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Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047

2009

Open to Public Inspection

The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2009 calendar year, or tax year beginning and ending

B Check if applicable:
☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

Please use IRS label or print or type
 See Specific Instructions

C Name of organization
THE DORSEY & WHITNEY FOUNDATION
 Doing Business As
 Number and street (or P O box if mail is not delivered to street address) Room/suite
50 S SIXTH STREET 1500
 City or town, state or country, and ZIP + 4
MINNEAPOLIS, MN 55402-1498

D Employer identification number
41-1424522

E Telephone number
612-340-2600

G Gross receipts \$ **2,545,441.**

H(a) Is this a group return for affiliates? ☐ Yes ☒ No
H(b) Are all affiliates included? ☐ Yes ☐ No
 If "No," attach a list (see instructions)
H(c) Group exemption number ▶

I Tax-exempt status: ☒ 501(c) (3) (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ **N/A**

K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation **1982** **M** State of legal domicile **MN**

Part I Summary

1 Briefly describe the organization's mission or most significant activities: **SUPPORTING TAX EXEMPT CHARITABLE AND EDUCATIONAL ORGANIZATIONS.**

2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3 Number of voting members of the governing body (Part VI, line 1a) **3**

4 Number of independent voting members of the governing body (Part VI, line 1b) **4**

5 Total number of employees (Part V, line 2a) **5**

6 Total number of volunteers (estimate if necessary) **0**

7a Total gross unrelated business revenue from Part VIII, column (C), line 12 **0.**

7b Net unrelated business taxable income from Form 990-T, line 34 **0.**

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	2,248,414.	2,544,492.
9 Program service revenue (Part VIII, line 2g)		
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	22,203.	949.
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	2,270,617.	2,545,441.
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	2,392,420.	2,430,481.
14 Benefits paid to or for members (Part IX, column (A), line 4)		
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		
16a Professional fundraising fees (Part IX, column (A), line 11e)		
b Total fundraising expenses (Part IX, column (D), line 25) ▶	25.	209.
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	2,392,445.	2,430,690.
18 Total expenses - Add lines 13-17 (must equal Part IX, column (A), line 25)	<121,828.>	114,751.
19 Revenue less expenses - Subtract line 18 from line 12		
	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16)	498,553.	613,304.
21 Total liabilities (Part X, line 26)		
22 Net assets or fund balances. Subtract line 21 from line 20	498,553.	613,304.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here ▶ *Jay E Swanson* Date **8/11/10**
 Signature of officer
JAY SWANSON, SEC/TREASURER & DIRECTOR
 Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶ Date ▶ Check if self-employed ☐ Preparer's identifying number (see instructions) ▶
 Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ EIN ▶ Phone no ▶

May the IRS discuss this return with the preparer shown above? (see instructions) ☐ Yes ☐ No

6/16
17

Part III Statement of Program Service Accomplishments**1** Briefly describe the organization's mission:**SUPPORTING TAX EXEMPT CHARITABLE AND EDUCATIONAL ORGANIZATIONS.****2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses.

Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ **2,428,481.** including grants of \$ **2,428,481.**) (Revenue \$)
GRANTS MADE TO NONPROFIT ORGANIZATIONS TO FURTHER THOSE ORGANIZATIONS' GENERAL PURPOSES.

4b (Code:) (Expenses \$ **2,000.** including grants of \$ **2,000.**) (Revenue \$)
SCHOLARSHIPS GIVEN TO INDIVIDUALS FROM THE MARK EASTWOOD MEMORIAL SCHOLARSHIP FUND.

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services. (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ▶ \$ **2,430,481.**

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	1 X	
2 Is the organization required to complete Schedule B, Schedule of Contributors?	2 X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>	3	X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>	4	X
5 Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>	5	
6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	6 X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>	7	X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>	8	X
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>	9	X
10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	10	X
11 Is the organization's answer to any of the following questions "Yes"? <i>If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i>	11	X
• Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>		
• Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i>		
• Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i>		
• Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		
• Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		
• Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? <i>If "Yes," complete Schedule D, Part X.</i>		
12 Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII.</i>	12	X
12A Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional</i>	12A Yes No X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	13	X
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? <i>If "Yes," complete Schedule F, Part I</i>	14b X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i>	15 X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i>	16	X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>	17	X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	18	X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	19	X
20 Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>	20	X

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Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21 X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22	X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>	24a	X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c	
24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d	
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a	X
25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b	X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	26	X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>	27	X
28 Was the organization a party to a business transaction with one of the following parties, (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):	28a	X
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b	X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28c	X
c An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	29	X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	30	X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	31	X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	32	X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	33	X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	34 X	
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	35	X
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36	X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	37	X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	38 X	
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19?		

Note. All Form 990 filers are required to complete Schedule O.

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Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable.	0	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	0	
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	0	
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return. (see instructions)		
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		X
3b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4b	If "Yes," enter the name of the foreign country: See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7d	If "Yes," indicate the number of Forms 8282 filed during the year		
7e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		
7h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		X
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		X
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		X
10	Section 501(c)(7) organizations. Enter:		
10a	Initiation fees and capital contributions included on Part VIII, line 12		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter:		
11a	Gross income from members or shareholders		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		

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Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Section A. Governing Body and Management

	Yes	No
1a Enter the number of voting members of the governing body	5	
b Enter the number of voting members that are independent	0	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?		X
5 Did the organization become aware during the year of a material diversion of the organization's assets?		X
6 Does the organization have members or stockholders?	X	
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	X	
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	X	
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code)

	Yes	No
10a Does the organization have local chapters, branches, or affiliates?		X
b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
11 Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	X	
11A Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a Does the organization have a written conflict of interest policy? If "No," go to line 13	X	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?		X
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done		X
13 Does the organization have a written whistleblower policy?		X
14 Does the organization have a written document retention and destruction policy?		X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official		X
b Other officers or key employees of the organization		X
If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions.)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **▶ MN**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **▶**
ROSE WILSON - 612 340 2847
50 S SIXTH STREET, SUITE 1500, MINNEAPOLIS, MN 55402-1498

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

• List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees. See instructions for definition of "key employee."

- List the organization's five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☒ Check this box if the organization did not compensate any current officer, director, or trustee.

[illegible]

Part VII	Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees <i>(continued)</i>
-----------------	--

[illegible]

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization ▶

0

3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? If "Yes," complete Schedule J for such person

	Yes	No
3		X
4		X
5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. NONE

[illegible]

2	Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization	0
---	--	---

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1 a	Federated campaigns	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	2,544,492.				
	g	Noncash contributions included in lines 1a-1f \$						
	h	Total. Add lines 1a-1f		2,544,492.				
	Program Service Revenue			Business Code				
2 a								
b								
c								
d								
e								
f		All other program service revenue						
g		Total. Add lines 2a-2f						
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		949.			949.	
	4	Income from investment of tax-exempt bond proceeds						
	5	Royalties						
	6 a	Gross Rents	(i) Real	(ii) Personal				
		b	Less: rental expenses					
		c	Rental income or (loss)					
		d	Net rental income or (loss)					
	7 a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		b	Less: cost or other basis and sales expenses					
		c	Gain or (loss)					
		d	Net gain or (loss)					
	8 a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
		b	Less: direct expenses	b				
		c	Net income or (loss) from fundraising events					
	9 a	Gross income from gaming activities. See Part IV, line 19	a					
		b	Less: direct expenses	b				
		c	Net income or (loss) from gaming activities					
	10 a	Gross sales of inventory, less returns and allowances	a					
		b	Less: cost of goods sold	b				
		c	Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code						
11 a								
b								
c								
d	All other revenue							
e	Total. Add lines 11a-11d							
12	Total revenue. See instructions		2,545,441.	0.	0.	949.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	2,421,372.	2,421,372.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22	2,000.	2,000.		
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16	7,109.	7,109.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a NEW CHECKS	149.		149.	
b STATE OF MINNESOTA FILI	60.		60.	
c				
d				
e				
f All other expenses				
25 Total functional expenses. Add lines 1 through 24f	2,430,690.	2,430,481.	209.	0.
26 Joint costs. Check here ☐ if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing		1	
	2 Savings and temporary cash investments	498,553.	2	613,304.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a		10c
	b Less: accumulated depreciation	10b		
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	498,553.	16	613,304.	
Liabilities	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities. Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	0.	26	0.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ☐ and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets		27	
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here ☒ and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds	0.	30	0.
	31 Paid-in or capital surplus, or land, building, or equipment fund	0.	31	0.
	32 Retained earnings, endowment, accumulated income, or other funds	498,553.	32	613,304.
	33 Total net assets or fund balances	498,553.	33	613,304.
34 Total liabilities and net assets/fund balances	498,553.	34	613,304.	

Form 990 (2009)

Part XI Financial Statements and Reporting

- 1 Accounting method used to prepare the Form 990: ☒ Cash ☐ Accrual ☐ Other _____
If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- b Were the organization's financial statements audited by an independent accountant?
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both:
☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

	Yes	No
2a		X
2b		X
2c		
3a		X
3b		

Form 990 (2009)

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ **Attach to Form 990 or Form 990-EZ.** ▶ **See separate instructions.**

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization

THE DORSEY & WHITNEY FOUNDATION

Employer identification number

41-1424522

Part I	Reason for Public Charity Status (All organizations must complete this part.) See instructions.
---------------	--

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

f ☐ If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box _____

g ☐ Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

(ii) A family member of a person described in (i) above?

(iii) A 35% controlled entity of a person described in (i) or (ii) above?

h ☐ Provide the following information about the supported organization(s).

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

[illegible]

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2009

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	1257047.	1435660.	1961983.	2248414.	2544492.	9447596.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	1257047.	1435660.	1961983.	2248414.	2544492.	9447596.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						3756714.
6 Public support. Subtract line 5 from line 4						5690882.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	1257047.	1435660.	1961983.	2248414.	2544492.	9447596.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	2,437.	27,473.	38,923.	22,203.	949.	91,985.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support. Add lines 7 through 10						9539581.
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ☐						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	59.66	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15	68.53	%
16a 33 1/3% support test - 2009. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ☒			
b 33 1/3% support test - 2008. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ☐			
17a 10% -facts-and-circumstances test - 2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ☐			
b 10% -facts-and-circumstances test - 2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ☐			
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ☐			

Schedule A (Form 990 or 990-EZ) 2009

Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I.)**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 Total support (Add lines 9, 10c, 11, and 12)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ☐						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2008 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2009. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☐

b 33 1/3% support tests - 2008. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☐

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

Schedule A (Form 990 or 990-EZ) 2009

Schedule D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11, or 12.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2009
Open to Public
Inspection

Name of the organization

THE DORSEY & WHITNEY FOUNDATION

Employer identification number

41-1424522

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	2	
2 Aggregate contributions to (during year)	1,465,389.	
3 Aggregate grants from (during year)	1,346,764.	
4 Aggregate value at end of year	123,625.	

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☒ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☒ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (e.g., recreation or pleasure)	☐ Preservation of an historically important land area
☐ Protection of natural habitat	☐ Preservation of a certified historic structure
☐ Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶

4 Number of states where property subject to conservation easement is located ▶

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items.

(i) Revenues included in Form 990, Part VIII, line 1	▶ \$
(ii) Assets included in Form 990, Part X	▶ \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items:

a Revenues included in Form 990, Part VIII, line 1	▶ \$
b Assets included in Form 990, Part X	▶ \$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a ☐ Public exhibition
 b ☐ Scholarly research
 c ☐ Preservation for future generations
 d ☐ Loan or exchange programs
 e ☐ Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets

to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

- c Beginning balance
 d Additions during the year
 e Distributions during the year
 f Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV.

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

1a Beginning of year balance

b Contributions

c Net investment earnings, gains, and losses

d Grants or scholarships

e Other expenditures for facilities and programs

f Administrative expenses

g End of year balance

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a					
b					
c					
d					
e					
f					
g					

2 Provide the estimated percentage of the year end balance held as:

- a Board designated or quasi-endowment ► _____ %
 b Permanent endowment ► _____ %
 c Term endowment ► _____ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
 (ii) related organizations

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

	Yes	No
3a(i)		
3a(ii)		
3b		

4 Describe in Part XIV the intended uses of the organization's endowment funds.

Part VI Investments - Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c)) ► 0.

Schedule D (Form 990) 2009

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Financial derivatives		
Closely-held equity interests		
Other _____		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12.) ►		

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Total. (Col (b) must equal Form 990, Part X, col (B) line 13) ▶		

(a) Description	(b) Book value
Total. (Column (b) must equal Form 990, Part X, col (B) line 15)	

1.	(a) Description of liability	(b) Amount
	Federal income taxes	
	Total. (Column (b) must equal Form 990, Part X, col (B) line 25.)	

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Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	2,545,441.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	2,430,690.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	114,751.
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net). Add lines 4 through 8	9	
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	114,751.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

**Schedule F
(Form 990)**

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

- ▶ Complete if the organization answered "Yes" to Form 990,
Part IV, line 14b, 15, or 16.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2009

**Open to Public
Inspection**

Name of the organization

Employer identification number

THE DORSEY & WHITNEY FOUNDATION

41-1424522

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No

2 For grantmakers. Describe in Part IV the organization's procedures for monitoring the use of grant funds outside the United States.

3 Activities per Region. (Use Schedule F-1 (Form 990) if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for region
EUROPE	0	0	FUNDRAISING AND GRANTS		7,109.
Totals	0	0			7,109.

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2009

Part IV Supplemental Information

Complete this part to provide the information required in Part I, line 2, and any additional information.

SCHEDULE F, PART I, LINE 2: THE FOUNDATION MADE ONLY ONE GRANT TO A CHARITY OUTSIDE THE U.S. IN 2008. THIS GRANT WAS IN EXCESS OF \$5,000. IT WAS MADE TO AN ESTABLISHED, PUBLICLY SUPPORTED CHARITY FOR GENERAL SUPPORT OF ITS MUSICAL ACTIVITIES. THE GRANT WAS MADE AFTER THE SUBMISSION OF DETAILED INFORMATION ABOUT THE ORGANIZATION TO THE FOUNDATION, CONFIRMATION OF ITS CHARITABLE STATUS, AND CERTAIN OTHER DILIGENCE INQUIRIES BY THE FOUNDATION. THE FOUNDATION DOES NOT FORMALLY MONITOR THE USE OF THE GRANTS.

Name of the organization

Name of the organization	
THE DORSEY & WHITNEY FOUNDATION	
Part I	General Information on Grants and Assistance

Employer identification number
41-1424522

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II **Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule 1-1 (Form 990) if additional space is needed.

[illegible]

2	Enter total number of section 501(c)(3) and government organizations
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2	Enter total number of section 501(c)(3) and government organizations	63	▲
3	Enter total number of other organizations	0	▲

LLHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) 2009

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Use Part IV and Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
COLLEGE SCHOLARSHIPS	2	2,000.	0.		

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

SCHEDULE I, PART I, LINE 2: ALL OF THE FOUNDATION'S GRANTS IN EXCESS OF

\$5,000 ARE MADE TO ESTABLISHED, PUBLICLY SUPPORTED CHARITIES FOR GENERAL

SUPPORT OR MAJOR PROGRAMS. ACCORDINGLY, THE FOUNDATION DOES NOT FORMALLY

MONITOR THE USE OF THE GRANTS.

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization

THE DORSEY & WHITNEY FOUNDATION

Employer identification number
41-1424522

FORM 990, PART VI, SECTION A, LINE 6: THE MEMBERS OF THE FOUNDATION ARE
THE VOTING MEMBERS, FROM TIME TO TIME, OF THE POLICY COMMITTEE OF DORSEY &
WHITNEY LLP.

FORM 990, PART VI, SECTION A, LINE 7A: THE MEMBERS OF THE FOUNDATION ARE
THE VOTING MEMBERS, FROM TIME TO TIME, OF THE POLICY COMMITTEE OF DORSEY &
WHITNEY LLP. SUCH MEMBERS ELECT, AND MAY REMOVE WITHOUT CAUSE, THE
DIRECTORS OF THE FOUNDATION.

FORM 990, PART VI, SECTION A, LINE 7B: THE APPROVAL OF THE MEMBERS IS
REQUIRED FOR AMENDMENTS TO THE FOUNDATION'S ARTICLES OF INCORPORATION AND
BYLAWS, AS WELL AS THE MERGER, CONSOLIDATION, TRANSFER OF SUBSTANTIALLY ALL
OF THE ASSETS, OR DISSOLUTION OF THE FOUNDATION.

FORM 990, PART VI, SECTION B, LINE 11: 11A - THE FOUNDATION'S FORM 990
INITIALLY IS PREPARED BY DORSEY & WHITNEY LLP'S FINANCIAL REPORTING AND
COMPLIANCE CONTROLLER AND THEN IS REVIEWED BY LEGAL COUNSEL TO THE
FOUNDATION. AFTER ANY NEEDED CHANGES ARE MADE, THE COMPLETED FORM 990 IS
PROVIDED TO EACH DIRECTOR. AFTER ANY ADDITIONAL REQUIRED CHANGES ARE MADE,
THE FINAL FORM 990 IS SIGNED BY EITHER THE FOUNDATION'S CHAIR OR THE
FOUNDATION'S TREASURER, WHO REVIEWS THE FORM 990 BEFORE SIGNING IT.

FORM 990, PART VI, SECTION C, LINE 19: THE FOUNDATION'S GOVERNING
DOCUMENTS, CONFLICTS OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE MADE
AVAILABLE TO THE PUBLIC AT THE TIMES AND IN THE MANNER PRESCRIBED BY
SECTION 6104(D) OF THE INTERNAL REVENUE CODE.

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule O (Form 990) 2009

932211
02-03-10

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009
Open to Public
Inspection

Name of the organization

THE DORSEY & WHITNEY FOUNDATION

Employer identification number
41-1424522

FORM 990, PART VI.A, LINE 2

THE FOUNDATION'S DIRECTORS DO NOT HAVE A BUSINESS RELATIONSHIP AS
DEFINED IN THE INSTRUCTIONS, BUT ALL ARE PARTNERS OF DORSEY & WHITNEY
LLP.

FORM 990, PART VI.B, LINES 12B, 12C, 15A AND 15B

THE FOUNDATION DOES NOT ENGAGE IN TRANSACTIONS WITH ITS OFFICERS AND
DIRECTORS, WHO ARE NOT COMPENSATED BY THE FOUNDATION, AND THE
FOUNDATION HAS NO EMPLOYEES.

part III
Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

32162 02-04-10	31	Schedule R (Form 990) 2009
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Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, or 36.)**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?**a** Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity**b** Gift, grant, or capital contribution to other organization(s)**c** Gift, grant, or capital contribution from other organization(s)**d** Loans or loan guarantees to or for other organization(s)**e** Loans or loan guarantees by other organization(s)**f** Sale of assets to other organization(s)**g** Purchase of assets from other organization(s)**h** Exchange of assets**i** Lease of facilities, equipment, or other assets to other organization(s)**j** Lease of facilities, equipment, or other assets from other organization(s)**k** Performance of services or membership or fundraising solicitations for other organization(s)**l** Performance of services or membership or fundraising solicitations by other organization(s)**m** Sharing of facilities, equipment, mailing lists, or other assets**n** Sharing of paid employees**o** Reimbursement paid to other organization for expenses**p** Reimbursement paid by other organization for expenses**q** Other transfer of cash or property to other organization(s)**r** Other transfer of cash or property from other organization(s)**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(1) N/A	(a) Name of other organization(s)	(b) Transaction type (a-r)	(c) Amount involved
(2)			0.
(3)			
(4)			
(5)			
(6)			

The Dorsey & Whitney Foundation
U.S. Organizations Receiving More Than \$5,000 in Grants
January through December 2009

Name	Street	Zip	Street - Continues	City	State	Zip Code	EIN	IRC Sect	Amount	Purpose of Grant
Advocates for Human Rights	650 Third Avenue South		Suite 550	Minneapolis	MN	55402-1940	38-3292374	501(c)(3)	10,000.00	General Support
Advocates for Human Rights	650 Third Avenue South		Suite 550	Minneapolis	MN	55402-1940			250.00	Match
Advocates for Human Rights	650 Third Avenue South		Suite 550	Minneapolis	MN	55402-1940			250.00	Match
American Swedish Institute	2600 Park Avenue			Minneapolis	MN	55407-1090	41-0711603	501(c)(3)	350.00	Match
American Swedish Institute	2600 Park Avenue			Minneapolis	MN	55407-1090			2,000.00	General Support
American Swedish Institute	2600 Park Avenue			Minneapolis	MN	55407-1090			10,000.00	General Support
ARTSFUND										
ARTSFUND	P O Box 19780			Seattle	WA	98109	91-1868831	501(c)(3)	7,500.00	General Support
Asian Counseling & Referral Service	720 8th Avenue South			Seattle	WA	98104	91-0918176	501(c)(3)	5,000.00	General Support
Asian Counseling & Referral Service										
ASME	Three Park Avenue 23NS			New York	NY	10016-5990	13-3372934	501(c)(3)	5,000.00	General Support
ASME										
Children's First/Utah	455 East South Temple			Salt Lake City	UT	84111	87-0663711	501(c)(3)	5,000.00	General Support
Children's First/Utah										
Children's Home Society	1605 Eustis Street			St Paul	MN	55108-1219	41-0693906	501(c)(3)	200.00	Match
Children's Home Society	1605 Eustis Street			St Paul	MN	55108-1219			10,000.00	General Support
Children's Home Society										
Children's Law Center	450 North Syndicate Street		Suite 315	St Paul	MN	55104	41-1781589	501(c)(3)	6,000.00	General Support
Children's Law Center										
Colorado Lawyers Committee	1875 Lawrence Street, Suite 200			Denver	CO	80202	84-0772877	501(c)(3)	5,200.00	General Support
Colorado Lawyers Committee										
Community Health Charities	2828 East 82nd Street		Suite 340	Bloomington	MN	55425	41-1555901	501(c)(3)	5,400.00	General Support
Community Health Charities										
Community Legal Services of East Palo Alto	2117 University Avenue		Suite B	East Palo Alto	CA	94303	22-3868910	501(c)(3)	5,000.00	General Support
Community Legal Services of East Palo Alto										
Cooke Center for Learning & Development	475 Riverside Drive		Suite 730	New York	NY	10115	13-3386691	501(c)(3)	4,000.00	General Support
Cooke Center for Learning & Development	475 Riverside Drive		Suite 730	New York	NY	10115			1,050.00	Match
DC College Success Foundation	1220 12th Street S E		Suite 110	Washington	DC	20003-3722	20-5561911	501(c)(3)	5,000.00	General Support
DC College Success Foundation										
Denver Kids, Inc	1330 Fox Street			Denver	CO	80204	84-1244211	501(c)(3)	5,000.00	General Support
Denver Kids, Inc										
DOROT	171 West 85th Street			New York	NY	10024	13-3284003	501(c)(3)	6,000.00	General Support
DOROT	171 West 85th Street			New York	NY	10024			1,000.00	General Support
DOROT										
Eisenhower Medical Center	39000 Bob Hope Drive			Rancho Mirage	CA	92270-3221	95-6130455	501(c)(3)	25,000.00	General Support
Eisenhower Medical Center										
Fare Start	700 Virginia Street			Seattle	WA	98101	91-1546757	501(c)(3)	5,000.00	General Support
Fare Start										

The Dorsey & Whitney Foundation
U.S. Organizations Receiving More Than \$5,000 in Grants
 January through December 2009

Name	Street	Street - Continues	City	State	Zip Code	EIN	IRC Sect.	Amount	Purpose of Grant
Fund for the Legal Aid Society	430 First Avenue North		Minneapolis	MN	55401-1780	41-1413955	501(c)(3)	53,000.00	General Support
Fund for the Legal Aid Society	430 First Avenue North	Suite 300	Minneapolis	MN	55401-1780			1,117.50	Match
Fund for the Legal Aid Society	430 First Avenue North	Suite 300	Minneapolis	MN	55401-1780			230.00	Match
Fund for the Legal Aid Society	430 First Avenue North	Suite 300	Minneapolis	MN	55401-1780			107.00	Match
Fund for the Legal Aid Society	430 First Avenue North	Suite 300	Minneapolis	MN	55401-1780			200.00	Match
Greater Twin Cities United Way	P O Box 2949		Minneapolis	MN	55402-0949	41-1973442	501(c)(3)	5,000.00	General Support
Greater Twin Cities United Way	P O Box 2949		Minneapolis	MN	55402-0949			100,000.00	General Support
Greater Twin Cities United Way	P O Box 2949		Minneapolis	MN	55402-0949			9,800.00	General Support
Greater Twin Cities United Way	P O Box 2949		Minneapolis	MN	55402-0949			100,000.00	General Support
Guthrie Theater Foundation	SDS 12-1075		Minneapolis	MN	55485-0088	41-0854160	501(c)(3)	15,000.00	General Support
Guthrie Theater Foundation		P O Box 86	Minneapolis	MN					
Hale House	152 West 122nd Street		New York	NY	10017	13-2700687	501(c)(3)	10,000.00	General Support
Hale House	152 West 122nd Street		New York	NY	10017			1,500.00	Match
Hale House	152 West 122nd Street		New York	NY	10017			1,000.00	General Support
High Five Tickets to the Arts	One East 53rd Street		New York	NY	10022	13-3836068	501(c)(3)	5,000.00	General Support
High Five Tickets to the Arts									
Highline Community College Foundation	2400 S 240th Street		Des Moines	IA	98198	23 7428279	501(c)(3)	5,000.00	General Support
Highline Community College Foundation		P O Box 98000 MS 9-2							
IEEE Foundation	445 Hoest Lane		Piscataway	NJ	08854	23-7310864	501(c)(3)	5,000.00	General Support
IEEE Foundation	445 Hoest Lane		Piscataway	NJ	08854			230.00	Match
IEEE Foundation	445 Hoest Lane		Piscataway	NJ	08854			500.00	Match
IEEE Foundation	445 Hoest Lane		Piscataway	NJ	08854			2,500.00	General Support
Iranian American Jewish Federation of NY	770 Middle Neck Road	Suite 5P	Great Neck	NY	11024	01-0651843	501(c)(3)	4,000.00	General Support
Iranian American Jewish Federation of NY	770 Middle Neck Road	Suite 5P	Great Neck	NY	11024			1,100.00	Match
Iranian American Jewish Federation of NY	770 Middle Neck Road	Suite 5P	Great Neck	NY	11024			500.00	Match
King County Bar Foundation	1200 Fifth Avenue #600		Seattle	WA	98101	91-1079173	501(c)(3)	10,000.00	General Support
King County Bar Foundation	1200 Fifth Avenue #600		Seattle	WA	98101			10,000.00	General Support
Lawyers Co for Civil Rights Under	1401 New York Avenue NW	Suite 400	Washington	DC	20005	52 0798246	501(c)(3)	10,000.00	General Support
Lawyers Co for Civil Rights Under									
Legal Aid Foundation of Colorado	1800 Grant Street	Suite 1112	Denver	CO	80203	74-2182277	501(c)(3)	125.00	Match
Legal Aid Foundation of Colorado	1900 Grant Street	Suite 1112	Denver	CO	80203			125.00	Match
Legal Aid Foundation of Colorado	1900 Grant Street	Suite 1112	Denver	CO	80203			11,200.00	General Support
Legal Aid Foundation of Colorado	1900 Grant Street	Suite 1112	Denver	CO	80203			380.00	Match
Loan Repayment Assistance Program	600 Nicollet Mall	Suite 380	Minneapolis	MN	55402 1605	41-1694745	501(c)(3)	660.00	Match
Loan Repayment Assistance Program	600 Nicollet Mall	Suite 380	Minneapolis	MN	55402-1605			5,000.00	General Support
Loan Repayment Assistance Program									
Mayo Foundation	200 First Street SW		Rochester	MN	55905	41-1937751	501(c)(3)	5,000.00	General Support
Mayo Foundation									

The Dorsey & Whitney Foundation
U.S. Organizations Receiving More Than \$5,000 in Grants
 January through December 2009

Name	Street	Street - Continues	City	State	Zip Code	EIN	IRC Sect.	Amount	Purpose of Grant
Mike High United Way Mike High United Way	2505 18th Street		Denver	CO	80211	84-0404235	501(c)(3)	5 000 00	General Support
Minneapolis College of Art and Design Minneapolis College of Art and Design	2501 Stevens Avenue S		Minneapolis	MN	55404	41-1607453	501(c)(3)	5 000 00	General Support
Minnesota Historical Society Minnesota Historical Society Minnesota Historical Society	345 Kellogg Boulevard West 345 Kellogg Boulevard West		Saint Paul Saint Paul	MN MN	55102 1806 55102-1806	41-0713907	501(c)(3)	10 000 00 1 170 00	General Support Match
Minnesota Justice Foundation Minnesota Justice Foundation Minnesota Justice Foundation Minnesota Justice Foundation Minnesota Justice Foundation	229 19th Avenue South 229 19th Avenue South 229 19th Avenue South 229 19th Avenue South 229 19th Avenue South		Minneapolis Minneapolis Minneapolis Minneapolis Minneapolis	MN MN MN MN MN	55455 55455 55455 55455 55455	41-1447537	501(c)(3)	5 000 00 630 00 150 00 150 00	General Support Match Match Match
Minnesota Zoo Foundation Minnesota Zoo Foundation	13000 Zoo Boulevard		Apple Valley	MN	55124	51-0147553	501(c)(3)	5 000 00	General Support
Minnetonka Center for the Arts Minnetonka Center for the Arts Minnetonka Center for the Arts	2240 North Shore Drive 2240 North Shore Drive		Wayzata Wayzata	MN MN	55391 55391	41-0804989	501(c)(3)	5,000 00 500 00	General Support Match
National Corporate Theatre Fund National Corporate Theatre Fund National Corporate Theatre Fund	505 8th Avenue 505 8th Avenue		New York New York	NY NY	10018 10018	13-2813176	501(c)(3)	5 000 00 1 000 00	General Support General Support
National Underground Railroad Freedom Ctr National Underground Railroad Freedom Ctr	50 East Freedom Way		Cincinnati	OH	45202	31-1438217	501(c)(3)	5 000 00	General Support
New York University New York University New York University New York University	P O Box 837 P O Box 837 P O Box 837		New York New York New York	NY NY NY	10009-9984 10009-9984 10009-9984	13-5562308	501(c)(3)	2,000 00 5 000 00 1 000 00	General Support General Support General Support
Orange County United Way Orange County United Way	18012 Mitchell Avenue South		Irvine	CA	92614	33-0047994	501(c)(3)	10 000 00	General Support
Ordway Center for Performing Arts Ordway Center for Performing Arts Ordway Center for Performing Arts	345 Washington Street 345 Washington Street		St Paul St Paul	MN MN	55102 1495 55102 1495	41-1428998	501(c)(3)	4,000 00 1,380 00	General Support Match
Project Enterprise Project Enterprise Project Enterprise Project Enterprise	144 West 125th Street, 4th Floor 144 West 125th Street, 4th Floor 144 West 125th Street, 4th Floor		New York New York New York	NY NY NY	10027 10027 10027	13-3907579	501(c)(3)	6,000 00 250 00 1 000 00	General Support Match General Support
Public Law Center Public Law Center	601 Chic Center Drive West		Santa Ana	CA	92701-4002	95-3708253	501(c)(3)	5,000 00	General Support
Seattle Children's Theatre Seattle Children's Theatre Seattle Children's Theatre	201 Thomas Street 201 Thomas Street		Seattle Seattle	WA WA	98109 98109	51-0172421	501(c)(3)	5 000 00 750 00	General Support Match
Seattle University Seattle University Seattle University	901 12th Avenue 901 12th Avenue	P O Box 222000 P O Box 222000	Seattle Seattle	WA WA	98122-1090 98122-1090	91-0565006	501(c)(3)	10 000 00 250 00	General Support Match
Seattle/So King Co Habitat for Humanity									

The Dorsey & Whitney Foundation
U.S. Organizations Receiving More Than \$5,000 in Grants
 January through December 2009

Name	Street	Street - Continues	City	State	Zip Code	EIN	IRC Sect	Amount	Purpose of Grant
Seattle/So King Co Habitat for Humanity	15439 53rd Ave South	#102	Tukwila	WA	98188	91-1342397	501(c)(3)	5,000.00	General Support
Sharing & Caring Hands	525 North 7th Street		Minneapolis	MN	55405	38-3412619	501(c)(3)	9,000.00	General Support
Silicon Valley Jewish Film Festival	14855 Oka Road # 201		Los Gatos	CA	95302	26-3234237	501(c)(3)	5,000.00	General Support
The Children's Theatre Company	2400 Third Avenue South		Minneapolis	MN	55404	41-1254553	501(c)(3)	15,000.00	General Support
The Mayo Clinic	Department of Development	200 First Street SW	Rochester	MN	55905	41-8011702	501(c)(3)	1,136,764.00	General Support
The Minneapolis Foundation	800 IDS Center	80 South Eighth Street	Minneapolis	MN	55402	41-8029402	501(c)(3)	9,000.00	Student Achievement
The Minneapolis Institute of Arts	2400 Third Avenue South		Minneapolis	MN	55404	41-0693915	501(c)(3)	15,000.00	General Support
The Minneapolis Institute of Arts	2400 Third Avenue South		Minneapolis	MN	55404			125,000.00	General Support
The Minneapolis Institute of Arts	2400 Third Avenue South		Minneapolis	MN	55404			250.00	Match
The Minneapolis Institute of Arts	2400 Third Avenue South		Minneapolis	MN	55404			20,000.00	Building construction
The Minnesota Opera	620 North First Street		Minneapolis	MN	55401	41-0946789	501(c)(3)	10,000.00	General Support
The Minnesota Opera	620 North First Street		Minneapolis	MN	55401			1,050.00	Match
The Minnesota Opera	620 North First Street		Minneapolis	MN	55401			5,000.00	General Support
The Minnesota Orchestral Association	1111 Nicollet Mall		Minneapolis	MN	55403	41-0893875	501(c)(3)	15,000.00	General Support
The Saint Paul Chamber Orchestra	408 St. Peter Street	Suite 300	St. Paul	MN	55102	38-3339359	501(c)(3)	15,000.00	General Support
Touro College Law Center	300 Nassau Road		Huntington	NY	11743	13-2876570	501(c)(3)	3,750.00	General Support
Touro College Law Center	300 Nassau Road		Huntington	NY	11743			3,750.00	General Support
Trust for Public Land	2610 University Avenue	Suite 300	St. Paul	MN	55114	23-7223333	501(c)(3)	5,000.00	General Support
UCI Foundation (UC Irvine School of Law)	UC Irvine School of Law	401 East Pelisson Drive	Irvine	CA	92697-8000	95-2540117	501(c)(3)	15,000.00	General Support
UCI Irvine Foundation	Center for the Study of Democracy	5215 Social Science Plaza B	Irvine	CA	92697-5100	95-2540117		3,000.00	General Support
UCI Irvine Foundation	Center for the Study of Democracy	5215 Social Science Plaza B	Irvine	CA	92697-5100	95-2540117		15,000.00	General Support
United Way of Cass Clay	219 7th Street South	P O Box 1609	Fargo	ND	58107-1609	41-0810008	501(c)(3)	500.00	General Support
United Way of Cass Clay	219 7th Street South	P O Box 1609	Fargo	ND	58107-1609			6,000.00	General Support
United Way of King County	720 Second Avenue		Seattle	WA	98104	91-0565555	501(c)(3)	25,000.00	General Support
United Way of King County	720 Second Avenue		Seattle	WA	98104			340.00	Match
United Way of King County	720 Second Avenue		Seattle	WA	98104			1,620.00	Match
University of St. Thomas School of Law (University of St. Thomas)	Mail #TAMH 440		St. Paul	MN	55105-1078	41-0693970	501(c)(3)	5,000.00	General Support
University of St. Thomas School of Law	Law - Altn. Thomas Mengler Esq	Mail #TAMH 440	St. Paul	MN	55105-1078			1,000.00	General Support
University of St. Thomas School of Law	Law - Altn. Thomas Mengler Esq	Mail #TAMH 440	St. Paul	MN	55105-1078			250.00	Match

The Dorsey & Whitney Foundation
U.S. Organizations Receiving More Than \$5,000 in Grants
 January through December 2009

Name	Street	Street - Continues	City	State	Zip Code	EIN	IRC Sect	Amount	Purpose of Grant
Walker Art Center	1750 Hennepin Avenue		Minneapolis	MN	55403	41-0693928	501(c)(3)	15 000 00	General Support
Walker Art Center	1750 Hennepin Avenue		Minneapolis	MN	55403			25 000 00	General Support
Walker Art Center	1750 Hennepin Avenue		Minneapolis	MN	55403			20,000 00	Building construction
William Mitchell College of Law	875 Summit Avenue		St Paul	MN	55105	41-0518750	501(c)(3)	200 00	Match
William Mitchell College of Law	875 Summit Avenue		St Paul	MN	55105			390 00	Match
William Mitchell College of Law	875 Summit Avenue		St Paul	MN	55105			500 00	Match
William Mitchell College of Law	875 Summit Avenue		St Paul	MN	55105			10 000 00	Scholarship
William Mitchell College of Law	875 Summit Avenue		St Paul	MN	55105			500 00	Match
								<u>\$ 2 130 408 50</u>	

Application for Extension of Time To File an
Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- 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**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

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Type or print	Name of Exempt Organization	Employer identification number
	THE DORSEY & WHITNEY FOUNDATION	41-1424522
	Number, street, and room or suite no. If a P.O. box, see instructions. 50 S SIXTH STREET, NO. 1500	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MINNEAPOLIS, MN 55402-1498	

Check type of return to be filed (file a separate application for each return):

- | | | |
|--|---|------------------------------------|
| ☒ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☐ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

ROSE WILSON - 50 S SIXTH STREET, SUITE 1500 -

- The books are in the care of ▶ MINNEAPOLIS, MN 55402-1498

Telephone No. ▶ 612 340 2847

FAX No. ▶

- 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 will cover.

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year 2009 or
- ▶ ☐ tax year beginning _____, and ending _____.

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

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

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev 4-2009)