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Form **990-PF**

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

OMB No 1545-0052

**2014**

Department of the Treasury  
Internal Revenue Service

▶ 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](http://www.irs.gov/form990pf)

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation <b>George T Pflieger Foundation</b>		A Employer identification number <b>95-2561117</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>2549 Eastbluff Dr. #481</b>	Room/suite	B Telephone number (see instructions) <b>949-510-1058</b>
City or town, state or province, country, and ZIP or foreign postal code <b>Newport Beach CA 92660</b>		C If exemption application is pending, check here <input type="checkbox"/> D Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60 month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return, <input type="checkbox"/> Initial return of a former public charity, <input type="checkbox"/> Final return, <input type="checkbox"/> Amended return, <input type="checkbox"/> Address change, <input type="checkbox"/> Name change		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation, <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust, <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c) line 16) ▶ \$ <b>13,452,648</b>	J Accounting method: <input checked="" type="checkbox"/> Cash, <input type="checkbox"/> Accrual, <input type="checkbox"/> Other (specify)	

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)
1	Contributions, gifts, grants, etc. received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	63,162	63,162		
4	Dividends and interest from securities	367,822	367,822		
5a	Gross rents	90,000	90,000		
b	Net rental income or (loss)	-10,565			
6a	Net gain or (loss) from sale of assets not on line 10 Stmt	181,029			
b	Gross sales price for all assets on line 6a	806,867			
7	Capital gain net income (from Part IV, line 2)		2,125		
8	Net short-term capital gain			0	
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) Stmt	230	230		
12	<b>Total</b> Add lines 1 through 11	702,243	523,339	0	
13	Compensation of officers, directors, trustees, etc.	362,000	105,000		165,000
14	Other employee salaries and wages	92,000	46,000		46,000
15	Pension plans, employee benefits	197,350	71,565		125,785
16a	Legal fees (attach schedule) Stmt	8,207	4,104		4,103
b	Accounting fees (attach schedule) Stmt	12,940	5,554		7,386
c	Other professional fees (attach schedule) Stmt 1	43,559	42,485		1,074
17	Interest	60,173	60,173		
18	Taxes (attach schedule) (see instructions) Stmt 2	22,600	17,827		4,773
19	Depreciation (attach schedule) and depletion Stmt 3	22,228	22,228		
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (all sch) Stmt	20,914	15,575		5,339
24	<b>Total operating and administrative expenses</b> Add lines 13 through 23	841,971	390,511	0	359,460
25	Contributions, gifts, grants paid	1,184,930			1,184,930
26	<b>Total expenses and disbursements</b> Add lines 24 and 25	2,026,901	390,511	0	1,544,390
27	Subtract line 26 from line 12				
a	<b>Excess of revenue over expenses and disbursements</b>	-1,324,658			
b	<b>Net investment income</b> (if negative, enter -0-)		132,828		
c	<b>Adjusted net income</b> (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions

Form 990-PF (2014)

*Handwritten signature*

SCANNED JAN 25 2017

Revenue  
Operating and Administrative Expenses

RECEIVED  
NOV 29 2015

RECEIVED  
NOV 18 2015  
OGDEN, UT  
IRS-OSC

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	28,058	25,777	25,777
	2 Savings and temporary cash investments	401,396		
	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) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	719	717	
	10a Investments – U.S. and state government obligations (attach schedule) Stmt 4	943,557	631,116	763,053
	b Investments – corporate stock (attach schedule) See Stmt 5	2,832,859	2,770,852	10,122,691
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land buildings and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land buildings and equipment basis ▶ 8,305 Less accumulated depreciation (attach sch) ▶ Stmt 6 8,305			
15 Other assets (describe ▶ See Statement 7 )	1,078,409	1,096,769	2,541,127	
16 Total assets (to be completed by all filers – see the instructions Also see page 1 item I)	5,284,998	4,525,231	13,452,648	
Liabilities	17 Accounts payable and accrued expenses	432,254	905,145	
	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)	432,254	905,145	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	4,852,744	3,528,086	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ <input type="checkbox"/>			
	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 (see instructions)	4,852,744	3,528,086		
31 Total liabilities and net assets/fund balances (see instructions)	5,284,998	4,433,231		

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	4,852,744
2 Enter amount from Part I line 27a	2	-1,324,658
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1 2 and 3	4	3,528,086
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	3,528,086

**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)
<b>1a Northern Trust - Cap Gain Div</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b> 2,125			<b>2,125</b>	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j) if any		
<b>a</b>				<b>2,125</b>
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
2 Capital gain net income or (net capital loss) <span style="border: 1px solid black; padding: 2px;">If gain also enter in Part I line 7 If (loss) enter 0- in Part I line 7</span>				<b>2,125</b>
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 <span style="border: 1px solid black; padding: 2px;"> </span>				<b>3</b>

**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	1,355,157	15,058,803	0.089991
2012	1,448,250	15,466,142	0.093640
2011	1,855,355	17,197,044	0.107888
2010	1,576,773	17,791,355	0.088626
2009	825,663	13,792,377	0.059864
2 Total of line 1 column (d)			0.440009
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			0.088002
4 Enter the net value of noncharitable-use assets for 2014 from Part X line 5			14,969,310
5 Multiply line 4 by line 3			1,317,329
6 Enter 1% of net investment income (1% of Part I line 27b)			1,328
7 Add lines 5 and 6			1,318,657
8 Enter qualifying distributions from Part XII line 4 If line 8 is equal to or greater than line 7, check the box in Part VI line 1b and complete that part using a 1% tax rate See the Part VI instructions			1,544,390

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2) check here <input type="checkbox"/> and enter N/A on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V check here <input checked="" type="checkbox"/> and enter 1% of Part I line 27b	<b>1</b>	<b>1,328</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I line 12 col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter 0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>1,328</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income</b> Subtract line 4 from line 3 If zero or less enter -0-	<b>5</b>	<b>1,328</b>
<b>6</b>	Credits/Payments		
<b>a</b>	2014 estimated tax payments and 2013 overpayment credited to 2014	<b>6a</b>	
<b>b</b>	Exempt foreign organizations – tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d	<b>7</b>	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7 enter amount owed	<b>9</b>	<b>1,328</b>
<b>10</b>	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8 enter the amount overpaid	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> Refunded	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		<b>X</b>
<b>b</b> 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		<b>X</b>
<b>c</b> Did the foundation file Form 1120-POL for this year?	N/A	
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____	N/A	
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____	N/A	
<b>2</b> 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		<b>X</b>
<b>3</b> 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		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N/A	
<b>b</b> If "Yes" has it filed a tax return on Form 990-T for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction I		<b>X</b>
<b>6</b> 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?	N/A	
<b>7</b> 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	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>CA</b>		
<b>b</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	<b>X</b>	
<b>9</b> 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		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

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

<b>11</b>	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)			<b>X</b>
<b>12</b>	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)			<b>X</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>None</b>	<b>X</b>		
<b>14</b>	The books are in care of ► <b>Susan Chubbuck, CPA</b> <b>32565-B Golden Lantern #354</b>	Telephone no ► <b>949-510-1058</b>		
	Located at ► <b>Dana Point</b>	CA	ZIP+4 ► <b>92629</b>	
<b>15</b>	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	► <b>15</b>		
<b>16</b>	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 ►	<b>16</b>	Yes	No <b>X</b>

**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
<b>1a</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from lend money to or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods services or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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	<b>1b</b>	<b>X</b>
<b>c</b>	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?	N/A	<b>1c</b>
<b>2</b>	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))		
<b>a</b>	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? If Yes list the years ► 20 , 20 20 20		
<b>b</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	<b>2b</b>
<b>c</b>	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		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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)	N/A	<b>3b</b>
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>X</b>
<b>b</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?	<b>4b</b>	<b>X</b>

**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)?  Yes  No **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?  Yes  No 6b **X**

If Yes to 6b file Form 8870

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

**b** If Yes did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No **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 (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
See Statement 8				

**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				

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		

Total number of others receiving over \$50,000 for professional services ▶

**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 See Statement 9	
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 N/A	
2	
3 All other program-related investments. See instructions.	

Total Add lines 1 through 3 ▶

**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	14,127,360
b	Average of monthly cash balances	1b	69,909
c	Fair market value of all other assets (see instructions)	1c	1,000,000
d	<b>Total</b> (add lines 1a, b, and c)	1d	15,197,269
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	15,197,269
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	227,959
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,969,310
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	748,466

**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	748,466
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,328
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,328
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	747,138
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	747,138
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	747,138

**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	1,544,390
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,544,390
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	1,328
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	1,543,062

**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
<b>1</b> Distributable amount for 2014 from Part XI, line 7				<b>747,138</b>
<b>2</b> Undistributed income if any as of the end of 2014				
<b>a</b> Enter amount for 2013 only				
<b>b</b> Total for prior years 20__ 20__ 20__				
<b>3</b> Excess distributions carryover, if any to 2014				
<b>a</b> From 2009	<b>825,663</b>			
<b>b</b> From 2010	<b>1,576,773</b>			
<b>c</b> From 2011	<b>1,857,900</b>			
<b>d</b> From 2012	<b>1,448,250</b>			
<b>e</b> From 2013	<b>615,289</b>			
<b>f</b> Total of lines 3a through e	<b>6,323,875</b>			
<b>4</b> Qualifying distributions for 2014 from Part XII line 4 ▶ \$ <b>1,544,390</b>				
<b>a</b> Applied to 2013 but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2014 distributable amount				<b>747,138</b>
<b>e</b> Remaining amount distributed out of corpus	<b>797,252</b>			
<b>5</b> Excess distributions carryover applied to 2014 (If an amount appears in column (d) the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below				
<b>a</b> Corpus Add lines 3f 4c and 4e Subtract line 5	<b>7,121,127</b>			
<b>b</b> Prior years undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions				
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions				
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				<b>0</b>
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	<b>825,663</b>			
<b>9</b> Excess distributions carryover to 2015 Subtract lines 7 and 8 from line 6a	<b>6,295,464</b>			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010	<b>1,576,773</b>			
<b>b</b> Excess from 2011	<b>1,857,900</b>			
<b>c</b> Excess from 2012	<b>1,448,250</b>			
<b>d</b> Excess from 2013	<b>615,289</b>			
<b>e</b> Excess from 2014	<b>797,252</b>			

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

<b>1a</b>	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>b</b>	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
<b>2a</b>	Tax year				(e) Total
	Prior 3 years				
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
<b>b</b>	85% of line 2a				
<b>c</b>	Qualifying distributions from Part XII line 4 for each year listed				
<b>d</b>	Amounts included in line 2c not used directly for active conduct of exempt activities				
<b>e</b>	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
<b>3</b>	Complete 3a b or c for the alternative test relied upon				
<b>a</b>	Assets' alternative test – enter				
	(1) Value of all assets				
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
<b>b</b>	Endowment alternative test – enter 2/3 of minimum investment return shown in Part X line 6 for each year listed				
<b>c</b>	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))  
**N/A**
- 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  
**N/A**
- 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  
**N/A**
- b** The form in which applications should be submitted and information and materials they should include  
**N/A**
- c** Any submission deadlines  
**N/A**
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
**N/A**

**Part XV** Supplementary Information (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<p>a Paid during the year  <b>See Statement 10</b></p>				<p><b>1,184,930</b></p>
<p><b>Total</b></p>			<p>▶ <b>3a</b></p>	<p><b>1,184,930</b></p>
<p>b Approved for future payment  <b>N/A</b></p>				
<p><b>Total</b></p>			<p>▶ <b>3b</b></p>	





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## Federal Statements

### Form 990-PF, Part I, Line 6a - Sale of Assets

Description	Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
Air Products	1 2%	10/09/13	2/21/14	Purchase	24,947 \$	24,157 \$	\$	\$	390
Costco	1 7%	10/10/13	2/21/14	Purchase	24,397	24,256			141
Toyota	2 05%	10/10/13	6/10/14	Purchase	41,042	40,961			81
GNMA Pool	3 5%	6/07/12	1/21/14	Purchase	349	373			-24
GNMA Pool	3 5%	6/07/12	2/20/14	Purchase	303	324			-21
ChevronTexaco		2/12/07	2/21/14	Purchase	56,456	35,975			20,481
Gen Dynamics	1 0%	11/01/12	2/21/14	Purchase	24,653	24,844			-191
IBM		12/02/02	2/21/14	Purchase	54,870	26,448			28,422
Microsoft		11/29/02	2/21/14	Purchase	76,160	58,063			18,097
Natl Australia	1 6%	7/26/12	2/21/14	Purchase	25,397	24,984			413
Shell	1 125%	8/14/12	2/21/14	Purchase	24,962	24,856			106
Sumitomo	1 5%	1/10/13	2/21/14	Purchase	24,734	24,928			-194
Wal-Mart		4/13/11	2/21/14	Purchase	72,979	53,765			19,214
GNMA Pool	3 5%	6/07/12	3/20/14	Purchase	216	230			-14
Vodafone		2/11/13	4/15/14	Purchase	29,770	29,862			-92
GNMA Pool	3 5%	6/07/12	4/21/14	Purchase	279	298			-19
American Express		4/13/11	4/28/14	Purchase	8,645	4,616			4,029

## Federal Statements

### Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Whom Sold	Description	Date Acquired	Date Sold	Sale Price	How Received	Cost	Expense	Depreciation	Net Gain / Loss
EI DuPont		5/26/10	4/28/14	\$ 6,643	Purchase	3,573	\$	\$	3,070
Mondelez		5/26/10	4/28/14	17,850	Purchase	9,318			8,532
Nippon T&T 1 4%		7/11/12	4/28/14	25,019	Purchase	24,966			53
Schlumberger		10/25/12	4/28/14	10,071	Purchase	7,063			3,008
Hydro Quebec 2%		6/23/11	5/06/14	25,733	Purchase	24,995			738
MFB Norther Hl Yield Fied		1/03/08	5/06/14	35,000	Purchase	35,275			-275
Total Cap CDA 1 45%		1/10/13	5/06/14	39,906	Purchase	39,962			-56
Allstate		4/13/11	5/16/14	57,542	Purchase	31,856			25,686
GNMA Pool 3 5%		6/07/12	5/20/14	255	Purchase	273			-18
American Express		4/13/11	6/10/14	19,035	Purchase	9,231			9,804
GNMA Pool 3 5%		6/07/12	6/20/14	159	Purchase	170			-11
GNMA Pool 3 5%		6/07/12	7/21/14	258	Purchase	276			-18
GNMA Pool 3 5%		6/07/12	8/20/14	295	Purchase	316			-21
GNMA Pool 3 5%		6/07/12	9/22/14	249	Purchase	267			-18
GNMA Pool 3 5%		6/07/12	10/20/14	359	Purchase	384			-25
MFC S & P Midcap 400		12/21/04	11/10/14	75,790	Purchase	38,118			37,672
GNMA Pool 3 5%		6/07/12	11/20/14	274	Purchase	293			-19

**Federal Statements**

**Form 990-PF, Part I, Line 6a - Sale of Assets (continued)**

Description	Whom Sold	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price	Purchase				
GNMA Pool 3 5%		6/07/12	12/22/14	\$ 245	\$ 262	\$	\$	\$	-17
Total				\$ 804,742	\$ 625,838	\$ 0	\$ 0	\$ 0	178,904

**Form 990-PF, Part I, Line 11 - Other Income**

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Miscellaneous	\$ 133	\$ 133	\$
Accretion	97	97	
Total	\$ 230	\$ 230	\$ 0

**Form 990-PF, Part I, Line 16a - Legal Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
King Parret & Droste LLP	\$ 8,207	\$ 4,104	\$	\$ 4,103
Total	\$ 8,207	\$ 4,104	\$ 0	\$ 4,103

## Federal Statements

### Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Susan Chubbuck	\$ 8,400	\$ 4,200	\$	\$ 4,200
W Richard Mills & Co, Inc	3,540	354		3,186
Orange Acres, LLC	1,000	1,000		
<b>Total</b>	<b>\$ 12,940</b>	<b>\$ 5,554</b>	<b>\$ 0</b>	<b>\$ 7,386</b>

### Statement 1 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Northern Trust of California-Man	\$ 10,839	\$ 10,839	\$	
Northern Trust of California-Inv	30,880	30,880		
Executive Benefits, Inc	1,840	766		1,074
<b>Total</b>	<b>\$ 43,559</b>	<b>\$ 42,485</b>	<b>\$ 0</b>	<b>\$ 1,074</b>

### Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
California Exempt Organization F	\$ 160	\$ 80	\$	\$ 80
Foreign Taxes	957	957		
Excise Tax	4,693			4,693
Links Recovery - FTB	800	800		
Orange Acres, LLC	15,990			
<b>Total</b>	<b>\$ 22,600</b>	<b>\$ 1,837</b>	<b>\$ 0</b>	<b>\$ 4,773</b>

**Federal Statements**

**Statement 3 - Form 990-PF, Part I, Line 19 - Depreciation**

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
	Annual Depreciation	\$				\$ 22,228	\$ 22,228	\$
12/31/02	Printer	716	716	S/L	5			
1/11/03	Dell Computer - TGP	1,275	1,275	S/L	5			
2/10/03	Dell Computer - VC	648	648	S/L	5			
5/09/03	Sony Vaio Laptop - VC	2,220	2,220	S/L	5			
4/06/04	Printer	836	836	S/L	5			
4/12/06	Dell Computer - Marketing	2,610	2,610	S/L	5			
<b>Total</b>		<b>\$ 8,305</b>	<b>\$ 8,305</b>			<b>\$ 22,228</b>	<b>\$ 22,228</b>	<b>\$ 0</b>

## Federal Statements

### Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Orange Acres, LLC	8,098	8,098		
Insurance	3,966	3,966		
Repairs	10	10		
Bank Charges				
<b>Expenses</b>				
D&O Insurance	2,235	279		1,956
Dues & Subscriptions	430	215		215
Storage Fees	4,378	2,189		2,189
Payroll Processing Fees	1,558	648		910
Bank Charges	135	135		
Insurance	104	35		69
Links Recovery				
<b>Total</b>	<u>\$ 20,914</u>	<u>\$ 15,575</u>	<u>\$ 0</u>	<u>\$ 5,339</u>

### Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Fixed Income	\$ 943,557	\$ 631,116	Cost	\$ 763,053
<b>Total</b>	<u>\$ 943,557</u>	<u>\$ 631,116</u>		<u>\$ 763,053</u>

### Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Equity Securities	\$ 2,832,859	\$ 2,770,852	Cost	\$ 10,122,691
<b>Total</b>	<u>\$ 2,832,859</u>	<u>\$ 2,770,852</u>		<u>\$ 10,122,691</u>

# Federal Statements

## Statement 6 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
Office Equipment	\$ 0	\$ 8,305	\$ 8,305	\$ 0
Total	\$ 0	\$ 8,305	\$ 8,305	\$ 0

**Federal Statements****Statement 7 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
Orange Acres Investment	\$ -183,793	\$ -194,358	\$ 1,250,000
Orange Acres Advances	261,341	290,066	290,066
Links Recovery - Program Services	861	1,061	1,061
Loan Receivable - Legacy Fund	1,000,000	1,000,000	1,000,000
Total	<u>\$ 1,078,409</u>	<u>\$ 1,096,769</u>	<u>\$ 2,541,127</u>

**Federal Statements**

**Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Thomas G Pflieger 2549 Eastbluff Dr #481 Newport Beach CA 92660	Pres/Trustee	30 00	199,000	152,591	0
Victoria L Winthrode 6 La Costa Court Laguna Beach CA 92651	Secretary/Tr	20 00	90,000	27,600	0
Sandra B Pflieger 2549 Eastbluff Dr #481 Newport Beach CA 92660	Trustee	2 00	17,500	0	0
Layne Marceau 9472 Blessing Drive Pleasanton CA 94598	Trustee	2 00	17,500	0	0
Scott R Baugh 4040 MacArthur Blvd #200 Newport Beach CA 92660	Trustee	2 00	19,000	0	0
John P King, Jr 450 Newport Center Dr #500 Newport Beach CA 92660	Trustee	2 00	19,000	0	0

**Statement 9 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities**

Description

Links Recovery, LLC - is a single member LLC owned by the Foundation Its purpose is to provide a Christian based substance abuse rehabilitation program The program is administered by National Therapeutic Services

## Federal Statements

### Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

	Name		Address		Relationship	Status	Purpose	Amount
	Address		Address					
O C	School of the Arts Santa Ana CA 92701	N/A	1010 N. Main Street Public		1010 N. Main Street Public	General Fund	26,430	
	Cri-Help Inc North Hollywood CA 91601	N/A	11027 Burbank Blvd Public		11027 Burbank Blvd Public	Aquarium Fund	46,500	
	Orange County Bar Foundation Santa Ana CA 92701	N/A	313 N Birch St Public		313 N Birch St Public	General Fund	10,000	
	Mesothelioma Research Foundation Westlake Village CA 91361	N/A	3011 Townsgate Rd #450 Public		3011 Townsgate Rd #450 Public	General Fund	3,000	
	Fristers Irvine CA 92614	N/A	17971 Sky Park Circle Public		17971 Sky Park Circle Public	General Fund	50,000	
	First Tee Tri-Valley Pleasanton CA 94588	N/A	2843 Hopyard Rd #143 Public		2843 Hopyard Rd #143 Public	General Fund	15,000	
	Pflieger Institute of Environmental Oceanside CA 92054	Related	315 N Clementine St Private		315 N Clementine St Private	General Funding	783,000	
	UCI Foundation Irvine CA 92697	N/A	555 Aldrich Hall Public		555 Aldrich Hall Public	General Fund	1,000	
	Pacific Christian High School Newport Beach CA 92659	N/A	P O Box 15325 Public		P O Box 15325 Public	General Fund	25,000	
	MusEffect Los Angeles CA 90046	N/A	901 N Fairfax Ave Public		901 N Fairfax Ave Public	General Fund	80,000	
	Hoag Hospital Newport Beach CA 92663	N/A	500 Superior Ave #350 Public		500 Superior Ave #350 Public	General Fund	100,000	
	Giving it Back to Kids, Inc. Huntington Beach CA 92646	N/A	10112 Stonybrook Drive Public		10112 Stonybrook Drive Public	General Fund	35,000	
	Children's Hospital of Orange Cty Orange CA 92868	N/A	1201 W La Veta Ave Public		1201 W La Veta Ave Public	General Fund	10,000	
	Total						<u>1,184,930</u>	

**Federal Statements****Taxable Interest on Investments**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
Northern Trust - Domestic	\$ 16,768		14		
Northern Trust - Foreign	4,738		14		
Northern Trust - U.S. Governm	12		14		
OCHSA	41,644		14		
Total	\$ <u>63,162</u>				

**Taxable Dividends from Securities**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
Dividends - Domestic	\$ 349,769		14		
Dividends - Foreign	18,053		14		
Total	\$ <u>367,822</u>				

**Other Investment Income**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
Miscellaneous	\$ 133		14	
Accret_on	97		14	
Total	\$ <u>230</u>			