EXTENDED TO NOVEMBER 15, 2017

Form **990-PF** — **Return of Private Foundation** — OMB No 1545-0052 — **2016**

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.*

Department of the Treasury Internal Revenue Service — Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: THE MELVILLE CHARITABLE TRUST, INC.	A Employer identification number: 46-1670702
Number and street (or P O box number if mail is not delivered to street address): 55 CHURCH STREET, SUITE 800 — Room/suite	B Telephone number: 203-901-1065
City or town, state or province, country, and ZIP or foreign postal code: NEW HAVEN, CT 06510	C If exemption application is pending, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 143,154,081. — J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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))

	Line	(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				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,341,579.	2,341,579.	54,188.	STATEMENT 1
	5a Gross rents	46,053.	46,053.	46,053.	STATEMENT 2
	b Net rental income or (loss) <10,184.>				STATEMENT 3
	6a Net gain or (loss) from sale of assets not on line 10	<4,517,017.>			
	b Gross sales price for all assets on line 6a 71,305,471.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances 1,930,790.				STATEMENT 4
	b Less Cost of goods sold 573,985.				
	c Gross profit or (loss)	1,356,805.		1,356,805.	
	11 Other income	130,250.	0.	0.	STATEMENT 11
	12 **Total.** Add lines 1 through 11	<642,330.>	2,387,632.	1,457,046.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	470,176.	252,176.	0.	218,000.
	14 Other employee salaries and wages	1,183,261.	0.	621,334.	546,679.
	15 Pension plans, employee benefits	141,693.	0.	34,766.	106,927.
	16a Legal fees STMT 5	40,257.	0.	6,155.	34,102.
	b Accounting fees STMT 6	79,617.	8,940.	35,115.	27,818.
	c Other professional fees STMT 7	238,829.	36,599.	22,117.	162,863.
	17 Interest	14,485.	14,395.	14,485.	0.
	18 Taxes STMT 8	384,864.	35,890.	107,026.	88,765.
	19 Depreciation and depletion	133,756.	56,237.	92,164.	
	20 Occupancy	145,995.	0.	145,995.	0.
	21 Travel, conferences, and meetings	111,913.	0.	1,595.	109,955.
	22 Printing and publications	9,811.	0.	2,175.	7,636.
	23 Other expenses STMT 9	663,487.	0.	291,255.	344,098.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,618,144.	404,237.	1,374,182.	1,646,843.
	25 Contributions, gifts, grants paid	8,120,908.			6,135,276.
	26 **Total expenses and disbursements.** Add lines 24 and 25	11,739,052.	404,237.	1,374,182.	7,782,119.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<12,381,382.>			
	b **Net investment income** (if negative, enter -0-)		1,983,395.		
	c **Adjusted net income** (if negative, enter -0-)			82,864.	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		410,293.	410,293.
	2 Savings and temporary cash investments		4,660,926.	4,660,926.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable STMT 13 ▶ 2,774,010.			
	Less: allowance for doubtful accounts ▶ 0.	0.	2,774,010.	2,774,010.
	8 Inventories for sale or use		50,001.	50,001.
	9 Prepaid expenses and deferred charges		35,874.	35,874.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 14	0.	83,099,704.	83,099,704.
	c Investments - corporate bonds STMT 15	0.	24,737,865.	24,737,865.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 16	0.	24,614,297.	24,614,297.
	14 Land, buildings, and equipment: basis ▶ 4,467,040.			
	Less accumulated depreciation ▶ 1,737,556.	0.	2,729,484.	2,729,484.
	15 Other assets (describe ▶ OTHER ASSETS)	0.	41,627.	41,627.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	0.	143,154,081.	143,154,081.
Liabilities	17 Accounts payable and accrued expenses		221,207.	
	18 Grants payable		1,985,632.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 17)	0.	120,870.	
	23 **Total liabilities** (add lines 17 through 22)	0.	2,327,709.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	0.	140,826,372.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] 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**	0.	140,826,372.	
	31 **Total liabilities and net assets/fund balances**	0.	143,154,081.	

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	0.
2 Enter amount from Part I, line 27a	2	<12,381,382.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	153,207,754.
4 Add lines 1, 2, and 3	4	140,826,372.
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	140,826,372.

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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				
b	SEE ATTACHED STATEMENT			
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	71,305,471.		75,822,488.	<4,517,017.>

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				
b				
c				
d				
e				<4,517,017.>

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** <4,517,017.>

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** <102,411.>

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))
2015	8,419,644.	142,181,011.	.059218
2014	7,960,154.	146,714,794.	.054256
2013	7,489,595.	138,243,533.	.054177
2012	5,983,474.	123,442,811.	.048472
2011	6,750,184.	120,471,001.	.056032

2	**Total** of line 1, column (d)	2	.272155
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	.054431
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	135,527,923.
5	Multiply line 4 by line 3	5	7,376,920.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	19,834.
7	Add lines 5 and 6	7	7,396,754.
8	Enter qualifying distributions from Part XII, line 4	8	7,782,119.

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 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	VARIOUS SECURITIES - US TRUST	P	VARIOUS	VARIOUS
b	VARIOUS SECURITIES - US TRUST	P	VARIOUS	VARIOUS
c	POWERSHARES DB COMMODITY INDEX	P	VARIOUS	VARIOUS
d	PEP, PRISA, ARTISAN CAP GAINS	P	VARIOUS	VARIOUS
e	MONDRIAN FOCUSED EMERGING MKTS FUND LP	P	VARIOUS	VARIOUS
f	MONDRIAN FOCUSED EMERGING MKTS FUND LP	P	VARIOUS	VARIOUS
g	CAPITAL GAINS DIVIDENDS			
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	26,557,237.		26,659,722.	<102,485.>
b	42,218,549.		46,148,567.	<3,930,018.>
c	1,493,510.		3,014,199.	<1,520,689.>
d	915,692.			915,692.
e	74.			74.
f	1,638.			1,638.
g	118,771.			118,771.
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				** <102,485.>
b				<3,930,018.>
c				<1,520,689.>
d				915,692.
e				** 74.
f				1,638.
g				118,771.
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	<4,517,017.>
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	<102,411.>

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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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b			1	19,834.
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	19,834.
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	19,834.
6	Credits/Payments:				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	60,000.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	35,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	95,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	137.
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	75,029.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 75,029. **Refunded** ▶			11	0.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		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)	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?	13	X	

Website address ▶ WWW.MELVILLETRUST.ORG

14 The books are in care of ▶ JANICE ELLIOTT Telephone no. ▶ 203-901-1065

Located at ▶ 55 CHURCH STREET, SUITE 800, NEW HAVEN, CT ZIP+4 ▶ 06510

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ 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? ☐ Yes ☒ 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

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			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
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?	N/A	7b		

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

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

(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 18		470,176.	0.	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
AIMEE HENDRIGAN - 55 CHURCH STREET, SUITE 800, NEW HAVEN, CT 06510	VICE PRESIDENT, PROGRAMS 40.00	139,144.	0.	0.
SUSAN LAMPLEY - 55 CHURCH STREET, SUITE 800, NEW HAVEN, CT 06510	SENIOR PROGRAM OFFICER 40.00	138,580.	0.	0.
REBECCA ALLEN - 55 CHURCH STREET, SUITE 800, NEW HAVEN, CT 06510	PROGRAM OFFICER 40.00	107,034.	0.	0.
BONNIE ROSENBAUM - 55 CHURCH STREET, SUITE 800, NEW HAVEN, CT 06510	COUMMUNICATIONS MANAGER 30.00	60,350.	0.	0.
GABRIELLE DEFORD - 55 CHURCH STREET, SUITE 800, NEW HAVEN, CT 06510	EXECUTIVE ASSISTANT 30.00	53,944.	0.	0.
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
HATTAWAY COMMUNICATIONS - 1717 RHODE ISLAND AVE NW #650, WASHINGTON, DC 20036	CONSULTING	72,125.
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 SEE STATEMENT 19	399,003.
2 FIREBOX IS AN AWARD-WINNING FARM TO TABLE RESTAURANT THAT WAS CREATED TO BRING JOBS, ECONOMIC INVESTMENT, AND OPPORTUNITY TO HARTFORD'S FROG HOLLOW NEIGHBORHOOD.	1,294,610.
3 SEE STATEMENT 20	23,335.
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	136,654,042.
b	Average of monthly cash balances	1b	937,758.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	137,591,800.
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	137,591,800.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,063,877.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	135,527,923.
6	**Minimum investment return** Enter 5% of line 5	6	6,776,396.

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	6,776,396.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 19,834.		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	19,834.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,756,562.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	6,756,562.
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	6,756,562.

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	7,782,119.
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	7,782,119.
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	19,834.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,762,285.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7					6,756,562.
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	787,723.				
b From 2012					
c From 2013					
d From 2014	750,666.				
e From 2015	1,495,287.				
f **Total** of lines 3a through e		3,033,676.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 7,782,119.					
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					6,756,562.
e Remaining amount distributed out of corpus		1,025,557.			
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:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		4,059,233.			
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		787,723.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		3,271,510.			
10 Analysis of line 9:					
a Excess from 2012					
b Excess from 2013					
c Excess from 2014	750,666.				
d Excess from 2015	1,495,287.				
e Excess from 2016	1,025,557.				

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 2016, 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			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE FUNDING GUIDELINES AT HTTPS://MELVILLETRUST.ORG/WORK/INQUIRY/

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

SEE FUNDING GUIDELINES AT HTTPS://MELVILLETRUST.ORG/WORK/INQUIRY

c Any submission deadlines:

SEE FUNDING GUIDELINES AT HTTPS://MELVILLETRUST.ORG/WORK/INQUIRY

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

SEE FUNDING GUIDELINES AT HTTPS://MELVILLETRUST.ORG/WORK/INQUIRY

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHMENT	NONE	501(C)(3)		6,135,276.
Total			▶ 3a	6,135,276.
b Approved for future payment				
SEE ATTACHMENT	NONE	501(C)(3)		1,985,632.
Total			▶ 3b	1,985,632.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	2,341,579.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					46,053.
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<4,517,017.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					1,356,805.
11 Other revenue:					
a OTHER REVENUE			01	130,250.	0.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		<2,045,188.>	1,402,858.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 <642,330.>

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
5B	THE LYCEUM IS A HUB FOR EDUCATIONAL PROGRAMS AND THE EXCHANGE OF IDEAS ON HOUSING, HOMELESSNESS AND COMMUNITY DEVELOPMENT, PROVIDING A HOME FOR NONPROFITS AND MEETING SPACE FOR COMMUNITY MEMBERS, POLICY MAKERS, AND ORGANIZATIONS THROUGHOUT CONNECTICUT. BILLINGS FORGE IS A BUILDING COMPLEX IN A DISTRESSED NEIGHBORHOOD PROVIDING A COMBINATION OF MIXED USE HOUSING, COMMERCIAL AND ACTIVITY/PROGRAM RELATED SPACE.
10	FIREBOX IS AN AWARD-WINNING FARM TO TABLE RESTAURANT THAT WAS CREATED TO BRING JOBS, ECONOMIC INVESTMENT, AND OPPORTUNITY TO HARTFORD'S FROG HOLLOW NEIGHBORHOOD.

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

[signature] 11/13/2017 Executive Director

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
ELIZABETH SOLECKI	ELIZABETH SOLECKI	11/09/17		P00235171

Firm's name ▶ BLUM,SHAPIRO & COMPANY, P.C., CPA'S Firm's EIN ▶ 06-1009205

Firm's address ▶ 29 S. MAIN STREET, P.O. BOX 272000 WEST HARTFORD, CT 06127-2000 Phone no. 860 561-4000

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
INTEREST AND DIVIDENDS	2,460,350.	118,771.	2,341,579.	2,341,579.	54,188.
TO PART I, LINE 4	2,460,350.	118,771.	2,341,579.	2,341,579.	54,188.

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME - LYCEUM	1	56,237.
BILLINGS FORGE RENTAL INCOME	2	<10,184.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		46,053.

FORM 990-PF RENTAL EXPENSES STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		56,237.	
- SUBTOTAL -	1		56,237.
TOTAL RENTAL EXPENSES			56,237.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			<10,184.>

FORM 990-PF INCOME AND COST OF GOODS SOLD INCLUDED ON PART I, LINE 10 STATEMENT 4

INCOME

1. GROSS RECEIPTS	1,930,790	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		1,930,790
4. COST OF GOODS SOLD (LINE 15)	573,985	
5. GROSS PROFIT (LINE 3 LESS LINE 4)		1,356,805
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		1,356,805

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR	60,234	
9. MERCHANDISE PURCHASED		
10. COST OF LABOR		
11. MATERIALS AND SUPPLIES	563,752	
12. OTHER COSTS		
13. ADD LINES 8 THROUGH 12		623,986
14. INVENTORY AT END OF YEAR	50,001	
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14)		573,985

FORM 990-PF · LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	40,257.	0.	6,155.	34,102.
TO FM 990-PF, PG 1, LN 16A	40,257.	0.	6,155.	34,102.

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	79,617.	8,940.	35,115.	27,818.
TO FORM 990-PF, PG 1, LN 16B	79,617.	8,940.	35,115.	27,818.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	36,599.	36,599.	0.	0.
CONSULTING FEES	196,230.	0.	22,117.	156,863.
MANAGEMENT FEES	6,000.	0.	0.	6,000.
TO FORM 990-PF, PG 1, LN 16C	238,829.	36,599.	22,117.	162,863.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER TAXES	14,958.	0.	14,958.	0.
FOREIGN TAXES	35,890.	35,890.	0.	0.
PROPERTY TAXES	36,844.	0.	0.	36,844.
PAYROLL TAXES	143,989.	0.	92,068.	51,921.
EXCISE TAX ON NET INVESTMENT INCOME	153,183.	0.	0.	0.
	384,864.	35,890.	107,026.	88,765.

TO FORM 990-PF, PG 1, LN 18

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	60,038.	0.	3,486.	56,419.
INSURANCE EXPENSE	50,930.	0.	14,233.	36,697.
REPAIRS AND MAINTENANCE	124,411.	0.	39,035.	63,821.
SUPPLIES EXPENSE	75,431.	0.	72,231.	3,200.
RENTAL EXPENSES	61,127.	0.	0.	61,127.
UTILITIES	70,837.	0.	9,543.	56,848.
INFORMATION TECHNOLOGIES	44,224.	0.	0.	44,224.
OTHER MISCELLANEOUS EXPENSES	13,335.	0.	3,113.	8,222.
ADVERTISING EXPENSE	59,232.	0.	59,232.	0.
CUSTOMER SERVICE EXPENSE	9,806.	0.	9,806.	0.
PAYROLL SERVICE EXPENSE	22,863.	0.	9,323.	13,540.
CLEANING EXPENSE	16,844.	0.	16,844.	0.
CREDIT CARD FEES	54,409.	0.	54,409.	0.
TO FORM 990-PF, PG 1, LN 23	663,487.	0.	291,255.	344,098.

FOOTNOTES STATEMENT 10

FORM 990-PF — OTHER INCOME — STATEMENT 11

DESCRIPTION	(A) REVENUE PER BOOKS
OTHER REVENUE	130,250.
TOTAL TO FORM 990-PF, PART I, LINE 11, COLUMN A	130,250.

FORM 990-PF — OTHER INCREASES IN NET ASSETS OR FUND BALANCES — STATEMENT 12

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	10,406,723.
TRANSFER FROM MELVILLE CHARITABLE TRUST	142,801,031.
TOTAL TO FORM 990-PF, PART III, LINE 3	153,207,754.

FORM 990-PF — CORPORATE STOCK — STATEMENT 14

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	83,099,704.	83,099,704.
TOTAL TO FORM 990-PF, PART II, LINE 10B	83,099,704.	83,099,704.

FORM 990-PF — CORPORATE BONDS — STATEMENT 15

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	24,737,865.	24,737,865.
TOTAL TO FORM 990-PF, PART II, LINE 10C	24,737,865.	24,737,865.

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 16

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN BILLINGS FORGE, LLC	COST	<292,602.>	<292,602.>
ALTERNATIVE INVESTMENTS	FMV	24,906,899.	24,906,899.
TOTAL TO FORM 990-PF, PART II, LINE 13		24,614,297.	24,614,297.

FORM 990-PF — OTHER LIABILITIES — STATEMENT 17

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED EXCISE TAXES	0.	120,870.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	120,870.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 18

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SHELLEY GEBALLE 55 CHURCH STREET, SUITE 800 NEW HAVEN, CT 06510	DIRECTOR 1.00	0.	0.	0.
J.C. DAVID HADDAN 55 CHURCH STREET, SUITE 800 NEW HAVEN, CT 06510	DIRECTOR 1.00	0.	0.	0.
STEPHEN MELVILLE 55 CHURCH STREET, SUITE 800 NEW HAVEN, CT 06510	DIRECTOR 1.00	0.	0.	0.
RUTH MELVILLE 55 CHURCH STREET, SUITE 800 NEW HAVEN, CT 06510	DIRECTOR 1.00	0.	0.	0.
CARLA JAVITS 55 CHURCH STREET, SUITE 800 NEW HAVEN, CT 06510	DIRECTOR 1.00	0.	0.	0.
BOB HAGGETT 55 CHURCH STREET, SUITE 800 NEW HAVEN, CT 06510	DIRECTOR 1.00	0.	0.	0.
ARTHUR C. EVANS, JR., PHD 55 CHURCH STREET, SUITE 800 NEW HAVEN, CT 06510	DIRECTOR 1.00	0.	0.	0.
JANICE ELLIOTT 55 CHURCH STREET, SUITE 800 NEW HAVEN, CT 06510	EXECUTIVE DIRECTOR 40.00	218,000.	0.	0.
BANK OF AMERICA, N.A. 99 FOUNDERS PLAZA NEW HAVEN, CT 06108-3208	TRUSTEE 1.00	252,176.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		470,176.	0.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 19

ACTIVITY ONE

THE LYCEUM IS A HUB FOR EDUCATIONAL PROGRAMS AND THE EXCHANGE OF IDEAS ON HOUSING, HOMELESSNESS AND COMMUNITY DEVELOPMENT, PROVIDING A HOME FOR NONPROFITS AND MEETING SPACE FOR COMMUNITY MEMBERS, POLICY MAKERS, AND ORGANIZATIONS FROM THROUGHOUT CONNECTICUT.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	399,003.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 20

ACTIVITY THREE

NEW SONG SUPPORTS THE DEVELOPMENT OF SAFE, ADEQUATE, AFFORDABLE HOUSING FOR LOW AND MODERATE INCOME FAMILIES AND PERSONS THAT RESULTS IN THE CREATION OF VIBRANT, HEALTHY COMMUNITIES.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 3	23,335.

THE MELVILLE CHARITABLE TRUST, INC. 46-1670702

BORROWER'S NAME	TERMS OF REPAYMENT	INTEREST RATE
BRIDGEPORT NEIGHBORHOOD TRUST NOTE		2.00%

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
10/05/15	10/01/18	200,000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
UNSECURED	PREDEVELOPMENT COSTS & EXPENSES

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	200,000.	0.	200,000.

BORROWER'S NAME	TERMS OF REPAYMENT	INTEREST RATE
BILLINGS FORGE LP		2.57%

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
11/18/15	11/16/55	2,108,500.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
UNSECURED	NOTE RECEIVED AS PART OF SALE OF PROPERTY

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	2,169,010.	0.	2,169,010.
TOTAL TO FORM 990-PF, PART II, LINE 7	2,774,010.	0.	2,774,010.