

Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- 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.

For calendar year 2016 or tax year beginning

10/1/2016

, and ending

9/30/2017

Name of foundation

FAY EUGENE F TR U-WILL

Number and street (or P O box number if mail is not delivered to street address)

BNY Mellon, N A - P O BOX 185

City or town, state or province, country, and ZIP or foreign postal code

Pittsburgh

PA

15230-0185

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

04-6091426

B Telephone number (see instructions)

(617) 722-7626

C If exemption application is pending, check here ☐ 3

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

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

- I Fair market value of all assets at end of year (from Part II, col (c), line 16) $\$$ 1,501,415
 J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

- D 1. Foreign organizations, check here ☐
 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
 E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
 F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(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 (attach schedule)				
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	25,351	24,781		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	19,161			
b Gross sales price for all assets on line 6a 182,366				
7 Capital gain net income (from Part IV, line 2)		19,161		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	44,512	43,942	0	
13 Compensation of officers, directors, trustees, etc	14,794	8,727		5,918
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	400			400
17 Interest				
18 Taxes (attach schedule) (see instructions)	534	534		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	35			35
24 Total operating and administrative expenses	15,763	9,261	0	6,353
Add lines 13 through 23	71,000			71,000
25 Contributions, gifts, grants paid				
26 Total expenses and disbursements. Add lines 24 and 25	86,763	9,261	0	77,353
27 Subtract line 26 from line 12	-42,251			
a Excess of revenue over expenses and disbursements		34,681		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see Instructions.

Form **990-PF** (2016)

HTA

Form 990-PF (2016)

FAY EUGENE F TR U-WILL

04-6091426

Page 2

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	6,962	5,280	5,280
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,341,585	1,301,599	1,496,135
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,348,547	1,306,879	1,501,415
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	1,348,547	1,306,879	
	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 (see instructions)	1,348,547	1,306,879	
	31 Total liabilities and net assets/fund balances (see instructions)	1,348,547	1,306,879	

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	1,348,547
2	Enter amount from Part I, line 27a	2	-42,251
3	Other increases not included in line 2 (itemize) ▶ PY FED TAX REFUND	3	583
4	Add lines 1, 2, and 3	4	1,306,879
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,306,879

Form 990-PF (2016)

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 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				
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				
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	19,161
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }			3	0

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	97,736	1,455,068	0.067169
2014			0.000000
2013			0.000000
2012			0.000000
2011			0.000000
2 Total of line 1, column (d)			2 0.067169
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.067169
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 0
7 Add lines 5 and 6			7 0
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 0

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 ☐ and enter 1% of Part I, line 27b			
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-)			0
3	Add lines 1 and 2			694
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			694
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	562	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d			562
8	Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			132
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			0
11	Enter the amount of line 10 to be Credited to 2017 estimated tax Refunded			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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		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 ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► MA		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		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 ▶ BNY MELLON, N A Telephone no ▶ (617) 722-7626 Located at ▶ P O BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
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 ▶ 15 754			
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	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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(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)? 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? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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)	3b	N/A	
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)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

N/A

6b

X

7b

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 (see instructions).**

(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
BNY Mellon, N.A. P O BOX 185 Pittsburgh, PA 15230-0185	TRUSTEE SEE ATTACHED	14,794	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(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☐ NONE

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ NONE

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶ NONE	

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	1,460,597
b	Average of monthly cash balances	1b	25,950
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,486,547
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,486,547
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	22,298
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,464,249
6	Minimum investment return. Enter 5% of line 5	6	73,212

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	73,212
2a	Tax on investment income for 2016 from Part VI, line 5	2a	694
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	694
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	72,518
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	72,518
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	72,518

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	77,353
b	Program-related investments—total from Part IX-B	1b	NONE
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	77,353
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	77,353

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				72,518
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				22,184
f Total of lines 3a through e	22,184			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 77,353				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				72,518
e Remaining amount distributed out of corpus	4,835			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	27,019			
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			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)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	27,019			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				22,184
e Excess from 2016				4,835

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	71,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	NONE

FAY EUGENE F TR UWILL

04-6091426 Page 1 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BROOKLINE POLICE MUTUAL AID ASSOCIATION

Street

350 WASHINGTON STREET

City

BROOKLINE

State

MA

Zip Code

02146-6851

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

BROOKLINE FIREMAN'S RELIEF ASSOCIATION

Street

49 BABCOCK STREET

City

BROOKLINE

State

MA

Zip Code

02146-6851

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

PERKINS SCHOOL FOR THE BLIND

Street

175 N BEACON STREET

City

WATERTOWN

State

MA

Zip Code

02472

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

UNITARIAN UNIVERSALIST ASSOCIATION

Street

P O BOX 843152

City

BOSTON

State

MA

Zip Code

02284-3152

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

UNITED CHURCH IN WALPOLE

Street

30 COMMON STREET, P O BOX 287

City

WALPOLE

State

MA

Zip Code

02081-0287

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

FIRST PARISH IN BROOKLINE

Street

382 WALNUT ST

City

BROOKLINE

State

MA

Zip Code

02146-7563

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

FAY EUGENE F TR U-WILL

04-6091426 Page 2 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BRIGHAM AND WOMEN'S HOSPITAL INC

Street

116 HUNTINGTON AVE - 5TH FLOOR

City

BOSTON

State

MA

Zip Code

02116

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

C L CHANDLER CORPS 109 W R C

Street

P O BOX 165

City

NEW DURHAM

State

NH

Zip Code

03855-0165

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

NEWTON WELLESLEY HOSPITAL

Street

2000 WASHINGTON ST

City

NEWTON

State

MA

Zip Code

02158

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

THE STONE INSTITUTE AND NEWTON HOME FOR AGED PEOPLE

Street

227 ELLIOT ST

City

NEWTON

State

MA

Zip Code

02164-1231

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

COMMUNITY RESOURCES FOR JUSTICE

Street

355 BOYLSTON ST

City

BOSTON

State

MA

Zip Code

02116-3133

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

NORTH BENNET STREET SCHOOL

Street

150 North St

City

BOSTON

State

MA

Zip Code

02109

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

FAY EUGENE F TR U-WILL

04-6091426 Page 3 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BROOKLINE COMMUNITY FOUNDATION

Street

40 Webster Pl

City

Brookline

State

MA

Zip Code

02445

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

ACTION FOR BOSTON COMMUNITY

Street

178 Tremont St

City

BOSTON

State

MA

Zip Code

02111

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

DRESS FOR SUCCESS BOSTON

Street

989 Commonwealth Avenue

City

BOSTON

State

MA

Zip Code

02215

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

IRISH INTERNATIONAL IMMIGRANT CENTER

Street

1 State St

City

BOSTON

State

MA

Zip Code

02109

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

READ TO A CHILD

Street

20 William Street #G25

City

Wellesley

State

MA

Zip Code

02481

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

JUST-A-START

Street

1035 Cambridge Street

City

Cambridge

State

MA

Zip Code

02141

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

FAY EUGENE F TR U/WILL

04-6091426 Page 4 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SCIENCE CLUB FOR GIRLS

Street

136 Magazine St

City

Cambridge

State

MA

Zip Code

02139

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

ST STEPHEN'S YOUTH PROGRAMS

Street

419 Shawmut Ave

City

Boston

State

MA

Zip Code

02118

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

TAILORED FOR SUCCESS, INC

Street

587 Pleasant St

City

Malden

State

MA

Zip Code

02148

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

KIPP ACADEMY LYNN CHARTER SCHOOL

Street

90 High Rock St

City

Lynn

State

MA

Zip Code

01902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

SCIENCE FROM SCIENTISTS

Street

1 Deangelo Dr Suite C

City

Bedford

State

MA

Zip Code

01730

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

ASIAN AMERICAN CIVIC ASSOCIATION INC

Street

87 Tyler St

City

Boston

State

MA

Zip Code

02111

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

4,000

Attachment to Form 990PF Part VIII, Column (b) Title and Average Hours Per Week Devoted To Position

The compensation reported in column (b) paid to BNY Mellon, N.A. as Corporate Trustee is calculated based on market value and current fee schedule. It is not determined on an hourly basis. Corporate Trustee services include administrative responsibilities, grant requirements, recordkeeping, investment management, income collection, statement and accounting services, and regulatory reporting.

11/29/2017 2 57 41 PM - XXXXXXX3009 - 468 - BOS - FAY EUGENE F TR U-WILL

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Gross Sales		Cost or Other Basis, Expenses Depreciation and Adjustments		Net Gain or Loss	
Capital Gains/Losses										182,368		163,205		19,163	
Other sales										0		0		0	
Amount															
Long Term CG Distributions										11,464					
Short Term CG Distributions										0					
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
1 BNY MELLON SM/MID CAP-M	05569M442	X				3/22/2012	2/24/2017	7,487	7,330				0	157	
2 BNY MELLON INCOME STOC	05569M301	X				2/24/2017	7/25/2017	1,035	1,027				0	8	
3 BNY MELLON TAX-SEN UC M	05569M434	X				12/20/2016	2/24/2017	9,950	9,491				0	459	
4 BNY MELLON TAX-SEN UC M	05569M434	X				12/20/2016	7/25/2017	734	661				0	73	
5 BNY MELLON TAX-SEN UC M	05569M434	X				1/24/2013	7/25/2017	1,486	1,186				0	300	
6 BNY MELLON SM/MID CAP-M	05569M442	X				3/22/2012	7/25/2017	1,695	1,574				0	121	
7 BNY MELLON SM/MID CAP-M	05569M442	X				3/22/2012	9/15/2017	565	533				0	32	
8 BNY MELLON MIC MULTI-STR	05569M509	X				12/20/2016	2/24/2017	1,042	997				0	45	
9 BNY MELLON MIC MULTI-STR	05569M509	X				3/5/2015	2/24/2017	3,196	3,056				0	140	
10 BNY MELLON MIC MULTI-STR	05569M509	X				3/5/2015	7/25/2017	1,005	918				0	87	
11 BNY MELLON S/T US GOV SE	05569M780	X				2/11/2010	2/24/2017	5,642	5,954				0	-312	
12 BNY MELLON S/T US GOV SE	05569M780	X				2/3/2011	2/24/2017	9,324	9,761				0	-437	
13 BNY MELLON S/T US GOV SE	05569M780	X				1/24/2013	2/24/2017	5,539	5,742				0	-203	
14 BNY MELLON INTERMEDIATE	05569M814	X				1/24/2013	2/24/2017	1,275	1,340				0	-65	
15 BNY MELLON INTERMEDIATE	05569M814	X				1/24/2013	7/25/2017	1,080	1,134				0	-54	
16 BNY MELLON BOND FUND-M	05569M830	X				2/24/2017	7/25/2017	1,575	1,570				0	5	
17 DREYFUS YIELD ENH STRA T	26188X817	X				4/1/2014	2/24/2017	1,720	1,759				0	-39	
18 DREYFUS YIELD ENH STRA T	26188X817	X				4/1/2014	7/25/2017	1,710	1,731				0	-21	
19 DREYFUS YIELD ENH STRA T	26188X817	X				4/1/2014	9/8/2017	855	866				0	-11	
20 DREYFUS YIELD ENH STRA T	26188X817	X				4/1/2014	9/15/2017	570	577				0	-7	
21 DREYFUS ALTERN DIVERS S	26188X858	X				4/1/2014	2/24/2017	4,798	4,833				0	-35	
22 DREYFUS ALTERN DIVERS S	26188X858	X				4/1/2014	7/25/2017	2,580	2,584				0	-4	
23 DREYFUS ALTERN DIVERS S	26188X858	X				4/1/2014	9/8/2017	1,290	1,285				0	5	
24 DREYFUS ALTERN DIVERS S	26188X858	X				4/1/2014	9/15/2017	860	857				0	3	
25 DREYFUS DIVERSIFIED INTL	261986228	X				2/3/2011	2/24/2017	1,991	1,905				0	86	
26 DREYFUS DIVERSIFIED INTL	261986228	X				4/1/2014	2/24/2017	24,663	25,794				0	-1,121	
27 DREYFUS DIVERSIFIED INTL	261986228	X				2/17/2016	2/24/2017	73,185	65,529				0	7,656	
28 BNY MELLON TAX-SEN UC M	05569M434	X				1/24/2013	9/8/2017	1,110	895				0	215	
29 BNY MELLON TAX-SEN UC M	05569M434	X				1/24/2013	9/15/2017	740	587				0	153	
30 DREYFUS DIVERSIFIED INTL	261986228	X				2/17/2016	7/25/2017	1,650	1,317				0	333	
31 DREYFUS DIVERSIFIED INTL	261986228	X				2/17/2016	9/15/2017	550	425				0	125	

Part I, Line 16c (990-PF) - Other Professional Fees

		400	0	0	400
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1		400			400

Part I, Line 18 (990-PF) - Taxes

		534	534	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	534	534		

Part I, Line 23 (990-PF) - Other Expenses

		35	0	0	35
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	35	0		35

11/29/2017 2 57 41 PM - XXXXXXXX3009 - 468 - BOS - FAY EUGENE F TR U-WILL

Part II, Line 13 (990-PF) - Investments - Other

			1,341,585	1,301,599	1,496,135
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	BNY MELLON INCOME STK FD CL M		0	102,113	103,313
3	BNY MELLON TAX-SENSITIVE LARGE CAP		0	183,984	233,810
4	BNY MELLON SMALL/MID CAP FUND-M		0	140,907	177,588
5	BNY MELLON MID CAP STK FD CL M		0	66,775	105,110
6	BNY MELLON INTERMEDIATE BOND FD C		0	104,891	106,723
7	BNY MELLON BOND FD CL M		0	135,281	156,706
8	DREYFUS YIELD ENH STRA T-Y		0	171,419	169,503
9	DREYFUS ALTERN DIVERS STR-Y		0	253,904	255,672
10	DREYFUS DIVERSIFIED INTL-Y		0	142,325	187,710

11/29/2017 2 57 41 PM - XXXXXXXX3009 - 468 - BOS - FAY EUGENE F TR U-WILL

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount		170,902		0		0		163,205		7,697		0		0		7,697	
Short Term CG Distributions		0																	
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gain Minus Excess FMV Over Adj Basis or Losses						
1 BNY MELLON SMMID CAP-M	05569M442		3/22/2012	2/24/2017	7,487		0	7,330	157	0	0	0	157						
2 BNY MELLON INCOME STOC	05569M301		2/24/2017	7/25/2017	1,035		0	1,027	8	0	0	0	8						
3 BNY MELLON TAX-SEN UC M	05569M434		12/20/2016	2/24/2017	9,950		0	9,491	459	0	0	0	459						
4 BNY MELLON TAX-SEN UC M	05569M434		12/20/2016	7/25/2017	734		0	661	73	0	0	0	73						
5 BNY MELLON TAX-SEN UC M	05569M434		1/24/2013	7/25/2017	1,486		0	1,186	300	0	0	0	300						
6 BNY MELLON SMMID CAP-M	05569M442		3/22/2012	7/25/2017	1,895		0	1,574	121	0	0	0	121						
7 BNY MELLON SMMID CAP-M	05569M442		3/22/2012	9/15/2017	565		0	533	32	0	0	0	32						
8 BNY MELLON M/C MULTI-STR	05569M509		12/20/2016	2/24/2017	1,042		0	997	45	0	0	0	45						
9 BNY MELLON M/C MULTI-STR	05569M509		3/5/2015	2/24/2017	3,196		0	3,056	140	0	0	0	140						
10 BNY MELLON M/C MULTI-STR	05569M509		3/5/2015	7/25/2017	1,005		0	918	87	0	0	0	87						
11 BNY MELLON S/T US GOV SE	05569M780		2/11/2010	2/24/2017	5,642		0	5,954	-312	0	0	0	-312						
12 BNY MELLON S/T US GOV SE	05569M780		2/3/2011	2/24/2017	9,324		0	9,761	-437	0	0	0	-437						
13 BNY MELLON S/T US GOV SE	05569M780		1/24/2013	2/24/2017	5,539		0	5,742	-203	0	0	0	-203						
14 BNY MELLON INTERMEDIATE	05569M814		1/24/2013	2/24/2017	1,275		0	1,340	-65	0	0	0	-65						
15 BNY MELLON INTERMEDIATE	05569M814		1/24/2013	7/25/2017	1,080		0	1,134	-54	0	0	0	-54						
16 BNY MELLON BOND FUND M	05569M830		2/24/2017	7/25/2017	1,575		0	1,570	5	0	0	0	5						
17 DREYFUS YIELD ENH STRA T	26188X817		4/1/2014	2/24/2017	1,720		0	1,759	-39	0	0	0	-39						
18 DREYFUS YIELD ENH STRA T	26188X817		4/1/2014	7/25/2017	1,710		0	1,731	-21	0	0	0	-21						
19 DREYFUS YIELD ENH STRA T	26188X817		4/1/2014	9/8/2017	855		0	866	-11	0	0	0	-11						
20 DREYFUS YIELD ENH STRA T	26188X817		4/1/2014	9/15/2017	570		0	577	-7	0	0	0	-7						
21 DREYFUS ALTERN DIVERS S	26188X858		4/1/2014	2/24/2017	4,786		0	4,786	-35	0	0	0	-35						
22 DREYFUS ALTERN DIVERS S	26188X858		4/1/2014	7/25/2017	2,580		0	2,594	-14	0	0	0	-14						
23 DREYFUS ALTERN DIVERS S	26188X858		4/1/2014	9/8/2017	1,290		0	1,285	5	0	0	0	5						
24 DREYFUS ALTERN DIVERS S	26188X858		4/1/2014	9/15/2017	860		0	857	3	0	0	0	3						
25 DREYFUS DIVERSIFIED INTL	261986228		2/3/2011	2/24/2017	1,991		0	1,905	86	0	0	0	86						
26 DREYFUS DIVERSIFIED INTL	261986228		4/1/2014	2/24/2017	24,663		0	25,784	-1,121	0	0	0	-1,121						
27 DREYFUS DIVERSIFIED INTL	261986228		2/17/2016	2/24/2017	73,185		0	65,526	7,659	0	0	0	7,659						
28 BNY MELLON TAX-SEN UC M	05569M434		1/24/2013	9/8/2017	1,110		0	895	215	0	0	0	215						
29 BNY MELLON TAX SEN UC M	05569M434		1/24/2013	9/15/2017	740		0	587	153	0	0	0	153						
30 DREYFUS DIVERSIFIED INTL	261986228		2/17/2016	7/25/2017	1,650		0	1,317	333	0	0	0	333						
31 DREYFUS DIVERSIFIED INTL	261986228		2/17/2016	9/15/2017	550		0	425	125	0	0	0	125						

11/29/2017 2 57 41 PM - XXXXXXXX3009 - 468 - BOS - FAY EUGENE F TR U-WILL

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

											14,794	0	
	Name	Check X if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	BNY Mellon N A	X	P O BOX 185	Pittsburgh	PA	15230-0185		TRUSTEE	SEE ATTAC	14,794	NONE	NONE	

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	1	Amount
1 Credit from prior year return		1	562
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	562