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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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation
Fleischaker Women's Legacy Fund

A Employer identification number
26 - 1600883

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
100 N Broadway, Suite 2460

B Telephone number (see instructions)
405 - 235-8444

City or town, state or province, country, and ZIP or foreign postal code
Oklahoma City, OK 73102

C If exemption application is pending, check here ▶ ☐

G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ **1,447,515**

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(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 (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	34,318	34,459		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,038			
	b	Gross sales price for all assets on line 6a 126,186				
	7	Capital gain net income (from Part IV, line 2)		1,038		
	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) (attach schedule)				
	11	Other income (attach schedule) Schedule 1	320			
	12	**Total.** Add lines 1 through 11	35,676	35,497	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0	0	0	0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Schedule 2	1,358			1,358
	c	Other professional fees (attach schedule) Schedule 3	17,186	13,362		3,824
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Schedule 4	1,530	30		
	19	Depreciation (attach schedule) and depletion	455			
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) Schedule 5	3,181	3,000		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	23,710	16,392	0	5,182
	25	Contributions, gifts, grants paid Schedule 6	78,950			78,950
	26	**Total expenses and disbursements.** Add lines 24 and 25	102,660	16,392	0	84,132
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	(66,984)			
	b	**Net investment income** (if negative, enter -0-)		19,105		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	659,881	193,245	193,245
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) Schedule 7 ▶ 25,000			
		Less allowance for doubtful accounts ▶	25,000	25,000	25,000
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) Schedule 8	245,317	349,844	434,825
	c	Investments—corporate bonds (attach schedule) Schedule 8	488,451	697,711	706,792
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) Schedule 9		86,000	85,988
	14	Land, buildings, and equipment basis ▶ 2,768			
		Less accumulated depreciation (attach schedule) ▶ 1,349	893	1,419	1,419
	15	Other assets (describe ▶ Schedule 10)	1,568	907	246
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,421,110	1,354,126	1,447,515
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,421,110	1,354,126	
	30	**Total net assets or fund balances** (see instructions)	1,421,110	1,354,126	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,421,110	1,354,126	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,421,110
2	Enter amount from Part I, line 27a	2	(66,984)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,354,126
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,354,126

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	Sale of Publicly Traded Securities	P		
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	126,186		125,148	1,038
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				1,038
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,038
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) (see instructions). If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	111,471	1,681,239	6.63%
2012	128,556	1,668,913	7.70%
2011	113,373	1,509,600	7.51%
2010	106,642	1,613,099	6.61%
2009	102,760	1,598,194	6.43%

2	**Total** of line 1, column (d)	2	34.88%
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	6.98%
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,451,081
5	Multiply line 4 by line 3	5	101,227
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	191
7	Add lines 5 and 6	7	101,418
8	Enter qualifying distributions from Part XII, line 4	8	84,132

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	382	
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	382	
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	382	
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 2,351			
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	2,351	
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	0	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,969	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 1,969 **Refunded** ▶	11	0	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*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		✓
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		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		✓
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	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ New Mexico			
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	✓	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ n/a

14 The books are in care of ▶ Rhonda Carretero Telephone no ▶ 405-235-8444

Located at ▶ 100 N Broadway Ste 2460 Oklahoma City, OK ZIP+4 ▶ 73102-9211

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

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ▶	16		✓

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	N/A	
	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 2014?	1c		✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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.)	2b	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 ▶ 20____, 20____, 20____, 20____			
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 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		✓

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) See Form 4720 ☑ 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)?	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? ☐ 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		✓
	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?	7b	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 (see instructions).

(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
Deborah J. Fleischaker 100 N Broadway Ste 2460 OKC, OK 73102	Pres 0 2 hrs	0	0	0
Ralph H Scheuer 125 Lincoln Ave #223 Santa Fe, NM 87501	Sec, 0 1 hrs	0	0	0
Daniela Fleischaker-Suarez 100 N Broadway Ste 2460 OKC, OK 73102	Dir, 0 1 hrs	0	0	0
Lara Suarez 100 N Broadway Ste 2460 OKC, OK 73102	Dir, 0 1 hrs	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). 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		0	0	0
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 (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0
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 NONE	0
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0
2	
All other program-related investments See instructions 3 NONE	0
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	1,183,533
b	Average of monthly cash balances	1b	288,227
c	Fair market value of all other assets (see instructions)	1c	1,419
d	**Total** (add lines 1a, b, and c)	1d	1,473.179
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,473,179
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	22.098
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,451.081
6	**Minimum investment return.** Enter 5% of line 5	6	72,554

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	72,554
2a	Tax on investment income for 2014 from Part VI, line 5	2a	382		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	382
3	Distributable amount before adjustments Subtract line 2c from line 1			3	72,172
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	72,172
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	72,172

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	84,132
b	Program-related investments—total from Part IX-B	1b	
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	84,132
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 (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	84,132

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 2013	(c) 2013	(d) 2014
1	Distributable amount for 2014 from Part XI, line 7				72,172
2	Undistributed income, if any, as of the end of 2014				
a	Enter amount for 2013 only				
b	Total for prior years 20___,20___,20___				
3	Excess distributions carryover, if any, to 2014				
a	From 2009 23,776				
b	From 2010 27,203				
c	From 2011 38,693				
d	From 2012 46,068				
e	From 2013 29,079				
f	**Total** of lines 3a through e	164,819			
4	Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 84,132				
a	Applied to 2013, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2014 distributable amount				72,172
e	Remaining amount distributed out of corpus	11,960			
5	Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	176,779			
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				
d	Subtract line 6c from line 6b Taxable amount—see instructions		0		
e	Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2014 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8	Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	23,776			
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	153,003			
10	Analysis of line 9				
a	Excess from 2010 27,203				
b	Excess from 2011 38,693				
c	Excess from 2012 46,068				
d	Excess from 2013 29,079				
e	Excess from 2014 11,960				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	N/A	N/A	N/A	N/A	N/A
b 85% of line 2a	N/A	N/A	N/A	N/A	N/A
c Qualifying distributions from Part XII, line 4 for each year listed	N/A				N/A
d Amounts included in line 2c not used directly for active conduct of exempt activities					N/A
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	N/A	N/A	N/A	N/A	N/A
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					N/A
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					N/A
b "Endowment" alternative test—enter ⅔ of minimum investment return shown in Part X, line 6 for each year listed .	N/A	N/A	N/A	N/A	N/A
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)					N/A
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					N/A
(3) Largest amount of support from an exempt organization					N/A
(4) Gross investment income					N/A

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))

Deborah J. Fleischaker

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

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*				
See Schedule 6				78,950
Total ▶ 3a				78,950
b *Approved for future payment*				
Total ▶ 3b				0

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 (See instructions)
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					
4 Dividends and interest from securities			14	34,318	
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	1,038	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a IRS Refund '12 Fm 4720			01	320	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		35,676	0
13 **Total.** Add line 12, columns (b), (d), and (e)				13	35,676

(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) (See instructions)

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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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

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

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

✓ Deborah J Zierdt 11/4/2015 President

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Debra C. Cook	Debra C. Cook	11/03/2015		P00031689
	Firm's name ▶ KPMG, LLP			Firm's EIN ▶ 13 - 5565207	
	Firm's address ▶ 210 Park Ave, Suite 2850 OKC, OK 73102			Phone no 405 - 239-6411	

Attachments to IRS Form 990-PF
FLEISCHAKER WOMEN'S LEGACY FUND
26-1600883
Tax Year 2014

Schedule 1 Part I, Line 11 - Other Income

Description		From Part XVI-A: Unrelated Business Income (Column (b))	From Part XVI-A: Excluded by Section 512, 513, or 514 (Column (d))	From Part XVI-A: Related or exempt function income (Column (e))	Total to Part I, Line 11
1	Program Service Revenue (total of lines 1a through 1g)	0	0	0	0
2	Membership dues and assessments	0	0	0	0
7	Other investment income	0	0	0	0
9	Gross revenue from special events	0	0	0	0
11	Total Other Revenue (listed separately on line 11)				
a	IRS Refund '12 Fm 4720	0	320	0	320
b		0	0	0	0
c		0	0	0	0
d		0	0	0	0
e		0	0	0	0
	Total line 11	0	320	0	320
Total		0	320	0	320

Schedule 2 Part I, Line 16b - Accounting Fees

Type of service		Amount
1	Accounting & Tax Preparation	1,358
Total		1,358

Schedule 2 Part I, Line 16c - Other Professional Fees

Type of service		Amount
1	Computer Consultants	3,824
2	Commissions	13,362
Total		17,186

Schedule 3: Part I, Line 18 - Taxes

Type of tax		Amount
1	Federal Excise Taxes	1,500
2	Foreign Taxes	30
Total		1,530

Attachments to IRS Form 990-PF
FLEISCHAKER WOMEN'S LEGACY FUND
26-1600883
Tax Year 2014

Schedule 4: Part I, Line 19 - Depreciation and Depletion

Description	Date Acquired	Cost or Other Basis	Depreciation Allowable in Prior Years	Depreciation Method	Rate (%)	Depreciation This Year
Laptap	2/15/2011	1,787	894	SL	20 00%	357
Ipad	1/31/2014	981	0	SL	10 00%	98
Total		2,768	894			455
Less Depreciation included in cost of goods sold and not on line 19						
Total						455

Attachments to IRS Form 990-PF
FLEISCHAKER WOMEN'S LEGACY FUND
26-1600883
Tax Year 2014

Schedule 5: Part I, Line 23 - Other Expenses

	Revenue & Expenses per Books	Net Investment Income	Disbursements for Charitable Purposes
Amortization Expense	$ 80	$ -	$ -
Miscellaneous Deductions-Related to Bond Amort	250	250	-
Non-Deductible Contribution	100	-	-
Overhead Expense	2,750	2,750	-
	$ 3,181	$ 3,000	$ -

Attachments to IRS Form 990-PF
FLEISCHAKER WOMEN'S LEGACY FUND
26-1600883
Tax Year 2014

Schedule 6 Part I, Line 25 - Contributions, Gifts, Grants Paid

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Cancer Foundation for New Mexico PO Box 5038 Santa Fe, NM 87502	Support for cancer patients	PC	$ 500
Dovetail Learning (The Toolbox Project) 321 South Main Street #15 Sebastopol, CA 95472	Promotion and support of children's education	PC	15,000
Explora Science Center & Children's Museum 1701 Mountain Road NW Albuquerque, NM 87104	Support to ensure life-long learning through interactive experiences in science, technology, and art	PC	2,500
Global Center for Cultural Entrepreneurship 341 E Alameda Street Santa Fe, NM 87501	Support of cultural entrepreneurs and building vibrant cultural communities	PC	25,000
Greater Kansas City Community Foundation 1055 Broadway Blvd , Suite 130 Kansas City, MO 64105	Natalie's A R T Foundation	PC	5,000
Lensic Performing Arts Center 211 W San Francisco Street Santa Fe, NM 87501	Promotion and support of cultural activities	PC	13,200
Museum of New Mexico Foundation PO Box 2065 Santa Fe, NM 87504-2065	Promotion and support of cultural activities	PC	2,500
Santa Fe Conservation Trust PO Box 23985 Santa Fe, NM 87502	Support to help preserve communities of Northern New Mexico	PC	250
Women's Donor Network 565 Commercial Street, Suite 300 San Francisco, CA 94111	Promotion and support of women's issues	PC	15,000
Total			$ 78,950

Attachments to IRS Form 990-PF
FLEISCHAKER WOMEN'S LEGACY FUND
26-1600883
Tax Year 2014

Schedule 7: Part II, Line 7 - Other Notes and Loans Receivable

		End of Year	
		Book Value	Fair Market Value
Notes Receivable not listed on line 6 and not acquired as investments (see details below)		25,000	25,000
Loans receivable from the normal activities of the filing organization			
Total		25,000	25,000
Less allowance for doubtful accounts		0	0
Net amount	0	25,000	25,000

Details of Receivables Reported Separately

Borrower's Name	Relationship of Borrower	Original Amount	Balance Due at Year end	Fair Market Value at Year end	Date of Note
1 Tzedec Economic Development Fund	None	25,000	25,000	25,000	6/26/2007
Total			25,000	25,000	

Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower

Purpose of Loan	Description and Fair Market Value of Consideration

Attachments to IRS Form 990-PF
FLEISCHAKER WOMEN'S LEGACY FUND
26-1600883
Tax Year 2014

Schedule 8· Part II, Line 10 - Investments-Government Obligations, Corporate Stocks and Bonds

Line 10b - Corporate Stock

Marketable Stocks

3M Company	6,900
AFLAC Inc	7,086
Air Products & Chemicals	6,327
Analog Devices Inc	7,082
AT&T Inc	8,548
Automatic Data Process	6,359
Baxter International	6,843
Becton Dickinson & Co	6,798
Chevron Corp	9,954
Chubb Corp	6,676
Clorox Company	6,677
Colgate Palmolive Co	7,107
Conoco Phillips	8,132
Eaton Vance Corp	3,786
Emerson Electric Co	8,736
Exxon Mobil Corp	9,425
Factset Research Systms	5,953
General Dynamics Corp	6,771
General Mills Inc	6,585
Grainger WW Inc	5,040
Harris Corp Del	5,431
Illinois Tool Works Inc	7,218
Intl Business Machines	6,015
JM Smucker Co	7,182
Johnson & Johnson	9,224
Kellogg Company	6,332
Lowes Companies Inc	8,391
McDonalds Corp	5,915
Medtronic Inc	7,253
Microsoft Corp	9,349
Nextera Energy Inc	7,464
Nordstrom Inc	7,076
Norfolk Southern Corp	6,914
Northeast Utilities	6,710
Novartis AG	6,689
Paychex Inc	6,866
Pepsico Inc	6,672
Phillips 66	4,160
Polaris Inds Inc	7,684
Praxair Inc	7,862
Procter & Gamble	6,520
Qualcomm Inc	6,306
Scana Corp	3,035
Sigma Aldrich Corp	6,737

Attachments to IRS Form 990-PF
FLEISCHAKER WOMEN'S LEGACY FUND
26-1600883
Tax Year 2014

Schedule 8 Part II, Line 10 - Investments-Government Obligations, Corporate Stocks and Bonds	
Sysco Corp	6,413
Target Corp	6,669
The Southern Company	5,916
United Technologies Corp	6,702
V F Corporation	8,059
Wal Mart Stores Inc	9,211
Wisconsin Energy Corp	3,086
Total, Line 10b	349,844

Line 10c - Corporate Bonds

Corporate Bonds	
AT&T Inc -Due 05/15/21	26,780
Bottling Group LLC -Due 01/15/19	28,401
Capital One Financial - Due 07/15/21	27,408
CVS Corp -Due 08/15/16	28,259
Cisco Systems Inc - Due 02/22/16	22,172
CitiGroup Inc -Due 06/15/32	26,625
Credit Suisse USA -Due 03/02/16	26,306
Dow Chemical Co -Due 11/15/20	21,367
Eli Lilly & Co -Due 03/15/27	28,192
General Elec Cap Corp -Due 01/14/38	27,008
GlasoSmithKline Cap Corp -Due 05/15/18	28,572
Goldman Sachs Group Inc -Due 01/15/27	26,315
Home Depot Inc -Due 03/01/16	27,507
JPMorgan Chase & Co -Due 03/25/20	27,575
Keycorp Medium Notes -Due 03/24/21	28,044
Medtronic Inc Notes -Due 03/15/20	27,407
Metlife Inc -Due 12/15/66	25,862
Occidental Petroleum CP -Due 02/01/21	26,195
Oracle Corp -Due 07/08/19	32,630
Pfizer Inc -Due 03/15/15	26,456
Philips Electronics NV -Due 03/11/18	28,951
Prudential Financial Inc -Due 09/15/42	24,549
Valero Energy Corp -Due 06/15/17	28,269
Verizon Communications -Due 04/01/21	26,757
Walgreen Co -Due 12/15/07	22,274
Wachovia Corp -Due 10/15/16	27,830
Total, Line 10c	697,711

*****All investments are listed at cost *****

Attachments to IRS Form 990-PF
FLEISCHAKER WOMEN'S LEGACY FUND
26-1600883
Tax Year 2014

Schedule 9 Part II, Line 13 - Investments-Other

Line 13	
Certificate of Deposit	
Bank of China -Due 03/26/15	86,000
Total, Line 13	86,000

*****All investments are listed at cost *****

Attachments to IRS Form 990-PF
FLEISCHAKER WOMEN'S LEGACY FUND
26-1600883
Tax Year 2014

Schedule 10: Part II, Line 15 - Other Assets

Description	End of Year Book Value	End of Year Fair Market Value
1 Purchased Interest	246	246
2 Organizational Costs (net of Accumulated Amortization)	661	1,201
Total	907	1,447