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

2010

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

For calendar year 2010, 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

Name of foundation LONGVIEW FOUNDATION ATTN: JON CROW		A Employer identification number 41-1957581
Number and street (or P O box number if mail is not delivered to street address) 601 CARLSON PKWY	Room/suite 800	B Telephone number 952-835-2577
City or town, state, and ZIP code MINNETONKA, MN 55305		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,297,961.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		150,756.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		30,420.	30,420.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		10,866.			STATEMENT 1
b Gross sales price for all assets on line 6a 346,683.					
7 Capital gain net income (from Part IV, line 2)			142,377.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		4,912.	-184.		STATEMENT 3
12 Total Add lines 1 through 11		196,954.	172,613.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		3,950.	0.		3,950.
c Other professional fees STMT 5		4,886.	4,886.		0.
17 Interest					
18 Taxes STMT 6		9,050.	211.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		1,013.	906.		107.
24 Total operating and administrative expenses. Add lines 13 through 23		18,899.	6,003.		4,057.
25 Contributions, gifts, grants paid		243,340.			243,340.
26 Total expenses and disbursements. Add lines 24 and 25		262,239.	6,003.		247,397.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-65,285.			
b Net investment income (if negative, enter -0-)			166,610.		
c Adjusted net income (if negative, enter -0-)				N/A	

LONGVIEW FOUNDATION

ATTN: JON CROW

41-1957581

Page 2

Part II Balance Sheets

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

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	310.	5,426.	5,426.	
	2 Savings and temporary cash investments	1,296,437.	185,100.	185,100.	
	3 Accounts receivable ▶ 49.				
	Less: allowance for doubtful accounts ▶		49.	49.	
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 8	0.	1,043,232.	1,085,702.	
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other STMT 9	1,742.	-603.	21,684.	
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	1,298,489.	1,233,204.	1,297,961.	
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
	23 Total liabilities (add lines 17 through 22)	0.	0.		
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>	and complete lines 27 through 31.			
		27 Capital stock, trust principal, or current funds	0.	0.	
		28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
		29 Retained earnings, accumulated income, endowment, or other funds	1,298,489.	1,233,204.	
30 Total net assets or fund balances	1,298,489.	1,233,204.			
31 Total liabilities and net assets/fund balances	1,298,489.	1,233,204.			

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	1,298,489.
2 Enter amount from Part I, line 27a	2	-65,285.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,233,204.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,233,204.

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			
b SEE ATTACHED STATEMENTS			
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			
b			
c			
d			
e 346,683.		204,306.	142,377.

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			142,377.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	142,377.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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))
2009	189,622.	385,790.	.491516
2008	251,108.	210,379.	1.193598
2007	203,102.	274,554.	.739752
2006	166,013.	262,918.	.631425
2005	171,042.	206,969.	.826414

2 Total of line 1, column (d)	2	3.882705
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	.776541
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,209,347.
5 Multiply line 4 by line 3	5	939,108.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,666.
7 Add lines 5 and 6	7	940,774.
8 Enter qualifying distributions from Part XII, line 4	8	247,397.

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.

LONGVIEW FOUNDATION

ATTN: JON CROW

41-1957581

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,332.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,332.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	3,332.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	4,440.	
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	4,440.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	1,108.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

Form 990-PF (2010)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► MERISTEM Located at ► 601 CARLSON PKWY #800, MINNETONKA, MN Telephone no. ► 952-835-2577 ZIP+4 ► 55305			
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <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"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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"/> Yes <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"/> Yes <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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
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 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► , , , <input type="checkbox"/> Yes <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 instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 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 2010.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A
▶ ☐

5b

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 ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	440,225.
b	Average of monthly cash balances	1b	787,538.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,227,763.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,227,763.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,416.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,209,347.
6	Minimum investment return. Enter 5% of line 5	6	60,467.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	60,467.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3,332.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,332.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	57,135.
4	Recoveries of amounts treated as qualifying distributions	4	1,600.
5	Add lines 3 and 4	5	58,735.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	58,735.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	247,397.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	247,397.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	247,397.

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.

Form 990-PF (2010)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				58,735.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	160,706.			
b From 2006	156,215.			
c From 2007	196,856.			
d From 2008	240,637.			
e From 2009	174,771.			
f Total of lines 3a through e	929,185.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	247,397.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				58,735.
e Remaining amount distributed out of corpus	188,662.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,117,847.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	160,706.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	957,141.			
10 Analysis of line 9:				
a Excess from 2006	156,215.			
b Excess from 2007	196,856.			
c Excess from 2008	240,637.			
d Excess from 2009	174,771.			
e Excess from 2010	188,662.			

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 Paid during the year SEE ATTACHED SCHEDULE	N/A	PUBLIC CHARITY	GENERAL OPERATING	243,340.
Total				▶ 3a 243,340.
b Approved for future payment NONE				
Total				▶ 3b 0.

Enter gross amounts unless otherwise indicated.

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

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).
----------------------	---

[illegible]

Part XVII

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?

(1) Cash

(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations


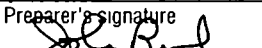
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

[illegible]

☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	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.				
	 Signature of officer or trustee		06/15/11 Date		Trustee Title
Paid Preparer Use Only	Print/Type preparer's name JOHN BURKE, CPA		Preparer's signature  JOHN BURKE, CPA		Date 06/06/11
	Check <input type="checkbox"/> if self-employed				PTIN P00066743
	Firm's name ▶ BAKER TILLY VIRCHOW KRAUSE, LLP				Firm's EIN ▶
Firm's address ▶ 225 S. 6TH ST. STE. 2300 MINNEAPOLIS, MN 55402				Phone no. (612) 876-4500	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

LONGVIEW FOUNDATION
ATTN: JON CROW

Employer identification number

41-1957581

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

LONGVIEW FOUNDATION

ATTN: JON CROW

Employer identification number

41-1957581

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<u>ELLA CROSBY</u> <u>601 CARLSON PARKWAY #800</u> <u>MINNETONKA, MN 55305</u>	\$ <u>140,447.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	<u>SOUTHWAYS FOUNDATION</u> <u>601 CARLSON PARKWAY #800</u> <u>MINNETONKA, MN 55305</u>	\$ <u>10,309.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

LONGVIEW FOUNDATION

ATTN: JON CROW

Employer identification number

41-1957581

Part II Noncash Property (see instructions)[illegible]

Name of organization

LONGVIEW FOUNDATION

Employer identification number

ATTN: JON CROW

41-1957581

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$

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

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	782.779 SH ASTON/RIVER ROAD DIVIDEND	P		10/29/10
b	476.190 SH EPOCH GLOBAL EQUITY SH YIELD	P		10/29/10
c	169.996 SH HARDING LOEVNER GL EQ	P	04/20/10	10/29/10
d	130 SH ISHARES S&P 100 INDEX	P	04/20/10	10/29/10
e	437.227 SH IVA INTL FD CL I	P	04/20/10	10/29/10
f	411.523 SH KALMAR SM CAP GRTH FD	P		10/29/10
g	455.581 SH PIMCO COMMODITY REAL RETURN 538.6 SH P	P	04/20/10	10/29/10
h	538.6 SH PIMCO EMRG LOCAL BD FD	P		10/29/10
i	4057.71 SH PIMCO TOTAL RETURN	P		06/03/10
j	2480.753 SH PIMCO TOTAL RETURN	P		10/29/10
k	4277.567 SH VANGUARD SHORT-TERM BD INDEX	P		06/03/10
l	1117.318 SH VANGUARD SHORT-TERM BD INDEX	P		10/29/10
m	4557 SH WELLS FARGO & CO	D	07/19/88	12/22/10
n	361.991 SH WESTCORE SM CAP VAL FD	P	04/20/10	10/29/10
o	1083.032 SH WESTWOOD INCOME OPP	P		10/29/10

(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 7,967.		7,858.	109.
b 6,971.		6,685.	286.
c 3,973.		3,862.	111.
d 6,938.		7,180.	-242.
e 6,971.		6,562.	409.
f 6,000.		5,695.	305.
g 3,973.		3,663.	310.
h 5,973.		5,691.	282.
i 44,950.		45,010.	-60.
j 28,950.		27,617.	1,333.
k 44,950.		44,843.	107.
l 11,950.		11,737.	213.
m 140,800.		8,936.	131,864.
n 3,973.		4,038.	-65.
o 11,950.		11,318.	632.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			109.
b			286.
c			111.
d			-242.
e			409.
f			305.
g			310.
h			282.
i			-60.
j			1,333.
k			107.
l			213.
m			131,864.
n			-65.
o			632.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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 SMC BROADWAY PARTNERS		P		
b SMC BROADWAY PARTNERS - SECTION 1231 GAIN		P		
c SMC VENTURE FUND 1982		P		
d SECURITIES LITIGATION PROCEEDS		P		
e SMC LG CAP PARTNERSHIP		P		01/25/10
f SMC VENTURE FUND 1982 - LOSS ON DISPOSAL		P		
g CAPITAL GAINS DIVIDENDS				
h				
i				
j				
k				
l				
m				
n				
o				

(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 2,788.			2,788.
b 246.			246.
c 1,376.			1,376.
d 49.			49.
e 702.			702.
f		3,611.	-3,611.
g 5,233.			5,233.
h			
i			
j			
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,788.
b			246.
c			1,376.
d			49.
e			702.
f			-3,611.
g			5,233.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	142,377.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
782.779 SH ASTON/RIVER ROAD DIVIDEND	PURCHASED			10/29/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,967.	7,858.	0.	0.	109.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
476.190 SH EPOCH GLOBAL EQUITY SH YIELD	PURCHASED			10/29/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,971.	6,685.	0.	0.	286.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
169.996 SH HARDING LOEVNER GL EQ	PURCHASED		04/20/10	10/29/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,973.	3,862.	0.	0.	111.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
130 SH ISHARES S&P 100 INDEX	6,938.	7,180.	0.	0.	-242.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
437.227 SH IVA INTL FD CL I	6,971.	6,562.	0.	0.	409.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
411.523 SH KALMAR SM CAP GRTH FD	6,000.	5,695.	0.	0.	305.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
455.581 SH PIMCO COMMODITY REAL RETURN 538.6 SH PIMCO EMRG LOCAL BD FD	3,973.	3,663.	0.	0.	310.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
538.6 SH PIMCO EMRG LOCAL BD FD	5,973.	5,691.	0.	0.	282.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4057.71 SH PIMCO TOTAL RETURN	44,950.	45,010.	0.	0.	-60.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2480.753 SH PIMCO TOTAL RETURN	28,950.	27,617.	0.	0.	1,333.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4277.567 SH VANGUARD SHORT-TERM BD INDEX	44,950.	44,843.	0.	0.	107.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1117.318 SH VANGUARD SHORT-TERM BD INDEX	11,950.	11,737.	0.	0.	213.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4557 SH WELLS FARGO & CO	140,800.	140,447.	0.	0.	353.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
361.991 SH WESTCORE SM CAP VAL FD	3,973.	4,038.	0.	0.	-65.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1083.032 SH WESTWOOD INCOME OPP	11,950.	11,318.	0.	0.	632.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS DATE SOLD
SMC BROADWAY PARTNERS	2,788.	0.	0.		0.		2,788.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS DATE SOLD
SMC BROADWAY PARTNERS - SECTION 1231 GAIN	246.	0.	0.		0.		246.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS DATE SOLD
SMC VENTURE FUND 1982	1,376.	0.	0.		0.		1,376.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS DATE SOLD
SECURITIES LITIGATION PROCEEDS	49.	0.	0.		0.		49.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SMC LG CAP PARTNERSHIP	702.	0.	0.	0.	702.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SMC VENTURE FUND 1982 - LOSS ON DISPOSAL	0.	3,611.	0.	0.	-3,611.

CAPITAL GAINS DIVIDENDS FROM PART IV	5,233.
TOTAL TO FORM 990-PF, PART I, LINE 6A	10,866.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	30,419.	0.	30,419.
CHARLES SCHWAB	5,233.	5,233.	0.
PARTNERSHIP PASSTHROUGH	1.	0.	1.
TOTAL TO FM 990-PF, PART I, LN 4	35,653.	5,233.	30,420.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PASSTHROUGH LOSS	-184.	-184.	
FEDERAL TAX REFUND	3,496.	0.	
GRANTS REFUNDED	1,600.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,912.	-184.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,950.	0.		3,950.
TO FORM 990-PF, PG 1, LN 16B	3,950.	0.		3,950.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	4,886.	4,886.		0.
TO FORM 990-PF, PG 1, LN 16C	4,886.	4,886.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	8,839.	0.		0.
FOREIGN TAX PAID	211.	211.		0.
TO FORM 990-PF, PG 1, LN 18	9,050.	211.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PASSTHROUGH ENTITIES	828.	828.		0.
BANK SERVICE CHARGES	78.	78.		0.
CHECK REORDER EXPENSE	107.	0.		107.
TOTAL TO FORM 990-PF, PG 1, LN 23	1,013.	906.		107.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB HOLDINGS	1,043,232.	1,085,702.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,043,232.	1,085,702.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SMC BROADWAY PARTNERS	COST	-603.	21,684.
SMC VENTURE FUND 1982	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		-603.	21,684.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 10
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ELLA P CROSBY 601 CARLSON PARKWAY #800 MINNETONKA, MN 55305	PRESIDENT 0.00	0.	0.	0.
THOMAS M CROSBY, JR 601 CARLSON PARKWAY #800 MINNETONKA, MN 55305	VICE PRESIDENT 0.00	0.	0.	0.
LUCY C MITCHELL 601 CARLSON PARKWAY #800 MINNETONKA, MN 55305	VICE PRESIDENT 0.00	0.	0.	0.
CAROL FETZER 601 CARLSON PARKWAY #800 MINNETONKA, MN 55305	SECRETARY 0.00	0.	0.	0.
DAVID P CROSBY 601 CARLSON PARKWAY #800 MINNETONKA, MN 55305	TREASURER 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

10:00 AM
04/28/11
Cash Basis

Longview Foundation
Transaction Detail By Account
January through December 2010

<u>Name</u>	<u>Original Amount</u>
Abbott Northwestern Hospital Foundation	500 00
Admission Possible	500 00
American Heart Association	40 00
American Institute of Cancer Research	100 00
American Lung Association	25 00
American Red Cross	250 00
Art in Bloom	500 00
Barron Area Education Foundation	2,000 00
Big Sky Empowerment Project	2,000 00
Blake School, The	1,000 00
Blake School, The	50,000 00
Blake School, The	500 00
Blake School, The	500 00
Blinded Veterans Association	50 00
Boca Grande Health Clinic	100 00
CARE	100 00
Children's Cancer Research	15 00
Children's Theatre Company, The	200 00
Children's Theatre Company, The	400 00
Children's Theatre Company, The	500 00
Colonial Williamsburg Fund	100 00
Courage Center	500 00
Crosby Fund for Haitian Education, The	250 00
Crosby Fund for Haitian Education, The	2,000 00
Disabled Veterans National Foundation	25 00
Doctors Without Borders	100 00
Dunwoody College of Technology	250 00
Dunwoody College of Technology	3,000 00
Easter Seals	15 00
Easter Seals	50 00
Episcopal Group Homes	250 00
Evan Guillaume Memorial Fund	1,000 00
Family & Children's Services	500 00
Foxcroft School	1,000 00
Friends of Gunston Hall	100 00
Friends of Sulgrave Manor	100 00
Friends of the Boundary Waters Wilderness	250 00
Friends of the Dumbarton House NSCDA	50 00
Friends of the Institute	100 00
Friends of the Mississippi River	1,000 00
George Peabody Elementary	1,000 00
Gillette Children's Specialty Healthcare	250 00

10:00 AM
04/28/11
Cash Basis

Longview Foundation
Transaction Detail By Account
January through December 2010

Greater Minneapolis Crisis Nursery	500 00
Greater Twin Cities United Way	30,000 00
Groves Academy Annual Fund	250 00
Guthrie Theatre Foundation	1,000 00
Hammer	100 00
History Theatre	50 00
Hope Unlimited for Children	200 00
Hopewell	100 00
Inner City Tennis Foundation	250 00
Interfaith Outreach & Community Partners	4,500 00
Interfaith Outreach & Community Partners	2,000 00
International Children's Fund	50 00
International Rescue Committee	100 00
Jungle Theater, The	250 00
Lake Minnetonka Garden Club	200 00
MacPhail Center for Music	500 00
MacPhail Center for Music	1,000 00
MADD	50 00
March of Dimes	50 00
Marine Toys for Tots Foundation	100 00
Meals on Wheels	100 00
Metro Meals on Wheels	100 00
Milkweed Editions	250 00
Millbrook School	500 00
Minneapolis College of Art & Design	750 00
Minneapolis Institute of Arts	0 00
Minneapolis Institute of Arts	5,000 00
Minneapolis Institute of Arts	250 00
Minnesota Historical Society	2,000 00
Minnesota Historical Society	2,500 00
Minnesota Historical Society	1,000 00
Minnesota Land Trust	100 00
Minnesota Landscape Arboretum	2,000 00
Minnesota Landscape Arboretum	25,000 00
Minnesota Landscape Arboretum	1,000 00
Minnesota Opera	2,000 00
Minnesota Orchestra	3,000 00
Minnesota Orchestra	3,000 00
Minnesota Public Radio	1,500 00
Minnesota State Horticultural Society	100 00
Minnesota Teen Challenge	250 00
Minnesota Zoo Foundation	1,000 00
Minnesota Zoo Foundation	50 00
Minnetonka Center for the Arts	100 00
Minnetonka Center for the Arts	500 00
Minnetonka Center for the Arts	500 00

10:00 AM
04/28/11
Cash Basis

Longview Foundation
Transaction Detail By Account
January through December 2010

Minnetonka Center for the Arts	150 00
Mississippi River Fund	50 00
Missoula Family YMCA	500 00
Museum of Lake Minnetonka	100 00
National Parks Conservation Assn	25 00
National Trust for Historic Preservation	50 00
Nature Conservancy of Minnesota	500 00
Nature Conservancy of Minnesota	500 00
Nature Conservancy of Minnesota	1,000 00
Olivet Congregational Church	2,000 00
Open Arms of Minnesota	250 00
Ordway Center for the Performing Arts	500 00
P E T A	25 00
Parks & Trails Council of Minnesota	500 00
Parks & Trails Council of Minnesota	3,000 00
Pathfinder International	500 00
Penumbra Theatre	500 00
People Serving People	500 00
Pillsbury United Communities	1,000 00
Pillsbury United Communities	1,000 00
Planned Parenthood of MN/SD	500 00
Project for Pride in Living	500 00
Project HOPE	50 00
Quetico Superior Foundation	500 00
Rossia, Inc	1,000 00
Rossia, Inc	1,000 00
Salisbury School	1,000 00
Salvation Army, The	300 00
Science Musuem of Minnesota	750 00
Second Harvest Heartland	50 00
Sharing & Caring Hands	500 00
Sierra Club	50 00
Sister Kenny Foundation	250 00
Smile Train, The	50 00
Smithsonian Institution	250 00
Society for Prevention Cruelty to Animals	50 00
Soldier's Angels	100 00
Southside Family School	250 00
Special Olympics	100 00
St David's Ctr for Child & Family Dvlpmnt	500 00
St Stephen's Human Services	1,500 00
Stage Theatre Company	50 00
Street Yoga	500 00
Sunny Hollow Montessori	1,000 00
Sunny Hollow Montessori	1,000 00

10:00 AM
04/28/11
Cash Basis

Longview Foundation
Transaction Detail By Account
January through December 2010

The Wilderness Society	100 00
The Wilderness Society	100 00
Trust for Public Land	250 00
Trust for Public Land - Oregon	1,050 00
Tubman Family Alliance	50 00
Tubman Family Alliance	1,000 00
Twin Cities Habitat for Humanity	1,000 00
Twin Cities Public Television	3,000 00
UNICEF	500 00
Union Gospel Mission	150 00
Union of Concerned Scientists	500 00
University of Minnesota Foundation	100 00
University of Minnesota Foundation	10,000 00
US Olympic Committee	50 00
US Olympic Committee	20 00
Vassar College	2,000 00
Vassar College	7,500 00
Walker Art Center	2,000 00
Walker Art Center	3,000 00
Washburn Center for Children	1,200 00
Wayzata Fire Relief Association	100 00
Wayzata Historical Society at the Depot	250 00
Weisman Art Museum	100 00
Western Hennepin County Pioneers Assn	250 00
Westminster Presbyterian Church	18,000 00
Westminster Presbyterian Church	1,000 00
Westminster Town Hall Forum	200 00
World Emergency Relief	150 00
YWCA	300 00
<hr/> TOTAL	<hr/> 243,340.00