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EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

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

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OMB No. 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 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☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 65% 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 foundationE 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)

89,749,836.

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, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

	(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	5,616.	5,616.		STATEMENT 1
4 Dividends and interest from securities	943,378.	943,378.		STATEMENT 2
5a Gross rents	1,028,120.	1,028,120.		STATEMENT 3
b Net rental income or (loss)	783,537.			STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10	-649,448.			
b Gross sales price for all assets on line 6a	8,033,218.			
7 Capital gain net income (from Part IV line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	-290,737.	-291,737.		STATEMENT 5
12 Total Add lines 1 through 11	1,036,929.	1,685,377.		
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 6	103.	0.		103.
b Accounting fees STMT 7	25,497.	10,654.		14,843.
c Other professional fees STMT 8	319,275.	279,299.		39,976.
17 Interest				
18 Taxes STMT 9	234,643.	234,643.		0.
19 Depreciation and depletion	5,672.	5,672.		
20 Occupancy				
21 Travel, conferences, and meetings	10,100.	0.		10,100.
22 Printing and publications	3,073.	0.		3,073.
23 Other expenses STMT 10	190,887.	1,281.		189,606.
24 Total operating and administrative expenses. Add lines 13 through 23	789,250.	531,549.		257,701.
25 Contributions, gifts, grants paid	4,590,196.			4,590,196.
26 Total expenses and disbursements Add lines 24 and 25	5,379,446.	531,549.		4,847,897.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-4,342,517.			
b Net investment income (if negative, enter -0-)		1,153,828.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			220,105.	220,105.
	2	Savings and temporary cash investments		2,709,316.	2,303,233.	2,303,233.
	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 ▶	878,348.			
	Less: accumulated depreciation STMT 12 ▶	141,790.		1,474,057.	736,558.	10,695,000.
12	Investments - mortgage loans					
13	Investments - other	STMT 14		72,738,592.	69,776,427.	76,443,459.
14	Land, buildings, and equipment: basis ▶	731,830.				
	Less: accumulated depreciation STMT 13 ▶			0.	731,830.	6.
15	Other assets (describe ▶ STATEMENT 15)			88,033.	88,033.	88,033.
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			77,009,998.	73,856,186.	89,749,836.
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		77,009,998.	73,856,186.	
	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			77,009,998.	73,856,186.	
31	Total liabilities and net assets/fund balances			77,009,998.	73,856,186.	

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	77,009,998.
2	Enter amount from Part I, line 27a	2	-4,342,517.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	1,188,705.
4	Add lines 1, 2, and 3	4	73,856,186.
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	73,856,186.

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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 PUBLICLY TRADED SECURITIES (M13847)	P	VARIOUS	12/31/16
b PUBLICLY TRADED SECURITIES (M13847)	P	VARIOUS	12/31/16
c LITIGATION PROCEEDS	P	VARIOUS	12/31/16
d INTERN'L VENTURE FUND I LIQUIDATION	P	VARIOUS	09/29/16
e CAPITAL GAINS DIVIDENDS			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,340,462.		1,459,287.	-118,825.
b 6,624,140.		7,223,179.	-599,039.
c 2,280.		200.	2,080.
d 17,015.			17,015.
e 49,321.			49,321.

(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			-118,825.
b			-599,039.
c			2,080.
d			17,015.
e			49,321.

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	-649,448.
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))
2015	4,019,420.	94,312,686.	.042618
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

2 Total of line 1, column (d)	2	.233648
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	.046730
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	88,550,359.
5 Multiply line 4 by line 3	5	4,137,958.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,538.
7 Add lines 5 and 6	7	4,149,496.
8 Enter qualifying distributions from Part XII, line 4	8	4,847,897.

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.

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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% or Part I, line 27b		1	11,538.
c All other domestic foundations enter 2% or line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	11,538.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	11,538.
5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-			
6 Credits/Payments.			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	86,898.	
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	86,898.	
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	75,360.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax	11	75,360.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions)		
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	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes" attach a schedule listing their names and addresses		X

N/A

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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 ► <u>N/A</u>	X	
14 The books are in care of ► <u>BANK OF HAWAII</u> Telephone no ► <u>(808) 694-4525</u> Located at ► <u>130 MERCHANT STREET, HONOLULU, HI</u> ZIP+4 ► <u>96813</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>		
16 At any time during calendar year 2016, 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 N/A ► ☐	1b	
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 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ 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 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____	2b	
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 2016 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 2016) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2016?	4a	X
	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 ☐

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

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

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 16		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

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	62,229,619.
b	Average of monthly cash balances	1b	2,789,402.
c	Fair market value of all other assets	1c	24,879,821.
d	Total (add lines 1a, b, and c)	1d	89,898,842.
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	89,898,842.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,348,483.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	88,550,359.
6	Minimum investment return. Enter 5% of line 5	6	4,427,518.

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	4,427,518.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	11,538.
b	Income tax for 2016. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	11,538.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,415,980.
4	Recoveries of amounts treated as qualifying distributions	4	69,160.
5	Add lines 3 and 4	5	4,485,140.
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	4,485,140.

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	4,847,897.
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	4,847,897.
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	11,538.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,836,359.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				4,485,140.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			1,509,207.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► S 4,847,897.				
a Applied to 2015, but not more than line 2a			1,509,207.	
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 2016 distributable amount				3,338,690.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				1,146,450.
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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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)

- [illegible]

Part XV

1 Information Regarding Foundation Managers:

- NONE

- NONE

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

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

SEE GRANTS INFORMATION STATEMENT ATTACHED.

- SEE GRANTS INFORMATION STATEMENT ATTACHED.

- SEE GRANTS INFORMATION STATEMENT ATTACHED.

- SEE GRANTS INFORMATION STATEMENT ATTACHED.

ATHERTON FAMILY FOUNDATION

Form 990-PF (2016)

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	4,502,696.
SEE GRANTS STATEMENT 2	NONE	I	SEE GRANTS STATEMENT 2	87,500.
Total			3a	4,590,196.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2016)

(See worksheet in line 13 instructions to verify calculations)

623621 11-23-16

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

[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 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.				May the IRS discuss this return with the preparer shown below (see instr 1)? ☒ Yes ☐ No
	Signature of officer or trustee <i>Paul Murray</i>		Date 10/31/17	Title DIRECTOR	
Paid Preparer Use Only	Print/Type preparer's name JAY YAMAUCHI	Preparer's signature <i>J. Yamauchi</i>	Date OCT 27 2017	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	

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	5,616.	5,616.	
TOTAL TO PART I, LINE 3	5,616.	5,616.	

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 #M13847	992,699.	49,321.	943,378.	943,378.	
TO PART I, LINE 4	992,699.	49,321.	943,378.	943,378.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RRE - NORTH SCHOOL STREET	1	388,996.
RRE - KAWAIHAO & KAMAKEE	2	639,124.
TOTAL TO FORM 990-PF, PART I, LINE 5A		1,028,120.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
REAL PROPERTY TAXES - N SCHOOL		101,034.	
INSURANCE - N SCHOOL		157.	
TITLE HOLDING FEES - N SCHOOL STREET		2,250.	
GE FILING FEES - N SCHOOL		170.	
GENERAL EXCISE TAXES - N SCHOOL		17,505.	

- SUBTOTAL -	1		121,116.
DEPRECIATION		5,672.	
REAL PROPERTY TAXES - KAWAIHAO & KAMAKEE		86,205.	
GENERAL EXCISE TAXES - KAWAIHAO & KAMAKEE		28,699.	
INSURANCE - KAWAIHAO & KAMAKEE		471.	
GE FILING FEES - KAWAIHAO & KAMAKEE		170.	
TITLE HOLDING FEES - KAWAIHAO & KAMAKEE		2,250.	
- SUBTOTAL -	2		123,467.
TOTAL RENTAL EXPENSES			244,583.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			783,537.

FORM 990-PF	OTHER INCOME	STATEMENT	5
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
2014 990T UBTI TAX REFUND	1,000.	0.	
KABOUTER INTNL K-1	28,701.	28,701.	
ARCADIAN EMERGING K-1	-522,576.	-522,576.	
CLOSED-END INTNL,WELLS K-1	204,665.	204,665.	
PACIFICAP TARGETED K-1	-2,527.	-2,527.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-290,737.	-291,737.	

FORM 990-PF	LEGAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL - BYLAW AMENDMENTS	103.	0.		103.
TO FM 990-PF, PG 1, LN 16A	103.	0.		103.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION FEES	10,471.	3,141.		7,330.	
AUDIT FEES	15,026.	7,513.		7,513.	
TO FORM 990-PF, PG 1, LN 16B	25,497.	10,654.		14,843.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
REAL ESTATE FEES	53,475.	53,475.		0.	
INVESTMENT MGMT FEES	765.	765.		0.	
INVESTMENT MGMT FEES - CAMBRIDGE	146,318.	146,318.		0.	
FUND MANAGEMENT	114,217.	74,241.		39,976.	
TITLE HOLDING FEES - N SCHOOL STREET	2,250.	2,250.		0.	
TITLE HOLDING FEES - KAWAIHAO & KAMAKEE	2,250.	2,250.		0.	
TO FORM 990-PF, PG 1, LN 16C	319,275.	279,299.		39,976.	

FORM 990-PF	TAXES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
REAL PROPERTY TAX - LAND	1,200.	1,200.		0.	
REAL PROPERTY TAXES - N SCHOOL	101,034.	101,034.		0.	
GENERAL EXCISE TAXES - N SCHOOL	17,505.	17,505.		0.	
REAL PROPERTY TAXES - KAWAIHAO & KAMAKEE	86,205.	86,205.		0.	
GENERAL EXCISE TAXES - KAWAIHAO & KAMAKEE	28,699.	28,699.		0.	
TO FORM 990-PF, PG 1, LN 18	234,643.	234,643.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT 10
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GRANTS ADMINISTRATION	170,000.	0.		170,000.
DCCA FILING FEES	6.	0.		6.
MEMBERSHIP DUES	14,600.	0.		14,600.
STRATEGIC PLANNING	5,000.	0.		5,000.
INSURANCE - LAND	313.	313.		0.
INSURANCE - N SCHOOL	157.	157.		0.
GE FILING FEES - N SCHOOL	170.	170.		0.
INSURANCE - KAWAIHAO & KAMAEE	471.	471.		0.
GE FILING FEES - KAWAIHAO & KAMAEE	170.	170.		0.
TO FORM 990-PF, PG 1, LN 23	190,887.	1,281.		189,606.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 11
DESCRIPTION	AMOUNT	
RETURNED PRIOR YEAR GRANTS		69,160.
UNREALIZED GAINS AND LOSSES FROM PARTNERSHIPS		1,119,339.
MISCELLANEOUS TIMING DIFFERENCES		206.
TOTAL TO FORM 990-PF, PART III, LINE 3		1,188,705.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT			STATEMENT 12
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
NORTH SCHOOL STREET - LAND	619,356.	0.	619,356.	4,365,000.
KAWAIHAO & KAMAEE (COM) - LAND	32,125.	0.	32,125.	6,330,000.
KAWAIHAO & KAMAEE (COM) - BLDG	226,867.	141,790.	85,077.	0.
TO 990-PF, PART II, LN 11	878,348.	141,790.	736,558.	10,695,000.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
KAWAIHAO & KAMAKEE (RES) - LAND	171,944.	0.	171,944.	1.
KAWAIHAO & KAMAKEE (PRESCHOOL) - LAND	8,189.	0.	8,189.	1.
ULUPAINA - LAND	60,089.	0.	60,089.	1.
ONEAWA - LAND	179,378.	0.	179,378.	1.
ROSE STREET (PART 1) - LAND	240,880.	0.	240,880.	1.
ROSE STREET (PART 2) - LAND	71,350.	0.	71,350.	1.
TO 990-PF, PART II, LN 14	731,830.	0.	731,830.	6.

FORM 990-PF OTHER INVESTMENTS STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE OTHER INVESTMENTS STATEMENT INV-1 ATTACHED	COST	53,409,946.	60,317,036.
ACADIAN EMERGING MKTS	COST	2,863,748.	2,838,249.
KABOUTER INTNL OPP FUND II	COST	3,096,337.	3,013,178.
CLOSED-END INTNL EQUITY WELLS FARGO	COST	10,274,782.	10,274,995.
PACIFICAP TARGET VENTURES LP	COST	131,614.	1.
TOTAL TO FORM 990-PF, PART II, LINE 13		69,776,427.	76,443,459.

FORM 990-PF OTHER ASSETS STATEMENT 15

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
TECHNOLOGY GATEWAY PARTNERSHIP DISTRIBUTION	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 TRUSTEES AND FOUNDATION MANAGERS STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
FRANK C. ATHERTON 111 SOUTH KING STREET HONOLULU, HI 96813	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
FREDERICK W. ROHLFING 111 SOUTH KING STREET HONOLULU, HI 96813	VICE PRES/DIRECTOR 0.00	0.	0.	0.
PAUL F. MORGAN 111 SOUTH KING STREET HONOLULU, HI 96813	VICE PRES/SECRETARY/DIRECTOR 0.00	0.	0.	0.
PATRICIA R. GILES 111 SOUTH KING STREET HONOLULU, HI 96813	VICE PRES/TREASURER/DIRECTOR 0.00	0.	0.	0.
MARY M. FIEDLER 111 SOUTH KING STREET HONOLULU, HI 96813	VICE PRES/DIRECTOR 0.00	0.	0.	0.
JULIETTE K. 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.

FORM 990-PF OTHER REVENUE STATEMENT 17

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
2014 990T UBTI TAX REFUND			01	1,000.	
KABOUTER INTNL K-1			14	28,701.	
ARCADIAN EMERGING K-1			14	-522,576.	
CLOSED-END INTNL, WELLS K-1			14	204,665.	
PACIFICAP TARGETED K-1			14	-2,527.	
TOTAL TO FORM 990-PF, PG 12, LN 11				-290,737.	

2016 DEPRECIATION AND AMORTIZATION REPORT

RRE - NORTH SCHOOL STREET

RENT 1

Asset No	Description	Date Acquired	Method	Life	Conv	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	LAND	VARIOUS	L				619,356.				619,356.			0.	0.
	* 990-PF RENTAL TOTAL OTHER						619,356.				619,356.	0.		0.	0.

2016 DEPRECIATION AND AMORTIZATION REPORT

RRE - KAWAIIHAO & KAMAKEE

RENT

2

Asset No	Description	Date Acquired	Method	Life	Conv	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
2	BUILDING	VARIOUS	SL	40.00		16	226,867.				226,867.	136,118.		5,672.	141,790.
3	LAND	VARIOUS	L				32,125.				32,125.			0.	
	* TOTAL 990 - PF RENTAL DEPR						258,992.				258,992.	136,118.		5,672.	141,790.

628111 04-01-16

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Con- v	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

Atherton Family Foundation**TIN: 51-0175971****Year ended: December 31, 2016****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	248828.759	1,868,476.43	3,214,868.00
258620103 DOUBLELINE TOTAL RETURN BOND FUND CL I	214469.026	2,424,502.63	2,277,661.00
317609691 VULCAN VALUE PARTNERS FUND	346147.936	6,798,817.34	6,178,741.00
411511306 HARBOR INTL FD	83404.791	5,029,184.05	4,871,674.00
693390551 PIMCO TOTAL RETURN II-INSTL	290172.636	2,883,876.84	2,753,738.00
72201M487 PIMCO UNCONSTRAINED BOND FUND - INS	198.473	2,221.67	2,114.00
880208400 TEMPLETON GLOBAL BOND FUND CL AD	335545.277	4,265,455.92	4,013,122.00
922031828 VANGUARD INTERMEDIATE TERM TREAS FD ADM	376354.079	4,291,819.96	4,173,767.00
922040100 VANGUARD INSTITUTIONAL INDEX FD	35492.449	4,364,339.57	7,234,426.00
922042841 VANGUARD EMERGING MKT STK INDEX FUND -ADM	106980.314	2,973,794.91	3,185,874.00
922908660 VANGUARD GROWTH INDEX FUND-ADM	94443.160	5,320,562.61	5,412,538.00
CHSTK1847 PROLIFIC GIVING INC SERIES SEED PREFERRED STOCK	160000.000	400,000.00	400,000.00
CHSTK2126 AVIVA INVESTORS FUNDS SPC LTD	1.000	1,400,000.00	1,400,000.00
LLC001162 FORESTER DIVERSIFIED LTD	1.000	5,798,210.00	7,528,728.00
LPTN03237 THE WEATHERLOW OFFSHORE FD 1 LTD	1.000	5,588,684.00	7,669,785.00
Total Portfolio		53,409,945.93	60,317,036.00

Atherton Family Foundation
 EIN 51-0175971
 Year ended December 31, 2016
 Form 990-PF, page 11, part XV, Supplementary Information, line 3a

Organization	Address	Foundation Status	Project Description	Date Paid	Payment Amount
808 Cleanups	Post Office Box 240341 Honolulu, HI 96824-0341	Public Charity	Adopt a Site Program	10/12/16	10,000.00
Adult Friends for Youth	3375 Koapaka Street Suite B290 Honolulu, HI 96819-1876	Public Charity	Chuukese Girls Program	12/23/16	10,000.00
Alaka'ina Foundation	1600 Kapiolani Blvd , #530 Honolulu, HI 96814	Public Charity	STEM On the Go - Digital Bus Program	06/10/16	25,000.00
Aloha House, Inc	PO Box 791749 Paia, HI 96779	Public Charity	Request for Funding of Purchase and Installation of Generator	07/08/16	4,504.00
Aloha School Early Learning Center Inc	Post Office Box 1408 Hanalei, HI 96714-1408	Public Charity	Aloha School Accreditation Renovation	10/12/16	10,000.00
Aloha United Way	200 N Vineyard Blvd , #700 Honolulu, HI 96817	Public Charity	2015 Annual Campaign	01/28/16	200,000.00
Aloha United Way	200 North Vineyard Blvd Ste 700 Honolulu, HI 96817-3952	Public Charity	2016 Annual Campaign	12/23/16	200,000.00
ALS Association - Golden West Chapter	PO Box 565 Agoura Hills, CA 91376	Public Charity	Hawaii Excellence in ALS Care	07/08/16	10,000.00
Alternative Structures International	86-660 Lualualei Homestead Rd Waianae, HI 96792	Public Charity	Homeless - Kahumana Works!	03/21/16	20,000.00
Alzheimer's Disease and Related Disorders Association	1130 North Nimitz Hwy Rm A265 Honolulu, HI 96817-5784	Public Charity	Alzheimer's Association Public Awareness Campaign	07/08/16	10,000.00
American Bird Conservancy	Post Office Box 249 The Plains, VA 20198-0249	Public Charity	Saving Hawaii's Imperiled Forest Birds	12/23/16	5,000.00
Anekona Ouli Kanehoa VFD Company	PO Box 7121 Kamuela, HI 96743	Public Charity	Volunteer Apparatus Garage	08/15/16	20,000.00
Artspace Projects, Inc	250 3rd Avenue North Suite 400 Minneapolis, MN 55401-2863	Public Charity	Ola Ka 'Ilima Artspace Lofts, a mixed-use development	08/31/16	50,000.00
Assets School	One Ohana Nui Way Honolulu, HI 96818	Public Charity	Assets School's Academy of the Pacific Campus - Mary Mills Damon Hall Repairs	03/21/16	25,000.00
Assistance Dogs of Hawaii	PO Box 1803 Makawao, HI 96768	Public Charity	General Support	12/23/16	1,000.00
Awaiaulu	2667 Anuu Place Honolulu, HI 96819	Public Charity	Training of Trainers	06/10/16	36,333.33
Ballet Hawaii	777 South Hotel Street Ste 101 Honolulu, HI 96813	Public Charity	New Nutcracker Set and Costumes	07/08/16	10,000.00
Ballet Hawaii	777 South Hotel Street Suite 101 Honolulu, HI 96813-2591	Public Charity	General Support	12/23/16	3,000.00
Bay Clinic Inc	450 Kilauea Avenue Suite 105 Hilo, HI 96720	Public Charity	Mobile Health Van - Expand Healthcare Access to the Remote and Rural Areas Throughout East Hawaii	07/08/16	37,500.00
Big Brothers Big Sisters Hawaii, Inc	418 Kuwili St , Ste 106 Honolulu, HI 96817	Public Charity	West Hawaii Island Expansion	09/22/16	20,000.00
Bishop Museum	1525 Bernice Street Honolulu, HI 96817-2704	Public Charity	Improving Access to the Hawaiian Featherwork Collection at Bishop Museum	12/23/16	30,000.00
Bishop Museum	1525 Bernice Street Honolulu, HI 96817-2704	Public Charity	General Support	12/23/16	1,000.00
Bobby Benson Center	56-660 Kamehameha Highway Kahuku, HI 96731-2210	Public Charity	Cabin refurbishment and gate replacement	10/12/16	25,000.00
Book Trust	789 North Sherman St , Ste 300A Denver, CO 80203-3531	Public Charity	Empowering Oahu Students Through Literacy	10/12/16	5,000.00
Boys To Men Mentoring Network, Inc	Post Office Box 1702 Kealahou, HI 96750-1702	Public Charity	Increasing Social and Emotional Intelligence in high risk adolescent boys	10/12/16	10,000.00
Castle Medical Center	640 Ulukahiki Street Kailua, HI 96734-4498	Public Charity	Emergency Department Expansion and Renovation	12/14/16	33,333.00
Center for Food Safety	660 Penn Ave Southeast Ste 302 Washington, DC 20003-4355	Public Charity	Creating a Unified Movement to Promote a Healthy, Safe, and Biodiverse Food System in Hawaii	10/12/16	20,000.00
Center for Food Safety	660 Pennsylvania Ave SE #302 Washington, DC 20003	Public Charity	General Support - Hawaii Office	12/23/16	2,000.00

Atherton Family Foundation
 EIN 51-0175971
 Year ended December 31, 2016
 Form 990-PF, page 11, part XV, Supplementary Information, line 3a

Organization	Address	Foundation Status	Project Description	Date Paid	Payment Amount
808 Cleanups	Post Office Box 240341 Honolulu, HI 96824-0341	Public Charity	Adopt a Site Program	10/12/16	10,000.00
Chaminade University of Honolulu,	3140 Waiialae Ave. Honolulu, HI 96816-1578	Public Charity	New Intercollegiate Athletics Support Facilities	05/05/16	50,000.00
Christ Memorial Episcopal Church	Post Office Box 293 Kilauea, HI 96754-0293	Public Charity	CMEC Food Pantry	10/12/16	10,000.00
Common Grace	Post Office Box 31116 Honolulu, HI 96820-1116	Public Charity	Common Grace and Youth Grace	09/22/16	7,000.00
Conservation International Foundation	2011 Crystal Drive Suite 500 Arlington, VA 22202-3787	Public Charity	Integrating Traditional Management, Science and Technology to Support Community Resource Stewardship	09/22/16	42,956.00
Coral Reef Alliance	1330 Broadway, Ste 1602 Oakland, CA 94612	Public Charity	Community Monitoring to Promote Coral Reef Protection in South Kohala, Hawaii Island	03/21/16	20,000.00
Dana Anne Yee Foundation	1717 Mott-Smith Drive Apt 905 Honolulu, HI 96822-2815	Public Charity	Early Detection of Newly Established Invasive Terrestrial Insect and Arthropod Species on O'ahu	10/12/16	10,000.00
Easter Seals Hawaii	710 Green Street Honolulu, HI 96813-2119	Public Charity	Increasing Community Experiences for Hilo Adults with Disabilities	12/01/16	10,000.00
East-West Center	1601 East West Rd Honolulu, HI 96848-1601	Public Charity	World Conservation Congress National Host Committee. A Once In a Lifetime Opportunity for Hawaii	03/21/16	100,000.00
Ecology Project International	315 South 4th Street East Missoula, MT 59801-2723	Public Charity	Engaging Hawaiian Youth as the Next Generation of Conservation Leaders	12/23/16	10,000.00
Effective Planning Innovative Communication, Inc	1130 N Nimitz Hwy, Ste C-210 Honolulu, HI 96817	Public Charity	Hawaii Youth Opportunities Initiative	07/08/16	50,000.00
Family Hui Hawaii	P.O. Box 22596 Honolulu, HI 96823	Public Charity	Hui Parenting Support: Staff-led (towards Peer-to-Peer) for Families in Vulnerable Communities	07/08/16	25,000.00
FareStart	700 Virginia Street Seattle, WA 98101	Public Charity	General Support	12/23/16	2,000.00
Feeding Hawaii Together	615 Keawe Street Honolulu, HI 96817	Public Charity	Enhancing Food Distribution with Dignity	03/21/16	7,700.00
Filipino-American Historical Society of Hawaii	2103 Palolo Ave Honolulu, HI 96816	Public Charity	The Sakada Series	02/05/16	5,000.00
FoodCorps	2544 NW Upshur Street Portland, OR 97210	Public Charity	FoodCorps Hawaii: Connecting Kids to Healthy Food in School	05/06/16	15,000.00
Friends of the Children's Justice Center of Maui, Inc	1773-A Wili Pa Loop Wailuku, HI 96793	Public Charity	Grant for Requests Fulfillment and Enhancement Needs of Abused and Neglected Children on Maui	03/21/16	10,000.00
Friends of the Palace Theater	38 Hail Street Hilo, HI 96720	Public Charity	Theater Comfort Campaign - Air Quality and Energy Efficiency	06/10/16	10,000.00
Friends of Waipahu Cultural Gardens Park	94-695 Waipahu Street Waipahu, HI 96797-2601	Public Charity	Honolulu Japanese Internment Camp Exhibit	12/23/16	15,000.00
Friendship Garden Foundation	Post Office Box 2902 Honolulu, HI 96802-2902	Public Charity	General Support	12/23/16	1,000.00
Garden Island Resource Conservation and	4253 Rice St, Ste C Lihue, HI 96766-1315	Public Charity	Makauwahi Cave Reserve: Native Plants for Restorations on Kauai	07/08/16	20,000.00
Gregory House Programs	200 N Vineyard Blvd., Suite A310 Honolulu, HI 96817	Public Charity	Data Integration of HIV Housing and Care Services	10/12/16	10,000.00
Guide Dogs of HI Adaptive Aids Canines & Advcy for the Blind	1600 Kapiolani Blvd Suite 214 Honolulu, HI 96814	Public Charity	Seniors Harnessing Independence and Empowerment (SHINE)	12/23/16	7,000.00
Habitat for Humanity West Hawaii	Post Office Box 4619 Kailua Kona, HI 96745-4619	Public Charity	Web-based Technology Upgrade	10/12/16	7,000.00
Habitat for Humanity, Maui Inc	970 Lower Main Street Wailuku, HI 96793-2007	Public Charity	Van for Transportation and ReStore	08/04/16	20,000.00
Haleakala Waldorf School	4160 Lower Kula Road Kula, HI 96790	Public Charity	Space for Growing Haleakala Waldorf High School	02/05/16	20,000.00
Haleiwa Main Street	66-434 B Kamehameha Hwy Haleiwa, HI 96712	Public Charity	Haleiwa Architectural Survey & Interpretative Signage Project	03/21/16	10,000.00

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808 Cleanups	Post Office Box 240341 Honolulu, HI 96824-0341	Public Charity	Adopt a Site Program	10/12/16	10,000.00
Hana Arts	PO Box 686 Hana, HI 96713	Public Charity	Enhancing Ceramics Education in East Maui	03/21/16	3,640.00
Hawaii Alliance for Arts in Education	Post Office Box 3948 Honolulu, HI 96812-3948	Public Charity	Hawaii Arts Alliance Connects - Social Media and Database Development	11/07/16	10,000.00
Hawaii Alliance for Progressive Action	Post Office Box 1534 Kapaa, HI 96746-7534	Public Charity	Kuleana Academy Leadership Training for Public Office	10/12/16	10,000.00
Hawaii Alliance of Nonprofit Organizations	1020 South Beretania St., 2nd Flr Honolulu, HI 96814-1428	Public Charity	Government Contracting Data Project	10/12/16	20,000.00
Hawaii Baptist Academy	420 Wylie Street Honolulu, HI 96817-1729	Public Charity	Hawaii Baptist Academy Capital Campaign	12/12/16	25,000.00
Hawaii Bicycling League	3442 Waiialae Ave Ste #1 Honolulu, HI 96816	Public Charity	Marketing Capacity Project	07/08/16	1,152.98
Hawaii Children's Action Network	850 Richards Street #201 Honolulu, HI 96813	Public Charity	Improving Outcomes for Children in Early Childhood	10/20/16	25,000.00
Hawaii Community Foundation	98-625 Kilinoe St #3B1 Aiea, HI 96701	Public Charity	Community Scholarship Fund	05/12/16	25,000.00
Hawaii Conservation Alliance Foundation	1601 East West Road #2044 Honolulu, HI 96848	Public Charity	Connecting Families and Youth with Outdoor Environmental Stewardship Opportunities	07/08/16	10,000.00
Hawaii Culinary Education Foundation	P O Box 3108 Honolulu, HI 96802-3108	Public Charity	Delicacies	03/21/16	5,000.00
Hawaii Family Law Clinic	677 Ala Moana Blvd Suite 1005 Honolulu, HI 96813-5417	Public Charity	FS. Honolulu, Family Justice Center Renovation	07/20/16	25,000.00
Hawaii Farmers Union Foundation	P O Box 99 Wailuku, HI 96793	Public Charity	Farm Apprentice Mentoring Program (FAM)	07/08/16	25,000.00
Hawaii Fi-Do Service Dogs	Post Office Box 757 Kahuku, HI 96731-0757	Public Charity	Hawaii Fi-Do Service Dogs 2016 Program	10/12/16	7,000.00
Hawaii Forest Institute	Post Office Box 66 Ookala, HI 96774-0066	Public Charity	Keauhou Bird Conservation Center Discovery Forest	12/23/16	15,000.00
Hawaii Habitat for Humanity Association, Inc	2051 Young Street Suite 82 Honolulu, HI 96826-2235	Public Charity	Kupuna Solar Initiative	12/23/16	10,000.00
Hawaii Health Information Exchange	900 Fort Street Mall Suite 1305 Honolulu, HI 96813-3720	Public Charity	Hawaii HIE Conference Room	11/22/16	15,000.00
Hawaii Heart Foundation, Inc	677 Ala Moana Blvd Suite 605 Honolulu, HI 96813	Public Charity	Kids Teaching Kids to Save Lives	07/08/16	5,000.00
Hawaii Island Community Development Corporation	100 Pauahi Street Suite 204 Hilo, HI 96720-3046	Public Charity	Hilo Adult Day Center	10/12/16	50,000.00
Hawaii Island United Way, Inc.	PO Box 745 Hilo, HI 96721	Public Charity	2015 - 2016 Annual Campaign	01/28/16	10,000.00
Hawaii Island United Way, Inc	Post Office Box 745 Hilo, HI 96721-0745	Public Charity	2016-2017 Annual Campaign	12/23/16	10,000.00
Hawaii Opera Theatre	848 South Beretania St , Suite 301 Honolulu, HI 96813-2587	Public Charity	Four Island Tour of Three Decembers	10/12/16	15,000.00
Hawaii Opera Theatre	848 South Beretania St , Suite 301 Honolulu, HI 96813-2587	Public Charity	General Support	12/23/16	1,000.00
Hawaii Pacific University	One Aloha Tower, Suite 3100 Honolulu, HI 96813	Public Charity	Feeds Research and Pilot Production Facility at Oceanic Institute	07/08/16	50,000.00
Hawaii Parkinson Association	Post Office Box 1312 Kailua, HI 96734-1312	Public Charity	Parkinson's Disease Exercise Volunteer Training Program	10/12/16	5,000.00
Hawaii Performing Arts Company, Ltd.	2833 East Manoa Rd Honolulu, HI 96822	Public Charity	Small Capital Improvements Plan	07/08/16	10,000.00
Hawaii Preparatory Academy	65-1692 Kohala Mtn Rd Kamuela, HI 96743	Public Charity	HPA's Isaacs Community Art Education Program	07/08/16	20,000.00
Hawaii Public Radio	738 Kaheka St Honolulu, HI 96814-3726	Public Charity	Extending HPR's services to East Hawaii via a new HPR-2 transmitter	02/05/16	20,000.00
Hawaii Public Television Foundation dba PBS Hawaii	315 Sand Island Access Road Honolulu, HI 96819-2295	Public Charity	PBS Hawaii NEW HOME Campaign	01/13/16	50,000.00
Hawaii Theatre Center	1130 Bethel Street Honolulu, HI 96813-2201	Public Charity	Educational Programming 2016-17	07/08/16	10,000.00

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808 Cleanups	Post Office Box 240341 Honolulu, HI 96824-0341	Public Charity	Adopt a Site Program	10/12/16	10,000.00
Hawaii Youth Service Network	677 Ala Moana Blvd., Ste 904 Honolulu, HI 96813	Public Charity	Culturally Relevant Bullying Prevention Video	01/13/16	10,000.00
Hawaiian Historical Society	560 Kawaiahao St. Honolulu, HI 96813	Public Charity	Hawaiian Historical Society Collections Preservation Project	04/13/16	25,000.00
Hawaiian Humane Society	2700 Waiialae Ave. Honolulu, HI 96826	Public Charity	Hawaiian Humane Society Capital Campaign	10/20/16	50,000.00
Hawaiian Mission Children's Society	553 S King St. Honolulu, HI 96813	Public Charity	Illuminating the Partnership Between American Protestant Missionaries and Hawaiian Alii	12/14/16	100,000.00
Hawaiian Mission Children's Society	553 S King St Honolulu, HI 96813	Public Charity	General Support	12/23/16	1,500.00
Hawaiian Railway Society	PO Box 60369 Ewa Beach, HI 96706	Public Charity	Install Photovoltaic panels and update wiring for Hawaiian Railway Yard	02/02/16	15,000.00
Hawaiian Railway Society	PO Box 60369 Ewa Beach, HI 96706	Public Charity	General Support	12/23/16	5,000.00
Hawaiian Reforestation Program Foundation	Post Office Box 711734 Mountain View, HI 96771-1734	Public Charity	Mauna Kea Reforestation Program	07/08/16	25,000.00
Helping Angels of Hawaii	277 Kukuau Street Unit 103 Hilo, HI 96720-2672	Public Charity	Office Upgrade	12/23/16	10,000.00
Holy Nativity School	5286 Kalaniana'ole Highway Honolulu, HI 96821-1826	Public Charity	HNS Launches STEAM!	12/23/16	15,000.00
Hongwanji Mission School	1728 Pali Highway Honolulu, HI 96813-1613	Public Charity	HMS Minor Facility Upgrades	12/23/16	20,000.00
Honolulu, Academy of Arts dba Honolulu, Museum of Art	900 South Beretania Street Honolulu, HI 96814-1495	Public Charity	General Support	12/23/16	1,000.00
Honolulu, Armed Services YMCA of the USA	1260 Pierce St, Ste 145 Pearl Harbor, HI 96860	Public Charity	ASYMCA Parent Participation Preschool	04/13/16	10,000.00
Honolulu, Civil Beat Inc	3465 Waiialae Avenue Suite 200 Honolulu, HI 96816-2638	Public Charity	Urban Immersion Internship Program / Environmental Journalism Fund	12/23/16	25,000.00
Honolulu, Theatre for Youth	1149 Bethel St, Ste 700 Honolulu, HI 96813	Public Charity	HTY Scenic Projection Enhancement Project II	09/07/16	8,250.00
Ho'ola Na Pua	Post Office Box 401 Haleiwa, HI 96712-0401	Public Charity	Starfish Mentoring Program for Child Victims of Sex Trafficking in Hawaii	12/23/16	5,000.00
Ho'omaka Hou Learning Center	P O Box 62266 Honolulu, HI 96839	Public Charity	HMH Community Capacity Building 2015	03/21/16	10,000.00
Hui Noeau	2841 Baldwin Ave Makawao, HI 96768	Public Charity	2015 Leveraging Electronic Efficiency Initiative	04/06/16	5,000.00
Hui Noeau	2841 Baldwin Avenue Makawao, HI 96768-9642	Public Charity	Hui No'eau's Na Keiki No'eau Program	12/23/16	10,000.00
Iao United Church of Christ	2371 West Vineyard St. Wailuku, HI 96793	Public Charity	Iao Church's Steeple Renovation	04/06/16	25,000.00
Island School	3-1875 Kaumuali'i Hwy Lihue, HI 96766-9597	Public Charity	Bus Fleet Update	03/21/16	20,000.00
Junior Achievement of Hawaii, Inc	1888 Kalakaua Avenue, #C-312 Honolulu, HI 96815	Public Charity	Financial Literacy in Title I Schools	07/08/16	10,000.00
Ka Ahahui o Ka Nahelehele	PO Box 2933 Kamuela, HI 96743	Public Charity	Ouli Park Planning & Development First Phase	07/08/16	15,000.00
Ka Lima O Maui	95 Mahalani Street Room 19B Wailuku, HI 96793-2521	Public Charity	Purchase of Crew-cab pickup truck for vocational services	12/23/16	10,000.00
Kai Loa Inc	46-500 Kuneke St Kaneohe, HI 96744	Public Charity	Na Pualet Early Learning Center	06/24/16	20,000.00
Kailapa Community Association	41-4016 Kai Opae Place Kamuela, HI 96743	Public Charity	Kailapa Community Pavilion & Playground	06/02/16	25,000.00
Kailua Church of the Nazarene	544 Oneawa Street Kailua, HI 96734-2227	Public Charity	Youth Trade Program	12/23/16	15,000.00
Kaimuki Christian Church	1117 Koko Head Avenue Honolulu, HI 96816-3709	Public Charity	Capital Project 2.5 Story Educational Center	09/30/16	25,000.00
Kalahikiola Congregational Church	P. O. Box 159 Kapaa, HI 96755	Public Charity	General Support	12/23/16	2,000.00

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808 Cleanups	Post Office Box 240341 Honolulu, HI 96824-0341	Public Charity	Adopt a Site Program	10/12/16	10,000.00
Kalihi Union Church	2214 North King Street Honolulu, HI 96819-4529	Public Charity	Multipurpose Facility/Gym Renovation Project	10/20/16	25,000.00
Kalihi-Palama Health Center	915 North King Street Honolulu, HI 96817-4544	Public Charity	Healthcare Access Under One Roof Phase I Comprehensive Health Facility	07/14/16	40,000.00
Kama'aina Care, Inc	156 Hamakua Drive Suite C Kailua, HI 96734-2834	Public Charity	He'eia State Park Kitchen Renovation	10/12/16	20,000.00
KAMP Hawaii, Inc	P O. Box 701022 Kapolei, HI 96709	Public Charity	Life Mentoring Programs	07/08/16	20,000.00
Kanu o ka Aina Learning Ohana	P O Box 6511 Kamuela, HI 96743	Public Charity	Community Recreation Center - Halau Ho'okipa	05/12/16	25,000.00
Kapiolani Health Foundation	55 Merchant St., Ste 2600 Honolulu, HI 96813	Public Charity	Campaign for Hawaii's Children Phase I Renovation of Kapiolani Medical Center for Women & Children	06/10/16	50,000.00
Kauai Christian Fellowship	2731 Ala Kinoiki St Koloa, HI 96765	Public Charity	Playground at Kauai Christian Fellowship	10/12/16	25,000.00
Kauai Food Bank Inc	3285 Waapa Rd., Ste. A Lihue, HI 96766	Public Charity	Kupuna Program	03/21/16	10,000.00
Kauai Habitat for Humanity	Post Office Box 28 Eleele, HI 96705-0028	Public Charity	Scaffolding Purchase and Replacement	12/23/16	15,000.00
Kauai United Way	4374 Kukui Grove Street #201 Lihue, HI 96766	Public Charity	2015 - 2016 Capital Campaign	01/28/16	10,000.00
Kauai United Way	4374 Kukui Grove Street Suite 201 Lihue, HI 96766-2007	Public Charity	2016-2017 Capital Campaign	12/23/16	10,000.00
KCAA Preschools of Hawaii	2707 South King Street Honolulu, HI 96826-3325	Public Charity	KCAA Atherton Preschool Kailua Campus Improvements	12/23/16	50,000.00
Kohala Institute	Post Office Box 344 Kapaa, HI 96755-0344	Public Charity	GRACE Leadership Journey	12/23/16	15,000.00
Kona Hospital Foundation	79-1019 Haukapila Street Kealahou, HI 96750-7920	Public Charity	Philips IntelliVue Cardiac Telemetry System	08/19/16	25,000.00
Kuikahi Mediation Center, Inc	101 Aupuni St., Ste. 1014 B2 Hilo, HI 96720	Public Charity	Transforming Conflict Through Community Education	10/12/16	10,000.00
La'a Kea Foundation	Post Office Box 790994 Paia, HI 96779-0994	Public Charity	Expanding meaningful work options for adults with special needs	10/12/16	13,000.00
Lanai Community Health Center	P O Box 630142 Lanai City, HI 96763	Public Charity	Lanai Community Health Center - New Facility Construction	12/23/16	25,000.00
Lanai Union Church	PO Box 630519 Lanai City, HI 96763	Public Charity	Lanai Union Church's Step-Up Afterschool Program and PIYEN	03/21/16	10,000.00
Lanai Youth Center	Post Office Box 630961 Lanai City, HI 96763-0961	Public Charity	Pa Hua Aquaponics & In-ground gardening project	10/12/16	5,460.00
Le Jardin Academy	917 Kalaniana'ole Hwy Kailua, HI 96734	Public Charity	Learning Powered by Solar	05/05/16	25,000.00
Leeward Oahu Habitat for Humanity	91-291 Kalaeloa Blvd Kapolei, HI 96707	Public Charity	Support for training women build site volunteers and helping Habitat homeowners gain food security	12/23/16	5,000.00
Lyman House Memorial Museum	276 Haili Street Hilo, HI 96720-2927	Public Charity	Island Heritage Gallery	10/12/16	50,000.00
Ma Ka Hana Ka Ike Building Program	Post Office Box 968 Hana, HI 96713-0968	Public Charity	Ho'i Ia Haloa	12/23/16	15,000.00
Malaai - The Culinary Garden of Waimea Middle School	Post Office Box 543 Kamuela, HI 96743-0543	Public Charity	Eating Healthy in Waimea	12/23/16	10,000.00
Malama Kauai	Post Office Box 1414 Kilauea, HI 96754-1414	Public Charity	Village Harvest	11/03/16	10,000.00
Malama Na Makua A Keiki	c/o Aloha House Post Office Box 791749	Public Charity	Request for Support of Purchase and Installation of a Fence	10/12/16	7,000.00
Malama Pono Health Services	4366 Kukui Grove Street Suite 207 Lihue, HI 96766-2006	Public Charity	Love Notes	12/23/16	10,000.00
Manoa Heritage Center	2859 Manoa Rd Honolulu, HI 96822	Public Charity	Enhancing Cultural and Historical Education for Hawaii's Children	02/02/16	50,000.00

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808 Cleanups	Post Office Box 240341 Honolulu, HI 96824-0341	Public Charity	Adopt a Site Program	10/12/16	10,000.00
Manoa Heritage Center	2859 Manoa Road Honolulu, HI 96822-1752	Public Charity	General Support	12/23/16	500.00
Maui Chamber Orchestra	111 Poaiiani Place Kihei, HI 96753-6404	Public Charity	Have a Seat. Supporting Maui Chamber Orchestra Players with Chairs They Deserve	12/23/16	7,000.00
Maui County Community Television	333 Dairy Road Suite 104 Kahului, HI 96732-2449	Public Charity	Request for Support of Molokai Coordinator/Facilitator for Akaku Project YBEAM	12/23/16	5,000.00
Maui Family Support Services, Inc	1844 Wili Pa Loop Wailuku, HI 96793	Public Charity	FATHERHOOD INVOLVEMENT TEAM	07/08/16	10,000.00
Maui Memorial Medical Center Foundation	285 Mahalanui Street Suite 4 Wailuku, HI 96793-2500	Public Charity	Healthy and Safe Babies are Warm Babies	12/23/16	20,000.00
Maui Pops Orchestra Inc.	Post Office Box 532357 Kihei, HI 96753-2357	Public Charity	Funding for Strategic Planning	10/12/16	5,000.00
Maui United Way	270 Hookahi St., Ste. 301 Wailuku, HI 96793-1466	Public Charity	2015 -2016 Annual Campaign	01/28/16	10,000.00
Maui United Way	270 Hookahi Street, Suite 301 Wailuku, HI 96793-1466	Public Charity	2016-2017 Annual Campaign	12/23/16	10,000.00
Maui Youth and Family Services Inc.	PO Box 790006 Paia, HI 96779-0006	Public Charity	Maui Youth and Family Services Project Venture Mentorship Pilot Project	03/21/16	10,000.00
Maunaloa Fishpond Heritage Center	P O Box 240204 Honolulu, HI 96824	Public Charity	Kanewai Spring Community Preservation and Restoration of an Endangered Cultural Site	07/08/16	25,000.00
Mid-Pacific Institute	2445 Kaala St Honolulu, HI 96822-2299	Public Charity	Building on Excellence Campaign	09/22/16	100,000.00
Mililani Presbyterian Church	95-410 Kuahelani Ave Mililani, HI 96789	Public Charity	Preschool Expansion and Upgrades	03/21/16	15,000.00
MOA Hawaii dba MOA Health and Wellness	600 Queen Street Suite C2 Honolulu, HI 96813-5113	Public Charity	Nature Farming for a Healthier Community	10/12/16	3,988.00
Mohala Pua School	350 Ulua St Honolulu, HI 96821	Public Charity	Honolulu, Waldorf High School	06/10/16	20,000.00
Molokai Arts Center, Inc.	PO Box 116 Kualapuu, HI 96757	Public Charity	Community Arts Education Programming	03/21/16	5,000.00
Molokai Community Service Council	PO Box 2047 Kaunakakai, HI 96748	Public Charity	2015 - 2016 Annual Campaign Friendly Isle United Way	01/28/16	6,000.00
Molokai Community Service Council	P O Box 2047 Kaunakakai, HI 96748	Public Charity	Molokainuiahina Mural	03/21/16	10,000.00
Molokai Community Service Council	Post Office Box 2047 Kaunakakai, HI 96748-2047	Public Charity	2016-2017 Annual Campaign. Friendly Isle United Way	12/23/16	6,000.00
Montessori Education Center of Hawaii Inc	Post Office Box 967 Kamuela, HI 96743-0967	Public Charity	General Support	12/23/16	2,000.00
Na Hoaloa Maui Interfaith Volunteer Caregivers	PO Box 3208 Wailuku, HI 96793	Public Charity	"Safe at Home"	03/21/16	10,000.00
Na Lima Kahiau	25 Kaneohe Bay Drive Suite 250 Kailua, HI 96734-1734	Public Charity	Reading Instruction - Empowering Students Thru Multi-Sensory Learning	12/23/16	20,000.00
Nanakuli Housing Corporation	Post Office Box 17489 Honolulu, HI 96817-0489	Public Charity	Project HOPE Home Ownership Preservation through Education	10/12/16	17,000.00
National Alliance on Mental Illness Hawaii	770 Kapiolani Boulevard Suite 613 Honolulu, HI 96813-5240	Public Charity	NAMI Family to Family Education Teacher Training and Family Support Group Facilitator Training	10/12/16	10,000.00
National Tropical Botanical Garden	3530 Papalina Rd. Kalaheo, HI 96741	Public Charity	"Nature Connects" Art Exhibition in McBryde Garden	03/21/16	25,000.00
North Kohala Community Resource Center	P. O. Box 519 Hawi, HI 96719	Public Charity	Kamehameha Statue Maintenance King Kamehameha Statue Maintenance	03/21/16	6,000.00
Ohana Pacific Foundation	45-181 Waikalua Road Kaneohe, HI 96744-2765	Public Charity	To provide reliable and safe transportation for activity enhancement for the disabled elderly	12/12/16	25,000.00

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Ohu Ohu Koolau Inc	2551 Waimano Home Rd., #202 Pearl City, HI 96782	Public Charity	"Getting to Know the Ko'olaus" Community Conservation Project	03/21/16	10,000.00
Olelo Christian Academy	Post Office Box 3965 Lihue, HI 96766-6965	Public Charity	Equipping the Youth of Today for Tomorrow	08/19/16	11,315.00
One Touch Project	418 Leffler Street West Burlington, IA 52655-1211	Public Charity	1Touch Rehabilitation for the Blind	12/23/16	7,962.00
Pacific American Foundation	45-285 Kaneohe Bay Dr #102 Kaneohe, HI 96744	Public Charity	Nalu Studies Education Center NALU Studies Satellite Project	03/21/16	10,000.00
Pacific American Foundation	45-285 Kaneohe Bay Dr, Ste 102 Kaneohe, HI 96744-2366	Public Charity	Ke Kaiaulu O Anahola: Kaiaulu Hanalei	12/23/16	30,000.00
Pacific and Asian Affairs Council	1601 East-west Rd, 4th Fl Honolulu, HI 96848-1633	Public Charity	PAAC High School Global Education Program	03/21/16	10,000.00
Paepae o He'eia	P O Box 6355 Kaneohe, HI 96744	Public Charity	Aina Momona	07/08/16	10,000.00
Palama Settlement	810 North Vineyard Blvd Honolulu, HI 96817	Public Charity	Youth Wellness Program	07/08/16	10,000.00
Palolo Chinese Home	2459 10th Avenue Honolulu, HI 96816	Public Charity	Palolo Chinese Home Campus Redevelopment	01/13/16	25,000.00
Paniolo Preservation Society	PO Box 640 Kamuela, HI 96743	Public Charity	Creation of the Hawaiian Tree Saddle Wing at the Paniolo Heritage Center	04/13/16	19,000.00
Parents and Children Together	1485 Linapuni Street Room 105 Honolulu, HI 96819-3575	Public Charity	Mobile Preschool for Homeless Children	12/23/16	25,985.00
Parker School	65-1224 Lindsey Road Kamuela, HI 96743-8438	Public Charity	General Support	12/23/16	2,000.00
Partners in Development Foundation	2040 Bachelot Street Honolulu, HI 96817	Public Charity	Full Bilingual Baibala Hemolele	03/21/16	50,000.00
Planned Parenthood of the Great Northwest	2001 East Madison Street Seattle, WA 98122-2959	Public Charity	Online Reproductive Health Services for Hawaii Women, Men, and Youth	10/12/16	15,000.00
Polynesian Voyaging Society	10 Sand Island Parkway Honolulu, HI 96819	Public Charity	Worldwide Voyage (WWV) Island Wisdom, Ocean Connections, Global Lessons	01/20/16	100,000.00
Project Vision Hawaii	PO Box 23212 Honolulu, HI 96823	Public Charity	Passport to Health Aging	07/08/16	15,000.00
Punahou School	1601 Punahou St Honolulu, HI 96822	Public Charity	Punahou School Grades 2-5 Neighborhood Project	03/21/16	100,000.00
Real Ongoing Opportunities To Soar, Inc	PO Box 975 Haiku, HI 96708	Public Charity	Real Ongoing Opportunities to Soar: community outreach and peer to peer learning for Maui students	07/08/16	10,000.00
Rehabilitation Hospital of the Pacific Foundation	226 North Kuakini St. Honolulu, HI 96817	Public Charity	Third Floor Unit Team Station	05/05/16	40,000.00
Re-use Hawaii	200 Keawe Street Honolulu, HI 96813	Public Charity	Community Pick-up Program	07/08/16	25,000.00
Ridge to Reefs Inc	6618 Stirrup Court Eldersburg, MD 21784-5949	Public Charity	Applying Vegetative and Bioengineering approaches in West Maui Watershed to help control sediment	12/23/16	10,000.00
Saint Catherine School	5021 Kawaihau Road Kapaa, HI 96746	Public Charity	New Administration Building	07/08/16	25,000.00
Small World Preschool	Post Office Box 636 Kamuela, HI 96743-0636	Public Charity	Program Enhancements	12/23/16	4,050.00
Small World Preschool	Post Office Box 636 Kamuela, HI 96743-0636	Public Charity	General Support	12/23/16	2,000.00
Special Olympics Hawaii, Inc	P O Box 3295 Honolulu, HI 96801	Public Charity	Special Olympics Sports and Wellness Center	04/06/16	33,334.00
Springs of Living Water	94-133 Pahu St Waipahu, HI 96797	Public Charity	Literacy & Job Enhancement Training Program	07/08/16	10,000.00
St. Catherine Church	5021-A Kawaihau Road Kapaa, HI 96746-2033	Public Charity	St. Catherine Food Pantry	12/23/16	5,000.00
St. Francis Healthcare Foundation of Hawaii	2228 Liliha Street, Suite 205 Honolulu, HI 96817	Public Charity	St. Francis Skilled Nursing Facility	10/12/16	50,000.00

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Organization	Address	Foundation Status	Project Description	Date Paid	Payment Amount
808 Cleanups	Post Office Box 240341 Honolulu, HI 96824-0341	Public Charity	Adopt a Site Program	10/12/16	10,000.00
St. John Vianney Parish School	940 Keolu Dr Kailua, HI 96734	Public Charity	A New Art Classroom-Lab for Art Education	03/23/16	15,000.00
St. Joseph School - Hilo	1000 Ululani St Hilo, HI 96720-3999	Public Charity	St. Joseph Hilo Restroom Rehabilitation Project	06/02/16	25,000.00
State of HI-DOE, Sunset Beach Elementary School	59-360 Kamehameha Highway Hale'iwa, HI 96712	Public Charity	Right on Reader	12/23/16	1,000.00
Storybook Theatre of Hawaii	PO Box 820 Hanapepe, HI 96716	Public Charity	2016 Capital Improvements	03/21/16	5,900.00
Te Taki Tokelau Community Training and Development	884 Lemu Street Wahiawa, HI 96786-2006	Public Charity	Fatupaepae Young Women's Empowerment Project	10/12/16	10,000.00
Teach For America	500 Ala Moana Blvd., Ste 3-400 Honolulu, HI 96813	Public Charity	Educational Equity in Hawaii	05/12/16	25,000.00
The Arc in Hawaii	3989 Diamond Head Rd. Honolulu, HI 96816	Public Charity	Renovation of Women's and Men's Restroom to ADA compliance	12/14/16	10,000.00
The Green Will Conservancy Inc.	Post Office Box 1341 Pahoa, HI 96778-1341	Public Charity	Professional Trainings for Capable Hands	12/23/16	10,000.00
The Nature Conservancy of Hawaii	923 Nuuanu Avenue Honolulu, HI 96817-5115	Public Charity	Science informing community-based marine management in Maui Nui	12/14/16	33,333.00
The North Shore Community Land Trust	PO Box 1179 Haleiwa, HI 96712	Public Charity	Kahuku Kawela Forever	06/24/16	25,000.00
The Salvation Army-Hawaiian & Pacific Islands Division	P O. Box 620 Honolulu, HI 96809	Public Charity	Taking Services to the Streets Serving Maui's Homeless Through the Care-A-Van	03/21/16	20,000.00
ThinkTech Hawaii	900 Fort Street Mall Suite 888 Honolulu, HI 96813-3794	Public Charity	ThinkTech Hawaii's ThinkTech Hub	10/12/16	5,000.00
Touch A Heart, Inc	98-1277 Kaahumanu St POB 224 Aiea, HI 96701	Public Charity	Empowering Women through Sustainable Vocational Training	07/21/16	10,000.00
Tri-Isle Association	2371 W Vineyard St Wailuku, HI 96793	Public Charity	Equipping Tomorrow's Community Leaders	07/08/16	5,000.00
Tri-Isle Resource Conservation and Development Council	244 Papa Place Suite 101 Kahului, HI 96732-2989	Public Charity	The Laukahi Network Curation Project	07/08/16	20,000.00
Tri-Isle Resource Conservation and Development Council	PO Box 338 Kahului, HI 96733	Public Charity	Leeward Haleakala Watershed Restoration Partnership Connecting the Maui community to native ecosystems through science, art, and culture	10/12/16	10,000.00
Trust for Public Land	1003 Bishop Street Suite 740 Honolulu, HI 96813-6416	Public Charity	Agricultural Lands Initiative	10/12/16	25,000.00
United Church of Christ Transition House	Post Office Box 11885 Honolulu, HI 96828-0885	Public Charity	UCCTH Renovation	11/16/16	22,000.00
University of Hawaii Foundation	PO Box 11270 Honolulu, HI 96828	Public Charity	President's Discretionary Fund	02/24/16	25,000.00
University of Hawaii Foundation	Post Office Box 11270 Honolulu, HI 96828-0270	Public Charity	Hawaii Afterschool Alliance: General Support	12/23/16	10,000.00
Volcano Art Center	Post Office Box 129 Volcano, HI 96785-0129	Public Charity	General Support	12/23/16	5,000.00
Waianae District Comprehensive Health & Hospital Board, Inc	86-260 Farrington Hwy Waianae, HI 96792	Public Charity	Waianae Coast Comprehensive Health Center Emergency Medical Services Building Capital Project	03/09/16	50,000.00
Waikiki Community Center	310 Paoakalani Avenue Honolulu, HI 96815-3738	Public Charity	Keiki Building Community	12/23/16	10,000.00
Waikiki Health	277 Ohua Avenue Honolulu, HI 96815-6612	Public Charity	"Go Cook! Hawaii" Training Homeless Youth and Adults for Employment in the Food Service Industry	10/12/16	15,000.00
Waikoloa Dry Forest Initiative	68-3720 Lua Hoana Pl Waikoloa, HI 96738	Public Charity	Forest Restoration Leadership	05/12/16	10,000.00
Wailuku Union Church	327 S High St. Wailuku, HI 96793	Public Charity	Wailuku Union Church Rehabilitation - Baybrook & Kennan Houses	01/20/16	25,000.00
WorkNet, Inc.	3031 Nihi Street Apartment K Honolulu, HI 96819-3873	Public Charity	WorkNet Homeless Offender Initiative	10/12/16	10,000.00

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Organization	Address	Foundation Status	Project Description	Date Paid	Payment Amount
808 Cleanups	Post Office Box 240341 Honolulu, HI 96824-0341	Public Charity	Adopt a Site Program	10/12/16	10,000.00
WWII Foundation	333 White Horn Drive Kingston, RI 02881-1835	Public Charity	Student Outreach Project	10/12/16	5,000.00
YMCA of Honolulu, , Metropolitan Office	1441 Pali Highway Honolulu, HI 96813	Public Charity	General Support	12/23/16	17,000.00
Young of Heart Workshop	Post Office Box 3080 Honolulu, HI 96802-3080	Public Charity	CONTACT 3017	12/23/16	10,000.00
YWCA of Kauai	3094 Elua St Lihue, HI 96766	Public Charity	Air Conditioning Renovation	06/02/16	15,000.00
YWCA of Oahu	1040 Richards St. Honolulu, HI 96813	Public Charity	Kokokahi Midkiff Gymnasium Roof Project	10/20/16	50,000.00
Total for fund					<u>4,502,696.31</u>

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Payee Name	Purpose	Foundation Status	Payment Amount
Biola University 13800 Biola Ave La Mirada, CA 90639-0001			
Lile, William	Scholarship	1	\$2,500.00
Young, Micah	Scholarship	1	\$5,000.00
Subtotal for Biola University			\$7,500.00
California Polytechnic State University - San Luis Obispo One Grand Ave San Luis Obispo, CA 93407			
Gruspe, Kainani	Scholarship	1	\$5,000.00
Subtotal for California Polytechnic State University - San Luis Obispo			\$5,000.00
Creighton University Office of Financial Aid 2500 California Plaza Omaha, NE 68178			
Monhara, Clarke	Scholarship	1	\$5,000.00
Subtotal for Creighton University			\$5,000.00
Fuller Theological Seminary 135 N Oakland Ave Pasadena, CA 91182			
Stringer, Joanna	Scholarship	1	\$5,000.00
Subtotal for Fuller Theological Seminary			\$5,000.00
Kauai Community College 3-1901 Kaunualii Hwy Lihue, HI 96766-9591			
Metcalf, Coren	Scholarship	1	\$5,000.00
Subtotal for Kauai Community College			\$5,000.00
Liberty University PO Box 10425 Lynchburg, VA 24506			

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Payee Name	Purpose	Foundation Status	Payment Amount
Manley, Cendall	Scholarship	1	\$5,000 00
Poole, Julia	Scholarship	1	\$5,000 00
Subtotal for Liberty University			\$10,000 00
Life Pacific College Student Accounts Office 1100 West Covina Blvd San Dimas, CA 91773			
Michel, Chans	Scholarship	1	\$5,000 00
Subtotal for Life Pacific College			\$5,000 00
Regent University Financial Aid Office 1000 Regent University Dr Virginia Beach, VA 23464			
Logan, Manon	Scholarship	1	\$5,000 00
Subtotal for Regent University			\$5,000 00
Seattle Pacific University 3307 3rd Ave W Seattle, WA 98119-1997			
Tanoue, Micah	Scholarship	1	\$5 000 00
Subtotal for Seattle Pacific University			\$5 000 00
Southern Evangelical Seminary 3000 Tilley Morns Road Matthews, NC 28105			
Manley, Randolph	Scholarship	1	\$5,000 00
Subtotal for Southern Evangelical Seminary			\$5 000 00
Southern Oregon University Financial Aid Office Britt Hall 1250 Siskiyou Blvd Ashland, OR 97250			
Awai, Abigail	Scholarship	1	\$5 000 00

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Payee Name	Purpose	Foundation Status	Payment Amount
Subtotal for Southern Oregon University			\$5,000 00
Southwestern Assemblies of God University			
1200 Sycamore			
Waxahachie, TX 75165			
Mcdaniel, Rachel	Scholarship	1	\$5,000 00
Subtotal for Southwestern Assemblies of God University			\$5 000 00
University of Hawaii - Manoa			
Financial Aid Services			
2600 Campus Road, OLCSS 11			
Honolulu, HI 96822-2301			
Deloach, Zechanah	Scholarship	1	\$5,000 00
Gruspe, Kamao	Scholarship	1	\$5,000 00
Subtotal for University of Hawaii - Manoa			\$10,000 00
University of Nevada - Las Vegas			
Box 452016			
Las Vegas, NV 89154			
Polendey, Jenai	Scholarship	1	\$5,000 00
Subtotal for University of Nevada - Las Vegas			\$5,000 00
Whittier College			
Attn Financial Aid Office			
13406 E Philadelphia Street			
Whittier, CA 90601			
Monhara, Kanoelani	Scholarship	1	\$5,000 00
Subtotal for Whittier College			\$5,000 00
Total for Fund			\$87,500 00