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

2009

Department of the Treasury
Internal Revenue Service

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning 9/01, 2009, and ending 8/31, 2010

G Check all that apply. ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
Instructions.PLUM FOUNDATION
P.O. BOX 1613
STUDIO CITY, CA 91604

A Employer identification number

75-2406666

B Telephone number (see the instructions)

(818) 766-8064

C If exemption application is pending, check here ☐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 ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) _____

Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 3,147,558.

(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 the 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 (att sch)				
2 Ck ☒ if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments			N/A	
4 Dividends and interest from securities	79,852.	79,852.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	308,229.			
b Gross sales price for all assets on line 6a 3,124,473.				
7 Capital gain net income (from Part IV, line 2)		308,229.		
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/(loss) (att sch)				
11 Other income (attach schedule) SEE STATEMENT 1				
12 Total. Add lines 1 through 11.	388,087.	388,087.		
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages	47,722.	11,931.		35,791.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) SEE ST 2	3,800.	1,900.		1,900.
c Other prof fees (attach sch) SEE ST 3	25,708.	25,708.		
17 Interest				
18 Taxes (attach schedule)(see instr) SEE STM 4	11,180.	1,481.		2,793.
19 Depreciation (attach sch) and depletion.				
20 Occupancy				
21 Travel, conferences, and meetings.	4,765.	1,191.		3,574.
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 5	2,375.	594.		1,781.
24 Total operating and administrative expenses. Add lines 13 through 23	95,550.	42,805.		45,839.
25 Contributions, gifts, grants paid PART XV	183,000.			183,000.
26 Total expenses and disbursements. Add lines 24 and 25	278,550.	42,805.		228,839.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	109,537.			
b Net investment income (if negative, enter -0-)		345,282.		
c Adjusted net income (if negative, enter -0-)				

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ADMINISTRATIVE
AND
OPERATING
EXPENSES

22

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
A S S E T S	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	1,182.	10,825.	10,825.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	2,925.		
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	2,955,380.	3,066,281.	3,129,947.
	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)				
14 Land, buildings, and equipment: basis ▶ 2,428.				
Less: accumulated depreciation (attach schedule) SEE STMT 6 ▶ 2,428.				
15 Other assets (describe ▶ SEE STATEMENT 7)	10,887.	6,786.	6,786.	
16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	2,970,374.	3,083,892.	3,147,558.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ SEE STATEMENT 8)		3,981.	
	23 Total liabilities (add lines 17 through 22)	0.	3,981.	
F U N D A S S E T B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☒			
	24 Unrestricted	2,970,374.	3,079,911.	
	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, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	2,970,374.	3,079,911.	
	31 Total liabilities and net assets/fund balances (see the instructions)	2,970,374.	3,083,892.	

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	2,970,374.
2 Enter amount from Part I, line 27a	2	109,537.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,079,911.
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	3,079,911.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
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 3,124,473.		2,816,244.	308,229.
b			
c			
d			
e			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			308,229.
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	308,229.
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 the instructions) If (loss), enter -0- in Part I, line 8 If (loss), enter -0- in Part I, line 8	3	0.

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 (column (b) divided by column (c))
2008	227,098.	2,907,684.	0.078103
2007	288,638.	3,927,997.	0.073482
2006	284,084.	4,096,985.	0.069340
2005	298,277.	4,100,720.	0.072738
2004	298,703.	4,157,015.	0.071855

2 Total of line 1, column (d)	2	0.365518
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	0.073104
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,190,918.
5 Multiply line 4 by line 3	5	233,269.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,453.
7 Add lines 5 and 6	7	236,722.
8 Enter qualifying distributions from Part XII, line 4	8	228,839.

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 the instructions)

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	6,906.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	6,906.
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	6,906.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	2,925.	
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	2,925.	
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	3,981.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax	11		
	Refunded		

Part VII A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) N/A		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.		X

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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		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address: <u>N/A</u>	13	X	
14	The books are in care of <u>MRS. PAMELA PHILLIPS KAIZER</u> Telephone no. <u>818-766-8064</u> Located at <u>P.O. BOX 1613, STUDIO CITY, CA</u> ZIP + 4 <u>91604</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 <u>15</u>	N/A		N/A

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
1 a 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	N/A
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 2009?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ No	
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 the instructions.)	2 b	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. <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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 2009 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 2009.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

N/A

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

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**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
MS. EMILY MAUPIN P.O. BOX 1613 STUDIO CITY, CA 91604	VICE PRESIDE 0	0.	0.	0.
JOHN MONTFORD PO BOX 1613 STUDIO CITY, CA 91604	PRESIDENT 0	0.	0.	0.
BILL BALDRIDGE P.O. BOX 1613 STUDIO CITY, CA 91604	SECRETARY/TR 0	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				

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 N/A	
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	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3.	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	3,217,834.
b Average of monthly cash balances	1b	21,677.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	3,239,511.
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	3,239,511.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	48,593.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,190,918.
6 Minimum investment return. Enter 5% of line 5	6	159,546.

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	159,546.
2a Tax on investment income for 2009 from Part VI, line 5	2a	6,906.
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	6,906.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	152,640.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	152,640.
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	152,640.

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	228,839.
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	228,839.
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	228,839.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7.				152,640.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	93,739.			
b From 2005.	109,567.			
c From 2006 .	84,198.			
d From 2007 .	98,868.			
e From 2008 .	83,064.			
f Total of lines 3a through e	469,436.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 228,839.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2009 distributable amount				152,640.
e Remaining amount distributed out of corpus	76,199.			
5 Excess distributions carryover applied to 2009 (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	545,635.			
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 2008. Subtract line 4a from line 2a. Taxable amount — see instructions.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 .				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions) .	93,739.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	451,896.			
10 Analysis of line 9:				
a Excess from 2005	109,567.			
b Excess from 2006	84,198.			
c Excess from 2007	98,868.			
d Excess from 2008	83,064.			
e Excess from 2009	76,199.			

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 SCHEDULE ATTACHED			SEE ATTACHED SCHEDULE	183,000.
Total.			3a	183,000.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
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	79,852.		
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			14	6.		
8 Gain or (loss) from sales of assets other than inventory			18	308,229.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a						
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)				388,087.		
13 Total. Add line 12, columns (b), (d), and (e)				13	388,087.	

(See worksheet in the instructions for line 13 to verify calculations.)

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

[illegible]

2009

FEDERAL STATEMENTS

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PLUM FOUNDATION

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 6.	\$ 6.	
TOTAL	\$ 6.	\$ 6.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	\$ 3,800.	\$ 1,900.		\$ 1,900.
TOTAL	\$ 3,800.	\$ 1,900.		\$ 1,900.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT COUNSELOR	\$ 25,708.	\$ 25,708.		
TOTAL	\$ 25,708.	\$ 25,708.		\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CURRENT FEDERAL EXCISE TAX	\$ 6,906.			
FOREIGN DIVIDENDS TAX	568.	\$ 568.		
OTHER TAXES & LICENSES	55.			\$ 55.
PAYROLL TAXES	3,651.	913.		2,738.
TOTAL	\$ 11,180.	\$ 1,481.		\$ 2,793.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	\$ 1,511.	\$ 378.		\$ 1,133.
OFFICE EXPENSE	293.	73.		220.
TELEPHONE	571.	143.		428.
TOTAL	\$ 2,375.	\$ 594.		\$ 1,781.

STATEMENT 6
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
MACHINERY AND EQUIPMENT	\$ 2,428.	\$ 2,428.	\$ 0.	\$ 0.
TOTAL	\$ 2,428.	\$ 2,428.	\$ 0.	\$ 0.

STATEMENT 7
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST.	\$ 6,786.	\$ 6,786.
TOTAL	\$ 6,786.	\$ 6,786.

STATEMENT 8
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

FEDERAL EXCISE TAXES PAYABLE	\$ 3,981.
TOTAL	\$ 3,981.

STATEMENT 9
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: SEE ATTACHED FOUNDATION BROCHURE
NAME: SAME AS PART VII-A, LINE 14
CARE OF:
STREET ADDRESS: P.O. BOX 1613
CITY, STATE, ZIP CODE: STUDIO CITY, CA 91604
TELEPHONE:
FORM AND CONTENT: SEE ATTACHED FOUNDATION BROCHURE
SUBMISSION DEADLINES: SEE ATTACHED FOUNDATION BROCHURE

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FEDERAL STATEMENTS

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PLUM FOUNDATION

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STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

RESTRICTIONS ON AWARDS: SEE ATTACHED FOUNDATION BROCHURE

The Plum Foundation
EIN 75-2406666
Year Ended 8/31/10

Part II, Line 10 - Investments

	<u>Beginning</u>	<u>Ending</u>	
	<u>Book Value</u>	<u>Book Value</u>	<u>Fair Market</u>
Smith Barney	\$ 771,263	\$ 726,643	\$ 751,868
Fayez	571,270	-	-
Charles Schwab	1,612,846	2,339,638	2,378,079
Total investments	<u>\$ 2,955,379</u>	<u>\$ 3,066,281</u>	<u>\$ 3,129,947</u>

The Plum Foundation
EIN 75-2406666
Year Ended 8/31/10

Part IV, Line 1a - Capital Gains & Losses

	Purchase Date	Sale Date	Shares Sold	Cost	Sales Proceeds	Gain/Loss
Morgan Stanley Smith Barney Investments						
Bell South	9/14/1996	2/15/2010	50,000	\$ 51,053	\$ 50,000	\$ (1,053)
Dupont	8/29/2000	10/15/2009	50,000	49,248	50,000	752
Goldman Sachs Investments						
Abbot Labs	Various	5/11/2010	500	7,703	24,597	16,894
American Express	10/16/2003	5/11/2010	200	8,482	8,638	156
Apple	Various	5/11/2010	200	24,093	51,179	27,086
Automatic Data Processing	4/26/2006	5/11/2010	200	8,265	8,452	187
Becton Dickinson & Co	6/23/2009	5/11/2010	100	6,909	7,427	518
Broadridge Financial Solutions	Various	5/11/2010	50	885	1,049	164
Caterpillar	4/26/2006	5/11/2010	150	11,459	9,855	(1,604)
Chevron/Texaco	Various	5/11/2010	400	9,520	31,809	22,289
Cisco	2/6/2008	5/11/2010	1,000	23,900	25,930	2,030
Coca-Cola	Various	5/11/2010	1,300	28,525	69,595	41,070
Conoco Phillips	Various	5/11/2010	400	27,285	22,814	(4,471)
Disney Company	4/8/2010	5/11/2010	200	7,153	7,111	(42)
Entergy	2/6/2008	1/20/2010	100	10,685	7,961	(2,724)
Exelon	Various	1/20/2010	200	12,569	9,586	(2,983)
Exxon Mobil	Various	5/11/2010	1,200	18,383	77,039	58,656
Fluor	2/6/2008	5/11/2010	200	11,674	10,029	(1,645)
Franklin Resources Inc	2/20/2009	5/11/2010	100	5,033	10,863	5,830
Freeport-McMoran Copper	Various	5/11/2010	150	15,579	10,532	(5,047)
General Dynamics	6/27/2008	5/11/2010	150	12,584	10,846	(1,738)
General Electric	Various	5/11/2010	1,000	6,345	17,815	11,470
Halliburton	2/6/2008	5/11/2010	400	13,610	11,278	(2,332)
IBM	1/20/2010	5/11/2010	150	19,462	19,010	(452)
Intel	Various	1/20/2010	200	1,599	4,135	2,536
Intel	Various	5/11/2010	1,000	7,996	22,199	14,203
Intuitive Surgical	6/27/2008	5/11/2010	50	13,501	17,194	3,693
Johnson & Johnson	Various	5/11/2010	1,000	11,787	64,407	52,620
JP Morgan Chase	Various	5/11/2010	500	9,220	20,656	11,436
McDermott	2/6/2008	5/11/2010	200	8,948	4,995	(3,953)
McDonalds	Various	5/11/2010	400	13,411	28,174	14,763
McGraw Hill	6/9/1999	5/11/2010	300	8,160	8,935	775
Medtronic	2/6/2008	5/11/2010	200	9,481	8,508	(973)
Merck	Various	5/11/2010	500	11,411	16,669	5,258
Microchip Technology	2/6/2008	5/11/2010	200	6,267	5,688	(579)
Microsoft	2/6/2008	5/11/2010	500	14,612	14,405	(207)
Nestle SA Sponsored ADR	Various	5/11/2010	1,000	6,661	47,159	40,498
News Corp Class A	Various	5/11/2010	400	2,123	5,714	3,591
News Corp Class B	Various	5/11/2010	700	4,272	11,651	7,379
Occidental Petroleum	Various	5/11/2010	300	17,749	24,779	7,030
PepsiCo	Various	5/11/2010	400	7,105	26,603	19,498
Praxair	4/26/2006	5/11/2010	150	8,345	12,017	3,672
Proctor & Gamble	Various	5/11/2010	600	7,691	37,364	29,673
Qualcomm	2/6/2008	5/11/2010	200	8,199	7,453	(746)
Rio Tinto PLC	9/11/2008	5/11/2010	160	11,781	7,676	(4,105)
Roche Holding	1/20/2010	5/11/2010	400	17,780	14,844	(2,936)
Royal Dutch Shell	Various	5/11/2010	400	8,990	22,402	13,412
SYSCO	4/26/2006	5/11/2010	200	6,160	6,028	(132)
Target	2/6/2008	5/11/2010	300	15,896	16,807	911
Texas Instruments	2/6/2008	5/11/2010	500	15,173	12,771	(2,402)
Total SA Sponsored ADR CMN	Various	5/11/2010	300	19,122	15,101	(4,021)
Transocean	2/6/2008	1/20/2010	100	12,242	8,565	(3,677)
United Technologies	Various	5/11/2010	350	22,674	25,578	2,904
Walgreen	Various	5/11/2010	1,000	4,416	36,004	31,588

The Plum Foundation
EIN 75-2406666
Year Ended 8/31/10

Part IV, Line 1a - Capital Gains & Losses

	Purchase Date	Sale Date	Shares Sold	Cost	Sales Proceeds	Gain/Loss
Wal-Mart	Various	5/11/2010	400	9,274	20,954	11,680
Charles Schwab						
Allianz OCC Opportunity Fund Instl Cl	Various	5/19/2010	2,539	57,208	51,935	(5,273)
American Fd Europacific Growth Fd F2	5/20/2010	6/18/2010	3,485	116,931	125,330	8,399
Artisan Intl Fund	Various	5/19/2010	3,481	99,212	62,131	(37,081)
Blackrock Equity Dividend Cl I	Various	5/19/2010	6,153	120,792	95,354	(25,438)
Capital Gain Dividends					3,586	3,586
Dodge & Cox Intl Stock Fund	Various	5/19/2010	1,973	81,038	58,105	(22,933)
Fidelity Equity Income Fund	5/20/2010	6/18/2010	308	163,554	170,714	7,160
Fidelity Mid Cap Val	5/20/2010	6/21/2010	4,562	58,906	63,616	4,710
Goldman Sachs Small Cap	5/20/2010	6/18/2010	1,698	57,947	60,324	2,377
Harbor International Fund Instl Cl	5/20/2010	7/20/2010	2,467	116,905	127,207	10,302
ICM Small Cap Co. Portfolio Instl Cl	Various	5/19/2010	1,512	55,635	40,447	(15,188)
JPMorgan Mid Cap Value Inst	Various	5/19/2010	1,879	47,170	38,606	(8,564)
Loomis Sayles Bond Cl I	Various	5/19/2010	5,457	77,001	74,474	(2,527)
Merger Fund	Various	7/29/2010	1,861	28,581	29,400	819
Morgan Stanley Emerging Mkts Fund Cl I	Various	1/8/2010	2,227	67,653	52,641	(15,012)
Morgan Stanley Emerging Mkts Fund Cl I	Various	6/21/2010	6,771	139,844	155,790	15,946
Oakmark Intl Small Cap Fund	Various	5/19/2010	4,978	89,655	58,445	(31,210)
PIMCO All Asset Instl Cl	Various	6/18/2010	7,513	88,817	88,858	41
PIMCO Foreign Bond Fund Instl Class	Various	10/26/2009	585	5,850	6,000	150
PIMCO Total Return Fund Instl Class	Various	10/26/2009	562	5,777	6,100	323
RS Emerging Mkts Fd Cl Y	1/8/2010	5/19/2010	2,207	52,642	47,244	(5,398)
Selected American Shares Class S	Various	5/19/2010	2,627	114,861	96,382	(18,479)
SPDR S&P Intl Small Cap ETF	Various	6/18/2010	3,975	94,486	99,620	5,134
TCW Total Return Bond Fund I Class	Various	12/14/2009	17,307	165,094	175,999	10,905
Vanguard 500 Index Fund	5/20/2010	6/18/2010	1,417	140,300	146,517	6,217
Vanguard Small Cap Growth Index Fund	5/20/2010	6/18/2010	3,367	57,935	60,798	2,863
				<u>\$ 2,816,244</u>	<u>\$ 3,124,473</u>	<u>\$ 308,229</u>
Capital Gain/(Loss)						

The Plum Foundation
EIN 75-2406666
Form 990-PF, Part XV, Line 3, Grants (09/09 - 08/10)

<u>Grant Recipients</u>	<u>Address</u>	<u>Purpose</u>	<u>Amount</u>
Grants Approved & Paid This Year			
Best Friends	5001 Angel Canyon Road Kanab, UT 84741	Animal rescue	\$ 15,000.00
Beverly Hills High School ASB	241 Moreno Drive Beverly Hills, CA 90212	New Orleans community service	3,500.00
Blank Theatre Company	1301 Lucile Avenue Los Angeles, CA 90026	Youth playwrighting program	9,000.00
Cedars Sinai Medical Center Michael B Lewis, M D	8700 Beverly Blvd , #2416 Los Angeles, CA 90048	Medical research	15,000 00
FASEB	9650 Rockville Pike Bethesda, MD 20814	Summer research conference	5,000 00
Friends of Israel's Environment	4182 Beck Avenue Studio City, CA 91604	Operating support	12,500.00
Green Course c/o PEF Israel Endowment Funds	317 Madison Ave , #607 New York, NY 10017	Operating support	2,500 00
Jewish Jumpstart	2554 Lincoln Blvd., #650 Venice, CA 90291	Operating support	5,000.00
International Fund for Animal Welfare	290 Summer Street Yarmouth Port, MA 02675	Animal preservation	18,000.00
National Western Art Foundation	315 E. Commerce, #205 San Antonio, TX 78205	Operating support	25,000.00
Partners in Health	888 Commonwealth Ave., 3rd Fl Boston, MA 02215	Haitian earthquake relieve	10,000 00
Regents of the University of California UCSF Dept of Anatomy	200 Montgomery St., 5th Fl San Francisco, CA 94101	Medical research	30,000 00
Skirball Cultural Center	2701 North Sepulveda Blvd. Los Angeles, CA 90049	Operating support	5,000 00
United in Harmony	P O Box 34456 Los Angeles, CA 90034	Operating support	2,500 00
University of California, Davis	196 Briggs Hall Davis, CA 95616	Medical research	20,000 00
University of Texas Health Science Center	7703 Floyd Curl Drive San Antonio, TX 78229	Operating support	5,000.00
Total Grants Paid During the Year (Line 3a)			<u>\$ 183,000.00</u>