Form 990

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter Social Security numbers on this form as it may be made public By law, the IRS generally cannot redact the information on the form

▶ Information about Form 990 and its instructions is at *www.IRS.gov/form990*

OMB No 1545-0047

2013

Open to Public Inspection

A For the 2013 calendar year, or tax year beginning 07-01-2013 , 2013, and ending 06-30-2014

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

C Name of organization
Dominican Republic Education and
Mentoring Project Inc aka DREAM Proj

Doing Business As

Number and street (or P O box if mail is not delivered to street address) | Room/suite
916 Williams Road

City or town, state or province, country, and ZIP or foreign postal code
Colchester, VT 05446

D Employer identification number
03-0362565

E Telephone number
(607) 216-4697

G Gross receipts $ 1,098,106

F Name and address of principal officer

H(a) Is this a group return for subordinates? ☐ Yes ☑ No

H(b) Are all subordinates included? ☐ Yes ☑ No
If "No," attach a list (see instructions)

H(c) Group exemption number ▶

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

J **Website: ▶** WWW Dominicandream org

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

L Year of formation 2000

M State of legal domicile VT

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities
The Dream Project improves the education of impoverished Dominican Republic youth Programs for early childhood through young adulthood empower at-risk children and youth to create better futures through quality education, youth development and community enrichment

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

3	Number of voting members of the governing body (Part VI, line 1a)	3	10
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	9
5	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	1
6	Total number of volunteers (estimate if necessary)	6	75
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b	Net unrelated business taxable income from Form 990-T, line 34	7b	

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	1,001,030	1,016,401
	9	Program service revenue (Part VIII, line 2g)	34,472	45,218
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	159	897
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	20,370	23,560
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	1,056,031	1,086,076
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	27,183	78,705
	14	Benefits paid to or for members (Part IX, column (A), line 4)		0
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	469,627	334,435
	16a	Professional fundraising fees (Part IX, column (A), line 11e)		0
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶104,498		
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	324,749	485,981
	18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	821,559	899,121
	19	Revenue less expenses Subtract line 18 from line 12	234,472	186,955

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	949,618	1,143,991
	21	Total liabilities (Part X, line 26)	28,495	35,911
	22	Net assets or fund balances Subtract line 21 from line 20	921,123	1,108,080

Part II Signature Block

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

Sign Here

****** | 2015-05-14
Signature of officer | Date

Michel Zaleski President
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Colleen L Montgomery CPA				P00038392

Firm's name ▶ Montgomery & Merrill PC — Firm's EIN ▶

Firm's address ▶ 110 Main Street
Burlington, VT 054018451 — Phone no (802) 864-6565

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

Part III **Statement of Program Service Accomplishments**

Check if Schedule O contains a response or note to any line in this Part III . . . . ☑

1 Briefly describe the organization's mission

All children and youth in the Dominican Republic will have equal opportunities to learn and realize their full potential through transformative education programs that combat the effects of poverty We believe that learning changes lives Our programs extend from early childhood through young adulthood, empowering at-risk children and youth to create a better future for themselves and their families through high quality education, youth development, and community enrichment We ensure successful results through careful analysis, a commitment to learning, and continuous improvement Our innovative approach effectively addresses local needs and can be replicated throughout high poverty global communities

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? . . . . ☐ **Yes** ☑ **No**

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

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

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses $ 303,191 including grants of $) (Revenue $ 74,287)

YOUTH PROGRAMS YOUNG STARS is an extracurricular program that supports the academic growth and personal development of 1st 8th grade students from local public schools Young Stars places a strong emphasis on literacy and developing a culture of reading, using age-appropriate leveled books, guided reading, and balanced literacy methodology to increase reading fluency and comprehension In addition, students have extensive opportunities to develop their personal interests through special projects, educational workshops, field trips, cultural events, and community service Students enrolled in the Young Stars program significantly increase their academic skills in literacy and math, improve their abilities to think independently and critically, engagee in personal growth and development, and partner with their families to reinforce learning in the home This program reaches more than 350 students across 5 DREAM-affiliated school sites per year Intensive SUMMER SCHOOLS AND CAMPS target students who are most at-risk of dropping out, increasing their potential to graduate from primary school and become lifelong learners The four-week, half-day program emphasizes literacy and math skills development and promotes critical thinking In addition to academic classes, students participate in a variety of enrichment activities including art, sports, swimming, music, and life skills The summer school and camp is also designed as an intensive teacher training experience for local public school teachers Selected teachers co-teach with experienced professional development coaches, who model new instructional and classroom management strategies and help facilitate student-centered learning environments This model enables public school teachers to ultimately improve their instruction, increasing student learning throughout the school year More than 500 students across 4 DREAM sites participate in the summer schools and camps each year A GANAR, a youth workforce development program implemented in more than 16 countries across Latin America and the Caribbean, is led by Partners of the Americas and financed by the United States Agency for International Development (USAID), Inter-American Development Bank (IDB), and the Multilateral Investment Fund (MIF) The program utilizes soccer and other team sports to provide youth with the training, support, and skills needed to secure a job and/or re-enter the formal education system A Ganar is composed of four phases that focus on employability skills, market-driven technical and vocational skills, supervised professional internships, and follow-up coaching related to job preparation, search, and placement DREAM is one of several implementing organizations in the Dominican Republic Our work on the North Coast has graduated more than 200 at-risk youth via six intensive courses comprised of 375 hours each ENGLISH AS A SECOND LANGUAGE, ESL, program employs experienced ESL teachers and volunteeers to lead language classes that emphasize conversation and authentic communication Native English speakers model the language and provide students with opportunities to build their confidence in speaking a new language while praticing new words and phrases English classes regularly provide opportunities for students to put their skills to the test through role-plays, interviews and other real-life scenarios ESL classes are offered free to community members and are also integrated into other youth programs DEPORTES PARA LA VIDA (DPV) focuses on changing the knowledge, attitudes, and practices of youth in order to minimize the spread of HIV?AIDS and encourage healthy decision-making The program recognizes that children and youth learn best through interactive activities the fun of sports and games is leveraged to teach students about HIV transmission and its effects on the body, while also teaching them how to avoid risky partners, manage risky situations, reduce stigma and discrimination, and eliminate gender-based violence The program uses a peer-to-peer education model, where local youth trained as DPV coaches deliver the curriculum, serve as mentors, and develop their own leadership abilities Through a collaboration with Peace Corps, more than 200 coaches have been trained since 2010 with nearly 2,500 youth participating in DPV programs on an annual basis The MUSIC EDUCATION PROGRAM is based on the simple belief that music can change lives, providing a solid foundation for at-risk children and youth to develop their creative talents, strengthen their cognitive abilities, and improve their educational experience Our program was the first of its kind in the region, beginning with a small group of dedicated local volunteers in 2008 This professional music program now exposes 350 youth ages 3-18 to a structured music curriculum that complements DREAMs high quality early childhood and primary education programs The core curriculum is enriched by various partnerships which coordinate local volunteers and visiting artists to offer additional classes and workshops in traditional Dominican bachata music, rock, jazz, and other creative genres In addition, these partnerships, such as FEDUJAZZ/The Dominican Jazz Festival, Wimbash, and other international musicians, offer our student the chance to play with many different musicians and expose them to new sounds, performances, and musical experiences Individual direct instruction, instrumentation practice, group classes, and public performances are highlights of the DREAM Music Education Program COMPUTER LITERACY PROGRAM provides communities with access to computers and information technology while providing instruction to help students and community members acquire technology skills

4b (Code) (Expenses $ 196,008 including grants of $ 78,705) (Revenue $ 156,950)

COMMUNITY PROGRAMS DREAM PUBLIC LIBRARIES are built directly into DREAM education centers or public schools, serving students, families, and community members with a vast selection of childrens books and young adult literature In communities without DREAM public libraries, books are brought directly to public school teachers and students with the innovative MOBILE LIBRARY that transports trained reading staff and high-interest books to resource-scarce public schools TEACHER TRAINING and professional development programs ensure that teachers are equipped with innovative strategies, have access to other effective teachers, and receive the regular support that is critical to developing their skills as educators DREAMs teacher training programs target public school teachers, future teachers studying education, and current teachers in DREAM programs Our programs use a combination of experiential learning, lesson modeling, workshops, and coaching to develop highly qualified teachers The LUCEROS (Luchando por Derechos Humanos) DOCUMENTATION PROGRAM helps secure birth certificates for children and youth who lack identity documents Dedicated staff works with families to collect necessary paperwork, providing step-by-step guidance through the process of declaring their child In addition to resolving cases, DREAM focuses on prevention by facilitating educational workshops about the importance of birth certificates and the need to declare children on-time DREAM also advocates protecting the right to an identity and a nationality for Dominican children of Haitian descent, whose access to documentation is particularly susceptible to discriminatory practices Our PARENT EDUCATION PROGRAM encourages parents to be active partners in the education of their child The program focuses on specific strategies that parents can use to support child development, create a positive home environment, and reinforce what their child is learning at school Parent education is a core feature of the Montessori Early Childhood Education and Young Stars At-Risk Youth Programs Regular workshops and special events keep parents connected with the school In addition, Montessori parents must complete several hours of volunteer service to the school each month The Parent Education program targets mothers of 2-year olds who will eventually enroll in early childhoold education programs These interactive sessions help stimulate the early learning and development of future Montessori students, and allow parents to practice techniques that foster healthy parent-child relationships and effective communication Home visits by trained professionals ensure that parents are able to successfully implement at home what they learned in the program In addition, DREAM's community programs also include general support to community initiatives and LOCAL PUBLIC SCHOOLS as necessary

4c (Code) (Expenses $ 193,865 including grants of $) (Revenue $ 79,092)

MONTESSORI EARLY CHILDHOOD EDUCATION PROGRAM, DREAMs early childhood education program is based on the Montessori method, a child-centered educational approach developed by Dr Maria Montessori that is based on scientific observations of children from birth to adulthood The Montessori philosophy is that children are naturally eager for knowledge and capable of initiating learning in a supportive, thoughtfully prepared learning environment The Montessori approach values the human spirit and the development of the whole child physical, social, emotional, and cognitive Certified Montessori teachers facilitate a safe learning environment in which students can grow and develop at their own pace, developing self-confidence and discipline as they explore the world around them Children are also provided with a healthy snack to fulfill their nutritional needs during the day More than 500 children ages 3-7 benefit from Montessori early childhood education programs at 5 different DREAM-affiliated school sites

4d Other program services (Describe in Schedule O)

(Expenses $ 20,192 including grants of $) (Revenue $ 157,523)

4e **Total program service expenses** ▶ 713,256

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	Yes	
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		No
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		No
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5		No
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		No
9	Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10		No
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI.*	11a	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d		No
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e		No
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a	Yes	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b		No
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a	Yes	
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b	Yes	
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? *If "Yes," complete Schedule F, Parts II and IV*	15	Yes	
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? *If "Yes," complete Schedule F, Parts III and IV*	16	Yes	
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I (see instructions)*	17		No
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18	Yes	
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		No
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		No
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

		Line	Yes	No
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21		No
22	Did the organization report more than $5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23		No
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a*	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		No
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		No
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		No
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		No
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? *If so, complete Schedule L, Part II*	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		No
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30	Yes	
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? *If "Yes," complete Schedule R, Part I*	33		No
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34		No
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		No
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		No
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V . . . . ☐

					Yes	No
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable . .	1a	12			
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	1			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? **Note.** If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			2b	Yes	
3a	Did the organization have unrelated business gross income of $1,000 or more during the year? . . .			3a		No
b	If "Yes," has it filed a Form 990-T for this year? *If "No" to line 3b, provide an explanation in Schedule O* . . .			3b		No
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a	Yes	
b	If "Yes," enter the name of the foreign country ▶DR See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? . .			5a		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		No
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions? . . .			6a		No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a		No
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		No
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d	0			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . .			7f		No
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g		No
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h		No
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			8		No
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			9a		No
b	Did the organization make a distribution to a donor, donor advisor, or related person?			9b		No
10	**Section 501(c)(7) organizations.** Enter					
a	Initiation fees and capital contributions included on Part VIII, line 12 . . .	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter					
a	Gross income from members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		No
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b				
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	Is the organization licensed to issue qualified health plans in more than one state? **Note.** See the instructions for additional information the organization must report on Schedule O			13a		No
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b				
c	Enter the amount of reserves on hand	13c				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a		No
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O* . .			14b		

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

Check if Schedule O contains a response or note to any line in this Part VI . . . ☑

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year . . .	1a	10		
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O				
b	Enter the number of voting members included in line 1a, above, who are independent . . .	1b	9		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? . . .	2			No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? .	3			No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? . . .	4		Yes	
5	Did the organization become aware during the year of a significant diversion of the organization's assets? .	5			No
6	Did the organization have members or stockholders? . . .	6		Yes	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? . . .	7a			No
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? . . .	7b			No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following				
a	The governing body? . . .	8a		Yes	
b	Each committee with authority to act on behalf of the governing body? . . .	8b			No
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O* . . .	9			No

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

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

Section C. Disclosure

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

18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection Indicate how you made these available Check all that apply

☑ Own website ☑ Another's website ☑ Upon request ☐ Other (explain in Schedule O)

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

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization

▶Emily MacDowell 916 Williams Rd Unit 2
Colchester, VT 05446 (607) 216-4697

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

Check if Schedule O contains a response or note to any line in this Part VII . . . . ☑

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

1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

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

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee) Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) Benjamin deMenil Director	0 00 0 00							0	0	0
(2) Scott Siegel Director	0 00 0 00							0	0	0
(3) Carmen Collado Director	0 00 0 00							0	0	0
(4) Michel Zaleski President	10 00 0 00	X		X				0	0	0
(5) Marie Josee Barshi Treasurer	20 00 0 00	X		X				0	0	0
(6) William Friedman Secretary	1 00 0 00	X		X				0	0	0
(7) Arol Buntzman Board Member	1 00 0 00	X						0	0	0
(8) Adriano Espaillat Board Member	1 00 0 00	X						0	0	0
(9) Spencer W Kimball Board Member	1 00 0 00	X						0	0	0
(10) Donald Rabinovitch Board Member	1 00 0 00	X						0	0	0
(11) Kevin Manning Board Member	1 00 0 00	X						0	0	0
(12) Karla Farach de Athanasopoulos Board Member	1 00 0 00	X						0	0	0
(13) Catherine DeLaura Executive Direc	50 00 0 00	X		X				69,807	0	112

Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** *(continued)*

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position: Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations

	(D)	(E)	(F)
1b Sub-Total . . . . ►			
c Total from continuation sheets to Part VII, Section A . . . . ►			
d Total (add lines 1b and 1c) . . . . ►	69,807		112

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ►0

		Yes	No
3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		No
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	4		No
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation

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

Part VIII **Statement of Revenue**

Check if Schedule O contains a response or note to any line in this Part VIII . . . . ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts						
1a	Federated campaigns . . 1a					
b	Membership dues 1b					
c	Fundraising events 1c					
d	Related organizations . . . 1d					
e	Government grants (contributions) 1e					
f	All other contributions, gifts, grants, and similar amounts not included above 1f	1,016,401				
g	Noncash contributions included in lines 1a-1f $	44,217				
h	**Total.** Add lines 1a-1f . . . . ▶		1,016,401			
Program Service Revenue		Business Code				
2a	Project Service Fee	611710	45,218	45,218		
b						
c						
d						
e						
f	All other program service revenue					
g	**Total.** Add lines 2a–2f . . . . ▶		45,218			
Other Revenue						
3	Investment income (including dividends, interest, and other similar amounts) . . . . ▶		109			109
4	Income from investment of tax-exempt bond proceeds . . ▶		0			
5	Royalties . . . . ▶		0			

		(i) Real	(ii) Personal	(A)	(B)	(C)	(D)
6a	Gross rents						
b	Less rental expenses						
c	Rental income or (loss)						
d	Net rental income or (loss) . . . . ▶			0			
		(i) Securities	(ii) Other				
7a	Gross amount from sales of assets other than inventory		788				
b	Less cost or other basis and sales expenses						
c	Gain or (loss)		788				
d	Net gain or (loss) . . . . ▶			788	788		

			(A)	(B)	(C)	(D)
8a	Gross income from fundraising events (not including $ ____ of contributions reported on line 1c) See Part IV, line 18 . . a	35,694				
b	Less direct expenses . . . b	12,030				
c	Net income or (loss) from fundraising events . . ▶		23,664			23,664
9a	Gross income from gaming activities See Part IV, line 19 . . . a					
b	Less direct expenses . . . b					
c	Net income or (loss) from gaming activities . . ▶		0			
10a	Gross sales of inventory, less returns and allowances . a					
b	Less cost of goods sold . . b					
c	Net income or (loss) from sales of inventory . . ▶		0			
	Miscellaneous Revenue	Business Code				
11a	Other Income	900099	-104	-104		
b						
c						
d	All other revenue					
e	**Total.** Add lines 11a–11d . . . . ▶		-104			
12	**Total revenue.** See Instructions . . . . . ▶		1,086,076	45,902		23,773

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns All other organizations must complete column (A)

Check if Schedule O contains a response or note to any line in this Part IX . . . . ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States See Part IV, line 21	0			
2 Grants and other assistance to individuals in the United States See Part IV, line 22	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	78,705	78,705		
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	69,919	48,943	10,488	10,488
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	205,279	139,020	28,879	37,380
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	0			
9 Other employee benefits	29,659	27,021	2,587	51
10 Payroll taxes	29,578	24,458	3,270	1,850
11 Fees for services (non-employees)				
a Management	0			
b Legal	157	157		
c Accounting	18,993	451	18,542	
d Lobbying	0			
e Professional fundraising services See Part IV, line 17	0			
f Investment management fees	0			
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	43,001	42,815		186
12 Advertising and promotion	6,628	1,528	672	4,428
13 Office expenses	4,784	299	4,275	210
14 Information technology	0			
15 Royalties . .	0			
16 Occupancy	40,707	35,588	5,119	
17 Travel	29,781	26,063	1,294	2,424
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	0			
20 Interest	0			
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	36,123	33,098	668	2,357
23 Insurance	1,351	903	448	
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a Overhead allocation, net IK	199,315	157,748		41,567
b Meals	29,825	29,313	512	
c In-Kind Goods	27,267	23,432	1,600	2,235
d School Supplies	22,165	22,165		
e All other expenses	25,884	21,549	3,013	1,322
25 **Total functional expenses.** Add lines 1 through 24e	899,121	713,256	81,367	104,498
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X **Balance Sheet**

Check if Schedule O contains a response or note to any line in this Part X . . . . ☐

				(A) Beginning of year		(B) End of year
Assets	1	Cash–non-interest-bearing		144,813	1	231,024
	2	Savings and temporary cash investments		359,350	2	497,849
	3	Pledges and grants receivable, net			3	0
	4	Accounts receivable, net		43,428	4	9,798
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L			5	0
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L			6	0
	7	Notes and loans receivable, net			7	0
	8	Inventories for sale or use			8	0
	9	Prepaid expenses and deferred charges		8,117	9	14,595
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 602,798			
	b	Less accumulated depreciation	10b 212,073	393,910	10c	390,725
	11	Investments—publicly traded securities			11	0
	12	Investments—other securities See Part IV, line 11			12	0
	13	Investments—program-related See Part IV, line 11			13	0
	14	Intangible assets			14	0
	15	Other assets See Part IV, line 11			15	0
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		949,618	16	1,143,991
Liabilities	17	Accounts payable and accrued expenses		28,495	17	20,911
	18	Grants payable			18	
	19	Deferred revenue			19	15,000
	20	Tax-exempt bond liabilities			20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D			21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L			22	
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D			25	
	26	**Total liabilities.** Add lines 17 through 25		28,495	26	35,911
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ ☑ and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets		771,014	27	973,419
	28	Temporarily restricted net assets		150,109	28	134,661
	29	Permanently restricted net assets			29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		921,123	33	1,108,080
	34	Total liabilities and net assets/fund balances		949,618	34	1,143,991

Part XI **Reconcilliation of Net Assets**

Check if Schedule O contains a response or note to any line in this Part XI . . . . ☑

1	Total revenue (must equal Part VIII, column (A), line 12)	1	1,086,076
2	Total expenses (must equal Part IX, column (A), line 25)	2	899,121
3	Revenue less expenses Subtract line 2 from line 1	3	186,955
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	921,123
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	2
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	1,108,080

Part XII **Financial Statements and Reporting**

Check if Schedule O contains a response or note to any line in this Part XII . . . . ☐

			Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☑ Accrual ☐ Other ____________ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		No
	If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b	Yes	
	If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both ☑ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
c	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c		No
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

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SCHEDULE A
(Form 990 or 990EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.
▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
Dominican Republic Education and Mentoring Project Inc aka DREAM Proj

Employer identification number
03-0362565

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

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

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

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

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

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

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

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

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

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

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

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

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

a ☐ Type I **b** ☐ Type II **c** ☐ Type III - Functionally integrated **d** ☐ Type III - Non-functionally integrated

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

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

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

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	**11g(i)**		
(ii) A family member of a person described in (i) above?	**11g(ii)**		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	**11g(iii)**		

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

(i) Name of supported organization	**(ii)** EIN	**(iii)** Type of organization (described on lines 1- 9 above or IRC section **(see instructions)**)	**(iv)** Is the organization in col **(i)** listed in your governing document? Yes	No	**(v)** Did you notify the organization in col **(i)** of your support? Yes	No	**(vi)** Is the organization in col **(i)** organized in the U S ? Yes	No	**(vii)** Amount of monetary support
Total									

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")	426,362	698,853	554,751	1,198,767	1,061,618	3,940,351
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0
4 **Total.** Add lines 1 through 3	426,362	698,853	554,751	1,198,767	1,061,618	3,940,351
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						1,481,960
6 **Public support.** Subtract line 5 from line 4						2,458,391

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	426,362	698,853	554,751	1,198,767	1,061,618	3,940,351
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	267	153	232	159	109	920
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)	2,958	10,145	1,732	6,151	685	21,671
11 **Total support** (Add lines 7 through 10)						3,962,942

12 Gross receipts from related activities, etc (see instructions) **12**

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here** . . . . ▶☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	62 030 %
15 Public support percentage for 2012 Schedule A, Part II, line 14	15	72 970 %

16a **33 1/3% support test—2013.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶☑

b **33 1/3% support test—2012.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶☐

17a **10%-facts-and-circumstances test—2013.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶☐

b **10%-facts-and-circumstances test—2012.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶☐

Part III **Support Schedule for Organizations Described in Section 509(a)(2)**
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 **Total support.** (Add lines 9, 10c, 11, and 12)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here** ▶☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2013** (line 10c, column (f) divided by line 13, column (f))	17	
18 Investment income percentage from **2012** Schedule A, Part III, line 17	18	

19a **33 1/3% support tests—2013.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶☐

b **33 1/3% support tests—2012.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶☐

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

Part IV **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test	

Return Reference	Explanation

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b
▶ Attach to Form 990. ▶ See separate instructions. ▶ Information about Schedule D (Form 990) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
Dominican Republic Education and Mentoring Project Inc aka DREAM Proj

Employer identification number
03-0362565

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

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate contributions to (during year)		
3	Aggregate grants from (during year)		
4	Aggregate value at end of year		

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

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

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

1 Purpose(s) of conservation easements held by the organization (check all that apply)
- ☐ Preservation of land for public use (e g , recreation or education)
- ☐ Preservation of an historically important land area
- ☐ Protection of natural habitat
- ☐ Preservation of a certified historic structure
- ☐ Preservation of open space

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

			Held at the End of the Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	

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

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

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

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

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

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

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ $ ________

(ii) Assets included in Form 990, Part X ▶ $ ________

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ $ ________

b Assets included in Form 990, Part X ▶ $ ________

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

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

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

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

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ **Yes** ☐ **No**

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

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

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

			Amount
c	Beginning balance	1c	
d	Additions during the year	1d	
e	Distributions during the year	1e	
f	Ending balance	1f	

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

b If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided in Part XIII . . . . ☐

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

		(a) Current year	(b) Prior year	b (c) Two years back	(d) Three years back	(e) Four years back
1a	Beginning of year balance					
b	Contributions					
c	Net investment earnings, gains, and losses					
d	Grants or scholarships					
e	Other expenditures for facilities and programs					
f	Administrative expenses					
g	End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a Board designated or quasi-endowment ▶

b Permanent endowment ▶

c Temporarily restricted endowment ▶

The percentages in lines 2a, 2b, and 2c should equal 100%

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

			Yes	No
	(i) unrelated organizations	3a(i)		
	(ii) related organizations	3a(ii)		
b	If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

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

Part VI Land, Buildings, and Equipment. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		44,763		44,763
b Buildings		324,582	54,364	270,218
c Leasehold improvements			18	-18
d Equipment		155,788	101,394	54,394
e Other		77,665	56,297	21,368
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				390,725

Part VII Investments—Other Securities. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

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

Part VIII Investments—Program Related. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

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

Part IX Other Assets. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11d See Form 990, Part X, line 15

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

Part X Other Liabilities. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

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

2. Liability for uncertain tax positions In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII ☑

Part XI **Reconciliation of Revenue per Audited Financial Statements With Revenue per Return** Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements			1	1,387,789
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a			
b	Donated services and use of facilities	2b	301,713		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII)	2d			
e	Add lines **2a** through **2d**			2e	301,713
3	Subtract line **2e** from line **1**			3	1,086,076
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total revenue Add lines **3** and **4c.** (This must equal Form 990, Part I, line 12)			5	1,086,076

Part XII **Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements			1	1,200,834
2	Amounts included on line 1 but not on Form 990, Part IX, line 25				
a	Donated services and use of facilities	2a	301,713		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII)	2d			
e	Add lines **2a** through **2d**			2e	301,713
3	Subtract line **2e** from line **1**			3	899,121
4	Amounts included on Form 990, Part IX, line 25, but not on line **1:**				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total expenses Add lines **3** and **4c.** (This must equal Form 990, Part I, line 18)			5	899,121

Part XIII **Supplemental Information**

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

Return Reference	Explanation
Part X FIN48 Footnote	As evaluated against criteria established by professional standards, management believes there are no significant tax positions requiring accounting recognition in the financial statements The Organization's federal Forms 990 are subject to examinations by the Internal Revenue Service generally for the years ended June 2012, 2011, and 2010

Part XIII Supplemental Information *(continued)*

Return Reference	Explanation

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SCHEDULE F (Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 14b, 15, or 16.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule F (Form 990) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
Dominican Republic Education and Mentoring Project Inc aka DREAM Proj

Employer identification number
03-0362565

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

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

2 **For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activites per Region (The following Part I, line 3 table can be duplicated if additional space is needed)

	(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e g , fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1)	Cent America & Caribbean	1	1	Fundraising	developing support	83,438
(2)	Cent America & Caribbean	5	38	Program	Youth Services	978,653
(3)	Cent America & Caribbean	2	13	Administration	managing operations	36,483
(4)						
(5)						
3a	Sub-total	8	52			1,098,574
b	Total from continuation sheets to Part I					
c	**Totals** (add lines 3a and 3b)	8	52			1,098,574

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than $5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)		Cent Amer Carib	College exp	29,486	check			
(2)		Cent Amer Carib	Scholarships	14,890	Check			
(3)								
(4)								

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter . . . . ▶ 2

3 Enter total number of other organizations or entities . . . . ▶

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 16. Part III can be duplicated if additional space is needed.

	(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)	College Expenses	Central Amer Caribbe	6	4,830	Check			
(2)	Economic Assistance to Families	Central Amer Caribbe	10	27,701	cash			
(3)								
(4)								
(5)								
(6)								
(7)								
(8)								
(9)								
(10)								
(11)								
(12)								
(13)								
(14)								
(15)								
(16)								
(17)								
(18)								

Part IV Foreign Forms

1	Was the organization a U S transferor of property to a foreign corporation during the tax year? *If "Yes,"the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)*	☐ Yes	☑ No
2	Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)*	☐ Yes	☑ No
3	Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with Respect to Certain Foreign Corporations. (see Instructions for Form 5471)*	☐ Yes	☑ No
4	Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)*	☐ Yes	☑ No
5	Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons with Respect to Certain Foreign Partnerships. (see Instructions for Form 8865)*	☐ Yes	☑ No
6	Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713).*	☐ Yes	☑ No

Part V **Supplemental Information**

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

990 Schedule F, Supplemental Information

Return Reference	Explanation
Part I, Line 2 - Grantmakers Explanation For Monitoring Use of Funds Outside US	DREAM staff in the DR work closely with the schools that receive grant funds and with scho larship grantees as a means of monitoring the use of such funds

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SCHEDULE G (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than $15,000 on Form 990-EZ, line 6a.
▶Attach to Form 990 or Form 990-EZ. ▶See separate instructions.
▶Information about Schedule G (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
Dominican Republic Education and Mentoring Project Inc aka DREAM Proj

Employer identification number
03-0362565

Part I **Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities Check all that apply

- a ☐ Mail solicitations
- b ☑ Internet and email solicitations
- c ☐ Phone solicitations
- d ☑ In-person solicitations
- e ☑ Solicitation of non-government grants
- f ☑ Solicitation of government grants
- g ☑ Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☐ **Yes** ☑ **No**

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization

	(i) Name and address of individual or entity (fundraiser)	**(ii)** Activity	**(iii)** Did fundraiser have custody or control of contributions? Yes	No	**(iv)** Gross receipts from activity	**(v)** Amount paid to (or retained by) fundraiser listed in col **(i)**	**(vi)** Amount paid to (or retained by) organization
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
Total . . . . ▶							

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing

VT, NY

Part II **Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than $15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than $5,000.

		(a) Event #1 Santo Domingo Fundraiser (event type)	(b) Event #2 DREAM Brunch (event type)	(c) Other events 1 (total number)	(d) Total events (add col (a) through col (c))
Revenue	1 Gross receipts	13,611	11,748	10,335	35,694
	2 Less Contributions				
	3 Gross income (line 1 minus line 2)	13,611	11,748	10,335	35,694
Direct Expenses	4 Cash prizes				
	5 Noncash prizes		111		111
	6 Rent/facility costs		781		781
	7 Food and beverages		1,352		1,352
	8 Entertainment		106		106
	9 Other direct expenses	186	6,394	3,100	9,680
	10 Direct expense summary Add lines 4 through 9 in column (d) ▶				(12,030)
	11 Net income summary Subtract line 10 from line 3, column (d) ▶				23,664

Part III **Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than $15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	
	7 Direct expense summary Add lines 2 through 5 in column (d) ▶				
	8 Net gaming income summary Subtract line 7 from line 1, column (d) ▶				

9 Enter the state(s) in which the organization operates gaming activities ____

a Is the organization licensed to operate gaming activities in each of these states? ☐ Yes ☐ No

b If "No," explain ____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," explain ____

11 Does the organization operate gaming activities with nonmembers? . . . . ☐ Yes ☐ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? . . . . ☐ Yes ☐ No

13 Indicate the percentage of gaming activity operated in

a	The organization's facility	13a	%
b	An outside facility	13b	%

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶

Address ▶

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? . . . . ☐ Yes ☐ No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ $ ____________ and the amount of gaming revenue retained by the third party ▶ $ ____________

c If "Yes," enter name and address of the third party

Name ▶

Address ▶

16 Gaming manager information

Name ▶

Gaming manager compensation ▶ $

Description of services provided ▶

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? . . . . ☐ Yes ☐ No

b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ $

Part IV **Supplemental Information.** Provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

Return Reference	Explanation

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

▶Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
▶ Attach to Form 990.
▶Information about Schedule M (Form 990) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
Dominican Republic Education and Mentoring Project Inc aka DREAM Proj

Employer identification number
03-0362565

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art—Works of art	X	1	150	Donor valued
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications	X	[redacted]	310	Donor valued
5 Clothing and household goods	X	[redacted]	50	Donor valued
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded				
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory	X	1	145	Donor valued
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (Plane Tickets)	X	1	18,600	Donor valued
26 Other ▶ (Musical instruments)	X	1	5,262	Donor Valued
27 Other ▶ (Supplies)	X	42	9,565	Donor valued
28 Other ▶ (Musical Instrum)	X	8	3,850	Donor valued
Other ▶ (Sports Equipmen)	X	8	510	Donor valued
Other ▶ (Miscellaneous)	X	4	1,665	Donor valued
Other ▶ (Gift Certificat)	X	22	1,550	Donor valued
Other ▶ (Hotel)	X	10	1,600	Donor valued
Other ▶ (Auction Items)	X	11	960	FMV

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement . . . | 29 |

			Yes	No
30a	During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?	30a		No
b	If "Yes," describe the arrangement in Part II			
31	Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	31		No
32a	Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a		No
b	If "Yes," describe in Part II			
33	If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II			

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

Return Reference	Explanation

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.
▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
Dominican Republic Education and Mentoring Project Inc aka DREAM Proj

Employer identification number
03-0362565

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part III, Line 4d Other Program Services Description	
Form 990, Part VI, Line 4 Description of Significant Changes to Organizational Documents	The By-Laws change gives the Board of Directors the right to establish an Honorarium Board which would have no management or governing rights or responsibilities
Form 990, Part VI, Line 8 Explanation of No Contemporaneously Documentation of Meetings	No committees have authority to act on behalf of the Board of Directors
Form 990, Part VI, Line 11b Form 990 Review Process	Form 990 is reviewed by the President of the Board prior to filing
Form 990, Part VI, Line 12c Explanation of Monitoring and Enforcement of Conflicts	Conflict of interest statement must be updated annually
Form 990, Part VI, Line 15a Compensation Review & Approval Process - CEO, Top Management	The Board reviews and approves the budget annually, and reviews and updates compensation for key employees at that time
Form 990, Part VI, Line 19 Other Organization Documents Publicly Available	Financial statements and other documents are available upon request to our office Financi al statements are available through our website and through GuideStar org
Other Changes In Net Assets Or Fund Balances - Other Increases	Rounding = $2
Board of Directors Changes	Effective December 2013, Benjamin deMenil, Scott Siegel, and Carmen Collado became member of the Board Effective June 16, 2014, Arol Buntzman and Donald Rabinovitch became members of the advisory board of the Organization, called the DREAM board, which is a non-voting board

BY-LAWS

OF

DOMINICAN REPUBLIC EDUCATION & MENTORING PROJECT, INC.

Adopted: October 23, 2003
Amended Sept 9, 2009
Further Amended Nov 19, 2012
Further Amended June 16, 2014

Approved by the Board of Directors June 16, 2014

Michel Zaleski
President & Chairman of the Board
The DREAM Project

TABLE OF CONTENTS

BY-LAWS

OF

DOMINICAN REPUBLIC EDUCATION & MENTORING PROJECT, INC.

STATEMENT OF PURPOSE

ARTICLE I
GENERAL PROVISIONS

Section 1. Corporate Name.

The Dominican Republic Education & Mentoring Project, Inc (the "corporation") is organized under the law of the State of Vermont and granted authority to operate in the State of New York

Section 2. Offices.

The initial business address of the corporation shall be 30 Lakeshore Road, Lansing, NY 14882

Section 3. Fiscal Year.

The fiscal year of the corporation shall begin on July 1 and end on the following June 30 of each year

Section 4. Members

The corporation will have no members, instead being managed and governed by a board of directors Any action or vote required or permitted by any law, rule, or regulation to be taken by members shall be taken by action or vote of the same percentage of the board of directors of the corporation No person now or hereafter designated by the corporation or the board of directors as a "member" for development, advisory, scientific review or other purposes shall be construed to be or be deemed a member for purposes of the Articles of Incorporation or bylaws of the corporation, nor shall such person have any voting or fiduciary rights or responsibilities of the corporation

Section 5. Institutions.

The Board of Directors may invite such institutions as it may determine to become institutional associates of the corporation The Board of Directors shall determine institutional associate fees and the nature of any other project participation or advisory involvement of institutional associates in the corporation

ARTICLE II
BOARD OF DIRECTORS

Section 1. Power of Board and Qualification of Directors.

The business and affairs of the corporation shall be managed and governed by the Board of Directors (also referred to as the Executive Board), which shall have the right to exercise all powers of the corporation as permitted by law Each Director shall be at least eighteen years of age The board of directors may from time to time set forth additional qualifications for Board Members

The Executive Board shall have the right to designate a group, which will be referred to as the DREAM Board The DREAM Board will be an honorarium and have no management or governing rights or responsibilities

Section 2. Number and Term of Office.

(a) The Board of Directors shall consist of not less than three (3) members The number of Directors may be determined from time to time by resolution of the Board of Directors provided that no decrease in the number of directors shall shorten the term of any incumbent Director

(b) The Board of Directors shall determine the length and classification, if any, of terms to be served by Directors If the Board is classified, no term shall exceed a number of years equal to the number of classes into which the Board is classified

(c) Each Director shall hold office until the expiration of the term for which he or she has been elected or appointed, and until his or her successor has been elected or appointed

Section 3. Conduct of Meetings.

At each meeting of the Board of Directors, the Chairperson shall preside, or in the absence of the Chair, the Vice Chair shall preside, if a Vice Chair has been elected by the Board In the absence of the Chair or Vice, then the longest-serving Director shall preside over the meeting In the event two or more Directors have served for an equal tenure, the Director who is most senior by age shall preside The Executive Director will assist the Chair in the preparation of the meeting The Secretary shall record minutes of the meeting for submission to the Board for approval at the Board's next meeting In the event the Secretary shall be absent from any meeting of the Board of Directors, the meeting shall select its secretary

Section 4. Resignations and Removal of Directors.

(a) Any Director of the Corporation may resign at any time by giving written notice to the Chairperson, Executive Director or to the Secretary Such resignation shall take effect at the time specified therein or, if no time be specified, then on delivery

(b) Any Director may be removed, with or without assignment of cause, by a vote majority of the Board of Directors in attendance at a meeting of the Board of Directors, provided that a quorum of the Board of Directors is present at the meeting- No member of the Board shall be removed from office unless the notice of the meeting at which removal is to be considered states such purpose and opportunity to be heard at such meeting is given to the Director whose removal is sought If the Director in question fails to appear at the meeting, the Director's opportunity to be heard is thereby waived Notwithstanding the notice provision of Section 10 below, written notice shall be delivered to all directors at least twenty-one (21) days in advance of a meeting at which removal is sought

Section 5. Newly Created Directorships and Vacancies.

Newly created Directorships, and vacancies occurring in the Board of Directors for any reason, shall be filled by vote of a majority of Directors then in office, regardless of their number Directors elected to fill newly created Directorships shall hold office until their successors have been elected and qualified Directors elected to fill vacancies shall serve until the next annual meeting at which the election of Directors is in the regular order of business and until their successors are elected and have qualified

Section 6. Action by the Board of Directors.

(a) *Valid Action* Except as otherwise provided by law or in these by-laws, an action of the Board of Directors means action at a meeting of the Board by vote of a majority of the Directors present at the time of the vote, if a quorum is present at such time

(b) *Written Resolution* Any action required or permitted to be taken by the Board of Directors or any committee thereof may be taken without a meeting if all members of the Board or the committee consent in writing to the adoption of a resolution authorizing the action The resolution and the written consents thereto by the members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee

(c) *Telephone* Any one or more members of the Board of Directors or any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time Participation by such means shall constitute presence in person at a meeting

Section 7. Place of Meeting.

The Board of Directors may hold its meetings at the principal office of the Corporation, or at such place or places within or without the State of New York as the Board of Directors may from time to time by resolution determine

Section 8. Annual Meetings.

The Board of Directors shall hold an annual meeting each year for the purpose of election of Directors and Officers and conducting such other business as the Board may consider, on a date to be determined by the Board, in addition to regularly scheduled Board of Directors meetings Notice of the annual meeting shall be provided to Directors in writing at least ten (10) days prior to the date of the meeting For the year 2003, the annual meeting is set for October 23, 2003 The Board shall meet at least twice each year, or at least once in addition to the annual meeting

Section 9. Special Meetings.

Special meetings of the Board of Directors shall be held whenever called by a majority of the Directors Notice shall be given by email, telefax, or by mail and shall state the purposes, time and place of the meeting Notice shall be given not less than two (2) weeks before the date of the meeting

Section 10. Waivers of Notice.

Notice of a meeting need not be given to any Director who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him

Section 11. Quorum.

(a) A majority of the entire Board of Directors shall constitute a quorum for the transaction of business

(b) A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting

Section 12. Compensation.

Directors shall receive no compensation for their services but shall be reimbursed for the expenses reasonably incurred by them in the performance of their duties

Section 13. Annual Report.

The Executive Director shall present at the Annual Meeting a report verified by the Chair and Treasurer showing in appropriate detail the following

(a) The assets and liabilities, including the trust funds, of the Corporation as of the end of the twelve-month fiscal period terminating not more than six months prior to said meeting

(b) The principal changes in assets and liabilities, including trust funds, during said fiscal period

(c) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes during said fiscal period

(d) The expenses or disbursements of the Corporation for both general and restricted purposes, during said fiscal period

This report shall be filed with the records of this Corporation and a copy thereof entered in the minutes of the proceedings of the Annual Meeting

ARTICLE III
COMMITTEES

Section 1. Executive Committee and Other Standing Committees.

The Board of Directors, by resolution adopted by a majority of the entire Board, may designate from among its members an Executive Committee and other standing committees consisting of three or more Directors Standing Committees may include, without limitation, any or all of the following Standing Committees with the responsibilities and duties listed below

Executive Committee Responsible for transacting the business of the corporation between Board meetings, making decisions which cannot wait for regular Board meetings, and evaluating and making recommendations to the Board concerning the employment and compensation of the Executive Director, provided, however, that the Executive Committee shall not have the authority of the Board of Directors in reference to the following matters (a) the filling of vacancies on the Board of Directors or on any committee of the Board of Directors, (b) the amendment or repeal of the Corporation's Bylaws or the adoption of new Bylaws, (c) the fixing of compensation of Directors for serving on the Board of Directors or on any committee of the Board of Directors, or (d) the employment and compensation of the Executive Director Reports of actions taken shall be made at the next regular Board meeting

Program Committee Responsible for the regular review of all programs in light of corporate mission and resources, responsible for recommending the continuation or discontinuation of current programs, responsible for reviewing new program proposals and recommending those to be accepted, responsible for recommending the institution of major program revisions

Nominating Committee Responsible for developing and recommending a profile of Board membership and identifying how current Board members fit the profile, responsible for communicating to Regional Areas the special skills and attributes needed for Board membership as well as membership requirements, responsible for nominating individuals for election to Board officer positions, responsible for insuring that Board members receive appropriate orientation, responsible for reviewing the service of each Board member on an annual basis Any Director may submit a nomination for the Board The proposed nomination shall be first directed to the Executive Director for screening based on criteria to be developed by the Nominating Committee The Executive Director shall submit to the Nominating Committee all nominations satisfying said criteria The Nominating Committee shall submit appropriate nominations to the Board for election

Finance Committee Responsible for working with staff to create the upcoming fiscal year budget, responsible for presenting budget recommendations to the Board, monitors implementation of the approved budget on a regular basis and recommends proposed budget revisions, recommends to the Board appropriate policies for the management of the Corporation's assets

Fund Raising Committee Responsible for working with staff to create a series of annual goals for each source of contributed income and for establishing time frames for the raising of funds from each source of income category, responsible for assuring the timely raising of funds to meet goals and objectives

*Strategic Planning Committee*_ Responsible for analyzing the Corporation's organization and its environment and for creating an orderly program to guide the Corporation's future development

Section 2. Special Committees.

The Board of Directors may designate special committees, each of which shall consist of such persons and shall have such authority as is provided in the resolution designating the committee, except that such authority shall not exceed the authority conferred on the Executive Committee by Section 2 of this Article III

Section 3. Meetings.

Meetings of committees, of which no notice shall be necessary, shall be held at such time and place as shall be fixed by the Chairman of the corporation or the chairman of the committee or by vote of a majority of all of the members of the committee

Section 4. Quorum and Manner of Acting.

Unless otherwise provided by resolution of the Board of Directors, a majority of all of the members of a committee shall constitute a quorum for the transaction of business and the vote of a majority of all of the members of the committee shall be the act of the committee

The procedures and manner of acting of the Executive Committee and of the committees of the Board shall be subject at all times to the directions of the Board of Directors

Section 5. Tenure of Members of Committees of the Board.

Each committee of the Board and every member thereof shall serve at the pleasure of the Board

ARTICLE IV
OFFICERS

Section 1. Number.

The officers of the Corporation shall be a Chairperson and President, a Treasurer, a Secretary and/or such other officers as the Board of Directors may in its discretion determine, including one or more Vice Chairs The same person, except the office of Secretary, may hold any two or more offices

Section 2. Term of Office and Qualifications.

The Board of Directors shall elect those officers whose titles are specifically mentioned in Section I of this Article IV Unless a shorter term is provided in the resolution of the Board electing such officer, the term of office of each officer shall extend to the next Annual Meeting and until the officer's successor is elected and qualified The Chair shall be elected from among the Directors

Section 3. Additional Officers.

Additional officers may be elected for such period, have such authority and perform such duties, either in an administrative or subordinate capacity, as the Board of Directors may from time to time determine

Section 4. Removal of Officers.

The Board of Directors with or without cause may remove any officer at any time

Section 5. Resignation.

Any officer may resign at any time by giving written notice to the Board of Directors, or to the Chair or to the Secretary Any such resignation shall take effect at the time specified therein, or, if no time be specified, then upon delivery

Section 6. Vacancies.

The Board of Directors shall fill a vacancy in any office

Section 7. Chairperson.

The Chairperson shall chair the Board of Directors and the Executive Committee of the Board of Directors, shall be the President, and shall approve the agenda prepared by the Executive Director, conduct new board member orientation, and shall perform such other duties as the Board of Directors from time to time may direct, not in conflict with the powers and purposes of this Corporation as set forth in its Articles of Incorporation

Section 8. Vice Chairs.

The Board may, but need not, elect a Vice Chair(s) In the absence or incapacity to act of the Chairperson, or if the office of Chairperson be vacant, the Vice Chair or, if there be more than one Vice Chair, the Vice Chairs in order of seniority as determined by the Board of Directors, shall oversee meetings of the Board of Directors, and shall perform the duties and exercise the powers of the Chair A Vice Chair may be elected at any meeting of the Board of Directors to preside over the meeting A Vice Chair shall carry out special assignments as requested by the Chair

Section 9. Treasurer.

The Treasurer, or other proper officer or agent of the corporation authorized by the Board of Directors, shall have charge and custody of and be responsible for all funds and securities of the corporation, receive and give receipt for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors, and in general perform all of the duties incident to the office of Treasurer and such others as may from time to time be assigned by the Board of Directors The Treasurer shall be a member of the Finance Committee

Section 10. Secretary.

It shall be the duty of the Secretary to act as secretary of all meetings of the Board of Directors, and to keep the minutes of all such meetings in a proper book or books to be provided for that purpose, the Secretary shall see that all notices required to be given by the Corporation are duly given and served, the Secretary shall keep a current list of the Corporation's Directors and officers and their residence addresses, the Secretary shall be custodian of the seal of the Corporation and shall affix the seal, or cause it to be affixed, to all agreements, documents and other papers requiring the same The Secretary shall have custody of the minute book containing the minutes of all meetings of Directors, and any other committees which may keep minutes, and of all other contracts and documents which are not in the custody of the Treasurer of the Corporation, or in the custody of some other person authorized by the Board of Directors to have such custody

ARTICLE V
CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS

Section 1. Execution of Contracts.

The Board of Directors, except as in these by-laws otherwise provided, may authorize any officer or officers, agent or agents, in the name of and on behalf of the Corporation to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances, but, unless so authorized by the Board of Directors, or expressly authorized by these by-laws, no officers, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily in any amount for any purpose

Section 2. Indebtedness.

The Corporation shall not create any indebtedness other than normal and customary trade debt unless specifically authorized by the Board of Directors

Section 3. Checks, Drafts, etc.

All checks, drafts and other orders for the payment of money out of the funds of the Corporation, and all notes or other evidences of indebtedness of the Corporation, shall be signed on behalf of the Corporation in such manner as shall from time to time be determined by resolution of the Board of Directors The Executive Director is specifically authorized herein to sign checks, drafts and other orders for the payment of money out of the funds of the Corporation in an amount not to exceed US$10,000 to the extent pursuant to a budget approved by the Board of Directors All amounts in excess of US$10,000 up to $25,000 shall be subject to specific authorization by the President and any amount above $25,000 shall be subject to authorization by the Board, and the signature of the Treasurer

Section 4. Deposits.

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select

ARTICLE VI
INDEMNIFICATION AND INSURANCE

Section 1. Authorized Indemnification.

Unless clearly prohibited by law or Section 2 of this Article VI, the Corporation shall indemnify any person ("Indemnified Person") made, or threatened to be made, a party in any action or proceeding, whether civil, criminal, administrative, investigative or otherwise, including any action by or in the right of the Corporation, by reason of the fact that he or she, whether before or after adoption of this Section, (a) is or was a Director or officer of the Corporation, or (b) in addition is serving or served, in any capacity, at the request of the Corporation, as a director or officer of any other corporation, or any partnership, joint venture, trust, employee benefit plan or other enterprise The indemnification shall be against all judgments, fines, penalties, amounts paid in settlement (provided the Corporation shall have consented to such settlement) and reasonable expenses, including attorneys' fees and costs of investigation, incurred by an Indemnified Person with respect to any such threatened or actual action or proceeding, and any appeal thereof

Section 2. Prohibited Indemnification.

The Corporation shall not indemnify any person if a judgment or other final adjudication adverse to the Indemnified Person establishes, or the Board of Directors in good faith determines, that such person's acts were committed in bad faith or were the result of dishonesty material to the cause of action so adjudicated, or that he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled

Section 3. Advancement of Expenses.

The Corporation shall, on request of any Indemnified Person who is or may be entitled to be indemnified by the Corporation, pay or promptly reimburse the Indemnified Person's reasonably incurred expenses in connection with a threatened or actual action or proceeding prior to its final disposition However, no such advancement of expenses shall be made unless the Indemnified Person makes a binding, written commitment to repay the Corporation, with interest, for any amount advanced for which it is ultimately determined that he or she is not entitled to be indemnified under the law or Section 2 of this Article VI An Indemnified Person shall cooperate in good faith with any request by the Corporation that common legal counsel be used by the parties to such action or proceeding who are similarly situated unless it would be inappropriate to do so because of actual or potential conflicts between the interests of the parties

Section 4. Indemnification of Others.

Unless clearly prohibited by law or Section 2 of this Article VI, the Board of Directors may approve Corporation indemnification as set forth in Section 1 of this Article VI or advancement of expenses as set forth in Section 3 of this Article VI, to a person (or the testator or intestate of a person) who is or was employed by the Corporation or who is or was a volunteer for the Corporation, and who is made, or threatened to be made, a party in any action or proceeding, by reason of the fact of such employment or volunteer activity, including actions undertaken in connection with service at the request of the Corporation in any capacity for any other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise

Section 5. Determination of Indemnification.

Indemnification mandated by a final order of a court of competent jurisdiction will be paid After termination or disposition of any actual or threatened action or proceeding against an Indemnified Person, if indemnification has not been ordered by a court the Board of Directors shall, upon written request by the Indemnified Person, determine whether and to what extent indemnification is permitted pursuant to these by-laws Before indemnification can occur the Board of Directors must explicitly find that such indemnification will not violate the provisions of Section 2 of this Article VI No Director with a personal interest in the outcome, or who is a party to such actual or threatened action or proceeding concerning which indemnification is sought, shall participate in this determination if a quorum of disinterested Directors is not obtainable, the Board of Directors shall act only after receiving the opinion in writing of independent legal counsel that indemnification is proper in the circumstances under then applicable law and these by-laws

Section 6. Binding Effect.

Any person entitled to indemnification under these by-laws has a legally enforceable right to indemnification which cannot be abridged by amendment of these by-laws with respect to any event, action or omission occurring prior to the date of such amendment

Section 7. Insurance.

The Corporation is not required to purchase Directors' and Officers' liability insurance, but the Corporation may purchase such insurance if authorized and approved by the Board of Directors To the extent permitted by law, such insurance may insure the Corporation for any obligation it incurs as a result of this Article VI or operation of law and it may insure directly the Directors, officers, employees or volunteers of the Corporation for liabilities against which they are not entitled to indemnification under this Article VI as well as for liabilities against which they are entitled or permitted to be indemnified by the Corporation

Section 8. Nonexclusive Rights.

The provisions of this Article VI shall not limit or exclude any other rights to which any person may be entitled under law or contract The Board of Directors is authorized to enter into agreements on behalf of the Corporation with any Director, officer, employee or volunteer providing them rights to indemnification or advancement of expenses in connection with potential indemnification in addition to the provisions therefore in this Article V1, subject in all cases to the limitations of Section 2 of this Article V1

ARTICLE VII
CONFLICTS OF INTEREST

Section 1. Definition of Conflicts of Interest.

A conflict of interest will be deemed to exist whenever an individual is in the position to approve or influence Corporation policies or actions which involve or could ultimately harm or benefit financially (a) the individual, (b) any member of his immediate family (spouse, parents, children, brothers or sisters, and spouses of these individuals), or (c) any organization in which he or an immediate family member is a director, trustee, officer, member, partner or more than 10% shareholder Service on the board of another not-for-profit corporation does not constitute a conflict of interest

Section 2. Disclosure of Conflicts of Interest.

A Director or officer shall disclose a conflict of interest (a) prior to voting on or otherwise discharging his duties with respect to any matter involving the conflict which comes before the Board or any committee, (b) prior to entering into any contract or transaction involving the conflict, (c) as soon as possible after the Director or officer learns of the conflict, and (d) on the annual conflict of interest disclosure form The Secretary of the Corporation shall distribute annually to all Directors and officers, a form soliciting the disclosure of all conflicts of interest, including specific information concerning the terms of any contract or transaction with the Corporation and whether the process for approval set forth in Section 3 of this Article V111 was used

Section 3. Approval of Contracts and Transactions Involving Potential Conflicts of Interest.

A Director or officer who has or learns about a potential conflict of interest should disclose promptly to the Secretary of the Corporation the material facts surrounding any actual or potential conflict of interest, including specific information concerning the terms of any contract or transaction with the Corporation All effort should be made to disclose any such contract or transaction and have it approved by the Board before the arrangement is entered into

Following receipt of information concerning a contract or transaction involving a potential conflict of interest, the Board shall consider the material facts concerning the proposed contract or transaction including the process by which the decision was made to recommend entering into the arrangement on the terms proposed The Board shall approve only those contracts or transactions in which the terms are fair and reasonable to the Corporation and the arrangements are consistent with the best interests of the Corporation Fairness includes, but is not limited to, the concepts that the Corporation should pay no more than fair market value for any goods or services which the Corporation receives and that the Corporation should receive fair market value consideration for any goods or services that it furnishes others The Board shall set forth the basis for its decision with respect to approval of contracts or transactions involving conflicts of interest in the minutes of the meeting at which the decision is made, including the basis for determining that the consideration to be paid is fair to the Corporation

Section 4. Validity of Actions.

No contract or other transaction between the Corporation and one or more of its Directors or officers, or between the Corporation and any other corporation, firm, association or other entity in which one or more of its Corporation or officers are directors or officers, or have a substantial financial interest, shall be either void or voidable for this reason alone or by reason alone that such director or Directors or officer or officers are present at the meeting of the Board of Directors, or of a committee thereof, which authorizes such contract or transaction, or that his or their votes are counted for such purpose, if the material facts as to such Director's or officer's interest in such contract or transaction and as to any such common directorship, officership or financial interest are disclosed in good faith or known to the Board or committee, and the Board or committee authorizes such contract or transaction by a vote sufficient for such purpose without counting the vote or votes of such interested Director or officers Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee which authorizes such contract or transaction At the time of the discussion and decision concerning the authorization of such contract or transaction, the interested Director or officer should not be present at the meeting

Section 5. Employee Conflicts of Interest.

An employee of the Corporation with a potential conflict of interest in a particular matter shall promptly and fully disclose the potential conflict to his supervisor The employee shall thereafter refrain from participating in deliberations and discussion, as well as any decisions, relating to the matter and follow the direction of the supervisor as to how the Corporation decisions which are the subject of the conflict will be determined The Chair shall be responsible for determining the proper way for the Corporation to handle Corporation decisions which involve unresolved employee conflicts of interest In making such determinations, the Chair of the Board may consult with legal counsel

The Chair shall report to the Board at least annually concerning employee conflicts of interest which have been disclosed and contracts and transactions involving employee conflicts which the Chair has approved

ARTICLE VIII
COMPENSATION

Section 1. Reasonable Compensation.

It is the policy of the Corporation to pay no more than reasonable compensation for personal services rendered to the Corporation by officers and employees The Directors of the Corporation shall not receive compensation for fulfilling their duties as Directors, although Directors may be reimbursed for actual out-of-pocket expenses incurred to fulfill their duties as Directors The Corporation will not reimburse expenses of spouses unless the expenses are necessary to achieve a Corporation purpose

ARTICLE IX
EXECUTIVE DIRECTOR

Section 1. Duties

The Executive Director is the chief operating officer of the corporation and serves as ex-officio member of the Board of Directors and all standing committees of the Board The Executive Director is responsible for the execution and administration of policies and programs approved by the Board and reports to the President The Executive Director will assist the Chair in the preparation of meetings of the Board of Directors, and will attend and may participate in discussion at meetings of the Board of Directors and all standing and special committees, except when matters of her/his own employment are under consideration The Executive Director is the agent of the Board of Directors in the employment and release of volunteer and paid staff according to the policies and procedures established by the Board of Directors As head of staff, the Executive Director is responsible for the supervision and direction of the staff other than the Development Director (who shall report to the President) and for the implementation of approved personnel policies Specific duties of the Executive director may be set forth by resolution of the Board of Directors The Board of Directors shall determine the salary and benefits of the Executive Director annually

ARTICLE X
DEVELOPMENT DIRECTOR

The Development Director will be responsible for raising funds and retaining relations with the donor community The Development Director will report to either the President or the Executive Director and designated by the Board

ARTICLE XI
AMENDMENTS

Section 1. Amendments.

The By-laws of the Corporation may be amended or repealed by as two-thirds vote of the Board of Directors at any meeting of the Board of Directors provided that 14days written notice of the meeting date and its purpose to amend the bylaws has been provided to all Directors

ARTICLE XII
GRANTS TO DOMESTIC AND FOREIGN ORGANIZATIONS

Section 1. In general.

The making of grants and contributions and otherwise rendering financial assistance to domestic and foreign charitable organization shall be solely for the purposes expressed in the Certificate of Incorporation The Corporation shall allocate contributions and funds only in the manner provided in the requirements of the Internal Revenue Code Section 170 (c) and Revenue Ruling 63-252, C B 1963-2, 101 such as will maintain the Corporation's qualifications as an exempt organization under §501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws

Section 2. Contributions, funds and control over them.

The Corporation shall have the power to receive and allocate contributions and funds, within the absolute discretion of the Board of Directors, to any organization organized and operated for charitable or educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code The Corporation shall at all times have absolute control and discretion as to the use of the contributions and funds received by the Corporation, and shall not accept funds that are "earmarked" for contribution to any specific domestic or foreign charitable organization

The Board of Directors, in its absolute discretion, shall have the exclusive power to

1) review all requests for funds from other organizations and require that such requests specify the use to which the funds will be put and the manner of payment,

2) require periodic accounting from the grantees to verify the use of the funds,

3) refuse to make any grants or contributions or otherwise render financial assistance to or for any or all the purposes for which funds are requested,

4) withdraw approval of the grant and use the funds for other charitable purposes