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Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

2008

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2008, or tax year beginning JUL 1, 2008, and ending JUN 30, 2009

G Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>MARGARET SCHENCK VAN POOLE FDN</b>			A Employer Identification number <b>99-0291928</b>
	Number and street (or P O box number if mail is not delivered to street address) <b>P.O. BOX 3170, DEPT 715</b>		Room/suite	B Telephone number <b>(808) 694-4543</b>
City or town, state, and ZIP code <b>HONOLULU, HI 96802-3170</b>				
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				
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
► \$ <b>2,011,211.</b> (Part I, column (d) must be on cash basis.)				
<b>Part I</b> 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
Revenue	1 Contributions, gifts, grants, etc., received			<b>N/A</b>
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments	<b>576.</b>	<b>576.</b>	<b>STATEMENT 2</b>
	4 Dividends and interest from securities	<b>66,889.</b>	<b>66,889.</b>	<b>STATEMENT 3</b>
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	<b>886,137.</b>		<b>STATEMENT 1</b>
	7 Capital gain net income (from Part IV, line 2)		<b>0.</b>	
	8 Net short-term capital gain			
	9 Income modifications Gross sales less returns and allowances			
	b Less Cost of goods sold			
	c Gross profit or (loss)			
11 Other income				
12 Total. Add lines 1 through 11	<b>-184,288.</b>	<b>67,465.</b>		
13 Compensation of officers, directors, trustees, etc.	<b>22,922.</b>	<b>9,169.</b>	<b>13,753.</b>	
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	<b>STMT 4.</b>	<b>1,750.</b>	<b>525.</b>	<b>1,225.</b>
c Other professional fees				
17 Interest				
18 Taxes	<b>STMT 5.</b>	<b>-1,524.</b>	<b>22.</b>	<b>0.</b>
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	<b>23,148.</b>	<b>9,716.</b>		<b>14,978.</b>
25 Contributions, gifts, grants paid	<b>127,680.</b>			<b>127,680.</b>
26 Total expenses and disbursements. Add lines 24 and 25	<b>150,828.</b>	<b>9,716.</b>		<b>142,658.</b>
RECEIVED FEB 03 2010 FEB 03 2010 FEB 03 2010	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0) c Adjusted net income (if negative, enter -0)	<b>-335,116.</b>		
			<b>57,749.</b>	<b>N/A</b>

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2008)

OPEN, 02-09

914

ONE

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
	1 Cash - non-interest-bearing		120.	3.	3.
	2 Savings and temporary cash investments		28,905.	102,481.	102,481.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
Assets	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	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	2,477,697.	2,069,122.	1,908,727.
	14 Land, buildings, and equipment, basis ►				
	Less: accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		2,506,722.	2,171,606.	2,011,211.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		2,506,722.	2,171,606.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30 Total net assets or fund balances		2,506,722.	2,171,606.	
	31 Total liabilities and net assets/fund balances		2,506,722.	2,171,606.	

## 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	2,506,722.
2 Enter amount from Part I, line 27a	2	-335,116.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	2,171,606.
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	2,171,606.

**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	886,137.	1,137,890.	-251,753.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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				
b				
c				
d				
e			-251,753.	
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	-251,753.
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

**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 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))
2007	150,922.	2,727,411.	.055335
2006	147,898.	2,761,145.	.053564
2005	144,035.	2,683,523.	.053674
2004	135,495.	2,649,117.	.051147
2003	123,145.	2,609,250.	.047196

- 2 Total of line 1, column (d) 2 .260916
- 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 .052183
- 4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5 4 2,071,417.
- 5 Multiply line 4 by line 3 5 108,093.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 577.
- 7 Add lines 5 and 6 7 108,670.
- 8 Enter qualifying distributions from Part XII, line 4 8 142,658.

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1.

Date of ruling letter: \_\_\_\_\_ (attach copy of ruling 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 2b

1 577.

2 0.

3 577.

4 0.

5 577.

c All other domestic foundations enter 2% of line 2b 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-)

3 Add lines 1 and 2

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-

6 Credits/Payments:

a 2008 estimated tax payments and 2007 overpayment credited to 2008

6a 800.

b Exempt foreign organizations - tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c 100.

d Backup withholding erroneously withheld

6d

7 Total credits and payments. Add lines 6a through 6d

7 900.

8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached

8

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

10 323.

11 Enter the amount of line 10 to be Credited to 2009 estimated tax ►

323. Refunded ► 11 0.

**Part VII-A Statements Regarding Activities**

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?

Yes No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

X

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1c 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.

X

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?

N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

X

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?

X

If "Yes," complete Part II, col. (c), and Part XV.

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

X

HI

X

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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV.

X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

X

**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	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	X
14	The books are in care of ► <b>BANK OF HAWAII</b> Located at ► <b>130 MERCHANT ST., HONOLULU, HI</b>	Telephone no. ► <b>(808) 694-4543</b> ZIP+4 ► <b>96813</b>	
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

**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 page 20 of the 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 2008?	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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? If "Yes," list the years ►	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> 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)	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. ►		
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 2008 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 2008.)	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 2008?	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 509(a)(1), (2), or (3), or section 4940(d)(2)?  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)?

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?

If you answered "Yes" to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes  No

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

**N/A****7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF HAWAII P.O. BOX 3170 HONOLULU, HI 96802	TRUSTEE 1.00	22,922.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A				

Total number of other employees paid over \$50,000

►

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
N/A		

**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	2,038,056.
b	Average of monthly cash balances	1b	64,905.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,102,961.
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	2,102,961.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	31,544.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,071,417.
6	Minimum investment return. Enter 5% of line 5	6	103,571.

**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	103,571.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	577.
b	Income tax for 2008 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	577.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	102,994.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	102,994.
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	102,994.

**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	142,658.
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	142,658.
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	577.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	142,081.

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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7 .....				102,994.
2 Undistributed income, if any, as of the end of 2007.			72,030.	
a Enter amount for 2007 only .....				
b Total for prior years: .....		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003 .....				
b From 2004 .....				
c From 2005 .....				
d From 2006 .....				
e From 2007 .....				
f Total of lines 3a through e .....	0.			
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 142,658.			72,030.	
a Applied to 2007, but not more than line 2a .....				
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 2008 distributable amount .....				70,628.
e Remaining amount distributed out of corpus .....	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a)) .....	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 .....	0.			
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 2007 Subtract line 4a from line 2a. Taxable amount - see instr. .....			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009 .....				32,366.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) .....	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 .....	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a .....	0.			
10 Analysis of line 9.				
a Excess from 2004 .....				
b Excess from 2005 .....				
c Excess from 2006 .....				
d Excess from 2007 .....				
e Excess from 2008 .....				

**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 2008, enter the date of the ruling ►

4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

**Part XV** **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

## Part XV Supplementary Information (continued)

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

Recipient 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
<b>a Paid during the year</b>				
BROOKE HOSPITAL FOR ANIMALS, BROADMEAD HOUSE, 21 PANTON ST, LONDON, SW1Y 4D			UNRESTRICTED	42,560.
HAWAIIAN HUMANE SOCIETY, 2700 WAIALAE AVE, HONOLULU, HI 96826			UNRESTRICTED	42,560.
NATIONAL ANTI-VIVISECTION SOCIETY, 53 W JACKSON BLVD, CHICAGO, IL 60604			UNRESTRICTED	42,560.
<b>Total</b>			► 3a	127,680.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			► 3b	0.

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Form 990-PF (2008)

## 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	
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	576.
5 Net rental income or (loss) from real estate:				14	66,889.
a Debt-financed property					
b Not debt-financed property					
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	-251,753.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)			0.	-184,288.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	-184,288.
(See worksheet in line 13 instructions to verify calculations.)					

## **Relationship of Activities to the Accomplishment of Exempt Purposes**



MARGARET SCHENCK VAN POOLE FDN

## 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 DISALLOWED WASH SALES 694048794		P	12/28/07	11/21/08
b DISALLOWED WASH SALES 694048794		P	12/07/06	11/21/08
c DISALLOWED WASH SALES 694048794		P	12/28/07	11/21/08
d STCL SEE STATEMENT - GLR		P	VARIOUS	VARIOUS
e LTCL SEE STATEMENT - GLR		P	VARIOUS	VARIOUS
f CAPITAL GAINS DIVIDENDS				
g				
h				
i				
j				
k				
l				
m				
n				
o				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 4,663.			4,663.	
b 1,940.			1,940.	
c 1,313.			1,313.	
d 269,021.		357,644.	-88,623.	
e 585,773.		780,246.	-194,473.	
f 23,427.			23,427.	
g				
h				
i				
j				
k				
l				
m				
n				
o				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			4,663.	
b			1,940.	
c			1,313.	
d			-88,623.	
e			-194,473.	
f			23,427.	
g				
h				
i				
j				
k				
l				
m				
n				
o				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }			2	-251,753.
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

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FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
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DISALLOWED WASH SALES 694048794		PURCHASED	12/28/07	11/21/08
---------------------------------	--	-----------	----------	----------

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,663.	0.	0.	0.	4,663.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--	--------------------	------------------	-----------

DISALLOWED WASH SALES 694048794		PURCHASED	12/07/06	11/21/08
---------------------------------	--	-----------	----------	----------

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,940.	0.	0.	0.	1,940.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
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DISALLOWED WASH SALES 694048794		PURCHASED	12/28/07	11/21/08
---------------------------------	--	-----------	----------	----------

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,313.	0.	0.	0.	1,313.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
STCL SEE STATEMENT - GLR		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
269,021.	357,644.	0.	0.	-88,623.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCL SEE STATEMENT - GLR		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
585,773.	780,246.	0.	0.	-194,473.

CAPITAL GAINS DIVIDENDS FROM PART IV	23,427.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-251,753.

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FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	2
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SOURCE	AMOUNT
PACIFIC CAPITAL CASH ASSETS TRUST	576.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	576.

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BOH A/C #115030603	90,316.	23,427.	66,889.
TOTAL TO FM 990-PF, PART I, LN 4	90,316.	23,427.	66,889.

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX SERVICE FEE	1,750.	525.		1,225.
TO FORM 990-PF, PG 1, LN 16B	1,750.	525.		1,225.

## FORM 990-PF

## TAXES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD AT SOURCE	22.	22.		0.
2007 TAX REFUND	-1,546.	0.		0.
TO FORM 990-PF, PG 1, LN 18	-1,524.	22.		0.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT-INV	COST	2,069,122.	1,908,727.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,069,122.	1,908,727.

**MARGARET SCHENCK VAN POOLE FOUNDATION  
2008 FORM 990-PF, PART IV**

**99-0291928**

<b>Description</b>	<b>Sold</b>	<b>Acquired</b>	<b>Proceeds</b>	<b>Cost</b>	<b>Gain/Loss</b>
<b>** SHORT TERM CAPITAL GAIN (LOSS)</b>					
80 SHS OF CF INDUSTRIES HOLDINGS	07/15/08	05/27/08	12,479.14	9,949.73	2,529.41
180 SHS OF SMITH INTERNATIONAL INC	07/23/08	11/21/07	14,542.74	11,334.24	3,208.50
150 SHS OF SMITH INTERNATIONAL INC	07/30/08	11/21/07	11,271.07	9,445.20	1,825.87
310 SHS OF PERKINELMER INC	07/30/08	12/14/07	8,999.28	8,032.04	967.24
30 SHS OF NIKE INC CL B	08/01/08	01/30/08	1,777.94	1,768.79	9.15
120 SHS OF YUM! BRANDS INC	08/01/08	10/08/07	4,257.86	4,286.88	(29.02)
90 SHS OF KROGER CO	08/01/08	01/09/08	2,522.77	2,319.56	203.21
210 SHS OF PNC FINANCIAL SERVICES GROUP	08/11/08	11/26/07	15,209.92	14,520.84	689.08
170 SHS OF ACCENTURE LTD CL A	08/22/08	12/28/07	6,874.73	6,290.02	584.71
400 SHS OF MARATHON OIL CORP	09/03/08	09/17/07	17,343.74	22,631.08	(5,287.34)
390 SHS OF QUEST DIAGNOSTICS INC	09/18/08	01/16/08	21,749.29	20,603.62	1,145.67
268 SHS OF PSYCHIATRIC SOLUTIONS INC	09/19/08	12/06/07	10,338.69	9,823.38	515.31
40 SHS OF NIKE INC CL B	09/26/08	01/30/08	2,678.17	2,358.38	319.79
540 SHS OF HELIX ENERGY SOLUTIONS GROUP INC	10/10/08	07/23/08	5,716.78	17,698.88	(11,982.10)
530 SHS OF TEXAS INSTRUMENTS INC	10/22/08	12/19/07	8,710.56	17,554.50	(8,843.94)
150 SHS OF NIKE INC CL B	10/28/08	01/30/08	7,128.44	8,843.94	(1,715.50)
121.21 SHS OF PAC CAP NEW ASIA GRWTH FND	11/21/08	12/28/07	1,292.10	2,604.80	(1,312.70)
430.588 SHS OF PAC CAP NEW ASIA GRWTH FND	11/21/08	12/28/07	4,590.07	9,253.34	(4,663.27)
650 SHS OF AMERICAN CAPITAL LTD	11/20/08	05/08/08	2,952.48	20,198.43	(17,245.95)
160 SHS OF NIKE INC CL B	12/05/08	01/30/08	7,998.99	9,433.54	(1,434.55)
270 SHS OF KROGER CO	12/09/08	01/09/08	6,873.97	6,958.68	(84.71)
100 SHS OF PSYCHIATRIC SOLUTIONS INC	12/17/08	01/09/08	2,777.32	3,270.19	(492.87)
300 SHS OF STATE STREET CORP COMMON	01/21/09	06/19/08	5,093.22	20,099.19	(15,005.97)
60 SHS OF NORTHERN TRUST CORP	01/28/09	10/16/08	3,562.09	3,322.46	239.63
60 SHS OF GENERAL MILLS INC	01/29/09	06/20/08	3,631.41	3,766.57	(135.16)
120 SHS OF DEVON ENERGY CORP	02/06/09	08/27/08	6,947.41	13,047.22	(6,099.81)
230 SHS OF BARRICK GOLD CORP	03/24/09	08/05/08	7,444.07	8,528.03	(1,083.96)
230 SHS OF BARRICK GOLD CORP	03/24/09	08/06/08	7,444.07	8,658.70	(1,214.63)
150 SHS OF BANK OF NEW YORK MELLON CORP	04/02/09	04/28/08	4,211.73	6,628.17	(2,416.44)
100 SHS OF NORTHERN TRUST CORP	04/03/09	10/16/08	6,013.17	5,537.43	475.74
190 SHS OF HESS CORP	04/09/09	08/15/08	10,995.81	18,079.35	(7,083.54)
90 SHS OF SPX CORP	04/15/09	09/11/08	3,690.37	8,867.43	(5,177.06)
80 SHS OF SPX CORP	04/15/09	09/16/08	3,280.32	8,010.54	(4,730.22)
240 SHS OF OCCIDENTAL PETROLEUM CORP	04/16/09	07/30/08	14,174.35	18,991.51	(4,817.16)
160 SHS OF JOY GLOBAL INC	04/30/09	01/29/09	4,071.09	3,495.81	575.28
20 SHS OF MERCK & CO INC	05/08/09	02/17/09	495.67	573.88	(78.21)
220 SHS OF ABBOTT LABORATORIES	05/08/09	11/21/08	9,880.02	10,857.18	(977.16)
<b>** TOTAL SHORT TERM CAPITAL GAIN (LOSS)</b>					
			<b>269,020.85</b>	<b>357,643.53</b>	<b>(88,622.68)</b>

MARGARET SCHENCK VAN POOLE FOUNDATION  
2008 FORM 990-PF, PART IV

99-0291928

Description	Sold	Acquired	Proceeds	Cost	Gain/Loss
<b>** LONG TERM CAPITAL GAIN (LOSS)</b>					
250 SHS OF HALLIBURTON CO	07/30/08	07/24/07	11,126.24	9,328.93	1,797.31
170 SHS OF QUALCOMM INC	08/11/08	01/26/06	9,477.59	8,024.87	1,452.72
450 SHS OF CBS CORPORATION CL B	08/12/08	05/12/06	7,824.96	11,592.99	(3,768.03)
360 SHS OF CBS CORPORATION CL B	08/12/08	05/15/06	6,259.97	9,218.67	(2,958.70)
170 SHS OF GENERAL DYNAMICS CORP	09/11/08	01/30/06	14,152.25	9,996.93	4,155.32
250 SHS OF CONSTELLATION ENERGY GROUP	09/16/08	09/05/07	9,983.38	21,031.80	(11,048.42)
190 SHS OF HARTFORD FINANCIAL SVCS GRP	09/30/08	03/23/06	7,394.11	15,629.55	(8,235.44)
270 SHS OF ALLSTATE CORP	10/10/08	09/02/05	6,727.25	15,001.20	(8,273.95)
60 SHS OF ALLSTATE CORP	10/10/08	01/11/06	1,494.95	3,339.30	(1,844.35)
210 SHS OF SIMON PROPERTY GROUP INC COM	10/14/08	09/05/07	14,968.78	19,841.64	(4,872.86)
200 SHS OF COCA COLA CO	10/14/08	05/17/06	8,717.94	8,774.98	(57.04)
190 SHS OF COCA COLA CO	10/15/08	05/17/06	8,853.53	8,336.23	517.30
90 SHS OF VERIZON COMMUNICATIONS	10/28/08	08/20/07	2,523.20	3,667.61	(1,144.41)
470 SHS OF OMNICOM GROUP	10/29/08	10/08/07	12,659.05	23,491.07	(10,832.02)
80 SHS OF HEWLETT-PACKARD CO	10/29/08	09/02/05	2,822.80	2,238.40	584.40
124.168 SHS OF PAC CAP NEW ASIA GRWTH FND	11/21/08	12/17/03	1,323.63	1,450.28	(126.65)
32.565 SHS OF PAC CAP NEW ASIA GRWTH FND	11/21/08	12/07/06	347.14	587.80	(240.66)
262.518 SHS OF PAC CAP NEW ASIA GRWTH FND	11/21/08	12/07/06	2,798.44	4,738.45	(1,940.01)
60 SHS OF COLGATE-PALMOLIVE CO	12/09/08	03/13/06	3,641.22	3,485.25	155.97
260 SHS OF UNITED TECHNOLOGIES CORP	12/10/08	08/08/07	12,409.97	19,366.41	(6,956.44)
100 SHS OF UNITED TECHNOLOGIES CORP	12/10/08	09/10/07	4,773.07	7,489.75	(2,716.68)
610 SHS OF PERKINELMER INC	12/16/08	12/14/07	7,987.78	15,804.97	(7,817.19)
342 SHS OF PSYCHIATRIC SOLUTIONS INC	12/17/08	12/06/07	9,498.45	12,535.80	(3,037.35)
540 SHS OF CITIGROUP INC	01/21/09	09/02/05	1,812.28	23,803.20	(21,990.92)
220 SHS OF 3M CO	01/27/09	11/23/05	11,840.16	17,210.80	(5,370.64)
110 SHS OF DANAHER CORP	01/28/09	05/09/07	6,333.53	7,985.03	(1,651.50)
370 SHS OF CERNER CORP	01/29/09	01/23/08	12,854.36	19,716.52	(6,862.16)
70 SHS OF PROCTER & GAMBLE CO	02/05/09	09/02/05	3,724.73	3,925.43	(200.70)
100 SHS OF PEPSICO INC	02/06/09	09/02/05	5,340.78	5,513.75	(172.97)
440 SHS OF MYLAN LABS	02/25/09	09/17/07	5,744.07	6,781.54	(1,037.47)
610 SHS OF BANK OF AMERICA CORP	03/09/09	09/02/05	2,219.22	26,431.30	(24,212.08)
370 SHS OF ORACLE	03/13/09	12/19/07	5,700.85	7,767.34	(2,066.49)
290 SHS OF ORACLE	03/13/09	01/10/08	4,468.24	6,245.91	(1,777.67)
130 SHS OF NUCOR CORP	03/19/09	05/22/06	4,995.39	6,589.04	(1,593.65)
190 SHS OF NUCOR CORP	03/19/09	08/20/07	7,300.96	9,562.15	(2,261.19)
470 SHS OF ORACLE	03/19/09	12/19/07	8,297.15	9,866.61	(1,569.46)
150 SHS OF JP MORGAN CHASE & CO	04/02/09	09/19/07	4,243.13	7,120.96	(2,877.83)
10 SHS OF JP MORGAN CHASE & CO	04/02/09	12/04/07	282.87	445.78	(162.91)
60 SHS OF BANK OF NEW YORK MELLON CORP	04/02/09	03/17/06	1,684.69	2,137.42	(452.73)
4620 SHS OF PAC CAP HI GRD CORE FIX INC FND	04/30/09	06/24/03	49,896.00	55,347.60	(5,451.60)
220 SHS OF ACCENTURE LTD CL A	05/07/09	12/28/07	6,606.87	8,140.02	(1,533.15)
240 SHS OF ACCENTURE LTD CL A	05/07/09	01/10/08	7,207.49	8,042.69	(835.20)
240 SHS OF CATERPILLAR INC	05/07/09	09/02/05	9,092.02	13,934.23	(4,842.21)
170 SHS OF CATERPILLAR INC	05/07/09	01/14/08	6,440.18	11,250.83	(4,810.65)
270 SHS OF MERCK & CO INC	05/08/09	01/30/08	6,691.50	12,392.13	(5,700.63)
8293.261 SHS OF PAC CAP HI GRD CORE FIX INC FND	05/21/09	06/24/03	89,733.08	99,353.27	(9,620.19)
3696.739 SHS OF PAC CAP HI GRD CORE FIX INC FND	05/21/09	06/26/03	39,998.72	43,806.36	(3,807.64)
99.772 SHS OF PAC CAP SMALL CAP FND	06/04/09	06/24/03	966.78	1,226.20	(259.42)
76.619 SHS OF PAC CAP SMALL CAP FND	06/04/09	12/08/05	742.44	1,326.27	(583.83)
211.369 SHS OF PAC CAP SMALL CAP FND	06/04/09	12/08/05	2,048.17	3,658.79	(1,610.62)
165.385 SHS OF PAC CAP SMALL CAP FND	06/04/09	12/07/06	1,602.58	3,119.16	(1,516.58)
146.766 SHS OF PAC CAP SMALL CAP FND	06/04/09	12/07/06	1,422.16	2,768.00	(1,345.84)
385.101 SHS OF PAC CAP SMALL CAP FND	06/04/09	12/28/07	3,731.63	5,845.84	(2,114.21)
472.62 SHS OF PAC CAP SMALL CAP FND	06/04/09	12/28/07	4,579.69	7,174.37	(2,594.68)
62.261 SHS OF PAC CAP HI GRD CORE FIX INC FND	06/22/09	06/26/03	678.02	737.79	(59.77)
9157.739 SHS OF PAC CAP HI GRD CORE FIX INC FND	06/22/09	09/25/03	99,727.78	106,046.62	(6,318.84)

**\*\* TOTAL LONG TERM CAPITAL GAIN (LOSS)**

**585,773.22 780,245.83 (194,472.61)**

**MARGARET SCHENCK VAN POOLE FOUNDATION  
2008 FORM 990-PF, PART II, INVESTMENTS-OTHER**

**99-0291928**

<b>Description</b>	<b>Units</b>	<b>Book Value</b>	<b>Market Value</b>
AT&T INC	710.000	27,102.84	17,636.00
ADOBE SYSTEMS INC	520.000	13,455.24	14,716.00
APPLE INC	90.000	15,252.53	12,819.00
BANK OF NEW YORK MELLON CORP	430.000	14,757.58	12,603.00
BEST BUY CO INC	360.000	13,432.25	12,056.00
CVS/CAREMARK CORP	620.000	22,896.11	19,759.00
CELGENE CORP	390.000	20,106.73	18,658.00
CHESAPEAKE ENERGY CORP	650.000	13,700.04	12,890.00
CHEVRON CORP	310.000	19,284.53	20,538.00
CISCO SYSTEMS	680.000	12,148.61	12,682.00
COACH INC	510.000	17,259.43	13,709.00
COLGATE-PALMOLIVE CO	240.000	14,042.78	16,978.00
CONOCOPHILLIPS	210.000	13,434.24	8,833.00
CULLEN FROST BANKERS INC	260.000	13,433.92	11,991.00
DRESSER-RAND GROUP INC	770.000	15,361.30	20,097.00
EXELON CORPORATION	270.000	13,855.60	13,827.00
EXXON MOBIL CORP	521.000	32,876.55	36,423.00
FLUOR CORP NEW	390.000	17,169.23	20,003.00
FREEPORT MCMORAN COPPER & GOLD CLASS B	280.000	12,744.77	14,031.00
GAMESTOP CORP CL A	310.000	13,979.54	6,823.00
GENERAL ELECTRIC CO	1170.000	37,350.71	13,712.00
GENERAL MILLS INC	280.000	17,371.99	15,686.00
GOLDMAN SACHS GROUP INC	130.000	15,401.18	19,167.00
GOOGLE INC CL A	31.000	17,044.70	13,069.00
HALLIBURTON CO	420.000	15,041.07	8,694.00
HEWLETT-PACKARD CO	390.000	11,084.05	15,074.00
HOME DEPOT INC	640.000	13,669.16	15,123.00
HONEYWELL INTERNATIONAL INC	550.000	17,163.91	17,270.00
INTEL CORP	963.000	20,688.24	15,938.00
INT'L BUSINESS MACHINES	200.000	16,654.72	20,884.00
ISHARES MSCI EMERGING MARKETS INDEX	1790.000	52,335.80	57,692.00
ISHARES MSCI EAFE INDEX FUND	1440.000	59,984.91	65,966.00
ISHARES RUSSELL 2000	300.000	14,172.00	15,324.00
JP MORGAN CHASE & CO	710.000	28,770.95	24,218.00
JOHNSON & JOHNSON	330.000	20,719.03	18,744.00
JOHNSON CONTROLS	670.000	13,467.39	14,552.00
JOY GLOBAL INC	690.000	15,467.20	24,647.00
KROGER CO	690.000	16,810.91	15,215.00
MEDCO HEALTH SOLUTIONS INC	390.000	11,886.03	17,788.00
MERCK & CO INC	280.000	7,981.96	7,829.00
MICROSOFT CORP	1240.000	33,068.26	29,475.00
STANDARD & POORS MIDCAP DEP REC SPDRS	150.000	14,787.00	15,780.00
MONSANTO CO	150.000	12,793.07	11,151.00
MYLAN LABS	1480.000	22,227.51	19,314.00
NORTHERN TRUST CORP	210.000	11,104.49	11,273.00
PAC CAP MID-CAP FUND	10695.075	111,327.04	68,448.00
PAC CAP INTERNATIONAL STOCK FUND	12673.305	83,724.14	77,054.00

**MARGARET SCHENCK VAN POOLE FOUNDATION  
2008 FORM 990-PF, PART II, INVESTMENTS-OTHER**

**99-0291928**

<b>Description</b>	<b>Units</b>	<b>Book Value</b>	<b>Market Value</b>
PAC CAP SMALL CAP FUND	3799.567	46,613.10	35,488.00
PAC CAP NEW ASIA GROWTH FUND	5353.058	59,709.34	60,168.00
PAC CAP HI GRD CORE FIX INC FUND	46994.859	540,290.52	514,594.00
PAC CAP HI GRD SHORT INTERM FIX INC FUND	9855.905	98,088.60	98,263.00
PEPSICO INC	250.000	13,710.80	13,740.00
PFIZER INC	890.000	22,388.19	13,350.00
PROCTER & GAMBLE CO	300.000	16,756.50	15,330.00
QUALCOMM INC	420.000	18,368.07	18,984.00
QUESTAR CORP	430.000	17,039.44	13,356.00
TEVA PHARMACEUTICAL IND'S LTD SP ADR	350.000	15,487.12	17,269.00
THERMO FISHER SCIENTIFIC INC	340.000	18,470.03	13,862.00
TRAVELERS COS INC	460.000	18,453.47	18,878.00
US BANCORP	530.000	12,131.35	9,498.00
UNION PACIFIC CORP	270.000	19,048.96	14,056.00
V F CORP	230.000	16,858.03	12,731.00
VERIZON COMMUNICATIONS	510.000	16,323.17	15,672.00
WAL-MART STORES INC	330.000	17,034.04	15,985.00
XILINX INC COM	410.000	8,192.20	8,389.00
YUM! BRANDS INC	610.000	21,674.26	20,337.00
NABORS INDUSTRIES LTD	810.000	24,093.89	12,618.00
<b>TOTAL OTHER INVESTMENTS</b>		<b>2,069,122.32</b>	<b>1,908,727.00</b>

Application for Extension of Time To File an  
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box  ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II** unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only  ► *All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on **e-file for Charities & Nonprofits**.

Type or print	Name of Exempt Organization	Employer identification number
	MARGARET SCHENCK VAN POOLE FDN	99-0291928
File by the due date for filing your return. See Instructions	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 3170, DEPT 715	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HONOLULU, HI 96802-3170	

Check type of return to be filed (file a separate application for each return):

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

## BANK OF HAWAII

- The books are in the care of ► 130 MERCHANT ST., HONOLULU, HI - 96813

Telephone No. ► (808) 694-4543 FAX No. ► 

- If the organization does not have an office or place of business in the United States, check this box  ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)       . If this is for the whole group, check this box ►  . If it is for part of the group, check this box ►  and attach a list with the names and EINs of all members the extension will cover.

1	I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until <u>FEBRUARY 15, 2010</u> , to file the exempt organization return for the organization named above. The extension is for the organization's return for: ► <input type="checkbox"/> calendar year <u>      </u> or ► <input checked="" type="checkbox"/> tax year beginning <u>JUL 1, 2008</u> , and ending <u>JUN 30, 2009</u> .		
2	If this tax year is for less than 12 months, check reason: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Change in accounting period		
3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See Instructions.	3a	\$ <u>900.</u>
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ <u>800.</u>
c	Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See Instructions.	3c	\$ <u>100.</u>

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)