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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation: **MASSEY CHARITABLE TRUST**

Room/suite: **306**

Number and street (or P O box number if mail is not delivered to street address): **1370 WASHINGTON PIKE**

City or town, state, and ZIP code: **BRIDGEVILLE, PA 15017**

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 34,767,149.** (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual
 Other (specify)

A Employer identification number: **23-7007897**

B Telephone number: **4128380086**

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	751,337.	766,136.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<1,481,458.>			
	b Gross sales price for all assets on line 6a	13,125,432.			
	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	<112,045.>	0.		STATEMENT 1	
12 Total. Add lines 1 through 11	<842,166.>	766,136.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	105,633.	36,972.		68,661.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	25,208.	8,823.		16,385.
	16a Legal fees				
	b Accounting fees	STMT 2 16,611.	8,306.		8,305.
	c Other professional fees	STMT 3 4,297.	1,504.		2,793.
	17 Interest				
	18 Taxes	STMT 4 37,296.	36,195.		5,153.
	19 Depreciation and depletion				
	20 Occupancy	8,187.	2,865.		5,322.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 5 21,006.	81,347.		5,344.	
24 Total Operating and Administrative expenses. Add lines 13 through 23	218,238.	176,012.		111,963.	
25 Contributions, gifts, grants paid	1,583,000.			1,650,000.	
26 Total expenses and disbursements. Add lines 24 and 25	1,801,238.	176,012.		1,761,963.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<2,643,404.>				
b Net investment income (if negative, enter -0-)		590,124.			
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		24,277.	40,190.	40,190.	
	2	Savings and temporary cash investments		424,930.	2,206,901.	2,206,901.	
	3	Accounts receivable ▶	23,795.				
		Less: allowance for doubtful accounts ▶		62,109.	23,795.	23,795.	
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	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			5,166.	2,373.	2,373.
	10a	Investments - U.S. and state government obligations					
	b	Investments - corporate stock					
	c	Investments - corporate bonds					
11	Investments - land, buildings, and equipment: basis ▶						
	Less: accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other	STMT 6		37,774,806.	32,493,890.	32,493,890.	
14	Land, buildings, and equipment: basis ▶						
	Less: accumulated depreciation ▶						
15	Other assets (describe ▶)						
16	Total assets (to be completed by all filers)			38,291,288.	34,767,149.	34,767,149.	
Liabilities	17	Accounts payable and accrued expenses		2,083.	3,967.		
	18	Grants payable		252,000.	185,000.		
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)	STATEMENT 7		37,601.	18,643.	
23	Total liabilities (add lines 17 through 22)			291,684.	207,610.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31						
	24	Unrestricted		37,999,604.	34,559,539.		
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>						
	and complete lines 27 through 31						
	27	Capital stock, trust principal, or current funds					
28	Paid-in or capital surplus, or land, bldg., and equipment fund						
29	Retained earnings, accumulated income, endowment, or other funds						
30	Total net assets or fund balances			37,999,604.	34,559,539.		
31	Total liabilities and net assets/fund balances			38,291,288.	34,767,149.		

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	37,999,604.
2	Enter amount from Part I, line 27a	2	<2,643,404.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	35,356,200.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED DEPRECIATION	5	796,661.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	34,559,539.

Form 990-PF (2011)

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 STATEMENT 9	P	VARIOUS	VARIOUS
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 13,125,432.			<1,453,529.>
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			<1,453,529.>
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	<1,453,529.>
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	N/A

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))
2010	1,708,589.	35,181,720.	.048565
2009	1,728,811.	31,803,608.	.054359
2008	2,974,660.	38,628,724.	.077006
2007	2,197,101.	44,672,551.	.049182
2006	1,992,865.	41,106,282.	.048481

2 Total of line 1, column (d)	2	.277593
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	.055519
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	37,087,765.
5 Multiply line 4 by line 3	5	2,059,076.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,901.
7 Add lines 5 and 6	7	2,064,977.
8 Enter qualifying distributions from Part XII, line 4 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.	8	1,761,963.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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	11,802.
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	11,802.
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	11,802.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	7,388.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	8,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	15,388.
8	Enter any penalty for underpayment of estimated tax. Check here <input 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	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,586.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 3,586. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of ROBERT M. CONNOLLY Telephone no. 412-838-0086 Located at 1370 WASHINGTON PIKE, NO. 306, BRIDGEVILLE, PA ZIP+4 15017
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 2011, 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

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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 2011?
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? 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.)
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?
b If "Yes," did it have excess business holdings in 2011 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 2011)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2011?

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

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) N/A

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
 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

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
SEE STATEMENT 8		105,633.	25,208.	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."

(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 NONE	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
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	35,972,333.
b	Average of monthly cash balances	1b	1,645,630.
c	Fair market value of all other assets	1c	34,590.
d	Total (add lines 1a, b, and c)	1d	37,652,553.
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	37,652,553.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	564,788.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,087,765.
6	Minimum investment return Enter 5% of line 5	6	1,854,388.

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	1,854,388.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	11,802.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,802.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,842,586.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,842,586.
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	1,842,586.

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	1,761,963.
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	1,761,963.
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	1,761,963.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,842,586.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	54,107.			
b From 2007	132,719.			
c From 2008	1,081,878.			
d From 2009	149,401.			
e From 2010				
f Total of lines 3a through e	1,418,105.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 1,761,963.				
a Applied to 2010, 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 2011 distributable amount				1,761,963.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	80,623.			80,623.
6 Enter the net total of each column as indicated below:	1,337,482.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
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 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,337,482.			
10 Analysis of line 9:				
a Excess from 2007	106,203.			
b Excess from 2008	1,081,878.			
c Excess from 2009	149,401.			
d Excess from 2010				
e Excess from 2011				

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 2011, 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)

	Tax year		Prior 3 years		(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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					
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 of the person to whom applications should be addressed:

ROBERT M. CONNOLLY, TRUSTEE
1370 WASHINGTON PIKE SUITE 306, BRIDGEVILLE, PA 15017

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

SEE STATEMENT 11

c Any submission deadlines:

NONE

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

DOMESTIC UNITED STATES, HOWEVER, GRANTS ARE AWARDED PRIMARILY TO ORGANIZATIONS IN SOUTHWESTERN PENNSYLVANIA.

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				
SEE STATEMENT 10				1,650,000.
Total ▶ 3a				
b Approved for future payment				
EXTRA MILE EDUCATION FOUNDATION 111 BOULEVARD OF THE ALLIES PITTSBURGH, PA 15222				25,000.
THE CHILDREN'S INSTITUTE 1405 SHADE AVENUE PITTSBURGH, PA 15217				25,000.
WESTMORELAND COUNTY FOOD BANK 100 DEVONSHIRE DRIVE DELMONT, PA 15626				15,000.
Total ▶ 3b				

FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
PARTNERSHIP INCOME (LOSS)	<112,045.>	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	<112,045.>	0.		

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SISTERSON & CO, LLP	12,111.	6,056.		6,055.	
INDEPENDENT CONTROLLERS	4,500.	2,250.		2,250.	
TO FORM 990-PF, PG 1, LN 16B	16,611.	8,306.		8,305.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRUSTEE EXPENSES	4,297.	1,504.		2,793.	
TO FORM 990-PF, PG 1, LN 16C	4,297.	1,504.		2,793.	

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	7,928.	2,775.		5,153.	
FEDERAL EXCISE TAX	11,985.	0.		0.	
DEFERRED EXCISE TAX	<16,000.>	0.		0.	
FOREIGN TAX PAID	33,383.	33,420.		0.	
TO FORM 990-PF, PG 1, LN 18	37,296.	36,195.		5,153.	

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE EXPENSE	989.	495.		494.
OFFICE SUPPLIES	674.	337.		337.
INSURANCE EXPENSE	3,586.	1,793.		1,793.
MISCELLANEOUS EXPENSE	254.	127.		127.
BNY MELLON BANK INVESTMENT FEES	12,834.	12,834.		0.
PNC BANK FEES	152.	76.		76.
PARTNERSHIP EXPENSES	0.	65,685.		0.
DUES	2,517.	0.		2,517.
TO FORM 990-PF, PG 1, LN 23	21,006.	81,347.		5,344.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AMERICAN FUNDS-EUROPACIFIC	FMV	4,252,470.	4,252,470.
MELLON PRIVATE EQUITY FUND IV LP	FMV	597,393.	597,393.
NOTES & BONDS	FMV	45,590.	45,590.
POWERSHARES DYNAMIC MARKET	FMV	374,308.	374,308.
POWERSHARES DYNAMIC MAGNIQUANT	FMV	900,604.	900,604.
DREYFUS APPRECIATION FUND	FMV	1,898,897.	1,898,897.
BNY MELLON LARGE CAP STOCK FUND	FMV	1,563,179.	1,563,179.
NORTHERN GLOBAL REAL ESTATE INDEX	FMV	449,054.	449,054.
TEMPLETON FOREIGN FUND	FMV	2,647,359.	2,647,359.
DREYFUS PREMIER LIMITED TERM HIGH YIELD FUND	FMV	1,139,413.	1,139,413.
DREYFUS GLOBAL REAL ESTATE FUND	FMV	597,978.	597,978.
ISHARES MSCI EMERGING MARKET FUND	FMV	879,449.	879,449.
BNY MELLON PRIVATE EQUITY FUND VI LP	FMV	772,964.	772,964.
VANGUARD TOTAL BOND MARKET INDEX FUND	FMV	1,977,624.	1,977,624.
BNY MELLON EMERGING MARKET FUND	FMV	1,000,154.	1,000,154.
VANGUARD TOTAL INTERNATIONAL STOCK INDEX	FMV	938,730.	938,730.
PIMCO FOREIGN BOND FUND	FMV	1,083,328.	1,083,328.
PIMCO TOTAL RETURN	FMV	1,033,194.	1,033,194.
VANGUARD SHORT TERM CORP	FMV	2,380,306.	2,380,306.
BNY MELLON SMALL/MID CAP FUND	FMV	1,427,390.	1,427,390.
BNY MELLON ALCENTRA MEZ III LP	FMV	200,584.	200,584.
BNY MELLON PRIVATE EQUITY FUND VII LP	FMV	104,510.	104,510.

MASSEY CHARITABLE TRUST

23-7007897

BNY MELLON FOCUSED EQUITY FUND	FMV	737,217.	737,217.
BNY MELLON INCOME STOCK FUND	FMV	1,064,037.	1,064,037.
DREYFUS US EQUITY FUND	FMV	791,681.	791,681.
ROYCE SPECIAL EQUITY FUND	FMV	778,203.	778,203.
VANGUARD DIVIDEND GROWTH FUND	FMV	1,053,943.	1,053,943.
VANGUARD INDEX TR SMALL FUND	FMV	796,800.	796,800.
VANGUARD PRIME CAPITAL CORE INVESTMENTS	FMV	1,007,531.	1,007,531.
TOTAL TO FORM 990-PF, PART II, LINE 13		32,493,890.	32,493,890.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	7
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ACCRUED PAYROLL TAXES	4,586.	4,643.
FEDERAL EXCISE TAX	8,515.	5,500.
DEFERRED FEDERAL EXCISE TAX	24,500.	8,500.
TOTAL TO FORM 990-PF, PART II, LINE 22	37,601.	18,643.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT M. ENTWISLE, ESQ. 125 1ST AVENUE PITTSBURGH, PA 15222	TRUSTEE 2.00	1,200.	0.	0.
DR. JOE B. MASSEY 2870 PHARR COURT SOUTH, APT 1110 ATLANTA, GA 30305	TRUSTEE 2.00	1,200.	0.	0.
DANIEL B. CARROLL 708 LAKE ISLAND DRIVE CANYON LAKE, TX 78133	TRUSTEE 2.00	1,200.	0.	0.
ROBERT M. CONNOLLY, CPA 1541 NETWORK DRIVE CANONSBURG, PA 15317	EXEC DIR./TRUSTEE 40.00	100,833.	25,208.	0.
BARBARA R. DEWITT 616 SOUTH LINDEN AVENUE PITTSBURGH, PA 15208	TRUSTEE 2.00	1,200.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		105,633.	25,208.	0.

STATEMENT 9

MASSEY CHARITABLE TRUST

I.D. #23-7007897

2011 RETURN OF PRIVATE FOUNDATION

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

METHOD ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	COST BASIS	WASH SALES DISALLOWED	CAPITAL GAIN (LOSS)
ROYCE MICRO-CAP FUND (CGD)						40,145
VANGUARD FIXED INCOME (CGD)						8,193
VANGUARD TOTAL BOND MARKET INDEX (CGD)						5,548
BNY MELLON FOCUSED EQUITY (CGD)						1,661
BNY MELLON EMERGING MARKETS FUND (CGD)						33,564
FLOWTHROUGH FROM BNY MELLON PRIVATE EQUITY FUND VI, LP						4,750
FLOWTHROUGH FROM MELLON PRIVATE EQUITY FUND IV, LP						22,891
BNY MELLON LARGE CAP STOCK FUND	VARIOUS	10/13/2011	5,000,000	6,051,461	-	(1,051,461)
VANGUARD FIXED INCOME	VARIOUS	VARIOUS	3,831,341	3,754,180	287	77,448
EURO PACIFIC GROWTH FUND	VARIOUS	VARIOUS	1,000,000	946,189	-	53,811
ABAG FIN AUTHO FOR NON 5 32% 9/15/32	VARIOUS	VARIOUS	1,000,000	1,000,000	-	-
POWERSHARES EXCHANGE TRADED FUND	12/4/2006	2/9/2011	499,175	544,313	-	(45,139)
PROSHARES TR	12/26/2007	6/6/2011	1,018,405	1,501,878	-	(483,473)
BARCLAYS	VARIOUS	8/10/2011	776,511	897,978	-	(121,467)

TOTAL CAPITAL (LOSS) FOR FORM 990-PF, PART IV

(1,453,529)

**Massey Charitable Trust
Grants Paid
For The Year Ended December 31, 2011**

Recipient	Purpose	Amount
Allegheny County Library Association 22 Wabash St. Ste 203 Pittsburgh, PA 15220	Education	15,000.00
ACLD, Inc. 4900 Girard Road Pittsburgh, PA 15227	Education	10,700.00
Andrew Carnegie Library 300 Beechwood Avenue Carnegie, PA 15106	Education	7,500.00
Allegheny County Literacy Council, Inc. 541 Perry Highway Pittsburgh, PA 15229	Education	5,000.00
Belmont University 1900 Belmont Boulevard Nashville, TN 37212-3757	Education	30,000.00
Carlow University 3333 Fifth Avenue Pittsburgh, PA 15213	Education	24,500.00
Emory University School of Medicine 1440 Clifton Road NE, Suite 116 Atlanta, GA 30322	Education	10,000.00
Extra Mile Education Foundation 111 Boulevard of the Allies Pittsburgh, PA 15222	Education	25,000.00
Extra Mile Education Foundation - capital project 111 Boulevard of the Allies Pittsburgh, PA 15222	Education	25,000.00
Greater Pittsburgh Literacy Council 100 Sheridan Square, 4 th Floor Pittsburgh, PA 15206	Education	10,000.00
KIPP Metro Atlanta Collaborative 191 Peachtree St., NE Ste 810 Atlanta, GA 30303	Education	15,000.00

**Massey Charitable Trust
Grants Paid
For The Year Ended December 31, 2011**

Recipient	Purpose	Amount
KIPP New York, Inc. 625 West 133rd Street, Room 308C New York, NY 10027	Education	30,000.00
Marist School 3790 Ashford Dunwoody Road Atlanta, GA 30319	Education	5,000.00
Morehouse School of Medicine 720 Westview Drive, S.W. Atlanta, GA 30310-1495	Education	10,000 00
Pace School 2432 Greensburg Pike Pittsburgh, PA 15221	Education	10,000.00
Saint Georges's Episcopal School 103 Birch Street Milner, GA 30257	Education	2,000.00
Saint Vincent College 300 Fraser Purchase Road Latrobe, Pennsylvania 15650	Education	5,000.00
The Pittsburgh Promise 1901 Centre Avenue, Suite 204 Pittsburgh, PA 15219	Education	100,000.00
St Martin's Episcopal School 3110-A Ashford Dunwoody Road Atlanta, GA 30319	Education	12,500.00
Washington County Literacy Council 27 S. College St Washington, Pa 15301	Educatron	5,000.00
Washington & Jefferson College 60 S. Lincoln Street Washington, PA 15301	Education	30,000.00
Woodward Academy 1662 Rugby Avenue College Park, GA 30337-2199	Education	5,000.00

**Massey Charitable Trust
Grants Paid
For The Year Ended December 31, 2011**

Recipient	Purpose	Amount
Yale Law School P O. Box 208215 New Haven, CT 06520-8215	Education	2,000.00
Yale University P.O. Box 1890 New Haven, CT 06508	Education	2,000.00
Achieva 711 Bingham Street Pittsburgh, PA 15203	Human Services	15,000.00
Angels' Place, Inc. 2615 Norwood Avenue Pittsburgh, PA 15214	Human Services	20,600.00
Bethlehem Haven Fifth Avenue Commons 905 Watson Street Pittsburgh, PA 15219	Human Services	15,000.00
CASA of Allegheny County 564 Forbes Ave., Suite 902 Pittsburgh, PA 15219	Human Services	6,000.00
Catholic Youth Association of Pittsburgh, Inc. 286 Main Street Pittsburgh, PA 15201	Human Services	15,000.00
East End Cooperative Ministry - Operating 250 North Highland Avenue Pittsburgh, PA 15206	Human Services	35,000.00
East End Cooperative Ministry - Capital 250 North Highland Avenue Pittsburgh, PA 15206	Human Services	50,000.00
Family Resources Stevenson Bldg. 141 S. Highland Avenue Pittsburgh, PA 15206	Human Services	5,000.00

**Massey Charitable Trust
Grants Paid
For The Year Ended December 31, 2011**

Recipient	Purpose	Amount
Focus On Renewal Sto-Rox Neighborhood Corp 701 Chartiers Ave. McKees Rocks, PA 15136	Human Services	25,000.00
Greater Pittsburgh Community Food Bank 1 North Linden Street Duquesne, PA 15110	Human Services	25,000.00
Heritage Community Initiatives 820 Braddock Avenue Braddock, PA 15104	Human Services	15,000 00
Human Services Center Corp 413 Penn Ave Turtle Creek, PA 15145	Human Services	10,000.00
Lifesteps, Inc. 383 New Castle Road Butler, PA 16001-7311	Human Services	6,000 00
Nile Sisters 6035 University Avenue, Suite 22 San Diego, CA 92115	Human Services	10,000.00
Pa. Org. for Women in Early Recovery 7501 Penn Avenue Pittsburgh, PA 15208	Human Services	10,000.00
The Salvation Army 700 N. Bell Ave. P.O. Box 742 Carnegie, PA 15106	Human Services	12,500.00
Rainbow Kitchen Community Services 135 East Ninth Avenue Homestead, PA 15120-1601	Human Services	25,000.00
Rankin Christian Center 230 Third Ave. Rankin, PA 15104	Human Services	22,250 00
Southwinds, Inc. 2010 Greentree Road, Ste A-201 Pittsburgh, PA 15220	Human Services	20,000.00

**Massey Charitable Trust
Grants Paid
For The Year Ended December 31, 2011**

Recipient	Purpose	Amount
The Children's Institute 1405 Shady Ave. Pittsburgh, PA 15217	Human Services	25,000.00
Westmoreland County Food Bank 100 Devonshire Drive Delmont, PA 15626-1607	Human Services	15,000.00
The Woodlands Foundation - Operating 134 Shenot Road Wexford, PA 15090	Human Services	25,000.00
The Woodlands Foundation - capital improvement 134 Shenot Road Wexford, PA 15090	Human Services	10,000.00
Three Rivers Adoption Council 307 Fourth Ave, Suite 310 Pittsburgh, PA 15222	Human Services	5,000.00
Verland Foundation 212 Iris Road Sewickley, PA 15143-2400	Human Services	15,600.00
Women's Center & Shelter of Greater Pittsburgh P.O. Box 9024 Pittsburgh, PA 15224	Human Services	10,000.00
YWCA of Butler 120 West Cunningham St. Butler, PA 16001	Human Services	2,500.00
Anchorpoint Counseling Ministry 800 McKnight Park Drive, Ste 802 Pittsburgh, PA 15237	Youth Programs	10,000.00
Agape Community Center 2353 Bolton Road, NW Ste 100 Atlanta, GA 30318	Youth Programs	5,000.00
Big Brothers/Big Sisters of Beaver County 426 Adams Street, Suite 2 Rochester, PA 15074	Youth Programs	10,000.00

**Massey Charitable Trust
Grants Paid
For The Year Ended December 31, 2011**

Recipient	Purpose	Amount
Big Brothers/Big Sisters of Greater Pittsburgh 5989 Penn Circle South Pittsburgh, PA 15206	Youth Programs	15,000.00
Boy Scouts of America Greater Pittsburgh Council Flag Plaza Pittsburgh, PA 15219	Youth Programs	10,000.00
Boy Scouts of America Greater Pittsburgh Council Flag Plaza Pittsburgh, PA 15219	Youth Programs	25,000.00
Coalition for Christian Outreach 5912 Penn Avenue Pittsburgh, PA 15206	Youth Programs	25,000.00
Family Guidance 307 Duff Road Sewickley, PA 15143	Youth Programs	25,000.00
Horizons Atlanta at Holy Innocent's Episcopal School 805 Mt. Vernon Highway N.W. Atlanta, GA 30327	Youth Programs	5,000.00
Jewish Community Center of Greater Pittsburgh 5738 Forbes Avenue Box 81980 Pittsburgh, PA 15217	Youth Programs	25,000.00
Lemoyne Community Center 200 Forrest Avenue, P.O. Box 1241 Washington, Pa 15301	Youth Programs	10,000.00
Mooncrest Children's Program Operated by Felician Sisters 336 Hemlock Drive Moon Twp., PA 15108	Youth Programs	15,000.00
Pine Valley Bible Camp 504 Chapel Drive Ellwood City, PA 16117	Youth Programs	10,000.00

**Massey Charitable Trust
Grants Paid
For The Year Ended December 31, 2011**

Recipient	Purpose	Amount
Social Advocates for Youth - S.D. Teen Court 4340 Genesee Ave., Ste 207 San Diego, CA 92117	Youth Programs	16,000.00
The Pittsburgh Project 2801 North Charles Street Pittsburgh, PA 15214-3110	Youth Programs	30,000.00
Reading is FUNdamental Pittsburgh 10 Children's Way, Suite 300 Pittsburgh, PA 15212	Youth Programs	20,000 00
Reading is FUNdamental Pittsburgh 10 Children's Way, Suite 300 Pittsburgh, PA 15212	Youth Programs	7,500.00
Sweetwater Arts Center 200 Broad Street Sewickley, PA 15143	Youth Programs	8,000.00
Tickets for Kids 139 Freeport Road, Suite 100 Pittsburgh, PA 15215	Youth Programs	2,700.00
Three Rivers Youth 6117 Broad Street Pittsburgh, PA 15206	Youth Programs	10,000.00
Urban Impact Foundation 801 Union Avenue Pittsburgh, PA 15212	Youth Programs	40,000.00
Young Life P.O. Box 520 Colorado Springs, CO 80901-0520	Youth Programs	24,000.00
YouthPlaces, Inc. 2934 Smallman St., 2 nd Floor Pittsburgh, PA 15201	Youth Programs	10,000.00
CURE Childhood Cancer 1835 Savoy Drive, Suite 102 Atlanta, GA 30338	Health Care & Medical Research	5,000.00

**Massey Charitable Trust
Grants Paid
For The Year Ended December 31, 2011**

Recipient	Purpose	Amount
Catholic Charities Health Care Center 212 Ninth St. Pittsburgh, PA 15222	Health Care & Medical Research	15,000 00
East Liberty Family Health Center, Inc. 7171 Churchland Street Pittsburgh, PA 15206	Health Care & Medical Research	25,000.00
Multiple Sclerosis Services Society-UCP/CLASS 4638 Centre Avenue Pittsburgh, PA 15213	Health Care & Medical Research	10,000.00
Villa St. Joseph of Baden 1030 State Street Baden, PA 15005	Health Care & Medical Research	18,650.00
Atlanta Celebrates Photography, Inc. 1135 Sheridan Road, NE Atlanta, GA 30324	Arts, Cultural & Museums	8,000.00
Atlanta Contemporary Art Center 535 Means Street Atlanta, GA 30318	Arts, Cultural & Museums	20,000.00
Atlanta Photography Group, Inc 75 Bennett Street, NW Space B-1 Atlanta, GA 30309	Arts, Cultural & Museums	5,000.00
Atlanta Symphony Orchestra 1280 Peachtree, Ste 4074 Atlanta, GA 30309-3552	Arts, Cultural & Museums	41,000.00
Carnegie Museums of Pittsburgh 4400 Forbes Avenue Pittsburgh, PA 15213	Arts, Cultural & Museums	50,000.00
Michael C. Carlos Museum Emory University 571 South Kilgo Circle Atlanta, GA 30322	Arts, Cultural & Museums	25,000 00
High Museum of Art 1280 Peachtree Street NE Atlanta, GA 30309	Arts, Cultural & Museums	50,000.00

**Massey Charitable Trust
Grants Paid
For The Year Ended December 31, 2011**

Recipient	Purpose	Amount
Historical Society of Western Pennsylvania 1212 Smallman Street Pittsburgh, PA 15222	Arts, Cultural & Museums	20,000.00
The Museum of Contemporary Art of Georgia 75 Bennet Street Atlanta, GA 30309	Arts, Cultural & Museums	10,000.00
Museum of Design Atlanta 285 Peachtree Center, Marquis II Tower Atlanta, GA 30308	Arts, Cultural & Museums	20,000.00
Museum of Photographic Arts 1649 El Prado San Diego, CA 92101	Arts, Cultural & Museums	5,000.00
Pittsburgh Civic Light Opera The Benedum Center 719 Liberty Avenue Pittsburgh, PA 15222	Arts, Cultural & Museums	30,000.00
Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222	Arts, Cultural & Museums	10,000.00
Pittsburgh Youth Symphony Orchestra 600 Penn Avenue Pittsburgh, PA 15222	Arts, Cultural & Museums	10,000.00
The Pittsburgh Trust for Cultural Resources 803 Liberty Avenue Pittsburgh, PA 15222	Arts, Cultural & Museums	15,000.00
True Colors Theater Company 659 Auburn Ave., Suite 257 Atlanta, GA 30312	Arts, Cultural & Museums	10,000.00
Allegheny Land Trust 409 Broad Street, Suite 206A Sewickley, PA 15143	Conservation	15,000.00
Hollow Oak Land Trust P.O. Box 741 Moon Township, PA 15108	Conservation	7,500.00

**Massey Charitable Trust
Grants Paid
For The Year Ended December 31, 2011**

Recipient	Purpose	Amount
Western Pennsylvania Conservancy 209 Fourth Avenue Pittsburgh, PA 15222	Conservation	20,000.00
Total Grants Paid		<u><u>1,650,000.00</u></u>

**Massey Charitable Trust
1370 Washington Pike, Suite 306
Bridgeville, PA 15017
(412)838-0086**

Grant Applicants:

Please include the following when making a grant request:

- Brief description of the organization and the purpose for the grant.
- Common Grant Application *Cover Sheet* (page 5 of Common Grant Application Format) – Available at the website of Grantmakers of Western Pennsylvania - www.gwpa.org
- IRS determination letter (a.k.a. 501(c)(3) letter)
- Most recent annual report (if your organization produces one)
- Most recent audited financial statements
- Current budget
- Listing of board members
- Listing of other foundations supporting the organization
- If the organization is a 509(a)(3) supporting organization, please provide documentation to indicate that it is either a Type I, Type II or Type III .
- Any other relevant information to support your case for requesting a grant

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box X

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions MASSEY CHARITABLE TRUST	Employer identification number (EIN) or <input checked="" type="checkbox"/> 23-7007897
	Number, street, and room or suite no If a P O box, see instructions 1370 WASHINGTON PIKE, NO. 306	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code For a foreign address, see instructions BRIDGEVILLE, PA 15017	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

ROBERT M. CONNOLLY

• The books are in the care of **1370 WASHINGTON PIKE, NO. 306 - BRIDGEVILLE, PA 15017**
Telephone No **412-838-0086** 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

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**
5 For calendar year **2011**, or other tax year beginning _____, and ending _____
6 If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return Change in accounting period
7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a 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	8a	\$	15,388.
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 and any amount paid previously with Form 8868.	8b	\$	15,388.
c Balance due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature _____ Title _____ Date _____