

EXTENDED TO NOVEMBER 15, 2019

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

OMB No 1545-0052

2018Department of the Treasury
Internal Revenue Service

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Go to www.irs.gov/Form990PF for instructions and the latest information.

Open to Public Inspection

For calendar year 2018 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 ☐ 6
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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 04		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) \$ 139,237,893.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	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))		(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					
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		2,057,297.	2,057,297.	54,188.	STATEMENT 1
5a Gross rents		60,967.	60,967.	60,967.	STATEMENT 2
b Net rental income or (loss) 60,967.					
6a Net gain or (loss) from sale of assets not on line 10		6,425,939.			
b Gross sales price for all assets on line 6a 157,161,770.					
7 Capital gain net income (from Part IV, line 2)		6,425,939.			
8 Net short-term capital gain				N/A	
9 Income modifications					
10a Gross sales less returns and allowances 1,845,673.					STATEMENT 3
b Less Cost of goods sold 611,684.					
c Gross profit or (loss)		1,233,989.		1,233,989.	
11 Other income		29,700.	0.	29,700.	STATEMENT 4
12 Total. Add lines 1 through 11		9,807,892.	8,544,203.	1,378,844.	
13 Compensation of officers, directors, trustees, etc		316,377.	13,000.	0.	303,377.
14 Other employee salaries and wages		582,119.	6,744.	0.	575,375.
15 Pension plans, employee benefits		170,145.	4,013.	0.	166,132.
16a Legal fees STMT 5		19,930.	0.	0.	19,930.
b Accounting fees STMT 6		62,072.	10,000.	6,315.	45,757.
c Other professional fees STMT 7		575,477.	361,565.	0.	213,912.
17 Interest					
18 Taxes STMT 8		-76,103.	1,197.	0.	0.
19 Depreciation and depletion		157,012.	0.	92,634.	
20 Occupancy		99,284.	0.	0.	99,284.
21 Travel, conferences, and meetings		113,435.	0.	0.	113,435.
22 Printing and publications		5,224.	0.	0.	5,224.
23 Other expenses STMT 9		1,556,448.	0.	1,204,822.	323,371.
24 Total operating and administrative expenses. Add lines 13 through 23		3,581,420.	396,519.	1,303,771.	1,865,797.
25 Contributions, gifts, grants paid		7,243,065.			6,735,035.
26 Total expenses and disbursements. Add lines 24 and 25		10,824,485.	396,519.	1,303,771.	8,600,832.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-1,016,593.			
b Net Investment Income (if negative, enter -0-)			8,147,684.		
c Adjusted net income (if negative, enter -0-)				75,073.	

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	756,812.	931,127.	931,127.
	2 Savings and temporary cash investments	2,674,811.	670,847.	670,847.
	3 Accounts receivable ▶ 172,716.			
	Less: allowance for doubtful accounts ▶	116,130.	172,716.	172,716.
	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 11 ▶ 2,713,500.			
	Less: allowance for doubtful accounts ▶ 0.	2,713,500.	2,713,500.	2,713,500.
	8 Inventories for sale or use	55,699.	57,047.	57,047.
	9 Prepaid expenses and deferred charges	5,486.		
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 12	104,192,875.	92,281,912.	92,281,912.
	c Investments - corporate bonds STMT 13	29,070,083.	9,464,444.	9,464,444.
	Liabilities	11 Investments - land, buildings, and equipment, basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 14		13,625,880.	30,028,563.	30,028,563.
14 Land, buildings, and equipment, basis ▶ 4,914,271.				
Less: accumulated depreciation ▶ 2,029,780.		2,604,173.	2,884,491.	2,884,491.
15 Other assets (describe ▶ OTHER ASSETS)		57,079.	33,246.	33,246.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		155,872,528.	139,237,893.	139,237,893.
17 Accounts payable and accrued expenses		210,749.	213,490.	
18 Grants payable		1,535,000.	2,043,030.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 15)	252,515.	0.	
	23 Total liabilities (add lines 17 through 22)	1,998,264.	2,256,520.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	153,874,264.	136,981,373.	
	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	153,874,264.	136,981,373.		
31 Total liabilities and net assets/fund balances	155,872,528.	139,237,893.		

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	153,874,264.
2 Enter amount from Part I, line 27a	2	-1,016,593.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	152,857,671.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON INVESTMENTS	5	15,876,298.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	136,981,373.

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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 (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 WELLS FARGO			P		
b US TRUST			P		
c VARIOUS			P		
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 157,141,457.		150,735,831.	6,405,626.
b 19,738.			19,738.
c 575.			575.
d			
e			

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			6,405,626.
b			19,738.
c			575.
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	6,425,939.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	6,425,939.

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))
2017	8,212,797.	142,107,200.	.057793
2016	7,762,285.	135,527,923.	.057274
2015	8,419,644.	142,181,011.	.059218
2014	7,960,154.	146,714,794.	.054256
2013	7,489,595.	138,243,533.	.054177

2 Total of line 1, column (d)	2	.282718
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	.056544
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	136,905,320.
5 Multiply line 4 by line 3	5	7,741,174.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	81,477.
7 Add lines 5 and 6	7	7,822,651.
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	8,600,832.

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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 ☒ and enter 1% of Part I, line 27b		1	81,477.
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	81,477.
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	81,477.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	149,107.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	149,107.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	67,630.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax ☒ 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?		X
1b 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
1c 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ☒ 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	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 2018 or the tax year beginning in 2018? 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

N/A

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? Website address ► WWW.MELVILLETRUST.ORG	13	X
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
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years ►	☐ Yes ☒ No	
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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
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 2018 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 2018.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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 2018?	4a	X
	4b	X

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

5a During the year, did the foundation pay or incur any amount to:		Yes	No
(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	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	☐ Yes ☒ No		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and 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 16		260,000.	56,377.	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	165,549.	43,267.	0.
SUSAN LAMPLEY - 55 CHURCH STREET, SUITE 800, NEW HAVEN, CT 06510	SENIOR PROGRAM OFFICER 40.00	149,888.	38,132.	0.
REBECCA ALLEN - 55 CHURCH STREET, SUITE 800, NEW HAVEN, CT 06510	PROGRAM OFFICER 40.00	129,288.	40,196.	0.
BONNIE ROSENBAUM - 55 CHURCH STREET, SUITE 800, NEW HAVEN, CT 06510	COMMUNICATIONS MANAGER 30.00	56,946.	35,662.	0.
HOLLY SULLIVAN - 55 CHURCH STREET, SUITE 800, NEW HAVEN, CT 06510	FINANCE SPECIALIST 20.00	67,435.	11,503.	0.
Total number of other employees paid over \$50,000				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	121,359,758.
b	Average of monthly cash balances	1b	4,135,614.
c	Fair market value of all other assets	1c	13,494,801.
d	Total (add lines 1a, b, and c)	1d	138,990,173.
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	138,990,173.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,084,853.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	136,905,320.
6	Minimum investment return. Enter 5% of line 5	6	6,845,266.

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	6,845,266.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	81,477.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	81,477.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,763,789.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	6,763,789.
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	6,763,789.

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	8,600,832.
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	8,600,832.
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	81,477.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,519,355.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				6,763,789.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014	750,666.			
c From 2015	1,495,287.			
d From 2016	1,025,557.			
e From 2017	1,306,107.			
f Total of lines 3a through e	4,577,617.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 8,600,832.				
a Applied to 2017, 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 2018 distributable amount				6,763,789.
e Remaining amount distributed out of corpus	1,837,043.			
5 Excess distributions carryover applied to 2018 (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 1f, 4c, and 4e. Subtract line 5.	6,414,660.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	6,414,660.			
10 Analysis of line 9:				
a Excess from 2014	750,666.			
b Excess from 2015	1,495,287.			
c Excess from 2016	1,025,557.			
d Excess from 2017	1,306,107.			
e Excess from 2018	1,837,043.			

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	PC		6,735,035.
Total			3a	6,735,035.
b Approved for future payment				
NEW VENTURE FUND	NONE	PC		500,000.
NATIONAL ALLIANCE TO END HOMELESSNESS	NONE	PC		353,190.
POLICY LINK	NONE	PC		130,000.
Total	SEE CONTINUATION SHEET(S)			3b 2,043,030.

Form 990-PF (2018)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
Enter gross amounts unless otherwise indicated.				
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	2,057,297.	
5 Net rental income or (loss) from real estate:				
a Debt-financed property				
b Not debt-financed property				60,967.
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	6,425,939.	
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				1,233,989.
11 Other revenue:				
a DEVELOPER FEE		01	29,700.	
b _____				
c _____				
d _____				
e _____				
12 Subtotal. Add columns (b), (d), and (e)		0.	8,512,936.	1,294,956.
13 Total. Add line 12, columns (b), (d), and (e)				9,807,892.

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

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

[illegible]

Part XVII	Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations
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- | <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <table border="1"> <tr> <th></th> <th>Yes</th> <th>No</th> </tr> <tr> <td>1a(1)</td> <td></td> <td>X</td> </tr> <tr> <td>1a(2)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(1)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(2)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(3)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(4)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(5)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(6)</td> <td></td> <td>X</td> </tr> <tr> <td>1c</td> <td></td> <td>X</td> </tr> </table> | | Yes | No | 1a(1) | | X | 1a(2) | | X | 1b(1) | | X | 1b(2) | | X | 1b(3) | | X | 1b(4) | | X | 1b(5) | | X | 1b(6) | | X | 1c | | X |
|---|---|----|-----|----|-------|--|---|-------|--|---|-------|--|---|-------|--|---|-------|--|---|-------|--|---|-------|--|---|-------|--|---|----|--|---|
| | Yes | No | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1a(1) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1a(2) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(1) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(2) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(3) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(4) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(5) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(6) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1c | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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 of officer or trustee: [Signature] Date: 11/7/2019 Title: Executive Director

May the IRS discuss this return with the preparer shown below? See instr. ☒ Yes ☐ No

Paid Preparer Use Only	Print/preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	LAURA J. KENNEY	LAURA J. KENNEY	09/04/19		P00202198
	Firm's name ► BLUM, SHAPIRO & COMPANY, P.C.				Firm's EIN ► 06-1009205
	Firm's address ► ONE INTERNATIONAL PLACE, 16TH FLOOR BOSTON, MA 02110				Phone no. 617-717-0831

46-1670702

3 Grants and Contributions Approved for Future Payment (Continuation)

Total from continuation sheets

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	2,057,297.	0.	2,057,297.	2,057,297.	54,188.
TO PART I, LINE 4	2,057,297.	0.	2,057,297.	2,057,297.	54,188.

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME - LYCEUM LLC	1	60,967.
TOTAL TO FORM 990-PF, PART I, LINE 5A		60,967.

FORM 990-PF

INCOME AND COST OF GOODS SOLD
INCLUDED ON PART I, LINE 10

STATEMENT 3

INCOME

1. GROSS RECEIPTS	1,845,673	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		1,845,673
4. COST OF GOODS SOLD (LINE 15)	611,684	
5. GROSS PROFIT (LINE 3 LESS LINE 4)		1,233,989
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		1,233,989

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR	55,699	
9. MERCHANDISE PURCHASED		
10. COST OF LABOR		
11. MATERIALS AND SUPPLIES	613,032	
12. OTHER COSTS		
13. ADD LINES 8 THROUGH 12		668,731
14. INVENTORY AT END OF YEAR	57,047	
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14)		611,684

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DEVELOPER FEE	29,700.	0.	29,700.
TOTAL TO FORM 990-PF, PART I, LINE 11	29,700.	0.	29,700.

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	19,930.	0.	0.	19,930.
TO FM 990-PF, PG 1, LN 16A	19,930.	0.	0.	19,930.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	62,072.	10,000.	6,315.	45,757.
TO FORM 990-PF, PG 1, LN 16B	62,072.	10,000.	6,315.	45,757.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	361,565.	361,565.	0.	0.
OTHER PROFESSIONAL FEES	213,912.	0.	0.	213,912.
TO FORM 990-PF, PG 1, LN 16C	575,477.	361,565.	0.	213,912.

FORM 990-PF	TAXES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	-77,300.	0.	0.	0.
TAXES	1,197.	1,197.	0.	0.
TO FORM 990-PF, PG 1, LN 18	-76,103.	1,197.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	9
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	20,678.	0.	2,500.	18,178.
OTHER EXPENSES	3,975.	0.	0.	3,975.
EXCESS CHARITABLE PROGRAM EXPENSES	0.	0.	-393,852.	393,852.
LYCEUM OTHER EXPENSES	391,013.	0.	391,013.	0.
FIREBOX OTHER EXPENSES	1,297,795.	0.	1,297,795.	0.
DEPRECIATION RECLASS FOR FIREBOX & LYCEUM	-157,013.	0.	-92,634.	-92,634.
TO FORM 990-PF, PG 1, LN 23	1,556,448.	0.	1,204,822.	323,371.

FOOTNOTES	STATEMENT	10
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FORM 990-PF

OTHER NOTES AND LOANS REPORTED SEPARATELY

STATEMENT 11

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
CAPITAL FOR CHANGE				3.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
10/07/13	11/01/23	105,000.		0.
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN		
UNSECURED		COMMUNITY LOAN POOL - BELOW MKT RATE LOANS (5 YR EXT)		
RELATIONSHIP OF BORROWER		BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE		105,000.	0.	0.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
NEIGHBORWORKS NEW HORIZONS				.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
07/02/16	07/01/19	300,000.		0.
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN		
UNSECURED		ACQUISITION & PREDEVELOPMENT ACTIVITIES		
RELATIONSHIP OF BORROWER		BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE		300,000.	0.	0.

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	10/01/21	200,000.		0.
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN		
UNSECURED		PREDEVELOPMENT COSTS & EXPENSES (3 YR EXT)		
RELATIONSHIP OF BORROWER		BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE		200,000.	0.	0.

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		2,108,500.	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 7		2,713,500.	0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ARROWSTREET INTL EQUITY EAFE TRUST FUND	14,754,502.	14,754,502.
PRUDENTIAL CORE FIXED INCOME	7,516,518.	7,516,518.
PRUDENTIAL FIXED INCOME EMERGING MARKET DEBT	9,628,398.	9,628,398.
VOYA SENIOR LOAN COMMON TRUST FUND	8,779,693.	8,779,693.
WELLINGTON TRUST CO NATL ASSOC. MULTIPLE COMMON TRUST	6,657,672.	6,657,672.
ARTISAN INTERNATIONAL FUND #661	4,454,435.	4,454,435.
ARTISAN INTERNATIONAL VALUE FUND #1466	4,540,836.	4,540,836.
LAZARD EMERGING MARKETS PORTFOLIO	7,176,859.	7,176,859.
INVESCO GLOBAL TARGETED RETURNS FUND CLASS Y #8649	5,756,000.	5,756,000.
ISHARES COR S&P 500 ETF	23,016,999.	23,016,999.
TOTAL TO FORM 990-PF, PART II, LINE 10B	92,281,912.	92,281,912.

FORM 990-PF	CORPORATE BONDS	STATEMENT 13
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS- PIMCO INCOME CLASS	9,464,444.	9,464,444.
TOTAL TO FORM 990-PF, PART II, LINE 10C	9,464,444.	9,464,444.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 14
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
COHEN & STEERS SERIES LP COHEN & STEERS PREFERRED SECURITIES FUND	FMV	8,694,405.	8,694,405.
DYAL IV OFFSHORE INVESTORS LP	FMV	263,374.	263,374.
HILDENE OPPORTUNITIES OFFSHORE FUND II LTD	FMV	10,462,157.	10,462,157.
PRIMA MORTGAGE INVESTMENT TRUST LLC	FMV	7,560,210.	7,560,210.
PRIVATE EQUITY PARTNERS IX OFFSHORE LP	FMV	1,058,159.	1,058,159.
WHITEHORSE LIQUIDITY PARTNERS II LP	FMV	1,620,911.	1,620,911.
MESIROW ABSOLUTE RETURN FD	FMV	369,347.	369,347.
TOTAL TO FORM 990-PF, PART II, LINE 13		30,028,563.	30,028,563.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 15
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED EXCISE TAXES	252,515.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	252,515.	0.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 16
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
SHELLEY GEBALLE 55 CHURCH STREET, SUITE 800 NEW HAVEN, CT 06510	DIRECTOR 1.00	0.	0. 0.
J.C. DAVID HADDEN 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.
ROBERT HAGGETT 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	260,000.	56,377. 0.
JENNIFER LEIMAILE HO 55 CHURCH STREET, SUITE 800 NEW HAVEN, CT 06510	DIRECTOR 1.00	0.	0. 0.

THE MELVILLE CHARITABLE TRUST, INC.

46-1670702

KAREN DUBOIS-WALTON	DIRECTOR			
55 CHURCH STREET, SUITE 800	1.00	0.	0.	0.
NEW HAVEN, CT 06510				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII	260,000.	56,377.	0.
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FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	17
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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	391,013.
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FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	18
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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	8,815.
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