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EXTENDED TO NOVEMBER 15, 2018

Return of Private Foundation

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

OMB No 1545-0052

2017

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning _____, and ending _____

SCANNED JAN 31 2018

Name of foundation MASSEY CHARITABLE TRUST		A Employer identification number 23-7007897
Number and street (or P O box number if mail is not delivered to street address) 1370 WASHINGTON PIKE	Room/suite 306	B Telephone number 4128380086
City or town, state or province, country, and ZIP or foreign postal code BRIDGEVILLE, PA 15017		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) \$ 40,122,874.	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			N/A	
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	586,737.	604,732.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,253,814.			
	b Gross sales price for all assets on line 6a	7,751,510.			
	7 Capital gain net income (from Part IV, line 2)		1,547,819.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	401,348.	1,568.		STATEMENT 1	
12 Total. Add lines 1 through 11	2,241,899.	2,154,119.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	121,333.	42,467.		78,866.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	29,133.	10,197.		18,936.
	16a Legal fees				
	b Accounting fees STMT 2	18,160.	9,080.		9,080.
	c Other professional fees STMT 3	5,367.	1,878.		3,489.
	17 Interest				
	18 Taxes STMT 4	126,121.	20,731.		6,142.
	19 Depreciation and depletion				
	20 Occupancy	8,633.	3,022.		5,611.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	34,041.	119,955.		6,791.
	24 Total operating and administrative expenses. Add lines 13 through 23	342,788.	207,330.		128,915.
	25 Contributions, gifts, grants paid	1,797,500.			1,720,000.
26 Total expenses and disbursements. Add lines 24 and 25	2,140,288.	207,330.		1,848,915.	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	101,611.				
b Net investment income (if negative, enter -0-)		1,946,789.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	44,036.	30,689.	30,689.
	2 Savings and temporary cash investments	872,287.	584,807.	584,807.
	3 Accounts receivable ▶ 760,223.			
	Less: allowance for doubtful accounts ▶	26,148.	760,223.	760,223.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	5,271.	5,271.	5,271.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 6	35,544,139.	38,741,884.	38,741,884.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	36,491,881.	40,122,874.	40,122,874.	
Liabilities	17 Accounts payable and accrued expenses	600.	675.	
	18 Grants payable	262,500.	340,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 7)	95,467.	163,415.	
23 Total liabilities (add lines 17 through 22)	358,567.	504,090.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	36,133,314.	39,618,784.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	36,133,314.	39,618,784.		
31 Total liabilities and net assets/fund balances	36,491,881.	40,122,874.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	36,133,314.
2 Enter amount from Part I, line 27a	2	101,611.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED APPRECIATION	3	3,383,859.
4 Add lines 1, 2, and 3	4	39,618,784.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	39,618,784.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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	7,751,510.	7,142,725.	1,547,819.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.					
(i) FMV 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			1,547,819.		
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	1,547,819.
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		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation doesn't 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))	
2016	1,850,677.	35,505,181.	.052124	
2015	1,889,676.	37,341,516.	.050605	
2014	1,901,880.	39,058,069.	.048694	
2013	1,799,345.	37,880,305.	.047501	
2012	1,766,722.	36,043,823.	.049016	
2 Total of line 1, column (d)			2	.247940
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3	.049588
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4	38,182,909.
5 Multiply line 4 by line 3			5	1,893,414.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	19,468.
7 Add lines 5 and 6			7	1,912,882.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8	1,848,915.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	38,936.
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	38,936.
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	38,936.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	37,335.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	6,500.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	43,835.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
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	4,899.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 4,899. Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the 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. ▶ \$ 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.		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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>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? 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. ▶ PA		
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> ? 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 2017 or the tax year beginning in 2017? See the 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

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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ ROBERT M. CONNOLLY Telephone no. ▶ 412-838-0086 Located at ▶ 1370 WASHINGTON PIKE, NO. 306, BRIDGEVILLE, PA ZIP+4 ▶ 15017		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year		<input type="checkbox"/>
16 At any time during calendar year 2017, 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 ▶		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2017 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 2017.) 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 2017?	4b	X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	37,815,271.
b	Average of monthly cash balances	1b	926,177.
c	Fair market value of all other assets	1c	22,927.
d	Total (add lines 1a, b, and c)	1d	38,764,375.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	38,764,375.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	581,466.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	38,182,909.
6	Minimum investment return. Enter 5% of line 5	6	1,909,145.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,909,145.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	38,936.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	38,936.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,870,209.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,870,209.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,870,209.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,848,915.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	1,848,915.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,848,915.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				1,870,209.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014			1,020.	
d From 2015			53,026.	
e From 2016			83,188.	
f Total of lines 3a through e	137,234.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 1,848,915.				
a Applied to 2016, 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 2017 distributable amount				1,848,915.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	21,294.			21,294.
6 Enter the net total of each column as indicated below:	115,940.			
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 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	115,940.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015			32,752.	
d Excess from 2016			83,188.	
e Excess from 2017				

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 2017, 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)

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

	Tax year				(e) Total
	(a) 2017	(b) 2016	Prior 3 years		
			(c) 2015	(d) 2014	
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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

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

SEE STATEMENT 11

c Any submission deadlines:

NONE

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

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 10				1,720,000.
Total ▶ 3a				
b Approved for future payment				
CARLOW UNIVERSITY 3333 FIFTH AVENUE PITTSBURGH, PA 15213		PC		15,000.
CARNEGIE SCIENCE CENTER 1 ALLEGHENY AVENUE PITTSBURGH, PA 15212		PC		50,000.
ELPC - HOPE ACADEMY OF MUSIC AND THE ARTS 116 SOUTH HIGHLAND AVE PITTSBURGH, PA 15206		PC		25,000.
Total SEE CONTINUATION SHEET(S) ▶ 3b				
				340,000.

MASSEY CHARITABLE TRUST

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE STATEMENT 9	P	VARIOUS	VARIOUS
b CAPITAL GAINS DISTRIBUTIONS - BNY MELLON	P	VARIOUS	VARIOUS
c FLOWTHROUGH FROM FUGIO PRIVATE EQUITY VI LP	P	VARIOUS	VARIOUS
d FLOWTHROUGH FROM FUGIO PRIVATE EQUITY VII LP	P	VARIOUS	VARIOUS
e FLOWTHROUGH FROM FUGIO VC FUND IV LP	P	VARIOUS	VARIOUS
f FLOWTHROUGH FROM FUGIO PRIVATE EQUITY VIII LP	P	VARIOUS	VARIOUS
g FLOWTHROUGH FROM FUGIO PRIVATE EQUITY IX LP	P	VARIOUS	VARIOUS
h REDEMPTION OF ALCENTRA MEZZANINE III, LP	P	VARIOUS	12/31/17
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 7,751,510.		7,142,725.	608,785.
b			669,197.
c			127,260.
d			174,176.
e			<1,199.>
f			<826.>
g			<23.>
h			<29,551.>
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			608,785.
b			669,197.
c			127,260.
d			174,176.
e			<1,199.>
f			<826.>
g			<23.>
h			<29,551.>
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,547,819.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

MASSEY CHARITABLE TRUST

23-7007897

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HIGHER ACHIEVEMENT 211 N. WHITFIELD ST, SUITE 475 PITTSBURGH, PA 15206		PC		15,000.
NATIONAL AVIARY 700 ARCH STREET PITTSBURGH, PA 15212		PC		20,000.
PRESSLEY RIDGE 5500 CORPORATE DRIVE, SUITE 400 PITTSBURGH, PA 15237		PC		50,000.
PROPEL SCHOOLS 3447 EAST CARSON STREET, SUITE 200 PITTSBURGH, PA 15203		PC		40,000.
RANKIN CHRISTIAN CENTER 230 3RD AVENUE RANKIN, PA 15104		PC		40,000.
THE MENTORING PARTNERSHIP ONE HOPE SQUARE, 1901 CENTRE AVE, PITTSBURGH, PA 15219		PC		15,000.
TRANSITIONAL PATHS TO INDEPENDENT LIVING (TRPIL) 69 EAST BEAU STREET WASHINGTON, PA 15301		PC		20,000.
WOMEN'S CENTER AND SHELTER OF GREATER PITTSBURGH P.O. BOX 9024 PITTSBURGH, PA 15224		PC		50,000.
Total from continuation sheets				250,000.

FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
SECTION 965A INCOME FROM PARTNERSHIPS	0.	1,568.		
PARTNERSHIP INCOME (LOSS)	390,718.	0.		
OTHER INCOME (LOSS)	10,630.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	401,348.	1,568.		

FORM 990-PF	ACCOUNTING FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SISTERSON & CO, LLP	14,560.	7,280.		7,280.
INDEPENDENT CONTROLLERS	3,600.	1,800.		1,800.
TO FORM 990-PF, PG 1, .LN 16B	18,160.	9,080.		9,080.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUSTEE EXPENSES	5,367.	1,878.		3,489.
TO FORM 990-PF, PG 1, LN 16C	5,367.	1,878.		3,489.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	9,449.	3,307.		6,142.
FEDERAL EXCISE TAX	30,289.	0.		0.
DEFERRED EXCISE TAX	69,000.	0.		0.
FOREIGN TAX PAID	17,383.	17,424.		0.
TO FORM 990-PF, PG 1, LN 18	126,121.	20,731.		6,142.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE EXPENSE	1,637.	819.		818.
OFFICE SUPPLIES	638.	319.		319.
INSURANCE EXPENSE	3,756.	1,878.		1,878.
MISCELLANEOUS EXPENSE	257.	129.		128.
BNY MELLON BANK INVESTMENT FEES	24,027.	24,027.		0.
PNC BANK INVESTMENT FEES	156.	78.		78.
DUES	3,570.	0.		3,570.
PARTNERSHIP EXPENSES	0.	92,705.		0.
TO FORM 990-PF, PG 1, LN 23	34,041.	119,955.		6,791.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 12	FMV	38,741,884.	38,741,884.
TOTAL TO FORM 990-PF, PART II, LINE 13		38,741,884.	38,741,884.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 7	
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
ACCRUED PAYROLL TAXES	5,840.	5,932.	
DEFERRED FEDERAL EXCISE TAX	81,000.	150,000.	
ACCRUED FEDERAL EXCISE TAX	6,210.	5,000.	
ACCRUED RETIREMENT CONTRIBUTION	2,417.	2,483.	
TOTAL TO FORM 990-PF, PART II, LINE 22	95,467.	163,415.	

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

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT M. ENTWISLE, ESQ. 125 1ST AVENUE PITTSBURGH, PA 15222	TRUSTEE 2.00	1,200.	0.	0.
DR. JOE B. MASSEY 2460 PEACHTREE ROAD, APT 1408 ATLANTA, GA 30305	TRUSTEE 2.00	1,200.	0.	0.
DANIEL B. CARROLL 708 LAKE ISLAND DRIVE CANYON LAKE, TX 78133	TRUSTEE 2.00	1,200.	0.	0.
ROBERT M. CONNOLLY, CPA 1541 NETWORK DRIVE CANONSBURG, PA 15317	EXEC DIR./TRUSTEE 40.00	116,533.	29,133.	0.
BARBARA R. DEWITT 616 SOUTH LINDEN AVENUE PITTSBURGH, PA 15208	TRUSTEE 2.00	1,200.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		121,333.	29,133.	0.

STATEMENT 9

I.D. #23-7007897

MASSEY CHARITABLE TRUST

2017 RETURN OF PRIVATE FOUNDATION

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

METHOD ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	COST BASIS	WASH SALES DISALLOWED	CAPITAL GAIN (LOSS)
P	VARIOUS	VARIOUS	700,000	652,809	16	47,207
P	VARIOUS	VARIOUS	300,000	287,124	-	12,876
P	VARIOUS	8/17/2017	200,000	186,954	-	13,046
P	5/25/2007	8/31/2017	50,750	50,000	-	750
P	VARIOUS	8/17/2017	1,146,620	1,240,066	-	(93,446)
P	VARIOUS	2/16/2017	200,000	228,762	746	(28,016)
P	6/27/2012	VARIOUS	500,000	481,833	-	18,167
P	VARIOUS	8/17/2017	4,676	5,868	-	(1,192)
P	11/1/2012	12/31/2017	300,000	275,127	-	24,873
P	VARIOUS	3/17/2017	749,464	724,017	-	25,447
P	VARIOUS	VARIOUS	2,000,000	2,013,751	7,442	(6,309)
P	VARIOUS	VARIOUS	1,000,000	524,550	-	475,450
P	VARIOUS	VARIOUS	600,000	480,068	-	119,932
TOTALS TO FORM 990-PF, PART IV			7,751,510	7,150,929	8,204	608,785

BNY MELLON INCOME STK FD CL M
 DREYFUS RESEARCH GROWTH FD-Y
 EURO PAC GROWTH FD CL A
 PHEAA STUDENT LN TR I S 3% 4/25/44
 PIMCO FDS PAC INVT MGMT SER
 PIMCO FDS TOTAL RETURN INSTL FD
 ROYCE MICRO-CAP FUND SPL EQUITY FD
 SPDR GOLD TR
 TEMPLETON FDS INC FOREIGN FD
 THE OPTIMA FUTURES FUND LTD
 VANGUARD FIXED INCOME SECS FD
 VANGUARD INDEX TR SMALL CAPITALIZATION
 VANGUARD PRIME CORE FUND

MASSEY CHARITABLE TRUST
2017 RETURN OF PRIVATE FOUNDATION
FORM 990-PF - PART II, LINE 13

SCHEDULE OF INVESTMENTS

	<u>Shares/units/ face value</u>	<u>Cost</u>	<u>Fair value</u>
Equity and bond mutual funds			
American Funds EuroPacific Growth Fund	92,191 Shs.	5,182,987	5,182,987
American Funds New World Fund	28,633 Shs.	1,910,991	1,910,991
BNY Mellon Income Stock Fund	180,445 Shs.	1,688,966	1,688,966
Dodge & Cox Income Fund	91,508 Shs.	1,259,154	1,259,154
Dreyfus Global Real Estate Fund	152,325 Shs.	1,373,968	1,373,968
Dreyfus Research Growth Fund Inc	54,542 Shs.	827,953	827,953
Dreyfus Short Duration Bond Fund	75,219 Shs.	758,212	758,212
Franklin Templeton Foreign Fund	175,263 Shs.	1,414,370	1,414,370
Goodhaven Fund	28,289 Shs.	684,318	684,318
Northern Global Real Estate Index Fund	73,503 Shs.	790,890	790,890
Oakmark Fund	12,779 Shs.	1,077,670	1,077,670
Oakmark International Fund	68,858 Shs.	1,967,260	1,967,260
Pimco Total Return Fund	103,730 Shs.	1,065,307	1,065,307
Royce Special Equity Fund	40,541 Shs.	883,389	883,389
Vanguard Dividend Growth Fund	64,382 Shs.	1,709,344	1,709,344
Vanguard Primecap Core Fund	74,109 Shs.	1,993,526	1,993,526
Vanguard Select Value Fund	19,548 Shs.	611,255	611,255
Vanguard Short-Term Corporate Bond Fund	383,962	4,081,521	4,081,521
Vanguard Short-Term Corporate Bond Index Fund	112,805 Shs.	2,436,580	2,436,580
Vanguard Small Cap Index Fund	10,714 Shs.	758,151	758,151
Vanguard Total International Stock Index Fund	51,077 Shs.	1,558,869	1,558,869
Total equity and bond mutual funds		<u>34,034,681</u>	<u>34,034,681</u>
Exchange-traded fund - SPDR Gold Shares	9,825 Shs.	<u>1,214,861</u>	<u>1,214,861</u>
Hedge fund - The Platinum U.S. Tax-Exempt Fund	39,825 Uns.	<u>867,422</u>	<u>867,422</u>
Partnerships			
Fugio VC Fund IV, L.P.		214,592	214,592
Fugio Private Equity Fund VI, L.P.		737,750	737,750
Fugio Private Equity Fund VII, L.P.		825,534	825,534
Fugio Private Equity Fund VIII, L.P.		597,261	597,261
Fugio Private Equity IX, L.P.		<u>249,783</u>	<u>249,783</u>
Total partnerships		<u>2,624,920</u>	<u>2,624,920</u>
Total investments		<u>\$ 38,741,884</u>	<u>\$ 38,741,884</u>