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**Return of Private Foundation**

**2013**

Department of the Treasury  
Internal Revenue Service

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Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>MASSEY CHARITABLE TRUST</b>		A Employer identification number <b>23-7007897</b>
Number and street (or P O box number if mail is not delivered to street address) <b>1370 WASHINGTON PIKE</b>	Room/suite <b>306</b>	B Telephone number <b>4128380086</b>
City or town, state or province, country, and ZIP or foreign postal code <b>BRIDGEVILLE, PA 15017</b>		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) ▶ \$ <b>39,832,112.</b>	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	693,241.	722,846.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,728,283.			
b Gross sales price for all assets on line 6a	8,106,350.			
7 Capital gain net income (from Part IV, line 2)		1,923,574.		
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	<86,149.>	498.		STATEMENT 1
12 Total. Add lines 1 through 11	2,335,375.	2,646,918.		
13 Compensation of officers, directors, trustees, etc	111,783.	39,124.		72,659.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	26,746.	9,361.		17,385.
16a Legal fees				
b Accounting fees	15,875.	7,938.		7,937.
c Other professional fees	4,411.	1,544.		2,867.
17 Interest				
18 Taxes	119,130.	21,634.		5,610.
19 Depreciation and depletion				
20 Occupancy	8,317.	2,911.		5,406.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	37,288.	96,529.		7,481.
24 Total operating and administrative expenses. Add lines 13 through 23	323,550.	179,041.		119,345.
25 Contributions, gifts, grants paid	1,600,000.			1,680,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,923,550.	179,041.		1,799,345.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	411,825.			
b Net investment income (if negative, enter -0-)		2,467,877.		
c Adjusted net income (if negative, enter -0-)			N/A	

REVENUE  
 OPERATING AND ADMINISTRATIVE EXPENSES  
 SCANNED NOV 07 2014

RECEIVED  
 NOV 17 2014  
 COCEN, UT

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	47,913.	56,617.	56,617.
	2 Savings and temporary cash investments	136,579.	747,068.	747,068.
	3 Accounts receivable ▶ 25,177.			
	Less: allowance for doubtful accounts ▶	25,313.	25,177.	25,177.
	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	2,373.	5,225.	5,225.
	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	36,769,909.	38,998,025.	38,998,025.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	36,982,087.	39,832,112.	39,832,112.	
Liabilities	17 Accounts payable and accrued expenses	3,817.	3,875.	
	18 Grants payable	190,000.	110,000.	
	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)	81,300.	147,048.	
	23 Total liabilities (add lines 17 through 22)	275,117.	260,923.	
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	36,706,970.	39,571,189.	
	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	36,706,970.	39,571,189.	
31 Total liabilities and net assets/fund balances	36,982,087.	39,832,112.		

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	36,706,970.
2 Enter amount from Part I, line 27a	2	411,825.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED APPRECIATION	3	2,452,394.
4 Add lines 1, 2, and 3	4	39,571,189.
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	39,571,189.

MASSEY CHARITABLE TRUST

**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 CAPITAL GAINS DISTRIBUTIONS - BNY MELLON	P	VARIOUS	VARIOUS
c FLOWTHROUGH FROM BNY MELLON PRIVATE EQUITY FUND V	P	VARIOUS	VARIOUS
d FLOWTHROUGH FROM MELLON PRIVATE EQUITY FUND VII,	P	VARIOUS	VARIOUS
e FLOWTHROUGH FROM MELLON PRIVATE EQUITY FUND IV, L	P	VARIOUS	VARIOUS
f FLOWTHROUGH FROM BNY MELLON-ALCENTRA MEZZANINE II	P	VARIOUS	VARIOUS
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 8,106,350.		6,682,201.	1,424,149.
b			376,033.
c			82,574.
d			1,727.
e			35,003.
f			4,088.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			1,424,149.
b			376,033.
c			82,574.
d			1,727.
e			35,003.
f			4,088.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	1,923,574.
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 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				
b	<b>SEE ATTACHED STATEMENT</b>			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e			<b>1,923,574.</b>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			<b>1,923,574.</b>	
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	<b>1,923,574.</b>	
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	<b>N/A</b>	

**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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,766,722.	36,043,823.	.049016
2011	1,761,963.	37,087,765.	.047508
2010	1,708,589.	35,181,720.	.048565
2009	1,728,811.	31,803,608.	.054359
2008	2,974,660.	38,628,724.	.077006

2	Total of line 1, column (d)	2	<b>.276454</b>
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	<b>.055291</b>
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	<b>37,880,305.</b>
5	Multiply line 4 by line 3	5	<b>2,094,440.</b>
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>24,679.</b>
7	Add lines 5 and 6	7	<b>2,119,119.</b>
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	<b>1,799,345.</b>

**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	49,358.
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	49,358.
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	49,358.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	27,373.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	30,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	57,373.
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	8,015.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 8,015.   Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
d		
e		
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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► <b>ROBERT M. CONNOLLY</b> Telephone no. ► <b>412-838-0086</b> Located at ► <b>1370 WASHINGTON PIKE, NO. 306, BRIDGEVILLE, PA</b> ZIP+4 ► <b>15017</b>			
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 2013, 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 ►	16	Yes	No X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 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 2013) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

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		111,783.	26,746.	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 <span style="float: right;">▶</span>	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	37,904,499.
b	Average of monthly cash balances	1b	509,723.
c	Fair market value of all other assets	1c	42,940.
d	Total (add lines 1a, b, and c)	1d	38,457,162.
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	38,457,162.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	576,857.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,880,305.
6	Minimum investment return. Enter 5% of line 5	6	1,894,015.

**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	1,894,015.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	49,358.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	49,358.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,844,657.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,844,657.
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	1,844,657.

**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	1,799,345.
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	1,799,345.
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	1,799,345.

**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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,844,657.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	1,081,878.			
b From 2009	149,401.			
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	1,231,279.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 1,799,345.				
a Applied to 2012, 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 2013 distributable amount				1,799,345.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	45,312.			45,312.
6 Enter the net total of each column as indicated below:	1,185,967.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7	1,036,566.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	149,401.			
10 Analysis of line 9:				
a Excess from 2009	149,401.			
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

**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 2013, 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) 2013	(b) 2012	(c) 2011	(d) 2010	
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.					
3 Subtract line 2d from line 2c					
Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**

1 **Information Regarding Foundation Managers:**  
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)  
**NONE**

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.  
**NONE**

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address 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	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)				
<b>a Paid during the year</b>				
SEE STATEMENT 10				1,680,000.
<b>Total</b> <span style="float:right">▶ 3a</span>				
<b>b Approved for future payment</b>				
ACHIEVA 711 BINGHAM STREET PITTSBURGH, PA 15203		PC		20,000.
CARLOW UNIVERSITY 3333 FIFTH AVENUE PITTSBURGH, PA 15213		PC		20,000.
HUMAN SERVICES CENTER CORP. 413 PENN AVENUE TURTLE CREEK, PA 15145		PC		15,000.
<b>Total</b> <span style="float:right">▶ 3b</span>				
SEE CONTINUATION SHEET(S)				110,000.

**Part XV** Supplementary Information

**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
PACE SCHOOL 2432 GREENSBURG PIKE PITTSBURGH, PA 15221		PC		15,000.
PROPEL SCHOOLS FOUNDATION 3447 E. CARSON STREET, SUITE 200 PITTSBURGH, PA 15203		PC		15,000.
THE MENTORING PARTNERSHIP 1901 CENTRE AVE., SUITE 103 PITTSBURGH, PA 15219		PC		15,000.
WESTMORELAND COUNTY COMMUNITY COLLEGE 145 PAVILION LANE PITTSBURGH, PA 15697		PC		10,000.
<b>Total from continuation sheets</b>				<b>55,000.</b>





FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
PARTNERSHIP INCOME (LOSS)	<86,647.>	0.		
OTHER INCOME	498.	498.		
<b>TOTAL TO FORM 990-PF, PART I, LINE 11</b>	<b>&lt;86,149.&gt;</b>	<b>498.</b>		

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	12,575.	6,288.		6,287.	
INDEPENDENT CONTROLLERS	3,300.	1,650.		1,650.	
<b>TO FORM 990-PF, PG 1, LN 16B</b>	<b>15,875.</b>	<b>7,938.</b>		<b>7,937.</b>	

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	4,411.	1,544.		2,867.	
<b>TO FORM 990-PF, PG 1, LN 16C</b>	<b>4,411.</b>	<b>1,544.</b>		<b>2,867.</b>	

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	8,630.	3,021.		5,610.	
FEDERAL EXCISE TAX	44,627.	0.		0.	
DEFERRED EXCISE TAX	47,500.	0.		0.	
FOREIGN TAX PAID	18,373.	18,613.		0.	
<b>TO FORM 990-PF, PG 1, LN 18</b>	<b>119,130.</b>	<b>21,634.</b>		<b>5,610.</b>	

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	1,409.	705.		705.
OFFICE SUPPLIES	1,440.	720.		720.
INSURANCE EXPENSE	4,538.	2,269.		2,269.
MISCELLANEOUS EXPENSE	231.	116.		115.
BNY MELLON BANK INVESTMENT FEES	25,915.	25,915.		0.
PNC BANK FEES	166.	83.		83.
PARTNERSHIP EXPENSES	0.	66,721.		0.
DUES	3,589.	0.		3,589.
<b>TOTAL TO FORM 990-PF, PG 1, LN 23</b>	<b>37,288.</b>	<b>96,529.</b>		<b>7,481.</b>

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 12	FMV	38,998,025.	38,998,025.
<b>TOTAL TO FORM 990-PF, PART II, LINE 13</b>		<b>38,998,025.</b>	<b>38,998,025.</b>

FORM 990-PF	OTHER LIABILITIES		STATEMENT 7
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
ACCRUED PAYROLL TAXES	4,800.	5,421.	
DEFERRED FEDERAL EXCISE TAX	76,500.	124,000.	
ACCRUED FEDERAL EXCISE TAX	0.	17,627.	
<b>TOTAL TO FORM 990-PF, PART II, LINE 22</b>	<b>81,300.</b>	<b>147,048.</b>	

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

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	106,983.	26,746.	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		111,783.	26,746.	0.

STATEMENT 9  
I.D. #23-7007897

MASSEY CHARITABLE TRUST  
2013 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)
BNY MELLON LARGE CAP STOCK FUND	P	VARIOUS	VARIOUS	654,857	509,450	-	345,407
DREYFUS APPRECIATION FUND INC	P	VARIOUS	VARIOUS	1,250,000	1,142,183	-	107,817
DREYFUS US EQUITY FUND-I	P	VARIOUS	VARIOUS	200,000	137,503	-	62,497
EURO PAC GROWTH FD CL A	P	VARIOUS	VARIOUS	1,700,000	1,036,311	-	663,689
VANGUARD FIXED INCOME	P	VARIOUS	VARIOUS	400,000	402,276	79	(2,197)
VANGUARD TOTAL BD MKT INDEX SI	P	VARIOUS	12/20/2013	2,025,996	1,908,076	-	117,920
TEMPLETON FDS INC FOREIGN FUND	P	VARIOUS	VARIOUS	700,000	745,179	-	(45,179)
VANGUARD DIVIDEND GROWTH -IV	P	VARIOUS	12/20/2013	200,000	152,603	-	47,397
VANGUARD INDEX TR SMALL CAPITA	P	VARIOUS	12/20/2013	200,000	142,239	-	57,761
SPDR GOLD TR	P	6/27/2012	VARIOUS	5,794	6,460	-	(666)
PLATINUM US TIE	P	1/1/2012	1/1/2013	569,702	500,000	-	69,702
TOTALS TO FORM 990-PF, PART IV				8,106,350	6,682,280	79	1,424,149

**Massey Charitable Trust  
Grants Paid  
For The Year Ended December 31, 2013**

<u>Recipient</u>	<u>Purpose</u>	<u>Foundation Status Code</u>	<u>Amount</u>
<b>Adelphoi USA, Inc.</b> 1119 Village Way Latrobe, PA 15650	Education	PC	\$ 15,000
<b>Allegheny County Literacy Council, Inc.</b> 541 Perry Highway Pittsburgh, PA 15229	Education	PC	5,000
<b>Andrew Carnegie Free Library &amp; Music Hall</b> 300 Beechwood Ave. Carnegie, PA 15106	Education	PC	10,000
<b>Belmont University</b> 1900 Belmont Boulevard Nashville, TN 37212-3757	Education	PC	30,000
<b>Carlow University</b> 3333 Fifth Avenue Pittsburgh, PA 15213	Education	PC	30,000
<b>Communities in Schools of Pittsburgh</b> 6435 Frankstown Ave. Pittsburgh, PA 15206	Education	PC	25,000
<b>Emory University - College of Arts &amp; Sciences</b> 201 Dowman Drive Atlanta, GA 30322	Education	PC	5,000
<b>Emory University - Robert W Woodruff Library</b> 540 Ashbury Circle, Suite 316G Atlanta, GA 30322	Education	PC	10,000
<b>Emory University School of Medicine</b> 1440 Clifton Road NE, Suite 116 Atlanta, GA 30322	Education	PC	10,000
<b>Extra Mile Education Foundation</b> 111 Boulevard of the Allies Pittsburgh, PA 15222	Education	PC	25,000
<b>Glade Run Lutheran Services - St. Stephens Academy</b> 70 West Beaver Road Zelienople, PA 16063	Education	PC	10,000

**Massey Charitable Trust  
Grants Paid  
For The Year Ended December 31, 2013**

<u>Recipient</u>	<u>Purpose</u>	<u>Foundation Status Code</u>	<u>Amount</u>
<b>Greater Pittsburgh Literacy Council</b> 411 Seventh Ave, Suite 550 Pittsburgh, PA 15219	Education	PC	15,000
<b>Higher Achievement Pittsburgh</b> 1608 Graham Blvd Pittsburgh, PA 15235	Education	PC	20,000
<b>KIPP Metro Atlanta Collaborative</b> 191 Peachtree St., NE Ste 810 Atlanta, GA 30303	Education	PC	5,000
<b>KIPP New York, Inc.</b> 625 West 133rd Street, Room 308C New York, NY 10027	Education	PC	30,000
<b>Marist School</b> 3790 Ashford Dunwoody Road Atlanta, GA 30319	Education	PC	5,000
<b>Morehouse School of Medicine</b> 720 Westview Drive, S.W. Atlanta, GA 30310-1495	Education	PC	10,000
<b>Pace School</b> 2432 Greensburg Pike Pittsburgh, PA 15221	Education	PC	15,000
<b>Propel Schools Foundation</b> 3447 E. Carson Street, Suite 200 Pittsburgh, PA 15203	Education	PC	15,000
<b>Point Park University</b> 201 Wood Street Pittsburgh, PA 15222	Education	PC	15,000
<b>Stong Rock Christian School</b> 4200 Strong Rock Parkway Locust Grove, GA 30248	Education	PC	4,000
<b>The Pittsburgh Promise</b> 1901 Centre Avenue, Suite 204 Pittsburgh, PA 15219	Education	PC	100,000

**Massey Charitable Trust  
Grants Paid  
For The Year Ended December 31, 2013**

<u>Recipient</u>	<u>Purpose</u>	<u>Foundation Status Code</u>	<u>Amount</u>
<b>St. Pius X Catholic School</b> 2674 Johnson Road NE Atlanta, GA 30345	Education	PC	15,000
<b>Westmoreland County Community College</b> 145 Pavilion Lane Youngwood, PA 15697	Education	PC	10,000
<b>Woodward Academy</b> 1662 Rugby Avenue College Park, GA 30337-2199	Education	PC	5,000
<b>Yale Law School</b> P.O. Box 208215 New Haven, CT 06520-8215	Education	PC	2,500
<b>Yale University</b> P.O. Box 1890 New Haven, CT 06508	Education	PC	2,500
<b>ACHIEVA</b> 711 Bingham Street Pittsburgh, PA 15203	Human Services	PC	30,000
<b>Angels' Place, Inc.</b> 2615 Norwood Avenue Pittsburgh, PA 15214	Human Services	PC	15,000
<b>Blind &amp; Vision Rehabilitation Services of Pgh</b> 1800 West St. Homestead, Pa 15120	Human Services	PC	2,500
<b>Bethlehem Haven of Pittsburgh</b> 905 Watson Street Pittsburgh, PA 15219	Human Services	PC	20,000
<b>CASA of Allegheny County</b> 564 Forbes Ave., Suite 902 Pittsburgh, PA 15219	Human Services	PC	5,000
<b>Catholic Youth Association of Pittsburgh, Inc.</b> 286 Main Street Pittsburgh, PA 15201	Human Services	PC	15,000

**Massey Charitable Trust  
Grants Paid  
For The Year Ended December 31, 2013**

<u>Recipient</u>	<u>Purpose</u>	<u>Foundation Status Code</u>	<u>Amount</u>
<b>East End Cooperative Ministry - Operating</b> 250 North Highland Avenue Pittsburgh, PA 15206	Human Services	PC	35,000
<b>East End Cooperative Ministry - Capital</b> 250 North Highland Avenue Pittsburgh, PA 15206	Human Services	PC	50,000
<b>Emmaus Community of Pittsburgh</b> 2821 Sarah Street Pittsburgh, PA 15203	Human Services	PC	12,500
<b>Greater Pittsburgh Community Food Bank</b> 1 North Linden Street Duquesne, PA 15110	Human Services	PC	25,000
<b>Heritage Community Initiatives</b> 820 Braddock Avenue Braddock, PA 15104	Human Services	PC	15,000
<b>HEARTH</b> 8035 McKnight Rd, Suite 303 Pittsburgh, PA 15237	Human Services	PC	20,000
<b>Human Services Center Corp.</b> 413 Penn Avenue Turtle Creek, PA 15145	Human Services	PC	15,000
<b>Nile Sisters</b> 6035 University Avenue, Suite 22 San Diego, CA 92115	Human Services	PC	15,000
<b>Make-A-Wish of Greater Pittsburgh &amp; SW VW</b> 707 Grant Street, Ste. 3700 Pittsburgh, PA 15219	Human Services	PC	4,000
<b>POWER</b> 7501 Penn Avenue Pittsburgh, PA 15208	Human Services	PC	10,000
<b>The Salvation Army</b> 700 N. Bell Ave. P.O. Box 742 Carnegie, PA 15106	Human Services	PC	25,000

**Massey Charitable Trust  
Grants Paid  
For The Year Ended December 31, 2013**

<u>Recipient</u>	<u>Purpose</u>	<u>Foundation Status Code</u>	<u>Amount</u>
<b>Rainbow Kitchen Community Services</b> 135 East Ninth Avenue Homestead, PA 15120-1601	Human Services	PC	25,000
<b>South Hills Interfaith Ministries</b> 5301 Park Ave Pittsburgh, PA 15102	Human Services	PC	15,000
<b>Southwinds, Inc.</b> 2101 Greentree Road, Suite A -201 Pittsburgh, PA 15220	Human Services	PC	20,000
<b>Verland Foundatin</b> 212 Iris Road Sewickley, PA 15143	Human Services	PC	12,000
<b>Venture Outdoors</b> 33 Terminal Way, Suite 537A Pittsburgh, PA 15219	Human Services	PC	10,000
<b>Voices for Children</b> 2851 Meadow Lark Drive San Diego, CA 92123	Human Services	PC	16,000
<b>Ward Home</b> 2275 Swallow Hill, Bldg. 800 Pittsburgh, PA 15220	Human Services	PC	20,000
<b>Women's Center &amp; Shelter of Greater Pittsburgh</b> P.O. Box 9024 Pittsburgh, PA	Human Services	PC	15,000
<b>The Woodlands Foundation - Operating</b> 134 Shenot Road Wexford, PA 15090	Human Services	PC	20,000
<b>YWCA of Butler</b> 120 West Cunningham St. Butler, PA 16001	Human Services	PC	2,500
<b>Big Brothers/Big Sisters of Beaver County</b> 426 Adams Street, Suite 2 Rochester, PA 15074	Youth Programs	PC	7,500

**Massey Charitable Trust  
Grants Paid  
For The Year Ended December 31, 2013**

<u>Recipient</u>	<u>Purpose</u>	<u>Foundation Status Code</u>	<u>Amount</u>
<b>Big Brothers/Big Sisters of Greater Pittsburgh</b> 5989 Penn Circle South Pittsburgh, PA 15206	Youth Programs	PC	10,000
<b>Boy Scouts of America Greater Pittsburgh Council</b> Flag Plaza Pittsburgh, PA 15219	Youth Programs	PC	20,000
<b>Coalition for Christian Outreach</b> 5912 Penn Avenue Pittsburgh, PA 15206	Youth Programs	PC	20,000
<b>Family Guidance</b> 307 Duff Road Sewickley, PA 15143	Youth Programs	PC	25,000
<b>Girls Hope of Pittsburgh</b> 1005 Beaver Grade Road, Suite 103 Coraopolis, PA 15108	Youth Programs	PC	25,000
<b>Hill House Association</b> 1835 Centre Avenue Pittsburgh, PA 15219	Youth Programs	PC	12,500
<b>Jewish Community Center of Greater Pittsburgh</b> 5738 Forbes Avenue Box 81980 Pittsburgh, PA 15217	Youth Programs	PC	25,000
<b>Pine Valley Bible Camp</b> 504 Chapel Drive Ellwood City, PA 16117	Youth Programs	PC	10,000
<b>The Pittsburgh Project</b> 2801 North Charles Street Pittsburgh, PA 15214-3110	Youth Programs	PC	25,000
<b>Prime Stage Theatre</b> P.O. Box 99446 Pittsburgh, PA	Youth Programs	PC	5,000
<b>Sweetwater Arts Center</b> 200 Broad Street Sewickley, PA 15143	Youth Programs	PC	5,000

**Massey Charitable Trust  
Grants Paid  
For The Year Ended December 31, 2013**

<u>Recipient</u>	<u>Purpose</u>	<u>Foundation Status Code</u>	<u>Amount</u>
<b>The Mentoring Partnership</b> 1901 Centre Ave., Suite 103 Pittsburgh, PA	Youth Programs	PC	15,000
<b>Tickets for Kids</b> 139 Freeport Road, Suite 100 Pittsburgh, PA 15215	Youth Programs	PC	3,000
<b>Three Rivers Youth</b> 6117 Broad Street Pittsburgh, PA 15206	Youth Programs	PC	14,000
<b>Urban Impact Foundation</b> 801 Union Avenue Pittsburgh, PA 15212	Youth Programs	PC	35,000
<b>Young Life - Pittsburgh East Hills</b> P.O. Box 520 Colorado Springs, CO 80901-0520	Youth Programs	PC	6,000
<b>Young Life - Griffin Georgia</b> P.O. Box 520 Colorado Springs, CO 80901-0520	Youth Programs	PC	28,000
<b>YouthPlaces, Inc.</b> 711 West Commons, 2 <sup>nd</sup> Floor Pittsburgh, PA 15201	Youth Programs	PC	10,000
<b>Catholic Charities Free Health Care Center, Inc.</b> 212 9th Street Pittsburgh, PA 15222	Health Care & Medical	PC	15,000
<b>CURE Childhood Cancer</b> 1835 Savoy Drive, Suite 102 Atlanta, GA 30338	Health Care & Medical	PC	5,000
<b>East Liberty Family Health Center, Inc.</b> 7171 Churchland Street Pittsburgh, PA 15206	Health Care & Medical	PC	25,000
<b>MDA/ALS</b> 2189 Northlake Parkway, Bldg 10, Ste 100 Tucker, GA 30084	Health Care & Medical	PC	5,000

**Massey Charitable Trust  
Grants Paid  
For The Year Ended December 31, 2013**

<u>Recipient</u>	<u>Purpose</u>	<u>Foundation Status Code</u>	<u>Amount</u>
<b>Universtiy of Pittsburgh - School of Dental Medicine Center for Patients with Special Needs</b> 3501 Terrace St., Suite 440 Salk Hall Pittsburgh, PA 15261	Health Care & Medi	PC	25,000
<b>Atlanta Celebrates Photography, Inc.</b> 1135 Sheridan Road, NE Atlanta, GA 30324	Arts, Cultural & Mus	PC	15,000
<b>Atlanta Contemporary Art Center</b> 535 Means Street Atlanta, GA 30318	Arts, Cultural & M	PC	40,000
<b>Atlanta Symphony Orchestra</b> 1280 Peachtree, Ste 4074 Atlanta, GA 30309-3552	Arts, Cultural & M	PC	25,000
<b>Carnegie Museums of Pittsburgh</b> 4400 Forbes Avenue Pittsburgh, PA 15213	Arts, Cultural & M	PC	55,000
<b>Frick Art &amp; History Center</b> 7227 Reynolds Street Pittsburgh, PA 15208	Arts, Cultural & M	PC	5,000
<b>Michael C. Carlos Museum</b> Emory University 571 South Kilgo Circle Atlanta, GA 30322	Arts, Cultural & M	PC	25,000
<b>High Museum of Art</b> 1280 Peachtree Street NE Atlanta, GA 30309	Arts, Cultural & M	PC	51,500
<b>Historical Society of Western Pennsylvania</b> 1212 Smallman Street Pittsburgh, PA 15222	Arts, Cultural & M	PC	15,000
<b>The Museum of Contemporary Art of Georgia</b> 75 Bennet Street Atlanta, GA 30309	Arts, Cultural & M	PC	15,500
<b>National Aviary</b> Allegheny Commons West Pittsburgh, PA 15212	Arts, Cultural & M	PC	10,000

**Massey Charitable Trust  
Grants Paid  
For The Year Ended December 31, 2013**

<u>Recipient</u>	<u>Purpose</u>	<u>Foundation Status Code</u>	<u>Amount</u>
<b>Pittsburgh Civic Light Opera</b> The Benedum Center 719 Liberty Avenue Pittsburgh, PA 15222	Arts, Cultural & M	PC	30,000
<b>Pittsburgh Cultural Trust</b> 803 Liberty Avenue Pittsburgh, Pa 15222	Arts, Cultural & M	PC	10,000
<b>Pittsburgh Symphony Society</b> 600 Penn Avenue Pittsburgh, PA 15222	Arts, Cultural & M	PC	6,000
<b>Pittsburgh Youth Symphony Orchestra</b> 600 Penn Avenue Pittsburgh, PA 15222	Arts, Cultural & M	PC	10,000
<b>True Colors Theater Company</b> 659 Auburn Ave., Suite 257 Atlanta, GA 30312	Arts, Cultural & M	PC	10,000
<b>Zoo Atlanta</b> 800 Cherokee Ave SE Atlanta, GA 30315	Arts, Cultural & M	PC	10,000
<b>Allegheny Land Trust</b> 409 Broad Street, Suite 206A Sewickley, PA 15143	Conservation	PC	15,000
<b>Hollow Oak Land Trust</b> P.O. Box 741 Moon Township, PA 15108	Conservation	PC	7,500
<b>Pittsburgh Botanic Garden</b> 850 Poplar Street Pittsburgh, PA 15220	Conservation	PC	15,000
<b>Western Pennsylvania Conservancy</b> 209 Fourth Avenue Pittsburgh, PA 15222	Conservation	PC	20,000
<b>Total Grants Paid</b>			<u>\$ 1,680,000</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](http://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

MASSEY CHARITABLE TRUST  
2013 RETURN OF PRIVATE FOUNDATION  
FORM 990-PF - PART II, LINE 13

SCHEDULE OF INVESTMENTS

	<u>Shares/units/ face value</u>		<u>Book Value</u>	<u>Fair Value</u>
Government agency note (with a variable interest rate and a maturity of April 25, 2044)	\$ 50,000		\$ <u>46,280</u>	\$ <u>46,280</u>
Equity and bond mutual funds				
American Funds EuroPacific Growth Fund	86,588 Shs.		4,248,893	4,248,893
American Funds New World Fund	8,621 Shs.		505,890	505,890
BNY Mellon Emerging Markets Fund	115,339 Shs.		1,146,474	1,146,474
BNY Mellon Focused Equity Fund	71,992 Shs.		1,169,156	1,169,156
BNY Mellon Income Stock Fund	178,910 Shs.		1,640,607	1,640,607
Dreyfus Appreciation Fund	23,079 Shs.		1,210,057	1,210,057
Dreyfus Global Real Estate Fund	96,440 Shs.		781,167	781,167
Dreyfus Premier Limited Term High Yield Fund	274,871 Shs.		1,855,381	1,855,381
Dreyfus US Equity Fund	46,797 Shs.		932,203	932,203
Franklin Templeton Foreign Fund	192,514 Shs.		1,599,793	1,599,793
Goodhaven Fund	26,281 Shs.		737,717	737,717
Northern Global Real Estate Index Fund	65,172 Shs.		591,114	591,114
Oakmark International Fund	44,012 Shs.		1,158,391	1,158,391
Pimco Foreign Bond Fund	107,792 Shs.		1,082,229	1,082,229
Pimco Total Return Fund	104,776 Shs.		1,120,051	1,120,051
Royce Special Equity Fund	67,303 Shs.		1,683,913	1,683,913
Vanguard Dividend Growth Fund	62,091 Shs.		1,326,270	1,326,270
Vanguard Primecap Core Fund	80,836 Shs.		1,571,461	1,571,461
Vanguard Short-Term Corporate Bond Fund	6,148,447 Shs.		6,578,867	6,578,867
Vanguard Small Cap Index Fund	31,410 Shs.		1,654,971	1,654,971
Vanguard Total International Stock Index Fund	76,172 Shs.		<u>1,275,882</u>	<u>1,275,882</u>
Total equity and bond mutual funds			<u>33,870,487</u>	<u>33,870,487</u>
Exchange-traded fund - SPDR Gold Shares	9,825 Shs.		<u>1,140,879</u>	<u>1,140,879</u>
Hedge funds				
The Optima Discretionary Macro Fund Limited	110,092 Uns.		1,286,972	1,286,972
The Platinum U.S. Tax-Exempt Fund	39,825 Uns.		<u>694,117</u>	<u>694,117</u>
Total hedge funds			<u>1,981,089</u>	<u>1,981,089</u>
Partnerships				
BNY Mellon-Alcentra Mezzanine III, L.P.			175,171	175,171
BNY Mellon Private Equity Fund IV, L.P.			485,433	485,433
BNY Mellon Private Equity Fund VI, L.P.			1,049,301	1,049,301
BNY Mellon Private Equity Fund VII, L.P.			<u>249,385</u>	<u>249,385</u>
Total partnerships			<u>1,959,290</u>	<u>1,959,290</u>
Total investments			<u>\$ 38,998,025</u>	<u>\$ 38,998,025</u>

## Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**  
▶ **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).**

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

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

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

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

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

Part I only

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

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

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	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

**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.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶  **X** calendar year **2013** or  
▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	<b>35,373.</b>
b If this application is for Forms 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.	<b>3b</b>	\$	<b>5,373.</b>
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>30,000.</b>

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

• 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. <b>MASSEY CHARITABLE TRUST</b>	Employer identification number (EIN) or <b>23-7007897</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>1370 WASHINGTON PIKE, NO. 306</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BRIDGEVILLE, PA 15017</b>	

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 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	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.

- I request an additional 3-month extension of time until **NOVEMBER 15, 2014.**
- For calendar year **2013**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.
- If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN.**

<b>8a</b> If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	<b>57,373.</b>
<b>b</b> If this application is for Forms 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	\$	<b>57,373.</b>
<b>c</b> 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	\$	<b>0.</b>

**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 **▶ *Robert M. Connolly*** Title **▶ CPA** Date **▶ 08/14/14**