LANCASTER, PA 17603	NONE	PC	GRANT	280,000
BRIDGE OF HOPE1516 OLIVE ST COATESVILLE, PA 19320	NONE	PC	GRANT	10,000
BRIELLE BITTS CO MILLERSVILLE UNIVERSITY 1 S GEORGE ST MILLERSVILLE, PA 17511	NONE	NC	SCHOLARSHIP	7,500
BRIGHT SIDE OPPORTUNITIES CORP 515 HERSHEY AVE LANCASTER, PA 17603	NONE	PC	GRANT	50,000
Total ▶ 3a				4,123,753

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>				
CASA53 NORTH DUKE STREET STE 218 LANCASTER, PA 17602	NONE	PC	GRANT	25,000
CHARLOTTE RYMAR CO PHILADELPHIA UNIVERSITY 4201 HENRY AVE PHILADELPHIA, PA 19144	NONE	NC	SCHOLARSHIP	5,000
CONESTOGA HOUSE FOUNDATION 8 W KING ST LANCASTER, PA 17608	NONE	POF	GRANT	1,457,470
CRISPUS ATTUCKS COMMUNITY CENTER-LANCASTER 407 HOWARD AVE LANCASTER, PA 17602	NONE	PC	GRANT	5,000
ELIZABETHTOWN COLLEGE ONE ALPHA DRIVE ELIZABETHTOWN, PA 17022	NONE	PC	GRANT	150,000
Total 3a			▶	4,123,753

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>				
FRANCES WENRICH CO MILLERSVILLE UNIVERSITY 1 S GEORGE ST MILLERSVILLE, PA 17551	NONE	NC	SCHOLARSHIP	5,000
HARRISBURG AREA COMMUNITY COLLEGE ONE HACC DRIVE HARRISBURG, PA 17110	NONE	PC	GRANT	60,000
JESSICA RIDLEY CO UNIVERSITY OF PITTSBURGH 4227 FIFTH AVE PITTSBURGH, PA 15260	NONE	NC	SCHOLARSHIP	5,000
JUNIOR ACHIEVEMENT-LANCASTER 2420 GEHMAN LANE LANCASTER, PA 17602	NONE	PC	GRANT	10,000
KAROLINE KENT CO PENN STATE UNIVERSITY - BERKS TULPEHOCKEN ROAD PO BOX 7009 READING, PA 19610	NONE	NC	SCHOLARSHIP	7,500
Total ▶				4,123,753
3a				

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>				
KIMBERLEY HIGH CO MILLERSVILLE UNIVERSITY 1 S GEORGE ST MILLERSVILLE, PA 17511	NONE	NC	FELLOWSHIP	7,701
LA ACADEMIA-THE PARTNERSHIP CHARTER SCHOOL 30 N ANN ST LANCASTER, PA 17602	NONE	PC	GRANT	950
LANCASTER CHAMBER OF COMMERCE 100 S QUEEN ST LANCASTER, PA 17603	NONE	PC	GRANT	6,910
LANCASTER COUNTY COMMUNITY FOUNDATION 24 W KING ST 201 LANCASTER, PA 17603	NONE	PC	GRANT	50,000
LANCASTER FARMLAND TRUST 125 LANCASTER AVE STRASBURG, PA 17579	NONE	PC	GRANT	133,122
Total ▶				4,123,753
3a				

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>				
LANCASTER GENERAL HOSPITAL 555 NORTH DUKE STREET LANCASTER, PA 17603	NONE	PC	GRANT	200,000
LANCASTERHISTORYORG 230 N PRESIDENT ST LANCASTER, PA 17603	NONE	PC	GRANT	100,000
LEADS53 DUKE ST LANCASTER, PA 17602	NONE	PC	GRANT	2,394
LISA JANNETTA CO IMMACULATA UNIVERSITY 1145 KING RD IMMACULATA, PA 19345	NONE	NC	FELLOWSHIP	8,000
MARTIN LUTHER KING SCHOLARSHIP FUND PO BOX 6303 LANCASTER, PA 17607	NONE	PC	GRANT	10,000
Total 3a				4,123,753

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>				
MELANIE RANKIN CO TEMPLE UNIVERSITY 1803 N BROAD STREET PHILADELPHIA, PA 19122	NONE	NC	FELLOWSHIP	8,000
MILLERSVILLE UNIVERSITY 1 SOUTH GEORGE STREET MILLERSVILLE, PA 17551	NONE	PC	GRANT	200,000
MUSIC FOR EVERYONE 42 N PRINCE ST LANCASTER, PA 17603	NONE	PC	GRANT	10,000
NORTH MUSEUM OF NATURAL HISTORY & SCIENCE-LANCASTER 400 COLLEGE AVE LANCASTER, PA 17603	NONE	PC	GRANT	20,639
SAMANTHA CHRISTMANN CO MILLERSVILLE UNIVERSITY 1 S GEORGE ST MILLERSVILLE, PA 17551	NONE	NC	FELLOWSHIP	7,052
Total 				4,123,753
3a				

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>				
SAMARITAN COUNSELING CENTER- LANCASTER 1803 OREGON PIKE LANCASTER, PA 17601	NONE	PC	GRANT	5,000
SARAH FERGUSON CO RHODES COLLEGE 2000 N PARKWAY MEMPHIS, TN 38112	NONE	NC	SCHOLARSHIP	2,500
SOUTHEAST LANCASTER HEALTH SERVICES 625 SOUTH DUKE STREET LANCASTER, PA 17602	NONE	PC	GRANT	30,000
SUSAN P BYRNES HEALTH EDUCATION CENTER 515 SOUTH GEORGE ST YORK, PA 17401	NONE	PC	GRANT	20,000
TABOR COMMUNITY SERVICES- LANCASTER 308 E KING ST 1 LANCASTER, PA 17608	NONE	PC	GRANT	25,000
Total 3a				4,123,753

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>				
THADDEUS STEVENS FOUNDATION 750 E KING ST LANCASTER, PA 17602	NONE	PC	GRANT	100,000
TIFFANY LAM CO GETTYSBURG COLLEGE 300 N WASHINGTON ST GETTYSBURG, PA 17325	NONE	NC	SCHOLARSHIP	5,000
UNITED WAY OF LANCASTER COUNTY 630 JANET AVE LANCASTER, PA 17601	NONE	PC	GRANT	75,000
LANCASTER SCIENCE FACTORY 454 NEW HOLLAND AVENUE LANCASTER, PA 17602	NONE	PC	GRANT	4,000
PLANNED PARENTHOOD -LANCASTER 31 S LIME ST LANCASTER, PA 17602	NONE	PC	GRANT	25,000
Total 3a				4,123,753


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>				
T BUCKWALTER CO HUNTER COLLEGE 695 PARK AVE NEW YORK, NY 10065	NONE	NC	SCHOLARSHIP	7,500
K FULMER CO UNIVERSITY OF DELAWARE 210 SOUTH COLLEGE AVENUE NEWARK, DE 19716	NONE	NC	SCHOLARSHIP	3,750
D PHILLIPS1 ALPHA DRIVE ELIZABETHTOWN, PA 17022	NONE	NC	SCHOLARSHIP	3,750
F RODA CO PHILADELPHIA UNIVERSITY 4201 HENRY AVE PHILADELPHIA, PA 19144	NONE	NC	SCHOLARSHIP	3,750
A WIRTH CO MILLERSVILLE UNIVERSITY 1 S GEORGE ST MILLERSVILLE, PA 17551	NONE	NC	FELLOWSHIP	8,000
Total ▶ 3a				4,123,753

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>				
S FORCEY CO DREXEL UNIVERSITY 3141 CHESTNUT STREET PHILADELPHIA, PA 19104	NONE	NC	FELLOWSHIP	8,000
A KISSINGER CO MILLERSVILLE UNIVERSITY 1 S GEORGE ST MILLERSVILLE, PA 17551	NONE	NC	FELLOWSHIP	10,000
J NICE CO MILLERSVILLE UNIVERSITY 1 S GEORGE ST MILLERSVILLE, PA 17551	NONE	NC	FELLOWSHIP	10,000
LANCASTER EARLY EDUCATION CENTER 150 S QUEEN STREET LANCASTER, PA 17603	NONE	PC	GRANT	100,000
LANCASTER REDEVELOPMENT FUND 28 PENN SQUARE LANCASTER, PA 17603	NONE	PC	GRANT	25,000
Total 3a				4,123,753

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>				
COMMUNITY FIRST FUND 51 SOUTH DUKE STREET LANCASTER, PA 17602	NONE	PC	GRANT	50,000
LANCASTER LEBANON LITERACY COUNCIL 407 LAFAYETTE STREET LANCASTER, PA 17603	NONE	PC	GRANT	250
COBY'S FAMILY SERVICES 1417 OREGON ROAD LEOLA, PA 17540	NONE	PC	GRANT	10,000
LANCASTER AREA HABITAT FOR HUMANITY 443 FAIRVIEW AVENUE LANCASTER, PA 17603	NONE	PC	GRANT	50,000
HOUSING DEVELOPMENT CORP 6 WEST KING STREET SUITE 4 LANCASTER, PA 17603	NONE	PC	GRANT	5,000
Total 				4,123,753
3a				

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>				
WATER SCIENCE INSTITUTE 177 RIVER DRIVE LANCASTER, PA 17603	NONE	PC	GRANT	75,000
LANCASTER COUNTRY DAY SCHOOL 725 HAMILTON RD LANCASTER, PA 17603	NONE	PC	HORIZONS	20,000
LANCASTER CITY ALLIANCE 115 EAST KING STREET LANCASTER, PA 17602	NONE	PC	GRANT	75,000
LANCASTER CITY ALLIANCE 115 EAST KING STREET LANCASTER, PA 17602	NONE	PC	GOVERNOR'S AWARDS FOR THE ARTS	25,000
GIRLS ON THE RUN OF LANCASTER 1062 MANHEIM PIKE LANCASTER, PA 17601	NONE	PC	GRANT	10,000
Total ▶ 3a				4,123,753

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>				
HOPE WITHIN MINISTRIES INC 4748 E HARRISBURG PIKE ELIZABETHTOWN, PA 17022	NONE	PC	GRANT	10,000
CONESTOGA VALLEY EDUCATION FOUNDATION 2110 HORSHOE ROAD LANCASTER, PA 17601	NONE	PC	GRANT	5,000
THE FOUNDATION OF EDC 115 EAST KING STREET LANCASTER, PA 17602	NONE	PC	CENTER FOR REGIONAL ANALYSIS	250,000
LANCASTER LEBANON IU13 1020 NEW HOLLAND AVENUE LANCASTER, PA 17601	NONE	PC	GRANT	90,785
MILLERSVILLE UNIVERSITY 1 S GEORGE ST MILLERSVILLE, PA 17551	NONE	PC	GRANT	3,250
Total 3a				4,123,753

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
FOUNDATION OF THE LANCASTER COUNTY CONSERVATION DISTRICT 1383 ARCADIA ROAD ROOM 200 LANCASTER, PA 17601	NONE	PC	GRANT	35,000
ENVISION EXCELLENCE 15318 GEORGIAN SQUARE CT ROCKVILLE, MD 20853	NONE	PC	GRANT	27,500
LANCASTER COUNTY WORKFORCE DEVELOPMENT BOARD 313 W LIBERTY STREET LANCASTER, PA 17603	NONE	PC	GRANT	1,480
Total ▶				4,123,753
3a				

TY 2017 General Explanation Attachment**Name:** THE STEINMAN FOUNDATION**EIN:** 23-6266377**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	ELECTION TO AMORTIZE BOND PREMIUM	FORM 990-PF	TAXPAYER HEREBY MAKES THE BOND PREMIUM A MORTIZATION ELECTION PURSUANT TO CODE SEC 171(C)

TY 2017 Investments Corporate Bonds Schedule**Name:** THE STEINMAN FOUNDATION**EIN:** 23-6266377**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BNY MELLON	10,315,164	10,272,195

TY 2017 Investments Corporate Stock Schedule**Name:** THE STEINMAN FOUNDATION**EIN:** 23-6266377

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BNY MELLON	46,928,760	81,628,220

TY 2017 Investments - Other Schedule**Name:** THE STEINMAN FOUNDATION**EIN:** 23-6266377**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BLACKSTONE GROUP, L.P.	AT COST	1,012,114	1,601,000

TY 2017 Other Expenses Schedule**Name:** THE STEINMAN FOUNDATION**EIN:** 23-6266377**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SOFTWARE AND DOMAIN FEES	10,483	0		10,483
MEMBERSHIP DUES	15,308	0		15,308
MEALS & ENTERTAINMENT	2,781	0		2,781
MISCELLANEOUS	1,759	0		1,759
TRAVEL - CONFERENCES	10,395	0		10,395

TY 2017 Other Income Schedule**Name:** THE STEINMAN FOUNDATION**EIN:** 23-6266377**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	61,352	61,352	61,352

TY 2017 Other Professional Fees Schedule**Name:** THE STEINMAN FOUNDATION**EIN:** 23-6266377

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	377,352	377,352		0
MANAGEMENT FEE	302,400	0		302,400
FOUNDATION CONSULTING	146,530	0		146,530
MISCELLANEOUS	36,369	0		36,369

TY 2017 Taxes Schedule**Name:** THE STEINMAN FOUNDATION**EIN:** 23-6266377

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES - BNY	19,216	19,216		0
EXCISE TAX	202,512	0		0