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For calendar year 2015, or tax year beginning 04-01-2015 , and ending 03-31-2016

Name of foundation THE HARRIET E PFLEGER FOUNDATION		A Employer identification number 33-0817673	
Number and street (or P O box number if mail is not delivered to street address) 550 WEST C STREET NO 1700		Room/suite B Telephone number (see instructions) (619) 282-7366	
City or town, state or province, country, and ZIP or foreign postal code SAN DIEGO, CA 92101		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 ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 23,800,533		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (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	80	80		
	4 Dividends and interest from securities	794,609	794,609		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	433,621			
	b Gross sales price for all assets on line 6a _____ 8,788,276				
	7 Capital gain net income (from Part IV, line 2)		433,621		
	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)				
	12 Total. Add lines 1 through 11	1,228,310	1,228,310		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	49,322	3,834		34,279
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	3,366	1,683		1,683
	b Accounting fees (attach schedule).	16,732	13,386		3,346
	c Other professional fees (attach schedule)	103,612	114,934		9,675
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).				
	24 Total operating and administrative expenses. Add lines 13 through 23	173,032	133,837		48,983
	25 Contributions, gifts, grants paid	1,672,600			1,672,600
	26 Total expenses and disbursements. Add lines 24 and 25	1,845,632	133,837		1,721,583
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-617,322			
	b Net investment income (if negative, enter -0-)		1,094,473		
c Adjusted net income (if negative, enter -0-)					

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	468,072	292,031	292,031
	2	Savings and temporary cash investments			
	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 ▶ _____			
	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)	2,086,177	2,002,069	14,993,055
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	8,708,435	8,361,088	8,515,447
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	9,826	0	0
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,272,510	10,655,188	23,800,533
	17	Accounts payable and accrued expenses			
	18	Grants payable	600,000	600,000	
	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)	600,000	600,000	
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	0	0	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	10,672,510	10,055,188	
	30	Total net assets or fund balances (see instructions)	10,672,510	10,055,188	
	31	Total liabilities and net assets/fund balances (see instructions)	11,272,510	10,655,188	

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	10,672,510
2	Enter amount from Part I, line 27a	2	-617,322
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	10,055,188
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	10,055,188

Part IV Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	MERRILL LYNCH 04267		2013-12-31	2015-12-31
b	EMERSON ELEC CO 9,760SH		1991-01-17	2016-03-16
c	CAPITAL GAINS DIVIDENDS	P		
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 8,234,376		8,270,546	-36,170
b 499,968		84,109	415,859
c 53,932			53,932
d			
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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
a			-36,170
b			415,859
c			53,932
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	433,621
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 instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	2,078,292	27,930,766	0 074409
2013	1,481,652	27,625,890	0 053633
2012	1,255,420	24,870,924	0 050477
2011	1,287,777	25,509,972	0 050481
2010	1,217,009	27,175,538	0 044783

2	Total of line 1, column (d).	2	0 273783
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	0 054757
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	23,593,716
5	Multiply line 4 by line 3.	5	1,291,921
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	10,945
7	Add lines 5 and 6.	7	1,302,866
8	Enter qualifying distributions from Part XII, line 4.	8	1,721,583

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 page 18 of the 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	10,945
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	10,945
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	10,945
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	13,229
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868).	6c	17,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	30,229
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ▶	10	19,284
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ▶ 19,284 Refunded ▶	11	0

Part VII-A **Statements Regarding Activities**

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?		Yes	No
1a				No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
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? <i>If "Yes," attach a detailed description of the activities</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA _____			
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? <i>If "No," attach explanation</i> .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		No

Part VII-A Statements Regarding Activities (continued)

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		No
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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>GATTO POPE WALWICK LLP</u> Telephone no ► <u>(619) 282-7366</u> Located at ► <u>550 WEST C STREET SUITE 1700 SAN DIEGO CA</u> ZIP+4 ► <u>92101</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► ☐ and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ►	16	Yes No	No No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ► ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ► 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		
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 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

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)?		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		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?		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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
LINDA PFLEGER EDWARDS PO BOX 7039 RANCHO SANTA FE, CA 92067	PRESIDENT 8 00	19,000	0	0
MARC EDWARDS PO BOX 7039 RANCHO SANTA FE, CA 92067	TRUSTEE 8 00	19,000	0	0
W RICHARD MILLS 81-600 TIBURON DRIVE LA QUINTA, CA 92253	TREASURER 2 00	11,322	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) 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. 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	
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	
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	23,585,797
b	Average of monthly cash balances.	1b	367,214
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	23,953,011
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	23,953,011
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	359,295
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	23,593,716
6	Minimum investment return. Enter 5% of line 5.	6	1,179,686

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	1,179,686
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	10,945
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,945
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,168,741
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,168,741
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	1,168,741

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	1,721,583
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	1,721,583
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	10,945
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,710,638

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

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,168,741
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			35,742	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,721,583				
a Applied to 2014, but not more than line 2a			35,742	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				1,168,741
e Remaining amount distributed out of corpus	517,100			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	517,100			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 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).	0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	517,100			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.	517,100			

Part XIV

b Check box to indicate whether the organization is a:

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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Part XV

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))

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 email 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		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)					
a <i>Paid during the year</i> See Additional Data Table					
Total				▶ 3a	1,672,600
b <i>Approved for future payment</i>					
Total				▶ 3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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)	No
(2) Other assets.	1a(2)	No
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
(3) Rental of facilities, equipment, or other assets.	1b(3)	No
(4) Reimbursement arrangements.	1b(4)	No
(5) Loans or loan guarantees.	1b(5)	No
(6) Performance of services or membership or fundraising solicitations.	1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No
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.		

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.		
▶	*****	2016-12-01	*****
	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 BRENT L GASTINEAU	Preparer's Signature	Date 2016-12-01	Check if self-employed ☒	PTIN P00359737
	Firm's name ☐ GATTO POPE & WALWICK LLP			Firm's EIN ☐	33-0371564
	Firm's address ☐ 550 WEST C STREET SUITE 1700 SAN DIEGO, CA 921013568			Phone no ☐	(619) 282-7366

Form 990PF Part XV Line 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)				
a Paid during the year				
ACIRFA 13556 KIBBINGS RD SAN DIEGO,CA 92130	N/A	PC	ZAMBULANCE PROGRAM	15,000
ANGELITOS DE ORO 14131 YORBA ST 2ND FLOOR TUSTIN,CA 92780	N/A	PC	GENERAL FUND	50,000
BEACH & COUNTRY GUILD PO BOX 3064 RANCHO SANTA FE,CA 92067	N/A	PC	GENERAL FUND	9,600
CANINE COMPANIONS 124 RANCHO DEL ORO DRIVE OCEANSIDE,CA 92057	N/A	PC	TEAM TRAINING PROGRAM	50,000
CASA DE AMPARO 3355 MISSION AVE OCEANSIDE,CA 92058	N/A	PC	MILITARY SUPPORT PROGRAM	200,000
HELEN WOODWARD ANIMAL CENTER 6461 EL APAJO RD RANCHO SANTA FE,CA 92067	N/A	PC	THERAPEUTIC RIDING PROGRAM	50,000
HOAG HOSPITAL FOUNDATION PO BOX 6100 NEWPORT BEACH,CA 92658	N/A	PC	GENERAL FUND	20,000
LITTLE STAR 256 RANCHO MILAGRO WAY HESPERUS,CO 81326	N/A	PC	GENERAL FUND	100,000
OCEAN DISCOVERY 2211 PACIFIC BEACH DRIVE SUITE A SAN DIEGO,CA 92121	N/A	PC	GENERAL FUND	40,000
OCEANA INC 1350 CONNECTICUT AVE NW 5TH FLOOR WASHINGTON,DC 20036	N/A	PC	GENERAL FUND	100,000
ORANGE COAST COMMUNITY 4041 MACARTHUR BLVD STE 510 NEWPORT BEACH,CA 92660	N/A	PC	GENERAL FUND	80,000
PERFORMING ANIMALS WELFARE PO BOX 8498 GALT,CA 95632	N/A	PC	GENERAL FUND	20,000
PLAY FOR PINK 60 EAST 56TH STREET 8TH FLOOR NEWYORK,NY 10022	N/A	PC	GENERAL FUND	5,000
PRO KIDS GOLF ACADEMY 4085 52ND STREET SAN DIEGO,CA 92105	N/A	PC	GENERAL FUND	50,000
RANCHO SANTA FE COMMUNITY CENTER PO BOX 1834 RANCHO SANTA FE,CA 92067	N/A	PC	GENERAL FUND	125,000
Total ▶ 3a				1,672,600

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
ROLF BENIRSCHKE'S LEGACY FOUNDATION PO BOX 231429 ENCINITAS,CA 92023	N/A	PC	GENERAL FUND	25,000
SAN DIEGO HUMANE SOCIETY 5500 GAINES ST SAN DIEGO,CA 92110	N/A	PC	GENERAL FUND	10,000
SAN DIEGO ZOOLOGICAL SOCIETY PO BOX 120551 SAN DIEGO,CA 92112	N/A	PC	ELEPHANT BEHAVIORAL MONITORING PROGRAM	30,000
SCI SPECIAL FUND 30398 ESPERANZA RANCHO SANTA MARGARITA,CA 92688	N/A	PC	GENERAL FUND	50,000
SCRIPPS HEALTH FOUNDATION 4275 CAMPUS POINT COURT SAN DIEGO,CA 92121	N/A	PC	GENERAL FUND	150,000
SUSAN G KOMEN 4699 MURPHY CANYON RD SAN DIEGO,CA 92123	N/A	PC	GENERAL FUND	5,000
TEAM OVERWATCH 3610 ZOLA ST SAN DIEGO,CA 92106	N/A	PC	GENERAL FUND	2,000
TERI INC 3225 ROYMAR ROAD OCEANSIDE,CA 92054	N/A	PC	GENERAL FUND	90,000
US FRIENDS OF THE DAVID SHELDRICK WILDLIFE TRUST 201 NORTH ILLINOIS ST 16TH FLR INDIANAPOLIS,IN 46204	N/A	PC	AERIAL SURVELLIANCE PROGRAM	106,000
URBAN YOUTH COLLABORATIVE PO BOX 124708 SAN DIEGO,CA 92112	N/A	PC	LUNCH CLUB	50,000
WORKSHOP FOR WARRIORS 2970 MAIN ST SAN DIEGO,CA 92113	N/A	PC	GENERAL FUND	240,000
Total ▶ 3a				1,672,600

TY 2015 Accounting Fees Schedule**Name:** THE HARRIET E PFLEGER FOUNDATION**EIN:** 33-0817673

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KUHN & KOVIAK	16,732	13,386		3,346

TY 2015 General Explanation Attachment**Name:** THE HARRIET E PFLEGER FOUNDATION**EIN:** 33-0817673

Identifier	Return Reference	Explanation
	FORM 990-PF, PART VII-A, LINE 12	A DISTRIBUTION WAS MADE FROM THE FOUNDATION TO A FUND OF THE RANCHO SANTA FE COMMUNITY CENTER OF WHICH A DISQUALIFIED PERSON HOLDS ADVISORY PRIVILEGES THE DISTRIBUTION WAS TREATED AS A "QUALIFYING DISTRIBUTION" PURPOSE UNDER IRC 170(C)(2)(B) - TO ENHANCE THE SPIRIT AND BENEFITS OF COMMUNITY LIFE IN RANCHO SANTA FE THROUGH PROGRAMS, EVENTS, AND SERVICES OF ENRICHMENT, RECREATION AND OUTREACH FOR ALL AGES

TY 2015 Investments Corporate Stock Schedule

Name: THE HARRIET E PFLEGER FOUNDATION

EIN: 33-0817673

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EMERSON ELECTRIC COMPANY	2,002,069	14,993,055

TY 2015 Investments - Other Schedule**Name:** THE HARRIET E PFLEGER FOUNDATION**EIN:** 33-0817673

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ARISTOTLE/SAUL GLOBAL	AT COST	88,420	85,506
AMER FUNDS WASHINGTON	AT COST	53,943	55,460
AMERICAN EURO PACIFIC	AT COST	53,650	55,158
AMER FUNDS AMCAP	AT COST	53,649	55,447
BLACKROCK TOTAL RETURN FUND	AT COST	385,417	390,416
BLACKROCK STRATEGIC	AT COST	235,736	230,466
BLACKROCK FLOATING RATE	AT COST	217,826	217,827
CREDIT SUISSE FLOATING	AT COST	291	283
DEUTSCHE X-TRACKERS MSCI	AT COST	157,057	150,967
EATON VANCE RCHRD BRNSTN	AT COST	207,243	203,846
HOTCHKIS & WILEY VALUE	AT COST	192,305	161,535
HENDERSON EUROPEAN FOCUS FUND	AT COST	179,903	158,812
ISHARES TRUST SHS ISHARE	AT COST	204,362	215,914
ISHARES TR CORE DIVID GROWTH	AT COST	221,204	226,354
JP MORGAN UNDS CVRD MNGRS	AT COST	74,088	77,000
KOPERNIK GLOBAL ALL CAP FD	AT COST	195,450	196,835
LATEEF FUND CL I FD	AT COST	163,708	163,834
LORD ABBETT SHORT DURATION FD	AT COST	157,558	155,030
LYRICAL US VALUE EQUITY	AT COST	138,813	144,393
MATTHEWS ASIA GROWTH	AT COST	67,225	72,259
MATTHEWS ASIA DIVIDEND	AT COST	70,083	70,539
METROPOLITAN WEST TOTAL RET FD	AT COST	390,042	389,320
NEUBERGER BERMAN STRATEGIC FUND	AT COST	213	209
PUTNAM TAX FREE HIGH YIELD FD	AT COST	153,576	155,542
POPLAR FOREST PARTNERS	AT COST	138,703	172,601
PIMCO INCOME FUND	AT COST	258,512	251,397
PIMCO INVESTMENT GRADE	AT COST	179,323	174,963
RIVERNORTH DOUBLE LN STRATEGIC	AT COST	378,813	382,157
SPDR BARCLAYS AGGREGATE	AT COST	308,454	311,486
SMEAD VALUE FUND	AT COST	141,482	137,350

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
TEMPLETON GLBL BOND FD	AT COST	169,629	161,972
TORTOISE MLP	AT COST	129,771	141,221
VANGUARD TOTAL INTL STK	AT COST	823,116	878,186
VANGUARD DIVIDEND FD	AT COST	159,737	163,654
VANGUARD TOTAL BOND MKT	AT COST	304,905	311,678
VANGUARD TOTAL STOCK MARKET	AT COST	1,245,938	1,325,969
VICTORY TRIVALENT INTL	AT COST	74,088	77,494
WISDOMTREE EMERGING MRKT	AT COST	223,096	228,380
YACKTMAN FOCUSED FUND	AT COST	163,759	163,987

TY 2015 Legal Fees Schedule**Name:** THE HARRIET E PFLEGER FOUNDATION**EIN:** 33-0817673

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	3,366	1,683		1,683

TY 2015 Other Assets Schedule**Name:** THE HARRIET E PFLEGER FOUNDATION**EIN:** 33-0817673

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE	9,826		

TY 2015 Other Professional Fees Schedule

Name: THE HARRIET E PFLEGER FOUNDATION

EIN: 33-0817673

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MERILL LYNCH	93,937	114,934		0
SUSAN GRINEL	9,675	0		9,675