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EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

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

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OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation ATHERTON FAMILY FOUNDATION C/O BANK OF HAWAII		A Employer identification number 51-0175971
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 3170, DEPT. 715	Room/suite	B Telephone number 808-694-4525
City or town, state or province, country, and ZIP or foreign postal code HONOLULU, HI 96802-3170		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 90,708,151.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		377.	377.		STATEMENT 1
4 Dividends and interest from securities		1,638,639.	1,638,639.		STATEMENT 2
5a Gross rents		1,006,733.	1,006,733.		STATEMENT 3
b Net rental income or (loss) 765,483.					STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10		1,815,197.			
b Gross sales price for all assets on line 6a 26,076,676.					
7 Capital gain net income (from Part IV, line 2)			1,815,197.		
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		-510,205.	-510,205.		STATEMENT 5
12 Total Add lines 1 through 11		3,950,741.	3,950,741.		
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 6		25,379.	10,598.		14,781.
c Other professional fees STMT 7		379,453.	317,098.		62,356.
17 Interest					
18 Taxes STMT 8		410,275.	259,275.		0.
19 Depreciation and depletion		5,672.	5,672.		
20 Occupancy					
21 Travel, conferences, and meetings		22,119.	0.		22,119.
22 Printing and publications		3,040.	0.		3,040.
23 Other expenses STMT 9		276,309.	95,603.		180,706.
24 Total operating and administrative expenses Add lines 13 through 23		1,122,247.	688,246.		283,002.
25 Contributions, gifts, grants paid		3,736,418.			3,736,418.
26 Total expenses and disbursements Add lines 24 and 25		4,858,665.	688,246.		4,019,420.
27 Subtract line 26 from line 12		-907,924.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			3,262,495.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions

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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	2,190,199.	2,709,316.	2,709,316.
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ 1,610,175.			
Liabilities	Less: accumulated depreciation STMT 11 ▶ 136,118.	1,479,729.	1,474,057.	10,558,888.
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	74,722,450.	72,738,592.	77,351,914.
	14 Land, buildings, and equipment, basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 13)	88,033.	88,033.	88,033.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	78,480,411.	77,009,998.	90,708,151.
	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	78,480,411.	77,009,998.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	78,480,411.	77,009,998.	
	31 Total liabilities and net assets/fund balances	78,480,411.	77,009,998.	

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	78,480,411.
2 Enter amount from Part I, line 27a	2	-907,924.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	37,780.
4 Add lines 1, 2, and 3	4	77,610,267.
5 Decreases not included in line 2 (itemize) ▶ PARTNERSHIP BOOK/TAX DIFFERENCES	5	600,269.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	77,009,998.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (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 SEE ATTACHED STATEMENT				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 26,076,676.		24,261,479.	1,815,197.

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			1,815,197.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,815,197.
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))
2014	4,381,152.	98,552,119.	.044455
2013	4,666,178.	93,986,026.	.049648
2012	4,339,624.	86,904,425.	.049936
2011	4,339,092.	92,338,339.	.046991
2010	4,648,802.	85,746,431.	.054216

2 Total of line 1, column (d)	2	.245246
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	.049049
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	94,312,686.
5 Multiply line 4 by line 3	5	4,625,943.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	32,625.
7 Add lines 5 and 6	7	4,658,568.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.	8	4,019,420.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).	1	65,250.
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	65,250.
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	65,250.
6 Credits/Payments:		
a 2015 estimated tax payments and 2014 overpayment credited to 2015 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld	6a 6b 6c 6d	152,148.
7 Total credits and payments. Add lines 6a through 6d	7	152,148.
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	86,898.
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☒ 86,898. 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
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	1b		X
1c 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
4b If "Yes," has it filed a tax return on Form 990-T for this year?	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 2015 or the taxable year beginning in 2015 (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

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► BANK OF HAWAII Telephone no ► 808-694-4525 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		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ 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 2015 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 2015.) 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 2015?	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 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)?

Organizations relying on a current notice regarding disaster assistance check here

► ☐

5b

X

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

6b

X

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 14		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	68,352,828.
b	Average of monthly cash balances	1b	2,993,113.
c	Fair market value of all other assets	1c	24,402,979.
d	Total (add lines 1a, b, and c)	1d	95,748,920.
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	95,748,920.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,436,234.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	94,312,686.
6	Minimum investment return Enter 5% of line 5	6	4,715,634.

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	4,715,634.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	65,250.
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	65,250.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,650,384.
4	Recoveries of amounts treated as qualifying distributions	4	25,000.
5	Add lines 3 and 4	5	4,675,384.
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	4,675,384.

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	4,019,420.
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	4,019,420.
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	4,019,420.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				4,675,384.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			853,243.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4. ► \$ 4,019,420.				
a Applied to 2014, but not more than line 2a			853,243.	
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 2015 distributable amount				3,166,177.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (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	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014 Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				1,509,207.
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 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]

2015.04010 ATHERTON FAMILY FOUNDATION 13501371

ATHERTON FAMILY FOUNDATION

Form 990-PF (2015)

C/O BANK OF HAWAII

51-0175971

Page 11

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 GRANTS STATEMENT 1	N/A	PC	SEE GRANTS STATEMENT 1	3,601,443.
SEE GRANTS STATEMENT 2	NONE	I	SEE GRANTS STATEMENT 2	134,975.
Total			3a	3,736,418.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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	377.	
4	Dividends and interest from securities			14	1,638,639.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property			16	765,483.	
6	Net rental income or (loss) from personal property					
7	Other investment income			14	-510,205.	
8	Gain or (loss) from sales of assets other than inventory			18	1,815,197.	
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.		3,709,491.	0.
13	Total. Add line 12, columns (b), (d), and (e)				3,709,491.	

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

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

[illegible]

Part XVII

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

- | | | 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 | | |

[illegible]

- 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 prepared this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
	Signature of officer or trustee <i>Paul Gray</i>		Date <i>11/7/16</i>		
Paid Preparer Use Only	Print/Type preparer's name JAY YAMAUCHI		Preparer's signature <i>[Signature]</i>		Date NOV 03 2016
	Check ☐ if self-employed				PTIN P00529803
	Firm's name ▶ BANK OF HAWAII				Firm's EIN ▶ 99-0033900
	Firm's address ▶ P.O. BOX 3170, DEPT. 715 HONOLULU, HI 96802-3170				Phone no (808) 694-4478

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 PUBLICLY TRADED SECURITIES		P	VARIOUS	12/31/15
b PUBLICLY TRADED SECURITIES		P	VARIOUS	12/31/15
c LITIGATION PROCEEDS		P	VARIOUS	12/31/15
d ACADIAN EMERG MKTS K1		P	VARIOUS	12/31/15
e WELLINGTON PTNRSHIP K1		P	VARIOUS	12/31/15
f CHASE CAPTIAL PTNRSHIP K1		P	VARIOUS	12/31/15
g WELLINGTON PTNRSHIP K1 - LOSS ON TERMINATION		P	VARIOUS	12/31/15
h CAPITAL GAINS DIVIDENDS				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,949,443.		3,785,993.	163,450.
b 21,463,261.		19,848,848.	1,614,413.
c 15,524.		100.	15,424.
d		385,806.	-385,806.
e		225,825.	-225,825.
f		4,635.	-4,635.
g 2,327,423.		2,337,695.	-10,272.
h 648,448.			648,448.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			163,450.
b			1,614,413.
c			15,424.
d			-385,806.
e			-225,825.
f			-4,635.
g			-10,272.
h			648,448.
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,815,197.
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

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DREYFUS CASH MANAGEMENT FUND	377.	377.	
TOTAL TO PART I, LINE 3	377.	377.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ACADIAN EMERGING MKTS K1	164,807.	0.	164,807.	164,807.	
BANK OF HAWAII #M13847	1,928,705.	648,448.	1,280,257.	1,280,257.	
CHASE CAPITAL PARTNERS K-1	160.	0.	160.	160.	
WELLS FARGO LP K-1	191,253.	0.	191,253.	191,253.	
WTC-CTF GLOBAL NATRL RESOURCES	2,162.	0.	2,162.	2,162.	
TO PART I, LINE 4	2,287,087.	648,448.	1,638,639.	1,638,639.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL REAL ESTATE	1	1,006,733.
TOTAL TO FORM 990-PF, PART I, LINE 5A		1,006,733.

FORM 990-PF	RENTAL EXPENSES	STATEMENT	4
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		5,672.	
REAL PROPERTY TAXES		183,290.	
GENERAL EXCISE TAXES		45,243.	
INSURANCE		788.	
PROFESSIONAL SERVICES		1,259.	
GE FILING FEES		340.	
TITLE HOLDING FEES		4,658.	
- SUBTOTAL -	1		241,250.
TOTAL RENTAL EXPENSES			241,250.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			765,483.

FORM 990-PF	OTHER INCOME	STATEMENT	5
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WTC-CTF K1	526.	526.	
ACADIAN EMERGING MKTS K1	-8,779.	-8,779.	
CHASE CAP PARTNERS K1	-184.	-184.	
WELLS FARGO K1	-503,072.	-503,072.	
VENTANA CAPITAL	1,304.	1,304.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-510,205.	-510,205.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION FEES	10,458.	3,137.		7,321.	
AUDIT FEES	14,921.	7,461.		7,460.	
TO FORM 990-PF, PG 1, LN 16B	25,379.	10,598.		14,781.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FUND MANAGEMENT	178,159.	115,804.		62,356.	
INVESTMENT MGMT FEES	196,556.	196,556.		0.	
INVT EXP	80.	80.		0.	
TITLE HOLDING FEES	4,658.	4,658.		0.	
TO FORM 990-PF, PG 1, LN 16C	379,453.	317,098.		62,356.	

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES WITHHELD - ACADIAN K1	23,622.	23,622.		0.	
FOREIGN TAXES WITHHELD - WTC-CTF K1	253.	253.		0.	
FOREIGN TAXES WITHHELD - WELLS FARGO K1	6,459.	6,459.		0.	
FOREIGN TAXES WITHHELD 2014 FEDERAL EXTENSION PAYMENT - 990T	408.	408.		0.	
2015 FEDERAL ESTIMATED TAXES - 990PF	1,000.	0.		0.	
2014 FEDERAL EXTENSION - 990PF	68,000.	0.		0.	
REAL PROPERTY TAXES	82,000.	0.		0.	
GENERAL EXCISE TAXES	183,290.	183,290.		0.	
	45,243.	45,243.		0.	
TO FORM 990-PF, PG 1, LN 18	410,275.	259,275.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GRANTS ADMINISTRATION	170,000.	0.		170,000.	
OTHER ADMINISTRATIVE EXPENSES	6.	0.		6.	
MEMBERSHIP DUES	10,700.	0.		10,700.	
CHASE CAPITAL K1	3,014.	3,014.		0.	
WTC-CTF K1	191.	191.		0.	
ACADIAN EMERGING MKTS K1	9,783.	9,783.		0.	
WELLS FARGO K1	77,873.	77,873.		0.	
PACIFICAP TARGET K1	2,355.	2,355.		0.	
INSURANCE	788.	788.		0.	
PROFESSIONAL SERVICES	1,259.	1,259.		0.	
GE FILING FEES	340.	340.		0.	
TO FORM 990-PF, PG 1, LN 23	276,309.	95,603.		180,706.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
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DESCRIPTION	AMOUNT
RETURNED PRIOR YEAR GRANTS	25,000.
PRIOR PERIOD BASIS ADJS (WASH SALES)	502.
PRIOR PERIOD ADJUSTMENT	12,278.
TOTAL TO FORM 990-PF, PART III, LINE 3	37,780.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT	11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDING	226,867.	136,118.	90,749.
LAND	1,383,308.	0.	1,383,308.
TOTAL TO FM 990-PF, PART II, LN 11	1,610,175.	136,118.	1,474,057.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHASE CAPITAL PTNRS PRIVATE EQUITY FUND OF FUNDS II	COST	0.	0.
SEE OTHER INVESTMENTS STATEMENT INV-1 ATTACHED	COST	56,799,713.	61,413,035.
WTC-CTF GLOBAL NATL RES.	COST	0.	0.
ACADIAN EMERGING MKTS	COST	5,470,415.	5,470,415.
WELLS FARGO INTL EQUITY	COST	10,334,323.	10,334,323.
PACIFICAP TARGET VENTURES LP	COST	134,141.	134,141.
TOTAL TO FORM 990-PF, PART II, LINE 13		72,738,592.	77,351,914.

FORM 990-PF	OTHER ASSETS	STATEMENT	13
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ASSETS FROM TECHNOLOGY GATEWAY DISTRIB	88,033.	88,033.	88,033.
TO FORM 990-PF, PART II, LINE 15	88,033.	88,033.	88,033.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 14
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
FRANK ATHERTON 111 SOUTH KING STREET HONOLULU, HI 96813	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
JOAN H. ROHLFING 111 SOUTH KING STREET HONOLULU, HI 96813	VICE PRES/SECTY/DIRECTOR 0.00	0.	0.	0.
PAUL MORGAN 111 SOUTH KING STREET HONOLULU, HI 96813	VICE PRES/DIRECTOR 0.00	0.	0.	0.
PAT GILES 111 SOUTH KING STREET HONOLULU, HI 96813	VICE PRES/DIRECTOR 0.00	0.	0.	0.
ROBIN MIDKIFF 111 SOUTH KING STREET HONOLULU, HI 96813	VICE PRES/DIRECTOR 0.00	0.	0.	0.
JULIETTE SHEEHAN 111 SOUTH KING STREET HONOLULU, HI 96813	VICE PRES/DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

2015 DEPRECIATION AND AMORTIZATION REPORT

RENTAL REAL ESTATE

RENT 1

Asset No	Description	Date Acquired	Method	Life	Convention	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	*Ending Accumulated Depreciation
1	BUILDING	VARIOUS	SL	40.00		16	226,867.				226,867.	130,446.		5,672.	136,118.
2	LAND	VARIOUS	L			1,383,308.					1,383,308.			0.	
	* TOTAL 990-PF RENTAL DEPR					1,610,175.					1,610,175.	130,446.		5,672.	136,118.

Atherton Family Foundation

Grant Application Guidelines

2015

Priorities

The Foundation makes grants for programs and projects that benefit the people of Hawai'i. The fields of greatest interest are arts, culture, and humanities, community development, education, environment, health, human services, spiritual development, and youth development.

Eligibility and restrictions.

- Applicants must have 501(c)(3) status or must apply through a fiscal sponsor with 501(c)(3) status. The Foundation does not make grants to organizations classified under 509(a)(3) of the Internal Revenue Code.
- If an organization applies through a fiscal sponsor, the fiscal sponsor must agree that the purpose of the grant is charitable, to monitor the grant project, control the expenditure of grant funds, and ensure compliance with the terms and conditions of the grant.
- The Foundation does not make grants to the Hawaii State Department of Education schools or public charter schools.
- The Foundation does not make grants to the University of Hawai'i other than an annual grant to the University of Hawai'i Foundation.
- The Foundation does not fund conferences, festivals, and similar one-time events, activities that have already occurred, lobbying, loans, funds for re-granting and grants to individuals or for the benefit of identified individuals (except scholarships through the Juliette M. Atherton Scholarship and the Community Scholarship Fund of the Hawai'i Community Foundation).
- When considering requests for technology support, preference will be given to technology proposals that will result in a significant change that improves the non-profit organization's operations and/or programs. Grants for technology related projects require a 1:1 match from the organization. Grants for website development or the on-going costs for website, software, and hardware replacement and/or upgrades will generally not be funded.
- The Foundation generally does not fund endowments or operating support.
- The Foundation does not serve as the sole funder of any organization.
- The Foundation will award no more than one grant to an organization at a time and no more than one grant in any calendar year. A grantee serving as the fiscal sponsor for another organization may receive a second grant for its own project. All previous grants must be completed with the submission of a final report before an organization is eligible to apply for a new grant.
- The term of a grant is usually one year. 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. The Foundation generally does not fund a program for more than three consecutive years.

- The Foundation does not accept incomplete applications or applications from organizations with overdue final reports
- Grantees must not use the Foundation's Directors' names on donor recognition plaques or similar items without the Foundation's prior approval.

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. It's highly recommended 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 Pam Funai, via email at pfunai@hcf-hawaii.org or call (808)566-5537, toll free from neighbor islands (888)731-3863 ext. 537.

The online application will request the following:

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 1,500 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 3,000 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 4,500 character count single spaced*)

Expected results Explain how participants or the community will benefit. (Provide specific, measurable expected results.) Describe the plan to determine the effectiveness of the project. (*Maximum 2,500 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. (*Maximum 2,000 character count single spaced*)

Addendum for Major Capital Requests (Renovations or New Construction)

Requests for funds to support a major capital project may be submitted at any of the regularly scheduled meetings. The maximum grant for major capital projects will be \$200,000, normally paid out over three years. Please include the following information if you are submitting a major capital request:

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. The Foundation is rarely a lead funder. (*Maximum 2,500 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*)

Please contact staff at (808) 566-5537 with questions about capital requests

Additional required documents

- Project budget showing
 - Anticipated income (source, amount restrictions, and whether secured or pending)
 - Anticipated expenses (overall expenses, and expenses for which Atherton 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

Fiscal sponsors

- Resolution by fiscal sponsor's board of directors authorizing fiscal sponsorship
 - Fiscal sponsor's agreement form
- Both forms can be found here <http://www.hawaiicommunityfoundation.org/nonprofits/fiscal-sponsor-materials>*
- Fiscal sponsor's board of directors list
 - Fiscal sponsor's IRS 501(c)(3) determination letter
 - 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

Applications submitted by	will be considered at the Board of Directors meeting in
January 2, 2015	March
April 1, 2015	June
July 1, 2015	September
October 1, 2015	December

Completed applications must be submitted by 5:00 p.m. on the deadline dates indicated above

Atherton Family Foundation
TIN: 51-0175971
Year ended: December 31, 2015
Form 990-PF, page 11, Part XV, Supplementary Information, line 3a

Organization	Address	Project Description	Date Paid	Payment Amount
Accessurf Hawaii Inc.	PO Box 15152 Honolulu, HI 96830	Day at the Beach (DATB)	12/21/15	10,000.00
Adult Friends for Youth	3375 Koapaka St., Ste. B290 Honolulu, HI 96819	Chuukese Girl's Project	10/02/15	10,000.00
After-School All-Stars Hawaii	4747 Kilauea Ave., #210 Honolulu, HI 96816	Life Service Action, A Service Learning Initiative	03/24/15	15,300.00
Alaka'ina Foundation	1600 Kapiolani Blvd., #530 Honolulu, HI 96814	STEM On the Go - Digital Bus Program	06/23/15	25,000.00
Aloha Harvest	3599 Wai'alae Ave #23 Honolulu, HI 96816	Feeding O'ahu's Hungry through Food Rescue	12/21/15	25,500.00
Aloha House, Inc	PO Box 791749 Paia, HI 96779	Request for Funding of Construction of a Covered Deck for Residential Treatment Program	03/24/15	5,000.00
Aloha School Early Learning Center Inc	PO Box 1408 Hanalei, HI 96714	Aloha School Early Learning Center's 2015 Atherton Family Grant Request	12/21/15	10,000.00
Aloha Volleyball Association	PO Box 880554 Pukalani, HI 96788	Adding Sand to Youth Sand Volleyball Facility	06/23/15	5,000.00
American Bird Conservancy	PO Box 249 The Plains, VA 20198	Exploratory acoustic surveys to locate imperiled seabirds on Moloka'i, Hawaii	12/21/15	5,000.00
American Cancer Society	2370 Nuuanu Ave. Honolulu, HI 96817-1714	Hope Lodge Hawaii - Temporary housing facility for cancer patients who are undergoing treatment	09/22/15	25,000.00
American Diabetes Association	900 Fort Street Mall, Ste 940 Honolulu, HI 96813	Red Rider Program	10/02/15	2,000.00
Anekona Ouli Kanehoa VFD Company	PO Box 7121 Kamuela, HI 96743	General Support	12/21/15	3,500.00
Artspace Projects, Inc	250 Third Avenue North #400 Minneapolis, MN 55401	Ola Ka 'Ilima Artspace Lofts, a mixed-use development	08/05/15	50,000.00
Assets School	One Ohana Nui Way Honolulu, HI 96818	Assets School's Academy of the Pacific Campus - Mary Mills Damon Hall Repairs	03/24/15	25,000.00
Awaiaulu	2667 Anuu Place Honolulu, HI 96819	Training of Trainers	06/23/15	36,333.33
Bamboo Ridge Press	PO Box 61781 Honolulu, HI 96839-1781	Bamboo Ridge Basic	10/02/15	3,000.00
Big Brothers Big Sisters Hawaii, Inc	418 Kuwili St., Ste 106 Honolulu, HI 96817	West Hawaii Island Expansion	10/02/15	20,000.00
Big Island Mediation, Inc	PO Box 7020 Kamuela, HI 96743	Phase 3 Middle/High School Pilot Program: Conflict Resolution Education and Peer Mediation	06/30/15	12,500.00
Bikeshare Hawaii	999 Bishop St., Ste. 1202 Honolulu, HI 96813	Location-Based Station Siting Outreach & Bikeshare Demonstration	06/23/15	10,000.00
Book Trust	789 Sherman St., Ste. 300A Denver, CO 80203	Empowering Palolo Students Through Literacy	10/02/15	5,000.00
Boys and Girls Club of the Big Island	100 Kamakahonu St. Hilo, HI 96720	The Hua Ola Healthy Lifestyles Project	03/24/15	15,000.00
Bright Beginning Preschool	P O Box 638 Hau'ula, HI 96717	Playground & Physical Education Equipment & Instructor	10/02/15	40,000.00
Camp Hale Koa Association	PO Box 735 Lawai, HI 96765	Cabin Refurbishment for six cabins which house campers at Camp Hale Koa	05/11/15	20,000.00
Castle Medical Center	640 Ulukahi St Kailua, HI 96734-4498	Emergency Department Expansion and Renovation	12/21/15	33,333.00
Cathedral Church of St Andrew	229 Queen Emma Square Honolulu, HI 96813	St Andrew's Restoration, Phase I: Renovation of Davies Hall	05/29/15	60,000.00

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Center for Food Safety	303 Sacramento St , 2nd Fl. San Francisco, CA 94111	Building a Safer, Healthier Food System for Hawaii	06/23/15	20,000.00
Center for Food Safety	660 Pennsylvania Ave. SE #302 Washington, DC 20003	General Support	12/21/15	2,000.00
Chamber Music Hawaii	PO Box 61939 Honolulu, HI 96839	The Paka`a Project, Bi-Lingual Music CD and Teacher Guide of Paka`a Lanakila by Jon Magnussen	03/24/15	5,000.00
Chaminade University of Honolulu	3140 Waiialae Ave Honolulu, HI 96816-1578	New Intercollegiate Athletics Support Facilities	03/24/15	50,000.00
Child and Family Service	91-1841 Fort Weaver Rd. Ewa Beach, HI 96706-1909	Transition to Success	12/21/15	15,000.00
Children's Alliance of Hawaii, Inc.	200 N Vineyard Blvd Ste 410 Honolulu, HI 96817	Ho'omaka & SOUL (for Boys)	03/24/15	6,000.00
Church of the Crossroads	1212 University Ave Honolulu, HI 96826	Crossroads Renovation Project	10/28/15	30,000.00
Circles of Light	PO Box 347 Lihue, HI 96766	Filmmaking Bootcamp	06/23/15	5,000.00
Conservation International Foundation	2011 Crystal Dr , Ste 500 Arlington, VA 22202	Integrating Traditional Management, Science and Technology to Support Community Resource Stewardship	10/08/15	40,910.00
Earthjustice	50 California Street, Ste 500 San Francisco, CA 94111	Community Organizing for Renewable Energy in Hawaii	10/02/15	5,000.00
Easter Seals Hawaii	710 Green St. Honolulu, HI 96813	Increasing Community Experiences for Adults with Disabilities Through a Wheelchair-Accessible Van	10/28/15	15,000.00
Effective Planning Innovative Communication, Inc.	1130 N Nimitz Highway, C-210 Honolulu, HI 96817	Hawaii Youth Opportunities Initiative	06/15/15	50,000.00
Epilepsy Foundation of Hawaii	1050 Ala Moana Blvd., Suite 2550 Honolulu, HI 96814	Neighbor Island Training Program	10/02/15	7,500.00
Family Programs Hawai'i	250 Vineyard St Honolulu, HI 96813-2445	Hawaii Adoption Resources	03/24/15	20,000.00
Family Support Services of West Hawaii	75-127 Lunapule Rd., Ste. 11 Kailua-Kona, HI 96740	The Fatherhood Initiative - Great Fathers of Hawaii	03/24/15	20,000.00
Friendship Garden Foundation	PO Box 2902 Honolulu, HI 96802	Garden Entrance Improvements	09/04/15	25,000.00
From the Heart Productions, Inc	1455 Mandalay Beach Rd. Oxnard, CA 93035	Rise of the Wahine Documentary Film Project	06/23/15	10,000.00
Good Beginnings Alliance	850 Richards Street #201 Honolulu, HI 96813	Improving Outcomes for Children in Early Childhood	03/24/15	25,000.00
Guide Dogs of Hawaii	747 Amana St., Apt 407 Honolulu, HI 96814	Get Ahead With Technology For Blind Students	10/02/15	5,000.00
Habitat for Humanity West Hawaii	PO Box 4619 Kailua-Kona, HI 96745	14' Box Truck with Lift Gate	09/04/15	25,000.00
Haleiwa Main Street	66-434 B Kamehameha Hwy Haleiwa, HI 96712	Completing Restoration of Haleiwa Mutual Telephone Building	06/23/15	10,000.00
Hands In Helping Out, Inc	3632 Salt Lake Blvd , #4 Honolulu, HI 96818-2127	HIHO Academy	12/21/15	4,000.00
Hawai'i Women in Filmmaking	1159 Nu'uuanu Avenue Honolulu, HI 96817-5121	Girls Making Media That Matters	03/24/15	10,000.00
Hawaii Alliance for Community-Based Economic Development	677 Ala Moana Blvd., Ste. 702 Honolulu, HI 96813	HACBED 'Ohana Based Youth Savings Initiative (OBYSI) and Financial Literacy Program	10/02/15	15,000.00
Hawaii Appleseed Center for Law & Economic Justice	119 Merchant St , Suite 605A Honolulu, HI 96813	Creating Affordable Housing Through Accessory Dwelling Units (ADUs)	03/24/15	10,000.00

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Hawaii Baptist Academy	420 Wylie Street Honolulu, HI 96817	Hawaii Baptist Academy Capital Campaign	12/08/15	25,000 00
Hawaii Branch of the International Dyslexia	PO Box 893670 Mililani, HI 96789-0670	General Support	12/21/15	5,000.00
Hawaii Canines for Independence, Inc.	PO Box 1803 Makawao, HI 96768	Wheelchair Van	06/05/15	15,000 00
Hawaii Canines for Independence, Inc.	PO Box 1803 Makawao, HI 96768	General Support	12/21/15	500.00
Hawaii Children's Theatre	PO Box 662295 Lihue, HI 96766	HCT PONO Players 2015-'16	06/23/15	3,000 00
Hawaii Community Foundation	827 Fort Street Mall Honolulu, HI 96813	Community Scholarship Fund	03/24/15	25,000 00
Hawaii Community Foundation	827 Fort St Mall Honolulu, HI 96813	Environmental Funders Group	10/02/15	25,000 00
Hawaii Community Foundation	827 Fort St Mall Honolulu, HI 96813	Hawaii Fresh Water Initiative - Implementation Phase	10/02/15	75,000 00
Hawaii Community Foundation	827 Fort Street Mall Honolulu, HI 96813	Pathways to Resilient Communities	10/02/15	100,000 00
Hawaii Craftsmen	1159 Nu'uuanu Ave Honolulu, HI 96817	Basic Program Expansion	10/02/15	5,000 00
Hawaii Forest Institute	P. O Box 66 O'okala HI 96774	Mahalo 'Aina HPR Educational Radio Series	01/15/15	10,000 00
Hawaii HomeOwnership Center	1259 Aala St, #201 Honolulu, HI 96817	Increasing Homeownership Sustainability	06/23/15	10,000 00
Hawai'i Maoli	91-1270 Kinoaiki Street Kapolei, HI 96707	Ko'olaupoko Hawaiian Civic Club: No Ko'olau Mai Au	10/02/15	10,000.00
Hawaii Opera Theatre	848 S Beretania St, Ste 301 Honolulu, HI 96813	Hawaii Opera Theatre production of Shakespeare's A Midsummer Night's Dream by Benjamin Britten	10/02/15	15,000 00
Hawaii Performing Arts Festival	P O Box 474 Kamuela, HI 96743	Expanding Hawaii Performing Arts Festival's Scope	12/21/15	5,000 00
Hawaii Preparatory Academy	65-1692 Kohala Mtn. Rd Kamuela, HI 96743	General Support	12/21/15	2,000 00
Hawaii Public Television Foundation dba PBS Hawaii	PO Box 11599 Honolulu, HI 96828	PBS Hawaii NEW HOME Campaign	01/15/15	50,000 00
Hawaii SEED	PO Box 2352 Kealahakua, HI 96750	Hawaiian Banana Propagation Project	06/23/15	15,000 00
Hawaii Symphony Orchestra	3610 Wai'aleae Ave Honolulu, HI 96816	Hawai'i Symphony Orchestra 2015-16 Season	12/21/15	15,000 00
Hawaii Theatre Center	1132 Bishop St., Ste 1404 Honolulu, HI 96813	Hawaii Theatre Center's Student Matinee Series	10/02/15	12,500 00
Hawaiian Eye Foundation	95-7171 Kipapa Drive #23 Mililani, HI 96789	Cataract Surgery Days (for the poor & disabled)	10/02/15	20,000 00
Hawaiian Historical Society	560 Kawaiaha'o St Honolulu, HI 96813	Hawaiian Historical Society Collections Preservation Project	04/30/15	25,000 00
Hawaiian Humane Society	2700 Wai'aleae Ave. Honolulu, HI 96826	Hawaiian Humane Society Capital Campaign	10/15/15	50,000 00
Hawaiian Islands Land Trust	PO Box 965 Wailuku, HI 96793	Multi-island Environmental Education Series, 2015-16	10/02/15	10,000.00
Hawaiian Mission Children's Society	553 S. King St. Honolulu, HI 96813	Illuminating the Partnership Between American Protestant Missionaries and Hawaiian Alii	12/21/15	100,000 00
Hawaiian Mission Children's Society	553 S. King St. Honolulu, HI 96813	General Support	12/21/15	12,000.00

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Healthy Mothers, Healthy Babies Coalition of Hawaii	310 Paoakalani Ave, Suite 202A Honolulu, HI 96815	Hawaii Cribs for Kids Expansion	12/21/15	10,000.00
Helping Hands Hawaii	2100 N. Nimitz Hwy. Honolulu, HI 96819	Housing Support for Chronically Homeless Individuals	06/23/15	20,000.00
Heritage Hall, Inc.	95 Mahalani St., Rm 12 Wailuku, HI 96793	Heritage Hall, Inc. Construction	09/16/15	25,000.00
Hilo Medical Center Foundation	1190 Waiianuenue Ave., #629 Hilo, HI 96720	OB/PEDs Renovation Project	06/23/15	20,000.00
Holualoa Foundation for Arts and Culture	78-6670 Mamalahoa Hwy Holualoa, HI 96725	Wood/Ink/Fiber An Exhibition of Woodblock Printing from the Hawaiian Islands	10/02/15	3,000.00
Holy Nativity School	5286 Kalaniana'ole Hwy Honolulu, HI 96821	Learning Environment/Classroom Upgrades	06/23/15	15,000.00
Honolulu Academy of Arts dba Honolulu Museum of Art	900 S. Beretania St. Honolulu, HI 96814-1495	Honolulu Museum of Art. An Ally for Academic Achievement for Title 1 Schools	11/10/15	45,000.00
Honolulu Academy of Arts dba Honolulu Museum of Art	900 S. Beretania St. Honolulu, HI 96814-1495	General support	12/21/15	2,000.00
Honolulu Community Action Program	33 South King St. Ste 300 Honolulu, HI 96813	Ha Initiative Creative STEM After-School Program	03/24/15	10,000.00
Honolulu Habitat for Humanity	922 Austin Lane, #C1 Honolulu, HI 96817	Truck Purchase to Build Affordable Housing for Native Hawaiians	03/24/15	15,000.00
Honpa Hongwanji Mission of Hawaii	PO Box 1667 Honokaa, HI 96727	Katsu Goto Memorial Committee. Honokaa Hero: The Story of Katsu Goto	06/23/15	20,000.00
Hookuaaina	PO Box 342146 Kailua, HI 96734	Kaleopa'a Project	06/23/15	15,000.00
HOPE Services Hawaii, Inc	296 Kilauea Ave Hilo, HI 96720	Hawaii Island Homeless Service Expansion Project	10/02/15	30,000.00
Hope Street Group	Attn. Leo Gaff 183 Madison Ave, Ste 803	Hawaii State Teacher Fellowship	06/23/15	5,000.00
Hospice of Hilo	1011 Waiianuenue Ave. Hilo, HI 96720	Hawaii Palliative Care Center Public Education Campaign	06/23/15	5,000.00
I Ola Lahui, Inc.	1441 Kapiolani Blvd, #1802 Honolulu, HI 96814	General Support	12/21/15	5,000.00
IHS, The Institute for Human Services, Inc.	1546 Ka'aahi St. Honolulu, HI 96817	IT and Data Management Capacity Building Improving Service Delivery & Organizational Effectiveness	05/22/15	25,000.00
Institute for Native Pacific Education and Culture	1001 Kamokila Blvd., Ste. 226 Kapolei, HI 96707	Kulia and Ka Lama Education Academy	06/05/15	25,000.00
Island Conservation	P O Box 6 Kaaawa, HI 96730	Baseline environmental monitoring in advance of the removal of introduced rats from Lehua Island	10/02/15	10,000.00
Junior Achievement of Hawaii, Inc.	1888 Kalakaua Avenue, #C-312 Honolulu, HI 96815	JA Company Digital Program Launch	03/24/15	10,000.00
Ka Ohana O Kalaupapa	PO Box 1111 Kalaupapa, HI 96742	Healing and Reconciliation for the Families of Kalaupapa	12/21/15	10,000.00
Ka'ahumanu Church	37 Koki Place Kihei, HI 96753	Ka'ahumanu Church Restoration	12/08/15	25,000.00
Kahilu Theatre Foundation	PO Box 549 Kamuela, HI 96743	Waimea 'Ukulele and Slack Key Guitar Institute	10/02/15	5,000.00
Kai Loa Inc.	46-500 Kuneki St. Kaneohe, HI 96744	Na Pualei Early Learning Center	06/30/15	20,000.00
Kaimuki Christian Church	1117 Koko Head Ave. Honolulu, HI 96816	Capital Project 2.5 Story Educational Center	12/21/15	25,000.00

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Kalahikiola Congregational Church	P O Box 159 Kapaau, HI 96755	General Support	12/21/15	2,500.00
Kalani Honua, Inc Cultural Center & Retreat	12-6860 Kalapana-Kapoho Beach Rd., RR 2 Box 4500 Pahoa, HI 96778	The Market at Kalani	06/23/15	5,000.00
Kalanihale	89-1196 Mamalahoa Hwy Captain Cook, HI 96704	Strengthening Management of Marine Resources in Miloliu South Kona, Hawaii	10/02/15	20,000.00
Kalihi Union Church	2214 N King Street Honolulu, HI 96819	Multipurpose Facility/Gym Renovation Project	10/15/15	25,000.00
Kanu Hawaii	1050 Bishop St , #504 Honolulu, HI 96813	Your Voice In Government Online Portal	10/02/15	5,000.00
Kanu o ka Aina Learning Ohana	P.O Box 6511 Kamuela, HI 96743	Community Recreation Center - Halau Ho'okipa	07/09/15	25,000.00
Kapiolani Health Foundation	55 Merchant St , Ste 2600 Honolulu, HI 96813	Campaign for Hawaii's Children. Phase I Renovation of Kapiolani Medical Center for Women & Children	06/05/15	50,000.00
Kauai Food Bank Inc.	3285 Waapa Rd., Suite A Lihue, HI 96766	Kupuna Program	03/24/15	7,000.00
Kauai Path Inc	P O. Box 81 Lihue, HI 96766	North Shore Path Planning Project	10/02/15	5,000.00
KCAA Preschools of Hawaii	2707 S King Street Honolulu, HI 96826	General Support	12/21/15	5,000.00
Kokua Kalihi Valley Comprehensive Family	2239 North School St Honolulu, HI 96819	Kalihi TOD Health Impact Assessment	06/23/15	10,000.00
Kuikahi Mediation Center, Inc.	101 Aupuni St , Ste. 1014 B2 Hilo, HI 96720	Transforming Conflict Community Education & Peer Mediation	06/23/15	10,000.00
Kula No Na Po'e Hawaii	P O. Box 23268 Honolulu, HI 96823	Kula no na Po'e Hawaii -Papakolea's Board and Stone: Train the Trainers	10/02/15	15,000.00
La Pietra - Hawaii School for Girls	2933 Poni Moi Rd. Honolulu, HI 96815	La Pietra Classroom Transformation Project	04/02/15	25,000.00
La Pietra - Hawaii School for Girls	2933 Poni Moi Rd. Honolulu, HI 96815	General Support	12/21/15	5,000.00
Lanai Community Health Center	P O. Box 630142 Lanai City, HI 96763	Lanai Community Health Center - New Facility Construction	12/08/15	25,000.00
Le Fetuao Samoan Language School	3227 Ala Ilima St., #2 Honolulu, HI 96818	Ukulele Lessons and Community Outreach	06/23/15	6,000.00
Leadership Kauai	PO Box 1567 Lihue, HI 96766	Kauai Voyaging from the past to the future	06/23/15	15,000.00
Makawao Union Church	PO Box 790071 Paia, HI 96779	Organ Enhancement Project	12/21/15	20,000.00
Makiki Christian Church	829 Pensacola St Honolulu, HI 96814	Makiki Christian Church Preschool Outdoor Classroom & Play Area Renovation	10/02/15	15,000.00
Making Dreams Come True, Valley of Rainbows Inc	P. O Box 1009 Wai'anae, HI 96792	Summer Intern Program - Fostering Real Life Skills	12/21/15	4,000.00
Malama Learning Center	PO Box 75467 Kapolei, HI 96707	Kahi Kai Using iPhone-Equipped CellScopes to Explore Concepts of Marine Biodiversity and Ocean Health	03/24/15	10,000.00
Malama Loko Ea Foundation	PO Box 553 Haleiwa, HI 96712	Waiola Project	06/23/15	10,000.00
Malama Na Makua A Keiki	PO Box 791749 Paia, HI 96779	Malama Family Recovery Center Request for Support of Zero Client Upgrades	03/12/15	3,500.00
Malama Pono Health Services	4366 Kukui Grove St Suite 207 Lihue, HI 96766	Women's Health Care Services	10/02/15	20,000.00

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Malama Pupukeya-Waimea	P O Box 188 Haleiwa, HI 96712	Ka Papa Kai. Developing Responsibility for Ocean Stewardship	03/24/15	5,000.00
Malie Foundation	PO Box 13 Kapa'a, HI 96746	Kaua'i Mokihana Festival 2016 Hawaiian Cultural Media Development	10/02/15	15,000.00
Marine Mammal Center	2000 Bunker Rd. Fort Cronkhite Sausalito, CA 94965	Hawaiian Monk Seal Health Care Facility	08/05/15	30,000.00
Maui AIDS Foundation	1935 Main St., Ste 101 Wailuku, HI 96793	Maui AIDS Foundation Overview Film Documentary	12/21/15	2,000.00
Maui Community Theatre	68 N. Market St. Wailuku, HI 96793-1776	Microphones	03/24/15	10,000.00
Maui Family Support Services, Inc.	1844 Wili Pa Loop Wailuku, HI 96793	MFSS Data Capacity and Systems Upgrade	12/24/15	17,400.00
Maui Preparatory Academy	PMB #186 5095 Napili Hau St., #109B Lahaina, HI 96761	STEAM Program	03/24/15	10,000.00
Mediation Services of Maui Inc.	95 Mahalani St., Ste. #25 Wailuku, HI 96793	Youth Conflict Resolution Training	06/23/15	10,000.00
Mental Health America of Hawaii	1124 Fort Street Mall, Room 205 Honolulu, HI 96813	Youth Leadership Council to Prevent Suicide	03/24/15	8,000.00
Mid-Pacific Institute	2445 Kaala St Honolulu, HI 96822-2299	Building on Excellence Campaign	08/27/15	100,000.00
Mohala Pua School	350 Uluu St. Honolulu, HI 96821	Honolulu Waldorf High School	05/07/15	20,000.00
Na Kama Kai	PO Box 240039 Honolulu, HI 96824	Ocean safety and conservation clinics offered free to the keiki on Oahu	12/21/15	10,000.00
National Marine Sanctuary Foundation	8601 Georgia Ave., Ste. 510 Silver Spring, MD 20910	Hawaiian Islands Entanglement Response Network - Community Outreach and Engagement Initiative	12/21/15	10,000.00
Network Enterprises, Inc	650 Iwilei Rd., Ste. 205 Honolulu, HI 96817	Assistive Technology Training that is highly personalized for People with Disability	10/02/15	3,000.00
North Hawaii Hospice, Inc.	65-1328 Kawaihae Rd. Kamuela, HI 96743	Capital Campaign: A New Meeting Place for Hospice Patient Care Staff	01/20/15	50,000.00
Oahu Choral Society	4348 Waialae Avenue #214 Honolulu, HI 96816	Creation of Honolulu Chamber Choir	03/24/15	10,000.00
Oahu Resource Conservation & Development Council	P O. Box 209 Kunia, HI 96759	The Green House: Center for Creative Reuse - Planning Phase	03/24/15	25,000.00
Oahu Resource Conservation & Development Council	PO Box 209 Kunia, HI 96759	Innovations in Conservation Planning	12/21/15	10,000.00
Pacific American Foundation	45-285 Kaneohe Bay Dr. #102 Kaneohe, HI 96744	The Calling: Heal Ourselves, Heal Our Planet. The Calling Punahele Youth Empowerment Pilot Program	02/13/15	20,000.00
Pacific Gateway Center	723-C Umi Street Honolulu, HI 96819	Pacific Gateway Center 3rd Floor Construction	10/28/15	20,000.00
Paepae o He'eia	P O. Box 6355 Kaneohe, HI 96744	Pani ka Puka	06/23/15	10,000.00
Pa'i Foundation	PO Box 17483 Honolulu, HI 96817	Ho'opaepae. Building a Strong Foundation	12/21/15	35,000.00
Parent Participation Nursery School	92 Kaneohe Bay Dr. Kailua, HI 96734	Building for Fun Playground Project at PPNS Preschool Kailua	12/21/15	10,000.00
Parker School	65-1224 Lindsey Rd Kamuela, HI 96743	General Support	12/21/15	2,000.00
PATCH (People Attentive to Children)	560 N Nimitz Hwy, Ste 218 Honolulu, HI 96817	PATCH Food Program	12/21/15	20,000.00

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Planned Parenthood of Hawaii	1350 S King St, Ste 309 Honolulu, HI 96814-2008	Got LARC? Get LARCS!	03/24/15	25,000.00
Polynesian Voyaging Society	10 Sand Island Parkway Honolulu, HI 96819	Worldwide Voyage (WWV) Island Wisdom, Ocean Connections, Global Lessons	01/29/15	100,000.00
Purdue University	403 W Wood St West Lafayette, IN 47907	The Tropical Hardwood Tree Improvement and Regeneration Center	11/06/15	25,000.00
Purple Mai'a Foundation	981277 Kaahumanu St #106-547 Aiea, HI 96701	Kaikaina Project	10/02/15	3,000.00
Rehabilitation Hospital of the Pacific Foundation	226 North Kuakini St. Honolulu, HI 96817	Third Floor Unit Team Station	05/11/15	40,000.00
Re-use Hawaii	PO Box 161291 Honolulu, HI 96816	Capacity Expansion	03/24/15	20,000.00
Sisters of St. Francis of the Neumann Communities	146 Hawthorne Rd. Pittsburgh, PA 15209	Sister Health, Safety and Comfort	06/23/15	10,000.00
Small World Preschool	PO Box 636 Kamuela, HI 96743-0636	Preschool Flooring Upgrades	12/21/15	15,000.00
Society for Kona's Education & Art	P O Box 256 Honaunau, HI 96726	Workshop Series -Growing, Living, Creating	06/23/15	3,000.00
St. Andrew's Priory School	224 Queen Emma Square Honolulu, HI 96813	Launch of St. Andrew's Preparatory School for Boys	10/02/15	25,000.00
St. Catherine Church	5021-A Kawaihau Rd Kapaa, HI 96746	St. Catherine Food Pantry	10/02/15	5,000.00
St. Francis Healthcare Foundation of Hawaii	2228 Liliha Street, Suite 205 Honolulu, HI 96817	St. Francis Skilled Nursing Facility	09/16/15	50,000.00
St. John Vianney Parish School	940 Keolu Dr Kailua, HI 96734	A New Art Classroom-Lab for Art Education	11/12/15	15,000.00
St. Joseph School - Hilo	1000 Ululani St. Hilo, HI 96720-3999	St. Joseph Hilo Restroom Rehabilitation Project	05/22/15	25,000.00
St. Theresa's Church	25 W Lipoa St. Kihei, HI 96753	Hale Kau Kau. Feeding the Hungry and Homebound of South Maui	10/02/15	10,000.00
State of HI-DOE, Sunset Beach Elementary School	59-360 Kamehameha Highway Haleiwa, HI 96712	Right on Reader	12/21/15	1,000.00
Sustainable Molokai	PO Box 250 Kaunakakai, HI 96748	Farm to School Program	12/21/15	2,000.00
Teach For America	500 Ala Moana Blvd., Ste 3-400 Honolulu, HI 96813	Educational Equity in Hawaii	03/24/15	25,000.00
The Alcoholic Rehabilitation Services of Hawaii, Inc.	45-845 Po'okela St Kaneohe, HI 96744	Pakui Hale (Additional Home)	12/21/15	25,000.00
The Arc of Hilo	1099 Wai'anuenue Ave Hilo, HI 96720	Capital Expansion - Multi Purpose Facility	08/27/15	25,000.00
The Center for Independent Documentary, Inc.	680 South Main Street Sharon, MA 02067-2858	Ku Kanaka/Stand Tall	03/24/15	10,000.00
The Food Basket Inc	40 Holomua St., Ste B Hilo, HI 96720	West Hawaii Warehouse Improvements	11/16/15	30,000.00
The Foundation Center	79 Fifth Ave. New York, NY 10003-3076	2015 General Support	10/02/15	2,500.00
The Koloa Early School	PO Box 1302 Koloa, HI 96756	Playground Renewal and Improvement	12/21/15	5,000.00
The Nature Conservancy of Hawaii	923 Nuuanu Ave Honolulu, HI 96817	Science informing community-based marine management in Maui Nui	12/21/15	33,333.00
The North Shore Community Land Trust	PO Box 1179 Haleiwa, HI 96712	Kahuku Kawela Forever	06/23/15	25,000.00

Atherton Family Foundation
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Year ended: December 31, 2015
Form 990-PF, page 11, Part XV, Supplementary Information, line 3a

Organization	Address	Project Description	Date Paid	Payment Amount
The Queen's Medical Center	1301 Punchbowl Street Honolulu, HI 96813	Renovations to The Queen's Medical Center - West O'ahu	02/27/15	50,000.00
Three Ring Ranch Inc.	75-809 Keaolani Drive Kailua-Kona, HI 96740	Carport Tractor Cover	12/21/15	10,000.00
Trust for Public Land	101 Montgomery St., Suite 900 San Francisco, CA 94104	Kuamoo Battlefield	11/12/15	50,000.00
USS Missouri Memorial Association, Inc.	63 Cowpens St Honolulu, HI 96818-5006	Battleship Missouri Memorial - Field Trip Financial Assistance	10/02/15	5,000.00
Volcano Art Center	PO Box 129 Volcano, HI 96785	Sculpture Garden at Nialani	06/23/15	4,000.00
Wahiawa Center for Community Health	PO Box 860339 Wahiawa, HI 96786	The WCCH Organizational Capacity Building Project	07/10/15	12,000.00
Waialua Bullpups Football Association	66-397 Waialua Beach Rd Haleiwa, HI 96712	Uniforms and Equipment for Cheer and Junior Midget Teams	10/02/15	5,000.00
Waikiki Community Center	310 Paoakalani Ave. Honolulu, HI 96815	Keiki Building Community	12/21/15	10,000.00
Waroli Corporation	P.O. Box 1631 Lihue, HI 96766	Museum Exhibit and Office Equipment Project	10/02/15	4,500.00
Waipa Foundation	P. O. Box 1189 Hanalei, HI 96714	Waipa Foundation Community Kitchen, Poi Mill and Hale Imu - a Capital Project	07/15/15	33,334.00
Washington Place Foundation	PO Box 873 Honolulu, HI 96808	General Support	12/21/15	2,000.00
West Hawaii Community Health Center	75-5751 Kuakini Highway, Ste 203 Kailua-Kona, HI 96740	West Hawaii Community Health Center - Kealahou	07/07/15	50,000.00
West Hawaii Dance Theatre	74-5626 Alapa St., Bay 15 Kailua-Kona, HI 96740	Viewing Room & Entry Renovation	12/21/15	5,000.00
Yeshua Outreach Center	PO Box 1598 Keaau, HI 96749	Yeshua Community Outreach Transportation	06/23/15	40,000.00
YMCA of Honolulu, Metropolitan Office	1441 Pali Highway Honolulu, HI 96813	General Support	12/21/15	8,500.00
Young of Heart Workshop	PO Box 3080 Honolulu, HI 96802	CONTACT 2016	12/21/15	10,000.00

Total for Fund 3,601,443.33

Atherton Family Foundation
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Year ended : December 31, 2015
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Payee Name	Purpose	Payment Amount
Azusa Pacific University		
P O Box 7000		
Azusa, CA 91702-7000		
Manley, Charisse	Scholarship	\$11,250 00
Subtotal for Azusa Pacific University		\$11,250 00
Bethel College - Mishawaka		
1001 Bethel Circle		
Mishawaka, IN 46545-5591		
Duncan, Joy-Amanda	Scholarship	\$9,200 00
Subtotal for Bethel College - Mishawaka		\$9,200 00
Biola University		
13800 Biola Ave		
La Mirada, CA 90639-0001		
Hallman, Michael	Scholarship	\$12,150 00
Young, Micah	Scholarship	\$9,800 00
Subtotal for Biola University		\$21,950 00
Cornell University		
Office of Financial Aid and Student Employment		
Ithaca, NY 14851		
Steeper, Benjamin	Scholarship	\$6,750 00
Subtotal for Cornell University		\$6,750 00
Creighton University		
Office of Financial Aid		
Omaha, NE 68178		
Morihara, Clarke	Scholarship	\$11,250 00
Subtotal for Creighton University		\$11,250 00

Atherton Family Foundation**TIN: 51-0175971****Year ended : December 31, 2015****Form 990-PF, page 11, Part XV, Supplementary Information, line 3a**

Payee Name	Purpose	Payment Amount
Fuller Theological Seminary 135 N Oakland Ave Pasadena, CA 91182		
Miller, Gregory	Scholarship	\$12,000 00
Subtotal for Fuller Theological Seminary		\$12,000 00
George Fox University 414 N Meridian St Newberg, OR 97132		
Tanoue, Gabriel	Scholarship	\$10,300 00
Subtotal for George Fox University		\$10,300 00
Judson University Attn Office of Financial Aid Elgin, IL 60123		
White, Ezra	Scholarship	\$6,350 00
Subtotal for Judson University		\$6,350 00
Liberty University PO Box 10425 Lynchburg, VA 24506		
Scott, Melissa	Scholarship	\$4,075 00
Subtotal for Liberty University		\$4,075 00
New Hope Christian College 2155 Bailey Hill Rd Eugene, OR 97405		
Higashi, Shayna-Ann	Scholarship	\$1,100 00
Subtotal for New Hope Christian College		\$1,100 00

Atherton Family Foundation
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Year ended : December 31, 2015
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Payee Name	Purpose	Payment Amount
School of the Art Institute of Chicago		
36 S Wabash Avenue, Sullivan Center, Suite 1218 Chicago, IL 60603		
Kang, Sharon	Scholarship	\$11,750 00
Subtotal for School of the Art Institute of Chicago		\$11,750 00
Southern Evangelical Seminary		
3000 Tilley Morris Road Matthews, NC 28105		
Manley, Randolph	Scholarship	\$8,000 00
Subtotal for Southern Evangelical Seminary		\$8,000 00
University of Hawaii - Manoa		
Financial Aid Services Honolulu, HI 96822-2301		
Morimoto, Janelle	Scholarship	\$500 00
Weible, Rebecca	Scholarship	\$4,200 00
Subtotal for University of Hawaii - Manoa		\$4,700 00
University of Hawaii - West Oahu		
Financial Aid Office, Kapolei, HI 96707		
Lau, Naomi	Scholarship	\$3,500 00
Subtotal for University of Hawaii - West Oahu		\$3,500 00
Whittier College		
13406 E Philadelphia Street Whittier, CA 90601		
Morihara, Kanoelani	Scholarship	\$12,800 00
Subtotal for Whittier College		\$12,800 00
Total for Fund		\$134,975 00

Atherton Family Foundation**TIN: 51-0175971****Year ended: December 31, 2015****Form 990-PF, page 2, Part II Balance Sheet, line 13 - Investments - Other**

Description	Units	Book Value	Market Value
108747502 BRIDGEWAY BLUE CHIP 35 INDEX	242993.023	1,792,203.35	2,840,588.00
258620103 DOUBLELINE TOTAL RETURN BOND FUND CL I	206801.170	2,341,339.80	2,229,317.00
317609691 VULCAN VALUE PARTNERS FUND	341753.771	6,719,151.12	5,543,246.00
411511306 HARBOR INTL FD	131089.246	8,044,360.59	7,790,634.00
47804M878 JOHN HANCOCK II GL ABS RE-I	264000.392	2,953,198.16	2,745,604.00
64051T100 NEOPHOTONICS CORP	4307.000	95,099.00	46,774.00
693390551 PIMCO TOTAL RETURN II-INSTL	358088.592	3,578,568.56	3,394,680.00
72201M487 PIMCO INS	193.984	2,175.08	2,000.00
880208400 TEMPLETON GLOBAL BOND FUND CL AD	326492.279	4,163,450.09	3,764,456.00
922031828 VANGUARD INTERMEDIATE TERM TREAS FD ADM	474504.555	5,413,843.25	5,342,921.00
922040100 VANGUARD INSTITUTIONAL INDEX FD	37083.123	4,663,387.22	6,920,452.00
922908660 VANGUARD GROWTH INDEX FUND-ADM	93119.990	5,246,042.63	5,100,182.00
92343X100 VERINT SYSTEMS INC	12.000		487.00
98420V107 XURA INC	9.000		221.00
CHSTK1847 PROLIFIC GIVING INC. SERIES SEED PREFERRED STOCK	160000.000	400,000.00	400,000.00
LLC001162 FORESTER DIVERSIFIED LTD	1.000	5,798,210.00	7,503,676.00
LPTN03237 THE WEATHERLOW OFFSHORE FD 1 LTD	1.000	5,588,684.00	7,787,797.00
Total Portfolio		56,799,712.85	61,413,035.00

BANK OF HAWAII
P O BOX 3170, DEPT 715
HONOLULU, HI 96802-3170

RETURN OF PRIVATE FOUNDATION
FORM 990-PF

FYE	EIN	NAME	TAX DUE
12/31/2015	51-0175971	ATHERTON FAMILY FOUNDATION	0.00
12/31/2015	99-0210467	BANK OF HAWAII FOUNDATION	0.00
3/31/2016	99-0335365	MARY E FURNEAUX CHARITABLE TRUST	0 00
12/3/2015	99-6003337	MOSHER GALT FOUNDATION	0.00
12/31/2015	99-0163400	VICTORIA S. & BRADLEY L. GEIST FOUNDATION	0.00
7/31/2016	99-6002314	DAVID LEITH TRUST	0 00
6/30/2016	99-6002346	NEVADA MOORE TRUST	0 00
12/31/2015	81-0748864	TAKAKI FOUNDATION	0 00
6/30/2016	99-0291928	MARGARET SCHENCK VAN POOLE FOUNDATION	0.00
12/31/2015	99-6006669	HANS AND CLARA ZIMMERMAN FOUNDATION	0.00