Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , **and ending**

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

Name of foundation
BANK OF HAWAII FOUNDATION
C/O BANK OF HAWAII, DEPT 715

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P. O. BOX 3170

City or town, state, and ZIP code
HONOLULU, HI 96802-3170

A Employer identification number
99-0210467

B Telephone number
808-694-4540

C If exemption application is pending, check here ▶☐

D 1. Foreign organizations, check here ▶☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 7,431,458.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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))

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			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received	1,035,194.		N/A	
	2	Check ▶☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	36.	36.		STATEMENT 1
	4	Dividends and interest from securities	274,091.	274,091.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	1,309,321.	274,127.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	1,800.	540.		1,260.
	c	Other professional fees STMT 4	56,025.	9,331.		46,694.
	17	Interest				
	18	Taxes STMT 5	100.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	17,872.	0.		17,872.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	75,797.	9,871.		65,826.
	25	Contributions, gifts, grants paid	1,247,295.			1,247,295.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,323,092.	9,871.		1,313,121.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-13,771.			
	b	**Net investment income** (if negative, enter -0-)		264,256.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	13,541.	207,162.	207,162.
	2	Savings and temporary cash investments	226,309.	35,488.	35,488.
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock STMT 8	1,253,476.	1,253,475.	7,188,808.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers)	1,493,326.	1,496,125.	7,431,458.
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 ▶ ☐ 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 ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,493,326.	1,496,125.	
	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**	1,493,326.	1,496,125.	
	31	**Total liabilities and net assets/fund balances**	1,493,326.	1,496,125.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,493,326.
2	Enter amount from Part I, line 27a	2	-13,771.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	16,570.
4	Add lines 1, 2, and 3	4	1,496,125.
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	1,496,125.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr.)
1a				
b	NONE			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				

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

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

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))
2009	1,290,748.	6,105,349.	.211413
2008	1,614,109.	7,887,656.	.204637
2007	1,642,480.	8,397,211.	.195598
2006	604,415.	8,553,680.	.070661
2005	1,242,955.	8,049,657.	.154411

2	Total of line 1, column (d)	2	.836720
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	.167344
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,105,014.
5	Multiply line 4 by line 3	5	1,188,981.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,643.
7	Add lines 5 and 6	7	1,191,624.
8	Enter qualifying distributions from Part XII, line 4	8	1,313,121.

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 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	2,643.
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	2,643.
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	2,643.
6 Credits/Payments:				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,718.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	1,350.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	4,068.
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	1,425.
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶		1,425. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ HI			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X	

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 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?	13	X	

Website address ▶ WWW.BOH.COM/ABOUT/COMMUNITY/471 1426.ASP

14 The books are in care of ▶ BANK OF HAWAII Telephone no ▶808-694-4540

Located at ▶130 MERCHANT STREET, HONOLULU, HI ZIP+4 ▶96813

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(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 page 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 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 2010.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	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:

(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)? 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** No: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	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
NONE				

Total number of other employees paid over $50,000 ▶ 0

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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
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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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	7,042,499.
b	Average of monthly cash balances			1b	170,713.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	7,213,212.
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	7,213,212.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	108,198.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	7,105,014.
6	**Minimum investment return.** Enter 5% of line 5			6	355,251.

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	355,251.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,643.		
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,643.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	352,608.
4	Recoveries of amounts treated as qualifying distributions			4	1,200.
5	Add lines 3 and 4			5	353,808.
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	353,808.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,313,121.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,313,121.
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	2,643.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,310,478.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					353,808.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				0.	
b Total for prior years ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2010					
a From 2005	830,592.				
b From 2006	180,950.				
c From 2007	1,227,888.				
d From 2008	1,224,965.				
e From 2009	990,725.				
f Total of lines 3a through e		4,455,120.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 1,313,121.					
a Applied to 2009, 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 2010 distributable amount					353,808.
e Remaining amount distributed out of corpus		959,313.			
5 Excess distributions carryover applied to 2010 (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		5,414,433.			
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 2009 Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					0.
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 2005 not applied on line 5 or line 7		830,592.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		4,583,841.			
10 Analysis of line 9:					
a Excess from 2006	180,950.				
b Excess from 2007	1,227,888.				
c Excess from 2008	1,224,965.				
d Excess from 2009	990,725.				
e Excess from 2010	959,313.				

BANK OF HAWAII FOUNDATION

Form 990-PF (2010) C/O BANK OF HAWAII, DEPT 715 99-0210467 Page 10

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 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

SEE STATEMENT 10

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:

023601 12-07-10 Form **990-PF** (2010)

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 STATEMENT GRANT-1				1,247,295.
Total ▶ 3a				1,247,295.
b *Approved for future payment*				
NONE				
Total ▶ 3b				0.

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) Exclusion code	(d) Amount	
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			14	36.	
4 Dividends and interest from securities			14	274,091.	
5 Net rental income or (loss) from real estate.					
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					
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.		274,127.	0.

13 Total. Add line 12, columns (b), (d), and (e) ... 13 274,127.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

023621
12-07-10

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Kent J. | 9/1/11 | TREASURER

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WENDY OTA	Wendy Ota	SEP 01 2011		P00639415

Firm's name ▶ BANK OF HAWAII | Firm's EIN ▶

Firm's address ▶ BOX 3170
HONOLULU, HI 96802-3170 | Phone no.

Form 990-PF (2010)

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2010

Name of the organization
BANK OF HAWAII FOUNDATION
C/O BANK OF HAWAII, DEPT 715

Employer identification number
99-0210467

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year. .... ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
BANK OF HAWAII FOUNDATION C/O BANK OF HAWAII, DEPT 715	99-0210467

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ALLAN R. LANDON P.O. BOX 2900 HONOLULU, HI 96846	$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
2	BANK OF HAWAII P.O. BOX 2900 HONOLULU, HI 96846	$ 706,970.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
3	PETER HO P.O. BOX 2900 HONOLULU, HI 96846	$ 12,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
4	DONNA TANOUE P.O. BOX 2900 HONOLULU, HI 96846	$ 6,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
5	BEAR CREEK, INC. P.O. BOX 4742 JACKSON HOLE, WY 83001	$ 12,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
BANK OF HAWAII FOUNDATION C/O BANK OF HAWAII, DEPT 715	99-0210467

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

BANK OF HAWAII FOUNDATION
C/O BANK OF HAWAII, DEPT 715

Employer identification number

99-0210467

Part III **Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once. See instructions.) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF HAWAII ACCOUNT NO. 135114403	36.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	36.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF HAWAII ACCOUNT NO. 135114403	274,091.	0.	274,091.
TOTAL TO FM 990-PF, PART I, LN 4	274,091.	0.	274,091.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	1,800.	540.		1,260.
TO FORM 990-PF, PG 1, LN 16B	1,800.	540.		1,260.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	12,442.	9,331.		3,111.
GRANTS ADMINISTRATION FEES	43,583.	0.		43,583.
TO FORM 990-PF, PG 1, LN 16C	56,025.	9,331.		46,694.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2009 FEDERAL EXTENSION PAYMENT	100.	0.		0.
TO FORM 990-PF, PG 1, LN 18	100.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DCCA ANNUAL REPORT FILING FEES	10.	0.		10.
GRANT AWARD CEREMONY EXPENSES	12,681.	0.		12,681.
2010 AUW FUNDRAISING EXPENSES	4,032.	0.		4,032.
AMERICAN SAMONA FUNDRAISING EXPENSES	753.	0.		753.
CREDIT CARD FEES	396.	0.		396.
TO FORM 990-PF, PG 1, LN 23	17,872.	0.		17,872.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
RETURNED PRIOR YEAR GRANTS	1,200.
UNDER-REPORTED PRIOR YEARS CONTRIBUTIONS RECEIVED	15,370.
TOTAL TO FORM 990-PF, PART III, LINE 3	16,570.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF HAWAII CORP	1,253,475.	7,188,808.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,253,475.	7,188,808.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DONNA A. TANOUE P.O BOX 3170, HONOLULU, HI 96802	PRES/DIR 1.00	0.	0.	0.
PETER S. HO P.O BOX 3170, HONOLULU, HI 96802	VP/DIR 0.00	0.	0.	0.
STAFFORD J. KIGUCHI P.O BOX 3170, HONOLULU, HI 96802	VP 0.00	0.	0.	0.
MARK A. BURAK P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
CYNTHIA G. WYRICK P.O BOX 3170, HONOLULU, HI 96802	SECRETARY 0.00	0.	0.	0.
TERRY T. SASAMURA P.O BOX 3170, HONOLULU, HI 96802	ASSISTANT SECRETARY 0.00	0.	0.	0.
MARY G.F. BITTERMAN P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
MICHAEL J. CHUN P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.

CLINTON R. CHURCHILL P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
DAVID A. HEENAN P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
ROBERT A. HURET P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
MARTIN A. STEIN P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
DONALD M. TAKAKI P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
BARBARA J. TANABE P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
ROBERT W. WO, JR. P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
ALTON T. KUIOKA P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
KENT LUCIEN P.O BOX 3170, HONOLULU, HI 96802	TREASURER/DIRECTOR 0.00	0.	0.	0.
S. HAUNANI APOLIONA P.O BOX 3170, HONOLULU, HI 96802	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SEE STATEMENT GUIDE-1

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
	SEE STATEMENT GUIDE-1

FORM AND CONTENT OF APPLICATIONS

SEE STATEMENT GUIDE-1

ANY SUBMISSION DEADLINES

SEE STATEMENT GUIDE-1
SEE STATEMENT GUIDE-1

RESTRICTIONS AND LIMITATIONS ON AWARDS

SEE STATEMENT GUIDE-1

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FORM DNP-2
7/2008

FILED 01/05/2011 09:07 AM
Business Registration Division
DEPT. OF COMMERCE AND
CONSUMER AFFAIRS
State of Hawaii

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810
Phone No. (808) 586-2727

ARTICLES OF AMENDMENT TO CHANGE CORPORATE NAME

(Section 414D-183 Hawaii Revised Statutes)

01/06/201120058

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, duly authorized officers of the corporation submitting these Articles of Amendment, certify as follows:

1. The present name of the corporation is:
BANK OF HAWAII CHARITABLE FOUNDATION 48755 D2

2. The name of the corporation is changed to:
BANK OF HAWAII FOUNDATION

3. The amendment to change the corporation name was adopted on: December (Month) 17 (Day) 2010 (Year)

(Check one)

☒ at a meeting of the *members*.

Designation (class) Of membership	Total Number of Memberships (votes) outstanding	Total Number of Votes Entitled to be Cast By each Class	Number of Votes Cast by each class For Amendment	Number of Votes Cast by each class Against Amendment
General	15	15	15	

OR

☐ by written consent of the *members* holding at least eighty per cent of the voting power

OR

☐ by a sufficient vote of the *Board of Directors* or *Incorporators* because member approval was not required.

4. Check one:

☐ The written approval of a specified person or persons named in the articles of incorporation was obtained.

☒ The written approval of a specified person or persons is not required.

The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements, I/we are authorized to make this change, and that the statements are true and correct.

Signed this 31st day of December, 2010

Donna Tanoue, President
(Type/Print Name & Title)

Donna Tanoue
(Signature of Officer)

Terry Sasamura, Assistant Secretary
(Type/Print Name & Title)

(Signature of Officer)

SEE INSTRUCTIONS ON REVERSE SIDE. The articles must be signed by at least one officer of the corporation.

Bank of Hawaii

Foundation

The Bank of Hawaii Foundation has a steadfast commitment to strengthening families and communities in Hawaii, Guam, American Samoa and Saipan. We are particularly interested in programs and projects offering potential for significant impact within low- and moderate-income communities.

In addition to financial support, we partner with community organizations, provide technical assistance and advisory services to non-profit organizations, mobilize employee volunteers and collaborate with business partners to leverage our resources and investments.

Our Focus Areas.

The Foundation's interests generally fall within the following categories:

- Community Development, including financial literacy, asset building and economic development.
- Education, with an emphasis on financial literacy and increasing disadvantaged children's access to high-quality educational opportunities.
- Human Services, with an emphasis on addressing basic needs such as food, shelter, health and clothing.
- Arts and Culture, with an emphasis on programs that integrate the arts into children's education or increase children's access to our major arts partners.
- Foundation-initiated special projects.

We are particularly interested in engaging with community development partners whose programs are designed to strengthen low- and moderate-income communities. These might include:

- Community development non-profits with a focus on affordable housing, economic development, revitalization of low- and moderate-income areas, and community development services.
- Community development corporations and community development financial institutions.
- Public policy advocacy groups that broadly impact low- and moderate-income communities.

Limitations

To qualify for support, an organization must be a tax-exempt public charity, as determined by Internal Revenue Code Section 501 (c) (3). The Foundation generally prefers to fund well-established organizations (i.e. generally those which have been in existence for at least 10 years) with multiple and dedicated sources of revenue. The Foundation seeks partners with a record of strong fiscal management and successful grant and contract management.
Note: The Foundation may invite certain organizations which do not fall within our focus areas to apply for grants.

The Foundation generally does not support deficit budgets, general fundraising campaigns, religious purposes, individuals, trips and tours, and charities that redistribute funds to other charitable organizations, except in the case of recognized United Way-type organizations. Requests are limited to one per year per organization.

Types of Contributions

Operational, program and/or project funds. (Large Capital projects costing $500,000 or more are not generally funded and are reviewed on a "case-by-case" basis.)

Funding Cycle and Deadlines for Applications

The Foundation board meets twice annually. Letters of inquiry must be postmarked by the 15th of January and July.

Procedures

Because available funding is limited, letters of inquiry are strongly preferred for unsolicited ideas or projects. A letter of inquiry enables the Foundation program staff to determine the relevance of the proposed project to the Foundation's focus areas and to provide advice on whether to submit a full proposal.

Requests for contributions should contain the following information:

- Letter of Inquiry Cover Sheet and Executive Summary (one page) which includes two items: 1) a brief summary of the proposal (3 - 5 sentences), and 2) a brief overview of the organization (3 - 5 sentences).
- Copy of the IRS 501(c) (3) letter.
- Current List of Board of Directors and affiliations.

Full, Formal Proposals

If your letter of inquiry receives a favorable response, please provide the following additional information included in a formal proposal:

- Proposal (not to exceed 2 pages) summarizing a brief history and mission of the organization, the contribution request, anticipated outcome or goal, and timeline.
- Dated detailed revenue and expense budget for the organization's current fiscal year; Dated Financial Statements (Balance Sheet and Income Statement); Budget for the program/project, including proposed funding resources.

Although not a prerequisite for support, if you are invited to provide a full proposal, please include the name of any Bank of Hawaii employee serving on the organization's board and/or indicate the Bank of Hawaii branch or department where the organization holds its accounts.

Note that an invitation to provide a full, formal proposal does not imply that a grant will be provided.

Submit one copy of the Letter of Inquiry and attachments (and when requested, the Formal Proposal) to:
Bank of Hawaii Foundation
Department #758
P. O. Box 3170
Honolulu, Hawaii 96802-3170

Contact Information

Elaine Moniz, Trust Specialist
Telephone: (808) 694-4944
Email: elaine.moniz@boh.com

Flora Williams, Assistant Vice President
Telephone: (808) 694-4393
Email: flora.williams@boh.com

Neighbor Islands and Guam: 1-800-272-7262; Fax: (808) 694-4006

Bank of Hawaii

Foundation

Letter of Inquiry Cover Sheet

Please complete and submit with an Executive Summary (one page), including a 3-5 sentence summary of the proposal and a 3-5 sentence overview of the organization. Attach copy of IRS 501(c)(3) letter and current list of Board of Directors and affiliations.

Date____________________

Organization Information

(Must be a 501(c)(3) tax-exempt organization)

(If this is a collaborative project, please submit names of collaborating agencies on a separate sheet.)

Name:____

Address:____

Phone:__________ Fax:__________ Web Address:__________

Contact Information

Name:____

Address:____

Phone:______________ Email:____________________

Purpose of Request

Purpose:____

Amount requested:______________ Program dates:______________

One Signature Required

________________________ OR ________________________

Executive Director (Chief Compensated Staff)

Board Chair or President (Chief Volunteer)

____

Print or Type Name and Title

____

Print or Type Name and Title

Bank of Hawaii

Foundation

Grant
Letter of Inquiry

BANK OF HAWAII CHARITABLE FOUNDATION
EIN #99-0210467
LIST OF SUBSTANTIAL CONTRIBUTORS
FORM 990-PF, PART VII-A, LINE 10
12/31/2010

The following persons became substantial contributors to the foundation during the year.

Name of Contributor	Address
Bank of Hawaii	P.O. Box 2900, Honolulu, HI 96846
Allan R. Landon	P.O. Box 2900, Honolulu, HI 96846
Peter Ho	P.O. Box 2900, Honolulu, HI 96846
Donna Tanoue	P.O. Box 2900, Honolulu, HI 96846
Bear Creek Inc.	P.O. Box 4742, Jackson Hole, WY 83001

Bank of Hawaii Charitable Foundation **99-0210467**
2010 Grants

Payee Organization	Payment Date	Request Project Title	Amount
Hawaii High School Athletic Association 1202 Prospect Street, Room A-201 Honolulu, HI 96822	1/27/2010	Athletic programs for 2009-2010 school year for Title 1 High Schools	$25,000.00
Hospice Hawaii Inc 860 Iwilei Road Honolulu, HI 96817-5018	1/29/2010	In Memory of Roy Kawaguchi	$1,000.00
Various Recipients American Samoa	1/29/2010	Disaster relief related to 09/29/2009 Tsunami in American Samoa	$10,000.00
Teach For America Hawaii 500 Ala Moana Blvd., Suite 3-400 Honolulu, HI 96813	3/16/2010	Operating support for Teach for America in Hawaii for 2008-2009 school year	$25,000.00
Hawaiian Humane Society 2700 Waialae Avenue Honolulu, HI 96826-1899	2/5/2010	Progams and operating support	$2,500.00
Catholic Charities Hawaii 822 Keeaumoku Street Honolulu, HI 96822	2/5/2010	Acquisition and Renovation of Property	$25,000.00
YWCA of Hawaii Island 145 Ululani Street Hilo, HI 96720	2/11/2010	Expansion of financial literacy program	$3,250.00
The Salvation Army Hawaiian & Pacific Islands Division 2950 Manoa Road Honolulu, HI 96822	2/5/2010	Kroc Center Capital Campaign - Kroc Grant stipulation for community matching funds	$25,000.00
Child & Family Service 91-1841 Fort Weaver Road Ewa Beach, HI 96706-1909	4/23/2010	Programs and operations	$5,000.00

Bank of Hawaii Charitable Foundation
2010 Grants

99-0210467

Payee Organization	Payment Date	Request Project Title	Amount
Maui Economic Opportunity, Inc. 99 Mahalani Street Wailuku, HI 96793	5/4/2010	Capital Campaign for Transportation Facility Project - 2007-2011	$25,000.00
Big Brothers Big Sisters of Guam P. O. Box 3131 Hagatna, Guam 96932	4/28/2010	Mentoring services	$1,500.00
Domestic Violence Action Center P.O. Box 3198 Honolulu, HI 96801-3198	4/28/2010	Economic crisis transition	$2,000.00
Mental Health Association in Hawaii 1124 Fort Street Mall, Room 205 Honolulu, HI 96813	4/28/2010	Teen suicide prevention and intervention project	$5,000.00
After School All Stars Hawaii Chapter 4747 Kilauea Avenue, #207 Honolulu, HI 96816	4/28/2010	Start-up support for the Hawaii chapter	$10,000.00
Hawaii Alliance of Nonprofit Organizations P. O. Box 240382 Honolulu, HI 96824-0382	4/28/2010	Business planning for nonprofit workshops on Maui, Molokai, Hilo and Kona	$7,500.00
Island School 3-1875 Kaumualii Highway Lihue, HI 96766-9597	4/28/2010	Tuition aid program for low/moderate income students for 2010-2011 school year	$10,000.00
Hawaii HomeOwnership Center 560 N. Nimitz Highway, Ste. 213 Honolulu, HI 96817	4/28/2010	Foreclosure prevention and homebuyer education programs	$10,000.00
American Cancer Society Guam Office 479 West O'Brien Drive, Suite 102 Hagtna, GU 96910	5/5/2010	BOH Guam 'Relay for Life' matching gift for the 2010 Charity Walk	$2,500.00

Payee Organization	**Payment Date**	**Request Project Title**	**Amount**
Hale Makua 472 Kaulana Street Kahului, HI 96732	5/17/2010	Expansion of the Luana program allowing elderly residents to remain in a home-like setting (2010 Mike Lyons Award)	$5,000.00
Ka Hale A Ke Ola Homeless Resource Centers, Inc 670 Waiale Road Wailuku, HI 96793	5/17/2010	Training in management and leadership skills for 'Best Practices' approach to address homelessness (2010 Mike Lyons Award)	$5,000.00
The Salvation Army Hawaiian & Pacific Islands Division 2950 Manoa Road Honolulu, HI 96822	5/17/2010	Summer camps on Oahu for underprivileged children and youth from Maui County (2010 Mike Lyons Award)	$5,000.00
Fun Day Foundation 95 Mahalani Street, #24 Wailuku, HI 96793	5/17/2010	'A Keiki's Dream' progam, and to assist with the Executive Transition plan (2010 Mike Lyons Award)	$5,000.00
Special Olympics Hawaii P.O. Box 3295 Honolulu, HI 96801	7/14/2010	BOH Hawaii Island branches annual charity fundraiser and Foundation match	$15,000.00
The Salvation Army Hawaiian & Pacific Islands Division 2950 Manoa Road Honolulu, HI 96822	8/5/2010	Community Service Day expenses (August 21, 2010)	$1,000.00
Maui Family Support Services, Inc. 1844 Wili Pa Loop Wailuku, HI 96793	8/13/2010	BOH Maui branches annual charity fundraiser and Foundation match	$5,000.00
Child & Family Service 91-1841 Fort Weaver Road Ewa Beach, HI 96706-1909	8/13/2010	BOH Maui branches annual charity fundraiser and Foundation match for Maui services	$5,000.00
Aloha House P. O. Box 791749 Paia, HI 96779	8/13/2010	Maui branches annual charity fundraiser and Foundation match for Aloha House	$5,000.00

Bank of Hawaii Charitable Foundation
2010 Grants

99-0210467

Payee Organization	Payment Date	Request Project Title	Amount
University of Hawaii Foundation 2444 Dole Street Bachman Hall 105 Honolulu, HI 96822	8/18/2010	'A Summit on Higher Education: Raising Hawai'i's Competitive Edge', September 10, 2010	$5,000.00
Boys and Girls Club of Hawaii 1523 Kalakaua Avenue, Suite 202 Honolulu, HI 96826	8/20/2010	BOH Oahu branches annual charity fundraiser	$37,000.00
Special Olympics Hawaii P.O. Box 3295 Honolulu, HI 96801	8/20/2010	BOH Oahu branches annual charity fundraiser	$37,000.00
Parents and Children Together 1485 Linapuni Street, 105 Honolulu, HI 96819-3575	8/20/2010	BOH Oahu branches annual charity fundraiser	$37,000.00
Hawaii Rural Development Council 677 Ala Moana Blvd Honolulu, HI 96813	8/26/2010	Neighbor island meetings re: systems & security, renewable energy, economic development, and rural broadband services	$5,000.00
Hawaii Hotel Industry Foundation 2270 Kalakaua Ave. Suite 1506 Honolulu, HI 96815-2561	8/30/2010	BOH Kauai branches annual charity walk matching grant	$1,500.00
Hamakua Health Center 45-549 Plumeria Street Honokaa, HI 96727	8/30/2010	2010 Bank of Hawaii Monty Richards Hawaii Island Community Award for Operational Funding: Dental Program	$10,000.00
Big Island Substance Abuse Council 234 Waianuenue Avenue, Suite 101 Hilo, HI 96720	8/30/2010	2010 Bank of Hawaii Monty Richards Hawaii Island Community Award: transitional housing for mothers with infants	$5,000.00

Bank of Hawaii Charitable Foundation **99-0210467**
2010 Grants

Payee Organization	Payment Date	Request Project Title	Amount
Habitat for Humanity Kona, Inc. P. O. Box 4619 Kailua-Kona, HI 96745	8/30/2010	2010 Bank of Hawaii Monty Richards Hawaii Island Community Award. Funding of solar water heater for housing targeted to low income families.	$5,000.00
Child & Family Service 91-1841 Fort Weaver Road Ewa Beach, HI 96706-1909	9/1/2010	Programs and operating support	$2,500.00
Hawaii Theatre Center 1132 Bethel Street, Suite 1404 Honolulu, HI 96813	9/1/2010	Programs for low to moderate income students	$2,000.00
Hana Health P. O. Box 807 Hana, HI 96713	9/21/2010	2010 Bank of Hawaii Native Hawaiian Non-Profit Award	$5,000.00
Karidat P. O. Box 500745 Saipan, MP 96950	9/23/2010	Literary and educational supplies for the House of Manhoben Youth Center	$25,000.00
Hope House Diocese of Samoa - Pago Pago P. O. Box 596 Pago Pago, AS 96799	9/23/2010	Care of the infirm and disabled	$25,000.00
Northern Mariana Islands Council for the Humanities P. O. Box 506437 Saipan, MP 96950	9/23/2010	Motheread/Fatheread Training Institute in Saipan	$22,360.00
Alzheimer's Association, Aloha Chapter 1050 Ala Moana Blvd., Suite 2610 Honolulu, HI 96814	9/25/2010	In memory of Walter Freitas	$250.00

Bank of Hawaii Charitable Foundation **99-0210467**
2010 Grants

Payee Organization	Payment Date	Request Project Title	Amount
Hawaii Meth Project 999 Bishop Street, 24th Floor Honolulu, HI 96813	10/6/2010	Three year start-up operational support	$25,000.00
Brigham Young University 55-220 Kulanui Street P.O. Box 1971 Laie, HI 96762	10/6/2010	Scholarship program for BYU-Hawaii students from the Pacific Islands	$50,000.00
The Salvation Army Hawaiian & Pacific Islands Division 2950 Manoa Road Honolulu, HI 96822	10/6/2010	Support for the establishment of a Drop-In Center for the homeless ad low-income families in Saipan	$75,000.00
Punahou School 1601 Punahou Street Honolulu, HI 96822-3336	10/6/2010	Capital campaign for the Omidyar K-1 neighborhood project	$50,000.00
Child & Family Service 91-1841 Fort Weaver Road Ewa Beach, HI 96706-1909	11/8/2010	10th Anniversary Campaign to Rebuild Domestic Abuse Shelter Facility	$25,000.00
Aloha United Way 200 North Vineyard Boulevard, Suite 700 Honolulu, HI 96817-3938	11/8/2010	2009 Campaign (for O'ahu)	$217,000.00
Kauai United Way P.O. Box 1087 Lihue, HI 96766	11/8/2010	2009 Campaign	$20,000.00
Adult Friends for Youth 3375 Koapaka Street, Suite B290 Honolulu, HI 96819	11/8/2010	Clinical competeny-based alternative education (C-BASE) program	$2,500.00
Hawaii Island United Way P.O. Box 745 Hilo, HI 96721-0745	11/8/2010	2009 Campaign	$48,000.00

Bank of Hawaii Charitable Foundation **99-0210467**
2010 Grants

Payee Organization	Payment Date	Request Project Title	Amount
Surfrider Spirit Sessions P. O. Box 1677 Kailua, HI 96734	11/8/2010	Support for Surfrider Spirit sessions	$5,000.00
Navy Hale Keiki School, Inc. 153 Bougainville Drive Honolulu, HI 96818	11/8/2010	'Every Mathematics' training and materials	$10,300.00
Maui United Way 270 Hookahi Street, Suite 301 Wailuku, HI 96768	11/8/2010	2009 Campaign	$41,000.00
Parents and Children Together 1485 Linapuni Street, 105 Honolulu, HI 96819-3575	11/8/2010	Early head start and head start program	$25,000.00
Friendly Isle United Way c/o Molokai Community Service Council P. O. Box 2047 Kaunakakai, HI 96748	11/8/2010	2009 Campaign	$14,000.00
Development Bank of American Samoa P. O. Box 9 Pago Pago, American Samoa 96799	11/16/2010	Micro-loan fund	$20,000.00
American Samoa Community College c/o American Samoa College Foundation P.O. Box 2609 Pago Pago, American Samoa 96799	11/16/2010	Micro-loan program	$10,000.00
Salvation Army, Guam Corps P. O. Box 23038 Barrigada, Guam 96921	11/16/2010	Emergency housing assistance for families at risk of homelessness	$15,000.00

Bank of Hawaii Charitable Foundation **99-0210467**
2010 Grants

Payee Organization	Payment Date	Request Project Title	Amount
Junior Achievement of Guam Suite 500W GCIC Building 414 W Soledad Ave Hagatna, Guam, GU	11/16/2010	In-school financial education programs	$10,000.00
Hawaii Community Reinvestment Corporation Pauahi Tower, Suite 2395 1001 Bishop Street Honolulu, HI 96813	11/29/2010	Support for Symposium on innovative financing and unconventional financial resources	$5,000.00
Hawaii Alliance for Community-Based Economic Development 677 Ala Moana Blvd., Suite 702 Honolulu, HI 96813	11/29/2010	Support for 2010 Statewide symposium on asset building, 'Springboard to Prosperity.' on the Big Island	$5,000.00
Child & Family Service 91-1841 Fort Weaver Road Ewa Beach, HI 96706-1909	12/6/2010	Purchase of HIDA playhouse for use at the House of Hope	$5,235.00
University of Hawaii Foundation 2444 Dole Street Bachman Hall 105 Honolulu, HI 96822	12/15/2010	Capital campaign for the 'Imiloa Astronomy Center at UH Hilo	$25,000.00
University of Hawaii Foundation 2444 Dole Street Bachman Hall 105 Honolulu, HI 96822	12/21/2010	In memory of Jerry Russo	$2,500.00
Maui Youth and Family Services, Inc. P. O. Box 790006 Paia, HI 96779	12/28/2010	Renovation of Kapono building for adolescent treatment	$2,500.00
Iolani School 563 Kamoku Street Honolulu, HI 96826	12/28/2010	Stone Scholarship Program	$16,000.00
The Maui Farm P.O. Box 1776 Makawao, HI 96768	12/28/2010	Operating support for the family strengthening program in 2010-2011	$2,500.00

Bank of Hawaii Charitable Foundation **99-0210467**
2010 Grants

Payee Organization	Payment Date	Request Project Title	Amount
Aloha House P. O. Box 791749 Paia, HI 96779	12/28/2010	Replace 20 computer work stations, 12 legacy phones and purchase a perpetual license for current email system	$5,000.00
Leadership Kauai P. O. Box 1567 Lihue, HI 96766	12/28/2010	Adult and youth leadership programs	$2,500.00
Roman Catholic Church in the State of Hawaii c/o St. Stephen's Diocesan Center 6301 Pali Highway Kaneohe, HI 96744	12/15/2010	for support of the 'With Grateful Hearts' Capital Campaign	$20,000.00
State of Hawaii, DOE, McKinley High School Academy of Finance 1039 S. King Street Honolulu, HI 96814	12/31/2010	Program for goal setting and team building overnight camp for 40 students	$2,400.00
Hawaii Branch of the International Dyslexia Association 705 South King Street, Suite 206 Honolulu,, HI 96813	12/31/2010	Odyssey project and Public Awareness project	$5,000.00
Feed My Sheep, Inc. P.O. Box 847 Puunene, HI 96784	12/31/2010	Emergency funding for delivery of food to the impoverished	$5,000.00
Chamber Music Hawaii P. O. Box 61939 Honolulu, HI 96839	12/31/2010	Principal corporate sponsor of music education outreach to schools in Hawaii	$10,000.00
		Total	**$1,247,295**

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- 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.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs.gov/efile* and click on *e-file for Charities & Nonprofits*

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.

Type or print File by the due date for filing your return See instructions	Name of exempt organization BANK OF HAWAII FOUNDATION C/O BANK OF HAWAII, DEPT 715	**Employer identification number** 99-0210467
	Number, street, and room or suite no. If a P.O. box, see instructions. P. O. BOX 3170	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HONOLULU, HI 96802-3170	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ BANK OF HAWAII 130 MERCHANT STREET - HONOLULU, HI 96813
  Telephone No.▶ 808-694-4540 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 is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2011 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☒ calendar year 2010 or
▶ ☐ tax year beginning __________, and ending __________.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ 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	$ 4,068.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 2,718.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 1,350.

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 Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2011)

023841
01-03-11

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box .. .. .. ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print

File by the extended due date for filing your return See instructions

Name of exempt organization
BANK OF HAWAII FOUNDATION
C/O BANK OF HAWAII, DEPT 715

Employer identification number
99-0210467

Number, street, and room or suite no. If a P O. box, see instructions.
P. O. BOX 3170

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
HONOLULU, HI 96802-3170

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ BANK OF HAWAII 130 MERCHANT STREET - HONOLULU, HI 96813
  Telephone No. ▶ 808-694-4540 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 is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2011.

5 For calendar year 2010 , or other tax year beginning ______ , and ending ______ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER ALL THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a 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.	**8a**	$	4,068.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$	4,068.
c **Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

BANK OF HAWAII

Signature ▶ By ______ Title ▶ Date ▶ 8/05/11

Vice President

Form **8868** (Rev. 1-2011)