



Department of the Treasury
Internal Revenue Service
Tax Exempt and Government Entities
P.O. Box 2508
Cincinnati, OH 45201

DORER COMMUNITY SERVICE FOUNDATION INC
C/O DAVID J DORER
26 BEALS ST
BROOKLINE, MA 02446

Date: 07/21/2022
Employer ID number: 87-3853277
Person to contact:
Name: Customer Service
ID number: 31954
Telephone: 877-829-5500
Accounting period ending: December 31
Form 990-PF required: Yes
Effective date of exemption: December 03, 2021
Addendum applies: No
DLN: 26053580002242

Dear Applicant:

We're pleased to tell you we determined you're exempt from federal income tax under Internal Revenue Code (IRC) Section 501(c)(3). Donors can deduct contributions they make to you under IRC Section 170. You're also qualified to receive tax deductible bequests, devises, transfers or gifts under Section 2055, 2106, or 2522. This letter could help resolve questions on your exempt status. Please keep it for your records.

Organizations exempt under IRC Section 501(c)(3) are further classified as either public charities or private foundations. We determined you're a private foundation within the meaning of Section 509(a).

We further determined you qualify as a private operating foundation under IRC Section 4942(j)(3). We'll treat you as a private operating foundation as long as you continue to meet the requirements of Section 4942(j)(3).

You're required to file Form 990-PF, Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation, annually, whether or not you have income or activity during the year. If you don't file a required return or notice for three consecutive years, your exempt status will be automatically revoked.

If we indicated at the top of this letter that an addendum applies, the enclosed addendum is an integral part of this letter.

For important information about your responsibilities as a tax-exempt organization, go to www.irs.gov/charities. Enter "4221-PF" in the search bar to view Publication 4221-PF, Compliance Guide for 501(c)(3) Private Foundations, which describes your recordkeeping, reporting, and disclosure requirements.

Sincerely,

Stephen A. Martin

Stephen A. Martin
Director, Exempt Organizations
Rulings and Agreements

rec 7-25-2022

**Application for Recognition of Exemption
Under Section 501(c)(3) of the Internal Revenue Code**

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form1023 for instructions and the latest information.**Note:** *If exempt status is approved, this application will be open for public inspection.*

Use the "?" buttons throughout this form for help in completing this application. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 1-877-829-5500.

If you cannot complete required responses within the textbox limits throughout this form, upload your additional narratives with the other required documents.

Part I Identification of Applicant

1a Full Name of Organization (exactly as it appears in your organizing document) DORER COMMUNITY SERVICE FOUNDATION INC				b Care of Name (if applicable) DAVID J DORER	
c Mailing Address (Number, street and room/suite) 26 BEALS ST		d City BROOKLINE		e Country United States	
f State Massachusetts		g Zip Code + 4 02446		h Foreign Province (or State)	
				i Foreign Postal Code	
2 Employer Identification Number 87-3853277		3 Month Tax Year Ends DECEMBER		4 Person to Contact if More Information is Needed (officer, director, trustee, or authorized representative) DAVID DORER	
5 Contact Telephone Number 617-232-9133		6 Fax Number (optional)			7 User Fee Submitted \$600.00
8 Organization's Website (if available): DORERFOUNDATION.ORG					
9 List the names, titles, and mailing addresses of your officers, directors, and/or trustees.					
First Name: DAVID		Last Name: DORER		Title: PRESIDENT	
Mailing Address: 26 BEALS ST		City: BROOKLINE			
State (or Province): MA		Zip Code (or Foreign Postal Code): 02446			
First Name: JOHN		Last Name: HEBERT		Title: TREASURER	
Mailing Address: 21 AUBURN ST		City: BROOKLINE			
State (or Province): MA		Zip Code (or Foreign Postal Code): 02446			
First Name: COLIN		Last Name: MCARDLE		Title: CLERK	
Mailing Address: 31 WEYBRIDGE RD		City: BROOKLINE			
State (or Province): MA		Zip Code (or Foreign Postal Code): 02445			
First Name:		Last Name:		Title:	
Mailing Address:		City:			
State (or Province):		Zip Code (or Foreign Postal Code):			
First Name:		Last Name:		Title:	
Mailing Address:		City:			
State (or Province):		Zip Code (or Foreign Postal Code):			

☐ Check here to add more officers, directors, and/or trustees.

Part II Organizational Structure

- 1** You must be a corporation, limited liability company (LLC), unincorporated association, or trust to be tax exempt.

Select your type of organization.

☒ Corporation

At the end of this form, you must upload a copy of your articles of incorporation (and any amendments) that shows proof of filing with the appropriate state agency.

☐ Limited Liability Company (LLC)

At the end of this form, you must upload a copy of your articles of organization (and any amendments) that shows proof of filing with the appropriate state agency. Also, if you adopted an operating agreement, upload a copy, along with any amendments.

☐ Unincorporated Association

At the end of this form, you must upload a copy of your articles of association, constitution, or other similar organizing document that is dated and includes at least two signatures. Include signed and dated copies of any amendments.

☐ Trust

At the end of this form, you must upload a signed and dated copy of your trust agreement. Include signed and dated copies of any amendments.

- 2** Enter the date you formed. (MM/DD/YYYY)

12/03/2021

- 3** Select your state (or U.S. territory) of incorporation or other formation. If you were formed under the laws of a foreign country, select Foreign Country.

Massachusetts

- 4** Have you adopted bylaws? If "Yes," at the end of this form, upload a current copy showing the date of adoption. If "No," explain how you select your officers, directors, or trustees.

☒ Yes ☐ No

- 5** Are you a successor to another organization?

☐ Yes ☒ No

Answer "Yes" if you have taken or will take over the activities of another organization, you took over 25% or more of the fair market value of the net assets of another organization, or you were established upon the conversion of an organization from for-profit to nonprofit status. If "Yes," complete Schedule G.

Part III Required Provisions in Your Organizing Document

Part III helps ensure that, when you submit this application, your organizing document contains the required provisions to meet the organizational test under section 501(c)(3).

If you cannot check "Yes" in both Lines 1 and 2, your organizing document does not meet the organizational test. DO NOT file this application until you have amended your organizing document. Remember to upload your original and amended organizing documents at the end of this form.

- 1** Section 501(c)(3) requires that your organizing document limit your purposes to one or more exempt purposes within section 501(c)(3), such as charitable, religious, educational, and/or scientific purposes.

The following is an example of an acceptable purpose clause: The organization is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Does your organizing document meet this requirement?

☒ Yes ☐ No

- 1a** State specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document (Page/Article/Paragraph):

ARTICLES OF ORGANIZATION - ARTICLE II

- 2** Section 501(c)(3) requires that your organizing document provide that upon dissolution, your remaining assets be used exclusively for section 501(c)(3) exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Depending on your entity type and the state in which you are formed, this requirement may be satisfied by operation of state law.

The following is an example of an acceptable dissolution clause: Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Does your organizing document meet this requirement?

☒ Yes ☐ No

- 2a** State specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document (Page/Article/Paragraph) or indicate that you rely on state law.

ARTICLES - ARTICLE IV PARAGRAPH 4.8

Part IV Your Activities

1 Describe completely and in detail your past, present, and planned activities. Do not refer to or repeat the purposes in your organizing document.

For each past, present, or planned activity, include information that answers the following questions:

- a. What is the activity?
- b. Who conducts the activity?
- c. Where is the activity conducted?
- d. What percentage of your total time is allocated to the activity?
- e. How is the activity funded (for example, donations, fees, etc.) and what percentage of your overall expenses is allocated to this activity?
- f. How does the activity further your exempt purposes?

CONSULTING SERVICES FOR NONPROFITS - FOR DETAILS SEE ATTACHED PDF FILE SECTION PART IV CURRENT ACTIVITIES
CURRENT AND PLANNED

Part IV Your Activities (continued)

- 2 Enter the 3-character NTEE Code that best describes your activities.

W99

Or check here if you want the IRS to select the NTEE Code that best describes your activities.

☐

- 3 Do any of your programs limit the provision of goods, services, or funds to a specific individual or group of specific individuals? For example, answer "Yes" if goods, services, or funds are provided only for a particular individual, your members, individuals who work for a particular employer, or graduates of a particular school. If "Yes," explain the limitation and how recipients are selected for each program.

☐ Yes☒ No

- 4 Do any individuals who receive goods, services, or funds through your programs have a family or business relationship with any officer, director, trustee, or with any of your highest compensated employees or highest compensated independent contractors? If "Yes," explain how these related individuals are eligible for goods, services, or funds.

☐ Yes☒ No

- 5 Do you or will you support or oppose candidates in political campaigns in any way? If "Yes," explain.

☐ Yes☒ No

- 6 Do you or will you attempt to influence legislation? If "Yes," explain how you attempt to influence legislation.

☐ Yes☒ No

Part IV Your Activities (continued)

- 6a** Did you or will you make an election to have your legislative activities measured by expenditures by filing Form 5768? ☐ Yes ☐ No
If "No," describe whether your attempts to influence legislation are a substantial part of your activities. Include the time and money spent on your attempts to influence legislation as compared to your total activities.

- 7** Do you or will you publish, own, or have rights in music, literature, tapes, artworks, choreography, scientific discoveries, or other intellectual property? If "Yes," describe who owns or will own any copyrights, patents, or trademarks, whether fees are or will be charged, how the fees are determined, and how any items are or will be produced, distributed, and marketed. ☒ Yes ☐ No

WHEN WE COAUTHOR REPORTS FOR A CLIENT ORGANIZATION WE WILL RETAIN THE COPYRIGHT AND GRANT A FREE NON-EXCLUSIVE TRANSFERABLE LICENSE TO THE CLIENT ORGANIZATION. WITH PERMISSION OF THE CLIENT ORGANIZATION ANY SUCH REPORTS WILL BE PROVIDED TO THE PUBLIC FOR FREE. WE WILL NOT CHARGE A FEE RELATED TO THESE PUBLICATIONS.

- 8** Do you or will you provide educational information to the general public on budgeting, personal finance, financial literacy, saving and spending practices, the sound use of consumer credit, and/or assist individuals and families with financial problems such as credit card debt and foreclosure by providing them with counseling? If "Yes," explain. ☐ Yes ☒ No

- 9** Do you or will you make grants, loans, or other distributions to organizations? If "Yes," describe the type and purpose of the grants, loans, or distributions, how you select your recipients including submission requirements (such as grant proposals or application forms), and the criteria you use or will use to select recipients. Also describe how you ensure the grants, loans, and other distributions are or will be used for their intended purposes (including whether you require periodic or final reports on the use of funds and any procedures you have if you identify that funds are not being used for their intended purposes). Finally, describe the records you keep with respect to grants, loans, or other distributions you make and identify any recipient organizations and any relationships between you and the recipients. If "No," continue to Line 10. ☐ Yes ☒ No

Part IV Your Activities (continued)

- 9a** Do you or will you make grants, loans, or other distributions to organizations that are not recognized by the IRS as tax exempt under section 501(c)(3)? If "Yes," name and/or describe the non-section 501(c)(3) organizations to whom you do or will make distributions and explain how these distributions further your exempt purposes. ☐ Yes ☐ No

- 9b** Do you or will you make grants, loans, or other distributions to foreign organizations? If "Yes," name each foreign organization (if not already provided), the country and region within each country in which each foreign organization operates, any relationship you have with each foreign organization, and whether the foreign organization accepts contributions earmarked for a specific country or organization (if so, specify which countries or organizations). If "No," continue to Line 10. ☐ Yes ☐ No

- 9c** Do your contributors know that you have ultimate authority to use contributions made to you at your discretion for purposes consistent with your exempt purposes? If "Yes," describe how you relay this information to contributors. ☐ Yes ☐ No

- 9d** Do you or will you make pre-grant inquiries about the recipient organization? If "Yes," describe these inquiries, including whether you inquire about the recipient's financial status, its tax-exempt status under the Internal Revenue Code, its ability to accomplish the purpose for which the resources are provided, and other relevant information. ☐ Yes ☐ No

- 9e** Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If "Yes," describe these procedures, including periodic reporting requirements, auditing grantees, site visits by your employees or compliance checks by impartial experts, etc., to verify that grant funds are being used appropriately. ☐ Yes ☐ No

Part IV Your Activities (continued)

- 9f** Do you share board members or other key personnel with the recipient organization(s)? If "Yes," identify the relationships.

☐ Yes ☐ No

- 9g** When you make grants, loans, or other distributions to foreign organizations, will you check the OFAC List of Specially Designated Nationals and Blocked Persons for names of individuals and entities with whom you are dealing to determine if they are included on the list? Describe any other practices you will engage in to ensure that foreign expenditures or grants are not diverted to support terrorism or other non-charitable activities.

☐ Yes ☐ No

- 9h** Will you comply with all United States statutes, executive orders, and regulations that restrict or prohibit U.S. persons from engaging in transactions and dealings with designated countries, entities, or individuals, or otherwise engaging in activities in violation of economic sanctions administered by OFAC?

☐ Yes ☐ No

- 9i** Will you acquire from OFAC the appropriate license and registration where necessary?

☐ Yes ☐ No

- 10** Do you or will you operate in a foreign country or countries? If "Yes," name each foreign country and region within each country in which you do or will operate and describe your operations in each one. If "No," continue to Line 11.

☐ Yes ☒ No

- 10a** When you conduct activities in foreign countries, will you check the OFAC List of Specially Designated Nationals and Blocked Persons for names of individuals and entities with whom you are dealing to determine if they are included on the list? Describe any other practices you will engage in to ensure that foreign expenditures or grants are not diverted to support terrorism or other non-charitable activities.

☐ Yes ☐ No

- 10b** Will you comply with all United States statutes, executive orders, and regulations that restrict or prohibit U.S. persons from engaging in transactions and dealings with designated countries, entities, or individuals, or otherwise engaging in activities in violation of economic sanctions administered by OFAC?

☐ Yes ☐ No

- 10c** Will you acquire from OFAC the appropriate license and registration where necessary?

☐ Yes ☐ No

Part IV Your Activities *(continued)*

- 11** Are you a sponsoring organization that maintains one or more donor advised funds? If yes, please provide a complete description of your program, including the specific advice that such donors may provide. Describe in detail the control you maintain (or will maintain) over the use of the funds. ☐ Yes ☒ No

- 12** Do you or will you operate a school? ☐ Yes ☒ No
If "Yes," complete Schedule B.

- 13** Is your principal purpose or function to provide hospital or medical care? ☐ Yes ☒ No
If "Yes," complete Schedule C.

- 14** Do you or will you provide low-income housing? ☐ Yes ☒ No
If "Yes," complete Schedule F.

- 15** Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? ☐ Yes ☒ No
If "Yes," complete Schedule H - Section I.

- 16** Check any of the following fundraising activities that you will undertake (check all that apply):

- | | |
|---|--|
| <input type="checkbox"/> Website, mail, email, personal, and/or phone solicitations | <input type="checkbox"/> Foundation grant solicitations |
| <input type="checkbox"/> Receive donations from another organization's website | <input type="checkbox"/> Government grant solicitations |
| <input type="checkbox"/> Bingo | <input type="checkbox"/> Other (non-bingo) gaming activities |
| <input type="checkbox"/> Other (describe) | |

☒ We will not engage in fundraising activities.

- 17** Do you or will you engage in fundraising activities for other organizations? If "Yes," describe these arrangements, including the names or descriptions of the organizations for which you raise funds. ☐ Yes ☒ No

Part V Compensation and Other Financial Arrangements

- 1** Do you or will you compensate officers, directors, or trustees, or do or will you have highest compensated employees, or highest compensated independent contractors? If "No," continue to Line 2. ☐ Yes ☒ No

In establishing compensation for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors:

- 1a** Do or will the individuals that approve compensation arrangements follow a conflict of interest policy? ☐ Yes ☐ No
- 1b** Do or will you approve compensation arrangements in advance of paying compensation? ☐ Yes ☐ No
- 1c** Do or will you document in writing the date and terms of approved compensation arrangements? ☐ Yes ☐ No
- 1d** Do or will you record in writing the decision made by each individual who decided or voted on compensation arrangements? ☐ Yes ☐ No
- 1e** Do or will you approve compensation arrangements based on information about compensation paid by similarly situated taxable or tax-exempt organizations for similar services, current compensation surveys compiled by independent firms, or actual written offers from similarly situated organizations? ☐ Yes ☐ No
- 1f** Do or will you record in writing both the information on which you relied to base your decision and its source? ☐ Yes ☐ No
- 1g** Do or will you have any other practices you use to set reasonable compensation? If "Yes," describe these practices. ☐ Yes ☐ No

- 2** Have you adopted a conflict of interest policy consistent with the sample conflict of interest policy in Appendix A to the instructions? If you are a hospital, answer "Yes" if your conflict of interest policy includes provisions consistent with the additional healthcare related provisions in the sample document. If "No," describe the procedures you will follow to ensure that persons who have a conflict of interest will not have influence over setting their own compensation or regarding business deals with themselves. ☒ Yes ☐ No

- 3** Do you or will you compensate any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors through non-fixed payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are determined, who is eligible for such arrangements, whether you place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. ☐ Yes ☒ No

Part V Compensation and Other Financial Arrangements (continued)

- 4 Do you or will you purchase or sell any goods, services, or assets from or to: (i) any of your officers, directors, or trustees; (ii) any family of any of your officers, directors, or trustees; (iii) any organizations in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest; (iv) your highest compensated employees; or (v) your highest compensated independent contractors? If "Yes," describe any such transactions that you made or intend to make, with whom you make or will make such transactions, how the terms are or will be negotiated at arm's length, and how you determine you pay no more than fair market value or you are paid at least fair market value.

☐ Yes ☒ No

- 5 Do you or will you have any leases, contracts, loans, or other agreements with: (i) your officers, directors, or trustees; (ii) any family of any of your officers, directors, or trustees; (iii) any organizations in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest; (iv) your highest compensated employees; or (v) your highest compensated independent contractors? If "Yes," describe any written or oral arrangements that you made or intend to make, with whom you have or will have such arrangements, how the terms are or will be negotiated at arm's length, and how you determine you pay no more than fair market value or you are paid at least fair market value.

☐ Yes ☒ No

- 6 Do you or will you contract with another organization to develop, build, market, or finance your facilities? If "Yes," describe each facility, the role of the other organization, and any business or family relationship between the organization and your officers, directors, or trustees. Explain how that entity is selected, how the terms of any contract(s) are negotiated at arm's length, and how you determine you will pay no more than fair market value for services.

☐ Yes ☒ No

Part V Compensation and Other Financial Arrangements (continued)

- 7 Does or will someone other than your own employees or volunteers manage your activities or facilities? ☐ Yes ☒ No
- If "Yes," describe the activities or facilities that will be managed by others, the names of the persons or organizations that manage or will manage your activities or facilities, and any business or family relationship between the organization and your officers, directors, or trustees. Explain how these managers were or will be selected, how the terms of any contracts or other agreements were or will be negotiated, and how you determine you will pay no more than fair market value for services.

- 8 Do you participate in any joint ventures, including partnerships or limited liability companies treated as partnerships, in which you share profits and losses with partners? If "Yes," state your ownership percentage in each joint venture, list your investment in each joint venture, describe the tax status of other participants in each joint venture (including whether they are section 501(c)(3) organizations), describe the activities of each joint venture, describe how you exercise control over the activities of each joint venture, and describe how each joint venture furthers your exempt purposes. ☐ Yes ☒ No

Part VI Financial Data

- 1 Select the option that best describes you to determine the years of revenues and expenses you need to provide.
- ☐ You completed less than one tax year.
Provide a total of three years of financial information (including the current year and two future years of reasonable and good faith projections of your future finances) in the following Statement of Revenues and Expenses.
- ☒ You completed at least one tax year but fewer than five.
Provide a total of four years financial information (including the current year and three years of actual financial information or reasonable and good faith projections of your future finances) in the following Statement of Revenues and Expenses.
- ☐ You completed five or more tax years.
Provide financial information for your five most recent tax years (including the current year) in the following Statement of Revenues and Expenses.

Part VI Financial Data (continued)**A. Statement of Revenues and Expenses**

Type of revenue	Current tax year	4 prior tax years or 2 succeeding tax years			
	From: 01/01/2022 To: 12/31/2022	From: 12/03/2021 To: 12/31/2021	From: 01/01/2023 To: 12/31/2023	From: 01/01/2020 To: 12/31/2020	From: ____/____/____ To: ____/____/____
1 Gifts, grants, and contributions received (do not include unusual grants)	\$2,500.	\$2,700.	\$2,500.	\$0.	
2 Membership fees received	\$0.	\$0.	\$0.	\$0.	
3 Gross investment income	\$0.	\$0.	\$0.	\$0.	
4 Net unrelated business income	\$0.	\$0.	\$0.	\$0.	
5 Taxes levied for your benefit	\$0.	\$0.	\$0.	\$0.	
6 Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)	\$0.	\$0.	\$0.	\$0.	
7 Any revenue not otherwise listed above or in lines 9 - 12 below (provide an itemized list below)	\$0.	\$0.	\$0.	\$0.	
8 Total of lines 1 through 7	\$2,500.	\$2,700.	\$2,500.	\$0.	\$0.
9 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (provide an itemized list below)	\$0.	\$0.	\$0.	\$0.	
10 Total of lines 8 and 9	\$2,500.	\$2,700.	\$2,500.	\$0.	\$0.
11 Net gain or loss on sale of capital assets (provide an itemized list below)	\$0.	\$0.	\$0.	\$0.	
12 Unusual grants (provide an itemized list below)			\$0.	\$0.	
13 Total Revenue (add lines 10 through 12)	\$2,500.	\$2,700.	\$2,500.	\$0.	\$0.
Type of expense	Current tax year	4 prior tax years or 2 succeeding tax years			
14 Fundraising expenses	\$0.	\$0.	\$0.	\$0.	
15 Contributions, gifts, grants, and similar amounts paid out (provide an itemized list below)	\$0.	\$0.	\$0.	\$0.	
16 Disbursements to or for the benefit of members (provide an itemized list below)	\$0.	\$0.	\$0.	\$0.	
17 Compensation of officers, directors, and trustees	\$0.	\$0.	\$0.	\$0.	
18 Other salaries and wages	\$0.	\$0.	\$0.	\$0.	
19 Interest expense	\$0.	\$0.	\$0.	\$0.	
20 Occupancy (rent, utilities, etc.)	\$0.	\$0.	\$0.	\$0.	
21 Depreciation and depletion	\$0.	\$0.	\$0.	\$0.	
22 Professional fees	\$1,050.	\$2,000.	\$1,050.	\$0.	
23 Any expense not otherwise classified, such as program services (provide an itemized list below)	\$2,000.	\$0.	\$1,250.	\$0.	
24 Total Expenses (add lines 14 through 23)	\$3,050.	\$2,000.	\$2,300.	\$0.	\$0.

25 Itemized financial data

2022 1. 1023 FILING FEE \$600.00, OTHER FILING FEES \$100.00, 2. INSURANCE \$1050, 3. WEBSITE HOSTING \$250.00 TOTAL \$2000.00 2023 1. INSURANCE \$1050 2. WEBSITE HOSTING \$150.00 3. OFFICE EXPENSE (POSTAGE AND SUPPLIES) \$50.00 TOTAL \$1250.00

Part VI Financial Data (continued)

B. Balance Sheet (for your most recently completed tax year)		Year End: 12/31/2021
Assets		
1	Cash	\$700.
2	Accounts receivable, net	\$0.
3	Inventories	\$0.
4	Bonds and notes receivable (provide an itemized list below)	\$0.
5	Corporate stocks (provide an itemized list below)	\$0.
6	Loans receivable (provide an itemized list below)	\$0.
7	Other investments (provide an itemized list below)	\$0.
8	Depreciable assets (provide an itemized list below)	\$0.
9	Land	\$0.
10	Other assets (provide an itemized list below)	\$0.
11	Total Assets (add lines 1 through 10)	\$700.
Liabilities		
12	Accounts payable	\$0.
13	Contributions, gifts, grants, etc. payable	\$0.
14	Mortgages and notes payable (provide an itemized list below)	\$0.
15	Other liabilities (provide an itemized list below)	\$0.
16	Total Liabilities (add lines 12 through 15)	\$0.
Fund Balances or Net Assets		
17	Total fund balances or net assets	\$700.
18	Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17)	\$700.

19 Itemized financial data

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Part VII Foundation Classification

Part VII is designed to classify you as an organization that is either a private foundation or a public charity. Public charity classification is a more favorable tax status than private foundation classification. If you are a private foundation, this part will further determine whether you are a private operating foundation.

1 Select the foundation classification you are requesting from the list below.

- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(vi) as an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public.
- ☐ You are described in 509(a)(2) as an organization that normally receives not more than one-third of its financial support from gross investment income and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions).
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(i) as a church or a convention or association of churches. Complete Schedule A.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(ii) as a school. Complete Schedule B.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(iii) as a hospital, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete Schedule C.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(iv) as an organization operated for the benefit of a college or university that is owned or operated by a governmental unit.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(ix) as an agricultural research organization directly engaged in the continuous active conduct of agricultural research in conjunction with a college or university.
- ☐ You are described in 509(a)(3) as an organization supporting either one or more organizations described in 509(a)(1) or 509(a)(2) or a publicly supported section 501(c)(4), (5), or (6) organization. Complete Schedule D.
- ☐ You are described in 509(a)(4) as an organization organized and operated exclusively for testing for public safety.
- ☐ You are a publicly supported organization and would like the IRS to decide your correct classification.
- ☒ You are a private foundation.

- 1a** As a private foundation, section 508(e) requires special provisions in your organizing document in addition to those that apply to all organizations described in section 501(c)(3). Check this box to confirm that your organizing document includes these provisions or you rely on state law. ☐

State specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document (Page/Article/Paragraph) or state that you rely on state law.

MASSACHUSETTS LAW

- 1b** Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? ☐ Yes ☒ No
If "Yes," complete Schedule H - Section II.

- 1c** Are you a private operating foundation? ☒ Yes ☐ No

To be a private operating foundation you must engage directly in the active conduct of charitable, religious, educational, and similar activities, as opposed to indirectly carrying out these activities by providing grants to individuals or other organizations.

Part VII Foundation Classification (continued)

- 1d** Describe how you meet the requirements for private operating foundation status, including how you meet the income test and either the assets test, the endowment test, or the support test. If you've been in existence for less than one year, describe how you are likely to satisfy the requirements for private operating foundation status.

WE CONDUCT PROGRAMS BY WORKING AND CONSULTING DIRECTLY AND ACTIVELY WITH OUR TAX EXEMPT 501(C)(3) CLIENT ORGANIZATIONS. WE CURRENTLY DO NOT MAKE CASH GRANTS. INCOME TEST: WE MEET THE INCOME TEST BECAUSE ALL OF OUR ASSETS ARE USED OR HELD FOR USE FOR OUR EXEMPT PURPOSES. OUR ONLY ASSET IS OUR CHECKING ACCOUNT WHICH IS USED FOR ADMINISTRATIVE EXPENSES. HENCE OUR MINIMUM INVESTMENT RETURN IS ZERO. ANY INVESTMENT INCOME THAT WE MIGHT HAVE WILL BE SPENT ON ADMINISTRATIVE EXPENSES ASSOCIATED WITH OUR CHARITABLE ACTIVITIES. ASSETS TEST: WE MEET THE ASSETS TEST BECAUSE OUR ONLY ASSET IS OUR CHECKING ACCOUNT BALANCE AND WE DEEM THAT THE CHECKING ACCOUNT BALANCE IS HELD FOR OUR CHARITABLE ACTIVITIES BASED ON OUR CURRENT AND PROJECTED ADMINISTRATIVE EXPENSES RELATED TO OUR CHARITABLE ACTIVITIES.

- 2** If you have been in existence more than 5 years, you must confirm your public support status. To confirm your qualification as a public charity described in 509(a)(1) and 170(b)(1)(A)(vi) in existence for five or more tax years, you must have received one-third or more of your total support from governmental agencies, contributions from the general public, and contributions or grants from other public charities; or 10% or more of your total support from governmental agencies, contributions from the general public, and contributions or grants from other public charities and the facts and circumstances indicate you are a publicly supported organization. Calculate whether you meet this support test for your most recent five-year period.

- i. Did you receive contributions from any person, company, or organization whose gifts totaled more than the 2% amount of line 8 in Part VI-A? ☐ Yes ☐ No

If "Yes," identify each person, company, or organization by letter (A, B, C, etc.) and indicate the amount contributed by each. Keep a list showing the name of and amount contributed by each of these donors for your records.

- ii. Based on your calculations, did you receive at least one-third of your support from public sources or did you normally receive at least 10 percent of your support from public sources and you have other characteristics of a publicly supported organization? ☐ Yes ☐ No

- 2a** If you have been in existence more than 5 years, you must confirm your public support status. To confirm your qualification as a public charity described in 509(a)(2) in existence for five or more tax years, you must have normally received more than one-third of your support from contributions, membership fees, and gross receipts from activities related to your exempt functions, or a combination of these sources, and not more than one-third of your support from gross investment income and net unrelated business income. Calculate whether you meet this support test for your most recent five-year period.

- i. Did you receive amounts from any disqualified persons? ☐ Yes ☐ No

If "Yes," identify each disqualified person by letter (A, B, C, etc.) and indicate the amount contributed by each. Keep a list showing the name of and amount contributed by each of these donors for your records.

- ii. Did you receive amounts from individuals or organizations other than disqualified persons that exceeded the greater of \$5,000 or 1% of the amount on line 10 of Part VI-A Statement of Revenues and Expenses? ☐ Yes ☐ No

If "Yes," identify each individual or organization by letter (A, B, C, etc.) and indicate the amount contributed by each. Keep a list showing the name of and amount contributed by each of these donors for your records.

- iii. Based on your calculations, did you normally receive more than one-third of your support from a combination of gifts, grants, contributions, membership fees, and gross receipts (from permitted sources) from activities related to your exempt functions and normally receive not more than one-third of your support from investment income and unrelated business taxable income? ☐ Yes ☐ No

Part VIII Effective Date

In general, a determination letter recognizing exemption of an organization described in section 501(c)(3) is effective as of the date of formation of an organization if: (1) its purposes and activities prior to the date of the determination letter have been consistent with the requirements for exemption; and (2) it has filed an application for recognition of exemption within 27 months from the end of the month in which it was organized.

1 Are you submitting this application within 27 months of the end of the month in which you were legally formed?

☒ Yes☐ No

If "No," complete Schedule E.

Part IX Annual Filing Requirements

If you fail to file a required information return or notice for three consecutive years, your exempt status will be automatically revoked.

1 Certain organizations are not required to file annual information returns or notices (Form 990, Form 990-EZ, or Form 990-N, e-Postcard). If you are granted tax-exemption, are you claiming to be excused from filing Form 990, Form 990-EZ, or Form 990-N?

☐ Yes☒ No

If "Yes," are you claiming you are excepted from filing because you are:

☐ A church or association of churches

☐ An integrated auxiliary (such as a men's or women's organization, religious school, mission society, or religious group)

☐ A church-affiliated organization (other than a section 509(a)(3) organization) that is exclusively engaged in managing funds or maintaining retirement programs and is described in Revenue Procedure 96-10, 1996-1 C.B. 577

☐ A school below college level affiliated with a church or operated by a religious order

☐ A mission society (other than a section 509(a)(3) supporting organization) sponsored by, or affiliated with, one or more churches or church denominations, if more than half of the society's activities are conducted in, or directed at, persons in foreign countries

☐ An affiliate of a governmental unit that meets the requirements of Revenue Procedure 95-48, 1995-2 C.B. 418 (other than a section 509(a)(3) supporting organization)

☐ Other (describe)

Part X Signature

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, and to the best of my knowledge it is true, correct, and complete.

DAVID DORER

(Type name of signer)

PRESIDENT

(Type title or authority of signer)

06/26/2022

(Date)

Upload checklist:

- ☒ Organizing document (and any amendments)
- ☒ Bylaws, if adopted
- ☐ Form 2848, Power of Attorney and Declaration of Representative (if applicable)
- ☐ Form 8821, Tax Information Authorization (if applicable)
- ☒ Supplemental responses (if applicable)
- ☐ Expedited handling request (if applicable)

Dorer Community Service Foundation Inc

EIN 87-3853277

1023 Application to IRS for Tax Exempt 501(c)(3) status
as a private operating foundation.

Application
Attachment with longer answers
and
Supporting Documents

DOCUMENTS

1. Biographies of Officers and Directors
2. Part IV Activities Descriptions
3. Articles of Organization as Approved
4. Bylaws

ATTACHMENT
BOARD AND OFFICER BIOGRAPHIES

David J Dorer, Ph.D. Director/President

Dr. Dorer is a retired statistician. He spent most of his career at Massachusetts General Hospital (MGH), a Harvard University Medical School teaching hospital. He attended Massachusetts Institute of Technology where he received an undergraduate and a doctoral degree in mathematics. He received his postdoctoral training in applied mathematics in the Harvard Division of Applied Sciences and at NASA Ames Research Center. Upon completing his fellowship he began his statistical consulting career at MGH. During his time at MGH, Dr. Dorer taught seminars on the application of statistical methods for medical research to physicians as well as analyzed data and published study results.

In 2007 he moved to industry and worked for Ariad Pharmaceuticals, a Cambridge MA biotech, that developed drugs to treat cancer. In 2018 he incorporated Dorer Statistical Consulting Company serving as Director, President, Treasurer, and Secretary. One of his clients was Mersana Therapeutics, a company that is developing antibody based cancer drugs. Through Dorer Community Service Foundation (DCSF) Dr. Dorer is performing analyses of the US Census American Community Survey (ACS) for several nonprofit organizations. He is currently consulting with the Rainey Institute of Cleveland Ohio, a tax-exempt nonprofit, the Town of Brookline Senior Center, These projects will result in reports for the client organization staff and boards.

Dr. Dorer has helped develop several survey instruments for medical and educational research. He has analyzed the resulting data and published study results. Dr. Dorer has coauthored over 50 research papers that have been published in peer reviewed medical journals. Dr. Dorer is a former member of the Synod of the Northeast Presbyterian Church USA board of Trustees.

Duties: Moderate Board Meetings. Dr. Dorer is the Foundation's chief statistical consultant. He performs research and educational activities in conjunction with client 501(c)(3) organizations working approximately 20 hours/week. Dr. Dorer will take no fees or salary from the Foundation either as an officer, board member, or consultant.

John P. Hebert Director/Treasurer

John Hebert brings to Dorer Community Service Foundation entrepreneurial, managerial and practical experience in business-to-business marketing public relations spanning more than 30 years, in addition to having served as a member, Treasurer and Board member of the Boston chapter of a national non-profit 501(c)(3) organization. Mr. Hebert, age 70, founded, managed and served for more than 25 years as a primary client contact of Hebert Communications, a Boston-area business-to-business public relations and marketing communications agency serving a diverse group of clients. During his tenure he was responsible for all agency management functions, and actively involved in creative and administrative PR activities including program research, planning and project implementation, and reporting. From 1974 to 1992, Mr. Hebert held various positions in marketing public relations and journalism at Gulko Advertising & Public Relations, Teradyne, Inc., Nigberg Public Relations, Data General Corp., and International Data Corp/CW Communications.

From 1985 to 2016, John was a member of the Public Relations Society of America (PRSA), a national non-profit 501(c)(3) professional society, and its Boston Chapter. He served on the board from 2010 through 2015. From 2011 through 2013 he served as Treasurer. His responsibilities included budgeting; maintaining and balancing bank and investment accounts; receiving and disbursing funds; verifying payments; preparing and filing reports; filing appropriate state and federal tax forms; and recommending and implementing the investment of Chapter funds. He holds a B.A. from Boston University.

Duties: maintain Foundation financial records 3 hours/week. Mr. Hebert will serve as Director and Treasurer without compensation.

Colin R McArdle, M.D. Director/Clerk

Dr. McArdle is a retired radiologist. He practiced and taught for over 40 years in the Radiology Department of the Beth Israel Deaconess Hospital as a Harvard University Medical School Associate Professor. From 1978 to 2008, Dr. McArdle served as Associate Director and as Chief of the ultrasound division. In 2011 during a trip to Botswana, Dr. McArdle assessed radiologic and ultrasonic needs and expertise in the hospitals in Gabarone and in Molepolole. The purpose of this trip was to develop plans for a medical school in Molepolole with an affiliation with Harvard Medical School. Dr. McArdle has served as both Vice President and as President of the New England Society of Ultrasound in Medicine.

Dr. McArdle is an active volunteer both as a docent at the Arnold Arboretum of Harvard University in Jamaica Plain, MA and as volunteer instructor for the prisoner gardening program at Concord Massachusetts Correctional Institution.

Duties: Attend board meetings as Clerk, record minutes of meetings, maintain Foundation Record Book. 3 hours per week. Dr McArdle will serve as Clerk and board member without compensation.

**FORM 1023 ATTACHMENT
DORER COMMUNITY SERVICE FOUNDATION INC EIN 87-3853277**

**PART IV YOUR ACTIVITIES
CURRENT ACTIVITIES**

Note: The Foundation plans on conducting the following activities which are estimated to take approximately 20 hours per week or about 80 hours per month.

Project 1: Rainey Memorial Institute of Cleveland OH a 501(c)(3) public charity.

- a. What is the activity?
This work is being conducted in collaboration with Rainey staff. The work consists of statistical consultation, analysis of US Census American Community Survey data, and coauthoring reports with Rainey staff. The resulting report is being used to plan activities at the new Rainey facility located on Cleveland's west side.
- b. Who conducts the activity? **This work will be conducted by David J Dorer, PhD.**
- c. Where is the activity conducted? **This work is conducted at the Dorer Community Service Foundation principal office in Brookline MA. This work is being conducted via video conference.**
- d. What percentage of your total time is allocated to the activity? **During December 2021, Dr. Dorer spent about 40 hours on this activity or 50% of all activity for 2021.**
- e. How is the activity funded (for example, donations, fees, etc.) and what percentage of your overall expenses are allocated to this activity? **This activity is supported through pro bono services provided by Dr. Dorer. Administrative expenses are allocated based on the number of activity hours and are funded by cash donations.**
- f. How does the activity further your exempt purposes? **This project supports the ongoing Rainey, Institute, a 501(c)(3) organization, programs by providing services and information to aid in evaluating programs and planning their new west side programs. And providing statistics for Rainey grant application.**

Project 2: Town of Brookline Department of Health and Human Services

- a. What is the activity? **Dr. Dorer has made contact with the Director and staff at the Town of Brookline Department of Public Health and Human Services to discuss a collaboration to analyze data from the Centers of Disease Control and other projects that might advance the mission of the Department. Some preliminary research used to develop plans for this project has been conducted.**
- b. Who conducts the activity? **Should this project go forward the work will be conducted by David J Dorer, PhD.**
- c. Where is the activity conducted? **The work will be conducted at the Dorer Community Service Foundation principal office in Brookline MA. There may be consultations and presentations at the Department of Public Health in Brookline. Work will also be conducted via video conference.**

- d. What percentage of your total time is allocated to the activity? **During December 2021, Dr. Dorer spent about 15 hours planning this activity or about 20% of 2021 activity.**
- e. How is the activity funded (for example, donations, fees, etc.) and what percentage of your overall expenses is allocated to this activity? **This activity is supported by the donation of pro bono services performed by Dr. Dorer. Administrative expenses are allocated based on the number of hours worked and are funded by cash donations.**
- f. How does the activity further your exempt purposes? **This project supports the Town of Brookline by providing services and information to aid in their work.**

Project 3: Town of Brookline Massachusetts Senior Center.

- a. What is the activity? **Dr. Dorer is consulting with the Director of the Brookline Senior Center to plan and evaluate their programs. The work will consist of statistical consultation, analysis of US Census American Community Survey data, and writing a report with the Senior Center staff. The report will be used to plan and evaluate Senior Center programs. Work on this projects was conducted by Dr. Dorer prior to the incorporation of Dorer Community Service Foundation Inc.**
- b. Who conducts the activity? **The work is conducted by David J Dorer, PhD.**
- c. Where is the activity conducted? **The work is conducted at the Dorer Community Service Foundation principal office in Brookline MA. Some consultation or presentations may take place at the Senior Center in Brookline MA.**
- d. What percentage of your total time is allocated to the activity? **Dr. Dorer plans on spending about 30 hours per month on this activity or about 30% time.**
- e. How is the activity funded (for example, donations, fees, etc.) and what percentage of your overall expenses is allocated to this activity? **This activity is supported by pro bono services provided by Dr. Dorer. Administrative expenses are allocated based on the number of hours worked and paid for out of cash donations.**
- f. How does the activity further your exempt purposes? **This project supports the Town of Brookline by providing services and information to aid in their work.**

PLANNED ACTIVITIES

Project 4: Statistical Support for medical research

- a. What is the activity? **Dr. Dorer plans to provide statistical consultation on medical research projects that may result in publication of peer review research papers. Dr Dorer has extensive experience providing statistical consulting, including coauthoring articles in peer reviewed medical journals.**
- b. Who conducts the activity? **This work will be conducted by David J Dorer, Ph.D.**
- c. Where is the activity conducted? **This work is conducted at the Dorer Community Service Foundation principal office in Brookline MA, onsite at local hospitals, or remotely via video conference.**

- d. What percentage of your total time is allocated to the activity? **Dr. Dorer plans on spending about 10 hours per month on this activity or about 15% time. Time for other projects will be adjusted accordingly.**
- e. How is the activity funded (for example, donations, fees, etc.) and what percentage of your overall expenses is allocated to this activity? **The activity is supported by pro bono services provided by Dr. Dorer. Administrative expenses will be allocated to this project based on the number of hours worked and paid for by cash donations.**
- f. How does the activity further your exempt purposes? **This activity supports medical research.**

Project 5: Support for religious organizations.

- a. What is the activity? **Dr. Dorer plans to provide statistical consultation help with developing congregational surveys and analyzing community census data to support a congregation's worship and programs. Dr Dorer has experience providing these services to local churches.**
- b. Who conducts the activity? **This work will be conducted by David J Dorer, PhD.**
- c. Where is the activity conducted? **This work will be conducted at the Dorer Community Service Foundation principal office in Brookline MA, onsite at local religious organizations, or remotely via video conference.**
- d. What percentage of your total time is allocated to the activity? **Dr. Dorer anticipates spending about 8 hours per month on this activity or about 10% time. Time for other projects will be adjusted accordingly**
- e. How is the activity funded (for example, donations, fees, etc.) and what percentage of your overall expenses is allocated to this activity? **This activity will supported by pro bono services by Dr. Dorer. Administrative expenses will allocated based on the number of hours worked.**
- f. How does the activity further your exempt purposes? **The project supports tax exempt religious organizations.**

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Filing Fee: \$35.00

Examiner

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Room 1717, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

Name
Approved

ARTICLE I

The exact name of the corporation is:

Dorer Community Service Foundation Inc

ARTICLE II

The purpose of the corporation is to engage in the following activities:

1) To engage in research, author, disseminate, and publish reports for the general public and others, in conjunction with tax exempt nonprofit 501(c)(3) organizations, governments, governmental organizations, religious and educational institutions, libraries, and other charitable or civic organizations.

2) To use such research to aid in planning, evaluating, and developing programs and activities that further the purposes of such tax exempt nonprofit 501(c)(3) organizations and to provide advice, training, presentations, seminars, and consultation to boards, committees, and members of tax exempt nonprofit 501(c)(3) organizations.

3) To engage in medical and scientific research in conjunction with hospitals, research institutes, educational institutions, and other nonprofit tax exempt 501(c)(3) organizations.

The corporation shall also have such other purposes as are legally permissible for a corporation formed under Massachusetts General Laws, Chapter 180, and in order to accomplish all such purposes, the corporation shall have the authority to exercise all of the powers granted to a corporation formed thereunder, provided that no such power shall be exercised in a manner inconsistent with the Massachusetts General Laws and only such powers shall be exercised as are permitted to be exercised by a non-profit corporation that qualifies as a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

C ☐
 P ☐
 M ☐
 R.A. ☐

P.C.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

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ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

n/a

ARTICLE IV

**Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

See attached.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

***If there are no provisions, state "None".*

Note: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

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ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation in *Massachusetts* is:

26 Beals Street, Brookline, MA 02446

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	David J. Dorer	26 Beals St Brookline MA 02446	same
Treasurer:	John P. Hebert	21 Auburn St Brookline MA 02446	same
Clerk:	Colin R. McArdle	31 Weybridge Rd Brookline MA 02445	same
Directors: (or officers having the powers of directors)	David J. Dorer	26 Beals St Brookline MA 02446	same
	John P. Hebert	21 Auburn St Brookline MA 02446	same
	Colin R. McArdle	31 Weybridge Rd Brookline MA 02445	same

c. The fiscal year of the corporation shall end on the last day of the month of: December

d. The name and business address of the resident agent, if any, of the corporation is:

Christopher Lang, Esq, Lang Coakley LLC, 1842 Centre St, West Roxbury 02132

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are *clearly typed or printed* beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 3 day of December, 2021.

Dorer Statistical Consulting Company, a MA corporation

By Its President, David J. Dorer

26 Beals St Brookline MA 02446

Signature: 

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

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The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

ATTACHMENT SHEET

CONTINUATION ARTICLE IV

ADDITIONAL PROVISIONS FOR THE CONDUCT AND REGULATION OF THE BUSINESS AND AFFAIRS OF THE CORPORATION, FOR ITS VOLUNTARY DISSOLUTION, AND FOR LIMITING, DEFINING AND REGULATING THE POWERS OF THE CORPORATION AND OF ITS DIRECTORS:

4.1 THE CORPORATION SHALL HAVE, AND MAY EXERCISE IN FURTHERANCE OF ITS CORPORATE PURPOSES, ALL THE POWERS SPECIFIED IN SECTION 6 OF CHAPTER 180 AND IN SECTIONS 9 AND 9A OF CHAPTER 156B OF THE MASSACHUSETTS GENERAL LAWS (EXCEPT THOSE PROVIDED IN PARAGRAPH (M) OF SUCH SECTION 9) AS NOW IN FORCE OR AS HEREAFTER AMENDED, PROVIDED, HOWEVER, THAT NO SUCH POWER SHALL BE EXERCISED IN A MANNER INCONSISTENT WITH CHAPTER 180 OR ANY OTHER CHAPTER OF THE MASSACHUSETTS GENERAL LAWS OR INCONSISTENT WITH THE EXEMPTION FROM FEDERAL INCOME TAX TO WHICH THE CORPORATION SHALL BE ENTITLED UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.

4.2 THE DIRECTORS MAY MAKE, AMEND OR REPEAL THE BY-LAWS OF THE CORPORATION IN WHOLE OR IN PART.

4.3 MEETINGS OF THE DIRECTORS MAY BE HELD ANYWHERE IN THE UNITED STATES.

4.4 NO DIRECTOR OR OFFICER OF THE CORPORATION SHALL BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS SUCH DIRECTOR OR OFFICER NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY, EXCEPT TO THE EXTENT THAT SUCH EXEMPTION FROM LIABILITY IS NOT PERMITTED UNDER CHAPTER 180 OF THE MASSACHUSETTS GENERAL LAWS.

4.5 (A) NO PERSON SHALL BE DISQUALIFIED FROM HOLDING ANY OFFICE BY REASON OF ANY INTEREST. IN THE ABSENCE OF FRAUD, ANY DIRECTOR OR OFFICER OF THE CORPORATION, OR ANY CONCERN IN WHICH ANY SUCH DIRECTOR OR OFFICER HAS ANY INTEREST, OR ANY INDIVIDUAL HAVING ANY INTEREST IN ANY SUCH CONCERN, MAY BE A PARTY TO, OR MAY BE PECUNIARILY OR OTHERWISE INTERESTED IN, ANY CONTRACT, TRANSACTION OR OTHER ACT (COLLECTIVELY CALLED A "TRANSACTION") OF THE CORPORATION, AND

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The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

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(1) SUCH TRANSACTION SHALL NOT BE IN ANY WAY
INVALIDATED OR OTHERWISE AFFECTED BY THAT FACT; AND

(2) NO SUCH DIRECTOR, OFFICER, CONCERN OR INDIVIDUAL
SHALL BE LIABLE TO ACCOUNT TO THE CORPORATION FOR ANY PROFIT OR
BENEFIT REALIZED THROUGH ANY SUCH TRANSACTION; PROVIDED, HOWEVER,
THAT SUCH TRANSACTION EITHER WAS FAIR AT THE TIME IT WAS ENTERED
INTO OR IS AUTHORIZED OR RATIFIED BY A MAJORITY OF THE DIRECTORS WHO
ARE NOT SO INTERESTED AND TO WHOM THE NATURE OF SUCH INTEREST HAS
BEEN DISCLOSED AND WHO HAVE MADE ANY FINDINGS REQUIRED BY LAW.
EXCEPT TO THE EXTENT OTHERWISE PROVIDED BY LAW, ANY INTERESTED
DIRECTOR OF THE CORPORATION MAY BE COUNTED IN DETERMINING THE
EXISTENCE OF A QUORUM AT ANY MEETING AT WHICH SUCH TRANSACTION
SHALL BE AUTHORIZED AND MAY VOTE TO AUTHORIZE SUCH TRANSACTION.

(B) FOR PURPOSES OF THIS SECTION 4.5, THE TERM "INTEREST" SHALL
INCLUDE PERSONAL INTEREST AND ALSO INTEREST AS A DIRECTOR, OFFICER,
STOCKHOLDER, SHAREHOLDER, TRUSTEE OR BENEFICIARY OF ANY CONCERN;
AND THE TERM "CONCERN" SHALL MEAN ANY CORPORATION, ASSOCIATION,
TRUST, PARTNERSHIP, FIRM, PERSON OR OTHER ENTITY OTHER THAN THE
CORPORATION.

(C) NO TRANSACTION SHALL BE AVOIDED BY REASON OF ANY
PROVISION OF THIS SECTION 4.5 WHICH WOULD BE VALID BUT FOR SUCH
PROVISION.

4.6 NO PART OF THE ASSETS OR NET EARNINGS OF THE CORPORATION
SHALL INURE TO THE BENEFIT OF ANY OFFICER OR DIRECTOR OF THE
CORPORATION OR ANY INDIVIDUAL (EXCEPT THAT THE CORPORATION SHALL
HAVE THE AUTHORITY TO PAY REASONABLE COMPENSATION FOR PERSONAL
SERVICES ACTUALLY RENDERED AND TO MAKE PAYMENTS AND
DISTRIBUTIONS IN FURTHERANCE OF ITS CORPORATE PURPOSES); NO
SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE
CARRYING ON OF PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE
LEGISLATION EXCEPT TO THE EXTENT PERMITTED BY SECTION 501(H) OF THE
INTERNAL REVENUE CODE; AND THE CORPORATION SHALL NOT PARTICIPATE
IN, OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTING OF
STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF OF (OR IN OPPOSITION
TO) ANY CANDIDATE FOR PUBLIC OFFICE. IT IS INTENDED THAT THE
CORPORATION SHALL BE ENTITLED TO EXEMPTION FROM FEDERAL INCOME
TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND SHALL

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The Commonwealth of Massachusetts

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ATTACHMENT SHEET

NOT BE A PRIVATE FOUNDATION UNDER SECTION 509(A) OF THE INTERNAL REVENUE CODE.

4.7 IF AND SO LONG AS THE CORPORATION IS A PRIVATE FOUNDATION (AS THAT TERM IS DEFINED IN SECTION 509 OF THE INTERNAL REVENUE CODE), THEN NOTWITHSTANDING ANY OTHER PROVISION OF THE ARTICLES OF ORGANIZATION OR THE BY-LAWS OF THE CORPORATION, THE FOLLOWING PROVISIONS SHALL APPLY:

(A) THE INCOME OF THE CORPORATION FOR EACH TAXABLE YEAR SHALL BE DISTRIBUTED AT SUCH TIME AND IN SUCH MANNER AS NOT TO SUBJECT THE CORPORATION TO THE TAX ON UNDISTRIBUTED INCOME IMPOSED BY SECTION 4942 OF THE INTERNAL REVENUE CODE, AND

(B) THE CORPORATION SHALL NOT ENGAGE IN ANY ACT OF SELF DEALING (AS DEFINED IN SECTION 4941(D) OF THE INTERNAL REVENUE CODE), NOR RETAIN ANY EXCESS BUSINESS HOLDINGS (AS DEFINED IN SECTION 4943(C) OF THE INTERNAL REVENUE CODE), NOR MAKE ANY INVESTMENTS IN SUCH MANNER AS TO SUBJECT THE CORPORATION TO TAX UNDER SECTION 4944 OF THE INTERNAL REVENUE CODE, NOR MAKE ANY TAXABLE EXPENDITURES (AS DEFINED IN SECTION 4945(D) OF THE INTERNAL REVENUE CODE).

4.8 UPON THE LIQUIDATION OR DISSOLUTION OF THE CORPORATION, AFTER PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION OR DUE PROVISION THEREFOR, ALL OF THE ASSETS OF THE CORPORATION SHALL BE DISPOSED OF PURSUANT TO MASSACHUSETTS GENERAL LAWS, CHAPTER 180, TO ONE OR MORE ORGANIZATIONS WITH SIMILAR PURPOSES AND EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.

4.9 PERSONS OF ANY RACE AND RELIGION AND OF EITHER SEX SHALL BE ENTITLED TO ALL THE RIGHTS, PRIVILEGES, PROGRAMS AND ACTIVITIES GENERALLY MADE AVAILABLE TO PARTICIPANTS IN THE CORPORATION, ITS PROGRAMS AND ACTIVITIES, AND THE CORPORATION SHALL NOT DISCRIMINATE ON THE BASIS OF RACE, RELIGION OR SEX IN ADMINISTERING ITS POLICIES AND PROGRAMS.

4.10 ALL REFERENCES HEREIN: (I) TO THE INTERNAL REVENUE CODE SHALL BE DEEMED TO REFER TO THE INTERNAL REVENUE CODE OF 1986, AS NOW IN FORCE OR HEREAFTER AMENDED; (II) TO THE MASSACHUSETTS GENERAL LAWS OR ANY CHAPTER THEREOF SHALL BE DEEMED TO REFER TO SUCH GENERAL

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The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

ATTACHMENT SHEET

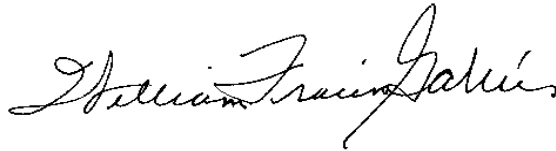
LAWS OR CHAPTER AS NOW IN FORCE OR HEREAFTER AMENDED; AND (II) TO PARTICULAR SECTIONS OF THE INTERNAL REVENUE CODE OR SUCH GENERAL LAWS SHALL BE DEEMED TO REFER TO SIMILAR OR SUCCESSOR PROVISIONS HEREAFTER ADOPTED.

MA SOC Filing Number: 202187260590 Date: 12/3/2021 3:44:00 PM

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

December 03, 2021 03:44 PM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive, flowing style.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

**BYLAWS OF
DORER COMMUNITY SERVICE FOUNDATION INC
A MASSACHUSETTS CORPORATION**

**ARTICLE 1
NAME AND PURPOSES**

Section 1.1. The name and purposes of the Corporation shall be as set forth in the Articles of Organization. These Bylaws, the powers of the Corporation and of its directors and officers, shall be subject to the Articles of Organization as in effect from time to time, and all references in these Bylaws to the Articles of Organization shall be deemed to be to said Articles of Organization.

**ARTICLE 2
OFFICES**

Section 2.1. *Principal and Other Offices.* The principal office of Dorer Community Service Foundation Inc (the “**Corporation**”) is located at 26 Beals Street, Brookline, MA 02446. The Board of Directors (the “**Board**”) may change the location of the principal office of the Corporation in the Commonwealth of Massachusetts and establish such other office or offices, within or without the Commonwealth of Massachusetts, as the Board deems appropriate. Any such change shall be noted by the clerk of the Corporation, but shall not be considered an amendment of these Bylaws.

Section 2.2. *Registered Agent.* The name of the Corporation’s registered agent in the Commonwealth of Massachusetts is Christopher Lang. The address of the Corporation’s registered agent is Lang Coakley, LLC, 1842 Centre St, West Roxbury, MA 02132.

**ARTICLE 3
NO MEMBERS**

Section 3.1. *No Members.* The Corporation shall not have any voting members. Any action or vote permitted to be taken by members pursuant to G.L. c. 180 shall be taken by action or vote of the same percentage of the Board of the Corporation.

**ARTICLE 4
BOARD**

Section 4.1. *General Powers.* Except as otherwise required by law or as otherwise specified in the Articles of Organization, the business and affairs of the Corporation shall be managed by or under the direction of the Board.

Section 4.2. *Number and Election.* The Board shall consist of not less than three nor more than ten Directors, the exact number of Directors to be determined from time to time by resolution adopted by greater than 50% (a “**majority**”) of the members of the Board then in office. Directors may be elected at any meeting of the Board by a majority of the Board. The Board may establish policies and procedures

for the nomination of Directors and a Board Nomination Committee, pursuant to Section 4.9., for the purpose of identifying the desired experience required of new Directors, potential Directors, and the process for nominating and electing Directors.

Section 4.3. *Term of Office.* A Director may be elected for a specific period or term if so determined by the Board at any time before or after such election. Each Director shall hold office until such Director's successor has been duly elected and qualified, or until such Director's earlier death, resignation or removal.

Section 4.4. *Quorum.* A majority of the Directors then in office shall constitute a quorum to transact business at any meeting and, except to the extent otherwise provided by Massachusetts law, the Articles of Organization or these Bylaws, an act approved by a majority of the Directors present and voting at any meeting at which a quorum is present shall be the act of the Board. In the absence of a quorum, a meeting may be adjourned by a majority of the Directors present until such time as a quorum may be obtained. Each Director at a meeting is entitled to one vote and no proxies may be exercised at a meeting.

Section 4.5. *Place of Meetings; Electronic Meetings.* Meetings of the Board may be held within or without Massachusetts, at such place and at such time as may be determined from time to time by the Board (or the President in the absence of a determination by the Board). Unless otherwise restricted by the Articles of Organization or these Bylaws, Directors, or any committee designated by the Board, may participate in a meeting of the Board, or such committee, as the case may be, by means of conference telephone or other communications equipment by which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at the meeting. For the avoidance of doubt, "communications equipment" shall include without limitation computers, laptops, cell phones, tablets or other devices that use applications, including without limitation applications such as Zoom and Google Meet, that allow all persons participating in a meeting to hear each other whether or not they can see each other.

Section 4.6. *Annual Meeting.* The annual meeting of the Board shall be held each calendar year on such date and such time as determined by the Board at least one month in advance. If the annual meeting is not held on such date, a special meeting in lieu of the annual meeting may be held with all the force and effect of an annual meeting.

Section 4.7. *Other Meetings.* There may be such other meetings of the Board as may be scheduled by the Board. Such other meetings of the Board may be called at any time upon the request in writing or by electronic transmission of any Officer of the Corporation or by four or more Directors. Notice of all such meetings shall be given to the Directors by the Clerk (or in the case of the death, absence, incapacity or refusal of the Clerk in writing or by electronic transmission, by the Director(s) or Officer calling the meeting) at least 48 hours prior to the meeting and shall specify the place, day and hour of the meeting and the purpose or purposes thereof.

Section 4.8. *Waiver of Notice.* Notice of a meeting of the Board or any committee of the Board need not be given (i) to any Director if a written waiver of notice, executed by the Director before or after the meeting, is filed with the records of the meeting nor (ii) to any Director who attends the meeting without protesting prior thereto or at its commencement his or her lack of notice. The attendance of a

Director at such meeting shall constitute a waiver of notice of such meeting, except when the Director attends such meeting for the express purpose of objecting to the transaction of any business because the meeting has not been lawfully called or convened. A waiver of notice need not specify the purpose of the meeting of the Board or committee of the Board.

Section 4.9. Committees. The Board may establish one or more committees of the Board, appoint one or more Directors to any such committee, and delegate to any such committee or committees any or all of its powers, except those which may not be delegated pursuant to G.L. c. 156B, § 55, G.L. c. 180, by any other law, by the Articles of Organization or by these Bylaws. Any committee to which the powers of the Board are delegated may consist of Directors and other persons, except that only Directors shall be entitled to vote on actions of the committee. Each committee shall keep a record of its proceedings. Unless the Board otherwise determines, committees shall conduct their affairs in the same manner as is provided in these Bylaws for the Board. The members of any committee shall remain in office at the pleasure of the Board, and all actions of any committee or committees shall be subject to ratification, modification or rescission by the Board.

Section 4.10. Action Without a Meeting. Except as may be specifically restricted by the Articles of Organization or these Bylaws, any action required or permitted to be taken at any meeting of the Board or of any committee thereof may be taken without a meeting if all Directors or such committee, as the case may be, consent to the action in writing or by electronic transmission, and the writing(s) or electronic transmission(s), which shall be treated for all purposes as a vote at a meeting, are filed with the records of the meetings of the Board or committee.

Section 4.11. Resignations. Any Director may resign at any time by delivering his or her resignation in writing or by electronic transmission to the Board or to an Officer of the Corporation at the Corporation's principal office. Such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 4.12. Vacancies. Any vacancy on the Board, however occurring, or newly created Director position may be filled by a majority of the Board present at a meeting at which a quorum is present, or a majority of the remaining Directors though less than a quorum. In the event of a vacancy in the Board, the remaining Directors, except as otherwise provided by Massachusetts law, may exercise all powers of the Board until the vacancy is filled.

Section 4.13. Removals. Except as the Articles of Organization may otherwise provide, any Director may be removed, with or without cause, by a vote of at least three-fourths of the Board present at a meeting called for that purpose at which a quorum is present, other than the Director or Directors that are the subject of that vote.

Section 4.14. Corporation's Policies, Including Code of Ethics. All Directors are required to comply with the Corporation's policies adopted by the Board and in effect from time to time, including without limitation the Corporation's Conflict of Interest Policy.

Section 4.15. Compensation. Directors shall not be entitled to receive compensation for their service as Directors.

ARTICLE 5
OFFICERS AND AGENTS

Section 5.1. *Principal Officers.* The Officers of the Corporation shall consist of a President, a Clerk, and a Treasurer and such other Officers as the Board may appoint from time to time. So far as permitted by Massachusetts law, two or more offices may be filled by the same person; *provided* that no Officer shall execute, acknowledge or verify any instrument in more than one capacity if such instrument is required to be executed, acknowledged or verified by two or more persons.

Section 5.2. *Election; Term of Office and Remuneration.* Officers may be elected at any meeting of the Board by a majority of the Board and shall be so elected promptly upon any such office becoming vacant for any reason. An Officer may be elected for a specific period or term if so determined by the Board at any time before or after such election. Each Officer shall hold office until such Officer's successor has been duly elected and qualified, or until such Officer's earlier death, resignation or removal or becomes disqualified.

Section 5.3. *Resignations.* Any Officer may resign by delivering his or her resignation in writing or by electronic transmission to the Board. Such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5.4. *Removals.* Any Officer may be removed from the position of Officer, with or without cause, at any time by a vote of at least two-thirds of the Directors then in office.

Section 5.5. *Vacancies.* The Directors shall promptly elect a successor if the office of the President, Treasurer or Clerk becomes vacant and, except as otherwise provide in Section 5.01, may elect a successor if any other office becomes vacant. Each such successor shall hold office until his or her successor has been duly elected and qualified, or until such successor's earlier death, resignation or removal or becomes disqualified.

Section 5.6. *President.* The President shall perform all duties incident to the office and such other duties as may be required by law, the Articles of Organization or these Bylaws or as may be prescribed from time to time by the Board. The President shall also have such other powers and perform such other duties as the Board may from time to time prescribe. Unless another person is specifically appointed by the Board as Chair or Co-Chair, the President shall preside at all meetings of the Board.

Section 5.7. *Clerk.*

(a) The Clerk shall act as the Secretary of the Corporation and: attend all meetings of the Board and committees of the Board, record and preserve true minutes of such meetings in a book or books to be kept therefor; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by Massachusetts law; keep a register of the address of each Director which shall be furnished to the Clerk by such Director; keep, or cause to be kept, original or attested copies of the Articles of Organization, these Bylaws, and other valuable papers and documents of the Corporation at the principal office of the Corporation, or at the

office of the Clerk or resident agent if any is appointed; have general charge of the records of the Corporation; and perform all other duties incident to the office and such other duties as may be required by law, the Articles of Organization or these Bylaws or as may be prescribed from time to time by the Board. The Clerk shall be subject to the supervision and direction of the Board.

(b) If the Clerk is not present at a meeting of the Board or committee of the Board, a temporary Clerk to be designated by the person presiding at the meeting shall perform the duties of the Clerk.

Section 5.8. Treasurer. The Treasurer shall have general charge and custody of, and be responsible for, all funds and securities of the Corporation and deposit all such funds in the name of the Corporation in such banks or other depositories as shall be selected by the Board; receive, and give receipt for, monies due and payable to the Corporation from any source whatsoever; disburse, or cause to be disbursed, the funds of the Corporation as may be directed by the Board, keeping proper record of such disbursements; keep and maintain adequate and correct accounts of the Corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses; exhibit at all reasonable times the books of account and financial records to any Director of the Corporation, or to his or her agent or attorney, on request therefore; render to the President and Directors, whenever requested, an account of any or all of his or her transactions as Treasurer and the financial condition of the Corporation; prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports; and perform all other duties incident to the office and such other duties as may be required by law, the Articles of Organization or these Bylaws or as may be prescribed from time to time by the Board. The Treasurer shall be subject to the supervision and direction of the Board.

Section 5.9. Signing Authority. Except as otherwise expressly provided by law, the Articles of Organization or these Bylaws, each of the President, acting alone, and the Treasurer, acting jointly with the President, shall be authorized to execute, in the name of the Corporation, such deeds, mortgages, bonds, contracts, checks or other instruments as the President and the Treasurer may from time to time be authorized, either generally or specifically, by the Board.

ARTICLE 6

SEAL

Section 6.1. Seal. The Board may adopt, use, and alter a corporate seal, all in its discretion. Such seal, if any, shall be kept at the principal office of the Corporation. Failure to affix the seal to Corporate instruments, however, shall not affect the validity of any such instrument.

ARTICLE 7

FISCAL YEAR

Section 7.1. Fiscal Year. The first fiscal year of the Corporation shall begin on the day it is incorporated and end on the next December 31 and each fiscal year thereafter shall begin on the first day of January and end on the last day of December of the following calendar year, except as from time to time otherwise determined by the Board.

ARTICLE 8

CERTAIN CONTRACTS AND TRANSACTIONS

Section 8.1. *Certain Contracts and Transactions.* The Corporation may enter into contracts and otherwise transact business as vendor, purchaser or otherwise with a Director and with Corporations, partnerships, limited liability companies, trusts, firms, associations or other entities in which any Director or Officer is or may be or become interested as a director, officer, shareholder, partner, member, trustee, beneficiary or otherwise as freely as though such adverse interest did not exist even though the vote, action or presence of such Director may be necessary to obligate the Corporation upon such contract or transaction. No such contract or transaction shall be voided, and no such Director shall be held accountable to the Corporation or to any creditor of the Corporation for any profit or benefit realized by the Director or Officer through any such contract or transaction by reason of such adverse interest or by reason of any fiduciary relationship of such Director to the Corporation arising out of such office; *provided* that the nature of the interest of such Director, though not necessarily the details or extent thereof, are known by or disclosed to all of the Directors pursuant to the Conflict of Interest Policy attached hereto as Exhibit A. No contract or transaction shall be voided by reason of any provision of these Bylaws that would be valid but for these provisions.

Section 8.2. *Checks, Notes and Contracts.* The Board is authorized to select the banks or depositories it deems proper for the funds of the Corporation and shall determine who shall be authorized on the Corporation's behalf to sign checks, drafts or other orders for the payment of money, acceptances, notes or other evidences of indebtedness, to enter into contracts or to execute and deliver other documents and instruments.

Section 8.3. *Investments.* The funds of the Corporation may be retained in whole or in part in cash or be invested and reinvested from time to time in such property, real, personal, intangible or otherwise as the Board may deem desirable.

ARTICLE 9

INDEMNIFICATION AND INSURANCE

Section 9.1. *Indemnification.*

(a) Each person (and the heirs, executors or administrators of such person) who was or is a party or is threatened to be made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Director or Officer of the Corporation or is or was serving at the written request of the Corporation as a director or officer of another Corporation, partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless by the Corporation to the fullest extent permitted by law. The right to indemnification conferred in this Section shall also include the right to be paid by the Corporation the expenses incurred in connection with any such proceeding in advance of its final disposition to the fullest extent authorized by law upon receipt of an undertaking by said indemnitee to repay such sums if it is subsequently established that said indemnitee is not entitled to indemnification hereunder, which undertaking may be accepted, in the sole discretion of the disinterested directors, without reference to the financial ability of such person to make repayment. The right to indemnification conferred in this Section shall be a contract right. Any amendment, alteration or repeal of this Section

that adversely affects any right of an indemnitee or its successors shall be prospective only and shall not limit or eliminate any such right with respect to any proceeding involving any occurrence or alleged occurrence of any action or omission to act that took place prior to such amendment, alteration or repeal.

(b) The Corporation may, by action of the Board, provide indemnification to such of the employees and agents of the Corporation to such extent and to such effect as the Board shall determine to be appropriate and authorized by law.

Section 9.2. Insurance. The Corporation shall have the power to purchase and maintain insurance to indemnify the Corporation and its Directors, Officers, employees and agents to the full extent such indemnification is permitted by law, and to indemnify the Corporation for any obligation which it incurs as a result of its indemnification of Directors, Officers and employees pursuant to Section 9.1., or to indemnify such persons in instances in which they may be indemnified pursuant to Section 9.1..

ARTICLE 10 AMENDMENTS

Section 10.1. Amendments. These Bylaws may be altered, amended or repealed, in whole or in part, by vote of at least two-thirds of the Directors then in office, the notice of which vote contains a statement of the proposed alterations or amendments.

ARTICLE 11 NON-PROFIT CORPORATION

Section 11.1. Non-Profit Corporation. The Corporation is a non-profit Corporation organized pursuant to G.L. c. 180. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Directors, Officers, employees or other private persons, or any partnership, estate, trust, or Corporation having a personal or private interest in the Corporation, except that the Corporation shall be authorized and empowered to pay reasonable compensation and reimburse reasonable expenses for services rendered to, and to make payments or distributions in furtherance of the purposes of, the Corporation.

ARTICLE 12 ANTIDISCRIMINATION

Section 12.1. Antidiscrimination. No individual otherwise qualified shall be excluded from participation in, or denied the benefits of, or subject to discrimination under any programs or activities of the Corporation solely by reason of race, color, religion, sex, age, national origin, handicap or any other basis prohibited by law.

ARTICLE 13 ADVISORY BOARD

Section 13.1. Purpose. The Advisory Board (the "Advisory Board") is a volunteer group of concerned, dedicated individuals that share a belief in the mission of the Corporation. . The operation of the Advisory Board shall be specified in a manner determined by the Board of Directors.

Clerk.

A true Copy