

Dorsey & Whitney Foundation

Governance and Policies

The Dorsey & Whitney Foundation (the “Foundation”) is a Minnesota nonprofit corporation that is tax exempt under Section 501(c)(3) of the Internal Revenue Code. It must comply with many special rules applicable to charitable organizations. In addition, the Foundation must comply with its own governing documents and certain policies adopted by the Foundation.

The Foundation is an entity separate and apart from Dorsey & Whitney LLP (“Dorsey”). However, the members of the Foundation are the voting members of Dorsey’s Policy Committee. They elect the members of the Foundation’s Board of Directors (the “Board”). The Board is responsible for the management of the Foundation and reports at least annually to the members of the Foundation, the members of the Policy Committee. The Board elects the Foundation’s officers.

Submitting a Request for Funding

The Board makes decisions regarding grants by the Foundation to charitable organizations. The Foundation has adopted certain guidelines which it employs in making these funding decisions.

If you would like to submit a request for funding to the Foundation, please first review the guidelines set forth below under the heading “Funding Guidelines.” To submit a funding request you must complete an application and include all of the information requested, including the most recent financials of the organization for which you are seeking funding. The application forms and more detailed instructions are available on the website <http://dorsetnet.dorsey.com/service-groups?subPageId=85>.

Each direct grant request must be for a minimum amount of \$500 and in increments of \$100. If multiple Dorsey attorneys or other persons support grants to the same charitable organization, only one application for a grant should be submitted to the Foundation, showing the total amount requested and the names of all persons supporting the grant request.

Decisions regarding Funding

The Board will review your application at regularly scheduled meetings, which typically take place in May and November, and will notify you of its decision regarding funding. It may take several weeks after the meeting is held for you to receive the actual check for the organization. In some circumstances, the Board may request information not provided in connection with the initial application, have additional questions, or defer making a funding decision.

Please do not make any commitment, pledge or promise to any organization that a grant will be made unless and until you have been informed that the Board has finally approved such a grant. Such a commitment could disqualify the requested grant under the tax laws. Please be aware that the Board is not able to approve all requests for funding that it receives, or to approve all applications in the amounts requested. When the Foundation makes a grant, the Foundation, not Dorsey, is to be named as donor in any acknowledgement or other identification of donors.

If you have particular questions about funding you may contact the Board chair, any of the other members of the Board, or the administrative assistant to the Foundation. A list of these persons is available at: <http://dorsey.dorsey.com/service-groups?subPageId=85>.

Funding Guidelines

Funding Priorities

The Foundation provides support to charitable organizations in the communities in which Dorsey attorneys practice. Priority generally is given to the support of charitable organizations in which Dorsey attorneys are actively involved. Special consideration is given to established arts, cultural, legal and community service organizations in which Dorsey attorneys serve as board members or officers, and to which they contribute a significant amount of time and personal financial support.

Geographic Focus

The Foundation primarily supports charitable organizations located and operating in the geographic regions in which Dorsey maintains its offices. The Board will review requests for funding for organizations in other geographic regions on a selective basis.

Type of Support Available

Foundation Grants. The Foundation provides general operating support for charitable organizations with proven programs. The Foundation does not encourage, and will review on a selective basis, requests for capital and endowment support.

Matching Program. A matching gift program provides support to organizations to which Dorsey attorneys make qualifying contributions. Guidelines and application instructions for the matching program are posted on the Foundation's website on the Dorsey intranet.

Restrictions on Giving

The Foundation makes grants only to organizations that are exempt from tax under Section 501(c)(3) of the Internal Revenue Code, and, in some cases, to governmental units. In rare cases, and subject to necessary legal review, the Foundation may make grants to foreign charities.

The Foundation does not make grants to or for the following:

- Religious organizations and their affiliates, except secondary schools and colleges and well established religious organizations or programs that primarily provide social services.
- Individuals or private foundations;
- National fundraising campaigns, ticket sales, fundraising dinners, walks, golf tournaments and other similar activities;

- Sports organizations, except organizations or programs that primarily provide services to those who are indigent or have other special needs;
- Voter registration drives, partisan organizations or activities, or attempts to influence legislation, the outcome of any specific public election, or public opinion in connection with specific political or election issues;
- To satisfy all or any part of a formal or informal, express or implied, pledge or similar commitment or to enhance member benefits for contributing attorneys; or
- Organizations providing donor or sponsorship benefits (such as free tickets, reduced rate advertising or enhanced membership benefits) to the Foundation, Dorsey, or any partner or employee of Dorsey as a result of the grant, unless such benefits are clearly waived.
- Organizations the Foundation knows to explicitly discriminate or to have an explicit written policy of discrimination on the basis of race, color, religion, national origin, sex, sexual orientation, gender identity, disability, or age. With respect to any religious organizations to which the Foundation is permitted to make a gift under the other provisions of these giving guidelines, the Foundation Board may in appropriate circumstances make exceptions to the foregoing with respect to policies of discrimination relating to sexual orientation or gender identity.

In some circumstances, such as client-related requests or requests for sponsorship of an event or a table at a dinner, it may be more appropriate to request funds from the Dorsey marketing group.

In addition to the foregoing, the Board will also take into account other factors, such as the appearance or actuality of personal benefit in connection with any funding request, whether the charitable organization is governed by a disinterested board, the financial stability of the organization and such other factors as may be appropriate given the facts and circumstances and based on the advice of counsel to the Foundation.