

**FORM 990
PUBLIC INSPECTION COPY**

**SERVICEMEMBERS LEGAL DEFENSE NETWORK, INC.
FOR THE YEAR ENDED DECEMBER 31, 2007**

Form **990**

Return of Organization Exempt From Income Tax

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

OMB No. 1545-0047

2007

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2007 calendar year, or tax year beginning and ending

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

C Name of organization
SERVICEMEMBERS LEGAL DEFENSE NETWORK, INC.
 Number and street (or P.O. box if mail is not delivered to street address) Room/suite
P.O. BOX 65301
 City or town, state or country, and ZIP + 4
WASHINGTON, DC 20035

D Employer identification number
52-1845000

E Telephone number
202-328-3244

F Accounting method: Cash Accrual
 Other (specify) ▶

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

G Website: ▶ **WWW.SLDN.ORG**

J Organization type (check only one) ▶ 501(c) (3) ◀ (insert no.) 4947(a)(1) or 527

K Check here ▶ if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **2,344,613.**

M Check ▶ if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).

H and I are not applicable to section 527 organizations.
H(a) Is this a group return for affiliates? Yes No
H(b) If "Yes," enter number of affiliates ▶ **N/A**
H(c) Are all affiliates included? **N/A** Yes No
H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No
I Group Exemption Number ▶ **N/A**

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

1 Contributions, gifts, grants, and similar amounts received:				
a	Contributions to donor advised funds	1a		
b	Direct public support (not included on line 1a)	1b	2,340,359.	
c	Indirect public support (not included on line 1a)	1c		
d	Government contributions (grants) (not included on line 1a)	1d		
e	Total (add lines 1a through 1d) (cash \$ 2,164,822. noncash \$ 175,537.)	1e		2,340,359.
2	Program service revenue including government fees and contracts (from Part VII, line 93)	2		
3	Membership dues and assessments	3		
4	Interest on savings and temporary cash investments	4		4,254.
5	Dividends and interest from securities	5		
6 a	Gross rents	6a		
b	Less: rental expenses	6b		
c	Net rental income or (loss). Subtract line 6b from line 6a	6c		
7	Other investment income (describe ▶)	7		
8 a	Gross amount from sales of assets other than inventory	(A) Securities	(B) Other	
b	Less: cost or other basis and sales expenses	8a		
c	Gain or (loss) (attach schedule)	8b		
d	Net gain or (loss). Combine line 8c, columns (A) and (B)	8c		
9	Special events and activities (attach schedule). If any amount is from gaming, check here ▶ <input type="checkbox"/>	9		
a	Gross revenue (not including \$ of contributions reported on line 1b)	9a		
b	Less: direct expenses other than fundraising expenses	9b		
c	Net income or (loss) from special events. Subtract line 9b from line 9a	9c		
10 a	Gross sales of inventory, less returns and allowances	10a		
b	Less: cost of goods sold	10b		
c	Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	10c		
11	Other revenue (from Part VII, line 103)	11		
12	Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12		2,344,613.
13	Program services (from line 44, column (B))	13		1,865,429.
14	Management and general (from line 44, column (C))	14		474,309.
15	Fundraising (from line 44, column (D))	15		258,899.
16	Payments to affiliates (attach schedule)	16		
17	Total expenses. Add lines 16 and 44, column (A)	17		2,598,637.
18	Excess or (deficit) for the year. Subtract line 17 from line 12	18		-254,024.
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19		1,154,787.
20	Other changes in net assets or fund balances (attach explanation)	20		0.
21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21		900,763.

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INC.**

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Part II Statement of Functional Expenses

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

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a Grants paid from donor advised funds (attach schedule) (cash \$ 0 • noncash \$ 0.) If this amount includes foreign grants, check here <input type="checkbox"/>				
22b Other grants and allocations (attach schedule) (cash \$ 0 • noncash \$ 0.) If this amount includes foreign grants, check here <input type="checkbox"/>				
23 Specific assistance to individuals (attach schedule)				
24 Benefits paid to or for members (attach schedule)				
25a Compensation of current officers, directors, key employees, etc. listed in Part V-A	280,267.	130,618.	144,920.	4,729.
b Compensation of former officers, directors, key employees, etc. listed in Part V-B	0.	0.	0.	0.
c Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
26 Salaries and wages of employees not included on lines 25a, b, and c	968,409.	747,829.	120,898.	99,682.
27 Pension plan contributions not included on lines 25a, b, and c	18,368.	15,892.	597.	1,879.
28 Employee benefits not included on lines 25a - 27	88,248.	60,282.	20,077.	7,889.
29 Payroll taxes	94,081.	66,267.	19,888.	7,926.
30 Professional fundraising fees				
31 Accounting fees				
32 Legal fees				
33 Supplies	60,420.	53,724.	5,918.	778.
34 Telephone	56,109.	46,304.	9,495.	310.
35 Postage and shipping	66,200.	58,139.	2,794.	5,267.
36 Occupancy	89,656.	55,015.	14,961.	19,680.
37 Equipment rental and maintenance	26,776.	18,150.	3,725.	4,901.
38 Printing and publications	143,891.	122,316.	5,225.	16,350.
39 Travel	148,854.	123,366.	22,803.	2,685.
40 Conferences, conventions, and meetings	6,375.	5,823.		552.
41 Interest				
42 Depreciation, depletion, etc. (attach schedule)	8,618.	5,288.	1,438.	1,892.
43 Other expenses not covered above (itemize):				
a				
b				
c				
d				
e				
f				
g SEE STATEMENT 1	542,365.	356,416.	101,570.	84,379.
44 Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	2,598,637.	1,865,429.	474,309.	258,899.

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ 542,400. ; (ii) the amount allocated to Program services \$ 446,700. ;
 (iii) the amount allocated to Management and general \$ 13,500. ; and (iv) the amount allocated to Fundraising \$ 82,200.

Part III Statement of Program Service Accomplishments (See the instructions.)

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

What is the organization's primary exempt purpose? ▶ LEGAL AID; GOVERNMENT WATCHDOG	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	
a <u>SLDN PROVIDES LEGAL SERVICES TO U.S. MILITARY MEMBERS WHO WERE HARMED BY "DON'T ASK, DON'T TELL, DON'T PURSUE, DON'T HARASS" (DADTDPDH). SLDN CONTINUED ITS OUTREACH TO MILITARY MEMBERS AND THEIR ALLIES TO EDUCATE THEM ABOUT THEIR LEGAL RIGHTS BY DISTRIBUTING SLDN'S "SURVIVAL GUIDE", PERSONAL APPEARANCES, AND PUBLIC AFFAIRS WORK.</u> (Grants and allocations \$ _____) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	1,865,429.
b _____ _____ _____ _____ _____ (Grants and allocations \$ _____) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	
c _____ _____ _____ _____ _____ (Grants and allocations \$ _____) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	
d _____ _____ _____ _____ _____ (Grants and allocations \$ _____) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	
e Other program services (attach schedule) (Grants and allocations \$ _____) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	
f Total of Program Service Expenses (should equal line 44, column (B), Program services) ▶	1,865,429.

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Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year
Assets	45	Cash - non-interest-bearing		45
	46	Savings and temporary cash investments	424,033.	46 284,491.
	47 a	Accounts receivable		47a 528,461.
	b	Less: allowance for doubtful accounts		47b
			535,908.	47c 528,461.
	48 a	Pledges receivable		48a 112,684.
	b	Less: allowance for doubtful accounts		48b
			84,118.	48c 112,684.
	49	Grants receivable	185,000.	49 75,000.
	50 a	Receivables from current and former officers, directors, trustees, and key employees		50a
	b	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)		50b
	51 a	Other notes and loans receivable		51a
	b	Less: allowance for doubtful accounts		51b
				51c
	52	Inventories for sale or use		52
	53	Prepaid expenses and deferred charges	29,715.	53 40,664.
	54 a	Investments - publicly-traded securities STMT 2 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	0.	54a 9,950.
	b	Investments - other securities		54b
	55 a	Investments - land, buildings, and equipment: basis		55a
b	Less: accumulated depreciation		55b	
			55c	
56	Investments - other		56	
57 a	Land, buildings, and equipment: basis		57a 179,262.	
b	Less: accumulated depreciation		57b 172,213.	
		15,667.	57c 7,049.	
58	Other assets, including program-related investments (describe ▶ DEPOSITS)	3,675.	58 3,675.	
59	Total assets (must equal line 74). Add lines 45 through 58	1,278,116.	59 1,061,974.	
Liabilities	60	Accounts payable and accrued expenses	96,387.	60 134,942.
	61	Grants payable		61
	62	Deferred revenue	12,845.	62 19,220.
	63	Loans from officers, directors, trustees, and key employees		63
	64 a	Tax-exempt bond liabilities		64a
	b	Mortgages and other notes payable	14,097.	64b 7,049.
	65	Other liabilities (describe ▶)		65
66	Total liabilities. Add lines 60 through 65	123,329.	66 161,211.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67	Unrestricted	433,879.	67 297,302.
	68	Temporarily restricted	720,908.	68 603,461.
	69	Permanently restricted		69
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.			
	70	Capital stock, trust principal, or current funds		70
	71	Paid-in or capital surplus, or land, building, and equipment fund		71
	72	Retained earnings, endowment, accumulated income, or other funds		72
	73	Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)	1,154,787.	73 900,763.
	74	Total liabilities and net assets/fund balances. Add lines 66 and 73	1,278,116.	74 1,061,974.

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Part VI Other Information (continued)		Yes	No
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a	X
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)	82b	513,600.
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X
b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	83b	X
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a	X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	X
85 a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?	85a	N/A
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.	85b	N/A
c	Dues, assessments, and similar amounts from members	85c	N/A
d	Section 162(e) lobbying and political expenditures	85d	N/A
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	N/A
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	N/A
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g	N/A
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	N/A
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12	86a	N/A
b	Gross receipts, included on line 12, for public use of club facilities	86b	N/A
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders	87a	N/A
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b	N/A
88 a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88a	X
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI	88b	X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ 0.; section 4912 ▶ 0.; section 4955 ▶ 0.		
b	501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b	X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0.
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization		0.
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?	89e	X
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?	89f	X
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	89g	X
90 a	List the states with which a copy of this return is filed	SEE STATEMENT 4	
b	Number of employees employed in the pay period that includes March 12, 2007	90b	18
91 a	The books are in care of	SLDN Telephone no. ▶ 202-328-3244	
	Located at	1612 K STREET NW, WASHINGTON, DC ZIP + 4 ▶ 20006	
b	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)? If "Yes," enter the name of the foreign country	91b	X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		N/A

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Part VI Other Information (continued)

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c Yes No
 If "Yes," enter the name of the foreign country N/A

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041- Check here 92 N/A
 and enter the amount of tax-exempt interest received or accrued during the tax year N/A

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a					
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	4,254.	
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		0.		4,254.	0.
105 Total (add line 104, columns (B), (D), and (E))					4,254.

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

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

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

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

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

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

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

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

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

Part XI Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13). N/A

106 Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

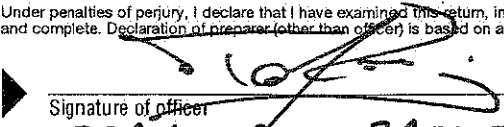
				Yes	No
(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer		
a					
b					
c					
Totals					


107 Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

				Yes	No
(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer		
a					
b					
c					
Totals					

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

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

Please Sign Here:  Date: 4/22/08
 Signature of officer: FRANCISCO J. RAMIREZ - CHIEF FINANCIAL OFFICER
 Type or print name and title

Paid Preparer's Use Only: Preparer's signature:  Date: 4/22/08 Check if self-employed:
 Firm's name (or yours if self-employed), address, and ZIP + 4: DROLET & ASSOCIATES, P.L.L.C., 1901 L STREET, NW, SUITE 250, WASHINGTON, DC 20036
 Preparer's SSN or PTIN (See Gen. Inst. X):
 EIN:
 Phone no.: 202-822-0717

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

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

Supplementary Information-(See separate instructions.)

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

OMB No. 1545-0047

2007

Name of the organization **SERVICEMEMBERS LEGAL DEFENSE NETWORK, INC.** Employer identification number **52 1845000**

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
SHARRA E. GREER PO BOX 65301, WASHINGTON, D.C.	DIR OF LAW 40.00	87,375.	7,607.	
STEVE RALLS PO BOX 65301, WASHINGTON, D.C.	DIR OF COMM 40.00	67,923.	7,130.	
SHARON ALEXANDER PO BOX 65301, WASHINGTON, D.C.	DIR OF LEGIS AFFAIRS 40.00	68,660.	2,191.	
KATHI WESTCOTT PO BOX 65301, WASHINGTON, D.C.	DEP DIR FOR LAW 40.00	73,491.	7,267.	
POLLY STAMATOPOULOS PO BOX 65301, WASHINGTON, D.C.	DIR OF DEV 40.00	72,192.	6,239.	
Total number of other employees paid over \$50,000 ▶	6			

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶	0	

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of other contractors receiving over \$50,000 for other services ▶	0	

Part III Statements About Activities (See page 2 of the instructions.)

1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ 52,339. (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)
VI-A, LINE 38B

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

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

- a Sale, exchange, or leasing of property?
- b Lending of money or other extension of credit?
- c Furnishing of goods, services, or facilities?
- d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? **SEE PART V-A, FORM 990**
- e Transfer of any part of its income or assets?
- 3 a Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.)
- b Did the organization have a section 403(b) annuity plan for its employees?
- c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement
- d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?
- 4 a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g
- b Did the organization make any taxable distributions under section 4966? N/A
- c Did the organization make a distribution to a donor, donor advisor, or related person? N/A
- d Enter the total number of donor advised funds owned at the end of the tax year
- e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year
- f Enter the total number of separate funds or accounts owned at the end of the year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts
- g Enter the aggregate value of assets in all funds or accounts included on line 4f at the end of the tax year

	Yes	No
1	X	
2a		X
2b		X
2c		X
2d	X	
2e		X
3a		X
3b	X	
3c		X
3d		X
4a		X
4b		
4c		
d	N/A	
e	N/A	
f		0.
g		0.

Part IV Reason for Non-Private Foundation Status (See pages 4 through 8 of the instructions.)

I certify that the organization is not a private foundation because it is: (Please check only ONE applicable box.)

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
 Type I Type II Type III-Functionally Integrated Type III-Other

Provide the following information about the supported organizations. (See page 8 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
Total					▶

- 14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 8 of the instructions.)

SERVICEMEMBERS LEGAL DEFENSE NETWORK,

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting.
 Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	1,885,312.	1,899,448.	1,737,121.	1,468,815.	6,990,696.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose					
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	10,842.	5,101.	1,157.	1,391.	18,491.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22	1,896,154.	1,904,549.	1,738,278.	1,470,206.	7,009,187.
24 Line 23 minus line 17	1,896,154.	1,904,549.	1,738,278.	1,470,206.	7,009,187.
25 Enter 1% of line 23	18,962.	19,045.	17,383.	14,702.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 140,184.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b 818,338.
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 7,009,187.
d Add: Amounts from column (e) for lines: 18 18,491. 19 19,045. 22 17,383. 26b 818,338.					26d 836,829.
e Public support (line 26c minus line 26d total)					26e 6,172,358.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 88.0610%
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: N/A					
(2006) (2005) (2004) (2003)					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: N/A					
(2006) (2005) (2004) (2003)					
c Add: Amounts from column (e) for lines: 15 16 17 20 21					27c N/A
d Add: Line 27a total and line 27b total					27d N/A
e Public support (line 27c total minus line 27d total)					27e N/A
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					27f N/A
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g N/A %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h N/A %

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

NONE

Part V Private School Questionnaire (See page 9 of the instructions.)

N/A

(To be completed ONLY by schools that checked the box on line 6 in Part IV)

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?		
	If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)		

32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a	
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b	
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c	
d	Copies of all material used by the organization or on its behalf to solicit contributions?	32d	
	If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)		

33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?	33a	
b	Admissions policies?	33b	
c	Employment of faculty or administrative staff?	33c	
d	Scholarships or other financial assistance?	33d	
e	Educational policies?	33e	
f	Use of facilities?	33f	
g	Athletic programs?	33g	
h	Other extracurricular activities?	33h	
	If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)		

34 a	Does the organization receive any financial aid or assistance from a governmental agency?	34a	
b	Has the organization's right to such aid ever been revoked or suspended?	34b	
	If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation	35	

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 11 of the instructions.)

(To be completed ONLY by an eligible organization that filed Form 5768)

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Affiliated group totals	(b) To be completed for all electing organizations
		N/A	
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	5,579.
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37	46,760.
38	Total lobbying expenditures (add lines 36 and 37)	38	52,339.
39	Other exempt purpose expenditures	39	2,546,298.
40	Total exempt purpose expenditures (add lines 38 and 39)	40	2,598,637.
41	Lobbying nontaxable amount. Enter the amount from the following table -		
	If the amount on line 40 is -		The lobbying nontaxable amount is -
	Not over \$500,000		20% of the amount on line 40
	Over \$500,000 but not over \$1,000,000		\$100,000 plus 15% of the excess over \$500,000
	Over \$1,000,000 but not over \$1,500,000		\$175,000 plus 10% of the excess over \$1,000,000
	Over \$1,500,000 but not over \$17,000,000		\$225,000 plus 5% of the excess over \$1,500,000
	Over \$17,000,000		\$1,000,000
41	Grassroots nontaxable amount (enter 25% of line 41)	41	279,932.
42	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	42	69,983.
43	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	43	0.
44		44	0.

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

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 13 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period					
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total	
45	Lobbying nontaxable amount	279,932.	252,355.	236,934.	226,474.	995,695.
46	Lobbying ceiling amount (150% of line 45(e))					1,493,543.
47	Total lobbying expenditures	52,339.	42,851.	65,285.	18,810.	179,285.
48	Grassroots nontaxable amount	69,983.	63,089.	59,234.	56,619.	248,925.
49	Grassroots ceiling amount (150% of line 48(e))					373,388.
50	Grassroots lobbying expenditures	5,579.	12,096.	11,238.	3,792.	32,705.

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines c through h.)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (Add lines c through h.)			0.

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

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

Schedule of Contributors

OMB No. 1545-0047

Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

2007

Name of organization

SERVICEMEMBERS LEGAL DEFENSE NETWORK,
INC.

Employer identification number

52-1845000

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule-see instructions.)

General Rule-

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

Special Rules-

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ► \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2007)

Name of organization
**SERVICEMEMBERS LEGAL DEFENSE NETWORK,
 INC.**

Employer identification number
52-1845000

Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1		\$ 132,115.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2		\$ 160,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3		\$ 123,130.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4		\$ 200,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5		\$ 190,640.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6		\$ 50,090.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

FORM 990 OTHER EXPENSES STATEMENT 1

DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
DUES AND SUBSCRIPTIONS	6,777.	6,283.	12.	482.
ADVERTISING	7,429.	6,178.	234.	1,017.
LICENSES AND PERMITS	10,126.	75.	253.	9,798.
INSURANCE	12,171.	10,683.	848.	640.
MISCELLANEOUS	29,501.	1,886.	9,759.	17,856.
SERVICE CONTRACTS	52,835.	41,051.	5,147.	6,637.
CATERING	137,025.	107,967.	10,753.	18,305.
PROFESSIONAL FEES	227,913.	174,199.	24,523.	29,191.
ENTERTAINMENT AND OTHER EXPENSES	58,588.	8,094.	50,041.	453.
TOTAL TO FM 990, LN 43	542,365.	356,416.	101,570.	84,379.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 2

SECURITY DESCRIPTION	COST/FMV	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	TOTAL NON-GOV'T SECURITIES
BANK OF AMERICA CORPORATE BOND	FMV		9,950.		9,950.
TO FORM 990, LINE 54A, COL B			9,950.		9,950.

FORM 990 PART V-A - LIST OF CURRENT OFFICERS, DIRECTORS, TRUSTEES AND KEY EMPLOYEES STATEMENT 3

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE		EXPENSE ACCOUNT
			BEN CONTRIB	PLAN	
THOMAS T. CARPENTER P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.		0.
JEFF CLEGHORN P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.		0.
ZOE DUNNING P.O. BOX 65301 WASHINGTON, DC 20035	CO - CHAIR 0.00	0.	0.		0.
TOM CLARK P.O. BOX 65301 WASHINGTON, DC 20035	TREASURER 0.00	0.	0.		0.
AMY S. COURTER P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.		0.
C. DIXON OSBURN P.O. BOX 65301 WASHINGTON, DC 20035	EX-EXEC DIR 40.00	135,000.	8,275.		0.
JOE TOM EASLEY P.O. BOX 65301 WASHINGTON, DC 20035	CO - CHAIR 0.00	0.	0.		0.
JULIAN CHANG P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.		0.
JEAN ALBRIGHT P.O. BOX 65301 WASHINGTON, DC 20035	SECRETARY 0.00	0.	0.		0.
CHOLENE ESPINOZA P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.		0.
ANNA CURREN P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.		0.

SERVICEMEMBERS LEGAL DEFENSE NETWORK, IN

52-1845000

FRANCISCO J. RAMIREZ P.O. BOX 65301 WASHINGTON, DC 20035	CHIEF FINANCIAL OFFICER 40.00	100,094.	2,469.	0.
MATI WEIDERPASS P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.	0.
ANNE WYNNE P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.	0.
AUBREY SARVIS P.O. BOX 65301 WASHINGTON, DC 20035	EXEC DIR 40.00	33,750.	679.	0.
PAUL ALAN BOSKIND P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.	0.
MICHAEL MAGEE P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.	0.
JACKIE GARDINA P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.	0.
SHANNON L. MCLAUGHLIN P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.	0.
DAVID LEE GAINER P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.	0.
PAULA M. NEIRA P.O. BOX 65301 WASHINGTON, DC 20035	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON FORM 990, PART V-A		268,844.	11,423.	0.

FORM 990

LIST OF STATES RECEIVING COPY OF RETURN
PART VI, LINE 90

STATEMENT 4

STATES

AK, AL, AR, AZ, CA, CO, CT, DC, FL, GA, IL, KS, KY, LA, MA, MD, ME, MI, MN, MO, MS, NC, ND, NH, NJ
NM, NY, OH, OK, OR, PA, RI, SC, TN, UT, VA, WA, WI, WV

BY-LAWS
of Servicemembers Legal Defense Network, Inc. As Amended

ARTICLE I

OFFICES

Section 1. REGISTERED OFFICE – The registered office of the Servicemembers Legal Defense network, Inc. (the “Corporation”) shall be established and maintained at the office of The Corporation trust Company and The Corporation trust center, 1209 Orange Street in the city of Wilmington, County of New castle, State of Delaware, and said Corporation trust Company shall be the registered agent of the Corporation in charge thereof.

Section 2. Other Offices – The Corporation may have other offices, either within or without the State of Delaware, at such places or places as the board of directors may from time to time select or the business of the Corporation may require.

ARTICLE II

DIRECTORS

Section 1. NUMBER AND TERM – The business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall consist of no fewer than three persons. The exact number of directors shall be fixed from time to time by the Board of Directors. Directors shall be elected by the affirmative vote of a majority of the directors then in office. Each director shall be elected to serve for a term of two (2) years, beginning from the effective date of election, which term may be renewed for successive two-year periods by the affirmative vote of the majority of the directors then in office. The Executive Director shall be an *ex officio* member of the Board of Directors. (Amended on 4/24/99 and 11/11/07.)

Section 2. RESIGNATIONS – Any director may resign at any time. Such resignation shall be made in writing, and shall take effect at the time specified therein, or if no time be specified, at the time of its receipt by the Chair or a Co-chair of the Board. The acceptance of a resignation shall not be necessary to make it effective. (Amended on 1/29/05.)

Section 3. REMOVAL – Any director may be removed from office at any time, with or without cause, by the affirmative vote of a majority of the directors then in office. (Amended on 4/24/99.)

Section 4. LEAVES OF ABSENCE – Any director may, without resigning his or her office, apply to the Board of Directors for a leave of absence from all or part of his or her duties as a director. Leaves of absence shall be addressed in writing to the Board of Directors and shall be granted by the affirmative vote of a majority thereof. Leaves of absence so granted shall run for a period not to exceed six months, unless the leave of absence is renewed from time-to-time at the discretion of the Board. The resolution of the Board granting such a leave of absence shall

specify those duties from which the Board members is relieved and those duties which the director is required to fulfill during the period of absence. (Amended on 4/24/99.)

Section 5. COMMITTEES – The Board of Directors may, by resolution or resolutions passed by a majority of the whole Board, designate one or more committees, each committee to consist of one or more directors of the Corporation. Any such committee, with respect to the matters delegated to it and to the extent provided in the resolution of the Board of Directors, shall have and may exercise all the powers and authority of the Board of Directors in the management of the business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may require it.
(Amended on 4/24/99.)

Section 6. MEETINGS – Meetings of the directors may be held in person or telephonically or as may be determined from time to time by resolution of the directors adopted at any meeting thereof. Regular meetings of the directors may be held without further notice at such times and places as may be determined from time to time by resolution of the directors adopted at a meeting thereof. Special meetings of the Board of Directors may be called by the Chair or a Co-chair of the Board or on the written request of any two directors, at such times and places as shall be stated in the call of the meeting. Notice of each such special meeting shall be given as provided in these By-laws and, (1) if given by mail, must be mailed to each director at least four (4) days before the date on which the meeting is to be held, or (2) if given by personal delivery or such other form of transmission of notice provided by these By-laws, must be so delivered or transmitted at least twenty-four (24) hours before the time at which the meeting is to be held.
(Amended on 1/29/05.)

Section 7. QUORUM – A majority of the directors then in office shall constitute a quorum for the transaction of business. If at any meeting of the Board of Directors there shall be less than a quorum present, a majority of those present may adjourn the meeting from time to time until a quorum is obtained, and no further notice thereof need be given other than by announcement at the meeting which shall be so adjourned. The vote of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors unless the Certificate of Incorporation of the Corporation or these By-laws shall require the vote of a greater number. (Amended on 4/24/99.)

Section 8. COMPENSATION - Directors shall not receive any stated salary for their services as directors of the board or as members of committees, but by resolution of the board of directors a reasonable fixed fee and expenses of attendance may be allowed for attendance at each meeting. Nothing herein contained shall be construed to preclude any director from serving the Corporation in any other capacity as an officer, agent or otherwise, and receiving reasonable compensation therefor.

Section 9. ACTION WITHOUT MEETING – Any action required or permitted to be taken at any meeting of the board of directors or of any committee thereof may be taken without a meeting if a written consent thereto is signed by all members of the board of directors or of such committee, as the case may be, and such written consent is filed with the minutes of proceedings of the board of directors or such committee.

Section 10. DUTIES – The duties of a director shall include, without limitation, (1) attendance at all Board meetings unless excused by the Chair or a Co-chair of the Board; (2) financial support of the Corporation at such level as may from time to time be established by the Board of Directors; and (3) fundraising on behalf of the Corporation in at least such amount as may from time to time be established by the Board of Directors. (Amended on 1/29/05.)

ARTICLE III

OFFICERS

Section 1. OFFICERS – The Board of Directors may choose to elect such officers of the Corporation as it deems necessary, including without limitation, one (1) or more Chair of the Board, a Treasurer, a Secretary, and one (1) or more Executive Directors. Such officers shall hold such powers, duties and responsibilities as are set forth in these By-laws and as may be further established by resolution of the Board. (Amended on 4/24/99.)

Section 2. CHAIR OF THE BOARD – The Chair or a Co-chair of the Board shall preside at all meetings of the Board of Directors and shall have and perform such other duties as may be assigned by the Board of Directors. Unless the Board of Directors otherwise directs, the Chair or a Co-chair of the Board shall have the power to authorize the seal of the Corporation to be affixed to any instrument requiring it, and when so affixed, the seal shall be attested to by the signature of the Secretary or the Treasurer. (Amended on 1/29/05.)

Section 3. TREASURER – The Treasurer shall review the financial statements of the Corporation on at least a quarterly basis to ensure the financial health and integrity of the organization. The Treasurer shall also review the findings of the independent auditor annually. The Treasurer shall report his or her findings to the Board of Directors as requested by the Board or as the Treasurer may deem necessary. In case of the Secretary's absence or failure to do so, the Treasurer shall affix the seal of the Corporation to all instruments requiring it, when so authorized by the Board of Directors or, unless the Board of Directors otherwise directs, when authorized by the Chair or a Co-chair of the Board, by the Executive Director, or by a committee of the Board of Directors acting pursuant to a delegation of authority from the Board, and shall attest to the same. (Amended on 1/29/05.)

Section 4. SECRETARY – The Secretary shall give, or cause to be given, notice of all meetings of directors and all other notices required by law or by these By-laws, and in case of the Secretary's absence or failure to do so, any such notice may be given by any person so directed by the Chair or a Co-chair of the Board, or by the directors of the Board upon whose request a special meeting is called as provided in these By-laws. The Secretary shall record all the proceedings of the meetings of the Board of Directors and any committees thereof in a book to be kept for that purpose, and shall perform such other duties as may be assigned by the Board of Directors or the Chair or a Co-chair of the Board. The Secretary shall have the custody of the seal of the Corporation and shall affix the same to all instruments requiring it, when so authorized by the Board of Directors or, unless the Board of Directors otherwise directs, when authorized by the Chair or a Co-chair of the Board, by the Executive Director, or by a committee

of the Board of Directors acting pursuant to a delegation of authority from the Board, and shall attest to the same. (Amended on 1/29/05.)

Section 5. EXECUTIVE DIRECTOR – The Executive Director shall have the general powers and duties of supervision and management usually vested in the office of the Chief Executive Officer or President of a corporation. Unless the Board of Directors otherwise directs, the Executive Director shall have the power to execute contracts on behalf of the Corporation and to authorize the seal of the Corporation to be affixed to any instrument requiring it, and when so affixed, the seal shall be attested to by the signature of the Secretary or the Treasurer. The Executive Director shall be authorized to attend all meetings of the Board of Directors, except those that the Co-Chairs call in executive session. (Amended on 4/24/99 and 11/11/07.)

Section 6. OTHER OFFICERS AND AGENTS -- The Board of Directors may appoint such other officers and agents as it may deem advisable, who shall hold their offices and exercise such duties and responsibilities as shall be determined by majority vote of the Board of Directors then in office. (Amended on 4/24/99.)

Section 7. REMOVAL OF OFFICERS AND AGENTS -- Any officer elected or appointed may be removed at any time, with or without cause, by a majority vote of the directors then in office. (Amended on 4/24/99.)

Section 8. COMPENSATION – The fixing of salaries of officers and agents shall require the affirmative vote of a majority of the directors then in office. (Amended on 4/24/99.)

ARTICLE IV

MISCELLANEOUS

Section 1. SEAL – The corporate seal of the Corporation shall be in such form as shall be determined by resolution of the board of directors. Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise imprinted upon the subject document or paper.

Section 2. FISCAL YEAR – The fiscal year of the Corporation shall be determined by resolution of the board of directors.

Section 3. CHECKS AND RECEIPTS – All receipts, checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation, and in such manner as shall be determined from time to time by resolution of the board of directors. (Amended 1/29/05.)

Section 4. NOTICE AND WAIVER OF NOTICE – Unless otherwise expressly required by law, whenever any notice is required to be given under the provision of any law, or under the provisions of the Certificate of Incorporation of the Corporation or of these By-laws, personal receipt of notice is not required. Any notice so required shall be deemed sufficient if given (1) by

depositing the same in the United States mail, postage prepaid, addressed to the person entitled thereto at the address furnished to the Corporation by him or her for that purpose, or (2) by transmitting the same to the person entitled thereto at such address by telegraph, telecopy, cable, wireless, electronic transmission, or overnight courier, or (3) by personal delivery. Notice shall be deemed to have been given on the day of such mailing, transmission, or delivery. Notwithstanding the foregoing, a waiver of any notice so required, in writing and signed by the person or persons otherwise entitled thereto, whether before or after the time notice was required to be given, shall be deemed equivalent to such required notice. (Amended on 4/24/99.)

Section 5. MEMBERS – As provided by the Certificate of Incorporation, the Corporation shall have no members. Notwithstanding the foregoing, the Board of Directors may from time to time acknowledge the contribution of various persons to the Corporation by establishing one (1) or more classes of auxiliary or honorary members. Such auxiliary or honorary members shall have no voting rights or rights to participate in the governance of the Corporation. (Amended on 4/24/99.)

ARTICLE V

AMENDMENTS

Except as otherwise provided in the Certificate of Incorporation, the board of directors may by the affirmative vote of a majority of the directors then in office alter, amend or repeal these By-Laws, or enact such other By-Laws as in their judgment may be advisable for the regulation and conduct of the affairs of the Corporation.