



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation The Drum Foundation		A Employer identification number 94-6067469
Number and street (or P.O. box number if mail is not delivered to street address) 180 Montgomery Street	Room/suite 1616	B Telephone number 415-364-9700
City or town, state or province, country, and ZIP or foreign postal code San Francisco, CA 94104		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,718,918. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		120.	120.		Statement 1
4 Dividends and interest from securities		107,470.	107,470.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		142,270.			
b Gross sales price for all assets on line 6a		1,057,728.			
7 Capital gain net income (from Part IV, line 2)			142,270.		
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)					
11 Other income		1,541.	1,541.		Statement 3
12 Total. Add lines 1 through 11		251,401.	251,401.		
13 Compensation of officers, directors, trustees, etc.		46,000.	11,500.		34,500.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		33,700.	8,425.		25,275.
b Accounting fees					
c Other professional fees		31,460.	31,460.		0.
17 Interest					
18 Taxes		5,588.	608.		0.
19 Depreciation and depletion					
20 Occupancy		7,200.	1,800.		5,400.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		3,826.	318.		3,508.
24 Total operating and administrative expenses. Add lines 13 through 23		127,774.	54,111.		68,683.
25 Contributions, gifts, grants paid		177,000.			177,000.
26 Total expenses and disbursements. Add lines 24 and 25		304,774.	54,111.		245,683.
27 Subtract line 26 from line 12		<53,373.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			197,290.		
c Adjusted net income (if negative, enter -0-)				N/A	

RECEIVED
 SEP 04 2014
 STMT 4
 OGDEN, UT
 STMT 5

SCANNED SEP 05 2014

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

	Beginning of year (a) Book Value	End of year	
		(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing		<6.>	<6.>
2 Savings and temporary cash investments	141,914.	464,489.	464,489.
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			
7 Other notes and loans receivable ▶ 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 Stmt 8	122,288.	123,767.	126,746.
b Investments - corporate stock Stmt 9	1,614,778.	1,444,350.	3,084,091.
c Investments - corporate bonds Stmt 10	1,235,363.	1,028,370.	1,043,598.
11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other			
14 Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
15 Other assets (describe ▶ Statement 11)	0.	0.	0.
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	3,114,343.	3,060,970.	4,718,918.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable			
22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	3,114,343.	3,060,970.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	3,114,343.	3,060,970.	
31 Total liabilities and net assets/fund balances	3,114,343.	3,060,970.	

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	3,114,343.
2 Enter amount from Part I, line 27a	2	<53,373.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,060,970.
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	3,060,970.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly traded securities	P		
b Capital Gains Dividends			
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 1,042,317.		915,458.	126,859.
b 15,411.			15,411.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			126,859.
b			15,411.
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	142,270.
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) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2012	293,621.	4,563,195.	.064345
2011	268,104.	4,459,269.	.060123
2010	281,825.	4,291,525.	.065670
2009	259,209.	3,900,770.	.066451
2008	290,953.	4,908,547.	.059275

2 Total of line 1, column (d)	2	.315864
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	.063173
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,686,119.
5 Multiply line 4 by line 3	5	296,036.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,973.
7 Add lines 5 and 6	7	298,009.
8 Enter qualifying distributions from Part XII, line 4	8	245,683.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,946.
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	3,946.
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	3,946.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,500.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	9,500.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	5,554.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 0. Refunded <input type="checkbox"/>	11	5,554.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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
4a 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?		
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, col. (c), and Part XV		X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? 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 2013 or the taxable year beginning in 2013 (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

N/A

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). 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) 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 14 The books are in care of Botto Law Group LLP Telephone no 415-364-9700 Located at 180 Montgomery St., Ste. 1616, San Francisco, CA ZIP+4 94104 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 16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country

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.

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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.) 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 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 2013? 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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 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) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? b If "Yes," did it have excess business holdings in 2013 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 2013.) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2013?

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)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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. 6b X

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No
 N/A 7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
Mrs. Janet Abbott 180 Montgomery Street, Suite 1616 San Francisco, CA 94104	Director 10.00	23,000.	0.	0.
Mr. Philip Hudner 180 Montgomery Street, Suite 1616 San Francisco, CA 94104	Director 10.00	23,000.	0.	0.
Mrs. Janet Abbott 180 Montgomery Street, Suite 1616 San Francisco, CA 94104	President 1.00	0.	0.	0.
Mr. Philip Hudner 180 Montgomery Street, Suite 1616 San Francisco, CA 94104	Secretary- Treasurer 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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

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.

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	4,555,306.
b	Average of monthly cash balances	1b	202,175.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,757,481.
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	4,757,481.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	71,362.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,686,119.
6	Minimum investment return. Enter 5% of line 5	6	234,306.

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	234,306.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,946.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,946.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	230,360.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	230,360.
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	230,360.

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	245,683.
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	245,683.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	245,683.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				230,360.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013.				
a From 2008	48,028.			
b From 2009	65,541.			
c From 2010	67,443.			
d From 2011	46,705.			
e From 2012	69,551.			
f Total of lines 3a through e	297,268.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$	245,683.			
a Applied to 2012, 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 2013 distributable amount				230,360.
e Remaining amount distributed out of corpus	15,323.			
5 Excess distributions carryover applied to 2013 (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	312,591.			
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 2012 Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	48,028.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	264,563.			
10 Analysis of line 9				
a Excess from 2009	65,541.			
b Excess from 2010	67,443.			
c Excess from 2011	46,705.			
d Excess from 2012	69,551.			
e Excess from 2013	15,323.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

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

	Tax year		Prior 3 years		(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))

None

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

None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include.

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Blackrock Temp Fund 24	117.	117.	
Santa Barbara Bank & Trust checking account	3.	3.	
Total to Part I, line 3	120.	120.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Corporate dividends	92,725.	15,411.	77,314.	77,314.	
Corporate interest	27,697.	0.	27,697.	27,697.	
US government interest	2,459.	0.	2,459.	2,459.	
To Part I, line 4	122,881.	15,411.	107,470.	107,470.	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Class action settlement	62.	62.	
Original issue discount	1,479.	1,479.	
Total to Form 990-PF, Part I, line 11	1,541.	1,541.	

Form 990-PF

Legal Fees

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Botto Law Group LLP	33,175.	8,300.		24,875.
Nyberg & Cassioppi, LLC	525.	125.		400.
To Fm 990-PF, Pg 1, ln 16a	33,700.	8,425.		25,275.

Form 990-PF	Other Professional Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Union Bank, investment advisory fees	31,460.	31,460.		0.
To Form 990-PF, Pg 1, ln 16c	31,460.	31,460.		0.

Form 990-PF

Taxes

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax withheld	608.	608.		0.
2012 excise tax	2,935.	0.		0.
2012 excise tax refund	<2,455.>	0.		0.
2013 estimated excise tax	4,500.	0.		0.
To Form 990-PF, Pg 1, ln 18	5,588.	608.		0.

Form 990-PF

Other Expenses

Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Attorney General's Registry of Charitable Trusts, filing fee	75.	0.		75.
Franchise Tax Board, filing fee	10.	0.		10.
Cooper and McCloskey, Inc., business owner's insurance	850.	0.		850.
Secretarial expense	1,425.	0.		1,425.
Tax preparation software fee	92.	0.		92.
Postage expense	107.	0.		107.
Cooper & McCloskey Inc., directors and officers insurance	1,239.	310.		929.
ADR processing fee	8.	8.		0.
Secretary of State, filing fee	20.	0.		20.
To Form 990-PF, Pg 1, ln 23	3,826.	318.		3,508.

Form 990-PF U.S. and State/City Government Obligations Statement 8

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
US Tr Inf Ind Nts dtd 7/15/04 2.0% due 7/15/14, 100,000 face value	X		123,767.	126,746.
Total U.S. Government Obligations			123,767.	126,746.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			123,767.	126,746.

Form 990-PF

Corporate Stock

Statement 9

Description	Book Value	Fair Market Value
Amern Fds New World Fd, 2,038.88 shs	116,239.	119,641.
Amgen Inc, 1,000 shs	57,720.	114,080.
Apple Inc Com, 500 shs	49,075.	280,510.
AT&T Inc, 1,000 shs	23,170.	35,160.
Chevron Corp, 600 shs	3,053.	74,946.
Cisco Sys Inc, 2,400 shs	29,328.	53,832.
Conocophillips, 1,000 shs	40,787.	70,650.
Danaher Corp, 1,800 shs	25,263.	138,960.
Du Pont (EI) De Nemours & Co, 1,400 shs	59,464.	90,958.
Exxon Mobil Corporation, 900 shs	2,798.	91,080.
General Electric, 1,500 shs	1,363.	42,045.
Illinois Tool Works Inc, 1,000 shs	37,125.	84,080.
Intel Corp, 3,000 shs	56,598.	77,865.
International Business Machs Corp, 1,000 shs	104,329.	187,570.
Johnson & Johnson, 1,000 shs	61,040.	91,590.
Matthews Pacific Tiger Fd Cl I, 1,819.371 shs	40,914.	45,466.
McDonald's Corp, 1,200 shs	68,603.	116,436.
Medtronic Inc, 1,000 shs	46,305.	57,390.
Pepsico Inc, 2,200 shs	3,911.	182,468.
Phillips 66 Com, 500 shares	12,121.	38,565.
T Rowe Price Mdcpl Gr Fd, #64, 3,185.284 shs	226,604.	231,825.
Target Corporation, 1,000 shs	42,453.	63,270.
Toyota Mtr Corp ADR, 1,000 shs	75,719.	121,920.
United Technologies Corp, 1,400 shs	42,419.	159,320.
Vang Sm Cp Ind Fd #1345 Sig Shs, 4,184.881 shs	108,684.	198,740.
Wal Mart Stores Inc, 1,000 shs	5,016.	78,690.
Wellpoint Inc Com, 600 shs	28,961.	55,434.
Wells Fargo & Co New Com, 4,000 shs	75,288.	181,600.
Total to Form 990-PF, Part II, line 10b	1,444,350.	3,084,091.

Form 990-PF	Corporate Bonds	Statement 10
Description	Book Value	Fair Market Value
Aberdeen Asia Pacific Income, 12,000 shs	76,258.	69,120.
Bank of Amer Fdg Cp Sr Nt dtd 03/11/10 4.50% due 4/01/15, 100,000 par value	100,166.	104,618.
Hewlett Packard Co Nt dtd 9/19/11 3% due 9/15/16, 150,000 par value	153,363.	156,033.
McDonald's Corp dtd 10/18/07 5.8% due 10/15/17, 100,000 par value	100,800.	115,292.
Pepsico Inc Sr Nt dtd 1/14/2010 3.10% due 01/15/2015, 50,000 par value	50,248.	51,373.
Vang Sh Tm Invt Gr Adm #539, 41,689.605 shrs	447,278.	446,079.
Wal Mart Stores Inc Nt dtd 5/21/09 3.2% due 5/15/14, 100,000 par value	100,257.	101,083.
Total to Form 990-PF, Part II, line 10c	1,028,370.	1,043,598.

Form 990-PF	Other Assets		Statement 11
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Interest in mineral royalties	0.	0.	0.
To Form 990-PF, Part II, line 15	0.	0.	0.

THE DRUM FOUNDATION
EIN: 94-6067469
2013 Return of Private Foundation

Statement 12

Part VII-B, Line 1a

In 2013, The Drum Foundation (the "foundation") maintained its office at the offices of Botto Law Group LLP. The foundation paid below-market rent to Botto Law Group LLP for office space and use of office equipment including telephone, copier and facsimile machines. The foundation also paid a reasonable rate to Botto Law Group LLP for secretarial services.

During 2013 the foundation engaged Botto Law Group LLP to render legal services to the foundation and paid Botto Law Group LLP reasonable compensation for the services. The compensation paid to Botto Law Group LLP was not excessive and the services rendered by Botto Law Group LLP were reasonable and necessary for carrying out the exempt purpose of the foundation.

During 2013 Philip Hudner, an officer and director of the foundation, was a salaried employee of Botto Law Group LLP. Mr. Hudner was not a partner of Botto Law Group LLP and did not share in the profits of Botto Law Group LLP. Mr. Hudner's daughter, Mollie Hudner Thompson, was a partner of Botto Law Group LLP but did not own more than 35 percent of the profit interests in Botto Law Group LLP.

The Drum Foundation
 EIN: 94-6067469
 2013 Return of Private Foundation

Statement 13

Part XV, Line 3a, Grants Paid During the Year:

Recipient Name & Address	Relation- ship	Status	Purpose	Amount
Acton Institute 161 Ottawa N.W., Suite 301 Grand Rapids, MI 49503	N/A	501(c)(3)	Support educational outreach	\$ 1,000
Carmelite Monastery of St. Joseph 1101 North River Road Des Plaines, IL 60016	N/A	501(c)(3)	General support for monastery	30,000
Catholics United for the Faith 827 North 4th Street Steubenville, OH 43925-1815	N/A	501(c)(3)	General support for religious organization	1,000
Daughters of St. Paul 3079 Oak Knoll Drive Redwood City, CA 94062	N/A	501(c)(3)	General support for charitable projects	2,500
De Marillac Academy .175 Golden Gate Avenue San Francisco, CA 94102	N/A	501(c)(3)	General support for 4th to 8th grade school	7,500
Dominican Sisters of Mission San Jose 43326 Mission Boulevard Fremont, CA 94539-5829	N/A	501(c)(3)	Support Office of School Development	10,000
Franciscan Missionary Sisters of Our Lady of Sorrows 2381 Laurel Glen Road Soquel, CA 95073-9776	N/A	501(c)(3)	Support St. Clare's Retreat and Convent	15,000
Immaculate Conception Academy 3625 24th Street San Francisco, CA 94110-3607	N/A	501(c)(3)	Contribution to scholarship fund for high school	15,000
Junipero Serra High School 451 West 20th Avenue San Mateo, CA 94403-1385	N/A	501(c)(3)	Support tuition assistance program for high school	10,000
Keep the Faith, Inc. 70 Lake Street Ramsey, NJ 07446-2546	N/A	501(c)(3)	Support Latin Mass printing project	5,000

The Drum Foundation
 EIN: 94-6067469
 2013 Return of Private Foundation

Statement 13

Part XV, Line 3a, Grants Paid During the Year:

Recipient Name & Address	Relation- ship	Status	Purpose	Amount
The Lumen Christi Institute 1220 East 58th Street Chicago, IL 60637	N/A	501(c)(3)	General support for academic center	1,000
Marin Catholic High School 675 Sir Francis Drake Blvd. Kentfield, CA 94904	N/A	501(c)(3)	General support for high school	2,500
Mercy High School 2750 Adeline Drive Burlingame, CA 94010	N/A	501(c)(3)	Support tuition assistance program for high school	10,500
Mission Dolores Academy 3371 16th Street San Francisco, CA 94114	N/A	501(c)(3)	General support for K-8th grade school	5,000
Our Lady of Lourdes Convent 77 Locust Avenue San Rafael, CA 94901	N/A	501(c)(3)	Support infirmary	1,000
St. Anthony-Immaculate Conception School 299 Precita Avenue San Francisco, CA 94110	N/A	501(c)(3)	General support for K to 8th grade school	10,000
St. Catherine of Siena School 1300 Bayswater Avenue Burlingame, CA 94010-4313	N/A	501(c)(3)	Support tuition assistance program for K-8 grade school	2,500
Saint James School 321 Fair Oaks Street San Francisco, CA 94110	N/A	501(c)(3)	General support for K to 8th grade school	12,500
St. Paul of the Shipwreck Church 1122 Jamestown Avenue San Francisco, CA 94124	N/A	501(c)(3)	Support religious education program	5,000
St. Peter's School 1266 Florida Street San Francisco, CA 94110	N/A	501(c)(3)	General support for K to 8th grade school	20,000

The Drum Foundation
EIN: 94-6067469
2013 Return of Private Foundation

Statement 13

Part XV, Line 3a, Grants Paid During the Year:

<u>Recipient Name & Address</u>	<u>Relation- ship</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
Sacred Heart Cathedral Preparatory 1055 Ellis Street San Francisco, CA 94109-7795	N/A	501(c)(3)	General support for high school	2,500
Thomas Aquinas College 10000 North Ojai Road Santa Paula, CA 93060	N/A	501(c)(3)	Support scholarship fund	5,000
Woodside Priory 302 Portola Road Portola Valley, CA 94028	N/A	501(c)(3)	Support scholarship fund	<u>2,500</u>
Total Grants Paid in 2013				<u>177,000</u>

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	The Drum Foundation	94-6067469
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	180 Montgomery Street, Suite 1616	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	San Francisco, CA 94104	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ Philip Hudner, 180 Montgomery Street, Suite 1616, San Francisco, CA 94104

Telephone No. ▶ (415) 364-9731 Fax No. ▶ (415) 364-0075

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year 20 13 or

▶ tax year beginning _____, 20 _____, and ending _____, 20 _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	9,500
3b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	4,500
3c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	5,000

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.