

EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation MASON-WRIGHT FOUNDATION, INC.		A Employer identification number 04-2105936
Number and street (or P.O. box number if mail is not delivered to street address) 74 WALNUT STREET		B Telephone number 413-733-1517
City or town, state or province, country, and ZIP or foreign postal code SPRINGFIELD, MA 01105		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) \$ 12,447,410.	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 (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	8,862.			
	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	330,508.	330,508.	330,508.	STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-53,702.			
	b Gross sales price for all assets on line 6a	2,303,293.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			6,512.	
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	139,988.	0.	139,988.	STATEMENT 2
	12 Total. Add lines 1 through 11	425,656.	330,508.	477,008.	
	13 Compensation of officers, directors, trustees, etc	300,372.	0.	0.	306,600.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	54,427.	0.	0.	49,381.
	16a Legal fees STMT 3	48,953.	48,860.	48,860.	0.
	b Accounting fees STMT 4	69,628.	67,028.	67,028.	0.
	c Other professional fees STMT 5	96,676.	83,752.	83,752.	0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion	854.	0.	0.	
	20 Occupancy				
	21 Travel, conferences, and meetings	11,122.	2,387.	2,387.	8,735.
22 Printing and publications					
23 Other expenses STMT 6	88,516.	0.	0.	88,516.	
24 Total operating and administrative expenses. Add lines 13 through 23	670,548.	202,027.	202,027.	453,232.	
25 Contributions, gifts, grants paid	62,575.			62,575.	
26 Total expenses and disbursements. Add lines 24 and 25	733,123.	202,027.	202,027.	515,807.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-307,467.				
b Net investment income (if negative, enter -0-)		128,481.			
c Adjusted net income (if negative, enter -0-)			274,981.		

Part II Balance Sheets		Beginning of year	End of year	
Attached schedules and amounts in the description column should be for end-of-year amounts only		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	34,048.	12,281.	12,281.
	2 Savings and temporary cash investments	398,296.	34,812.	34,812.
	3 Accounts receivable ▶ 22,025.		22,025.	22,025.
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,200.	2,116.	2,116.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10		10,603,126.	10,724,371.	11,431,258.
14 Land, buildings, and equipment basis ▶ 7,396.				
Less: accumulated depreciation ▶ 4,825.		13,343.	2,571.	2,571.
15 Other assets (describe ▶ STATEMENT 11)		7,279,000.	942,347.	942,347.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		18,329,013.	11,740,523.	12,447,410.
17 Accounts payable and accrued expenses		38,048.	23,613.	
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	38,048.	23,613.		
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	17,434,183.	10,853,203.	
	25 Temporarily restricted			
	26 Permanently restricted	856,782.	863,707.	
	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	18,290,965.	11,716,910.		
31 Total liabilities and net assets/fund balances	18,329,013.	11,740,523.		

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	18,290,965.
2 Enter amount from Part I, line 27a	2	-307,467.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	6,925.
4 Add lines 1, 2, and 3	4	17,990,423.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	6,273,513.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,716,910.

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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 PUBLICLY TRADED SECURITIES	P	01/01/16	12/31/16
b PUBLICLY TRADED SECURITIES	P	01/01/16	12/31/16
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 713,565.		707,053.	6,512.
b 1,589,728.		1,649,942.	-60,214.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			6,512.
b			-60,214.
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	-53,702.
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	6,512.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

N/A

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015			
2014			
2013			
2012			
2011			

2 Total of line 1, column (d)

2

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: <u>10/22/97</u> (attach copy of letter if necessary-see instructions)		1	N/A
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		2	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
3 Add lines 1 and 2		5	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2016 estimated tax payments and 2015 overpayment credited to 2016		6d	
b Exempt foreign organizations - tax withheld at source		7	0.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	0.
7 Total credits and payments. Add lines 6a through 6d		10	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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) STATEMENT 12 STATEMENT 13 STMT 14	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 WWW.MASONWRIGHTFOUNDATION.ORG	13 X	
14 The books are in care of ALAN T. POPP Telephone no. 860-428-7611 Located at 74 WALNUT STREET, SPRINGFIELD, MA ZIP+4 01105		
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 2016, 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 FinCEN Form 114. If "Yes," enter the name of the foreign country 16		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 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 2016? 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 2a		
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. 2c		
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 2016 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 2016) 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 2016? 4b		X

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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 4945(d)(4)(A)? (see instructions)

☐ 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)?

N/A

5b

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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		171,367.	9,560.	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

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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	10,304,081.
b	Average of monthly cash balances	1b	43,240.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,347,321.
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	10,347,321.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	155,210.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,192,111.
6	Minimum investment return. Enter 5% of line 5	6	509,606.

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	
2a	Tax on investment income for 2016 from Part VI, line 5	2a	
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

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	515,807.
b	Program-related investments - total from Part IX-B	1b	16,821.
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	532,628.
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	532,628.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012	242,240.			
c From 2013	252,404.			
d From 2014				
e From 2015				
f Total of lines 3a through e	494,644.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ N/A				
a Applied to 2015, 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 2016 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	494,644.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	494,644.			
10 Analysis of line 9:				
a Excess from 2012	242,240.			
b Excess from 2013	252,404.			
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

- 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 2016, enter the date of the ruling

10/22/97

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☒ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

- 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

Tax year	Prior 3 years			(e) Total
(a) 2016	(b) 2015	(c) 2014	(d) 2013	
274,981.	320,637.	531,760.	339,492.	1,466,870.
233,734.	272,541.	451,996.	288,568.	1,246,840.
532,628.	443,932.	434,291.	302,404.	1,713,255.
0.	0.	0.	0.	0.
532,628.	443,932.	434,291.	302,404.	1,713,255.
				0.
				0.
339,737.	341,651.	354,507.	226,328.	1,262,223.
				0.
				0.
				0.
				0.

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:

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

- c** Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MASON WRIGHT SENIOR LIVING 74 WALNUT STREET SPRINGFIELD, MA 01105	RELATED PARTY	PC	SUPPORT OF MISSION	62,575.
Total			3a	62,575.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

May the IRS discuss this return with the preparer shown below (see instr. 1)?

Signature of officer or trustee

Date _____

Title

PRESIDENT & CEO

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

JUDY DALEY

Quincy D.
NALLEN LLP

08/09/17

P01294075

Firm's name ► CLIFTONLARSONALLEN LLP

Firm's EIN ► 41-0746749

Firm's address ▶ 300 CROWN COLONY DRIVE, SUITE 310
QUINCY, MA 02169

Phone no. (617) 984-8100

Form **990-PF** (2016)

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	330,508.	0.	330,508.	330,508.	330,508.
TO PART I, LINE 4	330,508.	0.	330,508.	330,508.	330,508.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ADMINISTRATIVE FEE	136,988.	0.	136,988.
OTHER INCOME	3,000.	0.	3,000.
TOTAL TO FORM 990-PF, PART I, LINE 11	139,988.	0.	139,988.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	48,953.	48,860.	48,860.	0.
TO FM 990-PF, PG 1, LN 16A	48,953.	48,860.	48,860.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	69,628.	67,028.	67,028.	0.
TO FORM 990-PF, PG 1, LN 16B	69,628.	67,028.	67,028.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	65,039.	65,039.	65,039.	0.
CONSULTANTS	31,637.	18,713.	18,713.	0.
TO FORM 990-PF, PG 1, LN 16C	96,676.	83,752.	83,752.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES	34,223.	0.	0.	34,223.
MISCELLANEOUS EXPENSES	4,862.	0.	0.	4,862.
ADVERTISING, MARKETING & BRANDING	39,086.	0.	0.	39,086.
INSURANCE	7,130.	0.	0.	7,130.
REAL ESTATE TAXES	545.	0.	0.	545.
REPAIRS & MAINTENANCE	2,670.	0.	0.	2,670.
TO FORM 990-PF, PG 1, LN 23	88,516.	0.	0.	88,516.

FOOTNOTES	STATEMENT	7
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FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
CHANGE IN BENEFICIAL INTERESTS IN THIRD PARTY TRUSTS	6,925.
TOTAL TO FORM 990-PF, PART III, LINE 3	6,925.

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

DESCRIPTION	AMOUNT
FORGIVENESS OF DEBT	6,263,597.
OTHER DECREASES	9,916.
TOTAL TO FORM 990-PF, PART III, LINE 5	6,273,513.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN RELATED PARTIES	COST	0.	0.
BENEFICIAL INTERESTS IN THIRD PARTY TRUSTS	COST	863,707.	863,707.
GOVERNMENT BONDS	COST	412,084.	513,599.
MUNICIPAL BONDS	COST	100,503.	0.
CORPORATE BONDS	COST	1,358,048.	1,354,507.
MUTUAL FUNDS - FIXED INCOME	COST	734,353.	715,057.
BROKERED CD	COST	299,500.	300,443.
MUTUAL FUNDS - EQUITIES	COST	1,007,236.	947,827.
EQUITIES	COST	5,838,558.	6,606,298.
REAL ASSETS	COST	110,382.	129,820.
TOTAL TO FORM 990-PF, PART II, LINE 13		10,724,371.	11,431,258.

FORM 990-PF

OTHER ASSETS

STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DUE FROM RELATED PARTY - DEMAND NOTE	820,000.	675,162.	675,162.
DUE FROM RELATED PARTIES - INTEREST RECEIVABLE	571,551.	0.	0.
DUE FROM RELATED PARTY - DEVELOPMENT FEE	190,642.	190,642.	190,642.
DUE FROM RELATED PARTIES - OTHER ADVANCES	5,696,807.	76,543.	76,543.
TO FORM 990-PF, PART II, LINE 15	7,279,000.	942,347.	942,347.

FORM 990-PF

TRANSFERS TO CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 12

NAME OF CONTROLLED ENTITYEMPLOYER ID NO

COLONY CARE SENIOR LIVING, INC.

45-4741875

ADDRESS74 WALNUT STREET
SPRINGFIELD, MA 01105DESCRIPTION OF TRANSFER

ADVANCES & MANAGEMENT FEE

AMOUNT
OF TRANSFER

324,973.

NAME OF CONTROLLED ENTITYEMPLOYER ID NO

MASON-WRIGHT RETIREMENT COMMUNITY, INC.

04-3395012

ADDRESS74 WALNUT STREET
SPRINGFIELD, MA 01105DESCRIPTION OF TRANSFER

N/A

AMOUNT
OF TRANSFER

0.

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

MASON-WRIGHT RETIREMENT COMMUNITY, LP

04-3399634

ADDRESS

74 WALNUT STREET
SPRINGFIELD, MA 01105

DESCRIPTION OF TRANSFER

N/A

AMOUNT
OF TRANSFER

0.

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

JOE RIGA, LLC

ADDRESS

74 WALNUT STREET
SPRINGFIELD, MA 01105

DESCRIPTION OF TRANSFER

N/A

AMOUNT
OF TRANSFER

0.

MASON-WRIGHT FOUNDATION, INC.

04-2105936

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

MASON WRIGHT SENIOR LIVING, INC.

47-1890506

ADDRESS

74 WALNUT STREET
SPRINGFIELD, MA 01105

DESCRIPTION OF TRANSFER

MANAGEMENT FEE, ADVANCES, DISTRIBUTION & FORGIVENESS OF DEBT

AMOUNT
OF TRANSFER

6,441,670.

TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES

6,766,643.

FORM 990-PF

TRANSFERS FROM CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 13

NAME OF CONTROLLED ENTITYEMPLOYER ID NO

COLONY CARE SENIOR LIVING, INC.

45-4741875

ADDRESS74 WALNUT STREET
SPRINGFIELD, MA 01105DESCRIPTION OF TRANSFER

N/A

AMOUNT
OF TRANSFER

0.

NAME OF CONTROLLED ENTITYEMPLOYER ID NO

MASON-WRIGHT RETIREMENT COMMUNITY, INC.

04-3395012

ADDRESS74 WALNUT STREET
SPRINGFIELD, MA 01105DESCRIPTION OF TRANSFER

N/A

AMOUNT
OF TRANSFER

0.

MASON-WRIGHT FOUNDATION, INC.

04-2105936

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

MASON-WRIGHT RETIREMENT COMMUNITY, LP

04-3399634

ADDRESS

74 WALNUT STREET
SPRINGFIELD, MA 01105

DESCRIPTION OF TRANSFER

N/A

AMOUNT
OF TRANSFER

0.

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

JOE RIGA, LLC

ADDRESS

74 WALNUT STREET
SPRINGFIELD, MA 01105

DESCRIPTION OF TRANSFER

N/A

AMOUNT
OF TRANSFER

0.

MASON-WRIGHT FOUNDATION, INC.

04-2105936

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

MASON WRIGHT SENIOR LIVING, INC.

47-1890506

ADDRESS

74 WALNUT STREET
SPRINGFIELD, MA 01105

DESCRIPTION OF TRANSFER

N/A

AMOUNT
OF TRANSFER

0.

TOTAL AMOUNT OF TRANSFERS FROM CONTROLLED ENTITIES

FORM 990-PF

LIST OF CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 14

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

COLONY CARE SENIOR LIVING, INC.

45-4741875

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

74 WALNUT STREET
SPRINGFIELD, MA 01105

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

MASON-WRIGHT RETIREMENT COMMUNITY, INC.

04-3395012

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

74 WALNUT STREET
SPRINGFIELD, MA 01105

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

MASON-WRIGHT RETIREMENT COMMUNITY, LP

04-3399634

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

74 WALNUT STREET
SPRINGFIELD, MA 01105

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

JOE RIGA, LLC

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

74 WALNUT STREET
SPRINGFIELD, MA 01105

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

MASON WRIGHT SENIOR LIVING, INC.

47-1890506

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

74 WALNUT STREET
 SPRINGFIELD, MA 01105

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ALAN T. POPP 74 WALNUT STREET SPRINGFIELD, MA 01105	PRESIDENT & CEO 50.00	171,367.	9,560.	0.
JOHN MORSE 74 WALNUT STREET SPRINGFIELD, MA 01105	CHAIR 1.00	0.	0.	0.
PAUL MARCHESE 74 WALNUT STREET SPRINGFIELD, MA 01105	VICE PRESIDENT 1.00	0.	0.	0.
ALLISON EBNER 74 WALNUT STREET SPRINGFIELD, MA 01105	SECRETARY 1.00	0.	0.	0.
BETH DESOUSA, CPA 74 WALNUT STREET SPRINGFIELD, MA 01105	TREASURER 1.00	0.	0.	0.
MANUEL ANDRADE 74 WALNUT STREET SPRINGFIELD, MA 01105	TRUSTEE 1.00	0.	0.	0.
MARY BETH DOWD 74 WALNUT STREET SPRINGFIELD, MA 01105	TRUSTEE 1.00	0.	0.	0.
SUSAN MCCOY 74 WALNUT STREET SPRINGFIELD, MA 01105	TRUSTEE 1.00	0.	0.	0.

MASON-WRIGHT FOUNDATION, INC.

04-2105936

ARLENE PUTNAM	TRUSTEE			
74 WALNUT STREET	1.00	0.	0.	0.
SPRINGFIELD, MA 01105				

SR. EILEEN SULLIVAN	TRUSTEE			
74 WALNUT STREET	1.00	0.	0.	0.
SPRINGFIELD, MA 01105				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII	171,367.	9,560.	0.
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FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 16
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ACTIVITY ONE

THE ORGANIZATION'S MISSION IS TO SUPPORT AN ASSISTED AND INDEPENDENT LIVING RETIREMENT COMMUNITY THROUGH EARNING INCOME IN THE FORM OF INTEREST, DIVIDENDS, AND GAINS ON SALES OF INVESTMENTS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

515,807.