



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) Nonexempt Charitable Trust
Treated as a Private Foundation

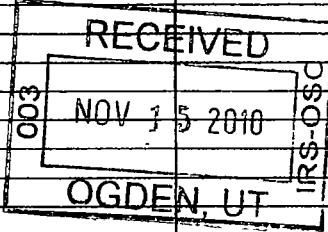
2009

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

For calendar year 2009, or tax year beginning _____, and ending _____

G Check all that apply Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

| | | | | |
|--|--|---|---|--|
| Use the IRS label Otherwise, print or type. See Specific Instructions | Name of foundation THE AUEN FOUNDATION | A Employer identification number 95-4325051 | | |
| | Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 13390 | Room/suite | B Telephone number (see page 10 of the instructions) (760) 341-5293 | |
| | City or town, state, and ZIP code PALM DESERT CA 92255-3390 | <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/></p> <p>2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p> | | |
| H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | | | |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 29,016,959 | J Accounting method. <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH <small>(Part I, column (d) must be on cash basis)</small> | | | |

| 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 page 11 of the instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 1 Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| | 2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 2,182 | 2,182 | | |
| | 4 Dividends and interest from securities | 1,083,836 | 1,083,836 | | |
| | 5 a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6 a Net gain or (loss) from sale of assets not on line 10 | -739,891 | | | |
| | b Gross sales price for all assets on line 6a 7,289,849 | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10 a Gross sales less returns and allowances | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income SEE SCHEDULE (1) | 463,768 | 463,768 | | | |
| 12 Total. Add lines 1 through 11 | 809,895 | 1,549,786 | | | |
|  NOV 15 2010 IRS-OSO OGDEN, UT | | | | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | | | | |
| | 14 Other employee salaries and wages | 276,240 | | | 276,240 |
| | 15 Pension plans, employee benefits | 599,015 | | | 599,015 |
| | 16 a Legal fees SEE SCHEDULE (2) | 81,222 | 64,778 | | 16,444 |
| | b Accounting fees SEE SCHEDULE (3) | 30,750 | | | 30,750 |
| | c Other professional fees (attach schedule) | | | | |
| | 17 Interest | | | | |
| | 18 Taxes (see page 14 of the instructions) SEE SCH (4) | 26,500 | | | |
| | 19 Depreciation and depletion SEE SCHEDULE (5) | 37,674 | 554 | | |
| | 20 Occupancy | 12,000 | 1,200 | | 10,800 |
| | 21 Travel, conferences, and meetings | 4,540 | | | 4,540 |
| | 22 Printing and publications | | | | |
| | 23 Other expenses SEE SCHEDULE (6) | 37,828 | 20,782 | | 17,046 |
| | 24 Total operating and administrative expenses. | 1,105,769 | 87,314 | | 954,835 |
| Add lines 13 through 23 | | | | | |
| 25 Contributions, gifts, grants paid | 456,150 | | | 456,150 | |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 1,561,919 | 87,314 | | 1,410,985 | |
| 27 Subtract line 26 from line 12 | -752,024 | | | | |
| a Excess of revenue over expenses and disbursements | | | | | |
| b Net investment income (if negative, enter -0) | | 1,462,472 | | | |
| c Adjusted net income (if negative, enter -0) | | | | | |

15

| Assets | 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 |
| | | | | | |
| 1 | Cash—non-interest-bearing | | 5,653 | | |
| 2 | Savings and temporary cash investments | | 2,272,502 | 326,308 | 326,308 |
| 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 page 15 of the instructions) | | | | |
| 7 | Other notes and loans receivable SEE SCH (7) ► 9,441,089 | | | | |
| | Less allowance for doubtful accounts ► | | 2,308,683 | 9,441,089 | 2,306,369 |
| 8 | Inventories for sale or use | | | | |
| 9 | Prepaid expenses and deferred charges | | | | |
| 10 | a Investments—U S and state government obligations (attach schedule) | | 127,254 | | |
| | b Investments—corporate stock SEE SCHEDULE (8) | | 18,414,055 | 16,305,034 | 13,164,230 |
| | c Investments—corporate bonds SEE SCHEDULE (9) | | 4,580,720 | 6,443,151 | 5,974,588 |
| 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 ► 230,273 | | | | |
| | Less accumulated depreciation SEE SCH (10) ► 94,696 | | 173,252 | 135,577 | 135,577 |
| 15 | Other assets (describe ► SEE SCHEDULE (11)) | | 5,509,776 | 7,109,887 | 7,109,887 |
| 16 | Total assets (to be completed by all filers—see the instructions Also, see page 1, item I) | | 33,391,895 | 39,761,046 | 29,016,959 |
| 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 (attach schedule) | | | | |
| 22 | Other liabilities (describe ► Due to related entities) | | 41,524 | 27,979 | |
| 23 | Total liabilities (add lines 17 through 22) | | 41,524 | 27,979 | |
| Net Assets or Fund Balances | 24 | Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 25 | Unrestricted | 33,350,371 | 39,733,067 | |
| | 26 | Temporarily restricted | | | |
| | 27 | Permanently restricted | | | |
| | 28 | Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31. | | | |
| | 29 | Capital stock, trust principal, or current funds | | | |
| | 30 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 31 | Retained earnings, accumulated income, endowment, or other funds | | | |
| | 32 | Total net assets or fund balances (see page 17 of the instructions) | 33,350,371 | 39,733,067 | |
| | 33 | Total liabilities and net assets/fund balances (see page 17 of the instructions) | 33,391,895 | 39,761,046 | |

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 | 33,350,371 |
| 2 | Enter amount from Part I, line 27a | 2 | -752,024 |
| 3 | Other increases not included in line 2 (itemize) ► SEE SCHEDULE (12) | 3 | 7,134,720 |
| 4 | Add lines 1, 2, and 3 | 4 | 39,733,067 |
| 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 | 39,733,067 |

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 - See Sch (13) | | | | | |
| 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 7,289,849 | | 8,029,740 | -739,891 | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (i) Gains (Col (h) gain minus col (k) but not less than -0-) or Losses (from col (h)) | | |
| (i) F M V as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | -739,891 | | |
| a | | | | | |
| 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 | -739,891 | |
| 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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 | { } | | 3 | | |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

1 Enter the appropriate amount in each column for each year, see page 18 of 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)) |
|--|--|--|---|
| 2008 | 902,230 | 22,585,767 | 0.039947 |
| 2007 | 850,464 | 31,836,719 | 0.026713 |
| 2006 | 5,371,798 | 30,071,346 | 0.178635 |
| 2005 | 1,510,072 | 31,643,337 | 0.047722 |
| 2004 | 1,784,795 | 33,864,986 | 0.052703 |

2 Total of line 1, column (d) 2 0.345720

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 0.069144

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 18,409,776

5 Multiply line 4 by line 3 5 1,272,926

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 14,625

7 Add lines 5 and 6 7 1,287,551

8 Enter qualifying distributions from Part XII, line 4 8 1,410,985

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

| | | |
|--|--|----------|
| 1 a 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) | 1 14,625 |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | | |
| 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-) | | |
| 3 Add lines 1 and 2 | | |
| 4 Subtitle A (income) tax (domestic section 4947(e)(1) trusts and taxable foundations only. Others enter -0-) | | |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | |
| 6 Credits/Payments | | |
| a 2009 estimated tax payments and 2008 overpayment credited to 2009 | 6a 31,484 | |
| 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 31,484 | |
| 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 16,859 | |
| 11 Enter the amount of line 10 to be Credited to 2010 estimated tax ► 16,859 Refunded ► 11 | 11 | |

Part VII-A Statements Regarding Activities

| | |
|---|--------|
| 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? | Yes No |
| 1a | X |
| 1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? | |
| 1b | X |
| 1 c 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 | |
| 1c | X |
| 2 Did the foundation file Form 1120-POL for this year? | |
| 2 | X |
| 3 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year | |
| (1) On the foundation ► \$ N/A (2) On foundation managers ► \$ N/A | |
| 4 Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ N/A | |
| 4a | X |
| 4 b | N/A |
| 5 Has the foundation engaged in any activities that have not previously been reported to the IRS? | |
| 5 | X |
| 6 If "Yes," attach a detailed description of the activities | |
| 6 | X |
| 7 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 | |
| 7 | X |
| 8 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | |
| 8 b If "Yes," has it filed a tax return on Form 990-T for this year? | |
| 8 c Was there a liquidation, termination, dissolution, or substantial contraction during the year? | |
| 8 d If "Yes," attach the statement required by General Instruction T. | |
| 8 e Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either | |
| 8 f By language in the governing instrument, or | |
| 8 g 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? | |
| 8 h 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. | |
| 8 i Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► CA | |
| 8 j 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 | |
| 8 k Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV | |
| 8 l Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | |
| 9 | X |
| 10 | X |

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 page 20 of the instructions) | 11 | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? | 12 | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A | 13 | X |
| 14 | The books are in care of ► The Auen Foundation Telephone no ► (760) 341-5293 Located at ► 75-200 Classic Club Blvd., 2nd Floor, Palm Desert, CA USA ZIP+4 ► 92211 | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A | | ► 15 N/A |

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

| File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | | |
|--|---|--|
| | Yes | No |
| 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? | <input type="checkbox"/> | <input checked="" type="checkbox"/> No |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> | <input checked="" type="checkbox"/> No |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> | <input checked="" type="checkbox"/> No |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input type="checkbox"/> | <input checked="" type="checkbox"/> No |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) | <input type="checkbox"/> | <input checked="" type="checkbox"/> 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 page 20 of the instructions)? N/A 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 2009? | | |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | |
| a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► 20_____ , 20_____ , 20_____ , 20_____ | <input type="checkbox"/> | <input checked="" type="checkbox"/> No |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the 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 ► 20_____ , 20_____ , 20_____ , 20_____ | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | <input type="checkbox"/> | <input checked="" type="checkbox"/> No |
| b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) | | |
| 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 2009? | | |

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))? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | | |
| (2) | Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | | |
| (3) | Provide a grant to an individual for travel, study, or other similar purposes? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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 page 22 of the instructions) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here | | | 5b | 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? N/A If "Yes," attach the statement required by Regulations section 53.4945-5(d) | <input type="checkbox"/> Yes | <input type="checkbox"/> No | | |
| 6a | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | | |
| b | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | | |
| b | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? | | | 7b | N/A |

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 page 22 of the 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 |
|---|---|---|---|---------------------------------------|
| RONALD M. AUEN PO BOX 13390 P.DESERT CA 92255-3390 | Trustee 1 HOUR | NONE | NONE | NONE |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 |
|--|--|------------------|---|--------------------------------------|
| SHERRIE AUEN PO BOX 13390, PALM DESERT, CA 92255-3390 | Dir of Programs 40+ Hours | 150,460 | 17,704 | NONE |
| CATHARINE REED (*) PO BOX 13390, PALM DESRT, CA 92255-3390 | Asst Dir -Programs 40+ Hours | 454,568 | 20,672 | NONE |
| (*) Upon adoption of a defined benefit plan, the deferred compensation agreement was terminated, as of Dec. 31, 2008. Amount shown includes \$342,840 in deferred compensation actually paid, in 2009. Such amount was previously reported as compensation when accrued. | | | | |
| Total number of other employees paid over \$50,000 | | | | |

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 page 23 of the instructions). If none, enter "NONE."**

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| NONE | | |
| | | |
| | | |
| | | |
| | | |
| | | |

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

| | |
|-------|--|
| 1 N/A | |
| 2 | |
| 3 | |
| 4 | |

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

| | |
|-------|--|
| 1 N/A | |
| 2 | |
| 3 | |

All other program-related investments. See page 24 of the instructions

| | |
|------------------------------|---|
| 3 | |
| Total. Add lines 1 through 3 | ► |

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 24 of the 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 | 15,762,244 |
| b | Average of monthly cash balances | 1b | 608,761 |
| c | Fair market value of all other assets (see page 24 of the instructions) | 1c | 2,319,123 |
| d | Total (add lines 1a, b, and c) | 1d | 18,690,128 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | |
| 3 | Subtract line 2 from line 1d | 3 | 18,690,128 |
| 4 | Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions) | 4 | 280,352 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 18,409,776 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 920,489 |

Part XI Distributable Amount (see page 25 of the 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 | 920,489 |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 14,625 |
| b | Income tax for 2009 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | 14,625 |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | 3 | 905,864 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 905,864 |
| 6 | Deduction from distributable amount (see page 25 of the instructions) | 6 | |
| 7 | Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | 7 | 905,864 |

Part XII Qualifying Distributions (see page 25 of the instructions)

| | | | |
|---|--|----|-----------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes | 1a | 1,410,985 |
| a | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26 | 1b | |
| b | Program-related investments—total from Part IX-B | 2 | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes | 3a | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | 3b | |
| a | Suitability test (prior IRS approval required) | 4 | 1,410,985 |
| b | Cash distribution test (attach the required schedule) | 5 | 14,625 |
| 4 | Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 6 | 1,396,360 |
| 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 page 26 of the instructions) | | |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | | |

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 page 26 of the instructions)

| | (a) Corpus | (b) Years prior to 2008 | (c) 2008 | (d) 2009 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2009 from Part XI, line 7 | | | | 905,864 |
| 2 Undistributed income, if any, as of the end of 2009 | | | | |
| a Enter amount for 2008 only | | | | |
| b Total for prior years 20____, 20____, 20____ | | | | |
| 3 Excess distributions carryover, if any, to 2009 | | | | |
| a From 2004 | | | | |
| b From 2005 | | | | |
| c From 2006 | 1,253,199 | | | |
| d From 2007 | | | | |
| e From 2008 | | | | |
| f Total of lines 3a through e | 1,253,199 | | | |
| 4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 1,410,985 | | | | |
| a Applied to 2008, but not more than line 2a | | | | |
| b Applied to undistributed income of prior years (Election required—see page 26 of the instructions) | | | | |
| c Treated as distributions out of corpus (Election required—see page 26 of the instructions) | | | | |
| d Applied to 2009 distributable amount | | | | 905,864 |
| e Remaining amount distributed out of corpus | 505,121 | | | |
| 5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a)) | | | | |
| 6 Enter the net total of each column as indicated below: | 1,758,320 | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | | | |
| 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 | | | | |
| d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions | | | | |
| e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions | | | | |
| f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 | | | | |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) | | | | |
| 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) | | | | |
| 9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a | 1,758,320 | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2005 | | | | |
| b Excess from 2006 | 1,253,199 | | | |
| c Excess from 2007 | | | | |
| d Excess from 2008 | | | | |
| e Excess from 2009 | 505,121 | | | |

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|---|--------------------------------|----------------------------------|---------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> SEE SCHEDULE (15) | | | | 456,150 |
| Total | | | ► 3a | 456,150 |
| b <i>Approved for future payment</i> | | | | |
| 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 page 28 of the instructions) |
|---|---------------------------|---------------|-------------------------------------|---------------|---|
| | (a) Business code | (b) Amount | (c) Exclusion 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 | | | 14 | 2,182 | |
| 4 Dividends and interest from securities | | | 14 | 1,083,836 | |
| 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 | | | 18 | -739,891 | |
| 8 Gain or (loss) from sales of assets other than inventory | | | | | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue a Other interest | | | 14 | 463,768 | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal Add columns (b), (d), and (e) | | | | 809,895 | |
| 13 Total Add line 12, columns (b), (d), and (e) | | | | 809,895 | |

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼ Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions.)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

| | | Yes | No |
|-----|---|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| (1) | Cash | 1a(1) | X |
| (2) | Other assets | 1a(2) | X |
| b | Other transactions | | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| (3) | Rental of facilities, equipment, or other assets | 1b(3) | X |
| (4) | Reimbursement arrangements | 1b(4) | X |
| (5) | Loans or loan guarantees | 1b(5) | X |
| (6) | Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | |

| (a) Line no | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|-------------|---------------------|---|--|
| 1b(4) | 344,140 | SEE SCHEDULE (16) | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | </td | |

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

b If "Yes," complete the following schedule

| B-11-103. Complete the following schedule | | |
|---|--------------------------|--|
| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
| The Fairfield Homes Title Holding Co., Inc. | 501 (c)(2) | Payroll and overhead reimbursement arrangement. Fairfield Homes is the paymaster of the Auen Foundation. |
| | | |
| | | |

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

11/10/10

TRUSTEE

| | | | |
|---|--|--|---|
|  | | 11/10/10 | TRUSTEE |
| Signature of officer or trustee | | Date | Title |
| Paid Preparer's Use Only |  Preparer's signature | Date 11/21/10 | Check if self-employed <input type="checkbox"/> Preparer's identifying number (see Signature on page 30 of the instructions) P00127770 |
| Firm's name (or yours if self-employed), address and ZIP code | |  DELOITTE TAX LLP 350 So Grand Ave, Los Angeles, CA 90071 | EIN <input type="checkbox"/> 86-1065772 Phone no (213) 688-0800 |

The Auen Foundation
P O Box 13390
Palm Desert, California 92255-3390

EIN 95-4325051
Form 990 PF, Dec. 31, 2009

INDEX TO SCHEDULES

| | |
|----------------------------|--|
| (1) Part I, Line 11 | Other Income |
| (2) Part I, Line 16a | Legal Fees |
| (3) Part I, Line 16b | Accounting Fees |
| (4) Part I, Line 18 | Taxes |
| (5) Part I, Line 19 | Depreciation |
| (6) Part I, Line 23 | Other Expenses |
| (7) Part II, Line 7 | Other Notes and Loans Receivable |
| (8) Part II, Line 10b | Corporate Stock |
| (9) Part II, Line 10c | Corporate Bonds |
| (10) Part II, Line 14 | Land, Buildings, Equipment |
| (11) Part II, Line 15 | Other Assets |
| (12) Part III, Line 5 | Increases in Net Assets or Fund Balance |
| (13) Part IV | Capital Gains and Losses |
| (14) Part X, Line 1c | Fair Market Value of Other Assets |
| (15) Part XV, Line 3a | Grants Paid During Year |
| (16) Part XVII, Line 1b(4) | Transfers To and Transactions with Non-Charitable Exempt Organizations |

The Auen Foundation
P.O. Box 13390
Palm Desert, California 92255-3390

EIN: 95-4325051
Form 990 PF, Dec 31, 2009
Schedule (1), Part 1, Line 11

| <u>DESCRIPTION</u> | | <u>NET</u> |
|--------------------|-------------------|-------------------|
| | <u>PER BOOKS</u> | <u>INVESTMENT</u> |
| OTHER INCOME | | INCOME |
| Interest - Notes | 463,768 | 463,768 |
| | <hr/> <hr/> <hr/> | <hr/> <hr/> <hr/> |

The Auen Foundation
P O. Box 13390
Palm Desert, California 92255-3390

EIN. 95-4325051
Form 990 PF, Dec 31, 2009
Schedule (2), Part I, Line 16a

| LINE 16A - LEGAL FEES TYPE OF SERVICE | PER BOOKS | NET INV INCOME | CHARITABLE PURPOSE |
|--|---------------|-------------------|-----------------------|
| Barton, Klugman, & Oetting 350 So Grand Ave. Ste. 2200 L.A. 90071-3485 Service. Legal | 81,222 | 64,778 | 16,444 |
| Totals | <u>81,222</u> | <u>64,778</u> | <u>16,444</u> |

The Auen Foundation
P O Box 13390
Palm Desert, California 92255-3390

EIN 95-4325051
Form 990 PF, Dec 31, 2009
Schedule (3), Part I, Line 16b

| ACCOUNTING FEES TYPE OF SERVICE | PER BOOKS | NET INV INCOME | CHARITABLE PURPOSE |
|--|---------------|-------------------|-----------------------|
| Deloitte 350 South Grand Avenue, Suite 200 Los Angeles, Ca 90071-3462 Service Financial Reports and Tax Returns | <u>30,750</u> | <u>-</u> | <u>30,750</u> |

The Auen Foundation
P.O. Box 13390
Palm Desert, California 92255-3390

EIN 95-4325051
Form 990 PF, Dec 31, 2009
Schedule (4), Part I, Line 18

| <u>TAXES</u> | PER BOOKS | NET INV INCOME | CHARITABLE PURPOSE |
|--------------------|---------------|-------------------|-----------------------|
| Federal Excise Tax | <u>26,500</u> | <u>0</u> | <u>0</u> |

The Auen Foundation
P.O. Box 13390
Palm Desert, California 92255-3390

EIN: 95-4325051
Form 990 PF, Dec 31, 2009
Schedule (5), Part 1, Line 19

| <u>DESCRIPTION</u> | <u>DEPRECIATION EXPENSE</u> |
|--|---------------------------------|
| Corporate (Equipment, Autos, & Trucks) | 37,674 |
| Total depreciation per book | <u>37,674</u> |
| Column (b) - Net investment income | <u>554</u> |
| Depreciation not for investment purposes | <u><u>37,120</u></u> |

The Auen Foundation
P O Box 13390
Palm Desert, California 92255-3390

EIN. 95-4325051
Form 990 PF, Dec 31, 2009
Schedule (6), Part I, Line 23

| <u>DESCRIPTION</u> | PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSE |
|------------------------------|--------------|-----------------------------|-----------------------|
| OTHER EXPENSES: | | | |
| Auto/Transportation Expenses | 10,982 | - | 10,982 |
| Auto Expense Reimbursed | (6,890) | - | (6,890) |
| Bank/Wire Charges | 386 | 386 | - |
| Corporate Fees | 180 | 20 | 160 |
| Education | 1,755 | - | 1,755 |
| Insurance | (368) | 622 | (990) |
| Overhead Reimbursement | 2,931 | 293 | 2,638 |
| Office Supplies | 2,359 | - | 2,359 |
| Outside Services | 18,127 | 18,127 | - |
| Subscription | 5,447 | 69 | 5,378 |
| Property Taxes | 1,265 | 1,265 | - |
| Telephone | 1,654 | - | 1,654 |
| TOTALS | <hr/> 37,828 | <hr/> 20,782 | <hr/> 17,046 |

The Auen Foundation
P. O. Box 13390
Palm Desert, California 92255-3390

EIN: 95-4325051
Form 990-PF, Dec 31, 2009
Schedule (7), Part II, Line 7

OTHER NOTES AND LOANS RECEIVABLES

| DESCRIPTION | Original Amount | Balance Due Beg of Year | Balance Due End of Year | Fair Market Value |
|----------------|------------------|-------------------------|-------------------------|-------------------|
| Peter Solomon | 9,300,000 | 2,165,280 | 9,300,000 | 2,165,280 (a) |
| Rusty Hamilton | 145,000 | 143,403 | 141,089 | 141,089 (b) |
| TOTAL. | 9,445,000 | 2,308,683 | 9,441,089 | 2,306,369 |

(a) The 2008 990PF reported in Part I, Line 23, Column (a) bad debt expense, related to the Solomon Note, of \$7,134,720. This amount was not included in the determination of net investment income, Part I, Line 27b, Column (b). This amount was also reported as an allowance for doubtful accounts in Part II, Line 7. Although these amounts were reported as "per books", they have not been recorded on the books. The Balance Due End of Year above, \$9,300,000, correctly states the amount per books.

(b) The Foundation carries a note receivable, secured by a deed of trust, from the sale of property with a 9% interest rate, due June 2012. Principal and interest payments are due monthly.

The Auen Foundation
 P O Box 13390
 Palm Desert, California 92255-3390

EIN 95-4325051
 Form 990-PF, Dec. 31, 2009
 Schedule (8), Part II, Line 10b

| DATE | DESCRIPTION | ENDING COST | FMV |
|--|----------------------------------|------------------|------------------|
| <u>COMMON STOCKS - BROKER I</u> | | | |
| 08-14-01 | ALCOA INC. | 293,540 | 128,960 |
| 10-17-07 | AMERICA MOVIL SA DE CV | 268,561 | 187,920 |
| 05-31-07 | AT&T INC | 330,161 | 224,240 |
| 03-30-04 | CALAMOS STRATEGIC TOTAL | 583,819 | 344,938 |
| 12-16-09 | CITIGROUP INC | 157,500 | 165,500 |
| 04-28-06 | CLOUGH GLOBAL OPP FUND | 299,818 | 207,257 |
| 10-10-07 | COPANO ENERGY L.L.C. | 185,416 | 119,550 |
| 11-21-07 | DYNEGY INC DEL CL "A" | 162,511 | 36,200 |
| 09-09-02 | EL PASO CORP | 159,227 | 98,300 |
| 05-29-08 | IAC/INTERACTIVE COM | 74,133 | 71,680 |
| 12-18-01 | MIRANT CORP NEW | 138,174 | 12,094 |
| 12-18-01 | WTO 11 MIRANT CORP CL A | 176,188 | 1,222 |
| 04-23-07 | MS EMERGING MKTS DOMESTIC DEBT | 250,000 | 171,000 |
| 07-19-07 | ORBITZ WORLDWIDE | 45,000 | 22,020 |
| 03-31-08 | PHILLIP MORRIS INTL INC. | 129,323 | 240,950 |
| 10-02-08 | POWERSHARES | 191,905 | 228,750 |
| 10-09-07 | WILLIAMS PARTNERS LTD | 109,013 | 76,675 |
| 03-31-06 | ML/BLACKROCK GLOBAL ALLOCATION A | 394,526 | 390,255 |
| 03-27-06 | ML/BLACKROCK GLOBAL ALLOCATION C | 879,311 | 873,222 |
| 02-02-07 | E V TAX MGD DIVIDEND INC A | 965,243 | 686,774 |
| 12-14-06 | E V TAX MGD DIVIDEND INC C | 230,544 | 164,492 |
| 06-28-05 | EVERGREEN ASSET "A" | 1,008,823 | 854,970 |
| 04-29-05 | EVERGREEN ASSET "C" | 673,548 | 596,581 |
| T O T A L | | 7,706,285 | 5,903,549 |

COMMON STOCKS - BROKER II

| | | | |
|------------------|----------------------|------------------|------------------|
| 01-26-07 | L C STRAT VALUE | 515,254 | 526,501 |
| 01-26-07 | SOUTHERNSUN | 242,927 | 244,471 |
| 01-26-07 | GSAM REAL ESTATE SEC | 107,491 | 115,426 |
| 01-26-07 | THORNBURG | 257,705 | 275,169 |
| 01-26-07 | OECHSLE (NON US EQ) | 346,953 | 275,121 |
| 06-30-09 | GSAM LCG STRAT | 425,148 | 496,918 |
| T O T A L | | 1,895,477 | 1,933,605 |

The Auen Foundation
 P. O. Box 13390
 Palm Desert, California 92255-3390

EIN 95-4325051
 Form 990-PF, Dec 31, 2009
 Schedule (8), Part II, Line 10b

| DATE | DESCRIPTION | ENDING COST | FMV |
|--|-------------------------------|-------------------|-------------------|
| <u>PREFERRED STOCK - BROKER I</u> | | | |
| 01-02-09 | BANK OF AMERICA | 287,500 | 282,210 |
| 05-20-08 | BANK OF AMERICA | 250,000 | 241,700 |
| 04-09-08 | BARCLAYS BANK PLC | 250,000 | 248,600 |
| 01-11-07 | BIOMED REALTY TR INC | 250,000 | 232,000 |
| 07-13-07 | DEUTSCHE BANK CAP | 100,000 | 83,960 |
| 05-01-08 | DEUTSCHE BANK CONT CAP TR V | 250,000 | 251,900 |
| 02-20-08 | DEUTSCHE BANK CAP TRUST III | 200,000 | 189,840 |
| 05-04-07 | ENTERTAINMENT PR | 100,000 | 81,200 |
| 05-14-08 | FANNIE MAE | 250,000 | 9,900 |
| 06-13-07 | ING GROEP NV | 250,000 | 169,800 |
| 06-11-08 | ING GROEP NV | 100,000 | 87,680 |
| 02-12-08 | LEHMAN BROTHERS HOLDINGS | 375,000 | 1,200 |
| 08-23-05 | PUBLIC STORAGE | 500,000 | 441,800 |
| 10-20-06 | PUBLIC STORAGE | 200,000 | 186,240 |
| 01-04-07 | PUBLIC STORAGE | 250,000 | 232,900 |
| 06-28-07 | ROYAL BK SCOTLAND GRP | 100,000 | 43,520 |
| 11-25-09 | HRPT PROPERTIES | 80,000 | 76,000 |
| 02-24-06 | PPLUS TR SERIES RRD-I CLASS A | 100,000 | 73,640 |
| 11-08-06 | COUNTRYWIDE CAP V | 150,000 | 129,900 |
| 12-20-06 | PRIMUS | 250,000 | 135,700 |
| 12-15-09 | JPM CHASE XXVIII | 200,000 | 204,240 |
| 05-18-07 | NATL CITY CAP TR | 200,000 | 174,000 |
| 01-13-09 | NAT CITY CAP IV | 130,771 | 152,378 |
| 09-21-06 | COMCAST CORP | 5,000 | 5,008 |
| 12-06-06 | VIACOM INC | 250,000 | 239,500 |
| 03-20-07 | CBS CORP. | 200,000 | 168,720 |
| 04-25-07 | MERRILL LYNCH CAP TRUST II | 100,000 | 76,080 |
| 06-20-08 | CONSTELL ENG GP-A | 150,000 | 154,980 |
| 10-28-09 | BB&T CAPTL TR | 200,000 | 206,800 |
| 10-12-06 | MORGAN STANLEY CAP TRUST | 125,000 | 109,700 |
| 12-07-06 | MERRILL LYNCH CAP TRUST I | 100,000 | 76,560 |
| 01-26-07 | USB CAPITAL XII | 100,000 | 91,520 |
| 02-09-07 | WACHOVIA CAP TR IV | 200,000 | 176,720 |
| 02-27-07 | CITIGROUP CAP XVII | 200,000 | 145,600 |
| 10-23-07 | FIFTH THIRD CAP | 50,000 | 40,780 |
| 06-07-07 | AMER INTL GROUP | 200,000 | 104,800 |
| TOTAL | | 6,703,271 | 5,327,076 |
| GRAND TOTAL. | | 16,305,034 | 13,164,230 |

The Auen Foundation
 P O Box 13390
 Palm Desert, California 92255-3390

EIN: 95-4325051
 Form 990-PI, Dec. 31, 2009
 Schedule (9), Part II, Line 10e

| DATE | DESCRIPTION | PAR VALUE | ENDING COST | FMV PRICL | IMV |
|---|------------------------------|------------------|----------------|------------------|---------|
| <u>BOND MUTUAL FUND - BROKER I</u> | | | | | |
| 01-31-05 | ADVENT CLAYMORE ENHANCED G&I | 27,989 | 552,314 | 11,2000 | 313,477 |
| 06-29-07 | VAN KMPN DYNAMIC CR OPP FUND | 15,000 | 300,000 | 11,8400 | 177,600 |
| | | <u>852,314</u> | | <u>491,077</u> | |
| <u>CORPORATE BONDS- BROKER II</u> | | | | | |
| 12-11-06 | MAGNA ENTERTAINMENT CORP | 100,000 | 105,005 | 15,5000 | 15,500 |
| 05-17-04 | GMAC | 75,000 | 74,250 | 86,3750 | 64,781 |
| 03-24-09 | NATIONAL CITY COR | 100,000 | 93,505 | 101,8750 | 101,875 |
| 08-06-09 | GMAC | 100,000 | 96,005 | 99,8080 | 99,808 |
| 04-23-09 | FORD MOTOR CREDIT | 900,000 | 544,505 | 96,9640 | 872,676 |
| 03-06-07 | HINES NURSERIES INC. | 200,000 | 171,005 | 0,2500 | 500 |
| 09-25-09 | SEAGATE TECH HDD | 200,000 | 202,505 | 101,7500 | 203,500 |
| 02-01-07 | TELCORDIA | 300,000 | 286,011 | 89,0000 | 267,000 |
| 10-28-09 | FIFTH THIRD BANK | 100,000 | 104,800 | 102,9620 | 102,962 |
| 10-19-09 | KLYCORP | 100,000 | 104,172 | 103,2140 | 103,214 |
| 05-28-03 | GABRIELI/ GAMCO | 400,000 | 409,220 | 86,4960 | 345,984 |
| 11-17-09 | SANDISK CORP SR CV1 | 100,000 | 79,505 | 83,3750 | 83,375 |
| 09-30-09 | ARCI:FORMITAL | 50,000 | 52,033 | 105,5200 | 52,760 |
| 10-14-09 | MONTEBELLO | 150,000 | 149,765 | 98,4740 | 147,711 |
| 09-15-09 | CHESAPEAKE ENERGY | 100,000 | 100,505 | 101,7500 | 101,750 |
| 10-09-09 | ZIONS BANCORP | 200,000 | 181,795 | 88,2500 | 176,500 |
| 11-30-09 | CHESAPEAKE ENERGY | 100,000 | 107,255 | 109,7500 | 109,750 |
| 09-18-09 | HEXIRON INC | 150,000 | 153,625 | 104,0835 | 156,125 |
| 05-31-07 | NEXTEL COMM D 15 | 200,000 | 206,755 | 97,2500 | 194,500 |
| 10-23-09 | HORACE MANN EDUC | 100,000 | 99,505 | 99,6420 | 99,642 |
| 08-31-09 | DONNELL LY RR | 200,000 | 205,143 | 108,8610 | 217,722 |
| 10-10-03 | GMAC | 100,000 | 103,000 | 78,5200 | 78,520 |
| 11-30-09 | MOSAIC CO REG S | 150,000 | 162,604 | 107,1670 | 160,751 |
| 12-03-09 | FIFTH THIRD BANK | 200,000 | 182,805 | 89,5240 | 179,048 |
| 09-16-09 | NATL SEMICON | 150,000 | 150,386 | 102,4360 | 153,654 |
| 05-23-07 | DYNEGY HOLDINGS | 200,000 | 196,005 | 69,0000 | 138,000 |
| 03-30-07 | PIONEER NATURAL RESOURCE CO. | 200,000 | 193,805 | 90,3110 | 180,622 |
| 04-21-09 | BANK ONE CAPITAL | 150,000 | 126,005 | 112,5390 | 168,809 |
| 07-17-07 | MIRANT AMERICAS | 350,000 | 369,261 | 90,0000 | 315,000 |
| 04-11-07 | GMAC | 200,000 | 217,505 | 89,9720 | 179,944 |
| 09-23-09 | BANK OF AMERICA CORP | 255,000 | 233,632 | 96,2740 | 245,499 |
| 01-28-09 | WELLS FARGO & CO | 100,000 | 63,002 | 65,7800 | 65,780 |
| 12-09-09 | GS CAPITAL III | 100,000 | 65,955 | 100,2500 | 100,250 |
| | | <u>5,590,837</u> | | <u>5,483,511</u> | |
| TOTAL | | <u>6,443,151</u> | | <u>5,974,588</u> | |

The Auen Foundation
P. O. Box 13390
Palm Desert, California 92255-3390

BN: 95-4325051
Form 990-PF, Dec. 31, 2009
Schedule (10), Part II, Line 14

| DESCRIPTION | BOOK VALUE | ACCUM DEPRECIATION | NET BOOK VALUE | TOTAL FAIR MARKET VALUE |
|------------------------|---------------|-----------------------|-------------------|----------------------------|
| <u>Real Properties</u> | | | | |
| Land | 11,000 | - | 11,000 | |
| <u>Fixed Assets:</u> | | | | |
| Auto and Equipment | 219,273 | 94,696 | 124,577 | 124,577 |
| <hr/> | <hr/> | <hr/> | <hr/> | <hr/> |
| Total | 230,273 | 94,696 | 135,577 | 135,577 |

Depreciation - The cost of property and equipment is depreciated using the alternative modified accelerated cost recovery system. The useful lives used in the computation of depreciation are as follows:

| | |
|--------------------------|--------------|
| Equipment | 5 - 10 years |
| Transportation equipment | 5 years |

The Auen Foundation
P. O. Box 13390
Palm Desert, California 92255-3390

EIN: 95-4325051
Form 990-PF, Dec 31, 2009
Schedule (II), Part II, Line 15

| DESCRIPTION | ENDING BOOK VALUE | FAIR MARKET VALUE |
|----------------------|----------------------|----------------------|
| OTHER ASSETS: | | |
| Charitable Loans (a) | 7,100,000 | 7,100,000 |
| Purchased Interest | 9,887 | 9,887 |
| TOTAL AMOUNT | 7,109,887 | 7,109,887 |

(a) Marywood Palm Valley School loan, 6% interest rate, secured by a deed of trust, monthly interest payment only through September 2016, then monthly principal and interest payments due thereafter. All unpaid principal and interest are due in September 2028.

The Auen Foundation
P O Box 13390
Palm Desert, California 92255-3390

EIN: 95-4325051
Form 990PF, Dec. 31, 2009
Schedule (12), Part III Line 3

Increases in Net Assets or Fund Balances not included in the amount
from Part I Line 27a - "Excess of revenue over expenses"

| | Amount |
|---|--------------|
| Reversal of bad debt expense reported in 2008 as "per books". However, bad debt has not been recorded on the books or deducted as an expense in the calculation of the investment income. | \$ 7,134,720 |

The Auen Foundation
P.O. Box 13390
Palm Desert, California 92255-3390

EIN: 95-4325051
Form 990PF, Dec 31, 2009
Schedule (13), Part IV

| | Sales Price | Adjusted Cost | Gain or (loss) |
|-----------------------------|------------------|------------------|-------------------|
| <u>ACQUIRED BY PURCHASE</u> | | | |
| GOVERNMENT & AGENCY - BONDS | 125,000 | 127,254 | (2,254) |
| CORPORATE BONDS | 3,027,783 | 3,056,256 | (28,473) |
| STOCKS | 4,137,066 | 4,846,230 | (709,164) |
| TOTAL | 7,289,849 | 8,029,740 | (739,891) |

The Auen Foundation
P O Box 13390
Palm Desert, California 92255-3390

EIN 95-4325051
Form 990 PF, Dec 31, 2009
Schedule (14), Part X, Line 1c

| <u>OTHER ASSETS</u> | <u>FAIR MARKET VALUE</u> |
|---------------------|------------------------------|
| Real Properties | 11,000 |
| Notes Receivable | 2,306,090 |
| Purchased Interest | 1,250 |
| Fixed Assets. | |
| Furniture | 783 |
| Total | <u>2,319,123</u> |

The Auen Foundation

EIN: 95-4325051 Form 990BE December 31 2000

Line 3 (continued), Form 3501, December 31, 2009
Schedule (15), Part XV Line 3a, Grants Paid During Year
9/8/2010

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|--|-----------------------|-----------------|-------------------|----------------------------|--|
| <u>January 2009</u> | | | | | |
| Loma Linda University Children's Hospital Foundation | 200600147 | 1/26/2009 | \$2,000.00 | The Auen Foundation | 3102 |
| <i>Hospital Operating expenses</i> | 09-01 | | | | PO Box 1464 Rancho Mirage, CA 92270 |
| | \$ 2,000.00 | | | | |
| People Helping People <i>Support for Senior services</i> | 200600144 09/01 | 1/8/2009 | \$1,000.00 | The Auen Foundation | 3101 1060 La Verne Way, Palm Springs, CA 92264 |
| | \$ 1,000.00 | | | | |
| | | | | Total January 2009 | \$3,000.00 |
| | | | | (2 items) | |
| <u>February 2009</u> | | | | | |
| ACT for Multiple Sclerosis <i>senior services</i> | 200600148 09-03 | 2/12/2009 | \$15,000.00 | The Auen Foundation | 3103 73-710 Fred Waring Drive, Suite 120A, Palm Desert, CA 92260 |
| | \$ 15,000.00 | | | | |
| Palm Desert High School Foundation <i>Intergenerational Program funds</i> | 200600152 09-09 | 2/19/2009 | \$1,000.00 | The Auen Foundation | 3104 43-570 Phyllis Jackson Lane, Palm Desert, CA 92260 |
| | \$ 1,000.00 | | | | |
| | | | | Total February 2009 | \$16,000.00 |
| | | | | (2 items) | |

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount Fund | Payment Fund | Check Number Notes |
|---|-----------------------|-----------------|---------------------------|---------------------|---|
| <u>March 2009</u> | | | | | |
| Aids Assistance Program <i>Food Voucher Program</i> \$ 10,000.00 | 200600163 09-20 | 3/31/2009 | \$10,000.00 | The Auen Foundation | 3119 PO Box 4182, Palm Springs, CA 92263 |
| American Cancer Society <i>housing and transportation</i> \$ 10,000.00 | 200600151 09-06 | 3/2/2009 | \$10,000.00 | The Auen Foundation | 3105 73-161 Fred Waring Drive, Suite 100, Palm Desert, CA 92260 |
| Boy Scouts of America <i>support for After School Programs</i> \$ 2,000.00 | 200600159 09-18 | 3/12/2009 | \$2,000.00 | The Auen Foundation | 3110 1230 Indiana Ct., Redlands, CA 92374 |
| City of Salmon <i>Create a senior exercise program</i> \$ 3,000.00 | 200600162 09-17 | 3/31/2009 | \$3,000.00 | The Auen Foundation | 3116 200 Main Street, Salmon, ID 83467 |
| Desert Aids Project <i>community center</i> \$ 20,000.00 | 200600150 09/04 | 3/16/2009 | \$20,000.00 | The Auen Foundation | 3112 1695 North Sunrise Way, Palm Springs, CA 92262 |
| Desert Bar Association of Riverside <i>aging issues</i> \$ 1,000.00 | 200600155 09-10 | 3/2/2009 | \$1,000.00 | The Auen Foundation | 3106 PO Box 2290, Palm Desert, CA 92263 |
| Food Find Bank <i>outreach for the elderly</i> \$ 5,000.00 | 200600154 09/08 | 3/5/2009 | \$5,000.00 | The Auen Foundation | 3108 PO Box 41, Cathedral City, CA 92235 |

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|--|-----------------------|-----------------|-------------------|---------------------|---|
| Gilda's Club Desert Cities <i>memory of Rosemary Gregoire</i> \$ 1,000.00 | 200600156 09-12 | 3/5/2009 | \$1,000.00 | The Auen Foundation | 3107 67-625 E Palm Canyon Dr Suite 6 A Cathedral City CA 92234 |
| KVCR Educational Foundation <i>supporting aging issues</i> \$ 5,000.00 | 200600153 09-05 | 3/5/2009 | \$5,000.00 | The Auen Foundation | 3109 701 S. Mt Vernon Ave, San Bernardino, CA 92410 |
| Leonard Davis School of Gerontology/USC <i>end of life care online course</i> \$ 20,000.00 | 200600160 09-13 | 3/31/2009 | \$20,000.00 | The Auen Foundation | 3118 I. Leonard Davis School of Gerontology, 3715 McClintock Ave, Los Angeles, CA 90089-0191 |
| NAMI - National Alliance on Mental Illness <i>Supporting aging issues</i> \$ 500.00 | 200600166 09-14 | 3/20/2009 | \$500.00 | The Auen Foundation | 3115 PO Box 4015, Palm Desert, CA 92261 |
| Pegasus Riding Academy for the Handicapped <i>operating expenses</i> \$ 2,000.00 | 200600168 09-15 | 3/19/2009 | \$2,000.00 | The Auen Foundation | 3113 PO Box 397, Thousand Palms, CA 92276 |
| Soldiers Organized Services <i>Support for transportation expenses</i> \$ 1,000.00 | 200600165 09-19 | 3/20/2009 | \$1,000.00 | The Auen Foundation | 3114 57539 Santa Rosa Trail, La Quinta, CA 92253 |
| Staples Center Foundation <i>Indio Task Force-Intergenerational program</i> \$ 25,000.00 | 200600158 09/07 | 3/31/2009 | \$25,000.00 | The Auen Foundation | 3117 800 West Olympic Blvd. 3rd Floor, Los Angeles, CA 90015 |

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|---|-----------------------|-----------------|-------------------|---|--|
| Elizabeth Glaser Pediatric AIDS Foundation research programs, Southern California area \$ 10,000.00 | 200600175 09-26 | 5/18/2009 | \$10,000.00 | The Auen Foundation | 3126 2950 31st Street, Suite 125, Santa Monica, CA 90405 |
| Golden Rainbow Senior Center equipment \$ 10,000.00 | 200600167 09-21 | 5/4/2009 | \$10,000.00 | The Auen Foundation | 3124 700 E. Tahquitz Canyon Way, Palm Springs, CA 92262 |
| Opera Guild Of The Desert help with transportation for seniors \$ 2,500.00 | 200600173 09-23A | 5/4/2009 | \$2,500.00 | The Auen Foundation | 3123 PO Box 1378, Palm Springs, CA 92263 |
| | | | | Total May 2009 <hr/> (5 items) | \$36,000.00 |
| <u>June 2009</u> | | | | | |
| Children's Playtime Productions supporting intergenerational programs \$ 300.00 | 200600181 09-34 | 6/3/2009 | \$300.00 | The Auen Foundation | 3128 PO Box 10087, Palm Desert, CA 92255-0087 |
| Eisenhower Medical Center/ 5 Star Club Upgrades for The Five Star Center \$ 10,000.00 | 200600179 09-22 | 6/9/2009 | \$10,000.00 | The Auen Foundation | 3129 39000 Bob Hope Drive, Rancho Mirage, CA 92270 |
| Opera Arts Senior Food Outreach \$ 10,000.00 | 200600178 09-23B | 6/29/2009 | \$10,000.00 | The Auen Foundation | 3130 PO Box 5312, Palm Springs, CA 92263-5312 |

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|--|-----------------------|-----------------|-------------------|---------------------|---|
| Desert Community Foundation <i>funding for intergenerational volunteer programs</i> | 200600192 09-37 | 8/5/2009 | \$10,000.00 | The Auen Foundation | 3136 75-105 Merle Drive suite 300 Palm Desert CA 92211 |
| \$ 10,000.00 | | | | | |
| Gilda's Club Desert Cities <i>program support</i> | 200600190 09-40 | 8/26/2009 | \$20,000.00 | The Auen Foundation | 3140 67-625 E. Palm Canyon Dr. Suite 6A, Cathedral City, CA 92234 |
| \$ 20,000.00 | | | | | |
| Guide Dogs of the Desert <i>Comfort Canine Therapy for Seniors</i> | 200600187 09-39 | 8/8/2009 | \$5,000.00 | The Auen Foundation | 3134 PO Box 1692, Palm Springs, CA 92263 |
| \$ 5,000.00 | | | | | |
| Our Lady of the Desert <i>Scholarships</i> | 200600188 09-36 | 8/17/2009 | \$5,000.00 | The Auen Foundation | 3137 1111 East Tahquitz Canyon Suite 113, Palm Springs, CA 92262 |
| \$ 5,000.00 | | | | | |
| Reach Out Morongo Basin <i>funding background checks for volunteers</i> | 200600186 09-38 | 8/8/2009 | \$4,000.00 | The Auen Foundation | 3135 6539 Adobe Road, Twenty Nine Palms, CA 92277 |
| \$ 4,000.00 | | | | | |
| | | | | | <i>Total August 2009 (7 items)</i> |
| | | | | | \$55,000.00 |
| September 2009 | | | | | |
| Angel Light Academy-Ms Baily <i>After School intergenerational program support</i> | 200600211 09-46 | 9/20/2009 | \$1,350.00 | The Auen Foundation | 3142 83286 Long Cove Dr., Indio, CA 92203 |

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|---|-----------------------|-----------------|-------------------|--|--|
| Desert Cancer Foundation <i>breast cancer screening</i> \$ 12,000.00 | 200600195 09-41 | 9/15/2009 | \$12,000.00 | The Auen Foundation | 3141 74091 Larrea St., Palm Desert, CA 92260 |
| International Classical Concerts of the Desert <i>senior support</i> \$ 2,000.00 | 200600201 09-44 | 9/24/2009 | \$2,000.00 | The Auen Foundation | 3143 PO Box 1227, La Quinta, CA 92253 |
| The Salk Institute for Biological Studies <i>research</i> \$ 10,000.00 | 200600196 09-43 | 9/24/2009 | \$10,000.00 | The Auen Foundation | 3144 PO Box 85800, San Diego, CA 92186-5800 |
| | | | | <i>Total September 2009</i> <u>\$25,350.00</u> (4 items) | |
| <u>October 2009</u> | | | | | |
| Children Affected By Aids <i>Family Assistance Program</i> \$ 10,000.00 | 200600207 09-45 | 10/22/2009 | \$10,000.00 | The Auen Foundation | 3146 6033 West Century Blvd., Suite 260, Los Angeles, CA 90045 |
| Opera Arts <i>Holiday food needs</i> \$ 5,000.00 | 200600212 09-48 | 10/27/2009 | \$5,000.00 | The Auen Foundation | 3147 PO Box 5312, Palm Springs, CA 92263 |
| Shelter From the Storm, Inc. <i>operating costs for battered women programs</i> \$ 2,500.00 | 200600214 09-47 | 10/22/2009 | \$2,500.00 | The Auen Foundation | 3145 73555 Alessandro Drive, Suite 1D, Palm Desert, CA 92260 |
| | | | | <i>Total October 2009</i> <u>\$17,500.00</u> (3 items) | |

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|--|-----------------------|-----------------|-------------------|---|--|
| <u>November 2009</u> | | | | | |
| Desert Samaritans For The Elderly <i>operating expenses</i> \$ 2,500.00 | 200600218 09-51 | 11/9/2009 | \$2,500.00 | The Auen Foundation | 3150 PO Box 10967, Palm Desert, CA 92255 |
| La Quinta Arts Foundation <i>senior area support</i> \$ 5,000.00 | 200600213 09-47 | 11/3/2009 | \$5,000.00 | The Auen Foundation | 3148 PO Box 777, La Quinta, CA 92253 |
| Pegasus Riding Academy for the Handicapped <i>adult caretaker meals</i> \$ 2,500.00 | 200600215 09-49 | 11/9/2009 | \$2,500.00 | The Auen Foundation | 3149 PO Box 397, Thousand Palms, CA 92276 |
| | | | | <i>Total November 2009</i> (3 items) | <i>\$10,000.00</i> |
| <u>December 2009</u> | | | | | |
| Joslyn-Cove Communities Senior Association <i>March from the board of Joslyn Senior Center for 6 month Public Relations contract</i> \$ 7,200.00 | 200600224 09-49 | 12/15/2009 | \$7,200.00 | The Auen Foundation | 3156 73-750 Catalina Way, Palm Desert, CA 92260 |
| The Ranch Recovery Center Inc <i>senior scholarships</i> \$ 10,000.00 | 200600231 09-52 | 12/9/2009 | \$10,000.00 | The Auen Foundation | 3153 7885 Annandale Ave., Desert Hot Springs, CA 92240 |
| Food Find Bank <i>senior care kit</i> \$ 10,000.00 | 200600232 09-53 | 12/15/2009 | \$10,000.00 | The Auen Foundation | 3155 PO Box 41, Cathedral City, CA 92235 |

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|---|-----------------------|-----------------|-------------------|---------------------|--|
| McCallum Theatre <i>funding for FIND Guide Dogs Desert ARC and Desert AIDS</i> \$ 1,500.00 | 200600244 09-54 | 12/15/2009 | \$1 500.00 | 1hc Auen Foundation | credit card 73000 Fred Waring Drivc. Palm Desert, CA 92260 |
| Palm Springs International Film Festival <i>Senior and Active Retirement Program</i> \$ 20,000.00 | 200600219 09-50 | 12/1/2009 | \$20,000.00 | 1hc Auen Foundation | 3151 1700 E Tahquitz Canyon Way, #3 Palm Springs, CA 92262 |
| | | | | | <i>Total December 2009</i> (5 items) \$48,700.00 |
| | | | | | Grand Total (54 items) \$456,150.00 |

The Auen Foundation
P.O. Box 13390
Palm Desert, California 92255-3390

EIN: 95-4325051
Form 990 PF, Dec 31, 2009
Schedule (16), Part XVII, Line 1b(4)

Information Regarding Transfers To and Transactions and Relationships With Noncharitable
Exempt Organizations

| <u>Line No.</u> | <u>Amount Involved</u> | <u>Name of Non-Charitable Exempt Organization</u> | <u>Description</u> |
|-----------------|----------------------------|--|--|
| b(4) | \$ 344,140 | The Fairfield Homes Title Holding Co., Inc {exempt IRC 501 (c)(2)} | Is the paymaster of the Foundation as authorized by Employment Tax Reg. 31 3121(s) - 1(a) and (b) Accounting services and other administrative expenses provided to the Foundation at allocated cost in accordance with an overhead sharing agreement |