Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No. 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , **and ending**

Name of foundation: FREDERIC DUCLOS BARSTOW FOUNDATION

A Employer identification number: 99-6002185

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 ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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)* ▶$ 1,071,849.

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

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)
Revenue					
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	12.	12.		STATEMENT 1
4	Dividends and interest from securities	25,240.	25,240.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	51,492.			
b	Gross sales price for all assets on line 6a 369,756.				
7	Capital gain net income (from Part IV, line 2)		51,492.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	**Total.** Add lines 1 through 11	76,744.	76,744.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	17,220.	12,915.		4,305.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 3	1,500.	450.		1,050.
c	Other professional fees				
17	Interest				
18	Taxes STMT 4	1,595.	87.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	67.	0.		67.
22	Printing and publications				
23	Other expenses STMT 5	5,648.	8.		5,640.
24	**Total operating and administrative expenses.** Add lines 13 through 23	26,030.	13,460.		11,062.
25	Contributions, gifts, grants paid	66,053.			66,053.
26	**Total expenses and disbursements.** Add lines 24 and 25	92,083.	13,460.		77,115.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-15,339.			
b	**Net investment income** (if negative, enter -0-)		63,284.		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

523501 11-24-15 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	2,350.	1,030.	1,030.
2 Savings and temporary cash investments	36,203.	24,848.	24,848.
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 ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other STMT 6	1,001,759.	999,095.	1,045,971.
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)	1,040,312.	1,024,973.	1,071,849.
Liabilities 17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances **Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	1,040,312.	1,024,973.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 **Total net assets or fund balances**	1,040,312.	1,024,973.	
31 **Total liabilities and net assets/fund balances**	1,040,312.	1,024,973.	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,040,312.
2 Enter amount from Part I, line 27a	2	-15,339.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,024,973.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,024,973.

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	CAPITAL GAINS DIVIDENDS			
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	21,122.		19,948.	1,174.
b	340,689.		298,316.	42,373.
c	7,945.			7,945.
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				1,174.
b				42,373.
c				7,945.
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	51,492.
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	51,436.	1,164,720.	.044162
2013	56,266.	1,125,281.	.050002
2012	56,424.	1,081,470.	.052173
2011	48,245.	1,094,458.	.044081
2010	48,635.	1,041,505.	.046697

2	**Total** of line 1, column (d)	2	.237115
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	.047423
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,112,516.
5	Multiply line 4 by line 3	5	52,759.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	633.
7	Add lines 5 and 6	7	53,392.
8	Enter qualifying distributions from Part XII, line 4	8	77,115.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	633.
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	633.
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	633.
6 Credits/Payments:				
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,320.		
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	1,320.
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	687.
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 640. **Refunded** ▶			11	47.

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.BOH.COM/SITES/FOUNDATION/INDEX.ASP

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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

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 | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF HAWAII P.O. BOX 3170 HONOLULU, HI 968023170	TRUSTEE 1.00	17,220.	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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11-24-15

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	1,099,624.
b	Average of monthly cash balances			1b	29,834.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	1,129,458.
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	1,129,458.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	16,942.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	1,112,516.
6	**Minimum investment return.** Enter 5% of line 5			6	55,626.

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	55,626.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	633.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	633.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	54,993.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	54,993.
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	54,993.

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	77,115.
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	77,115.
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	633.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	76,482.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				54,993.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			26,913.	
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: ▶ $ 77,115.				
a Applied to 2014, but not more than line 2a			26,913.	
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				50,202.
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:**				
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 instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				4,791.
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				

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 2015, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

SEE STATEMENT-A

c Any submission deadlines:

SEE STATEMENT-A

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

SEE STATEMENT-A

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*				
UNIVERSITY OF HAWAII FOUNDATION 2444 DOLE STREET HONOLULU, HI 96822		PC	FREDERIC DUCLOS BARSTOW FOUNDATION SCHOLARSHIP AT UH MANOA FOR 2015-2016 SCHOOL YEAR	25,000.
UNIVERSITY OF HAWAII FOUNDATION 2444 DOLE STREET HONOLULU, HI 96822		PC	FREDERIC DUCLOS BARSTOW FOUNDATION SCHOLARSHIP AT UH HILO FOR 2015-2016 SCHOOL YEAR	20,000.
UNIVERSITY OF HAWAII FOUNDATION 2444 DOLE STREET HONOLULU, HI 96822		PC	TRAINING OF FIRST STEPS IN CARDIOVASCULAR SCIENCE FOR TEACHERS IN AMERICAN SAMOA	21,053.
Total			➤ 3a	66,053.
b *Approved for future payment* NONE				
Total			➤ 3b	0.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu-sion code	(d) Amount	
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	12.	
4 Dividends and interest from securities			14	25,240.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	51,492.	
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.		76,744.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 76,744.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

BANK OF HAWAII, Trustee

▶ Mindy Ota

Vice President

Signature of officer or trustee

MAY 1 1 2016

Date

▶ Title

May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no.

Form **990-PF** (2015)

523622
11-24-15

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 - INST	12.	12.	
TOTAL TO PART I, LINE 3	12.	12.	

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
BANK OF HAWAII #215020603	33,185.	7,945.	25,240.	25,240.	
TO PART I, LINE 4	33,185.	7,945.	25,240.	25,240.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	1,500.	450.		1,050.
TO FORM 990-PF, PG 1, LN 16B	1,500.	450.		1,050.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	87.	87.		0.
FEDERAL EXCISE TAX	1,508.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,595.	87.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GRANT ADMINISTRATION FEES	5,640.	0.		5,640.
OTHER INVESTMENT FEES	8.	8.		0.
TO FORM 990-PF, PG 1, LN 23	5,648.	8.		5,640.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT-INV	COST	999,095.	1,045,971.
TOTAL TO FORM 990-PF, PART II, LINE 13		999,095.	1,045,971.

FREDERIC DUCLOS BARSTOW FOUNDATION **99-6002185**
FORM 990-PF, PART II, LINE 13
FOR YEAR ENDED 12/31/2015

Description	Units	Book Value	Market Value
00206R102 AT&T INC	165.000	4,976	5,678
002824100 ABBOTT LABORATORIES	21.000	862	943
00846U101 AGILENT TECHNOLOGIES INC	18.000	540	753
020002101 ALLSTATE CORP	20.000	583	1,242
02079K107 ALPHABET INC. CL C	2.000	536	1,518
02079K305 ALPHABET INC. CL A	7.000	3,376	5,446
02209S103 ALTRIA GROUP INC	105.000	2,580	6,112
025537101 AMERICAN ELECTRIC POWER CO	24.000	951	1,398
025816109 AMERICAN EXPRESS CO	8.000	306	556
026874784 AMERICAN INTL GROUP	26.000	1,044	1,611
03073E105 AMERISOURCEBERGEN CORP	30.000	1,109	3,111
037833100 APPLE INC	48.000	1,968	5,052
05534B760 BCE INC	85.000	3,504	3,283
055622104 BP PLC SPONS ADR	79.000	3,251	2,470
057224107 BAKER HUGHES INC	12.000	712	554
064058100 BANK OF NEW YORK MELLON CORP	30.000	796	1,237
084670702 BERKSHIRE HATHAWAY INC CL B	42.000	4,012	5,546
099724106 BORGWARNER INC	20.000	669	865
124857202 CBS CORPORATION CL B	18.000	679	848
141624106 CARE CAPITAL PROPERTIES INC.	8.000	253	245
166764100 CHEVRON CORP	34.000	3,030	3,059
17275R102 CISCO SYSTEMS	35.000	772	950
189754104 COACH INC	90.000	4,026	2,946
191216100 COCA COLA CO	40.000	1,537	1,718
192446102 COGNIZANT TECH SOLUTIONS CORP	64.000	2,011	3,841
20825C104 CONOCOPHILLIPS	50.000	2,261	2,335
231021106 CUMMINS ENGINE INC	14.000	1,354	1,232
244199105 DEERE & CO	10.000	828	763
253393102 DICK'S SPORTING GOODS INC	16.000	922	566
254709108 DISCOVER FINANCIAL SERVICES	28.000	1,757	1,501
256206103 DODGE & COX INTERNATIONAL STOCK FUND	650.157	23,484	23,718
25746U109 DOMINION RESOURCES INC /VA	36.000	1,694	2,435
260003108 DOVER CORP	20.000	906	1,226
26441C204 DUKE ENERGY CORP	50.000	2,793	3,570
268648102 EMC CORP	130.000	2,652	3,338
26875P101 EOG RESOURCES INC	8.000	700	566
278642103 EBAY INC	16.000	330	440
30219G108 EXPRESS SCRIPTS HOLDING CO	74.000	3,809	6,468
31428Q101 FEDERATED TOTAL RETURN BOND FUND	7,796.809	86,233	83,036
35671D857 FREEPORT-MCMORAN INC.	35.000	1,604	237
369604103 GENERAL ELECTRIC CO	85.000	1,402	2,648
370334104 GENERAL MILLS INC	78.000	4,151	4,497
37733W105 GLAXOSMITHKLINE PLC ADR	87.000	3,804	3,510
38141G104 GOLDMAN SACHS GROUP INC	6.000	1,000	1,081

FREDERIC DUCLOS BARSTOW FOUNDATION **99-6002185**
FORM 990-PF, PART II, LINE 13
FOR YEAR ENDED 12/31/2015

Description	Units	Book Value	Market Value
38144N593 GOLDMAN SACHS INTERNATIONAL SMALL CAP INSIGHTS INSTL	2,342.052	25,154	24,474
40414L109 HCP INC	105.000	4,131	4,015
411511306 HARBOR INTL FD	774.282	54,344	46,016
438516106 HONEYWELL INTERNATIONAL INC	16.000	719	1,657
458140100 INTEL CORP	50.000	959	1,723
46625H100 JP MORGAN CHASE & CO	40.000	1,391	2,641
47803W406 JOHN HANCOCK III DISC M/C-IS	2,047.282	26,615	39,205
478160104 JOHNSON & JOHNSON	36.000	2,269	3,698
494368103 KIMBERLY CLARK CORP	26.000	1,665	3,310
49456B101 KINDER MORGAN INC	25.000	1,020	373
500754106 KRAFT HEINZ CO	74.000	3,439	5,384
501889208 LKQ CORPORATION	95.000	2,321	2,815
543487326 NATIXIS LOOMIS SAYLES LTD GOV AND AGCY FD CL Y	3,680.473	43,161	42,252
55261F104 M & T BANK CORPORATION	25.000	2,940	3,030
56062X708 MAINSTAY HIGH YIELD CORP BOND FUND CL I	530.549	3,109	2,812
56585A102 MARATHON PETROLEUM CORP	20.000	978	1,037
577130834 MATTHEWS PACIFIC TIGER FUND CL INS	1,235.951	36,040	29,070
580135101 MCDONALDS CORP	42.000	3,856	4,962
582839106 MEAD JOHNSON NUTRITION CO CL A	20.000	1,639	1,579
58502B106 MEDNAX INC	44.000	3,127	3,153
58933Y105 MERCK & CO INC	76.000	2,950	4,014
594918104 MICROSOFT CORP	25.000	610	1,387
636274300 NATIONAL GRID PLC SP ADR	58.000	2,775	4,033
637071101 NATIONAL OILWELL VARCO INC	54.000	2,776	1,808
65339F101 NEXTERA ENERGY INC	14.000	761	1,454
67011P100 NOW INC.	5.000	130	79
68389X105 ORACLE CORP	25.000	709	913
69351T106 PPL CORPORATION	85.000	2,214	2,901
70450Y103 PAYPAL HOLDINGS INC.	16.000	486	579
713448108 PEPSICO INC	14.000	872	1,399
718172109 PHILIP MORRIS INTERNATIONAL	62.000	4,251	5,450
74144Q203 T ROWE PRICE INSTITUTIONAL EMERGING MARKETS EQUITY FUND	1,347.673	41,003	35,026
74144T108 T ROWE PRICE GROUP INC	12.000	1,004	858
741503403 PRICELINE.COM INC	2.000	1,785	2,550
742718109 PROCTER & GAMBLE CO	48.000	3,359	3,812
74316J458 CONGRESS MID CAP GROWTH-INS	1,656.306	22,393	24,016
744573106 PUBLIC SERVICE ENT GROUP INC	30.000	952	1,161
747525103 QUALCOMM INC	72.000	3,896	3,599
74967R106 RMR GROUP INC. CL A	0.722	10	10
756109104 REALTY INCOME CORP	30.000	1,228	1,549
761713106 REYNOLDS AMERICAN INC	144.000	2,550	6,646

FREDERIC DUCLOS BARSTOW FOUNDATION **99-6002185**
FORM 990-PF, PART II, LINE 13
FOR YEAR ENDED 12/31/2015

Description	Units	Book Value	Market Value
77958B402 T ROWE PRICE INSTITUTIONAL FLOATING RATE FUND CL I	473.779	4,572	4,619
780259107 ROYAL DUTCH SHELL PLC ADR B	52.000	3,313	2,394
80004C101 SANDISK CORP	12.000	611	912
80105N105 SANOFI ADR	22.000	1,083	938
806857108 SCHLUMBERGER LTD	34.000	2,477	2,372
81721M109 SENIOR HOUSING PROP TRUST	65.000	1,656	965
842587107 SOUTHERN CO	80.000	3,175	3,743
858912108 STERICYCLE INC	20.000	1,440	2,412
87422J105 TALEN ENERGY CORP	10.000	150	62
880208400 TEMPLETON GLOBAL BOND FUND CL AD	1,170.982	15,751	13,501
884116401 THIRD AVENUE REAL ESTATE VALUE FUND CL	972.859	21,870	27,950
887317303 TIME WARNER INC	8.000	688	517
88732J207 TIME WARNER CABLE INC	10.000	560	1,856
89151E109 TOTAL SA SP ADR	70.000	3,302	3,147
902973304 US BANCORP	20.000	592	853
904767704 UNILEVER PLC SPONSORED ADR	60.000	2,359	2,587
913017109 UNITED TECHNOLOGIES CORP	10.000	726	961
921909818 VANGUARD TOTAL INTL ST INDEX FUND-ADM	1,840.877	50,515	44,623
921937603 VANGUARD TOTAL BOND MARKET INDEX FUND ADM	9,918.295	107,699	105,531
92220P105 VARIAN MEDICAL SYSTEMS INC	24.000	1,485	1,939
92276F100 VENTAS INC	32.000	1,733	1,806
922908728 VANGUARD TOTL STK MKT IND-AD	4,758.903	227,492	241,705
92343V104 VERIZON COMMUNICATIONS	94.000	3,460	4,345
92345Y106 VERISK ANALYTICS INC	34.000	1,135	2,614
92826C839 VISA INC CL A SHARES	36.000	1,081	2,792
92857W308 VODAFONE GROUP PLC SP ADR	61.000	3,087	1,968
931142103 WAL-MART STORES INC	20.000	1,081	1,226
949746101 WELLS FARGO COMPANY	50.000	1,311	2,718
94984B348 WELLS FARGO ADVANTAGE INTERNATIONAL EQUITY FUND - I	2,190.641	23,484	23,966
95040Q104 WELLTOWER INC	34.000	1,544	2,313
969457100 WILLIAMS COMPANIES INC	65.000	2,998	1,671
G0177J108 ALLERGAN PLC	6.000	897	1,875
G97822103 PERRIGO COMPANY PLC	13.000	2,024	1,881
N22717107 CORE LABORATORIES N.V. COMMON	24.000	2,389	2,610
TOTAL PORTFOLIO		**999,095**	**1,045,971**

STATEMENT INV-1
3 of 3