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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					
	2 Savings and temporary cash investments			705,769.	242,081.	242,081.
	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 STMT 6			1,468,671.	1,030,590.	1,057,612.
	b Investments - corporate stock STMT 7			10,351,610.	10,275,102.	10,891,416.
	c Investments - corporate bonds STMT 8			4,955,425.	4,794,489.	4,839,288.
	11 Investments - land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 9			4,540,442.	5,636,588.	5,615,404.	
14 Land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)			22,021,917.	21,978,850.	22,645,801.	
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 ▶ <input checked="" type="checkbox"/>					
	24 Unrestricted			22,021,917.	21,978,850.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ <input type="checkbox"/>					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances			22,021,917.	21,978,850.		
31 Total liabilities and net assets/fund balances			22,021,917.	21,978,850.		

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	22,021,917.
2 Enter amount from Part I, line 27a	2	24,737.
3 Other increases not included in line 2 (itemize) ▶ RETURN OF PRIOR YEAR GRANTS	3	54.
4 Add lines 1, 2, and 3	4	22,046,708.
5 Decreases not included in line 2 (itemize) ▶ ADJUSTMENTS FOR BOND AMORTIZATION	5	67,858.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,978,850.

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 SCHEDULE	P	VARIOUS	VARIOUS
b	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
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	1,326,886.		1,182,871.	144,015.
b	2,855,143.		2,830,776.	24,367.
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			144,015.
b			24,367.
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	168,382.
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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	1,287,695.	22,721,590.	.056673
2012	1,219,561.	22,105,168.	.055171
2011	958,458.	21,257,828.	.045087
2010	1,127,786.	21,508,616.	.052434
2009	1,173,603.	20,334,653.	.057714

2	Total of line 1, column (d)	2	.267079
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	.053416
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	23,110,370.
5	Multiply line 4 by line 3	5	1,234,464.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,309.
7	Add lines 5 and 6	7	1,243,773.
8	Enter qualifying distributions from Part XII, line 4	8	882,939.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	18,618.
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	18,618.
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	18,618.
6	Credits/Payments.		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	30,312.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	30,312.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	1.
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	11,693.
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>HI</u>		
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 2014 or the taxable year beginning in 2014 (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

N/A

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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>HTTP://WWW.COOKEFDN.ORG</u>	13	X	
14	The books are in care of ► <u>HAWAII COMMUNITY FOUNDATION</u> Telephone no. ► <u>(808) 566-5524</u> Located at ► <u>827 FORT STREET MALL, HONOLULU, HI</u> ZIP+4 ► <u>96813</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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 2014?		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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? 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.)	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 2014 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 2014)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2014?		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 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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 "Yes" to 6b, file Form 8870

☐ Yes ☒ No

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

N/A

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

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 10		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	22,800,743.
b	Average of monthly cash balances	1b	661,562.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	23,462,305.
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	23,462,305.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	351,935.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,110,370.
6	Minimum investment return. Enter 5% of line 5	6	1,155,519.

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

1	Minimum investment return from Part X, line 6	1	1,155,519.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	18,618.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	18,618.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,136,901.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,136,901.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,136,901.

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	882,939.
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	882,939.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	882,939.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				1,136,901.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	166,914.			
b From 2010	114,753.			
c From 2011				
d From 2012	130,233.			
e From 2013	215,103.			
f Total of lines 3a through e	627,003.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$	882,939.			
a Applied to 2013, 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 2014 distributable amount				882,939.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	253,962.			253,962.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	373,041.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015 Subtract lines 7 and 8 from line 6a	373,041.			
10 Analysis of line 9:				
a Excess from 2010	27,705.			
b Excess from 2011				
c Excess from 2012	130,233.			
d Excess from 2013	215,103.			
e Excess from 2014				

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 2014, 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			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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					
3 Subtract line 2d from line 2c					
Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

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

NONE

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

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

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

SEE ATTACHED GRANT GUIDELINES

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

SEE ATTACHED GRANT GUIDELINES

c Any submission deadlines:

SEE ATTACHED GRANT GUIDELINES

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

SEE ATTACHED GRANT GUIDELINES

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED SCHEDULE				767,200.
Total			▶ 3a	767,200.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	958,559.	0.	958,559.	958,559.	
TO PART I, LINE 4	958,559.	0.	958,559.	958,559.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ENBRIDGE ENERGY PARTNERS LP - K-1	<7,775.>	<7,775.>	
ONEOK PARTNERS LP - K-1	<5,517.>	<5,517.>	
LITIGATION SETTLEMENT PROCEEDS	373.	373.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<12,919.>	<12,919.>	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,927.	1,964.		1,963.
TO FORM 990-PF, PG 1, LN 16B	3,927.	1,964.		1,963.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	10,162.	0.		0.
EXCISE TAXES	17,275.	0.		0.
TO FORM 990-PF, PG 1, LN 18	27,437.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GRANTS ADMINISTRATIVE FEES	85,000.	0.		85,000.
MEMBERSHIP DUES	2,490.	0.		2,490.
INVESTMENT MANAGEMENT FEES	154,725.	154,725.		0.
INVESTMENT CONSULTING FEES	35,227.	26,420.		8,807.
TO FORM 990-PF, PG 1, LN 23	277,442.	181,145.		96,297.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT SECURITIES		X	1,030,590.	1,057,612.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			1,030,590.	1,057,612.
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,030,590.	1,057,612.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	10,275,102.	10,891,416.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,275,102.	10,891,416.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	4,794,489.	4,839,288.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,794,489.	4,839,288.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EXCHANGE-TRADED & CLOSED-END FUNDS	COST	5,636,588.	5,615,404.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,636,588.	5,615,404.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DALE S. BACHMAN 827 FORT STREET MALL HONOLULU, HI 96813	PRESIDENT/TRUSTEE 1.00	0.	0.	0.
CATHERINE COOKE 827 FORT STREET MALL HONOLULU, HI 96813	VICE PRES/TRUSTEE 1.00	0.	0.	0.
ELIZABETH DUNFORD 827 FORT STREET MALL HONOLULU, HI 96813	VICE PRES/TRUSTEE 1.00	0.	0.	0.
GREGORY WRENN 827 FORT STREET MALL HONOLULU, HI 96813	VICE PRES/TRUSTEE 1.00	0.	0.	0.
CAROLINE BOND DAVIS 827 FORT STREET MALL HONOLULU, HI 96813	VICE PRES/SECRETARY/TRUSTEE 1.00	0.	0.	0.

COOKE FOUNDATION, LIMITED

23-7120804

CHARLES SPALDING JR.
827 FORT STREET MALL
HONOLULU, HI 96813

VICE PRES/TREASURER/TRUSTEE
1.00 0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

Cooke Foundation, Limited

Grants List

June 30, 2015

Organization	Tax Status	Address	Project Description	Payment Amount
Alakaina Foundation	509(a)(1)	1600 Kapiolani Blvd , #530 Honolulu, HI 96814	STEM On the Go – Digital Bus Program	3,000
Aloha House, Inc	509(a)(1)	P O Box 791749 Paia, HI 96779	Support for Purchase of Commercial Refrigerator	5,000
Alternative Structures International	509(a)(2)	86-660 Lualualei Homestead Rd Waianae, HI 96792	Homeless Youth Tutoring & Instruction	5,000
American Bird Conservancy	509(a)(1)	P O Box 249 The Plains, VA 20198	Creating the First Protected Colony of Threatened Newell's Shearwaters	10,000
American Cancer Society	509(a)(1)	2370 Nuuanu Ave Honolulu, HI 96817-1714	Hope Lodge Hawaii - Temporary Housing Facility for Cancer Patients Who Are Undergoing Treatment	10,000
Artspace Projects, Inc	509(a)(1)	250 Third Avenue North, Ste 500 Minneapolis, MN 55401	Ola Ka Ilima Artspace Lofts	20,000
Assets School	509(a)(1)	One Ohana Nui Way Honolulu, HI 96818	Asset School's AOP Campus Mary Mills Damon Hall Repairs	20,000
Blue Planet Foundation	509(a)(2)	55 Merchant St , Ste. 1700 Honolulu, HI 96813	WEfficiency Crowdfunding Energy Efficiency for Nonprofits	5,000
Book Trust	509(a)(1)	789 Sherman Street, Ste. 300A Denver, CO 80203	Empowering Hawaii's At-Risk Students Through Literacy	5,000
Chamber Music Hawaii	509(a)(2)	P O. Box 61939 Honolulu, HI 96839	The Pakaa Project, a Hawaiian-English Music Education Project Based on a Kauai Myth	5,000
Hawaii Island Community Development Corporation	509(a)(1)	100 Pauahi St., Ste 204 Hilo, HI 96720	Hilo Adult Day Center	25,000
Hawaii Opera Theatre	509(a)(2)	848 S Beretania St , Ste. 301 Honolulu, HI 96813	Hawaii Opera Theatre's Production of "The Flying Dutchman" by Richard Wagner	20,000
Hawaii Symphony Orchestra	509(a)(1)	3610 Wai'alae Avenue Honolulu, HI 96816	Community Education and Outreach - Youth and Senior Program	25,000
Hawaii Wildlife Center	509(a)(1)	P O Box 551752 Kapa'au, HI 96755	Malama Hawaii's Wildlife	5,000
Hawaii Youth Opera Chorus	509(a)(2)	P O Box 22304 Honolulu, HI 96823	Music Outreach to Elementary Schools on Oahu	20,000
Hawaiian Mission Children's Society	509(a)(1)	553 S King St Honolulu, HI 96813	Preservation and Access The Missionary Letters and Photographs	30,000
Historic Hawaii Foundation	509(a)(2)	680 Iwilei Rd., Ste. 690 Honolulu, HI 96817	Preservation Resource Center Educational Seminars	25,000
Honolulu Academy of Arts dba Honolulu Museum of Art	509(a)(1)	900 S Beretania St. Honolulu, HI 96814-1495	Annual grant	100,000
Hospice Maui, Inc	509(a)(1)	400 Mahalani St Wailuku, HI 96793	Hale Hooluolu 5-Bed Residential Hospice Facility	20,000
Iao United Church of Christ	509(a)(1)	2371 West Vineyard St Wailuku, HI 96793	Pacific Island Youth Empowerment Network	5,000
IHS, The Institute for Human Services, Inc	509(a)(1)	546 Ka'aahi St Honolulu, HI 96817	IHS's Rooftop Training and Education Center "Kulia I Ka Nuku"	20,000
Imua Family Services	509(a)(1)	95 Mahalani St , Ste 19A Wailuku, HI 96793	Imua Family Services Inclusion Preschool	7,000
Kapiolani Health Foundation	509(a)(1)	55 Merchant St , 26th Flr Honolulu, HI 96813	Phase I Renovation of Kapiolani Medical Center for Women & Children	25,000
Kauai Food Bank Inc	509(a)(1)	3285 Waapa Rd , Ste A Lihue, HI 96766	Kupuna (Seniors) Program	7,000

Cooke Foundation, Limited

Grants List
June 30, 2015

Organization	Tax Status	Address	Project Description	Payment Amount
Kauai Habitat for Humanity	509(a)(1)	P O Box 28 Eleele, HI 96705	Eleele Iluna Subdivision Infrastructure	25,000
Kauai Planning and Action Alliance	509(a)(1)	2959 Umi St, Ste 201 Lihue, HI 96766	Hear Our Voices Learning from Kauai Youth	6,000
Kawaiahao Church	509(a)(1)	957 Punchbowl Honolulu, HI 96813	Cooke Family Memorial Plaque	20,000
Lokelani Intermediate School	Public Agency	1401 Liloa Dr Kihei, HI 96753	2013 Cooke Beautification Award	5,000
Marimed Foundation	509(a)(1)	45-021 Likeke Pl Kaneohe, HI 96744-2426	Substance Abuse Treatment Model - Moving Juvenile Justice Reform Forward	5,200
Mental Health America of Hawaii	509(a)(1)	1124 Fort Street Mall, Room 205 Honolulu, HI 96813	Improving Access for Suicide Prevention	10,000
Molokai Land Trust	509(a)(1)	P O. Box 1884 Kaunakakai, HI 96748-1884	Molokai Land Trust Operations & Service Learning Center Capital Project	25,000
Montessori Hale O Keiki Inc	509(a)(1)	P O Box 2348 Kihei, HI 96753	MHOK Orff Music Curriculum	5,000
North Kohala Community Resource Center	509(a)(1)	P.O. Box 519 Hawi, HI 96719	KNKR North Kohala Radio	25,000
Oahu Choral Society	509(a)(1)	4348 Waialae Avenue #214 Honolulu, HI 96816	Creation of Honolulu Chamber Choir	12,000
Paepae o Heeia	509(a)(1)	P O Box 6355 Kaneohe, HI 96744	Pani ka Puka	10,000
Re-use Hawaii	509(a)(2)	200 Keawe Street Honolulu, HI 96813	Capacity Expansion	20,000
St Andrew's Priory School	509(a)(1)	224 Queen Emma Sq Honolulu, HI 96813	Education Equity and Access - Strategic Initiative	25,000
St. Anthony Junior Senior High School	509(a)(1)	1618 Lower Main St Wailuku, HI 96793	SAS's 21st Century Learning Initiative - Communications & Media Lab (CAM Lab)	7,000
St John Vianney Parish School	509(a)(1)	940 Keolu Dr Kailua, HI 96734	Art Classroom-Lab	20,000
The Center for Independent Documentary, Inc	509(a)(1)	680 South Main Street Sharon, MA 02067-2858	Nested Egg Productions, LLC PBS Documentary FINDING KUKAN	10,000
The Nature Conservancy of Hawaii	509(a)(1)	923 Nuuanu Ave Honolulu, HI 96817	Protecting Kauai's Native Forests	25,000
The North Shore Community Land Trust	509(a)(1)	P O. Box 1179 Haleiwa, HI 96712	North Shore Community Land Trust Turtle Bay Conservation Easement Acquisition	20,000
The Salvation Army-Hawaiian & Pacific Islands Division	509(a)(1)	P.O Box 620 Honolulu, HI 96809	Women's Way Cottage Bathroom Renovation	5,000
Trust for Public Land	509(a)(1)	101 Montgomery St, Ste 900 San Francisco, CA 94104	Mohala Hou Foundation Kuamoo Battlefield and Burial Grounds	20,000
University of Hawaii Foundation	509(a)(1)	P O Box 11270 Honolulu, HI 96828	Indonesian Shadow - Puppetry Performance	20,000
University of Hawaii Foundation	509(a)(1)	P O Box 11270 Honolulu, HI 96828	Culinary Institute of the Pacific at Diamond Head	25,000
Total Grants Paid				767,200

Cooke Foundation, Limited						
Short-Term Realized Gain (Loss) on Investments						
Tax Year: 2014						
EIN: 23-7120804						
Security	Quantity	Date Acquired	Date Sold	Proceeds	Adjusted Cost	Gain (Loss) Amount
Short-Term Gain/Loss - Punch Investments						
Calamos Strg Ttl Return Fd G/L Amount: \$31,610.52						
	4,500.00	9/18/13	7/14/14	54,077.55	44,811.79	9,265.76
	3,500.00	9/18/13	9/2/14	42,174.06	34,738.95	7,435.11
	1,500.00	9/19/13	9/2/14	18,074.60	15,018.03	3,056.57
	4,400.00	9/19/13	9/2/14	52,981.42	44,052.87	8,928.55
	1,500.00	9/30/13	9/30/14	17,624.61	14,700.08	2,924.53
SubTotal	15,400.00			184,932.24	153,321.72	31,610.52
Centurylink Inc G/L Amount: \$28,584.77						
	800.00	9/16/13	8/5/14	31,344.34	25,978.00	5,366.34
	2,800.00	9/16/13	8/29/14	114,141.43	90,923.00	23,218.43
SubTotal	3,600.00			145,485.77	116,901.00	28,584.77
Colony Finl Inc 8.5% Ser-A G/L Amount: \$4,601.49						
	200.00	9/16/13	8/20/14	5,289.88	5,095.24	194.64
	300.00	9/16/13	8/22/14	7,954.83	7,642.86	311.97
	919.00	9/16/13	8/25/14	24,353.14	23,412.63	940.51
	3,081.00	9/16/13	8/26/14	81,646.54	78,492.17	3,154.37
SubTotal	4,500.00			119,244.39	114,642.90	4,601.49
Eaton Vance Enhanced Eq Incm G/L Amount: \$21,749.08						
	2,650.00	9/23/13	7/14/14	37,336.35	32,132.54	5,203.81
	7,900.00	9/23/13	8/27/14	112,010.83	95,465.56	16,545.27
SubTotal	10,550.00			149,347.18	127,598.10	21,749.08
Madison Covred Call & Equit G/L Amount: \$9,440.97						
	2,807.00	9/17/13	7/29/14	24,597.75	22,334.46	2,263.29
	1,528.00	9/17/13	7/30/14	13,377.19	12,157.84	1,219.35
	4,065.00	9/17/13	7/31/14	34,890.75	32,343.99	2,546.76
	5,600.00	9/18/13	7/31/14	48,065.97	44,654.40	3,411.57
SubTotal	14,000.00			120,931.66	111,490.69	9,440.97
Neuberger Berman Real Est G/L Amount: \$13,834.02						
	15,000.00	9/17/13	7/31/14	75,055.34	66,741.00	8,314.34
	7,295.00	9/18/13	7/31/14	36,474.19	32,427.00	4,047.19
	2,105.00	9/19/13	7/31/14	10,524.77	9,720.26	804.51
	1,600.00	9/19/13	8/15/14	8,056.30	7,388.32	667.98
SubTotal	26,000.00			130,110.60	116,276.58	13,834.02
Select Income Reit Com G/L Amount: \$21,379.03						
	4,400.00	9/16/13	8/1/14	121,875.98	109,224.61	12,651.37
	600.00	9/16/13	9/9/14	15,751.03	14,894.26	856.77
	1,200.00	9/16/13	9/9/14	31,502.06	29,729.85	1,772.21
	3,000.00	9/18/13	9/9/14	78,755.16	75,836.02	2,919.14
	3,000.00	9/18/13	9/9/14	78,755.16	75,575.62	3,179.54
SubTotal	12,200.00			326,639.39	305,260.36	21,379.03
Short-Term Total - Punch Investments						
				1,176,691.23	1,045,491.35	131,199.88

Cooke Foundation, Limited						
Short-Term Realized Gain (Loss) on Investments						
Tax Year: 2014						
EIN: 23-7120804						
Security	Quantity	Date Acquired	Date Sold	Proceeds	Adjusted Cost	Gain (Loss) Amount
Short-Term Gain/Loss - Everett Harris						
Conocophillips G/L Amount: -\$11,408.43						
	5 00	6/24/14	3/25/15	31,462.57	42,871.00	(11,408.43)
Google Inc Cl C G/L Amount: \$9.90						
	0.181	1/7/15	5/4/15	100.76	90.86	9.90
Kinder Morgan Mgmt Llc G/L Amount: \$7.65						
	0.329	8/26/13	8/14/14	32.44	24.79	7.65
Petsmart Inc G/L Amount: \$24,607.10						
	500.00	5/21/14	3/12/15	41,500.00	28,805.90	12,694.10
	500.00	6/24/14	3/12/15	41,500.00	29,587.00	11,913.00
SubTotal	1,000.00			83,000.00	58,392.90	24,607.10
Surgutueftegaz Sp Adr Pref G/L Amount: -\$400.79						
	5,000.00	2/21/14	11/10/14	35,599.21	36,000.00	(400.79)
Short-Term Total - Everett Harris						
				150,194.98	137,379.55	12,815.43
Total Short-Term Gain (Loss)				1,326,886.21	1,182,870.90	144,015.31

Cooke Foundation, Limited

Long-Term Realized Gain (Loss) on Investments

Tax Year: 2014

EIN: 23-7120804

Security	Quantity	Date Acquired	Date Sold	Proceeds	Adjusted Cost	Gain (Loss) Amount
<u>Long-Term Gain/Loss - Punch Investments</u>						
Best Buy Co Inc 5 1/2 3-15-21 G/L Amount \$10,041.32						
	200,000.00	9/26/13	3/11/15	210,250.00	200,208.68	10,041.32
Calamos Strg Ttl Return Fd G/L Amount \$29,870.67						
	1,100.00	9/19/13	9/26/14	13,023.71	11,010.62	2,013.09
	4,000.00	9/19/13	9/30/14	47,038.96	40,038.57	7,000.39
	1,300.00	9/20/13	9/30/14	15,287.66	12,973.80	2,313.86
	6,000.00	9/20/13	9/30/14	70,508.64	59,879.07	10,629.57
	2,700.00	9/20/13	9/30/14	31,724.29	26,945.57	4,778.72
	1,000.00	9/23/13	9/30/14	11,749.74	9,923.97	1,825.77
	700.00	9/30/13	10/1/14	8,169.30	6,860.03	1,309.27
SubTotal	16,800.00			197,502.30	167,631.63	29,870.67
Centurylink Inc G/L Amount: \$16,069.63						
	2,800.00	9/16/13	1/14/15	106,992.63	90,923.00	16,069.63
Equity Comwlth Sr 7 1/2 11-15-19 G/L Amount. -\$7,982.14						
	816.00	9/20/13	11/17/14	16,320.00	16,693.10	(373.10)
	6,000.00	9/23/13	11/17/14	120,000.00	123,435.71	(3,435.71)
	200.00	9/24/13	11/17/14	4,000.00	4,088.70	(88.70)
	5,800.00	9/25/13	11/17/14	116,000.00	118,981.80	(2,981.80)
	2,000.00	10/15/13	11/17/14	40,000.00	41,102.83	(1,102.83)
SubTotal	14,816.00			296,320.00	304,302.14	(7,982.14)
Hawaii St Hsg Be 2.600 7-01-37 G/L Amount. \$135.37						
	507.65	3/14/13	7/1/14	507.65	497.28	10.37
	168.39	3/14/13	8/1/14	168.39	164.95	3.44
	352.25	3/14/13	9/1/14	352.25	345.06	7.19
	1,033.46	3/14/13	10/1/14	1,033.46	1,012.35	21.11
	668.02	3/14/13	11/1/14	668.02	654.38	13.64
	274.66	3/14/13	12/1/14	274.66	269.05	5.61
	165.65	3/14/13	1/1/15	165.65	162.27	3.38
	1,348.68	3/14/13	2/1/15	1,348.68	1,321.14	27.54
	168.32	3/14/13	3/1/15	168.32	164.88	3.44
	1,024.73	3/14/13	4/1/15	1,024.73	1,003.80	20.93
	378.94	3/14/13	5/1/15	378.94	371.20	7.74
	537.64	3/14/13	6/1/15	537.64	526.66	10.98
SubTotal	6,628.39			6,628.39	6,493.02	135.37
Home Loan Servicing G/L Amount: -\$186,588.24						
	5,000.00	9/16/13	2/10/15	77,998.78	114,868.00	(36,869.22)
	5,000.00	9/17/13	2/10/15	77,998.78	115,449.00	(37,450.22)
	700.00	9/18/13	2/10/15	10,919.82	16,146.20	(5,226.38)
	8,300.00	9/18/13	2/25/15	153,217.66	191,447.80	(38,230.14)
	800.00	9/18/13	2/25/15	14,767.97	18,280.56	(3,512.59)
	4,200.00	9/18/13	4/7/15	71,064.79	95,972.94	(24,908.15)
	4,000.00	9/19/13	4/7/15	67,680.75	92,710.40	(25,029.65)
	1,500.00	1/27/14	4/7/15	25,380.28	32,011.05	(6,630.77)
	1,000.00	1/27/14	4/7/15	16,920.19	21,324.50	(4,404.31)
	1,000.00	1/27/14	4/7/15	16,920.19	21,247.00	(4,326.81)
SubTotal	31,500.00			532,869.21	719,457.45	(186,588.24)

Cooke Foundation, Limited						
Long-Term Realized Gain (Loss) on Investments						
Tax Year: 2014						
EIN: 23-7120804						
Security	Quantity	Date Acquired	Date Sold	Proceeds	Adjusted Cost	Gain (Loss) Amount
Macquarie Infrastructure Co De G/L Amount: \$89,422.32						
	900.00	12/17/13	5/19/15	77,244.58	44,279.56	32,965.02
	100.00	12/17/13	6/23/15	8,665.31	4,919.95	3,745.36
	1,000.00	12/17/13	6/23/15	86,653.10	49,006.80	37,646.30
	400.00	12/17/13	6/23/15	34,661.24	19,595.60	15,065.64
SubTotal	2,400.00			207,224.23	117,801.91	89,422.32
Otter Tail Corp G/L Amount: \$10,572.29						
	3,000.00	9/18/2013	1/23/2015	95,219.69	84,647.40	10,572.29
Long-Term Total - Punch Investments				1,653,006.45	1,691,465.23	(38,458.78)
Long-Term Gain/Loss - Everett Harris						
American Internat 3.800 3-22-17 G/L Amount: \$673.90						
	10,000.00	3/19/12	7/31/14	10,653.60	9,979.70	673.90
Bank Nova Scotia 1 850 1-12-15 G/L Amount: \$0.00						
	45,000.00	1/6/12	1/12/15	45,000.00	45,000.00	-
	10,000.00	9/25/12	1/12/15	10,000.00	10,000.00	-
SubTotal	55,000.00			55,000.00	55,000.00	-
Berkshire 3 200 2-11-15 G/L Amount: \$0.00						
	90,000.00	8/20/10	2/11/15	90,000.00	90,000.00	-
Conocophillips G/L Amount: -\$3,743.86						
	1,000.00	8/26/13	3/25/15	62,925.14	66,669.00	(3,743.86)
Halyard Health Inc G/L Amount: \$2,162.22						
	0.50	8/26/13	10/31/14	18.97	15.83	3.14
	87.00	8/26/13	1/13/15	4,123.94	2,749.42	1,374.52
	50.00	9/13/13	1/13/15	2,370.08	1,585.52	784.56
SubTotal	137.50			6,512.99	4,350.77	2,162.22
Harris Corp 5 950 12-01-17 G/L Amount: \$9,307.19						
	50,000.00	11/30/07	5/27/15	56,023.09	49,826.00	6,197.09
	50,000.00	9/9/11	5/27/15	56,023.09	52,912.99	3,110.10
SubTotal	100,000.00			112,046.18	102,738.99	9,307.19
Indivior Plc Sponsored ADR G/L Amount: \$263.75						
	160.00	8/26/13	1/14/15	1,804.76	1,541.01	263.75
Intl Business Machines Corp G/L Amount: -\$6,593.17						
	300.00	8/26/13	11/10/14	49,174.91	55,768.08	(6,593.17)
Kinder Morgan Incorp G/L Amount: \$6.67						
	0.571	8/26/13	12/1/14	23.74	17.07	6.67
Kinder Morgan Mgmt Llc G/L Amount: \$2.55						
	0.112	8/26/13	11/14/14	10.87	8.32	2.55

Cooke Foundation, Limited						
Long-Term Realized Gain (Loss) on Investments						
Tax Year: 2014						
EIN: 23-7120804						
Security	Quantity	Date Acquired	Date Sold	Proceeds	Adjusted Cost	Gain (Loss) Amount
Laboratory Cp Amer Hldgs New G/L Amount: \$37,143.77						
	1,200.00	8/26/13	1/13/15	139,924.10	116,150.04	23,774.06
	500.00	12/19/13	1/13/15	58,301.71	44,932.00	13,369.71
SubTotal	1,700.00			198,225.81	161,082.04	37,143.77
Laboratory Cp Amer Hldgs New G/L Amount: \$23,550.52						
	600.00	8/26/13	3/12/15	49,800.00	42,679.98	7,120.02
	500.00	1/10/14	3/12/15	41,500.00	34,095.00	7,405.00
	500.00	1/16/14	3/12/15	41,500.00	32,474.50	9,025.50
SubTotal	1,600.00			132,800.00	109,249.48	23,550.52
Private Export Fu 3.050 10-15-14 G/L Amount: -\$3,365.00						
	50,000.00	7/11/13	10/15/14	50,000.00	53,365.00	(3,365.00)
Surgutueftegaz Sp Adr Pref G/L Amount: \$3,278.74						
	8,000.00	8/26/13	11/10/14	56,958.74	53,680.00	3,278.74
Us Tsy Note 2 5/8 7-31-14 G/L Amount: \$15.31						
	56,000.00	7/30/09	7/31/14	56,000.00	55,984.69	15.31
	35,000.00	9/3/10	7/31/14	35,000.00	35,000.00	-
SubTotal	91,000.00			91,000.00	90,984.69	15.31
Us Tsy Note 2 5/8 12-31-14 G/L Amount: \$123.08						
	225,000.00	1/4/10	12/31/14	225,000.00	224,876.92	123.08
Us Tsy Note 4 1/4 11-15-14 G/L Amount: \$0.00						
	60,000.00	6/18/09	11/17/14	60,000.00	60,000.00	-
Long-Term Total - Everett Harris				1,202,136.74	1,139,311.07	62,825.67
	Total Long-Term Gain (Loss)			2,855,143.19	2,830,776.30	24,366.89

Cooke Foundation

Grant Application Guidelines 2015

Mission

The Cooke Foundation supports worthy endeavors in the community that the family feels will make a significant difference in the betterment and welfare of the people of Hawai'i.

Eligibility and priorities

The Foundation's priority interests are arts, culture, humanities; education; environment; and human services. The Foundation may make grants in other areas of interest at the discretion of the Trustees, but unsolicited proposals outside its priority interests will not be considered.

Applicants must be classified under section 501(c)(3) of the Internal Revenue Code. The Foundation does not make grants to supporting organizations classified under section 509(a)(3) of the Internal Revenue Code.

Applicants must be in existence for five years based on the IRS ruling date of federal income tax exemption and be in stable financial condition.

The Foundation does not generally fund loans; operating support; endowments; funds for re-granting; conferences, festivals, and similar one-time events; religious programs; activities that have already occurred; scholarships; and grants to individuals or for the benefit of identified individuals.

Applications from a unit of the University of Hawai'i must be submitted through the University of Hawai'i Foundation.

A grantee may not receive more than one grant in any fiscal year (July through June), except that a grantee serving as the fiscal sponsor for another organization may receive a second grant for its own project.

The term of a grant is usually one year. In general, organizations may receive a maximum of three consecutive years of grant support.

The Foundation may choose to fund over a number of years. In the case of a multi-year pledge, payments are released in twelve-month intervals, and each payment is contingent on receipt of a satisfactory progress report.

Requests to the Foundation over \$5,000 may not exceed 30% of the project budget.

Requests for more than \$20,000 must be sponsored by a Trustee.

The Foundation does not accept incomplete applications or applications from organizations with overdue reports.

Application procedures

Online Submission

This application is available for online submission. Your organization must first establish an online account with the Hawaii Community Foundation to access the online application. Please go to <https://nexus.hawaiicommunityfoundation.org/nonprofit> to request an account or, if you already have an account, to access the online application.

Note

If you are requesting an account for the first time, it may take two to three days for you to receive the account information. We recommend that you request your account early to give yourself adequate time to complete the application by the submission deadline. If you are not able to submit your proposal online, please contact Terry Savage, via email at tsavage@hcf-hawaii.org or call (808)566-5508 or toll free from neighbor islands (888)731-3863 ext. 508.

Executive Summary

Please summarize the proposal narrative that follows as concisely as possible, using the same headings. *(Maximum 4,000 character count, single spaced)*

Proposal narrative

Organization: Describe the organization, including mission and history, year established, geographic reach, staff size, and staff capabilities to conduct the proposed work. *(Maximum 3,500 character count, single spaced)*

Problem or opportunity: Describe the problem or opportunity to be addressed by the project. Describe the population that will benefit from the project, including an estimate of size or numbers. *(Maximum 5,000 character count, single spaced)*

Activities: Describe the activities to be performed, and the services or products to be delivered, including quantities and a timeline. If the project is a partnership, describe each partner's role. Explain why you chose this approach to the problem or opportunity. *(Maximum 5,000 character count, single spaced)*

Expected outcomes: Explain how participants or the community will benefit. (Provide specific, measurable expected results.) Describe the plan to determine the effectiveness of the project. *(Maximum 3,000 character count, single spaced)*

Funding plan: Explain the project budget, including adjustments to be made if not all anticipated funding is received. Describe the plan, if any, to continue funding the project after the grant period ends. Requests to the Foundation over \$5,000 may not exceed 30% of the project budget. *(Maximum 3,000 character count, single spaced)*

Addendum for capital requests: Capital campaign: Describe how the capital campaign is being conducted and the experience of board members and staff with capital campaigns. Identify how much funding has been secured as of the date of the proposal. *(Maximum 3,000 character count, single spaced)* Construction: Describe the form of site control, including relevant terms of long-term leases or purchase agreements if not under ownership. Describe the status and timeline for design and engineering work and the status of required permits. Provide the source for cost estimates. Describe who will manage the design and construction phases and their experience in this work. *(Maximum 2,500 character count single spaced)*

Additional required documents

Please upload these files:

Project budget showing: Anticipated income (source, amount, restrictions, and whether secured or pending); Anticipated expenses (overall expenses, and expenses for which Cooke Foundation grant will be used)

Board of directors list

IRS 501(c)(3) determination letter (not required if applying through a fiscal sponsor)

Organization's annual operating budget for the current year

Organization's balance sheet for the most recently completed fiscal year

Organization's income statement (or profit/loss statement) for the most recently completed fiscal year

Audited financial statements are preferred but not required.

Local units of national organizations must submit local unit financial information.

If a fiscal sponsor is involved, please upload the following additional files.

Fiscal sponsor's Board of Directors Resolution authorizing project fiscal sponsorship
available at: <http://www.hawaiicommunityfoundation.org/nonprofits/fiscal-sponsor-materials>

Fiscal Sponsor's Agreement (click to download template)
available at: <http://www.hawaiicommunityfoundation.org/nonprofits/fiscal-sponsor-materials>

Fiscal Sponsor's IRS 501 (c)(3) determination letter

Fiscal Sponsor's Board of Director's list

Fiscal Sponsor's annual operating budget for the current year

Fiscal Sponsor's balance sheet for the most recently completed fiscal year

Fiscal Sponsor's income statement (or profit/loss statement) for the most recently completed fiscal year

Audited financial statements are preferred but not required.

Local units of national organizations must submit local unit financial information.

Deadlines

For applications to be considered, applications must be submitted online by clicking the "Submit" button on the final page of the application. Applications submitted by 5:00 pm (HST) on these dates will be considered at the next Board of Trustees meeting in the following months:

March 2, 2015 for consideration at May meeting, decisions announced early June

September 1, 2015 for consideration at November meeting, decisions announced early December

Contact Information

For more information, contact Terry Savage via email at tsavage@hcf-hawaii.org or call (808) 566-5508 or toll-free from neighbor islands (888) 731-3863 ext. 508.

**Cooke Foundation
Beautification Award for Public Schools
Nomination Guidelines 2015**

Purpose

Children deserve to be surrounded by beauty. A beautiful environment at school is conducive to learning and encourages respect for one's school, respect for others and respect for oneself. Participation in maintaining such an environment nurtures a sense of community and develops school pride. Seeing the transformation of an environment through one's own efforts creates a sense of personal accomplishment and empowerment.

Eligibility and priorities

Nominees must be Hawaii public elementary, middle or high schools, including charter schools.

The Cooke Foundation plans to award \$5,000 in 2015 to one elementary school, one middle school and one high school that have completed projects that add significantly to the overall appearance and ambiance of the school. A total of \$15,000 will be awarded.

Please note: The Beautification Awards recognize previously completed projects. Nominations that request support for future activities will not be considered.

Participation by outside organizations, including businesses, is permitted. However, no appearance of advertising will be allowed.

Criteria

Nominations should demonstrate a significant improvement in a school's appearance through landscaping and/or other improvements in the appearance of a school's buildings and property, including such things as student artwork. The planning and execution of the beautification project should engage students in a meaningful way (e.g. service-learning or project-based learning). Ideally, the beautification project should be learner-centered and an integrated part of the school's curriculum. Nominations should explain the impact of the project on the students who participated in it, and how the school measured the impact. Parents, faculty/staff and community members should also be involved.

A plan for maintaining the beautification project must also be developed. Maintenance of the improvements must involve participation by the school family, and may also involve participation by outside organizations.

In the event that nominations in a particular school level category do not meet the above criteria, the Trustees may consider nominations in that category from previous years which have not received an award.

Previous Beautification Award recipients include Aikahi Elementary School on O`ahu and Lokelani Intermediate School on Maui (2013); Iliahi Elementary School, Washington Middle School, and Leilehua High School on O`ahu (2012), Kawananakoa Middle School on O`ahu, Haiku Elementary School on Maui, and Lahainaluna High School also on Maui (2011); Mokulele Elementary School, Washington Middle School, and Roosevelt High School on O`ahu (2010); Prince Jonah Kuhio Elementary School on O`ahu, Waimea Middle Public Conversion Charter School on Hawai`i Island, and West Hawai`i Explorations Academy also on Hawai`i Island (2009); and S.W. King Intermediate School on O`ahu, Lahainaluna High School on Maui, and Innovations Public Charter School on Hawai`i Island (2008).

Nomination procedures

Online Submission

This nomination is available for online submission. Your school must first establish an online account with the Hawaii Community Foundation to access the online nomination. Please go to <https://nexus.hawaiicommunityfoundation.org/nonprofit> to request an account or, if you already have an account, to access the online nomination.

Note

If you are requesting an account for the first time, it may take two to three days for you to receive the account information. We recommend that you request your account early to give yourself adequate time to complete the nomination by the submission deadline. If you are not able to submit your nomination online, please contact Terry Savage, via email at tsavage@hcf-hawaii.org or call (808)566-5508, toll free from neighbor islands (888)731-3863 ext. 508.

Nomination narrative

Goals: Describe the goals of the beautification project. (*Maximum 3,000 character count, single spaced*)

Project: Describe why the particular project was selected (*Maximum 3,500 character count, single spaced*)

Process: Describe what students, parents, faculty, staff and others did to plan and complete the beautification project. (*Maximum 3,500 character count, single spaced*)

Project maintenance: Describe how the beautification project will be maintained over the long-term. (*Maximum 2,000 character count, single spaced*)

Additional required documents

Please upload these files (preferably in jpeg format):

"Before" photograph(s) of the project site. Images should clearly show the project site on the school campus

"After" photograph(s) of the project site. Images should clearly show the project site on the school campus

Deadlines

For nominations to be considered, they must be submitted online by clicking the "Submit" button on the final page of the nomination. Nominations submitted by 5:00 pm (HST) on September 1, 2015 will be considered at the Board of Trustees meeting in November; decisions will be announced in early December.

Contact Information

For more information, contact Terry Savage via email at tsavage@hcf-hawaii.org or call (808) 566-5508 or toll-free from neighbor islands (888) 731-3863 ext. 508.

For technical assistance with the online application process, please contact our Help Desk.