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

OMB No 1545-0052

2011

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 2011, or tax year beginning 9/01, 2011, and ending 8/31, 2012

PLUM FOUNDATION
P.O. BOX 1613
STUDIO CITY, CA 91604A Employer identification number
75-2406666B Telephone number (see the instructions)
(818) 980-0340G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH 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)
\$ 3,017,392.J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)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 ☐

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 (att sch)	10,000.			
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	116,779.	116,779.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	15,002.			
b Gross sales price for all assets on line 6a	1,617,926.			
7 Capital gain net income (from Part IV, line 2)		15,002.		
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)				
12 Total. Add lines 1 through 11	141,781.	131,781.		
13 Compensation of officers, directors, trustees, etc	0.			
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 1	4,050.	2,025.		2,025.
c Other prof fees (attach sch) SEE ST 2	23,793.	23,793.		
17 Interest				
18 Taxes (attach schedule) (see instrs) SEE STM 3	4,612.	913.		2,798.
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	10,121.	2,530.		7,591.
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 4	1,882.	471.		1,411.
24 Total operating and administrative expenses. Add lines 13 through 23	92,180.	41,663.		49,616.
25 Contributions, gifts, grants paid PART XV	244,900.			244,900.
26 Total expenses and disbursements. Add lines 24 and 25	337,080.	41,663.		294,516.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-195,299.			
b Net investment income (if negative, enter -0-)		90,118.		
c Adjusted net income (if negative, enter -0-)				

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ADMINISTRATIVE AND OPERATING EXPENSES

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing				
	2	Savings and temporary cash investments		1,843.	12,734.	12,734.
	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 sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		3,951.	3,050.	3,050.
	10a	Investments — U.S. and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule)		2,915,248.	2,715,889.	2,994,875.
	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 5	2,428.			
15	Other assets (describe SEE STATEMENT 6)		9,411.	6,733.	6,733.	
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		2,930,453.	2,738,406.	3,017,392.	
LIABILITIES	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 7)			3,252.	
	23	Total liabilities (add lines 17 through 22)		0.	3,252.	
NET FUND ASSETS OR	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒					
	24	Unrestricted		2,930,453.	2,735,154.	
	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 instructions)		2,930,453.	2,735,154.	
	31	Total liabilities and net assets/fund balances (see instructions)		2,930,453.	2,738,406.	

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	2,930,453.
2	Enter amount from Part I, line 27a	2	-195,299.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	2,735,154.
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	2,735,154.

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 1,617,926.		1,602,924.	15,002.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(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	
a			15,002.
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	15,002.
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	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))
2010	292,876.	3,338,295.	0.087732
2009	228,839.	3,190,918.	0.071716
2008	227,098.	2,907,684.	0.078103
2007	288,638.	3,927,997.	0.073482
2006	284,084.	4,096,985.	0.069340

2 Total of line 1, column (d)	2	0.380373
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	0.076075
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,082,679.
5 Multiply line 4 by line 3	5	234,515.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	901.
7 Add lines 5 and 6	7	235,416.
8 Enter qualifying distributions from Part XII, line 4	8	294,516.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

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 instrs)		1	901.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	901.
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	901.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	3,951.	
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	3,951.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,050.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <u>3,050.</u> Refunded	11	0.	

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)? <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>		X
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 <u>\$ 0.</u> (2) On foundation managers <u>\$ 0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <u>\$ 0.</u>		
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>		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? <i>If 'Yes,' attach a conformed copy of the changes.</i>		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? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions). <u>N/A</u>		
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>	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 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) 980-0340</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. <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country			X

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	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 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 2011 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 2011.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	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)?

5b N/A

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 ☒ Nob 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 ☒ Nob 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
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

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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	3,119,532.
b Average of monthly cash balances	1b	10,091.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	3,129,623.
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	3,129,623.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	46,944.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,082,679.
6 Minimum investment return. Enter 5% of line 5	6	154,134.

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	154,134.
2a Tax on investment income for 2011 from Part VI, line 5	2a	901.	
b Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	901.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	153,233.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	153,233.
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	153,233.

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	294,516.
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	294,516.
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	901.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	293,615.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				153,233.
2 Undistributed income, if any, as of the end of 2011.				
a Enter amount for 2010 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	84,198.			
b From 2007	98,868.			
c From 2008	83,064.			
d From 2009	76,199.			
e From 2010	127,410.			
f Total of lines 3a through e	469,739.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 294,516.				
a Applied to 2010, 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 2011 distributable amount				153,233.
e Remaining amount distributed out of corpus	141,283.			
5 Excess distributions carryover applied to 2011 (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	611,022.			
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 2010 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				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 2006 not applied on line 5 or line 7 (see instructions)	84,198.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	526,824.			
10 Analysis of line 9:				
a Excess from 2007	98,868.			
b Excess from 2008	83,064.			
c Excess from 2009	76,199.			
d Excess from 2010	127,410.			
e Excess from 2011	141,283.			

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	244,900.
Total				3a 244,900.
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 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	116,779.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	15,002.	
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)				131,781.	
13	Total. Add line 12, columns (b), (d), and (e)				131,781.	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

2011

Name of the organization

PLUM FOUNDATION

Employer identification number

75-2406666

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

PLUM FOUNDATION

75-2406666

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DEBBIE AND JOHN MONTFORD 1 BUCKINGHAM COURT SAN ANTONIO, TX 78257	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

PLUM FOUNDATION

Employer identification number

75-2406666

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A		
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization
PLUM FOUNDATIONEmployer identification number
75-2406666**Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year.** Complete cols (a) through (e) and the following line entry.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ N/A

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

2011

FEDERAL STATEMENTS

PAGE 1

CLIENT 77109

PLUM FOUNDATION

75-2406666

STATEMENT 1
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	\$ 4,050.	\$ 2,025.		\$ 2,025.
TOTAL	\$ 4,050.	\$ 2,025.		\$ 2,025.

STATEMENT 2
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	\$ 23,793.	\$ 23,793.		
TOTAL	\$ 23,793.	\$ 23,793.		\$ 0.

STATEMENT 3
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	\$ 901.			
OTHER TAXES AND LICENSES	60.			\$ 60.
PAYROLL TAXES	3,651.	\$ 913.		2,738.
TOTAL	\$ 4,612.	\$ 913.		\$ 2,798.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	\$ 35.	\$ 9.		\$ 26.
INSURANCE	1,433.	358.		1,075.
OFFICE EXPENSE	414.	104.		310.
TOTAL	\$ 1,882.	\$ 471.		\$ 1,411.

2011

FEDERAL STATEMENTS

PAGE 2

CLIENT 77109

PLUM FOUNDATION

75-2406666

STATEMENT 5
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 6
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST	\$ 6,733.	\$ 6,733.
TOTAL	\$ 6,733.	\$ 6,733.

STATEMENT 7
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

ACCRUED PAYROLL	\$ 3,252.
TOTAL	\$ 3,252.

STATEMENT 8
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
RESTRICTIONS ON AWARDS:	SEE ATTACHED FOUNDATION BROCHURE

The Plum Foundation
EIN 75-2406666
Year Ended 8/31/12

Statement for Part IV, Line 1a - Capital Gains & Losses

	Purchase Date	Sale Date	Shares Sold	Cost	Sales Proceeds	Gain/Loss
Morgan Stanley Smith Barney Investments						
Citicorp Sub Notes Dtd 10/15/2011	8/24/2000	10/17/2011	50,000	50,462.00	50,000.00	(462.00)
Goldman Sachs Group Inc	3/21/2002	1/17/2012	25,000	24,964.25	25,000.00	35.75
John Deere Capital Corp	4/25/2002	3/15/2012	30,000	31,146.60	30,000.00	(1,146.60)
Barclays Bank Plc	3/2/2011	7/31/2012	30,000	29,434.14	30,000.00	565.86
Western Asset Global High Fd	12/9/2011	8/16/2012	1	8.58	9.11	0.53
Charles Schwab						
RS Emerging Markets Fd CL Y		10/12/2011	5,850	134,933	121,011	(13,922)
JPMorgan Strategic Incm Oppty Sct		11/15/2011	12,586	146,188	145,228	(960)
Allianz Agic Opportunity Instl Cl		11/1/2011	2,685	55,544	55,216	(328)
ICM Small Cap Company Portfolio Instl Cl		11/2/2011	2,109	54,615	57,858	3,243
Artisan International Fund		11/4/2011	1,035	19,400	21,800	2,400
Blackrock Equity Dividend CL I		11/4/2011	1,122	17,569	20,200	2,631
Dodge and Cox International Stock Fund		11/4/2011	680	20,376	21,600	1,224
Fidelity Contra Fund		11/4/2011	354	14,532	24,600	10,068
Marketfield Fund		11/4/2011	905	12,300	12,400	100
Permanent Portfolio		11/4/2011	237	8,531	11,600	3,069
UBS AG Jersey E Tracs		11/8/2011	440	12,171	13,565	1,394
Nuveen Tradewinds Global All Cap I		3/27/2012	4,501	127,310	115,125	(12,185)
Templeton Global Bond Fund Adv Cl		4/3/2012	13,034	179,333	171,256	(8,077)
Templeton Global Total Return Adv		6/7/2012	13,145	172,448	162,458	(9,990)
Aberdeen Emerging Markets Instl Cl		6/12/2012	1,881	15,560	24,628	9,068
Permanent Portfolio		6/15/2012	2,997	105,627	140,133	34,506
Aberdeen Emerging Markets Instl Cl		6/25/2012	3,763	49,553	50,778	1,225
Cambiar Aggr Value Inv		6/28/2012	9,865	115,125	93,521	(21,604)
Doubleline Total Return Bd Fd Cl I		7/18/2012	3,087	33,864	34,800	936
Pimco Total Return Fund Instl Cl		7/18/2012	2,191	22,510	25,000	2,490
Aberdeen Emerging Markets Instl Cl		7/18/2012	804	10,593	11,300	707
Artisan International Fund		7/18/2012	455	8,514	9,900	1,386
Aston River Road Independent Val Fd I		7/18/2012	1,063	11,378	11,700	322
Blackrock Equity Dividend CL I		7/18/2012	516	8,073	10,000	1,927
Dodge and Cox International Stock Fund		7/18/2012	158	4,741	4,700	(41)
FMI Large Cap Fund		7/18/2012	2,526	41,924	42,000	76
JPMorgan Mid Cap Value Instl		7/18/2012	416	8,468	11,000	2,532
Marketfield Fund		7/18/2012	1,609	21,862	24,500	2,638
Rivemorth Core Opportunity		7/18/2012	1,481	18,729	17,500	(1,229)
Touchstone Small Cap Core Fd Cl Y		7/18/2012	453	6,285	7,000	715
UBS AG Jersey E Tracs		7/20/2012	320	8,852	10,540	1,688
				\$ 1,602,924	\$ 1,617,926	\$ 15,002
Capital Gain/(Loss)						

The Plum Foundation
EIN 75-2406666
Form 990-PF, Part XV, Line 3, Grants (09/11 - 08/12)

<u>Grant Recipients</u>	<u>Address</u>	<u>Purpose</u>	<u>Amount</u>
Grants Approved & Paid This Year			
Bill Foundation	P O Box 5202 Beverly Hills, CA 90209	Operating support	\$ 20,000 00
Blank Theatre Company	1301 Lucile Avenue Los Angeles, CA 90026	Youth Playwriting Program	12,000 00
Briscoe Western Art Museum	315 E Commerce #205 San Antonio, TX 78205	Operating support	35,000 00
Cedars Sinai Medical Center Michael B Lewis, M D	8700 Beverly Blvd. #2416 Los Angeles, CA 90048	Medical research	25,000 00
College for all Texans Foundation	1200 East Anderson Lane Austin, TX 78752	Scholarship Fund	10,000 00
Curators of the University of Missouri at Kansas City	5211 Rockhill Road Kansas City, MO 64110	Research	25,000 00
Epilepsy Foundation of Greater Los Angeles	5777 W. Century Blvd #820 Los Angeles, CA 90045	Operating support	10,000 00
FASEB	9650 Rockville Pike Bethesda, MD 20814	Conference Travel	5,400 00
Food Forward	7412 Fulton #3 North Hollywood, CA 90049	Operating support	7,500 00
Friends of Israel's Environment	4182 Beck Avenue Studio City, CA 91604	Operating support	20,000.00
Gentle Barn Foundation	15825 Sierra Highway Santa Clarita, CA 91390	Operating support	8,000 00
Institute for Scientific Exploration	4401 Roland Ave #405 Baltimore, MD 21210	Research	45,000.00
Lhasa Happy Homes	1158 26th Street, #190 Santa Monica, CA 90403	Operating support	1,000.00
Rocket Dog Rescue	260 St Augustine Drive Benicia, CA 94510	Operating support	15,000 00
Skirball Cultural Center	2701 North Sepulveda Blvd Los Angeles, CA 90049	Operating support	5,000 00
Wild Wings of California	1837 Fernndge Drive San Dimas, CA 91773	Operating support	1,000 00
Total Grants Paid During the Year (Line 3a)			<u>\$244,900 00</u>

CURRENT FIELDS OF EMPHASIS & INTEREST:

Grants will be considered in the following five areas of interest:

EDUCATION, with an emphasis on educational programs in the sciences and the arts;

VISUAL AND PERFORMING ARTS

ENVIRONMENT

MEDICAL RESEARCH

ANIMAL PROTECTION, typically the Foundation does not fund individual shelters for domesticated animals.

Grants are made for both: specific program support and general operating support. The Foundation prefers not to fund requests for capital support.

Grants typically range from \$5,000 to \$10,000 though larger requests are considered for medical research.

The Foundation does not make multi-year grants.

The Foundation's priorities are reviewed annually.

Organizations applying to the Foundation, who have not received a grant in prior years, should call to determine if the Foundation is currently accepting proposals from new organizations.

GEOGRAPHIC FOCUS:

The Foundation's geographic focus is the Los Angeles area and West Texas. Environmental and animal protection projects will be considered in other geographical areas.

DEADLINES:

Proposals are accepted between April 1 and August 31.

Grants are awarded once a year. Final approval for all grants is made at the Foundation's year-end meeting. For example, proposals received during one calendar year are actually funded in the next calendar year. Therefore requests for funding should be for activities planned for the year following submission of the proposal.

APPLICATION:

Applicants should send a short—two pages or less—letter of inquiry to the Foundation.

This letter, on organization letterhead, should describe the:

1) background and purpose of the organization,

2) the specific program, if any, the organization is requesting funds for, and

3) amount of the request.

As a separate attachment the applicant should also include a list of major funders, budget for the current year and a copy of the I.R.S. tax exemption letter certifying that the organization is tax exempt under section 501 (c) (3).

The applicant will be notified if the Foundation desires additional information. Applicants may also furnish a financial statement and public relations materials i.e. annual report, newspaper reprints, etc. along with the letter of inquiry.

Please Note: Do not send the letter or supporting documentation in any type of folder. These folders do not fit in our files and must be thrown away. Do not mail materials to the Foundation via Federal Express, Priority Mail or Certified Mail. Please mail all correspondence to the Foundation via regular U.S. Mail.

GRANT POLICIES:

1) Grants are made only to qualified tax exempt organizations. The Foundation does not make grants to individuals.

2) Grants are made only to projects which fall within the Foundation's current fields of interest and geographical focus.

3) Grants are made only for one year and no representation is express or implied that continuing support will be forthcoming.

THE FOUNDATION WILL NOT:

1) Make grants for the purchase of real property or construction of buildings.

2) Make grants to general endowment funds, or annual fund drives of unified campaigns.

3) Make grants for political or lobbying activities.

4) Make grants to religious groups or individual churches. Church supported schools engaged in the goals of the Foundation are an exception.

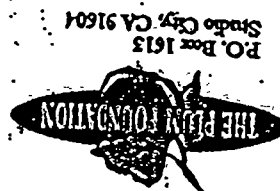
COMMUNICATION WITH THE FOUNDATION:

Receipt of letter of inquiry is not acknowledged when received, but you will receive notification of the status of your inquiry after either the summer, fall or year-end board directors meetings. If you have a question about the status of your proposal, please call the office. If you have to leave a message, all calls are returned.



P.O. Box 1613
Studio City, CA 91604
818-766-8064 (phone & fax)
Pam Kaizer, Executive Director
Office hours Monday-Friday
9 a.m. to 3 p.m.

Please review the following
information carefully in
determining whether or not to
apply to the foundation for funding.
If after reading these guidelines,
you are unsure whether your
organization meets the foundation's
areas of interest or geographic focus,
please do not hesitate to call
Pam Kaizer, Executive Director,
for further clarification.



P.O. Box 1613
Studio City, CA 91604

