

Return of Organization Exempt from Income Tax

2004

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

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

A For the 2004 calendar year, or tax year beginning 2004, and ending

- B Check if applicable: Address change, Name change, Initial return, Final return, Amended return, Application pending

C Name of organization: Dogwood Alliance, Inc. Number and street (or P.O. box if mail is not delivered to street addr) Room/suite: PO Box 7645 City, town or country: Asheville State: NC ZIP code + 4: 28802

D Employer Identification Number: 56-2139120 E Telephone number: (828) 251-2525 F Accounting method: [X] Other (specify) Modified Cash

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

- H (a) Is this a group return for affiliates? [X] No
H (b) If 'Yes,' enter number of affiliates
H (c) Are all affiliates included? [X] No
H (d) Is this a separate return filed by an organization covered by a group ruling? [X] No

G Web site: dogwoodalliance.org

J Organization type (check only one) [X] 501(c) 3 (insert no) [ ] 4947(a)(1) or [ ] 527

K Check here [ ] if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS; but if the organization received a Form 990 Package in the mail, it should file a return without financial data. Some states require a complete return.

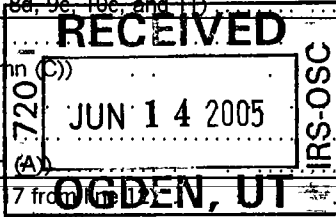
I Group Exemption Number
M Check [ ] if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 405,960.

Revenue, Expenses, and Changes in Net Assets or Fund Balances (See Instructions)

Table with 21 rows and 4 columns: Description, Sub-column (a, b, c), Total, and Amount. Includes sections for Contributions, Program Service Revenue, Investment Income, Special Events, and Expenses.

SCANNED JUL 22 2005



613-76

**Statement of Functional Expenses** All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (att sch) (cash \$ _____ non-cash \$ _____) ....	22			
23 Specific assistance to individuals (att sch) ..	23			
24 Benefits paid to or for members (att sch) ...	24			
25 Compensation of officers, directors, etc .....	25	45,777.	27,983.	5,801.
26 Other salaries and wages .. .. .	26	155,623.	112,833.	27,411.
27 Pension plan contributions .....	27	3,426.	2,393.	581.
28 Other employee benefits .....	28	13,416.	9,372.	2,275.
29 Payroll taxes .. .. .	29	17,266.	12,061.	2,928.
30 Professional fundraising fees .....	30			
31 Accounting fees .....	31	2,345.	0.	2,345.
32 Legal fees .....	32	8,063.	0.	8,063.
33 Supplies .....	33	5,321.	3,717.	902.
34 Telephone .....	34	13,113.	9,523.	1,773.
35 Postage and shipping .....	35	1,987.	536.	318.
36 Occupancy .....	36	17,963.	12,544.	3,045.
37 Equipment rental and maintenance ..	37	707.	495.	120.
38 Printing and publications .....	38	10,384.	9,604.	557.
39 Travel .. .. .	39	21,065.	16,431.	421.
40 Conferences, conventions, and meetings .....	40	8,254.	6,194.	1,034.
41 Interest .....	41			
42 Depreciation, depletion, etc (attach schedule) . . . .	42	1,927.	1,346.	327.
43 Other expenses not covered above (itemize):				
a Advertising and Promotion	43a	150.	0.	150.
b Board Meetings	43b	2,984.	2,085.	506.
c Contract Labor	43c	16,713.	11,395.	4,790.
d Direct Mail	43d	7,114.	0.	0.
e See Other Expenses Stmt	43e	8,999.	5,923.	1,983.
44 Total functional expenses (add lines 22 - 43). Organizations completing columns (B) - (D), carry these totals to lines 13 - 15 .....	44	362,597.	244,435.	65,330.

Joint Costs. Check  if you are following SOP 98-2.  
 Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services?  Yes  No  
 If 'Yes,' enter (i) the aggregate amount of these joint costs \$ \_\_\_\_\_; (ii) the amount allocated to Program services \$ \_\_\_\_\_; (iii) the amount allocated to Management and general \$ \_\_\_\_\_; and (iv) the amount allocated to Fundraising \$ \_\_\_\_\_

**Statement of Program Service Accomplishments**

What is the organization's primary exempt purpose? <u>Conservation of America's Southern forests</u> All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) & (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants & allocations to others.)	Program Service Expenses (Required for 501(c)(3) and (4) organizations and 4947(a)(1) trusts; but optional for others)
a <u>Paper Campaign - Worked with Office Depot to create a new procurement policy showing their commitment to increasing post-consumer recycled content and making purchasing decisions based in part on environmental</u> (Grants and allocations \$ 0.)	244,435.
b <u>criteria. Met with executives from some of the largest paper companies in the world to discuss win-win solutions for protecting Southern forests. Educated thousands of people about the threats to Southern forests posed</u> (Grants and allocations \$ )	
c <u>by paper production. Shared solutions for protecting Southern forests through the media, community presentations, informational tables, our website, electronic updates and newsletter. Advised Staples and Office Depot in</u> (Grants and allocations \$ )	
d <u>successfully making progress toward complete implementation of their paper procurement policies.</u> (Grants and allocations \$ )	
e Other program services (Grants and allocations \$ )	
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	244,435.

**Balance Sheets** (See Instructions)

			(A)		(B)	
			Beginning of year		End of year	
<b>Note:</b> Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.						
ASSETS	45	Cash – non-interest-bearing .....	22,851.	45	27,711.	
	46	Savings and temporary cash investments .....	137,103.	46	174,645.	
	47a	Accounts receivable .....	296.			
		b Less: allowance for doubtful accounts .....		605.	47c	296.
	48a	Pledges receivable .....				
		b Less: allowance for doubtful accounts .....			48c	
	49	Grants receivable .....			49	
	50	Receivables from officers, directors, trustees, and key employees (attach schedule) .....			50	
	51a	Other notes & loans receivable (attach sch) .....				
		b Less: allowance for doubtful accounts .....			51c	
	52	Inventories for sale or use .....			52	
	53	Prepaid expenses and deferred charges .....			53	
	54	Investments – securities (attach schedule) .....			54	
		<input type="checkbox"/> Cost <input type="checkbox"/> FMV				
	55a	Investments – land, buildings, & equipment: basis .....				
		b Less: accumulated depreciation (attach schedule) .....			55c	
	56	Investments – other (attach schedule) .....			56	
	57a	Land, buildings, and equipment: basis .....	17,536.			
		b Less: accumulated depreciation (attach schedule) .....	9,679.	7,917.	57c	7,857.
58	Other assets (describe <input type="checkbox"/> See Line 58 Stmt .....		1,493.	58	1,400.	
59	<b>Total assets</b> (add lines 45 through 58) (must equal line 74) .....		169,969.	59	211,909.	
LIABILITIES	60	Accounts payable and accrued expenses .....	2,707.	60	5,440.	
	61	Grants payable .....		61		
	62	Deferred revenue .....		62		
	63	Loans from officers, directors, trustees, and key employees (attach schedule) .....		63		
	64a	Tax-exempt bond liabilities (attach schedule) .....		64a		
		b Mortgages and other notes payable (attach schedule) .....	0.	64b		
	65	Other liabilities (describe <input type="checkbox"/> .....		65		
66	<b>Total liabilities</b> (add lines 60 through 65) .....		2,707.	66	5,440.	
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.					
	67	Unrestricted .....	167,262.	67	186,469.	
	68	Temporarily restricted .....	0.	68	20,000.	
	69	Permanently restricted .....		69		
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.					
	70	Capital stock, trust principal, or current funds .....		70		
	71	Paid-in or capital surplus, or land, building, and equipment fund .....		71		
	72	Retained earnings, endowment, accumulated income, or other funds .....		72		
73	<b>Total net assets or fund balances</b> (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21) .....		167,262.	73	206,469.	
74	<b>Total liabilities and net assets/fund balances</b> (add lines 66 and 73) .....		169,969.	74	211,909.	

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

BAA

Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See instructions.)		Reconciliation of Expenses per Audited Financial Statements with Expenses per Return	
<b>a</b> Total revenue, gains, and other support per audited financial statements	<b>a</b> 405,960.	<b>a</b> Total expenses and losses per audited financial statements	<b>a</b> 366,753.
<b>b</b> Amounts included on line <b>a</b> but not on line 12, Form 990:		<b>b</b> Amounts included on line <b>a</b> but not on line 17, Form 990:	
(1) Net unrealized gains on investments . . . \$		(1) Donated services and use of facilities . . . \$	
(2) Donated services and use of facilities \$		(2) Prior year adjustments reported on line 20, Form 990 . \$	
(3) Recoveries of prior year grants \$		(3) Losses reported on line 20, Form 990 \$	
(4) Other (specify): Rent Expenses \$ 4,156.		(4) Other (specify): Rent Expenses \$ 4,156.	
Add amounts on lines (1) through (4)	<b>b</b> 4,156.	Add amounts on lines (1) through (4)	<b>b</b> 4,156.
<b>c</b> Line <b>a</b> minus line <b>b</b>	<b>c</b> 401,804.	<b>c</b> Line <b>a</b> minus line <b>b</b>	<b>c</b> 362,597.
<b>d</b> Amounts included on line 12, Form 990 but not on line <b>a</b> :		<b>d</b> Amounts included on line 17, Form 990 but not on line <b>a</b> :	
(1) Investment expenses not included on line 6b, Form 990 . . . \$		(1) Investment expenses not included on line 6b, Form 990 . . . \$	
(2) Other (specify): ----- \$		(2) Other (specify): ----- \$	
Add amounts on lines (1) and (2)	<b>d</b>	Add amounts on lines (1) and (2)	<b>d</b>
<b>e</b> Total revenue per line 12, Form 990 (line <b>c</b> plus line <b>d</b> )	<b>e</b> 401,804.	<b>e</b> Total expenses per line 17, Form 990 (line <b>c</b> plus line <b>d</b> )	<b>e</b> 362,597.

**List of Officers, Directors, Trustees, and Key Employees** (List each one even if not compensated; see instructions.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans and deferred compensation	(E) Expense account and other allowances
Tracy Davids Asheville, NC	Secretary As	0.	0.	0.
Viginia Dollar Asheville, NC	Chair As	0.	0.	0.
Jon Ellenbogen Washington, DC	Vice Chair As	0.	0.	0.
Kim Gilliam Crozet, VA	Board As	0.	0.	0.
Jason Halbert Charlottesville, VA	Board As	0.	0.	0.
See List of Officers, Etc. Statement		45,777.	774.	0.

**75** Did any officer, director, trustee, or key employee receive aggregate compensation of more than \$100,000 from your organization and all related organizations, of which more than \$10,000 was provided by the related organizations?  Yes  No  
If 'Yes,' attach schedule -- see instructions.

Other Information (See instructions.)

76 Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity ... 76 X
77 Were any changes made in the organizing or governing documents but not reported to the IRS? ATTACHED ... 77 X
78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return? ... 78a X
78b If 'Yes,' has it filed a tax return on Form 990-T for this year? ... 78b
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' attach a statement ... 79 X
80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization? ... 80a X
81a Enter direct and indirect political expenditures. See line 81 instructions ... 81a 0
81b Did the organization file Form 1120-POL for this year? ... 81b N/A
82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value? ... 82a X
82b If 'Yes,' you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) ... 82b
83a Did the organization comply with the public inspection requirements for returns and exemption applications? ... 83a X
83b Did the organization comply with the disclosure requirements relating to quid pro quo contributions? ... 83b X
84a Did the organization solicit any contributions or gifts that were not tax deductible? ... 84a N/A
84b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? ... 84b
85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members? ... 85a N/A
85b Did the organization make only in-house lobbying expenditures of \$2,000 or less? ... 85b N/A
85c Dues, assessments, and similar amounts from members ... 85c N/A
85d Section 162(e) lobbying and political expenditures ... 85d N/A
85e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices ... 85e N/A
85f Taxable amount of lobbying and political expenditures (line 85d less 85e) ... 85f N/A
85g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? ... 85g N/A
85h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? ... 85h N/A
86 501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12 ... 86a N/A
86b Gross receipts, included on line 12, for public use of club facilities ... 86b N/A
87 501(c)(12) organizations. Enter: a Gross income from members or shareholders ... 87a N/A
87b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) ... 87b N/A
88 At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Part IX ... 88 X
89a 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ... 0.; section 4912 ... 0.; section 4955 ... 0.
89b 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If 'Yes,' attach a statement explaining each transaction ... 89b X
90a List the states with which a copy of this return is filed ... None - Not required in NC
90b Number of employees employed in the pay period that includes March 12, 2004 (See instructions.) ... 90b 5
91 The books are in care of ... Dogwood Alliance Telephone number ... (828) 251-2525
Located at ... PO Box 7645, Asheville, NC ZIP + 4 ... 28802
92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here ... and enter the amount of tax-exempt interest received or accrued during the tax year ... 92

**Analysis of Income-Producing Activities** (See instructions.)

**Note:** Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
<b>93</b> Program service revenue:					
<b>a</b> Fee for Service					3,000.
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>f</b> Medicare/Medicaid payments					
<b>g</b> Fees & contracts from government agencies					
<b>94</b> Membership dues and assessments					
<b>95</b> Interest on savings & temporary cash invmnts			14	1,448.	
<b>96</b> Dividends & interest from securities					
<b>97</b> Net rental income or (loss) from real estate:					
<b>a</b> debt-financed property					
<b>b</b> not debt-financed property			16	2,444.	
<b>98</b> Net rental income or (loss) from pers prop					
<b>99</b> Other investment income					
<b>100</b> Gain or (loss) from sales of assets other than inventory					
<b>101</b> Net income or (loss) from special events					
<b>102</b> Gross profit or (loss) from sales of inventory					
<b>103</b> Other revenue: <b>a</b>					
<b>b</b> Events and Sales			01	486.	
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>104</b> Subtotal (add columns (B), (D), and (E))				4,378.	3,000.
<b>105</b> Total (add line 104, columns (B), (D), and (E))					7,378.

**Note:** Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I.

**Relationship of Activities to the Accomplishment of Exempt Purposes** (See instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93a	Program related services

**Information Regarding Taxable Subsidiaries and Disregarded Entities** (See instructions.)

N/A

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
	%			
	%			
	%			
	%			

**Information Regarding Transfers Associated with Personal Benefit Contracts** (See instructions.)

- a** Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No
- b** Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

**Note:** If 'Yes' to (b), file Form 8870 and Form 4720 (see instructions).

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.

Please Sign: Sarah Hodgdon Signature of officer | 06/09/05 Date

Date: 6/9/05 Check if self-employed:  Preparer's SSN or PTIN (See General Instruction W)

**SCHEDULE A**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

**Organization Exempt Under  
Section 501(c)(3)**

(Except Private Foundation) and Section 501(e), 501(f), 501(k),  
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information — (See separate instructions.)

OMB No. 1545-0047

**2004**

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ.**

Name of the organization

Dogwood Alliance, Inc.

Employer identification number

56-2139120

**Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**

(See instructions. List each one. If there are 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 and other allowances
None				
-----				
-----				
-----				
-----				

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

None

**Compensation of the Five Highest Paid Independent Contractors for Professional Services**

(See instructions. List each one (whether individuals or firms). If there are none, enter 'None.')

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
None		
-----		
-----		
-----		
-----		

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

None

Statements About Activities (See instructions.)

Yes No

1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If 'Yes,' enter the total expenses paid or incurred in connection with the lobbying activities \$ 262. (Must equal amounts on line 38, Part VI-A, or line I of Part VI-B.)

1 X

Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking 'Yes' must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.

2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is 'Yes,' attach a detailed statement explaining the transactions.)

a Sale, exchange, or leasing of property? 2a X

b Lending of money or other extension of credit? 2b X

c Furnishing of goods, services, or facilities? 2c X

See Part V, Form 990

d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? 2d X

e Transfer of any part of its income or assets? 2e X

3a Do you make grants for scholarships, fellowships, student loans, etc? (If 'Yes,' attach an explanation of how you determine that recipients qualify to receive payments.) 3a X

b Do you have a section 403(b) annuity plan for your employees? 3b X

4a Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds? 4a X

b Do you provide credit counseling, debt management, credit repair, or debt negotiation services? 4b X

Reason for Non-Private Foundation Status (See instructions.)

The organization is not a private foundation because it is: (Please check only ONE applicable box.)

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
8 A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state
10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the Support Schedule in Part IV-A.)
11 a X An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the Support Schedule in Part IV-A.)
11 b A community trust. Section 170(b)(1)(A)(vi). (Also complete the Support Schedule in Part IV-A.)
12 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 charitable, etc, 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). (Also complete the Support Schedule in Part IV-A.)
13 An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).)

Provide the following information about the supported organizations. (See instructions.)

Table with 2 columns: (a) Name(s) of supported organization(s), (b) Line number from above

14 An organization organized and operated to test for public safety. Section 509(a)(4). (See instructions.)

**Support Schedule** (Complete only if you checked a box on line 10, 11, or 12.) *Use cash method of accounting.*

**Note:** You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in) . . . . .	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
<b>15</b> Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.) . . . . .	326,994.	472,450.	504,978.	431,961.	1,736,383.
<b>16</b> Membership fees received . . . . .					
<b>17</b> Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc, purpose . . . . .					
<b>18</b> Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975 . . . . .	1,019.	1,175.			2,194.
<b>19</b> Net income from unrelated business activities not included in line 18 . . . . .					
<b>20</b> Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf . . . . .					
<b>21</b> The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge . . . . .					
<b>22</b> Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets . . . . .					
<b>23</b> Total of lines 15 through 22 . . . . .	328,013.	473,625.	504,978.	431,961.	1,738,577.
<b>24</b> Line 23 minus line 17 . . . . .	328,013.	473,625.	504,978.	431,961.	1,738,577.
<b>25</b> Enter 1% of line 23 . . . . .	3,280.	4,736.	5,050.	4,320.	

<b>26 Organizations described on lines 10 or 11:</b> a Enter 2% of amount in column (e), line 24 . . . . .	<b>26a</b>	34,772.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2000 through 2003 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts . . . . .	<b>26b</b>	593,303.
c Total support for section 509(a)(1) test: Enter line 24, column (e) . . . . .	<b>26c</b>	1,738,577.
d Add: Amounts from column (e) for lines: 18 2,194. 19 _____	<b>26d</b>	595,497.
22 _____ 26b 593,303. . . . .	<b>26e</b>	1,143,080.
e Public support (line 26c minus line 26d total) . . . . .	<b>26f</b>	65.75 %
f Public support percentage (line 26e (numerator) divided by line 26c (denominator)) . . . . .		

**27 Organizations described on line 12:**

a For amounts included in lines 15, 16, and 17 that were received from a 'disqualified person,' prepare a list for your records to show the name of, and total amounts received in each year from, each 'disqualified person.' Do not file this list with your return. Enter the sum of such amounts for each year:

(2003) \_\_\_\_\_ (2002) \_\_\_\_\_ (2001) \_\_\_\_\_ (2000) \_\_\_\_\_

b For any amount included in line 17 that was received from each person (other than 'disqualified persons'), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year:

(2003) \_\_\_\_\_ (2002) \_\_\_\_\_ (2001) \_\_\_\_\_ (2000) \_\_\_\_\_

c Add: Amounts from column (e) for lines: 15 _____ 16 _____	<b>27c</b>	
17 _____ 20 _____ 21 _____ . . . . .	<b>27d</b>	
d Add: Line 27a total . . . . . and line 27b total . . . . .	<b>27e</b>	
e Public support (line 27c total minus line 27d total) . . . . .	<b>27f</b>	
f Total support for section 509(a)(2) test: Enter amount from line 23, column (e) . . . . .	<b>27g</b>	%
g Public support percentage (line 27e (numerator) divided by line 27f (denominator)) . . . . .	<b>27h</b>	%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) . . . . .		

**28 Unusual Grants:** For an organization described in line 10, 11, or 12 that received any unusual grants during 2000 through 2003, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

Private School Questionnaire (See instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

N/A

Table with 3 columns: Question, Yes, No. Rows include questions 29-35 regarding racial nondiscrimination policies, record keeping, and financial aid.

**Lobbying Expenditures by Electing Public Charities** (See instructions.)  
(To be completed **ONLY** by an eligible organization that filed Form 5768)

Check  **a** if the organization belongs to an affiliated group. Check  **b** if you checked 'a' and 'limited control' provisions apply.

**Limits on Lobbying Expenditures**

(The term 'expenditures' means amounts paid or incurred.)

		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
<b>36</b> Total lobbying expenditures to influence public opinion (grassroots lobbying)	<b>36</b>		56.
<b>37</b> Total lobbying expenditures to influence a legislative body (direct lobbying)	<b>37</b>		206.
<b>38</b> Total lobbying expenditures (add lines 36 and 37)	<b>38</b>		262.
<b>39</b> Other exempt purpose expenditures	<b>39</b>		362,335.
<b>40</b> Total exempt purpose expenditures (add lines 38 and 39)	<b>40</b>		362,597.
<b>41</b> Lobbying nontaxable amount. Enter the amount from the following table --			
<b>If the amount on line 40 is --</b>	<b>The lobbying nontaxable amount is --</b>		
Not over \$500,000	20% of the amount on line 40		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	<b>41</b>	72,519.
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000		
Over \$17,000,000	\$1,000,000		
<b>42</b> Grassroots nontaxable amount (enter 25% of line 41)	<b>42</b>		18,130.
<b>43</b> Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	<b>43</b>		0.
<b>44</b> Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	<b>44</b>		0.

**Caution:** If there is an amount on either line 43 or line 44, you must file Form 4720

**4-Year Averaging Period Under Section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
<b>45</b> Lobbying nontaxable amount	72,519.	68,543.			141,062.
<b>46</b> Lobbying ceiling amount (150% of line 45(e))					211,593.
<b>47</b> Total lobbying expenditures	262.	307.			569.
<b>48</b> Grassroots nontaxable amount	18,130.	17,136.			35,266.
<b>49</b> Grassroots ceiling amount (150% of line 48(e))					52,899.
<b>50</b> Grassroots lobbying expenditures	56.	260.			316.

**Lobbying Activity by Nonelecting Public Charities**

(For reporting only by organizations that did not complete Part VI-A) (See instructions.)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
<b>a</b> Volunteers			
<b>b</b> Paid staff or management (Include compensation in expenses reported on lines c through h.)			
<b>c</b> Media advertisements			
<b>d</b> Mailings to members, legislators, or the public			
<b>e</b> Publications, or published or broadcast statements			
<b>f</b> Grants to other organizations for lobbying purposes			
<b>g</b> Direct contact with legislators, their staffs, government officials, or a legislative body			
<b>h</b> Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
<b>i</b> Total lobbying expenditures (add lines c through h.)			

If 'Yes' to any of the above, also attach a statement giving a detailed description of the lobbying activities.



Form 990, Page 2, Part II, Line 43

**Other Expenses Stmt**

Other expenses not covered above (itemize):	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
Dues & Subscriptions	3,197.	2,233.	542.	422.
Equipment Expense	2,069.	1,445.	351.	273.
Insurance	2,811.	1,964.	477.	370.
Miscellaneous	922.	281.	613.	28.
<b>Total</b>	<b>8,999.</b>	<b>5,923.</b>	<b>1,983.</b>	<b>1,093.</b>

Form 990, Page 3, Part IV, Lines 57a &amp; 57b

**Land, Buildings and Equipment Statement**

	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Computer and Telephone Equipment	17,536.	9,679.	7,857.
<b>Total</b>	<b>17,536.</b>	<b>9,679.</b>	<b>7,857.</b>

Form 990, Page 3, Part IV, Line 58

**Other Assets Statement**

<b>Line 58 - Other Assets:</b>	<b>Beginning of Year</b>	<b>End of Year</b>
Rental Deposit	1,400.	1,400.
Organizational Costs-Net	93.	0.
<b>Total</b>	<b>1,493.</b>	<b>1,400.</b>

Form 990, Page 4, Part V

**List of Officers, Etc. Statement**

(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 and other allowances
Sarah Hodgdon Asheville, NC	Exec. Dir. 40	38,678.	774.	0.
Mat Jacobson Athens, OH	Treasurer As Required	0.	0.	0.

Form 990, Page 4, Part V

Continued

**List of Officers, Etc. Statement**

(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 and other allowances
John Johnson Knoxville, TN	Board As Required	4,002.	0.	0.
Carla Connally Asheville, NC	Board As Required	2,455.	0.	0.
Josh Marks Atlanta, GA	Board As Required	0.	0.	0.
Aaron Viles New Orleans, LA	Board As Required	0.	0.	0.
Robyn Williams Heeks Austin, TX	Board As Required	642.	0.	0.
Susan Russo Asheville, NC	Board As Required	0.	0.	0.
Total		<u>45,777.</u>	<u>774.</u>	<u>0.</u>

## Application for Extension of Time to File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

▶ 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  ▶
- 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.

### Automatic 3-Month Extension of Time – Only submit original (no copies needed)

**Form 990-T corporations** requesting an automatic 6-month extension – check this box and complete Part I only  ▶

*All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041.*

**Electronic Filing (e-file).** Form 8868 can be filed electronically if you want a 3-month automatic extension of time to file one of the returns noted below (6-months for corporate Form 990-T filers). However, you cannot file it electronically if you want the additional (not automatic) 3-month extension, instead you must submit the fully completed signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile).

<b>Type or print</b> File by the due date for filing your return. See instructions.	Name of Exempt Organization <u>Dogwood Alliance, Inc.</u>	Employer identification number <u>56-2139120</u>
	Number, street, and room or suite number If a P O box, see instructions.	
	<u>PO Box 7645</u>	
	City, town or post office. For a foreign address, see instructions	
	state	ZIP code
	<u>Asheville</u>	<u>NC 28802</u>

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

<input checked="" type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ▶ Dogwood Alliance

Telephone No. ▶ (828) 251-2525 FAX No. ▶ (828) 251-2501

- 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 **Form 990-T corporation**) extension of time until Aug 15, 2005, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶  calendar year 2004 or

▶  tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

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 \$ \_\_\_\_\_ 0.

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 \$ \_\_\_\_\_ 0.

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 \$ \_\_\_\_\_ 0.

**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.

**BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.**

# BYLAWS

Revised and Approved November 2004

## ARTICLE I. NAME

### 1.1 Name

The name of this corporation shall be The Dogwood Alliance, Inc. The name may be changed only by consensus of entire Board of Directors.

## ARTICLE II: PURPOSE

### 2.1 Vision

The Dogwood Alliance vision for the Southeast is that of sustainable, stable human communities that maintain and enhance the functioning, resiliency, and health of the region's remaining native forest ecosystems.

### 2.2 Mission

Dogwood Alliance strives to protect Southern forests by engendering broad-based diverse support for ending unsustainable industrial forestry practices.

### 2.3 Nonprofit purpose

This corporation is organized exclusively for one or more of the purposes as specified in Section 501©(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 ©(3) of the Internal Revenue Code.

## ARTICLE III: OFFICES

### 3.1 Principal office

The principal office of the corporation shall be 129 Biltmore Avenue, Asheville, NC 28801 (Mailing address: P.O. Box 7645, Asheville, NC 28802) and may be relocated from time to time as determined by the board of directors.

### 3.2 Other offices

The corporation may also have offices at such other places, within or without its state of incorporation, where it is qualified to do business, as its business and activities may require, and as the board of directors, from time to time, designates.

## ARTICLE IV: BOARD OF DIRECTORS

### 4.1 Nominating committee

The board of directors shall appoint a nominating committee, which will solicit suggestions from the board of directors, staff, members and member groups for nominees to serve on the board of directors. The nominating committee will then recommend a list of candidates to the board of directors for election, considering regional representation and skills sets.

### 4.2 Term

Each board member may serve up to two to four consecutive years (choosing number of years when nominated) before being required to take at least one year off. The Board shall strive to stagger the terms of the directors so that one-third expires each year.

### 4.3 Composition

The board of directors shall be made of at least eight (8) and not more than sixteen (16) people and will strive to be diverse with respect to gender, geography, race, age and areas of expertise. The Dogwood Alliance does not discriminate on the basis of age, race, socio-economic status or sexual orientation. The Executive Director will serve as a non-voting member of the board of directors.

#### 4.4 Qualifications

Any person may serve as a director of this corporation provided they agree with Dogwood Alliance's mission, goals, and strategies and respect the consensus decision-making process.

#### 4.5 Powers

Subject to the provisions of the laws of this state and any limitations in the Articles of Incorporation, the board of directors will manage these Bylaws and the affairs of the corporation. It shall be the function of the board of directors to develop policies and ensure that they are carried out by the organization and take any other actions necessary to realize the mission of the organization.

#### 4.6 Duties

It shall be the duty of the directors to:

- a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation, or by these Bylaws;
- b) Supervise the Executive Director, review the staff's annual plan and approve the organizational budget.
- c) Meet at such times and places as required by these Bylaws, provided that special meetings will only be held upon consensus of the board of directors.

#### 4.7 Commitment

Members of the board of directors are expected to prepare regularly for and participate in scheduled meetings and phone conferences, serve on at least one committee and actively participate in the work of the board of directors. Members of the board of directors that are absent from two consecutive meetings of any kind without first seeking approval of the Chair or the committee chair will be considered to have tendered their resignations to the board.

#### 4.8 Meetings

These will be a minimum of two face-to-face meetings and four conference calls of the board of directors per year as scheduled by the permanent schedule of the board or as revised by the Chair.

#### 4.9 Manner of acting

Decisions of the Board are made by consensus unless expressly stated otherwise. The decisions of a consensus of the directors present at a meeting at which a quorum is present shall be the act of the board of directors. Reasonable attempts shall be made to solicit the input of all members of the board of directors on matters under consideration.

#### 4.10 Removal

A member of the board of directors may be removed by consensus less one of the entire board of directors. Cause for removal includes, but is not limited to, the following: repeated failure to attend meetings, failing to fulfill the duties required of directors, or intentional acts or omissions which a prudent person could reasonably have foreseen would seriously damage the reputation or interests of Dogwood Alliance.

#### 4.11 Non-liability of directors

The directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

#### 4.12 Indemnification by Corporation of Directors and Officers

The directors and officers of the corporation shall be indemnified by the corporation to the fullest extent permissible under the laws of this state.

#### 4.13 Conflict of interest

Directors shall declare the existence of any direct or indirect conflict of interest—financial or otherwise, disclose its nature on the record, and abstain from voting on that matter. A conflict is always present when a vote concerns a director's personal financial interests or those of his/her family. Directors and officers of Dogwood Alliance may enter into transactions or contracts with Dogwood Alliance, subject to the limitations of law, the Articles of Incorporation and these Bylaws regarding such dealings. All transaction of the Dogwood Alliance involving the personal financial interests of directors, officers or employees shall

The board of directors shall select from within its membership an Executive Committee (EC) consisting of the Chair, Vice-Chair, Secretary, Treasurer and any other person(s) deemed necessary by the board of directors for the purposes of day-to-day administration. The Executive Committee shall make recommendations to the board of directors regarding personnel issues, finance, entering into binding agreements and major financial arrangements. This executive committee shall be a committee of the board of directors, and shall comply with the provisions of the Bylaws concerning the full board of directors. All EC decisions shall be in writing and submitted to the full board of directors. The board of directors may at any time pass a resolution modifying or revoking the authority of the EC, or changing the persons serving on the EC or increasing or decreasing the number of persons who serve on the EC.

#### 6.4 Program committee

The Program Committee monitors the staff's progress toward meeting the goals set in the strategic and annual plans, leads the programmatic areas of strategic planning, advises the staff on its annual plan and determines Dogwood Alliance's official policy on emerging issues. Members of the program committee should also be available generally to staff or directors to provide input and advice.

#### 6.5 Fundraising committee

The Fundraising Committee, along with the staff, is responsible for meeting the organization's fundraising goals and makes recommendations to the board about setting and revising the budget. All members of the board are responsible for fundraising regardless of membership on this committee. The fundraising committee supports individual directors in their fundraising and holds individual directors accountable for meeting their fundraising goals. The committee also helps the board of directors create its annual fundraising goal and ensures that it is met.

### ARTICLE VII: ADVISORY BOARD

#### 7.1 Formation

The Board may create an Advisory Board as it sees the necessity.

### ARTICLE VIII: MEMBERS

#### 8.1 Nonvoting members

Dogwood Alliance may have nonvoting members.

#### 8.2 Rights and obligations of the nonvoting members

A membership may be held by one person, a group, an organization, or a business. All such entities supporting the mission statement and paying annual dues as specified from time to time by the staff shall be considered members of Dogwood Alliance and shall be entitled to all rights and privileges of membership as determined by the board of directors from time to time consistent with other applicable provisions of the Articles of Incorporation, these Bylaws, and the laws of the State of North Carolina governing nonprofit corporations.

The nonvoting members shall have no power to vote on the election of directors or members, or to participate in a binding vote on any corporate matters. The board of directors may by resolution establish categories of nonvoting members and determine the dues, duties and privileges of members in those categories. The board of directors or staff may establish, alter or waive dues for nonvoting members. The board of directors may by resolution set or alter the organization's policies regarding the selection, tenure, resignation, removal and any other matters concerning the nonvoting members.

#### 8.3 Member expulsion

The Board of Directors may suspend or expel a member whenever the best interests of Dogwood Alliance would be served thereby. A member threatened with removal shall be notified of such intent and the reasons given for the proposed removal, and shall have the right to respond to charges and to present a defense.

### ARTICLE IX: CORPORATE RECORDS

adhere to standard business practice as a result of the corporate role of a director, officer or employee. A conflict of interest transaction must be approved by consensus of the members of the board of directors who do not have any conflict of interest in the matter being considered.

Individuals with conflicts of interest may serve on the board of directors, including independent contractors; however, such person and his/her relatives must always constitute less than a majority of the Board.

## ARTICLE V: OFFICERS AND COMMITTEES OF THE BOARD

### 5.1 Chair

The Chair will call meetings, set the agenda with input from the board of directors and staff, assign members to committees with input from the board of directors, and ensure that committees follow through on their responsibilities. The Chair shall be elected by the board of directors and shall be a member of the board of directors.

### 5.2 Vice Chair

In absence of the Chair, or in the event of the Chair's inability to act, the Vice Chair shall perform the duties of the Chair. The Vice Chair, when acting as Chair, shall have all the powers of and be subject to all the restrictions of the Chair. The Vice Chair shall also perform other duties assigned to him/her by the Board of Directors. The Vice Chair shall be elected by the board of directors and shall be a member of the board of directors.

### 5.3 Secretary

The Secretary is responsible for maintaining the records of all Dogwood Alliance meetings and conferences including all decisions. The Secretary is responsible for taking and distributing in a timely manner the minutes of Board conference calls and meetings. The Secretary shall be elected by the board of directors and shall be a member of the board of directors.

### 5.4 Treasurer

The Treasurer is responsible for setting up an annual budget cycle, leading the annual budget development process, and helping the staff draft the budget. The Treasurer will analyze and report on budget and current expenditures at all Board meetings and will make a final report at the end of the cycle.

### 5.5 Election of officers and committee Chairs

Officers and Committee Chairs shall be nominated by members of the board of directors and elected by consensus of the full board to their offices once a year. Members of the board of directors may also volunteer to hold an office, which shall be approved by consensus of the full board.

### 5.6 Terms of office

Officers shall serve one (1) year, renewable terms, and shall be subject to the same removal procedures as set forth for members of the board of directors.

## ARTICLE VI: SUBCOMMITTEES

### 6.1 Committee establishment

The board of directors may create new Committees and make appointments to them from time to time at its discretion. Committee membership consists of, but is not limited to, members of the board of directors, staff and others with relevant expertise.

### 6.2 Standing committees

The following standing committees shall exist, however, the failure to establish or maintain any of these committees shall not in any way invalidate any actions or decisions made by the board of directors or Dogwood Alliance.

### 6.3 Executive committee

#### 9.1 Maintenance of corporate records

The corporation shall keep at its principal office:

- a) Minutes of all meetings of directors and committees of the board of directors;
- b) A conformed copy of the corporation's Articles of Incorporation and Bylaws;
- c) Adequate and correct books and records of its corporate bank account(s);
- d) Copies of all correspondence and filings with the IRS.

#### ARTICLE X: IRC 501©(3) tax exemption provisions

##### 10.1 Limitation on Activities

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in, any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

##### 10.2 Prohibition against private inurement

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

##### 10.3 Distribution of assets

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501©(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

#### ARTICLE XI: AMENDMENT OF BY-LAWS

##### 11.1 Amendment

Any of the Articles in these Bylaws may be altered, amended, or repealed without voiding all other Articles, except where the entire Bylaws are repealed or substantively amended by action of the board of directors, and in that event, the Board shall promulgate and adopt new Bylaws by consensus.

#### ARTICLE XII: CONSTRUCTION AND TERMS

##### 12.1 Conflict

If there is any conflict between the provisions of these Bylaws and the Articles of Incorporation of this corporation, the provisions of the Articles of Incorporation shall govern. Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

All references in these Bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended for time to time, or to corresponding provisions of any future federal tax code.

We, the undersigned, are all of the initial directors or incorporators of this corporation, and we consent to, and hereby do, adopt the foregoing Bylaws, consisting of \_\_\_\_\_ preceding pages, as the Bylaws of this corporation.

Dated: 06/09/05  
Sarah Hodgdon  
~~Diana Smith, Incorporator~~

Sarah Hodgdon, Executive Director