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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning JUL 1, 2016 , and ending JUN 30, 2017

Name of foundation: CN WODEHOUSE HAWAII CHARITIES TRUST

A Employer identification number: 90-0138909

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: [X] 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) ▶$ 6,649,827.

J Accounting method: [X] 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 ▶ ☐

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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 ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	634.	634.		STATEMENT 1
	4 Dividends and interest from securities	197,092.	197,092.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	216,261.			
	b Gross sales price for all assets on line 6a 2,054,793.				
	7 Capital gain net income (from Part IV line 2)		216,261.		
	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	413,987.	413,987.		
Operating and Administrative Expenses	13 Compensation of officers directors trustees, etc	82,589.	49,553.		33,036.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	2,500.	750.		1,750.
	c Other professional fees STMT 4	499.	499.		0.
	17 Interest				
	18 Taxes STMT 5	3,904.	2,812.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses** Add lines 13 through 23	89,492.	53,614.		34,786.
	25 Contributions, gifts, grants paid	285,524.			285,524.
	26 **Total expenses and disbursements** Add lines 24 and 25	375,016.	53,614.		320,310.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	38,971.			
	b **Net investment income** (if negative, enter -0-)		360,373.		
	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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,227.	3,559.	3,559.
	2 Savings and temporary cash investments	124,711.	132,426.	132,426.
	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	5,571,782.	5,602,706.	6,513,842.
	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)	5,699,720.	5,738,691.	6,649,827.
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 ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	5,699,720.	5,738,691.	
	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	5,699,720.	5,738,691.	
	31 Total liabilities and net assets/fund balances	5,699,720.	5,738,691.	

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	5,699,720.
2 Enter amount from Part I, line 27a	2	38,971.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,738,691.
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	5,738,691.

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	VARIOUS
b	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c	LITIGATION SETTLEMENT - PFIZER	P	VARIOUS	11/21/16
d	CAPITAL GAINS DIVIDENDS			
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	133,166.		126,984.	6,182.
b	1,911,603.		1,711,498.	200,105.
c	179.		50.	129.
d	9,845.			9,845.
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				6,182.
b				200,105.
c				129.
d				9,845.
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 — 216,261.

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	341,886.	6,260,996.	.054606
2014	336,660.	6,684,128.	.050367
2013	329,580.	6,559,126.	.050248
2012	306,263.	6,173,148.	.049612
2011	293,922.	5,857,611.	.050178

2	**Total** of line 1, column (d)	2	.255011
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	.051002
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	6,428,945.
5	Multiply line 4 by line 3	5	327,889.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,604.
7	Add lines 5 and 6	7	331,493.
8	Enter qualifying distributions from Part XII, line 4	8	320,310.

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	7,207.
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	7,207.
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	7,207.
6 Credits/Payments:				
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,920.		
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	1,920.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	5,287.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶	**Refunded** ▶		11	

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 2016 or the taxable year beginning in 2016 (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 ▶ N/A

14 The books are in care of ▶ BANK OF HAWAII Telephone no ▶ (808) 694-4525

Located at ▶ 130 MERCHANT ST, 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 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?	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 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	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 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?	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 2016?	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 (No)

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 130 MERCHANT ST HONOLULU, HI 96813	TRUSTEE 1.00	82,589.	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.

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	6,376,167.
b	Average of monthly cash balances	1b	150,681.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,526,848.
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	6,526,848.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	97,903.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,428,945.
6	**Minimum investment return** Enter 5% of line 5	6	321,447.

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	321,447.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 7,207.		
b	Income tax for 2016. (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	7,207.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	314,240.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	314,240.
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	314,240.

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	320,310.
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	320,310.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	320,310.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				314,240.
2 Undistributed income if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011 933.				
b From 2012 6,129.				
c From 2013 14,718.				
d From 2014 7,820.				
e From 2015 32,620.				
f **Total** of lines 3a through e	62,220.			
4 Qualifying distributions for 2016 from Part XII, line 4. ▶ $ 320,310.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				314,240.
e Remaining amount distributed out of corpus	6,070.			
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	68,290.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	933.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	67,357.			
10 Analysis of line 9:				
a Excess from 2012 6,129.				
b Excess from 2013 14,718.				
c Excess from 2014 7,820.				
d Excess from 2015 32,620.				
e Excess from 2016 6,070.				

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 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013	(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:

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

c Any submission deadlines

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

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*				
ALZHEIMER'S ASSOCIATION ALOHA CHAPTER 1130 N NIMITZ HWY, SUITE #A-265 HONOLULU, HI 96817-5784	NONE	PUBLIC CHARITY	UNRESTRICTED USE	51,908.
AMERICAN RED CROSS HAWAII STATE CHAPTER 4155 DIAMOND HEAD ROAD HONOLULU, HI 96816-4417	NONE	PUBLIC CHARITY	UNRESTRICTED USE FOR THE SUPPORT OF ITS HAWAII PROGR	51,908.
CHRIST EPISCOPAL CHURCH P.O. BOX 545 KEALAKEKUA, HI 96750	NONE	PUBLIC CHARITY	CHURCH, GROUNDS AND CEMETERY MAINTENANCE	12,992.
DAUGHTERS OF HAWAII 2913 PALI HIGHWAY HONOLULU, HI 96817	NONE	PUBLIC CHARITY	IN CONNECTION WITH HULIHEE PALACE IN KONA HAWAII	25,954.
HAWAII LIONS EYE BANK & MAKANA FOUNDATION 405 N. KUAKINI STREET, #801 HONOLULU, HI 96817-6302	NONE	PUBLIC CHARITY	UNRESTRICTED USE	12,992.
Total SEE CONTINUATION SHEET(S)			▶ 3a	285,524.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HOSPICE OF KONA, INC. P.O. BOX 4130 KAILUA-KONA, HI 96745-4100	NONE	PUBLIC CHARITY	UNRESTRICTED USE	25,954.
INSTITUTE FOR HUMAN SERVICES 546 KA'AAHI STREET HONOLULU, HI 96817	NONE	PUBLIC CHARITY	UNRESTRICTED USE	51,908.
IOLANI SCHOOL 563 KAMOKU STREET HONOLULU, HI 96826	NONE	PUBLIC CHARITY	SUPPORT OF FACULTY SALARIES AND BENEFITS	51,908.
Total from continuation sheets				129,770.

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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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	634.	
4 Dividends and interest from securities			14	197,092.	
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	216,261.	
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.		413,987.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 413,987.

(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).

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

Vice President

OCT 18 2017

Signature of officer or trustee | 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 INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF HAWAII ACCT #115056954	634.	634.	
TOTAL TO PART I, LINE 3	634.	634.	

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 ACCT #115056954	206,937.	9,845.	197,092.	197,092.	
TO PART I, LINE 4	206,937.	9,845.	197,092.	197,092.	

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	2,500.	750.		1,750.
TO FORM 990-PF, PG 1, LN 16B	2,500.	750.		1,750.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	499.	499.		0.
TO FORM 990-PF, PG 1, LN 16C	499.	499.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	2,812.	2,812.		0.
FEDERAL EXCISE TAX - 06/2017	1,092.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,904.	2,812.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT INV-1	COST	5,602,706.	6,513,842.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,602,706.	6,513,842.

C.N. WODEHOUSE HAWAII CHARITIES TRUST
EIN #90-0138909
FORM 990-PF, PART II LINE 13
OTHER INVESTMENTS
FYE 6/30/2017

Description	Units	Tax Cost	Market Value
00206R102 AT&T INC	2,440 000	71,380 44	92,061
00287Y109 ABBVIE INC	1,325 000	73,268 61	96,076
00817Y108 AETNA INC NEW	15 000	1,699 42	2,277
017175100 ALLEGHANY CORP	8 000	3,948 99	4,758
018581108 ALLIANCE DATA SYSTEMS CORP	24 000	5,977 92	6,161
020002101 ALLSTATE CORP	55 000	1,674 40	4,864
02079K305 ALPHABET INC CL A	15 000	7,829 93	13,945
02209S103 ALTRIA GROUP INC	1,215 000	31,699 33	90,481
025537101 AMERICAN ELECTRIC POWER CO	305 000	13,442 35	21,188
032095101 AMPHENOL CORP CL A	130 000	6,097 00	9,597
037833100 APPLE INC	148 000	3,560 05	21,315
046353108 ASTRAZENECA PLC SP ADR	2,310 000	69,304 82	78,748
053807103 AVNET INC	45 000	2,030 35	1,750
05534B760 BCE INC	2,300 000	101,095 91	103,592
055622104 BP PLC SPONS ADR	1,605 000	63,300 95	55,613
05577E101 BT GROUP PLC SP ADR	540 000	11,066 49	10,481
063671101 BANK OF MONTREAL	215 000	13,832 72	15,790
066922204 ISHARES S&P 500 INDEX FUND	1,353 343	342,260 37	391,076
084670702 BERKSHIRE HATHAWAY INC CL B	50 000	4,085 93	8,469
09247X101 BLACKROCK INC	14 000	4,618 72	5,914
09253F879 BLACKROCK INTERNATIONAL INDEX FD - K	11,967 649	143,235 13	159,289
110448107 BRITISH AMERICAN TOB-SP ADR	265 000	12,551 29	18,163
136069101 CANADIAN IMPERIAL BANK OF COMMERCE	190 000	15,098 88	15,420
166764100 CHEVRON CORP	400 000	29,451 88	41,732
191216100 COCA COLA CO	1,430 000	55,446 10	64,136
192446102 COGNIZANT TECH SOLUTIONS CORP	160 000	3,946 68	10,624
209115104 CON EDISON	195 000	13,650 08	15,760
22822V101 CROWN CASTLE INTL CORP	630 000	57,392 85	63,113
25470F302 DISCOVERY COMMUNICATIONS C	150 000	4,011 22	3,782
256206103 DODGE & COX INTERNATIONAL STOCK FUND	1,240 746	45,932 43	54,134
256746108 DOLLAR TREE INC	80 000	6,229 60	5,594
25746U109 DOMINION ENERGY INC /VA	775 000	44,640 83	59,388
26441C204 DUKE ENERGY CORP	798 000	44,505 23	66,705
291011104 EMERSON ELECTRIC CO	30 000	1,363 80	1,789
30231G102 EXXON MOBIL CORP	930 000	76,002 67	75,079
31421P605 FEDERATED INTL DIVIDEND STRATEGY PORT	19,058 805	163,333 96	166,002
31428Q101 FEDERATED TOTAL RETURN BOND FUND	47,248 644	521,141 04	515,483
349553107 FORTIS INC	340 000	11,213 13	11,951
369604103 GENERAL ELECTRIC CO	175 000	3,152 16	4,727
370334104 GENERAL MILLS INC	360 000	19,303 20	19,944
37733W105 GLAXOSMITHKLINE PLC ADR	1,540 000	64,604 96	66,405
38144N593 GOLDMAN SACHS INTERNATIONAL SMALL CAP INSIGHTS INSTL	7,342 665	78,381 91	89,654
40434L105 HP INC	175 000	2,404 23	3,059
411511306 HARBOR INTL FD	635 347	43,698 24	43,077
44267D107 THE HOWARD HUGHES CORP	30 000	3,783 39	3,685
45262P102 IMPERIAL BRANDS PLC SPON ADR	305 000	11,579 45	13,951
46625H100 JP MORGAN CHASE & CO	90 000	3,324 64	8,226
47803W406 JOHN HANCOCK III DISC M/C-IS	6,561 001	91,890 88	149,788
478160104 JOHNSON & JOHNSON	105 000	6,505 97	13,890
494368103 KIMBERLY CLARK CORP	360 000	22,875 27	46,480
57636Q104 MASTERCARD INC CLASS A	70 000	6,255 20	8,502
577130834 MATTHEWS PACIFIC TIGER FUND CL INS	897 071	19,834 24	24,714
580135101 MCDONALDS CORP	420 000	35,324 37	64,327
58933Y105 MERCK & CO INC	990 000	37,998 38	63,449

C.N. WODEHOUSE HAWAII CHARITIES TRUST
EIN #90-0138909
FORM 990-PF, PART II LINE 13
OTHER INVESTMENTS
FYE 6/30/2017

Description	Units	Tax Cost	Market Value
594918104 MICROSOFT CORP	60 000	1,554 60	4,136
61166W101 MONSANTO CO	15 000	1,428 90	1,775
636274409 NATIONAL GRID PLC SP ADR	1,397 000	75,938 34	87,760
641069406 NESTLE SA SPONS ADR FOR REG SH	315 000	21,382 77	27,468
651639106 NEWMONT MINING CORP HLDG CO	135 000	2,569 19	4,373
655044105 NOBLE ENERGY INC	85 000	3,110 58	2,406
66987V109 NOVARTIS AG ADR (SDFS)	415 000	27,919 76	34,640
674599105 OCCIDENTAL PETROLEUM CORP	545 000	35,567 71	32,629
693475105 PNC FINANCIAL SERVICES	55 000	4,820 92	6,868
69351T106 PPL CORPORATION	1,365 000	35,577 72	52,771
713448108 PEPSICO INC	230 000	14,304 57	26,563
717081103 PFIZER INC	65 000	2,228 85	2,183
718172109 PHILIP MORRIS INTERNATIONAL	945 000	70,078 71	110,990
718546104 PHILLIPS 66	110 000	8,557 95	9,096
74144Q203 T ROWE PRICE INSTITUTIONAL EMERGING MARKETS EQUITY FUND	981 675	28,504 78	34,113
741503403 PRICELINE COM INC	6 000	5,541 23	11,223
742718109 PROCTER & GAMBLE CO	675 000	46,696 61	58,826
74316J458 CONGRESS MID CAP GROWTH-INS	13,423 777	181,892 24	239,749
747525103 QUALCOMM INC	130 000	5,142 96	7,179
755111507 RAYTHEON CO	20 000	2,219 73	3,230
756109104 REALTY INCOME CORP	380 000	15,579 74	20,968
771195104 ROCHE HOLDINGS LTD SP ADR	350 000	7,515 65	11,130
780259206 ROYAL DUTCH SHELL PLC ADR A	70 000	3,875 86	3,723 00
80105N105 SANOFI ADR	2,175 000	87,898 64	104,204 00
824348106 SHERWIN-WILLIAMS CO	22 000	6,784 80	7,721 00
842587107 SOUTHERN CO	1,330 000	53,470 34	63,680 00
844741108 SOUTHWEST AIRLINES	90 000	3,694 36	5,593 00
855244109 STARBUCKS CORP	110 000	6,358 72	6,414 00
857477103 STATE STREET CORP COMMON	35 000	2,390 08	3,141 00
872540109 TJX COMPANIES INC	85 000	6,446 40	6,134 00
883556102 THERMO FISHER SCIENTIFIC INC	45 000	6,505 65	7,851 00
884116401 THIRD AVENUE REAL ESTATE VALUE FUND CL IS	2,821 810	63,264 98	93,007 00
887317303 TIME WARNER INC	45 000	3,237 10	4,518 00
891160509 TORONTO-DOMINION BANK	145 000	6,559 29	7,305 00
89151E109 TOTAL SA SP ADR	895 000	43,398 05	44,383 00
902973304 US BANCORP	65 000	1,437 18	3,375 00
907818108 UNION PACIFIC CORP	90 000	6,650 10	9,802 00
913017109 UNITED TECHNOLOGIES CORP	110 000	9,792 20	13,432 00
921909818 VANGUARD TOTAL INTL ST INDEX FUND-ADM	7,645 810	187,027 79	213,165 00
921937603 VANGUARD TOTAL BOND MARKET INDEX FUND ADM	94,767 958	1,026,235 97	1,020,651 00
921946505 VANGUARD HI DVD YLD INDX-INV	5,982 489	167,569 53	185,218 00
92276F100 VENTAS INC	335.000	18,305 41	23,276 00
922908728 VANGUARD TOTL STK MKT IND-AD	8,870 902	415,157 37	537,311 00
92343V104 VERIZON COMMUNICATIONS	1,845 000	69,390 18	82,398.00
92826C839 VISA INC CL A SHARES	80 000	1,414 30	7,502 00
92857W308 VODAFONE GROUP PLC SP ADR	4,199 000	155,146 67	120,637 00
931142103 WAL-MART STORES INC	60 000	3,201 81	4,541 00
949746101 WELLS FARGO COMPANY	140 000	7,019 60	7,757 00
94984B348 WELLS FARGO ADVANTAGE INTERNATIONAL EQUITY FUND - I	5,800 812	63,359 48	72,046 00
95040Q104 WELLTOWER INC	375 000	17,489 08	28,069 00
989825104 ZURICH INSURANCE GROUP ADR	230 000	6,634 93	6,700 00
G0084W101 ADIENT PLC	5 000	232 92	327 00
G0177J108 ALLERGAN PLC	30 000	7,168 85	7,293 00

C.N. WODEHOUSE HAWAII CHARITIES TRUST
EIN #90-0138909
FORM 990-PF, PART II LINE 13
OTHER INVESTMENTS
FYE 6/30/2017

Description	Units	Tax Cost	Market Value
G02602103 AMDOCS LTD	50 000	2,923 82	3,223 00
G16962105 BUNGE LIMITED	60 000	4,678 68	4,476 00
G51502105 JOHNSON CONTROLS INTERNATIONAL PLC	58 000	2,790 38	2,515 00
H1467J104 CHUBB LTD	21 000	2,290 05	3,053 00
H84989104 TE CONNECTIVITY LTD	40 000	2,534 21	3,147 00
Total Other Investments		**5,602,706.28**	**6,513,842.00**