IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division

NICHOLAS HARRISON; and OUTSERVE-SLDN, INC., Plaintiffs, v. MARK T. ESPER, in his official capacity as Acting Secretary of Defense; MARK T. ESPER, in his official capacity as Secretary of the Army; and the UNITED STATES DEPARTMENT OF DEFENSE, Defendants.	No. 1:18-cv-641-LMB-IDD
RICHARD ROE; VICTOR VOE; and OUTSERVE-SLDN, INC., Plaintiffs, v. MARK T. ESPER, in his official capacity as Acting Secretary of Defense; MATTHEW P. DONOVAN, in his official capacity as acting Secretary of the Air Force; and the UNITED STATES DEPARTMENT OF DEFENSE, Defendants.	No. 1:18-cv-1565-LMB-IDD

SUPPLEMENTAL BRIEF IN SUPPORT OF DEFENDANTS' RENEWED MOTIONS TO DISMISS PLAINTIFF OUTSERVE-SLDN

[redacted]

TABLE OF CONTENTS

ARGUMENT....2

I. Plaintiffs failed to produce evidence responsive to the specific requests made by the Court during the Motion to Dismiss hearing. 2

II. OutServe lacks standing to bring suit on behalf of its purported members. 4

A. OutServe is not a traditional voluntary membership organization. 4

1. OutServe offers the same benefits to members and non-members alike. 5

2. OutServe is a non-profit corporation, not a voluntary membership organization. 6

B. OutServe is not the "functional equivalent" of a membership organization. 9

1. Members do not elect OutServe's leadership. 9

2. Members do not serve as OutServe's leaders or influence OutServe's direction 11

a. Non-Members Serve on OutServe's Board of Directors. 11

b. Leaders of the local chapters are not necessarily local members. 12

c. Non-Members serve on the Military Advisory Council. 13

d. Purported members do not control OutServe's direction or strategy. 13

e. The Military Advisory Council does not control OutServe's direction or strategy. 17

f. Local participants do not control OutServe's direction or strategy. 18

3. OutServe is not financed by its members. 19

III. OutServe's theory of direct injury should be rejected. 21

A. OutServe's purported direct injuries resulted from their own resource allocation decisions. 22

1. OutServe chose to expand its advocacy portfolio to include HIV issues despite minimal staff and inconsistent funding. 22

2. Prioritizing competing organizational programs is not a cognizable injury. 23

B. Even assuming OutServe's own allocation decisions could constitute "injury," OutServe suffered no cognizable harm. 24

1. OutServe's alleged harm cannot support a finding of direct injury. 25

2. OutServe's strategic decisions not to seek additional resources cannot support a finding of direct injury 26

C. OutServe cannot show that any of its "injuries" were caused by the policies at issue 27

CONCLUSION....30

[redacted]

Defendants move to dismiss Plaintiff OutServe-SLDN, Inc. ("OutServe") from these lawsuits because OutServe lacks standing to bring its claims. Because OutServe failed to adequately support its standing earlier, the Court provided Plaintiffs with an opportunity to supplement their evidence in support of OutServe's alleged organizational standing. But Plaintiffs have failed again. Indeed, they did not even produce evidence that responded to the questions directly posed by the Court at the Hearing on Defendants' Renewed Motion to Dismiss.

OutServe cannot have standing as a plaintiff in the *Harrison* and *Roe* suits unless it can prove either its own standing through direct injury or associational standing on behalf of individuals as a traditional membership organization or the functional equivalent. OutServe has not carried its burden. First, it has failed to allege or rely on any direct injury. Second, it has failed to produce any evidence in the initial or supplemental discovery periods that it suffered a cognizable direct injury caused by Defendants' policies. Third, it has failed to produce any evidence in the initial or supplemental discovery periods that it should be considered a traditional voluntary membership organization or the functional equivalent of one to establish its assertion of associational standing.

Indeed, the supplemental evidence produced by Plaintiffs only serves to reinforce the conclusions that OutServe's purported direct injury is the self-inflicted result of internal strategic choices; that OutServe has neither the characteristics nor the legal structure to be considered a traditional membership organization; and that OutServe it is not the functional equivalent of a membership organization because it is not led, directed, or financed by its purported members.

For all of the reasons set forth in Defendants' Memorandum in Support of Defendants' Renewed Motions to Dismiss OutServe-SLDN ("Defs.' Mem."), *Harrison* ECF No. 155; *Roe* ECF No. 119, Defendants' Reply in Support of Their Renewed Motion to Dismiss Plaintiff OutServe-SLDN ("Reply Br."), *Harrison* ECF No. 177; *Roe* ECF No. 137, and the reasons stated herein, the Court should dismiss OutServe as a Plaintiff in the *Harrison* and *Roe* cases for lack of standing.

[redacted]

ARGUMENT

"[S]tanding is an essential and unchanging part of the case-or-controversy requirement of Article III." *Lujan v. Defenders of Wildlife*, 504 U.S. 555, 560 (1992). After an additional period of discovery, *see* Order, *Roe* ECF No. 147; *Harrison* ECF No. 183, OutServe remains unable to meet its burden to establish that it has standing to invoke this Court's jurisdiction as a representative of its purported members or because of direct injury. *See Warth v. Seldin*, 422 U.S. 490, 511 (1975); *Md. Highways Contractors Ass'n v. Maryland*, 933 F.2d 1246, 1250 (4th Cir. 1991) (citing *Hunt v. Wash. St. Apple Advert. Comm'n*, 432 U.S. 333 (1977)). OutServe should be dismissed as a plaintiff from both the *Harrison* and *Roe* cases.

I. Plaintiffs failed to produce evidence responsive to the specific requests made by the Court during the Motion to Dismiss hearing.

At the hearing on May 31, 2019, the Court requested that the Plaintiffs augment the record with specific information relevant to establishing OutServe's standing. Despite the Court's statements and the Defendants' requests for such information during the supplemental discovery period, Plaintiffs have failed to produce records with the information requested by the Court and by Defendants. The few records that OutServe has produced not only fail to establish its standing, the evidence supports Defendants' arguments against finding standing.

First, the Court requested that Plaintiffs produce additional information concerning OutServe's individual donors, including the number of donors possessing the identity to qualify as members,[1] and the number of donors qualified to be members by their identities, who also engaged in other participation with the organization – such as requesting the newsletter, joining a chapter, or otherwise taking an active part in OutServe. Ex. ZZ, Hr'g Tr. 10:12-14:1; 22:3-10; 25:21-26:7, May

[1] Defendants maintain that OutServe-SLDN, Inc. has no members; however, to avoid confusion, the term "members" is used throughout this brief when referring to the individuals whom Plaintiffs claim are members.

31, 2019. Defendants also requested this information. *See* Ex. AAA, Defs.' Second Set of Reqs. for Prod. Nos. 36-37, 45; Ex. U, Defs.' Second Set of Interrogs. Nos. 11, 15. In response, Plaintiffs supplied accounting records of individual donations in 2017, *see* Ex. V, Ordinary Income/Expense Statement, an incomplete assortment of donation receipts without accompanying information about the donors' identities or participation, *see* Ex. W, Donation Receipts, and a list of donation dates (limited to only 2018 and 2019) and amounts with all other information redacted, *see* Ex. X, 2018-2019 Donation Records. There is no way to determine from these records the total number of individual donors, the percentage of those donors who also possess the identity to qualify as an OutServe member, or the number of qualified donors who participated in the organization beyond the act of donating. Furthermore, at the supplemental deposition of OutServe's Rule 30(b)(6) witness, Anthony Blevins, the Executive Director of OutServe, explained that OutServe determined that it was not possible to cross-reference donors in the requested manner. Ex. Y, Dep. of Anthony Blevins 40:7-42:15, July 2, 2019 ("Blevins Second Dep."). Consequently, Plaintiffs have produced no information to support their claims that 75% of their donors are members or that their donors otherwise actively participate in OutServe. *See* Pls.' Opp'n to Defs.' Renewed Mot. to Dismiss Pl. OutServe-SLDN 16 ("Pls.' Opp."), *Harrison* ECF No. 168; *Roe* ECF No. 131.

Second, as discussed *infra*, the Court requested that Plaintiffs provide additional evidence of OutServe's alleged direct injury related to services delayed or prevented by diversion of resources to the matters at issue in these cases. Hr'g Tr. 5:19-6:12; 19:11-16. But the limited information provided by the Plaintiffs is both incomplete and misleading.

For example, the Court asked Plaintiffs about their system for logging and maintaining inquiries for legal assistance. Hr'g Tr. 6:16-9:8. At the hearing, Plaintiffs' counsel represented that OutServe maintains both electronic client files too and, more recently, a Salesforce database of inquiries. *Id.* at 8:10-16. Defendants requested these file but Plaintiffs refused to produce any of

these records or even a summary of information contained within them. Defs.' Second Reqs. for Prod. Nos. 43-44. Without these records, Plaintiffs cannot substantiate OutServe's allegations that (1) the alleged diversion of resources in these cases resulted in deferring, limiting, or denying legal services to any client, or (2) that its constituency was increasingly contacting its legal hotlines for the same reasons as the plaintiffs in *Harrison* and *Roe*.

Finally, as discussed *infra*, the Court asked Plaintiffs at the hearing to elaborate on the benefits of membership in OutServe. Hr'g Tr. 14:9-19. Plaintiffs offered no evidence that individuals who qualify as members of OutServe receive any unique organizational benefits that are not also available to non-members. See *infra* 5-6.

II. OutServe lacks standing to bring suit on behalf of its purported members.

The supplemental evidence reinforces the conclusion that OutServe is not a traditional voluntary membership organization or "the functional equivalent" of one. *Heap v. Carter*, 112 F. Supp. 3d 402, 418 (E.D. Va. 2015) (quoting *Wash. Legal Found. v. Leavitt*, 477 F. Supp. 2d 202, 208 (D.D.C. 2007)). OutServe is primarily controlled by a small group of national leaders that are not subject to the direction or control of OutServe's purported general membership. The supplemental evidence tells a compelling story that OutServe makes no meaningful distinction between its purported members and non-members with respect to selecting or serving as leaders, controlling the direction of the organization, financing the organization, or benefiting from the organization's programs and projects. Accordingly, OutServe has not established that it has standing to litigate as a representative of its purported members. *See Hunt*, 432 U.S. at 344-45.

A. OutServe is not a traditional voluntary membership organization.

OutServe does not possess any of the characteristics of a traditional voluntary membership organization. *See* Defs.' Mem. 17-26; Reply Br. 10-15. Although Defendants requested supplemental evidence from Plaintiffs in support of their contention to the contrary, *see* Defs.'

Second Reqs. for Prod. No. 35, OutServe has not produced any additional evidence that demonstrates that it possesses any of these characteristics. Indeed, the supplemental evidence further invalidates Plaintiffs' argument that OutServe is a traditional voluntary membership organization with standing to bring the claims in these cases on behalf of its purported members.

1. OutServe offers the same benefits to members and non-members alike.

First, the supplemental evidence confirms that there are no benefits to membership in OutServe that are not available to non-members. At the hearing, Plaintiffs' counsel identified the ability to join a chapter and the ability to join the Military Advisory Council ("MAC")[2] as benefits of membership. Hr'g Tr. 14:20-15:19. But chapter activities are available to non-members including spouses, family, and guests. *Id.* at 15:3-6. The MAC, moreover, was not in existence at the time the *Harrison* suit was filed and therefore cannot be relied upon as a basis for standing in that case.[3] *See* Ex. Z, Minutes of Inaugural MAC Meeting, Oct. 30, 2018. And even if the Court considers the MAC in the *Roe* suit, the MAC is open to non-members as well as members. *See infra* 13 (citing Ex. AA, MAC Statement of Mission and Responsibilities).

Defendants also inquired as to the benefits of membership in OutServe during the supplemental deposition of Mr. Blevins. The Executive Director testified that the benefits of membership included "the sense of community," "education-based services," and "access to information." Blevins Second Dep. 42:16-43:13. But, he then testified that OutServe's information, educational services, and events are all open to members and non-members alike. Blevins Second Dep. 43:14-46:10. Thus, Plaintiffs' supplemental evidence has done nothing more than confirm the

[2] Also called the "Board of Advisors," "Board of Military Advisors," "Military & Veterans Advisory Council" and "Advisory Committee." *See* Defs.' Mem. 12; Blevins Second Dep. 84:21-85:5.
[3] In previous briefing, Defendants relied on the now-contradicted testimony of Mr. Blevins that the MAC was re-established in October 2017 in assuming that the MAC had been established prior to the initiation of the *Harrison* suit. *See* Blevins First Dep. 81:9-11.

lack of benefits of purported membership in the organization.

2. OutServe is a non-profit corporation, not a voluntary membership organization.

Second, and contrary to Mr. Blevin's previous testimony otherwise, Defs.' Mem. Ex. D, Dep. of Anthony Blevins 28:5-25, Feb. 28, 2019 ("Blevins First Dep."), *Harrison* ECF No. 159, *Roe* ECF No. 123 the supplemental evidence indicates that Servicemembers Legal Defense Network ("SLDN") acquired OutServe and dissolved OutServe as a legal entity. Ex. BB, Audio Recording: March 2017 Board Meeting 01:04:30-01:09:46.[4] Consequently, and notwithstanding a subsequent name change, OutServe is registered as a non-stock, non-profit corporation under Delaware law and operates under the Certificate of Incorporation of SLDN. *See id.*; *see also* Defs.' Mem. Ex. C, SLDN Certificate of Incorporation ¶ 4 ("Certificate of Incorporation"), *Harrison* ECF No. 155-2, *Roe* ECF No. 119-2.

Membership of the non-profit corporation known as "OutServe-SLDN, Inc." is defined by law and does not include the individuals whom Plaintiffs contend here as its general membership. Under Delaware law "[n]onstock corporations shall have members" and "the conditions of membership, or other criteria for identifying members . . . shall likewise be stated in the certificate of incorporation or the bylaws." 8 Del. Code §102(a)(4).[5] "If neither the certificate of incorporation nor the bylaws . . . state the conditions of membership, or other criteria for identifying members, the members of the corporation shall be deemed to be those entitled to vote for the election of the members of the governing body pursuant to the certificate of incorporation or bylaws of such corporation or otherwise . . . ." *Id.* Therefore, membership in a Delaware non-stock non-profit

[4] Exhibit BB-1 is an unofficial transcription of the cited portion of Exhibit BB created using Veritone voice transcription software. The transcription is provided for the Court's convenience. The entire recording has been provided to the Court as a DVD marked Exhibit BB.
[5] Delaware law does not establish a separate code for non-profit corporations. *Plechner v. Widener Coll., Inc.*, 569 F.2d 1250, 1258 (3rd Cir. 1977).

corporation can be established in only three ways: (1) by definition in the certification of incorporation; (2) by definition in the bylaws of the organization; or (3) by operation of law in the absence of definition in either of these two documents.

These three avenues are the exclusive means of establishing membership in an organization constituted in the manner of OutServe-SLDN, Inc., and none create a membership for this organization that can satisfy the requirements of associational standing. First, SLDN's Certificate of Incorporation states that "[t]he Corporation shall have no members."[6] Certificate of Incorporation ¶ 5. The Certificate of Incorporation is the legal foundation of the organization, and this alone is sufficient to conclude that OutServe-SLDN is neither intended to be nor legally capable of being a traditional membership organization. *See Wash. Legal Found.*, 477 F. Supp. at 208 (D.D.C. 2007) ("[Plaintiff] agrees that they are not members as defined by [Plaintiff's] Articles of Incorporation . . . However, an organization with no formal members can still have associational standing if it is the functional equivalent of a traditional membership organization." (citations omitted)).

Second, despite the explicit rejection of membership in its Certificate of Incorporation, the First Amended and Restated Bylaws of OutServe-SLDN provides a definition of membership.[7] *See* Defs.' Mem. Ex. B, Bylaws of OutServe-SLDN ("Bylaws"). Contrary to Plaintiffs' various assertions here, OutServe's Bylaws define that, "[t]he members of the Corporation . . . shall be the directors of the Board of Directors." Bylaws Art. IV Sec. 1. "The election of a person as a director (an

[6] Indeed, Mr. Blevins testified that "SLDN . . . was not a membership organization." Blevins First Dep. 125:7-8; 173:7-8).

[7] "It is settled Delaware law that a bylaw that is inconsistent with the corporation's charter is invalid." *Airgas, Inc. v. Air Prods. & Chems., Inc.*, 8 A.3d 1182, 1189 (Del. 2010); *see also* 8 Del. Code 109(b). Therefore, OutServe-SLDN is bound by its Certificate of Incorporation and has no members. It is unnecessary for the Court to address this conflict, however, because membership under OutServe's bylaws is coextensive with that created by operation of law. *See infra.* Furthermore, the Bylaws are explicitly those of the combined OutServe-SLDN organization rather than SLDN alone, and they were most recently amended on June 9, 2018. Blevins First Dep. 40:1-11.

individual on the Board of Directors) shall be an admission to membership in the Corporation, and the membership in the Corporation shall terminate for each Member, respectively, upon such person ceasing to be a director of the Corporation for any reason." *Id.* Therefore, to the extent the Bylaws can contradict the Certificate of Incorporation, the members of OutServe-SLDN, Inc. are the members of its Board of Directors.

Third, even if OutServe-SLDN were not bound by the membership definitions in either of its foundational documents, it would be nonetheless confined to a membership of only the currently serving directors of the Board by operation of law. Under the applicable statute, when the certificate of incorporation and the bylaws are silent as to membership, members are "those entitled to vote for the election of the members of the governing body." 8 Del. Code §102(a)(4). OutServe's Bylaws provide that "[t]he business and affairs of the Corporation shall be managed under the direction of the board of directors of the Corporation," and therefore the Board is the governing body of the corporation. Bylaws Art. II Sec. 1; *see also* Certificate of Incorporation ¶ 13; *Hockessin Cmty. Ctr., Inc. v. Swift*, 59 A.3d 437, 456-57 (Del. Chanc. 2012) (explaining that a board of directors is the governing body of a non-stock corporation). Thus, by operation of the law, only individuals who are entitled to vote for members of the Board of Directors may be considered members. The undisputed record explicitly confirms that only existing Board Members are entitled to a vote, so under Delaware law, only these individuals could be members of OutServe. *See* Bylaws Art. II Sec. 1 ("Directors shall be elected by the affirmative vote of a majority of the Members."), Art. IV Sec. 1 (Members are defined as the directors of the Board).

For these reasons, OutServe is clearly constituted as a non-profit corporation without a general membership and is not as a traditional membership organization. Despite Plaintiffs' assertions to the contrary, the record evidence conclusively demonstrates that OutServe's leadership has chosen not to provide for general membership. *See* Blevins First Dep. 40:1-11 (testifying that

OutServe most recently amended its bylaws in June 9, 2018). Accordingly, the Court should find that OutServe-SLDN, Inc. is not a traditional membership organization.[8]

B. OutServe is not the "functional equivalent" of a membership organization.

An organization is the functional equivalent of a membership organization if its members "possess *all* of the indicia of membership in [the] organization" including (a) electing the entity's leadership, (b) serving in the entity's leadership or influencing its direction, and (c) financing the entity's activities, including the costs of the law suit. *Hunt*, 432 U.S. at 344-45 (emphasis added); *see e.g.*, *Heap*, 112 F. Supp. 3d at 418. The additional inquiry directed by the Court confirmed that OutServe's purported general members have little involvement in the selection of its leaders, they lack meaningful control in OutServe's direction, and they do not finance OutServe's activities. Accordingly, OutServe failed to establish that its members possess *any* of the indicia of membership required by the *Hunt* indicia-of-membership test. *See* Defs.' Mem. 10-17; Reply Br. 3-10.

1. Members do not elect OutServe's leadership.

OutServe's purported members do not elect its leaders. *See* Defs.' Mem. 10-12; Reply Br. 3-5. Though this remains fundamentally undisputed, *see* Pls.' Opp. 6, the supplemental evidence offers

[8] Even if the Court were to consider the Board Members sufficient for the purpose of OutServe's associational standing, OutServe still cannot support its standing claim because its Board Members do not have standing to sue in their own right. *See, e.g.*, *S. Walk at Broadlands Homeowner's Ass'n v. Openband at Broadlands, LLC*, 713 F.3d 175, 184 (4th Cir. 2013). At the time the case was filed, none of OutServe's Board Members were HIV-positive and subject to any of the policies challenged in Harrison or Roe. Pls.' Resps. to Defs.' Second Set of Interrogs. No. 7. Therefore, none of the Board Members show an actual or threatened injury fairly traceable to the challenged conduct and likely to be redressed by a favorable decision. *See, e.g.*, *Doe v. Va. Dep't of State Police*, 713 F.3d 745, 753 (4th Cir. 2013). Furthermore, Plaintiffs explicitly did not rely on any of OutServe's Board Members to support its standing. *Summers v. Earth Island Inst.*, 555 U.S. 488, 499 (2009) (an organizational plaintiff must "identify members who have suffered the requisite harm."); *see* Defs.' Mem. Ex. A, Pls.' Resps. to Defs.' First Set of Interrogs. No. 1. Indeed, OutServe's organizational standing is premised only on individuals who have never served as Board Members. Accordingly, under its own Bylaws, none of the individuals upon whom standing is premised are members of OutServe-SLDN, Inc. *Id.*

additional insight into OutServe's disinterest in allowing its general membership to elect their own leaders.

OutServe's existing Board of Directors elects new Board Members. *See* Defs.' Mem. 10-12. At the time the *Harrison* and *Roe* suits were filed, the fifteen member OutServe Board of Directors consisted of a nearly even mix of Board Members who qualified as OutServe members and Board Members who lacked the requisite identity. *See* Pls.' Resps. Second Interrogs. No. 7. In January 2019, the Board added several new Board Members that meet OutServe's membership identity requirements, but it retained all seven Board Members who lack the military, LGBTQ, or HIV-positive identity required for OutServe general membership. *Id.* Accordingly, non-members continue to be a substantial portion of the existing Board Members, which is exclusively responsible for electing new Board Members and appointing the rest of the organization's leadership. Indeed, OutServe's leaders have never considered the possibility that its general membership should elect its Board of Directors, because it is simply too inconvenient. *See* Blevins Second Dep. 75:5-14; 73:13-75:4; 75:22-76:10.

OutServe's apparent lack of interest in allowing its members to elect their leaders perpetuates beyond the Board of Directors. For instance, OutServe's Military Advisory Council's ("MAC") two co-chairs are, like the other members of the MAC, hand-selected by OutServe's Executive Director.[9] *See* Blevins Second Dep. 93:15-94:20. Tellingly, there is no plan at all for allowing local participants in OutServe to select their local chapter leaders.[10] Though OutServe's

[9] In 2020, a full two years after the MAC was re-established, the Executive Director plans to allow members of the MAC (who will still be appointed by the Board of Directors) to elect their own co-chairs. Blevins Second Dep. 93:15-94:20. This half-hearted concession to MAC elections is insufficient to support any argument that OutServe currently possesses the request indicia of membership of electing its leaders. Rather, this nebulous plan instead demonstrates that OutServe places a low priority on its members selecting their own leaders.

[10] OutServe recently changed the name of the position of "chapter leader" to "regional director"

Chapter Leader Guide specifies that chapters "designate" their leaders, supplemental testimony confirmed that though a member of a local chapter might "self-nominate" as a leader, that individual would still participate in "an interview process," and then be "appointed" to the position by the Executive Director. *See* Ex. CC, OutServe Chapter Leader Guide; Blevins Second Dep. 112:12-15.

In sum, the supplemental evidence confirms that OutServe members lack the first indicia of a membership organization: they do not elect their own leadership. *See e.g.*, *Elec. Privacy Info. Ctr. v. Presidential Advisory Comm'n on Election Integrity*, 266 F. Supp. 3d 297, 307 (D.D.C.), *aff'd on other grounds*, 878 F.3d 371 (D.C. Cir. 2017), *cert. denied*, 139 S. Ct. 791 (2019) (finding no evidence that members "have any role in electing the leadership of the organization"); *AARP v. EEOC*, 226 F. Supp. 3d 7, 17 (D.D.C. 2016).

2. Members do not serve as OutServe's leaders or influence OutServe's direction.

OutServe also fails to meet its burden to establish that its members possess the second indicia of members: its members neither serve as OutServe's leaders, nor do they control OutServe's direction. *See* Defs.' Mem. 13-15; Reply Br. 5-7. Instead, the supplemental evidence confirms that non-members serve on OutServe's Board of Directors and Military Advisory Council, that local leaders are not necessarily local members, and that OutServe's strategy and direction is controlled by its leaders – not its purported members either directly or through the MAC or chapter leaders.

a. Non-Members Serve on OutServe's Board of Directors.

OutServe does not limit the membership of its Board of Directors to individuals with the identity characteristics to qualify as general members either formally or in practice. At the time the present law suits were filed, seven of fifteen Directors lacked the military affiliation to qualify as an

because its constituents expressed the concern that OutServe's local groups "were super low down on the totem poll." Blevins Second Dep. 71:12-21.

OutServe member. Pls.' Resps. Second Interrogs. No. 7.[11] In fact, OutServe's Board application form does not even ask a Board candidate to specify if they identify as LGBTQ, are HIV-positive, or if they have served in the military. *See e.g.*, Ex. DD, OutServe-SLDN Board of Directors Nomination Form for Shaina Barnes, Mar. 7, 2017.

Though Plaintiffs claim that the Board's nomination committee considers nominations from OutServe members for the Board, *see* Pls.' Opp. Ex E, Decl. of Anthony Blevins ¶ 21e, the supplemental record shows that possibility is not implemented in practice. Board meeting minutes indicate that the Executive Director identifies and recruits potential Board Members and that the primary credential for a recruit is fundraising potential, rather the requisite identity for membership.[12] Thus, the selection of Board Members who also possess the requisite identity for OutServe membership appears to be more happenstance than evidence of the organization's intention to be led by its members.

b. Leaders of the local chapters are not necessarily local members.

The supplemental evidence also illustrates that not even the local chapters are governed by their local members as leaders. [redacted] Ex.

[11] Three of the seven non-members were military spouses, and the other four claimed no connection to the military at all. One of the military spouse Board Members also does not identify as LGBTQ or HIV-positive.

[12] [redacted]

II, Board Meeting Presentation OutServe-574, Apr. 7, 2019. Local members do not possess the authority to remove their local leader without the final approval of the Executive Director. Blevins Second Dep. 113:4-10.

c. Non-Members serve on the Military Advisory Council.

Furthermore, and contrary to its prior assertions, *see* Pls.' Opp. 6, Plaintiffs' supplemental evidence makes clear that MAC members are not required to possess the identity to qualify as OutServe members. In its controlling statement of Mission and Responsibilities, the MAC does not limit its membership by military service, LGBTQ+ identity, or HIV status, nor does its application inquire about those identity categories. *See* MAC Statement of Mission and Responsibilities ¶ 4 ("Membership"); ¶ 6 ("Diversity"); Appendix 1 ("Application for Membership."). To the contrary, the MAC makes specific allowances for civilian employees of the DoD and intelligence services and spouses that lack a military affiliation to join the Council. *Id.*; Blevins Second Dep. 99:5-11; 100:8-102:8. In fact, there are five individuals serving on the MAC that lack the required military affiliation to qualify as an OutServe member. Blevins Second Dep. 101:11-102:9.

d. Purported members do not control OutServe's direction or strategy.

Further, the supplemental evidence plainly demonstrates that OutServe's members lack any meaningful control over the direction of the organization. Indeed, OutServe's use of member feedback appears to be more aligned with an organization soliciting ideas from customers, clients, or the general public than as an indication that OutServe's purported general membership actually control the organization's direction, priorities, or strategy.

In an attempt to probe whether OutServe took direction from its members, Defendants requested "All documents and communications relating to OutServe's assertion that its purported members can influence the policy or direction of the organization . . . [such as] messages from OutServe members to chapter leaders, forum leaders, Advisory Council members, OutServe's

Executive Director (or President), or any other member of OutServe serving in a leadership capacity; and discussions on social media reflecting members attempting to influence OutServe's policies or direction." Defs.' Second Reqs. for Prod. No. 40. Although Mr. Blevins claims that OutServe adopts feedback based on "a lot of posts on our Facebook pages about what members think we should and should not be doing," *see* Blevins Second Dep. 70:9-15, Plaintiffs did not provide any documents in support of this assertion. Pls.' Objs. to Defs.' Second Reqs. for Prod. No. 40. Mr. Blevins also asserted that MAC members occasionally receive e-mailed feedback from members, which they relay to him and he relays onto the Board, *see* Blevins Second Dep. 95:6-7; 15-17, but Plaintiffs likewise failed to offer any documents in support of that assertion.

Rather than supporting its claims with records, Plaintiffs offer only superficial examples of OutServe adopting member feedback. For instance, OutServe suggests that its decision to adopt two member-suggested name changes to improve the perception of its programs is an example of its members' control.[13] *See* Blevins Second Dep. 71:9-21; 72:12-73:2. But adopting these two suggested name-changes do not demonstrate control by members. Similarly, OutServe claims it increased its emphasis on Pride month celebrations in response to member feedback, but again this does not indicate member control; indeed, there is no indication that OutServe would have failed to emphasize Pride month, a major event for the LGBTQ community, in the absence of member feedback. *Id.* 71:22-72:11.

The only documentary support that Plaintiffs produced that touches on this issue are two surveys, the first conducted in 2014 and the second in June 2019. *See* Ex. JJ, OutServe-SLDN 2014 Survey Questions & Results ("2014 Survey"); Ex. KK, OutServe-SLDN 2019 Survey Questions ("2019 Survey"). But both surveys were distributed broadly to OutServe's e-mail lists and social

[13] The two suggestions were to change the position title from "chapter leader" to "regional director" and stop using the phrase "cultural competency" in favor of "cultural resiliency."

media accounts to members and non-members alike. *See* Blevins Second Dep. 58-11:59:6 (2014 Survey); 63:21-64:18 (2019 Survey). The wide-ranging distribution of the 2019 Survey included the 54,000 subscribers to OutServe's e-mail list (the vast majority of whom are non-members), a public announcement on OutServe's Twitter account, and distribution to OutServe's "community partners." Blevins Second Dep. 64:9-18. [redacted] For this reason alone, these surveys cannot be used to show OutServe's members exercise meaningful control over the direction of the organization.

Furthermore, both surveys are remarkable primarily for the questions that OutServe failed to ask. OutServe did not ask respondents about its direction or priorities in general, or specifically about its decision to prioritize HIV legal services over other parts of its mission. And, although both surveys asked extensive questions regarding the demographics of the respondents, neither survey inquired as to the respondents' HIV status. *See* Blevins Second Dep. 61:3-8; 65:14-16.

While OutServe has not yet received the responses to its 2019 Survey, [redacted]

[redacted]

[redacted]

Though OutServe is again conducting a survey, like the previous survey, it is purposely not designed to provide a means for members to direct the organization or set its priorities. *See* Blevins Second Dep. 65:17-20; 66:1-6 (The focus of the survey is "getting the members' opinions as opposed to getting their opinions on the work we're doing.") Mr. Blevins admitted that OutServe intentionally did not ask for member direction on its programs and priorities in the survey, because the responses would then "pigeonhole[]" OutServe into being "reactive" to that member direction. Blevins Second Dep. 67:6-13; *see also id.* at 68:20-70:33. Though the surveys might indicate that OutServe occasionally gathers information on the experiences and opinions of its constituents, clients, and the general public, this does not support the notion that OutServe is controlled or directed by those individuals. Indeed, the surveys demonstrate the opposite: that OutServe intends to continue to allow its unelected leadership, not its members, to make all the significant decisions regarding the organization's direction and priorities.

[redacted]

e. The Military Advisory Council does not control OutServe's direction or strategy.

Though the MAC cannot be used as evidence in the *Harrison* suit, because it did not exist in its reconstituted form at the time the suit was filed, to the extent that the Court considers it in the *Roe* suit, the MAC's existence is insufficient evidence to establish that Outserve is a functional equivalent of a membership organization. *See Elec. Privacy Info. Ctr.*, 266 F. Supp. 3d at 307 (rejecting associational standing even when an organization has "advisory board members [that] exert substantial influence over the affairs of the organization" and "contribute to the organization, either financially or by offering their time and expertise."). Even if the court does consider the MAC, the evidence here shows that the MAC has little influence over OutServe's direction.

First, Mr. Blevins explained that the MAC does not direct new programs or set priorities; rather, the MAC mainly advises the Executive Director on existing programs. Blevins Second Dep. 72:12-73:7. Indeed, to date, the MAC has only been involved in two initiatives: (1) drafting the survey questions; and (2) developing a not-yet-implemented regional directors' toolbox. Blevins Second Dep. 87:4-88:14.

Second, though the two co-chairs of the MAC attend Board of Directors meetings as *ex officio* members, they have no authority within the Board. Blevins Second Dep. 92:8-93:14. The MAC co-chairs cannot make motions, they do not qualify to establish a quorum, they do not vote, and they are excluded from executive sessions. *Id.* And, although the co-chairs can propose agenda items for Board meetings, there is no evidence that they initiated a single Board agenda item. *Id.* This level of participation stands in stark contrast to the participations of general members in Board decisions that was persuasive to the *AARP* court, in which member-driven committees advised AARP's Board on policy and annual membership opinion polls were taken before the Board formed

[redacted]

policy positions. *See AARP*, 226 F. Supp. at 17. OutServe has provided no evidence and made no assertion that the MAC has directed OutServe in any of its decisions or priorities.

f. Local participants do not control OutServe's direction or strategy.

Likewise, the supplemental evidence confirms that participants in local chapters do not direct OutServe. [redacted] Ex. MM, Executive Director Report, Board Meeting, Nov. 4, 2018. Though OutServe asserts that Chapter Leaders bring member feedback to the Board and Executive Director, the record indicates the opposite – that the national organization exerts substantial control over the local leadership. [redacted] *Id.* [redacted]

In sum, the evidence demonstrates that OutServe members lack the second indicia of membership because its members do not serve as leaders or influence OutServe's direction.

[redacted]

3. OutServe is not financed by its members.

Plaintiffs' supplemental evidence also fails to demonstrate that OutServe members possess the third indicia of members, because they do not fully or primarily fund the organization or this litigation. [redacted] OutServe also admits that it has no way to tell if any of its individual donors qualify to meet OutServe membership criteria, so it has no way to substantiate its baseless assertion that about 75% of its individual donors possess the identity to qualify as members, *see* Pls'. Opp. at 21. Ex U, Pls.' Resps. to Defs.' Second Set of Interrogs. Nos. 11-12, 14-15; Pls.' Resps. Defs.' Second Reqs. for Prod. No. 37.

But even if the Court assumes, without any evidentiary support, that all or the majority of the individual donors qualify to be members of OutServe, [redacted]

[redacted]

[redacted]

[redacted]

In no way does this evidence support OutServe's representations that "nearly three-quarters" of OutServe's operational budget is "derived from membership donation," and that its "members primarily finance the entity's activities" through "their individual contributions." Pls.' Opp. 14. [redacted]

[redacted].

In sum, OutServe's financial records conclusively demonstrate that OutServe's individual donors are not substantially financing the organization and external pro bono donations are financing the cost of this litigation, *see* Defs.' Mem. 15-17, Reply Br. 7-8. Because OutServe's members do not possess *any* of the three indicia of members, the Plaintiffs have not established that OutServe is the functional equivalent of a membership organization.

III. OutServe's theory of direct injury should be rejected.

The Court should not consider OutServe's claim of standing supported by direct injury because the organization did not plead any direct injury, did not allege any legally cognizable injury in its opposition to Defendants' Renewed Motion to Dismiss, and during the supplemental discovery period did not produce any evidence that establishes that it suffered a legally cognizable direct injury. As already discussed, Plaintiffs not only failed in their Complaints to allege any direct harm whatsoever to OutServe as an organization, but also explicitly stated that OutServe brought suit in an exclusively representational capacity. *See* Defs.' Mem. 29-30; Reply Br. 16-20. Furthermore, in Plaintiffs' uncorroborated eleventh-hour assertion of direct injury in their Opposition to Defendants' Motion, Plaintiffs claimed an injury that is not legally cognizable. *See* Reply Br. 16-20. Plaintiffs neither could have nor did correct these fatal flaws through their supplemental productions.

During supplemental discovery, OutServe elaborated on its conclusory claim that it "suffered direct organizational injury because it has been required to divert the organization's resources to address and counteract [Defendants'] policies, actions, and decisions." Ex. VV, Plfs.' Second Supp. Resps. to Defs.' First Set of Interrogs. 2. Specifically, OutServe seeks to ground direct injury on the basis that because it was "required" to spend time challenging Defendants' policies related to HIV, OutServe (1) delayed certain non-legal programs, such as the publishing of

[redacted]

an online magazine and educational materials, and participation in other educational and advocacy efforts, and (2) suffered delays in its provision of direct legal services to its members (both related and unrelated to HIV).[19] *See* Pls.' Second Suppl. Resps. to First Interrogs. 8-10, 12-13.

A. OutServe's purported direct injuries resulted from their own resource allocation decisions.

All of OutServe's alleged direct harms are, in reality, voluntary redistributions of the organization's resources resulting from internal decisions to prioritize certain initiatives over others, all of which serve the organizational mission. *See* Defs.' Mem. 29-30, Reply Br. 16-20. Consequently, these alleged harms are merely self-inflicted budgetary choices and not a cognizable legal injury. *See Lane v. Holder*, 703 F.3d 668, 675 (4th Cir. 2012). Plaintiffs' supplemental productions demonstrate that OutServe voluntarily added HIV advocacy to its policy portfolio despite already limited resources, and that it chooses to give priority to legal services, including HIV-related matters, over other programs for internal reasons.

1. OutServe chose to expand its advocacy portfolio to include HIV issues despite minimal staff and inconsistent funding.

OutServe's supplemental production shows that the organization has always had minimal staff, of whom only one is a barred attorney. Pls.' Second Suppl. Resps. to First Interrogs. 4. [redacted] Involvement in any significant litigation would put a strain on OutServe's resources and cause it to alter its programs. Critically, OutServe did not add

[19] OutServe also claims that the fact it has to spend any money and time in the instant litigation is also sufficient to constitute direct injury. Pls.' Opp. 25-27. But "[a]n organization cannot, of course, manufacture the injury necessary to maintain a suit from its expenditure of resources on that very suit." *Spann v. Colonial Vill., Inc.*, 899 F.2d 24, 27 (D.C. Cir. 1990).

HIV advocacy to its portfolio until 2015, and prior to that time OutServe's Board had never previously considered challenging or otherwise addressing the military's HIV policies. *See* Blevins Second Dep. 152:10-17, 153:12-14. OutServe decided to expand its mission to include HIV advocacy, not because of any previous contacts concerning HIV from the legal services hotline or chapter leaders, but because an HIV-positive acquaintance of a Board Member was interested in joining the military. *Id.* at 154:9-20; Ex. YY, Board of Directors Call Minutes 3, Sept. 13, 2015; Pls.' Second Suppl. Resps. to First Interrogs. 2; Blevins Second Dep. 152:10-153:14. Mr. Blevins testified that prior to this voluntary expansion of OutServe's purview, the organization was in no way impacted – financially or otherwise – by the policies being challenged in these suits, each of which, with the exception of DoDI 1332.45, were in place well before OutServe proactively decided to undertake HIV advocacy. Blevins Second Dep. at 155:20-156:9. Indeed, OutServe acknowledged that one of its objectives in adding HIV advocacy to its portfolio would be to challenge the military's accessions policies, the very policies at issue in *Harrison*. Sept. 13, 2015 Minutes 3; Pls.' Second Suppl. Resps. to First Interrogs. 2; Blevins Second Dep. 152:10-153:14.

Thus, any subsequent "injuries" alleged by OutServe, such as delays in the publication of educational materials, are a direct result of the organization's decision to expand its role to include HIV advocacy without any commensurate expansion in staff or funding. Contrary to their suggestion, *see* Pls.' Second Suppl. Resps. to First Interrogs. 2, OutServe was not "required" to challenge these policies, and all future delays resulted from OutServe's own decision.

2. Prioritizing competing organizational programs is not a cognizable injury.

Plaintiffs' supplemental responses and production state that they are "injured" because they need to "triage" and "prioritize" among competing demands. *See, e.g.*, Pls.' Second Suppl. Resps. to First Interrogs. 8; Blevins Second Dep. at 250:14-20, 253:20-254:1. However, Mr. Blevins testified

that the organization decided to prioritize all of its legal services work over all other projects because the organization believed that legal work would be more immediately impactful to its constituency. Blevins Second Dep. 250:3-254:13, 269:14-270:1, 272:12-273:14, 274:18-285:3. Prioritizing expenditures of time and funds to undertake voluntary projects is a necessary part of running any organization, especially one with limited resources, and cannot possibly be an injury that confers Article III standing. OutServe's own assessment of the relative importance of its various programs caused it to allocate resources toward legal services, including litigation of these cases, and away from other initiatives. Any delay thus "result[ed] not from any actions taken by [Defendants], but rather from [OutServe's] own budgetary choices." *Lane*, 703 F.3d at 675; *see also id.* ("To determine that an organization that decides to spend its money on educating members, responding to member inquiries, or undertaking litigation in response to legislation suffers a cognizable injury would be to imply standing for organizations with merely 'abstract concern[s] with a subject that could be affected by an adjudication.'"). Accordingly, OutServe's own evidence confirms that any "injury" here was a self-inflicted decision that is legally insufficient to give rise to standing.

B. Even assuming OutServe's own allocation decisions could constitute "injury," OutServe suffered no cognizable harm.

Lane makes clear that OutServe's internal decisions on how to allocate resource time cannot support standing as a matter of law. 703 F.3d at 675. But even assuming that these internal OutServe choices could be sufficient, the evidence shows that there was no actual harm caused by Defendants' policies. OutServe argues that these policies harmed the organization by hindering its provision of legal services to its members and by delaying certain non-legal initiatives. OutServe, however, never denied legal services to any qualified client, Hearing Tr. 19:8-22, and for the clients that OutServe asserts suffered from delayed legal services, Mr. Blevins testified that these individuals either were not impacted by delayed services or declined (in response to a direct question) to say that

they were injured, *see* Blevins Second Dep. 186:5-16; Pls.' Second Suppl. Resps. to First Interrogs. 12. And as for OutServe's delay in non-legal initiatives, supplemental discovery has revealed that any such delay resulted from OutServe's internal policy decision to prioritize legal work (which included legal work unrelated to Defendants' HIV policies) because OutServe believed these legal projects were more important than OutServe's non-legal initiatives.

1. OutServe's alleged harm cannot support a finding of direct injury.

As an initial matter, some of the delays cited by OutServe cannot be used to support a finding of direct injury. For example, OutServe claims it was harmed by a delay in preparing an educational program known as "HIV 101," but planning for that program did not commence until February 2019, after the filing of both cases. Pls.' Second Suppl. Resps. to First Interrogs. 12. Similarly, although OutServe claims it was harmed because its attorney has been unable to participate in a training session for military lawyers, he was not invited to that training until October 2018, after the filing of *Harrison* and shortly before the filing of *Roe*. Pls.' Second Suppl. Resps. to First Interrogs. 12.[20] Thus, OutServe has not shown that it was harmed by these delays for purposes of standing.

OutServe also contends that it was harmed by a delay in updating a publication called *Freedom to Serve*. *See* Pls.' Second Suppl. Resps. to First Interrogs. 9, 12. OutServe published an updated version of *Freedom to Serve* in October 2018. Blevins Second Dep. 270:9-18. Despite this recent update, OutServe contends that the Department of Defense has directly injured OutServe by delaying further updates. *See* Pls.' Second Suppl. Resps. to First Interrogs. 9. But OutServe is not being prevented from updating a document by this litigation, and in any event any distraction from this task is hardly a cognizable injury where the document is less than a year old, and when it had

[20] OutServe also has provided no information about when the training was supposed to take place.

previously taken OutServe eight years to update the document (it was last updated in 2010). Blevins Second Dep. 270:2-18.

2. OutServe's strategic decisions not to seek additional resources cannot support a finding of direct injury.

OutServe's alleged harms are also created and perpetuated by its leaders' own decisions. OutServe can call on a wide range of "partners" to assist it with its work. For example, OutServe partners with three major law firms (Winston & Strawn, Latham & Watkins, and DLA Piper), a preeminent impact litigation organization (Lambda Legal), as well as law school clinics. *Id.* at 165:4-168:6. OutServe has been able to secure pro bono assistance for all of its HIV cases, *Id.* at 55:19-56:21, and could turn to its partners for help with its other programs. For example, Mr. Blevins stated that he could have asked for pro bono assistance to timely complete the *Freedom to Serve* guide, but did not. *Id.* at 277:1-13. Likewise, although OutServe complains that it had to delay expanding its work on HIV clemency petitions, *see* Pls.' Second Suppl. Resps. to First Interrogs. 13, Mr. Blevins stated that he considered asking a pro bono partner to assist with this work, but he was "not sure" why he did not do so, *see* Blevins Second Dep. 242:16-243:9. Further, OutServe has provided no information as to why Mr. Perkowski cannot dedicate more of his time to these other issues since OutServe is receiving pro bono assistance in these cases from both a major law firm and a distinguished impact litigation organization.

Additionally, OutServe could reallocate its own staff resources to eliminate the "delays" that it contends are injuries. Although OutServe suggests that Mr. Perkowski is the only individual who can do much of the organization's work related to HIV, it give no persuasive reason why that is so. In fact, Mr. Blevins suggested in his deposition that other staff could in theory assist HIV-positive individuals, but that OutServe has not yet trained them to do so, although they have been trained to assist with other matters. *Id.* at 28:3-12. But even if Mr. Perkowski truly were the only individual

OutServe could use to work on HIV issues, Mr. Blevins testified that he has been able to redirect his other staff and *pro bono* services to focus on non-HIV related matters to ensure that Mr. Perkowski can focus on HIV issues. *Id.* at 256:13-21.

C. OutServe cannot show that any of its "injuries" were caused by the policies at issue.

With discovery closed, it is OutServe's burden to prove not only that its alleged injuries are legally cognizable harm, but that Defendants' policies were the cause of OutServe's purported injuries – but supplemental discovery has revealed the opposite. The additional evidence demonstrates that OutServe's injuries were in fact caused by OutServe's own decision to prioritize legal services over other activities and by OutServe's budget constraints.

As discussed *supra*, OutServe decided to prioritize direct legal services work over all other projects because the organization believed that direct legal services would be more immediately impactful for its interest group. *See, e.g.*, Blevins Second Dep. 283:13-15; Pls.' Second Suppl. Resps. to First Interrogs. 8. But Mr. Blevins' deposition testimony made clear that this re-prioritization toward legal services extended to more than just work related to the policies challenged in this litigation.[21] Specifically, Mr. Blevins testified that OutServe also prioritized direct legal services for its transgender clients and clients seeking discharge upgrades and veterans benefits. Blevins Second Dep. 269:14-20. And Mr. Blevins testified that it was this re-prioritization toward *all* direct legal services work (not just direct services related to the military's accession and retention policies for

[21] The only HIV policies challenged in these cases are those related to accession and retention of HIV-positive individuals. When stating that it has been injured by Defendants' "HIV policies," OutServe occasionally references other policies not at issue in this litigation. *See, e.g.*, Pls.' Second Suppl. Resps. to First Interrogs. 6-7 (discussing HIV policies involving discipline, veteran issues, and restrictions on flying). OutServe's time spent dealing with these non-pertinent policies cannot support standing in these cases. Further complicating this issue, Mr. Blevins testified that OutServe personnel do not track the time they spend dealing with particular issues, *see* Blevins Second Dep. 194:20-195:3, so OutServe cannot demonstrate what time it spent working on the policies at issue in this litigation.

service members with HIV) that led to the large majority of delays OutServe relies on to demonstrate direct injury. *See, e.g.*, *id.* at 269:3-20 (work on organizational magazine delayed because of diversion of resources toward legal work, including for non-HIV-positive members); 272:19-273:14 (same as to *Freedom to Serve* supplement regarding sex in the military service); 274:18-275:11 (same as to *Freedom to Serve* supplement regarding military spouses and families); 277:20-279:12 (same as to "regional director's toolbox"); 280:3-281:20 (same as to military sexual trauma advocacy efforts); 283:18-285:3 (same as to Mr. Perkowski's work on the military spouse tax). OutServe therefore cannot demonstrate that the alleged delays in OutServe's non-legal programs were caused by the military's accession and retention policies for HIV-positive service members.

[redacted]

[redacted]

Finally, any increase in the number of requests for assistance related to HIV that OutServe receives does not demonstrate injury. First, many of the requests for assistance related to HIV cited by OutServe do not involve the HIV policies challenged in these cases, but rather requests for assistance in administrative proceedings or issues of military justice. *See* Profit & Loss Jan.-Dec. 20186-7. Furthermore, Plaintiffs cannot demonstrate that the increase of call volume was caused by the Defendants policies, instead of OutServe advertisements and organizational efforts to increase its provision of direct legal services.[22] *See* Blevins Second Dep. 192:17-193:11. Furthermore, any increase in the number of requests for legal services (for HIV-related issues or otherwise) does not appear to have meaningfully affected OutServe's ability to provide those services: OutServe's average response time to legal inquiries has not substantially changed since 2017. *See* Blevins Second Dep. 222:22-225:1. This evidence further demonstrates that all of OutServe's purported "harms" resulted from their own choices.

In sum, if OutServe's belated and unpled theory of direct injury is considered, it is wholly unsupported as a matter of fact and law. OutServe's diversion of resources was plainly self-inflicted and cannot sustain its standing, and in any event none of the purported diversions were caused by the challenged policies.

[22] Moreover, increased requests dealing with HIV in 2018 are unsurprising given that many individuals likely became more aware that OutServe provided legal services related to HIV issues in light of publicity about the instant lawsuits. *See* Pls.' Opp. 11 (in commenting on timing of S.H., D.N., Roe, and D1's requests for legal services after it filed suit, Plaintiffs observed "that additional individuals became aware of OutServe and its mission after the organization gained publicity through these cases. . . ").

[redacted]

CONCLUSION

For the foregoing reasons and those set forth in Defendants' memorandum and reply memorandum in support of their Renewed Motion to Dismiss, OutServe should be dismissed as a plaintiff in the *Harrison* and *Roe* cases for lack of standing to bring its claims.

DATE: July 12, 2019

Respectfully submitted,

G. ZACHARY TERWILLIGER
United States Attorney

/s/
R. TRENT MCCOTTER
Assistant United States Attorney
2100 Jamieson Avenue
Alexandria, Virginia 22314
Tel: (703) 299-3845
Fax: (703) 299-3983
trent.mccotter@usdoj.gov

JOSEPH H. HUNT
Assistant Attorney General
Civil Division

ANTHONY J. COPPOLINO
Deputy Director
Federal Programs Branch

JOSHUA C. ABBUHL
KERI L. BERMAN
REBECCA CUTRI-KOHART
ROBERT M. NORWAY
Trial Attorneys
U.S. Department of Justice
Civil Division
Federal Programs Branch
1100 L Street, N.W.
Washington, D.C. 20530
Telephone: (202) 353-0889
Facsimile: (202) 616-8460
robert.m.norway@usdoj.gov

Counsel for Defendants

EXHIBIT U

Pls.' Resps. to Defs.' Second Set of Interrogs.

CONFIDENTIAL

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division

NICHOLAS HARRISON et al., Plaintiffs, v. MARK T. ESPER et al., Defendants.	Civ. No. 1:18-cv-641-LMB-IDD
RICHARD ROE et al., Plaintiffs, v. MARK T. ESPER et al., Defendants.	Civ. No. 1:18-cv-1565-LMB-IDD

PLAINTIFF OUTSERVE-SLDN, INC.'S RESPONSES TO DEFENDANTS' SECOND SET OF INTERROGATORIES

In accordance with Local Rule 26(C) and Federal Rule of Civil Procedure 33, Plaintiff OutServe-SLDN, Inc., through undersigned counsel, provides the following objections to Defendant's Second Set of Interrogatories. In presenting these objections, Plaintiffs do not waive any further objection in pretrial motions practice or at trial to the admissibility of evidence on any appropriate ground.

RESPONSES TO SPECIFIC INTERROGATORIES

Interrogatories in Both Cases

Interrogatory No. 7. Identify all the individuals who have served on the OutServe Board of Directors from 2015 until present, including their names, dates of service, whether they are a

[redacted]

member of an identity group that would qualify them as an OutServe member, and the identity group(s) to which they belong.

Objection: Plaintiff OutServe objects to this interrogatory to the extent that it seeks information protected by the attorney-client privilege and the work product privilege.

Response: Subject to its objections, OutServe responds as follows:

As of January 2015, the members of OutServe's Board of Directors were as follows: John Gillespie (Co-Chair), currently serving in the Air Force and identifying as gay; Jeffrey Mueller (Co-Chair), currently serving in the Air Force and [redacted]; Wesley Reynolds (Secretary), a veteran of the Air Force and identifying [redacted]; Jeffry Priela (Treasurer), currently serving in the Marine Corps and [redacted]; Monique Clark, currently serving in the Marine Corps and [redacted]; Robert Dockendorff, a Navy veteran and [redacted]; Joshua Fontanez, currently serving in the Army and [redacted] and Brian Schaaf, then currently serving in the Air Force and [redacted]. In March 2015, Brian Schaaf resigned from the Board.

Board composition remained the same until August 2016. In August 2016, the members of OutServe's Board of Directors were as follows: John Gillespie (Chair); Wesley Reynolds (Vice Chair); Joshua Fontanez (Secretary); Jeff Priela (Treasurer); Monique Clarke; Jeff Mueller; Robert Dockendorff; Lee Reinhart, a Navy veteran [redacted] John Klenert, [redacted]; and Benjamin Finzel, no history of military service [redacted]. In December 2016, John Gillespie resigned from the Board. There were no additional changes in Board composition until June 2017.

[redacted]

In June 2017, the following people joined the OutServe Board: Shaina Barnes, spouse of an Army service member and [redacted]; Sharon Brackett, former cadet in the Army Reserve Officer Training Corps (ROTC) and [redacted]; Mica Willis, no history of military service and [redacted], and Bryan Hlavinka, no history of military service and [redacted]. There were no other changes to Board composition at that time.

In December 2017, OutServe merged with the Military Partners and Families Coalition and the following two people were added to the Board: Ariana Bostian-Kentes, the spouse of an Army service member and [redacted] and Tracey Hepner, the spouse of an Army general, co-founder of the Military Partners and Families Coalition and [redacted]. No other changes to Board composition occurred at that time.

In November 2018, Robert Dockendorff resigned from the Board.

In December 2018, the following individuals were voted on to the Board with terms beginning in January 2019: Danyell Brenner, currently serving in the Navy and [redacted] Hanna Tripp, an Air Force veteran [redacted]; John Harry, a Navy veteran [redacted] Lars Anderson, an Air Force veteran [redacted]; Nathaniel Boehme, an Air Force veteran [redacted]; and Todd Weiler, an Army veteran [redacted]. There were no other changes to the Board composition at that time.

In May 2019, OutServe voted to combine with The American Military Partner Association. On the effective date of the merger, which has yet to be finalized, the Board composition will be as follows: Joshua Fontanez, Wes Reynolds, Monique Clarke, Lars Anderson, Ariana Bostian-Kentes, Tracey Hepner, John Harry, Bryan Hlavinka, Jeffrey Mueller, Hanna Tripp, Todd Weiler, Ashley Broadway-Mack, spouse of an Army service member and

[redacted]; Stephen Peters, a Marine Corps veteran [redacted] and spouse of a Marine Corps veteran, and [redacted]; Jim Cassidy, a Navy veteran and spouse of a Navy veteran, [redacted]; Adrianna Domingos-Lupher, spouse of an Air Force service member and [redacted]; Tim Hanson, an Air Force veteran [redacted]; Lori Hensic, spouse of a Marine and [redacted]; Alicia Hinds Ward, spouse of an Air Force service member [redacted]; Gregory Pizarro Jr., Army veteran [redacted]; and Michelle Lane-Cull, spouse of a member of the National Guard and [redacted].

In June 2019, effective as of the merger effective date, Stephen Peters resigned from the Board and took a staff position as Communications Director.

Interrogatory No. 8. Identify all individuals who provided assistance in answering any Interrogatory contained in this document (including interrogatories applicable to the *Harrison* case, the *Roe* case, or to both cases).

Objection: Plaintiff OutServe objects to this interrogatory to the extent that it seeks information protected by the attorney-client privilege and the work product privilege.

Response: Subject to the objections, OutServe responds as follows: Andy Blevins, Peter Perkowski, and Stephen Peters.

Interrogatories in Only *Harrison V. Shanahan*

Interrogatory No. 9. Describe, in detail, each and every expenditure of time or money, by specific activity and amount, that you claim OutServe or any individual working on behalf of OutServe (including but not limited to its employees, staff, agents, consultants, contractors, and volunteers) incurred as a result of the policies challenged in the *Roe* suit.

[redacted]

Objection: Plaintiff OutServe objects to this interrogatory on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this interrogatory on the following grounds: (1) detail of "each and every expenditure of time or money" of the entire organization incurred as a result of particular policies is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, the relevant inquiry focuses on diversion of resources away from particular work (i.e., work that was not done); (2) to the extent relevant, detailing "each and every expenditure of time or money" of the entire organization incurred due to particular policies is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; and (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the interrogatory seeks information from all "employees, staff, agents, consultants, contractors, and volunteers" and OutServe has no time-tracking system, while as noted above the detail requested has little benefit. OutServe will respond to the interrogatory by detailing generally the time and expenses incurred as a result of the challenged policies.

Response: Subject to its objections, OutServe responds as follows: Under Fed. R. Civ. P. 33(d), information responsive to this interrogatory may be determined in part by examining, auditing, compiling, abstracting, or summarizing business records, and the burden of deriving or ascertaining the answer is substantially the same for either party. OutServe identifies the following documents that may be reviewed to determine time and money expenditures related to the *Roe* lawsuit: Invoices of Perkowski Legal. The following other OutServe staff members and

[redacted]

volunteers have devoted time, and *de minimis* expenses, related to the *Roe* lawsuit and more generally related to addressing and counteracting Defendants' HIV policies:

Matt Thorn	Advocacy efforts to the Department of Defense and Service branches on behalf of service members with HIV; advocacy efforts and policy initiatives with members of Congress and their staff
Andy Blevins	Prepping and sitting for deposition; assisting with discovery responses and document collection; informational and strategy communications with legal team; attending to communications strategy and PR/media; advocacy efforts and policy initiatives with members of Congress and their staff regarding the military's HIV policies and on behalf of service members with HIV; client intake/legal help desk staffing
Corrine Cole	Informational and strategy communications with legal team; directing and supervising work of interns; client intake/legal help desk staffing
Aerica Siegel (intern)	Informational and strategy communications with legal team; research projects
Michael Daurio (intern)	Informational and strategy communications with legal team; editing and cite-checking Freedom to Serve publication (which includes HIV information and education)
Shanae Jung (intern)	Informational and strategy communications with legal team; research projects
Bridget Lawson (intern)	Informational and strategy communications with legal team; research projects
Stephen Peters	Assisting with discovery responses; attending to communications strategy and PR/media
[redacted] (MAC)	Assisting with document collection

Neither OutServe nor these staff members tracked or recorded the time they spent on the activities set forth above.

[redacted]

Interrogatory No. 10. For each expenditure identified in Interrogatory Number 9, describe in detail the activity or activities you claim OutServe or any individual working on behalf of OutServe were unable to pursue because of the specific diversion of resources that you described in response to Interrogatory Number 9 and why.

Objection: Plaintiff OutServe objects to this interrogatory on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this interrogatory on the grounds that it is confusing and unintelligible, in that OutServe does not "horse trade" time and expenses in the manner suggested by the interrogatory. OutServe will respond to the interrogatory by detailing work it was unable to pursue, or delayed pursuing, because of the challenged policies.

Response: Subject to its objections, OutServe responds as follows: *See* OutServe's Second Supplemental Response to Defendants' First Set of Interrogatories.

Interrogatory No. 11. Identify all the individuals who OutServe claims were its members at the time the *Harrison* suit was filed, including their names (or identifier in lieu of a name), the basis by which their membership was established and maintained (e.g., Facebook, donation, newsletter subscription, local chapter, etc.), and the dates of their membership.

Objection: Plaintiff OutServe objects to this interrogatory on the following grounds: (1) the identity of specific members of OutServe is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, there is no authority analyzing organizational standing using the identity of specific members of the organization; (2) to the extent relevant, the identity of specific members of OutServe is not proportional to the needs of the case, considering the importance of the issues at stake in the

[redacted]

action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that OutServe has some 7,000 members and no member database, whereas the identity of specific OutServe members likely has no benefit. Plaintiff OutServe also objects to this request to the extent it requires the disclosure of the identities of members of OutServe who have not come forward for the purposes of this litigation on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015) (finding that members' identities may be withheld from production "when . . . discovery would have the practical effect of discouraging the exercise of [constitutionally protected] associational rights"). Plaintiff therefore will not produce any information revealing the identities of members of OutServe who have not come forward for the purposes of this litigation. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this interrogatory will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: OutServe-SLDN stands on its objections to this interrogatory.

Interrogatory No. 12. To the extent that you are unable to fully and completely respond to Interrogatory No. 11, explain the reasons that the information is unavailable.

Objection: Plaintiff OutServe objects to this interrogatory on the following grounds: (1) the identity of specific members of OutServe is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, there is no

[redacted]

authority analyzing organizational standing using the identity of specific members of the organization; (2) to the extent relevant, the identity of specific members of OutServe is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that OutServe has some 7,000 members and no member database, whereas the identity of specific OutServe members likely has no benefit. Plaintiff OutServe also objects to this request to the extent it requires the disclosure of the identities of members of OutServe who have not come forward for the purposes of this litigation on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015) (finding that members' identities may be withheld from production "when . . . discovery would have the practical effect of discouraging the exercise of [constitutionally protected] associational rights"). Plaintiff therefore will not produce any information revealing the identities of members of OutServe who have not come forward for the purposes of this litigation. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this interrogatory will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to the objections, OutServe responds as follows: OutServe does not maintain a membership database, and the lists that it does maintain (donor lists, subscribers lists, and member pages on OutServe Chapter & Forum Facebook groups) do not track all of the information requested in the interrogatory, such that producing those lists with personally

[redacted]

identifying information redacted and/or anonymized would reveal no meaningful information in response to the interrogatory. In particular, OutServe does not ask donors or subscribers to provide their sexual orientation or history of military service. And while Chapters & Forums are open to members only, redacting and producing those Facebook member lists would be time-consuming and, ultimately, unhelpful.

Interrogatories in Only *Roe V. Shanahan*

Interrogatory No. 13. Describe, in detail, each and every expenditure of time or money, by specific activity and amount, that you claim OutServe or any individual working on behalf of OutServe (including but not limited to its employees, staff, agents, consultants, contractors, and volunteers) incurred as a result of the policies challenged in the *Harrison* suit.

Objection: Plaintiff OutServe objects to this interrogatory to the extent that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this interrogatory on the following grounds: (1) detail of "each and every expenditure of time or money" of the entire organization incurred as a result of particular policies is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, the relevant inquiry focuses on diversion of resources away from particular work (i.e., work that was not done); (2) to the extent relevant, detailing "each and every expenditure of time or money" of the entire organization incurred due to particular policies is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; and (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the interrogatory seeks information from all "employees, staff, agents, consultants, contractors, and volunteers" and

[redacted]

OutServe has no time-tracking system, while as noted above the detail requested has little benefit. OutServe will respond to the interrogatory by detailing generally the time and expenses incurred as a result of the challenged policies.

Response: Subject to its objections, OutServe responds as follows: Under Fed. R. Civ. P. 33(d), information responsive to this interrogatory may be determined in part by examining, auditing, compiling, abstracting, or summarizing business records, and the burden of deriving or ascertaining the answer is substantially the same for either party. OutServe identifies the following documents that may be reviewed to determine time and money expenditures related to the *Roe* lawsuit: Invoices of Perkowski Legal. The following other OutServe staff members and volunteers have devoted time, and *de minimis* expenses, related to the *Roe* lawsuit and more generally related to addressing and counteracting Defendants' HIV policies:

Matt Thorn	Advocacy efforts to the Department of Defense and Service branches on behalf of service members with HIV; advocacy efforts and policy initiatives with members of Congress and their staff
Andy Blevins	Prepping and sitting for deposition; assisting with discovery responses and document collection; informational and strategy communications with legal team; attending to communications strategy and PR/media; advocacy efforts and policy initiatives with members of Congress and their staff regarding the military's HIV policies and on behalf of service members with HIV; client intake/legal help desk staffing
Corrine Cole	Informational and strategy communications with legal team; directing and supervising work of interns; client intake/legal help desk staffing
Aerica Siegel (intern)	Informational and strategy communications with legal team; research projects
Michael Daurio (intern)	Informational and strategy communications with legal team; editing and cite-checking Freedom to Serve publication (which includes HIV information and education)

[redacted]

Shanae Jung (intern)	Informational and strategy communications with legal team; research projects
Bridget Lawson (intern)	Informational and strategy communications with legal team; research projects
Stephen Peters	Assisting with discovery responses; attending to communications strategy and PR/media
[redacted] (MAC)	Assisting with document collection

Neither OutServe nor these staff members tracked or recorded the time they spent on the activities set forth above.

Interrogatory No. 14. For each expenditure identified in Interrogatory Number 12, describe in detail the activity or activities you claim OutServe or any individual working on behalf of OutServe were unable to pursue because of the specific diversion of resources that you described in response to Interrogatory No. 12 and why.

Objection: Plaintiff OutServe objects to this interrogatory to the extent that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this interrogatory on the grounds that it is confusing and unintelligible, in that OutServe does not "horse trade" time and expenses in the manner suggested by the interrogatory. OutServe will respond to the interrogatory by detailing work it was unable to pursue, or delayed pursuing, because of the challenged policies.

Response: Subject to its objections, OutServe responds as follows: *See* OutServe's Second Supplemental Response to Defendants' First Set of Interrogatories.

[redacted]

Interrogatory No. 15. Identify all the individuals who OutServe claims were its members at the time the *Roe* suit was filed, including their names (or identifier in lieu of a name), the basis by which their membership was established and maintained (e.g., Facebook, donation, newsletter subscription, local chapter, etc.), and the dates of their membership.

Objection: Plaintiff OutServe objects to this interrogatory on the following grounds: (1) the identity of specific members of OutServe is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, there is no authority analyzing organizational standing using the identity of specific members of the organization; (2) to the extent relevant, the identity of specific members of OutServe is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that OutServe has some 7,000 members and no member database, whereas the identity of specific OutServe members likely has no benefit. Plaintiff OutServe also objects to this request to the extent it requires the disclosure of the identities of members of OutServe who have not come forward for the purposes of this litigation on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015) (finding that members' identities may be withheld from production "when . . . discovery would have the practical effect of discouraging the exercise of [constitutionally protected] associational rights"). Plaintiff therefore will not produce any information revealing the identities of members of OutServe who have not come forward for the purposes of this litigation. Finally, OutServe objects to this request on privacy

[redacted]

grounds. Any information provided in response to this interrogatory will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: OutServe-SLDN stands on its objections to this interrogatory.

Interrogatory No. 16. To the extent that you are unable to fully and completely respond to Interrogatory No. 15, explain the reasons that the information is unavailable.

Objection: Plaintiff OutServe objects to this interrogatory on the following grounds: (1) the identity of specific members of OutServe is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, there is no authority analyzing organizational standing using the identity of specific members of the organization; (2) to the extent relevant, the identity of specific members of OutServe is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that OutServe has some 7,000 members and no member database, whereas the identity of specific OutServe members likely has no benefit. Plaintiff OutServe also objects to this request to the extent it requires the disclosure of the identities of members of OutServe who have not come forward for the purposes of this litigation on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015) (finding that members' identities may be withheld from production "when . . . discovery would have the practical effect of discouraging

[redacted]

the exercise of [constitutionally protected] associational rights"). Plaintiff therefore will not produce any information revealing the identities of members of OutServe who have not come forward for the purposes of this litigation. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this interrogatory will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to the objections, OutServe responds as follows: OutServe does not maintain a membership database, and the lists that it does maintain (donor lists, subscribers lists, and member pages on OutServe Chapter & Forum Facebook groups) do not track all of the information requested in the interrogatory, such that producing those lists with personally identifying information redacted and/or anonymized would reveal no meaningful information in response to the interrogatory. In particular, OutServe does not ask donors or subscribers to provide their sexual orientation or history of military service. And while Chapters & Forums are open to members only, redacting and producing those Facebook member lists would be time-consuming and, ultimately, unhelpful.

Dated: June 28, 2019

/s/ *Scott Schoettes*
Scott Schoettes*
SSchoettes@lambdalegal.org
Kara Ingelhart*
KIngelhart@lambdalegal.org
LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
105 W. Adams St., Suite 2600
Chicago, IL 60603
T: (312) 663-4413

Anthony Pinggera*
APinggera@lambdalegal.org
LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
4221 Wiltshire Blvd., Suite 280
Los Angeles, CA 90010
T: (213) 382-7600

Peter E. Perkowski*
PeterP@outserve.org
OUTSERVE-SLDN, INC.
P.O. Box 65301
Washington, DC 20035-5301
T: (800) 538-7418

**pro hac vice*

/s/ *John W. H. Harding*
John W.H. Harding
Virginia State Bar No. 87602
JWHarding@winston.com
Lauren Gailey*
LGailey@winston.com
Laura Cooley
Virginia State Bar No. 93446
LCooley@winston.com
Alexandra J. Hemmings*
AHemmings@winston.com
WINSTON & STRAWN LLP
1700 K St., NW
Washington, DC 20006
T: (202) 282-5000

Julie A. Bauer*
JBauer@winston.com
WINSTON & STRAWN LLP
35 W. Wacker Dr.
Chicago, IL 60601
T: (312) 558-560

Andrew R. Sommer
Virginia State Bar No. 70304
Sommera@gtlaw.com
GREENBERG TRAURIG, LLP
1750 Tysons Boulevard
Suite 1000
McLean, VA 22102
T: (703) 749-1370

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the above document was served on this 28th day of June 2019, to the following counsel of record via electronic mail.

ROBERT M. NORWAY
Trial Attorney
U.S. Department of Justice
Civil Division
20 Massachusetts Ave., NW
Washington, D.C. 20001
Tel: (202) 305-7667
Fax: (202) 616-8460

R. TRENT MCCOTTER
Assistant United States Attorney
2100 Jamieson Avenue
Alexandria, Virginia 22314
Tel: (703) 299-3845
Fax: (703) 299-3983
Trent.mccotter@usdoj.gov

/s/ *John W. H. Harding*

EXHIBIT V

Ordinary Income/Expense Statement

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
Ordinary Income/Expense											
Income											
Contribution - Individual											
4000000 · Individuals - General											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

	Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
[redacted]										[redacted]	[redacted]	[redacted]
[redacted]												
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]			[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
[redacted]										[redacted]	[redacted]	[redacted]
[redacted]												
	[redacted]	[redacted]		[redacted]		[redacted]			[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]			[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]		[redacted]		[redacted]			[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]			[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]		[redacted]		[redacted]			[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]		[redacted]	[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]		[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]			[redacted]	[redacted]		[redacted]
[redacted]										[redacted]	[redacted]	[redacted]
[redacted]												
	[redacted]	[redacted]				[redacted]	[redacted]		[redacted]		[redacted]	[redacted]
[redacted]										[redacted]	[redacted]	[redacted]
[redacted]												
	[redacted]	[redacted]			[redacted]	[redacted]			[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]
	[redacted]	[redacted]			[redacted]	[redacted]	[redacted]		[redacted]	[redacted]		[redacted]

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

OutServe-SLDN, Inc.
Profit & Loss Detail
January through December 2017

Type	Date	Num	Adj	Name	Memo	Class	Clr	Split	Debit	Credit	Balance
[redacted]											

EXHIBIT W

Donation Receipts

The Benevity Community Impact Fund
A fund of the American Online Giving Foundation

Donation Source Summary and Fee Receipt

Period Ending: October 31, 2017
Disbursement ID: FU5A190MAE
Currency in USD

OUTSERVE-SLDN (521845000)

PROJECT	CLIENT	DONATIONS	MERCHANT FEES	MANAGEMENT FEES	MANUAL CHECK SURCHARGE	SUBTOTAL
[redacted]						

Payment Type: EFT

Note: Please visit causes.benevity.org to view details on your disbursement(s) and enrich your charity profile to increase the chances your charity is found by potential donors.

How are fees deducted? Unless indicated by a footnote, Management and Merchant Fees are deducted from donation amounts.

[1] Management and Merchant Fees paid by Benevity Client
[2] Management Fees paid by Benevity Client
[3] Merchant Fees paid by Benevity Client
[4] Management Fees paid by Benevity Client on unmatched and reward donations
[5] Management Fees paid out of matched amount of match-eligible donations
[6] Management Fees paid by Benevity Client on matched and reward donations

#100 402 11th Ave SE, Calgary, Alberta, T2G 0Y4, Canada
causes@benevity.org | causes.benevity.org

benevity
This document was generated on Benevity's Giving Platform

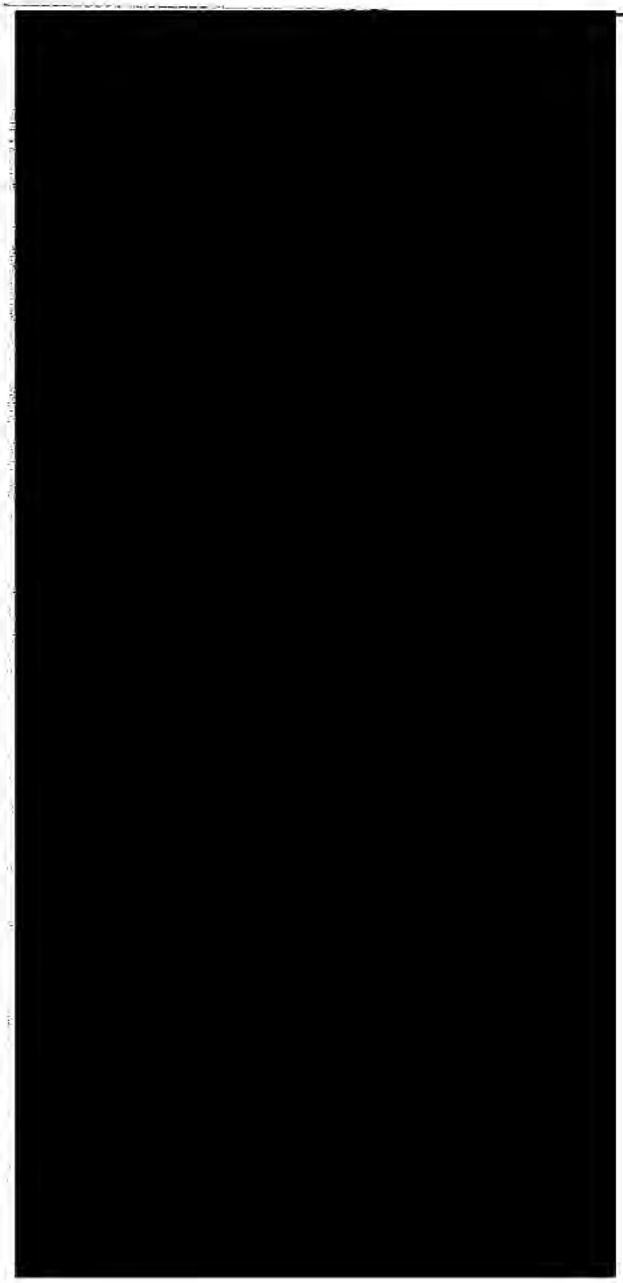
[redacted]

FOR CLEAR COPY, PRESS FIRMLY.
ALL ITEMS MUST BE PROPERLY ENDORSED.

Prepared By:

[redacted]

[redacted]














THE CHECK HAS A MULTI-COLORED BAND AT THE TOP - NOT A WHITE BACKGROUND

[redacted]



[redacted]

OutServe-SLDN, Inc.
PO Box 65301
Washington DC 20035

Invoice

Date	Invoice #

[redacted]

[redacted]

OutServe-SLDN Mail - Virtual Terminal Payment fro[redacted]

OUT[redacted]

[redacted]

Virtual Terminal Payment [redacted]

1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

[redacted]

[redacted]

OUT[redacted]

[redacted]

Virtual Terminal Payment from [redacted]

1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

PAYMENT BY
AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted]

OutServe-SLDN Mail - Virtual Terminal Payment from [redacted]

OUT[redacted]

[redacted]

Virtual Terminal Payment from [redacted]

1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

Payment Receipt

[redacted]

[redacted]

AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted]

OUT

Virtual Terminal Payment from [redacted]

1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

[redacted]

[redacted]

OUT

[redacted]

Virtual Terminal Payment from [redacted]

1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

S[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

OUT[redacted]

[redacted]

Virtual Terminal Payment from [redacted]
1 message

[redacted]

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

[redacted]

[redacted] [redacted]

OUT [redacted]

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org [redacted]

Outserve SLDN
PO Box
Washington, District Of Columbia
(800) 532-

[redacted]

[redacted]

[redacted] [redacted]

OUT

[redacted]

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

OUT

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]



[redacted]

[redacted]

[redacted]

OUT

[redacted]

Virtual Terminal Payment from [redacted]

1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

1/1

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

1/1

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]
1 message

[redacted]

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]

1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

AP

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418

[redacted]

[redacted]

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]

1 message

[redacted]

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

1/1

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]

1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

AP
AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment fron [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

AP
AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY
AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted] [redacted]

OUTSERVE [redacted]

Virtual Terminal Payment from [redacted]
1 message [redacted]

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

1/1

[redacted]

[redacted] [redacted]

OUTSERVE [redacted]

Virtual Terminal Payment fro [redacted]
1 message [redacted]

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

Payment Receipt [redacted]

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted] 1/1

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]

1 message

[redacted]

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

AP

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted] [redacted]

OUTSERVE [redacted]

Virtual Terminal Payment fro[redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org [redacted]

AP
AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY
AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted] 1/1

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment fro[redacted]

1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

AP
AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY
AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]

1 message

[redacted]

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]

1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

AP
AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

1/1

[redacted]

[redacted] [redacted]

OUTSERVE [redacted]

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org [redacted]

AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

[redacted]

[redacted]

OUTSERVE

[redacted]

Virtual Terminal Payment from [redacted]
1 message

receipts@affinipay.com <receipts@affinipay.com>
To: accounting@outserve-sldn.org

[redacted]

AP
AFFINIPAY

Outserve SLDN Inc
PO Box 65301
Washington, District Of Columbia 20035
(800) 538-7418
admin@outserve-sldn.org

[redacted]

PAYMENTS BY
AFFINIPAY

www.affinipay.com
support@affinipay.com

[redacted]

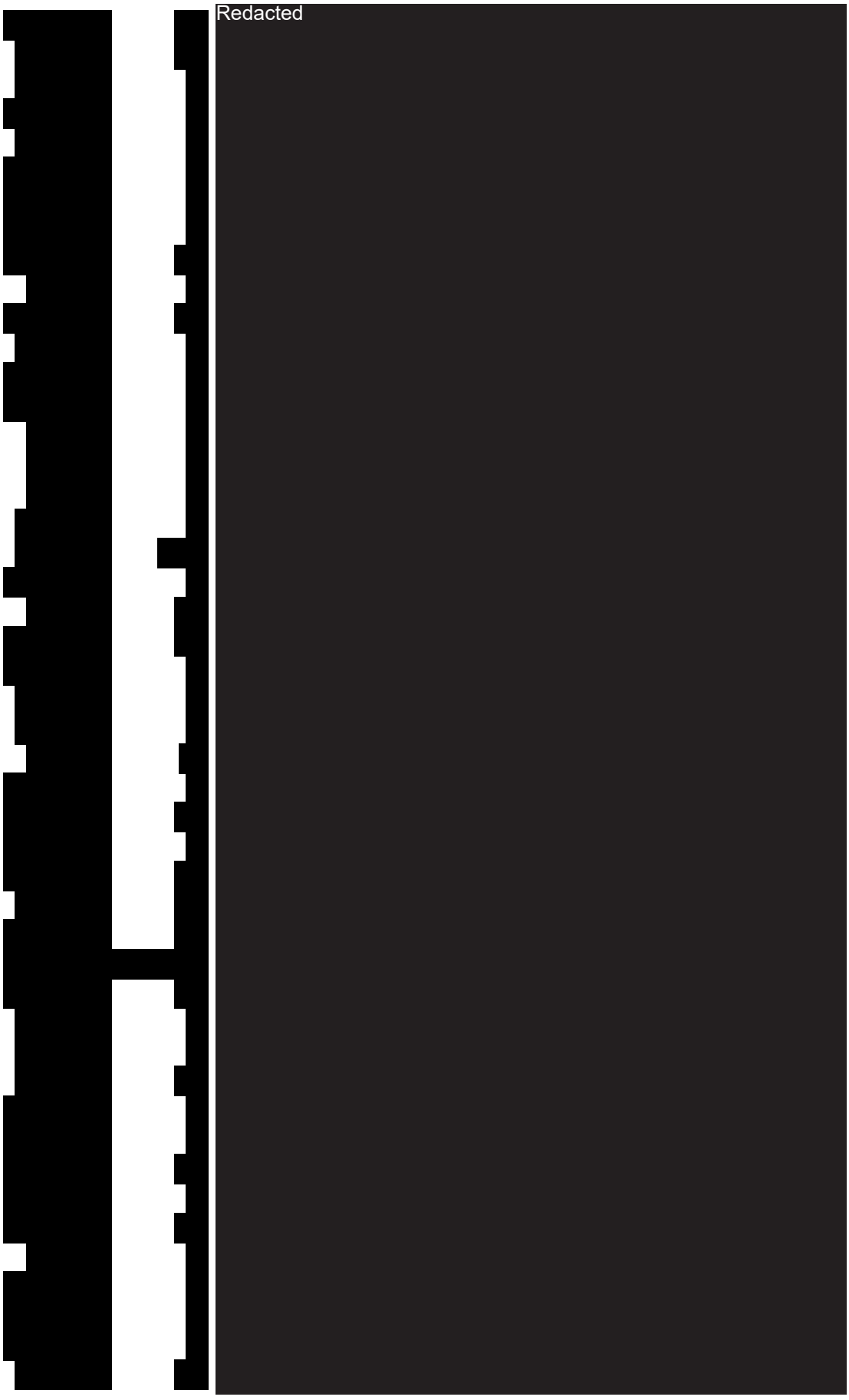
1/1

[redacted]

EXHIBIT X

2018-2019 Donation Records

Date	Gross	From Email Address	Name
[redacted]		Redacted	


Redacted


Redacted


Redacted

EXHIBIT Y

Deposition of Anthony Blevins

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division

- - - - - - - - - - - - - - - - - X

NICHOLAS HARRISON, et al.,	:	
Plaintiffs,	:	
v.	:	Case No.
MARK ESPER, in his official capacity as Acting Secretary of Defense, et al.,	:	1:18-cv-641 LMB-IDO
Defendants.	:	
- - - - - - - - - - - - - - - - -	:	
RICHARD ROE, VICTOR VOE, and OUTSERVE-SDLN, INC.,	:	
Plaintiffs,	:	
v.	:	
MARK ESPER, in his official capacity as Acting Secretary of Defense; HEATHER A. WILSON, in her official capacity as Secretary of the Air Force; and the UNITED	:	Case No. 1:18-cv-1565 LMB-IDO

STATES DEPARTMENT OF DEFENSE, :

Defendants. :

- - - - - - - - - - - - - - - - - - X

Washington, DC

Tuesday, July 2, 2019

[redacted]

30(b)(6) Deposition of OutServe, Inc., by and through its representative ANTHONY L. BLEVINS, a witness herein, called for examination by counsel for Defendants in the above-entitled matter, pursuant to notice, the witness being duly sworn by Rebecca L. Stonerock, a Notary Public in and for the District of Columbia, taken at the offices of the United States Department of Justice, 1100 L Street NW, Washington, DC, at 9:35 a.m., Tuesday, July 2, 2019, and the proceedings being taken down by Stenotype by Rebecca L. Stonerock, RPR, and transcribed under her direction.

APPEARANCES:

On behalf of the United States Department of Justice:

REBECCA CUTRI-KOHART, ESQ.
KERI BERMAN, ESQ.
United States Department of Justice
1100 L Street NW
Washington, DC 20005
(202) 514-0265
rebecca.cutri-kohart@usdoj.gov

On behalf of OutServe and the witness:

PETER E. PERKOWSKI, ESQ.
OutServe-SLDN, Inc.
P.O. Box 65301
Washington, DC 20035-5301
(800) 538-7418
peterp@outserve.org

Also Present:

Claudia Murray, DOJ

your various types of clients?

A. I don't know.

Q. Now, let's turn to the subparagraphs for paragraph 18 regarding delaying and deferring programs. Can you explain the basis for your statements regarding these three program delays?

A. So these are all projects that we built into our strategic plan but had to push back because of the work that we were doing with our HIV clients.

Q. And we'll talk a little bit more about all of these in more detail during the deposition.

Paragraph 19, can you explain the basis for your statement in paragraph 19?

A. Because of that triage system and the fact that we have such a barebones legal staff -- and Mr. Perkowski is the only person on my legal staff that's a barred attorney. Everybody else is either not yet barred or still in law school, so he has to provide a lot of oversight. We've -- expediting the HIV clients in that triage system has caused us to need to -- the timeline to increase for our other potential clients and current clients.

Q. So in this particular paragraph you talk about service to transgender service members. Have you delayed or deferred any service to a transgender service member because of HIV support?

A. [redacted]

Q. Any other instances you've had to delay a service to a transgender service member?

A. I can't recall any others right now.

Q. Why have you decided to prioritize assistance to HIV over assistance to transgender service members?

A. We're very lucky to have a lot of community partners helping us with the transgender service members right now. Like I mentioned earlier, we are the subject matter experts for those that are living with HIV and nobody's really prepared to help

us, so nobody else is helping that community either.

So when we were doing our strategic plan, we decided that we needed to prioritize this community because nobody else was.

Q. Okay. We can set this aside for now, but like the interrogatories, keep this kind of on top.

I want to turn to talking about your membership a little bit more. How many members do you believe that OutServe currently has?

A. We -- we believe there's about 75,000 active members and supporters right now.

Q. 7,000 or 75,000?

A. 75,000 active members and supporters.

Q. At the time the lawsuit was filed, how many members do you believe you had?

A. Oh, gosh. I believe we had 6,100 members. There are so many numbers. Not including the supporters, I believe we had 6,100 members at the time the lawsuit was filed.

Q. And at present time, how many members versus supporters do you believe you have?

A. I would -- I believe we have about 8,000

members.

Q. And that's the non-merged membership, or is that with the merger with the partners? Just -- I just want to be absolutely clear.

A. Sure. Sure. That does not include the merged membership.

Q. So what's your basis for those estimates? How do you come up with those numbers?

A. So we define members as folks that access our services, are in our Facebook groups, identify as both a member of the LGBTQ community and a member of the military or veteran community, are on our newsletters or a member of one of my leadership teams like the board or the MAC.

Q. Okay. So let's break that down. How many individuals do you have subscribe to your various Facebook groups?

A. Oh, goodness. We have about 7,500 subscribed to the aggregate of the Facebook groups, not including the merged members.

Q. Okay. And does that include duplicates, like somebody who might be subscribed to two or three

Facebook groups, or do you think there's 7,500 unique members?

A. I think there's 7,500 unique members.

Q. And how do you get that count?

A. Well, I took into account duplicative members already and decreased the number.

Q. And so -- I'm sorry, I'm just -- even further, do you have a general sense of how many are in each group and then you multiply it by the number of groups? Like, how do you get to 7,300?

A. Yeah. So a general idea of how many are in each group and then multiply that.

Q. So you have how many Facebook groups?

A. We have about 85.

Q. So you're assuming each Facebook group has about 100 people, give or take?

A. Thereabouts.

Q. Is that right?

A. Yes.

Q. Okay.

MR. PERKOWSKI: I just want to interpose a belated objection about the ambiguity of the Facebook

group, because some are not chapters and forums.

BY MS. CUTRI-KOHART:

Q. So how many Facebook groups do you have that you consider a chapter or a forum?

A. Eighty-one.

Q. Eighty-one. And so you would only consider the people in those 81 to be members, not the additional two?

A. No. The additionals constitute my board and my Advisory Council, which I do consider them to be members.

Q. Okay. That makes sense. [redacted]

[redacted]

[redacted]

Q. And how do you reach these numbers?

A. We use a platform called PayPal for donations and we had that list.

Q. In terms of the individual donors you have, how are they solicited?

A. We use a program called Mailchimp where we send out -- it's like a newsletter talking about what we're doing, and at the bottom it says "Donate now," and they can click on that and donate.

Q. And how long have you been using Mailchimp?

A. Since 2016.

Q. And does OutServe get donations from the Combined Federal Campaign as well?

A. We do.

Q. Do you consider those people individual donors, or no?

A. I did not include them in the number [redacted] no.

Q. Would you consider somebody who's donated

through the Combined Federal Campaign a member of OutServe if they otherwise --

A. Yes.

Q. If somebody who otherwise meets your identity criteria donates to the Combined Federal Campaign, would you consider them a member of OutServe?

A. Yes.

Q. How many donations have you received in 2018 through the Combined Federal Campaign?

A. [redacted]

Q. And do you know in 2017 how many you received?

A. [redacted]

Q. Does your board of directors also make appeals for donations?

A. They're supposed to.

Q. When they do make appeals, who do they make appeals to?

A. Usually their networks, their inner circles.

Q. And those people might qualify as members

of OutServe or they might not depending --

A. Correct. Correct.

Q. And how many donors do the board of director appeals generally generate?

A. [redacted]

Q. And what's your basis for your knowledge of that information?

A. [redacted]

Q. Does OutServe use its current work on litigation to solicit donations?

A. I don't believe we have used the litigation. We've used the fact that we're protecting specific classes of members, but I don't think we've ever fundraised off of Harrison v. Shanahan, for example.

Q. And I'm just asking right now about individual donations, just to clarify.

A. Okay.

Q. Does your answer still apply?

A. Yes.
Q. How does the -- your organization define major donors?
A. We consider anybody that donates more than $2,500 a major donor.
Q. And how many major donors did OutServe have in 2018?
A. [redacted]
Q. And 2017?
A. [redacted]
Q. And 2016?
A. [redacted]
Q. And have you had any major donors in 2019?
A. [redacted]
Q. How about donations over $1,000. How many donors in 2019 have you had that have donated over $1,000?
A. [redacted]
Q. And in 2018?
A. [redacted]
Q. 2017?
A. [redacted]

Q. And 2016?

A. [redacted]

Q. So can you approximate what percentage of donors come from -- what percentage of individual donations come from donors donating less than $1,000?

A. [redacted].

Q. How many individuals are on your newsletter mailing list?

A. I think the last number we pulled was 53,000.

Q. Okay. And is your newsletter mailing list and your e-mail list different, or are we talking about the same thing when I say that?

A. The same thing.

Q. And how did you get the 53,000 number? Where did that come from?

A. Mailchimp.

Q. So the Mailchimp will tell you how many people are subscribed?

A. Yes.

Q. And just to repeat it for the record, you don't maintain any form of member database; is that

correct?

A. Correct.

Q. Is there any way to correlate between the various member lists we've just talked about?

A. You could download them and cross-reference.

Q. So, for instance, you could figure out how many of your Facebook subscribers have also donated?

A. Yes.

Q. Do you know how many of your Facebook subscribers have donated?

A. I do not.

Q. Can you tell how many people who have accessed your legal services done something else, like joined a Facebook group or donated?

A. If we aggregated the client list and then compared it to the donations, yes, we could.

Q. But you haven't done that?

A. We have not.

Q. At the hearing Judge Brinkema actually specifically asked if there was any attempt to link the donors with people who have participated with

OutServe in another way, such as joining a chapter or getting a newsletter.

Have you made any effort to do that?

A. We did make efforts to do that.

Q. And what were the results?

A. So we downloaded the lists, and after we removed all of the PII, the personal identifiable information, there was no information that we could then push forward. Because we don't ask the members that are donating or on -- identify as -- we don't ask the members donating if they're a member of the military, veteran community or identify as LGBT.

Q. So there was -- in the end, there was no way for you to link the two together?

A. Agreed.

Q. We've also talked before about the benefits of being a member of OutServe. Can you go ahead and summarize those for us?

A. Sure. So the biggest benefit, in my opinion, is the sense of community. We are going through something very specific that not everybody in the broader population is able to understand. So

being with folks that experience the same thing often helps quell any discomfort that they're experiencing in their service.

We also provide a lot of education-based services. So helping folks learn how to be better advocates for themselves, advocate better in their community, and teach others to advocate for them as well.

And then we -- access to information. So we consider ourselves, again, the subject matter expert in these areas. So being able to have them know that we're a resource for them is really important.

Q. In terms of the education programs and the access to information, are those available to non-members?

A. The access to information is always. The education is most of the time.

Q. And what type of education programs are available to members only?

A. Specifically when we're holding, for example, an event specifically for the LGBT military

community, everybody attending that is considered a member. And we provide education resources at that point that non-members are not availed to.

Q. So in those events a member couldn't bring a guest or anything like that?

A. They certainly could bring a guest. I don't -- I can't recall any instance where a member has brought a non-member as a guest right now, though.

Q. But if a non-member wanted to come, they wouldn't be barred from coming?

A. No.

Q. In the past, OutServe has had annual conferences; is that correct?

A. Yes.

Q. When was the last time there was an annual conference?

A. 20 -- last year, 2018.

Q. And so it's still an annual event to hold a conference?

A. Yes.

Q. What's the purpose of the conference?

A. It's largely education-based. So we, again, want to bring the community together so they can interact with each other again, because we're spread throughout the world. And then we bring in a lot of -- a lot of advocates to come speak, folks to give presentations, stuff like that.

Q. When in 2018 was your conference?

A. Oh, dear. I believe it was in October 2018. Let me think one second. Sorry.

Might have been June 2018. I don't remember.

Q. We can get clarification at the next break.

Do you remember how many people attended the 2018 conference?

A. Not very many. Only about 1,000.

Q. And then in 2017, do you know how many people attended that conference?

A. I would estimate about 1,000 attended that conference as well.

Q. And is the conference open to both members and non-members?

A. Yes.
Q. And so there's no criteria in terms of registering for the conference to have a military identity?
A. No.
Q. And there's no requirement to have an LGBTQ identity?
A. No.
Q. Or HIV-positive identity?
A. No.
Q. Who decides what sessions occur at the conference?
A. We work with the board of directors. We establish, like, a committee of sorts, we receive proposals and we may specific asks of folks, and then that's how we decide what the panels are.
Q. By "receive proposals," who makes the proposals for sessions at a conference?
A. So we usually do an open call where we'll say, "If you're interested in presenting at the conference, tell us what you want to talk about here," and it's usually a web forum.

Q. And who does that call go out to?
A. We usually push it out through our -- through the Mailchimp and through Facebook.
Q. Okay. So it goes to everybody on Facebook and everybody on your 54,000-person subscriber list?
A. Yes.
Q. And in practicality, who generally submits proposals for sessions?
A. It's usually advocates. So folks that are doing work in the space already and want a platform to continue pushing out their work.
Q. Who -- we've already talked about this. Do your board members attend the conference?
A. Most of them, yes.
Q. Do your chapter leaders attend the conference?
A. Some of them do, yes.
Q. And what do you mean by "some of them"?
A. It's difficult for folks to get leave in the military. So folks that are near wherever we're holding the conference often will or folks will take leave in order to attend the conference. But not all

MS. BERMAN: I just want to mention before your attorney writes anything else on that, we are going to take his notes. So --

MR. PERKOWSKI: That's fine.

MS. BERMAN: -- we would take your notes, too.

MS. CUTRI-KOHART: Thank you, Keri.

This is a large printout. We'll call this Exhibit Number 4.

(Blevins Exhibit No. 4 was marked for identification.)

BY MS. CUTRI-KOHART:

Q. Do you recognize this?

A. I do.

Q. What is this?

A. This is the 2014 survey, I believe.

Q. And just for the record, I have only printed out the surveys and responses and there were a bunch of redacted names and I just didn't to save trees. Is that okay with you?

A. Yes, ma'am.

Q. This survey was conducted in 2014; is that

correct?

A. Yes.

Q. Is this the first time, to your knowledge, that OutServe has ever conducted a survey like this?

A. Yes.

Q. Why did OutServe conduct this survey?

A. In order to get input from our members into the direction of the organization and figure out how we can better serve them. Additionally, who -- how are the members identified.

Q. Who was the survey sent to?

A. Our members. So through SurveyMonkey -- the SurveyMonkey was sent through Mailchimp and through Facebook.

Q. So it was sent to everybody on our mailing -- e-mail list?

A. Yes.

Q. And everybody on your Facebook pages.

A. Yes.

Q. And at that time, how many people was that?

A. 2014. I would estimate that we had about

5,000 in the Facebook groups and we only had about 20,000 in the mailing list.

Q. And on the mailing list you had no way of knowing which of those people would qualify as members or not members; is that correct?

A. That's correct.

Q. Can you tell me which of these survey questions were designed to elicit information on the direction that OutServe should follow?

A. So question 9, what are our strengths, we asked this question so we could see what the membership liked about what we do so we can continue doing that.

Question 11 where we asked them what they thought future considerations for the organization would be.

MR. PERKOWSKI: I'm just laughing at some of the written responses. Kind of funny.

THE WITNESS: Question 12, we asked them specifically to put in their words what would help us continue to be a strong and viable organization.

Did you want me to go through and point

out all of them, by the way?
BY MS. CUTRI-KOHART:
Q. Yes.
A. Okay.
MR. PERKOWSKI: Whoever -- we don't need that recorded.
THE WITNESS: Question 13, what are our obstacles and challenges.
BY MS. CUTRI-KOHART:
Q. You can go ahead and look through the rest of the questions, but I think the rest have to do with donations. Go ahead and take a quick look to make sure you're not missing anything.
A. Thank you. I would consider 18, what compels you to give to an organization, especially the comments that indicated that they liked a specific program. And that is it.
Q. How were these survey questions chosen?
A. There was a team that came together and figured out what they wanted to know from the membership. And they drafted a bunch of questions, they were reviewed, and then the questions that they

deemed were duplicative or didn't get information that they needed for the organization were removed.

Q. And the decision was made not to add any demographic questions regarding HIV status?

A. Yes.

Q. And this was before OutServe took on HIV advocacy, correct?

A. That's correct.

Q. And there was no questions in this survey regarding OutServe conducting impact litigation; is that correct?

A. Correct.

Q. Why was the decision made not to ask any questions regarding OutServe conducting litigation?

A. At that time we didn't have an in-house legal counsel, so they were -- at that time, the organization was really focused on programs for the community that were not litigation intensive; so adjudicative programs, for example, more advocative. So that's why they focused the survey in that manner.

Q. And why did the survey not have any questions on it regarding HIV status?

A. I'm not sure.
Q. Has OutServe conducted any more recent survey than this?
A. We actually just launched one.
Q. And we'll get to that in a minute. Between then and now, has OutServe conducted any surveys like this?
A. No, they did not.
Q. How did OutServe use the -- this survey?
A. This survey was used by my predecessor during his strategic -- oh, gosh, I can't think of the word -- planning, sorry, when he was doing his strategic planning to see what was of interest to the membership and how we could move the organization forward.
Q. And how did the results of this survey influence his strategic planning?
A. Other than providing insight into what was important to the membership, that's all.
Q. And did the executive director take into consideration that a large number of the percentage of the survey participants had no military experience

and so didn't qualify as members?

A. I'm not sure.

Q. Let's talk about your more recent survey. So you are conducting a survey right now?

A. Yes.

Q. When did the survey announcement go out?

A. Two weeks ago.

Q. How many questions are on the survey?

A. Eighty-five.

Q. And how did you come up with the questions?

A. So we've been working on the survey for a while actually, and we started with a list of, like, 120. And then I had a committee come together and figure out which ones were duplicative or didn't provide information necessary, because we were really concerned about fatigue with folks going through the survey, not getting accurate results.

Q. Who was that survey sent to?

A. Our members.

Q. And how was it sent to your members?

A. We sent it through SurveyMonkey and

through social media.

Q. So through the Facebook groups?

A. Yes.

Q. Was it also sent to your e-mail list?

A. Yes.

Q. So again, you could get a good number of answers from people who don't qualify as members --

A. Yes.

Q. Was it sent out any other way besides through the e-mail list and through social media?

A. We asked a few community partners to share it with their LGBT-identifying folks. For example, the Oregon Department of Veterans Affairs shared it. And I believe it was also shared on our Twitter account.

Q. So it was shared to the general public in some ways?

A. Yes, ma'am.

Q. Did the survey ask demographic questions so that you could identify which survey answers qualifies members?

A. Yes.

Q. What other demographic questions does the survey ask?

A. I'm not sure I understand your question.

Q. What does the survey ask about the demographics of the participants of the survey?

A. So we ask what branch they're in, what -- if they consider themselves active, reserve, veteran, spouse. And then I believe we have a question about age on there, sexual orientation, gender identity, location, so where they're stationed or living. I believe we have a question about race or national origin. I think that's all the demographic questions.

Q. Did you ask about HIV status?

A. I actually don't believe we asked them to identify whether or not they're positive.

Q. In terms of the substantive questions that are being asked, did you ask any questions about OutServe's participation in impact litigation?

A. I don't believe so, no.

Q. Did you ask any questions about OutServe's HIV advocacy efforts in general?

A. The questions that we asked surrounding HIV were more how do you feel about folks living with HIV active -- serving openly and being able to deploy. So the questions were more tailored towards getting the members' opinions as opposed to getting their opinions on the work we're doing.

Q. Can you explain a little bit more about what you mean by that?

A. Sure. So we really pride ourselves on trying to get as much information from the membership as we can when we move forward with our strategy -- sorry. We pride ourselves in getting as much information as we can when moving forward with our advocacy efforts, and we want to make sure that the work that we're doing is representative of our membership.

So we ask them, one, to say how they felt about certain issues, because that shows us, one, if it's going to be a bigger issue that we can tackle, or two, if it's an education issue and we can start focusing on education in our own community.

Q. Why don't you just ask the members

directly what they think OutServe should be doing?

MR. PERKOWSKI: Objection. Lacks foundation.

THE WITNESS: Do you want me to answer?

MR. PERKOWSKI: (Nodding head.)

THE WITNESS: I don't think that would give us the information that we're looking for. We're really looking for how to become more proactive. And most of the time when you ask people what do you think we should be doing, it's a very reactive question. So it pigeonholes us into being that reactive organization which we're trying to move out of.

BY MS. CUTRI-KOHART:

Q. I know you're not going to be able to remember all 84 questions, but can you give me the topic areas that you're asking questions about?

A. Sure. So we do ask about folks that are living with HIV. We ask about folks that identify as transgender, so open transgender service. We have questions in there for military caregivers -- or military and veteran caregivers, excuse me, so folks

that are caring for somebody that identifies with our community.

A question about kids. So actively serving and veterans with kids. And then we ask about specific programs that we already have in place and whether they've been accessed and if they did access them, what their thoughts were.

Q. Can you give me an example of those types of questions?

A. Sure. So we have a -- Mil Pride, for example, is one of our programs specifically for kids -- LGBTQ kids of straight and cisgender actively serving folks. So we ask them if they've accessed that.

We have another program called Rainbow Shield, which is -- which is, like, an education campaign teaching, like, folks how to -- cultural competency around LGBT and HIV issues. We ask if they've accessed that and what their thoughts were.

Q. Do you ask any questions about OutServe's priorities?

A. I don't believe so.

Q. Did you ask any questions regarding what type of advocacy OutServe should or should not be doing?

A. No.

Q. Did you ask any questions about -- when you asked questions about -- you mentioned before about the personal experiences of people with different programs. Did you ask them questions about whether those programs should continue or be changed?

A. No. We just asked what their -- we invited opportunities for improvement, but we didn't ask them whether they should be continued.

Q. Did you ask about the need for any new programs?

A. I don't believe so.

Q. And just to circle back, why didn't you directly ask members what OutServe should be doing or prioritizing?

A. Because it would pigeonhole us again into that reactive state which we're trying to break out of. We want to become more proactive and address the needs of the community before they become issues.

Q. So did you ask directly what the community needed?

A. Not through this survey, no.

Q. In any other way?

A. Yes. I host monthly -- I call them family meetings, virtual family meetings where I talk about our initiatives and invite feedback, questions. I get a lot of feedback in that manner.

We also get a lot of posts on our Facebook pages about what members think we should and should not be doing, so we get feedback through that manner. People will reach out to their chapter leaders and provide feedback on what we should and should not be doing, which then gets moved up the chain through my operations managers up to me. And people also contact the Military Advisory Council with info.

Q. Has OutServe changed its priorities or programs as a result of your family meetings?

A. Yes. We did not know that caregivers were such a big issue until people started asking for support.

Q. And so what has OutServe done?

A. We're in the process right now of developing a new program specifically for caregivers focused on educating the service providers to make sure that caregivers get the support that they need. But also in honoring the caregivers, because the work that they're doing is incredibly difficult and we want to make sure that they know that they have a community.

Q. With respect to feedback you have received on Facebook, have -- has OutServe changed its programs or priorities as a result of that feedback?

A. Yes. For our chapters we got a lot of feedback indicating that the name chapter didn't really give them the relevancy that they needed to succeed within their area of operation, for example, because people thought they were super low down on the totem pole. So we changed what we call the chapters and the titles for their leaders specifically for that.

Q. What did you change them to?

A. Regional director.

Q. In terms of -- you said you have feedback

that filters up to you through the chapter leaders. Have you changed your programs or priorities in any way through that feedback?

A. Yes. Pride was not -- Pride is the June celebration, the festivals and parades and stuff -- historically was not as large of a priority as it was this year. And we learned that folks didn't feel they had a space under this administration to be openly LGBTQ and military veteran. So we instituted a lot of programming last month in order to help honor that specific identity.

Q. How about feedback that you've received from the Military and Veterans Advisory Council. Have you changed any programs or projects as a result of that feedback?

A. So I use them mostly to advise on projects that I'm currently working on. And I certainly incorporate all of their feedback into what I'm working on. For example, we stopped call it cultural competency and now we call it cultural resiliency because of them. We changed some of our marketing because they echoed that it alienated a certain

aspect of our community, for example. Stuff like that.

Q. Besides what we've just talked about, there are any other instances in which you have changed OutServe's programs or priorities as a result of feedback?

A. No.

Q. Okay. Let's talk about your board of directors. If you want to go back to your declaration, which is Exhibit 3, paragraph 20. It starts on page 8 and goes to page 9.

A. Thank you.

Q. In this paragraph you talk about the -- that OutServe does not have resources to conduct an annual board election through its membership ranks; is that correct?

A. Correct.

Q. Why is that?

A. We have -- we have so many members and, as you've pointed out, we use Mailchimp in order to disseminate a lot of that information. And right now we don't have that broad database to differentiate

between who is a member and who is not. And it would be too cumbersome for to us try and distill that information right now.

Q. So is the only reason that you don't hold board elections because you don't have a member database to see who can vote?

MR. PERKOWSKI: Objection. Form.

THE WITNESS: I have actually never considered that question, so I don't know.

BY MS. CUTRI-KOHART:

Q. Are there any other reasons you can think of why you have never held a board election?

A. So to be clear, we do elect the board members, just not including -- okay.

Q. Let me reframe the question.

When you talk in this paragraph about the lack of resources to conduct an election of the general membership to elect board members, is the only reason -- the only lack of resources your lack of a member database?

A. The lack of a member database and the lack of time and resources in order to distill the votes

received from our thousands of members.

Q. So are those the only reasons that you've chosen not to hold a general membership election?

A. Yes.

Q. Has the OutServe board ever talked about holding a general membership election?

A. Not to my knowledge.

Q. Have you as the executive director or with OutServe staff ever talked about holding a general election?

A. No.

Q. Has the Military Advisory Council ever talked about holding a general election?

A. No.

Q. Would it require you to change the bylaws before you conducted a general election?

MR. PERKOWSKI: Objection. Calls for a legal conclusion.

THE WITNESS: I don't think so. I don't believe so.

BY MS. CUTRI-KOHART:

Q. But it would require you to identify which

people would be eligible to vote as members to hold a general election?

A. Correct.

Q. Is there anything else that you can think of that you would need to do to conduct a broader membership vote?

A. Establish the infrastructure for it. So setting up the -- how the votes are going to be recorded, how we're going to cipher out who are the members and who are not. Otherwise no.

MS. CUTRI-KOHART: Can I get the board of director list for 2018?

I've got it right here. Never mind.

THE WITNESS: Do I still need this, ma'am?

BY MS. CUTRI-KOHART:

Q. You will need it again, but just put it aside for now. I've got the board of director list for 2018. This is Exhibit 5.

(Blevins Exhibit No. 5 was marked for identification.)

BY MS. CUTRI-KOHART:

Q. Looking at the board of director list, can

donations, excuse me. [redacted] as well.

BY MS. CUTRI-KOHART:

Q. Okay. These board members, did any of them don't before they became a board member?

A. Yes.

Q. Which ones?

A. [redacted]

MR. PERKOWSKI: (Indicating.)

THE WITNESS: I know I went through that quickly. Do you need me to say --

BY MS. CUTRI-KOHART:

Q. Nope. I'm good. And we have it on the record.

Are all your board members subscribed to your e-mail list?

A. Yes.

Q. Were they subscribed to your e-mail list before they joined the board?

A. No.

Q. I don't need the names of the people that weren't.

Have any of your board members accessed your legal services?

A. Yes.

Q. Who?

A. I just wanted to make sure I could answer that. Yes, [redacted]

[redacted]

A. [redacted].

Q. Any other board members access your legal services?

A. Not to my knowledge.

Q. [redacted].

Q. Let's now talk about the Military Advisory Committee. Can you tell me all the names by which

this committee has gone by?

A. Yes. So there's the Military Advisory Committee, the Military and Veterans Advisory Committee and colloquially it's known as the MAC, M-A-C.

Q. So if I use any of those names, we're talking about the same group?

A. Yes.

Q. I just wanted to also put that on the record.

So we've talked before about how this committee was reformed in 2017, correct?

A. Yes.

Q. When was it originally active before 2017?

A. Like, when it was established, is that what you --

Q. Yes. When was it established?

A. The late '90s.

Q. And when did it lapse?

A. In 2014.

Q. And the --

A. No, excuse me, sorry. 2013.

Q. And when you say it was established in the late '90s, was that under the OutServe umbrella or the SLDN umbrella?

A. SLDN.

Q. So it was originally part of SLDN?

A. Yes, ma'am.

Q. Has the membership of this council ever been asked to advise the board on specific initiatives?

A. Yes. That's their charge.

Q. So which initiatives has -- have the Advisory Council advised the board on?

A. So the board has specifically asked the Advisory Council to help us become more proactive. So the survey that we're relaunching that fell underneath them, and it's -- they're helping us identify the situations in which we can better serve our members before they become issues.

Q. Was the survey the Advisory Council's idea, then?

A. Yes.

Q. And they approached the board and asked to

conduct the survey?

A. Kind of. They provided a recommendation to the board that the staff conduct the survey.

Q. And was the Advisory Council involved in selecting the survey questions?

A. Yes.

Q. How so?

A. My staff and myself wrote the initial questions and then we gave it to the Advisory Council to do an overview. And then they picked which questions were removed and which questions should be added.

Q. And so they added questions to the survey?

A. They did.

Q. Any other initiatives generated in the Advisory Council that the board has adopted?

A. Yes. We call it the regional director toolbox. It's like a virtual sort of knowledge repository for all of my regional directors to make sure they have everything they need, which did not previously exist.

Q. And that was an idea of the Advisory

Council?

A. Yes.

Q. And what is the status of that project?

A. We're hoping to launch it in October. So right now we're just bringing together all the information, we're completing the handbook.

Q. And is it your staff that's preparing that or is it other Advisory Council members?

A. Both. So my staff is leading the project and then we have a few members of the Advisory Council that are helping.

Q. Any other initiatives that came from the Advisory Council?

A. Just those two.

Q. Has the board ever consulted with the Advisory Council regarding financial decisions of OutServe?

A. No.

Q. Has the board ever consulted with the Advisory Council regarding its priorities as an organization?

A. Insofar as how we should communicate them,

yes, but not what should not be a priority.

Q. So the Advisory Council has not given any feedback to OutServe as to what the organization's priorities should be?

A. Not what they should be, no.

Q. Has the board ever asked the Advisory Council to prioritize its financial allocations one way or the other?

A. Has the board asked the Advisory Council --

Q. For advice on how to prioritize its financial allocations?

A. No.

Q. Has the board ever asked the Advisory Council for a recommendation on litigation?

A. No.

Q. And by "litigation," has the board ever asked the Advisory Council whether or not OutServe should be involved in any lawsuits?

A. No.

Q. Has the board ever asked the Advisory Council if OutServe should prioritize impact

litigation versus education, for instance?

A. No.

Q. Has the board asked the Advisory Council for any strategic direction advice?

A. Yes. Mostly surrounding support of our membership. So the charge, again, was for them to help us be more proactive, and they viewed that as being how we can support the members better. So they provide advice to the board on what elements we can continue producing for them.

Q. As a part of those recommendations, does the Advisory Council recommend one form of support for members over other forms?

A. I'm not sure I understand the question.

Q. When the Advisory Council is offering suggestions on supporting the members better, does it prioritize the type of support that the board should focus on?

A. It provides recommendations. So yes, I think that would answer your question.

Q. Has the board adopted those recommendations?

A. Yes.
Q. Always or sometimes?
A. No. It's up to the discretion of the board.
Q. Back to litigation. Has the -- had either you or through the Advisory Council asked the general membership of OutServe whether the organization should prioritize litigation versus education programs?
A. No.
Q. Does the Military Advisory Council take minutes?
A. They're supposed to, I'm sure. I think they did once.
Q. Does the Military Advisory Council prepare any form of written recommendations?
A. No.
Q. So how do they communicate to the board?
A. The chairs of the Military Advisory Council are ex officio members of the board.
Q. So only through those chairs' participation in board meetings?

A. Correct.
Q. Do those chairs participate in every board meeting?
A. Yes.
Q. Since when?
A. Since the MAC was introduced in -- late last year.
Q. Are they a required attendee at the board meetings?
A. They don't qualify for a quorum, but they're expected to be there.
Q. Is one MAC co-chair present at every board meeting?
A. Yes.
Q. You mentioned they're ex officio. What does that mean?
A. So they're allowed to engage in conversations. They're not allowed to vote and they're not privy to executive session, much like myself.
Q. So they can be excluded from executive sessions?

A. Yes.
Q. Can they be excluded from other board meetings besides executive sessions?
A. No.
Q. Can they make a motion for the board to consider taking a certain action?
A. They cannot make a motion. They can make a recommendation.
Q. And then a board member would have to adopt that recommendation to make a motion?
A. Yes.
Q. Can they propose agenda items for the board meeting?
A. Yes.
Q. How are the co-chairs of the MAC selected?
A. Because this is the inaugural MAC, I selected them. I asked key leaders within the community. Moving forward, it's going to be an election based on folks that are added to the MAC. So the MAC elects their own leaders.
Q. But right now they haven't?
A. Correct.

Q. When is the election going to be held?
A. It's a two-year term. So not this coming October, but the following October.
Q. So in October of 2020 the co-chairs will be elected --
A. Yes, ma'am.
Q. -- by the other members of the MAC?
A. Yes.
Q. Will the MAC members still be selected by you?
A. No. It'll be a nomination process similar to the board of directors where people can self-submit their names or members can nominate other members.
Q. And then who would select from the nominations?
A. The nominations committee of the board.
Q. So the board will select the members of the MAC?
A. Yes.
Q. Besides the MAC co-chairs participating in the board meeting, does feedback go from the MAC to

the board in any other way?

A. Through myself.

Q. And so a Mac member might tell you something verbally?

A. Usually over the phone.

Q. Do they ever e-mail you?

A. Sometimes, yes.

Q. And then you would pass that feedback to the board?

A. Through my chairs.

Q. Sorry?

A. Through my board chairs.

Q. Through your board chairs. Would you ever forward an e-mail?

A. I don't think I have before. I've usually just taken the feedback and incorporated into an e-mail I'm already sending.

Q. Okay. Is there any other way the MAC would provide any form of documentation regarding the recommendations?

A. No.

Q. I have the MAC membership list here. I

think it's Exhibit 6.

(Blevins Exhibit No. 6 was marked for identification.)

BY MS. CUTRI-KOHART:

Q. This was the list that we got back in February. Are there new members of the MAC?

A. Is this post-merger with AMPA or --

Q. This is pre-merger with AMPA.

A. Pre-merger, no.

Q. But you have had some new members join after the merger?

A. Yes, ma'am.

Q. How many people?

A. One.

Q. Who is that?

A. Her name is Emma Shinn.

Q. And she is a member of AMPA, but wouldn't qualify as a member of OutServe?

A. No, ma'am. She -- we had an opening because Ashley Broadway-Mack became the chair of my board. So Emma Shinn was a recommendation from her colleagues on MAC.

Q. Okay. How does Emma Shinn identify?
A. She/her. [redacted]
Q. Got it. [redacted] And she/her?
A. She/her.
Q. Of the members of your -- of the members of the MAC -- we'll just call it that for now -- how many of these people have donated to OutServe?
A. Ooh. Do you want me to list their last names again or just count?
Q. You can just count.
A. Including the ex officio members, 18.
Q. Are any of them donations over $1,000?
A. Is that a onetime donation or the aggregate over a year?
Q. Aggregate over a year.
A. [redacted]
Q. How many?
A. [redacted]
Q. Who is that?
A. [redacted]
Q. Any of the members of your board, are they members of your Facebook chapters or forums -- of the

MAC, I'm sorry, are members of your Facebook chapters or forums?

A. Yes, all of them.

Q. All of them. Do they all subscribe to your newsletter?

A. Yes.

Q. Have any accessed your legal services?

A. [redacted]

[redacted]

[redacted]

Q. You stated in the past that members of the Military Advisory Council all qualify as members of OutServe. That's correct?

A. Yes.

Q. Is that a requirement for joining the Military Advisory Council?

A. Yes, it is.

MS. CUTRI-KOHART: This is Exhibit 7.

(Blevins Exhibit No. 7 was marked for identification.)

BY MS. CUTRI-KOHART:

Q. We have several variations of this in our production. Is this current or is this old?

A. Let me just double-check.

This is current insofar as pre-merger. The amendments have just been for the name OutServe-SLDN.

Q. Okay. So what I'm looking at is current

pre-merger with -- tell me the name of the organization again.

A. American Military Partners Association.

Q. So this would have been current as of the time the lawsuit was filed through about February of this year?

A. Yes, ma'am.

Q. Let's turn to section 4 -- yeah, section 4. It's on page 3. It talks about membership in the Advisory Council. It includes former cabinet level or assistant secretary level officials in the DoD or intelligence service. Those people could be civilians that don't qualify as members of OutServe; is that correct?

A. That is correct.

Q. However, you've never had somebody like that serve on the Advisory Council?

A. No.

Q. And it's the same with spouses, they wouldn't -- at the time wouldn't have qualified as a member of OutServe, but in theory could serve on the Advisory Council?

A. So we do consider spouses to be members. Yes, we do consider spouses to be members. And I do have spouses on the Advisory Council.

Q. You consider spouses to be members of OutServe pre-merger?

A. Oh, no, not pre-merger. Sorry.

Q. Yeah, sorry. So pre-merger you could have had spouses on the Advisory Council that did not qualify as members of OutServe?

A. Yes.

Q. Actually, let's go back to your member list for the Advisory Council, Exhibit 6. Were any of these people on this list spouses that didn't otherwise have a military identity?

A. Yes.

Q. Who?

A. [redacted]

Q. So those people served on the Advisory

Council pre-merger?

A. Yes.

Q. And they would not have qualified in the identity group required to be an OutServe member because they weren't in the military.

A. Correct. They didn't have the military affiliation or the veteran affiliation.

Q. But they had an LGBTQ identity.

A. Yes.

Q. Section 5.

A. Sorry, what are we looking --

Q. Sorry. Back on Exhibit 7, section 5. Underneath the membership, it talks about selection of the Advisory Council. When you initially formed the Advisory Council, who selected the members?

A. So my predecessor and I decided to do the Advisory Council during his transition period. We contacted a few folks and asked them to self-nominate and then the board approved who was going to be on that inaugural MAC list.

Q. And then when you say a nominating committee -- when this says a nominating committee

here, in the future that committee will be formed by Advisory Council members?

A. Yes.

Q. But they're going to be voted on by the board?

A. Yes.

Q. So that will change, because right now it says they're voted on by the council.

A. Yes. They'll be voted on by the board.

Q. So they will -- will there ever have to be a vote of the council before the nominations go to the board?

A. No. The only time that the council would vote on membership would be if they wanted to remove a member for some reason.

Q. So the council could vote to remove a member and that member would be removed?

A. Yes.

Q. Without board involvement?

A. Yes.

Q. Section 6, it talks about diversity. The last sentence says it could be open to all qualified

BY MS. CUTRI-KOHART:

Q. Okay. I will get their names and read them to you after the break --

A. Thank you.

Q. -- and then we can -- you can tell me if any of them are on the Advocacy Council.

A. Thank you. I appreciate it.

Q. Okay. Let's move on to the chapter leader guide.

MS. CUTRI-KOHART: Actually now is a good time for a break.

(Recess.)

MS. CUTRI-KOHART: All right. Let's get started. So I have Exhibit Number 9 here.

(Blevins Exhibit No. 9 was marked for identification.)

BY MS. CUTRI-KOHART:

Q. So again, this is another document that I have several copies of. Is this the current chapter leader guide?

A. So we're working on a new one right now, and that new one hasn't been released yet. But this

is what's being used right now, yes.

Q. Okay. So this is as of right now, but it is being revised. What revisions are you incorporating?

A. Best practices, examples on how to involve membership, stuff like that.

Q. And was this chapter leader guide current when the Harrison lawsuit was filed?

A. Yes.

Q. And presumably also the Roe lawsuit?

A. Yes.

Q. Let's see. Let's turn to -- oh, actually section 1, part A, the very first sentence, what does it mean by chapter/forum will designate a chapter/forum leader?

A. So being a chapter leader with OutServe is an extra duty that folks pile on on top of their, like, work and family duties. So we have folks that will self-nominate themselves and they'll go through an interview process through my operations managers and then through myself, and then they'll be appointed into the position.

Q. Okay. So the chapter/forum doesn't select its own leader, but they can designate somebody for you to consider?

A. Yes. And they can also vote to remove them.

Q. And if they vote to remove them, is that binding?

A. As the ED, I have the discretion, the final say. But every time there has been a vote to remove the leader, I have removed that leader.

Q. How many times in the last few years has a leader been removed?

A. Once.

Q. Once? What were the circumstances?

A. The individual was being exclusive of some of our membership. So not allowing some of our members to participate.

Q. And how did that come to your attention?

A. There was a vote, and a member of the chapter came to me and said this isn't working. They need to be removed.

Q. We've talked a little bit about your

chapter leaders passing member feedback to either you or the board of directors. Do they do that via e-mail usually?

A. Yes.

Q. And so you get e-mails and then do you forward those e-mails or do you summarize them? What do you do?

A. Usually summarize -- we have so much e-mail traffic. All of the feedback that I get I usually summarize into another e-mail that I send out.

Q. How else do the chapter leaders give you feedback?

A. So my operations managers are a non-paid position and they're also chapter leaders and they sit as ex officio members of my MAC. So they're there for every MAC meeting as well.

Q. So they gave their feedback to the MAC?

A. They can. They can give it to either the MAC or myself.

Q. And is that usually verbal?

A. Yes.

Q. That's all I have to talk about on the chapter leaders.

We're going to turn to OutServe's financing. What accounting software does OutServe use for its financing?

A. It's changed a few times. Right now it's QuickBooks online.

Q. And when did you start using QuickBooks?

A. 2017.

Q. And what did you use before that?

A. There was an internal document that was used. I think they used Excel.

Q. And how long was that used?

A. For the majority of the organizational history.

Q. And your financials are reported in yearly periods ending on December 31st; is that correct?

A. Yes.

Q. And do you use the accrual method of accounting?

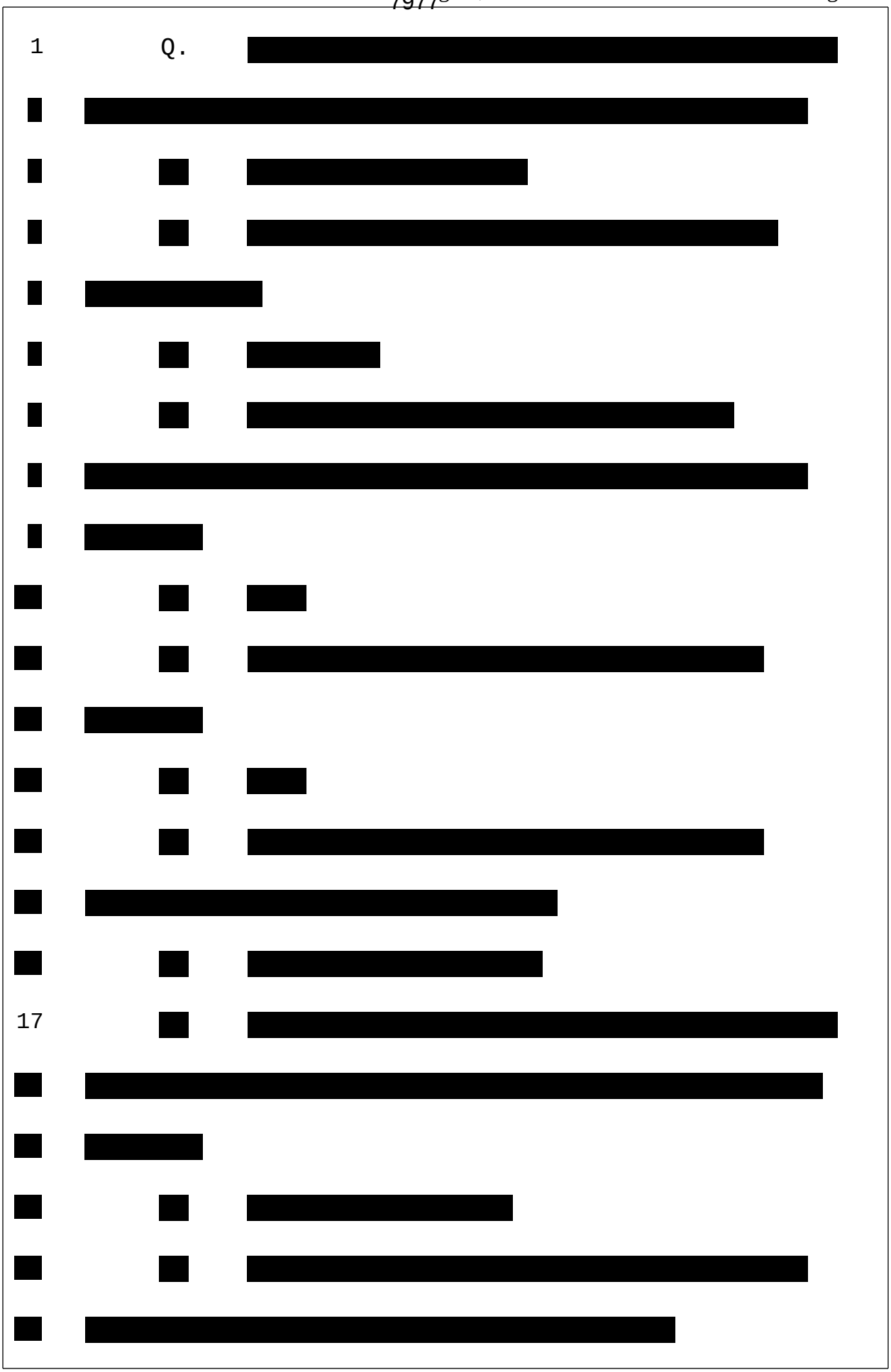
A. Yes.

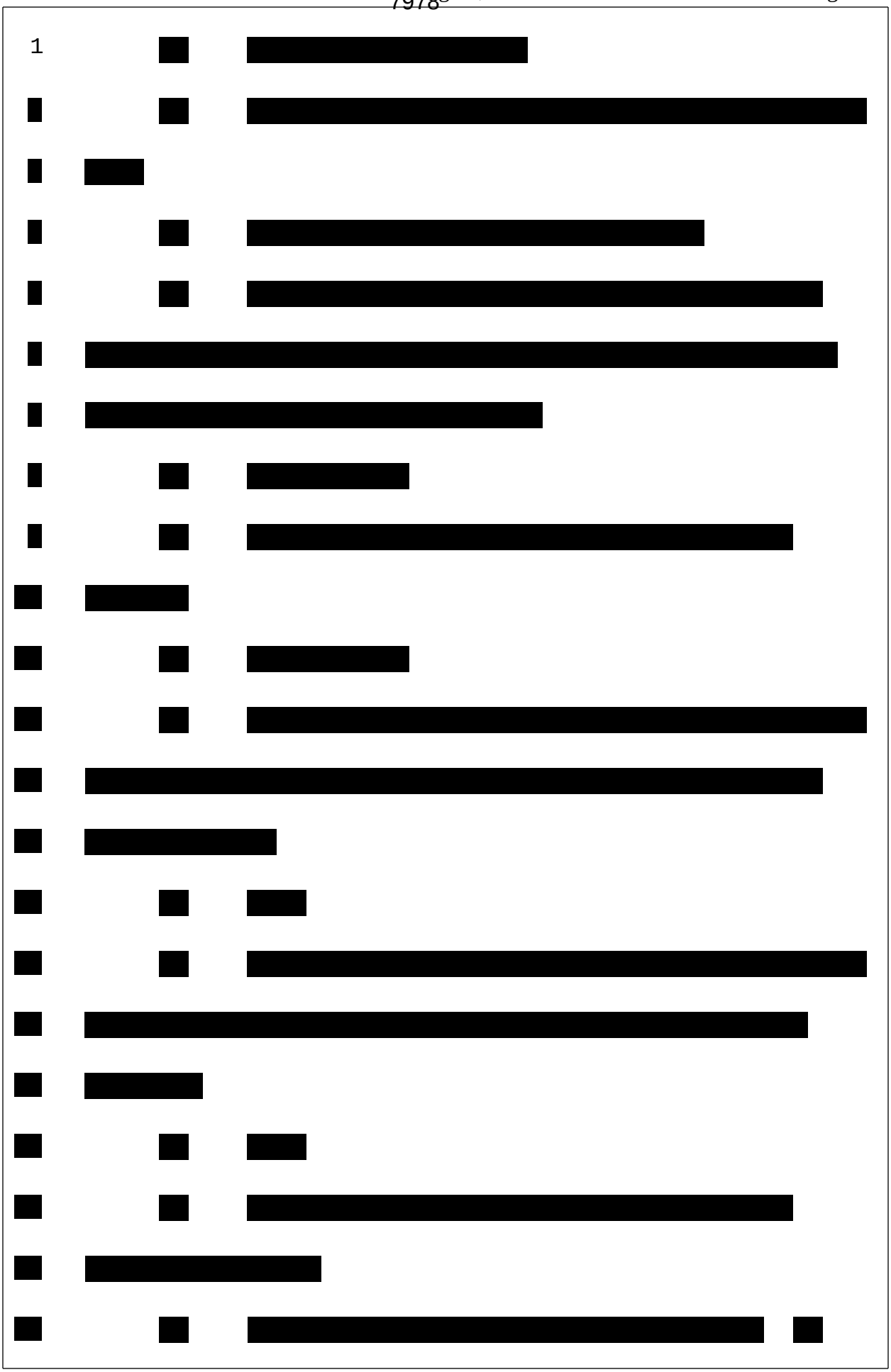
Q. And so revenues are reported on the income

statement when they are earned?

A. Yes.

[redacted].





with funds for military advocacy?

A. Yes. A lot of the -- there's a lot of organizations that are more well known than we are like NVLSP.

Q. Say that again.

A. NVLSP. I said it earlier. National Veterans Legal Service Project -- I think that's it -- or Program. They capture a lot of the military-specific donations that we --

Q. And then another question we asked was about your newly-formed advocacy council and whether any of the other people involved in this suit in support of OutServe standing serve on that council. And so I have their names, and just if you'll answer yes/no as to whether or not they serve on the Advocacy Council.

A. Yes.

[redacted]

A. No.

[redacted]

A. Yes.

[redacted]

A. No.

[redacted]

A. No.

[redacted]

A. No.

[redacted]

A. No.

[redacted]

A. No.

Q. Okay. So I want to talk about when OutServe began HIV advocacy. Can you tell me what year OutServe began incorporating HIV advocacy into its mission?

A. It was first brought up in September of 2015. An individual had approached the board -- a board member and then they also started discussing PrEP.

Q. Okay. And so that board meeting, I think you actually produced a tape of that meeting to us as part of production.

A. Yes.

Q. Do you remember that?

A. Yes.
Q. And so during the tape, the executive director said he was approached by a -- by somebody who was HIV-positive?
A. Yes.
Q. And in what circumstance was that executive director approached?
A. So the client had first approached a board member and the board member had gone to the executive director because it was a legal services issue and the board doesn't do legal services.
Q. Okay. And to your knowledge, that's the first time the board considered HIV advocacy?
A. To my knowledge, yes.
Q. And that person that approached, it was specifically an accessions issue?
A. I believe so.
Q. And so when they -- the board talked about HIV advocacy for the first time, they were aware that there was an existing bar to accessing HIV-positive service members?
A. Yes.

Q. And so in addition to PrEP, it's fair to say the board knew when it took on HIV advocacy, that was one of the military policies it was going to have to challenge?

A. Yes.

Q. And that's what's being challenged in the Harrison suit; is that correct?

A. Correct.

Q. Okay. When the board had this discussion in 2015, besides that one person, had there been any calls to OutServe's legal hotline requesting assistance with DoD or any service's HIV policy?

A. Up to that point, not to my knowledge.

Q. And then had any chapter leaders contacted OutServe's board regarding HIV policy?

A. Not to my knowledge, no.

Q. Had there been any input outside of that one contact that the board considered when they were trying to decide whether to take on HIV advocacy?

A. No.

Q. When the board decided to take on HIV advocacy in September of 2015, in what way was the

military's policy on HIV impacting OutServe as an organization?

A. We knew we had members that identified with -- that were living with HIV, even though we didn't know how many there were. And because this one member came forward with issues, we knew he wasn't the only one having an issue. So impacted our membership in that capacity.

Q. The person who came forward with the issue, how did he qualify as an OutServe member, or she?

A. It was a hopeful recruit.

Q. He was an aspiring member of --

A. Aspiring member, yes.

Q. Was OutServe being financially injured in any way when it decided to take on HIV advocacy?

A. Insofar as we had to allocate resources away from what we were focusing -- other projects we could focus on so we could do the HIV projects, yes.

Q. So at the time in September of 2015, was OutServe already experiencing any form of financial injury from the military's HIV policies?

A. No.

Q. And so only after you chose to take on HIV advocacy have you had to allocate your resources away from other programs?

A. Correct.

Q. Were your resources strained prior to taking on HIV advocacy in any other way by the military's HIV policies?

A. No.

Q. What things were straining your resources in 2015 when you took on HIV advocacy?

A. We've historically had an issue with getting enough donors. So just the lack of donations was a big strain.

Q. Were there other advocacy programs straining your resources in any way?

A. In 2015? No. We had just started bringing the advocacy efforts back in-house at that point.

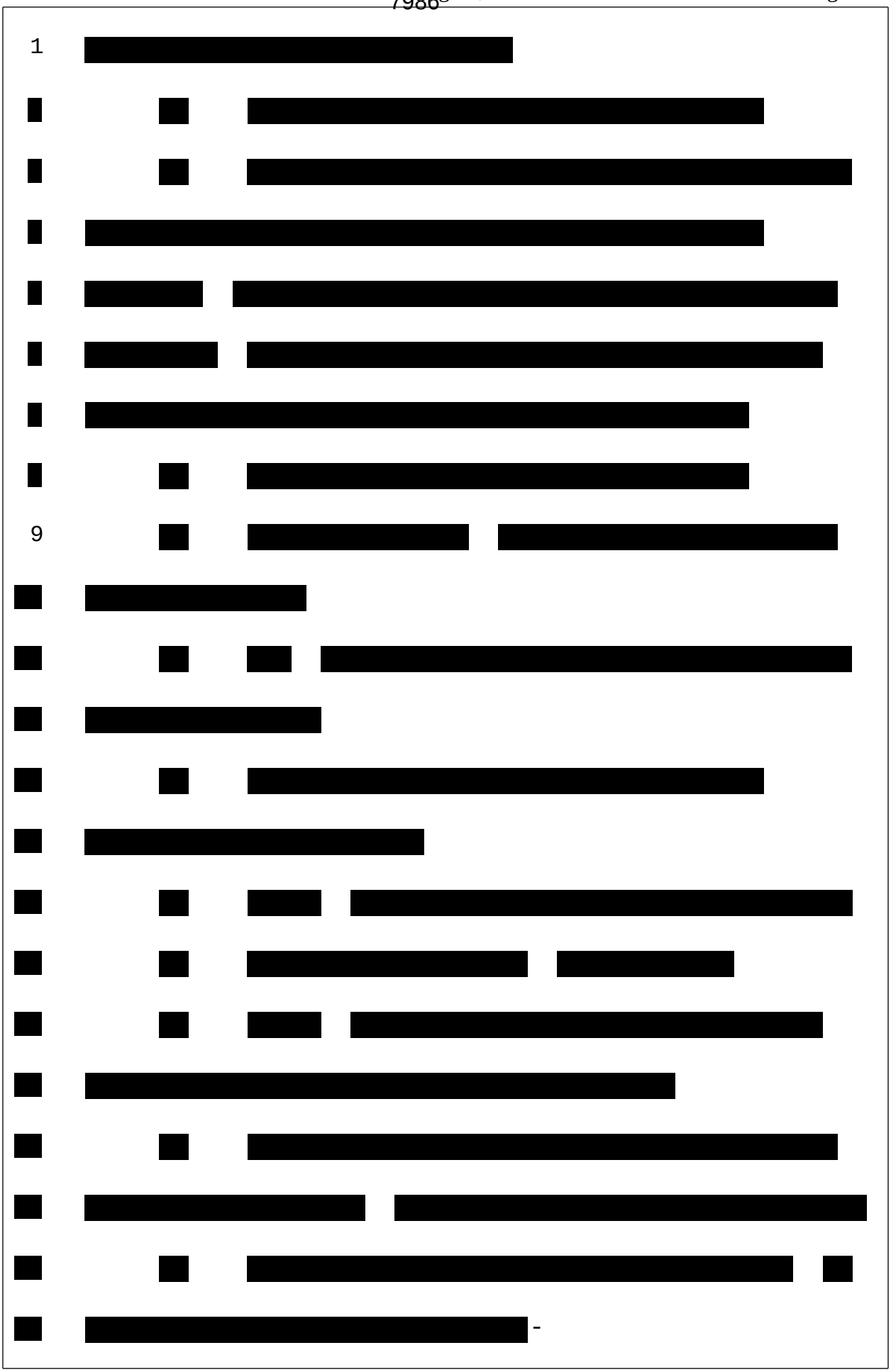
Q. And were any litigation efforts straining your resources in 2015?

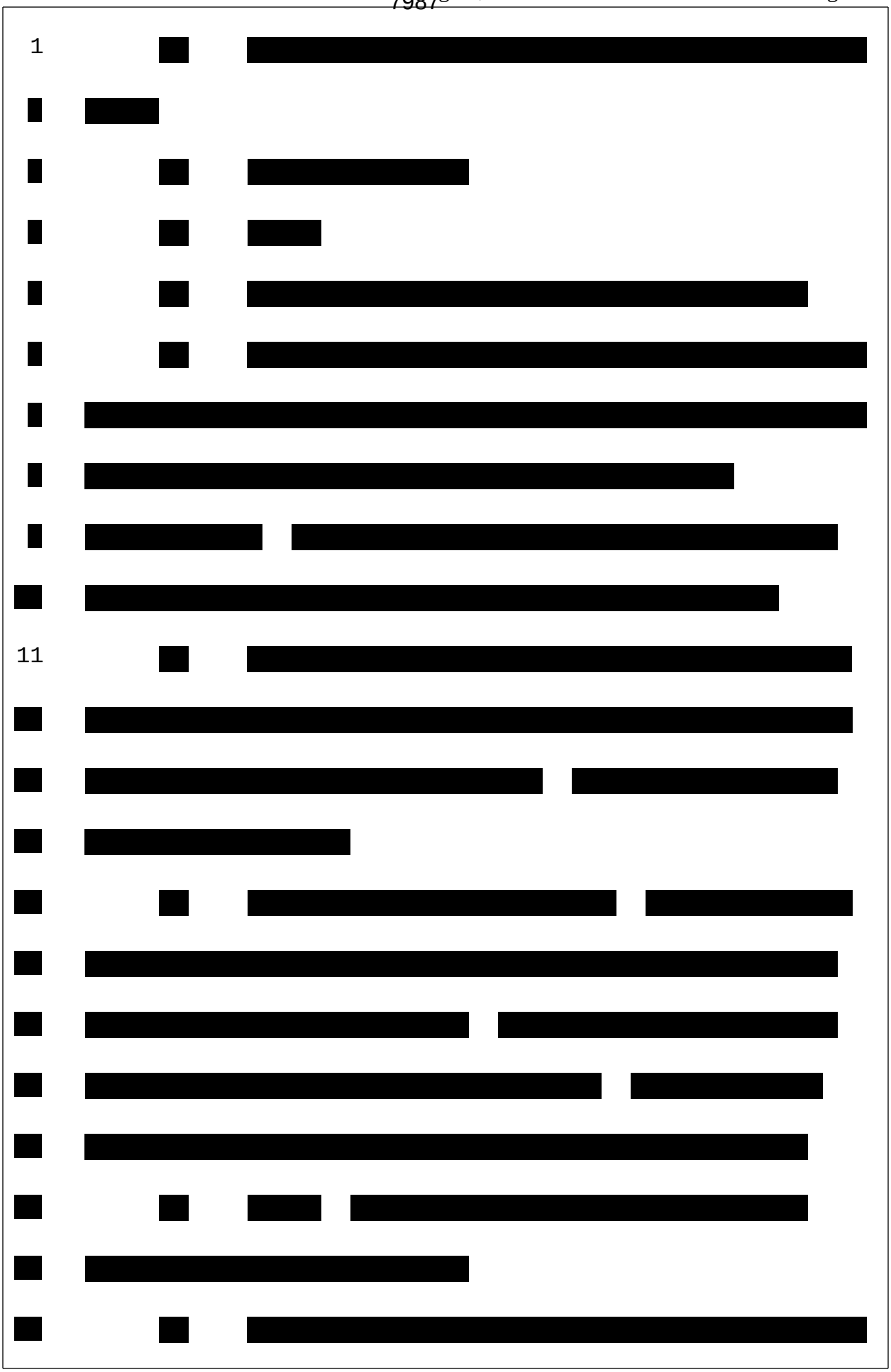
A. No.

three.

Q. And then in 2018, how many supported legal services?

A. [redacted]





[redacted]

Q. Has OutServe ever used law school clinics for legal services?

A. Yes.

Q. Tell me when.

A. We used -- I think it was Tulane University, maybe Purdue, to assist with some discharge upgrades.

Q. Do you still have any relationships with law school clinics?

A. We do. We haven't used them in a while.

Q. Are the relationships with the law school clinics, are they subject specific? Do they only cover certain parts of your legal service?

A. They are subject specific, yes. They usually just -- it was Hofstra, by the way, the legal clinic. Usually they only do the more difficult cases that our pro bono partners don't take.

Q. And so you're currently not using legal clinics because your pro bono partners are taking

your cases?

A. Correct. We don't have any that have been -- I don't want to say declined, but -- yeah, I guess declined by the pro bono partners.

Q. [redacted]

[redacted]

Q. In terms of pro bono counsel, who are your pro bono partners?

A. Yes.

Q. Are those services under your Harrison and Roe pro bono agreements specifically for the Harrison and Roe cases?

A. Say that again. Sorry.

Q. So it's Winston & Strawn that's your pro bono support for Harrison and Roe?

A. (Witness nods.)

Q. And also Lambda Legal?

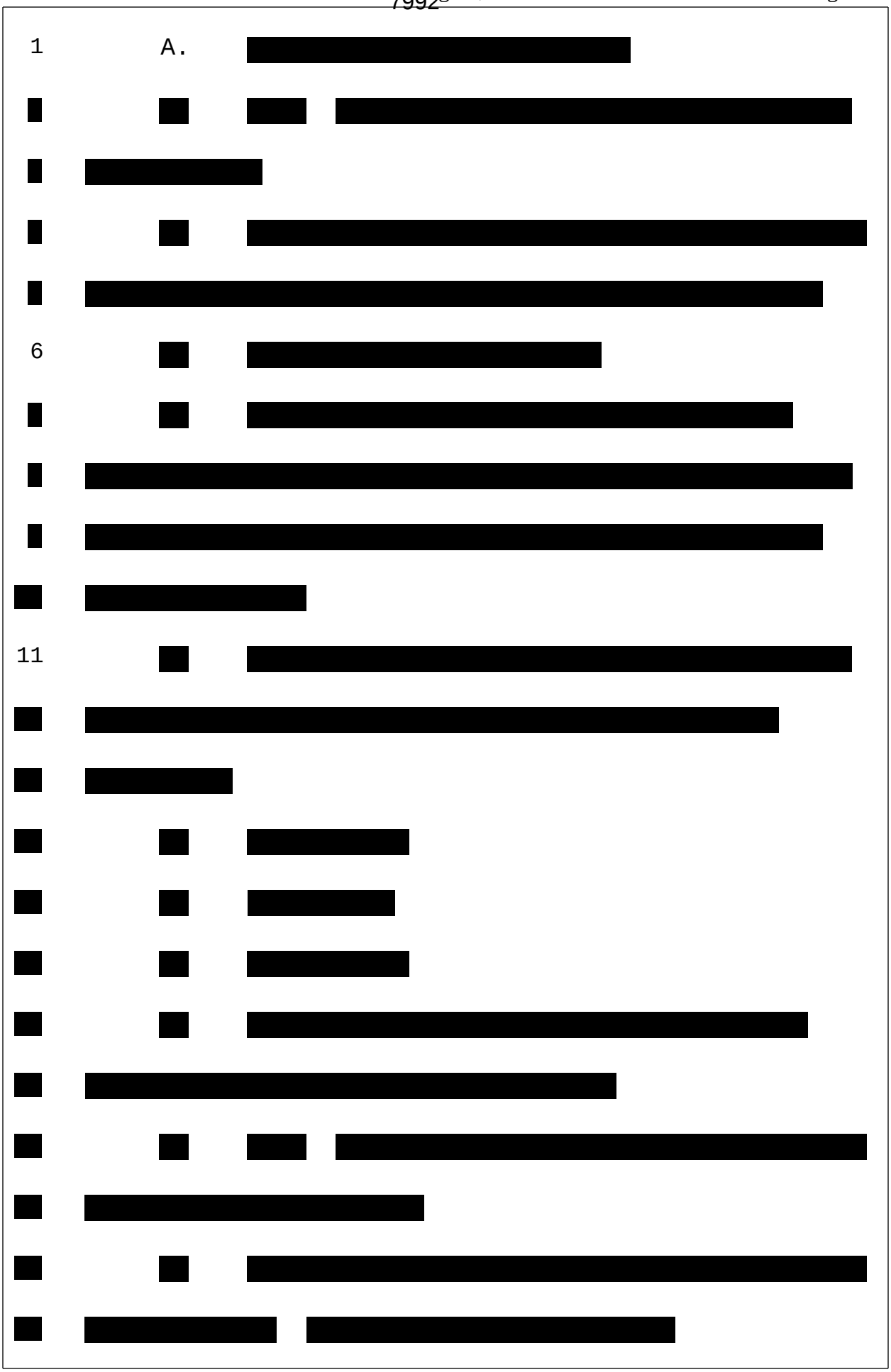
A. Mm-hmm.

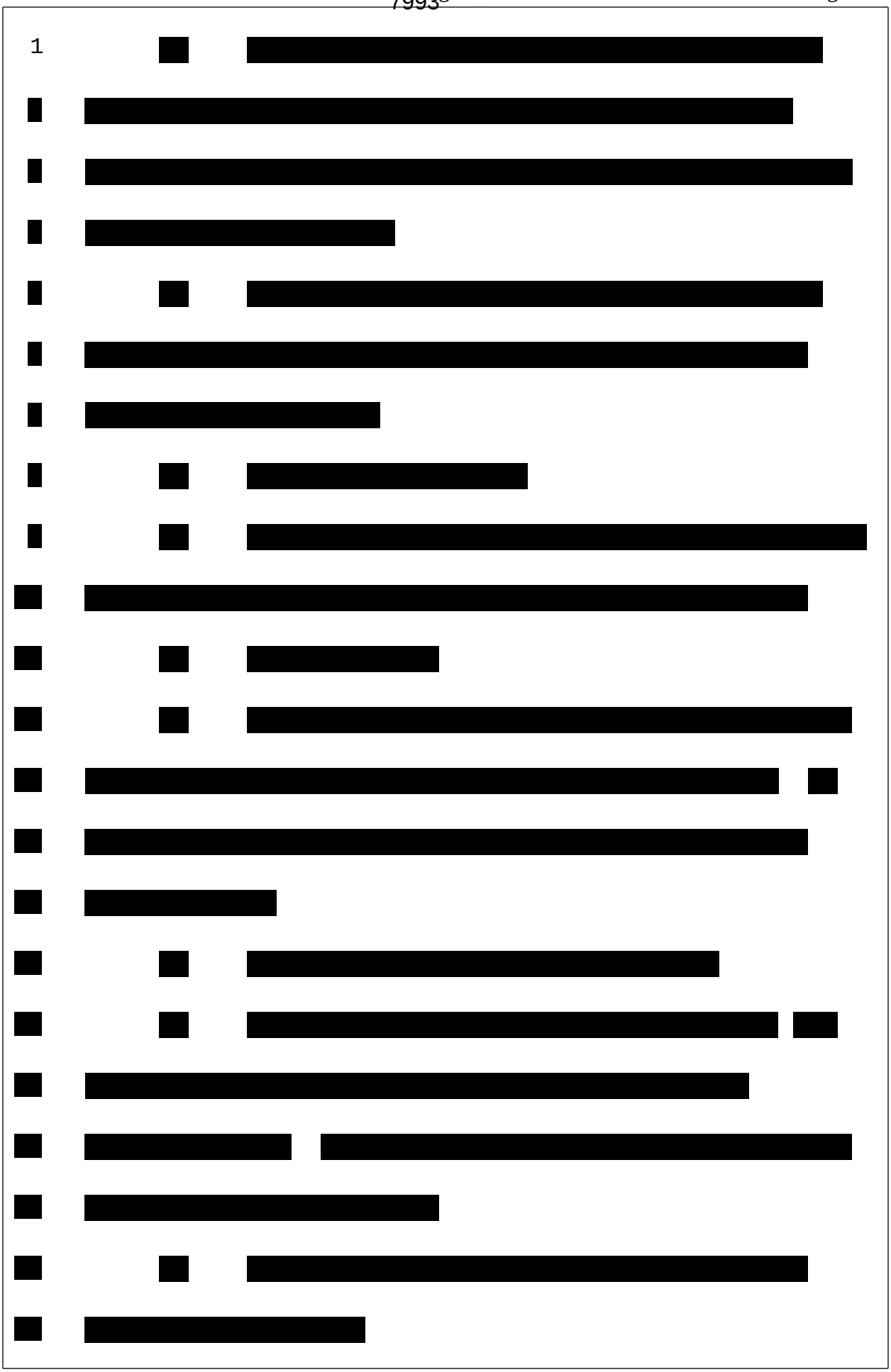
Q. Are those services specifically for these cases or are they part of some sort of general agreement for pro bono time?

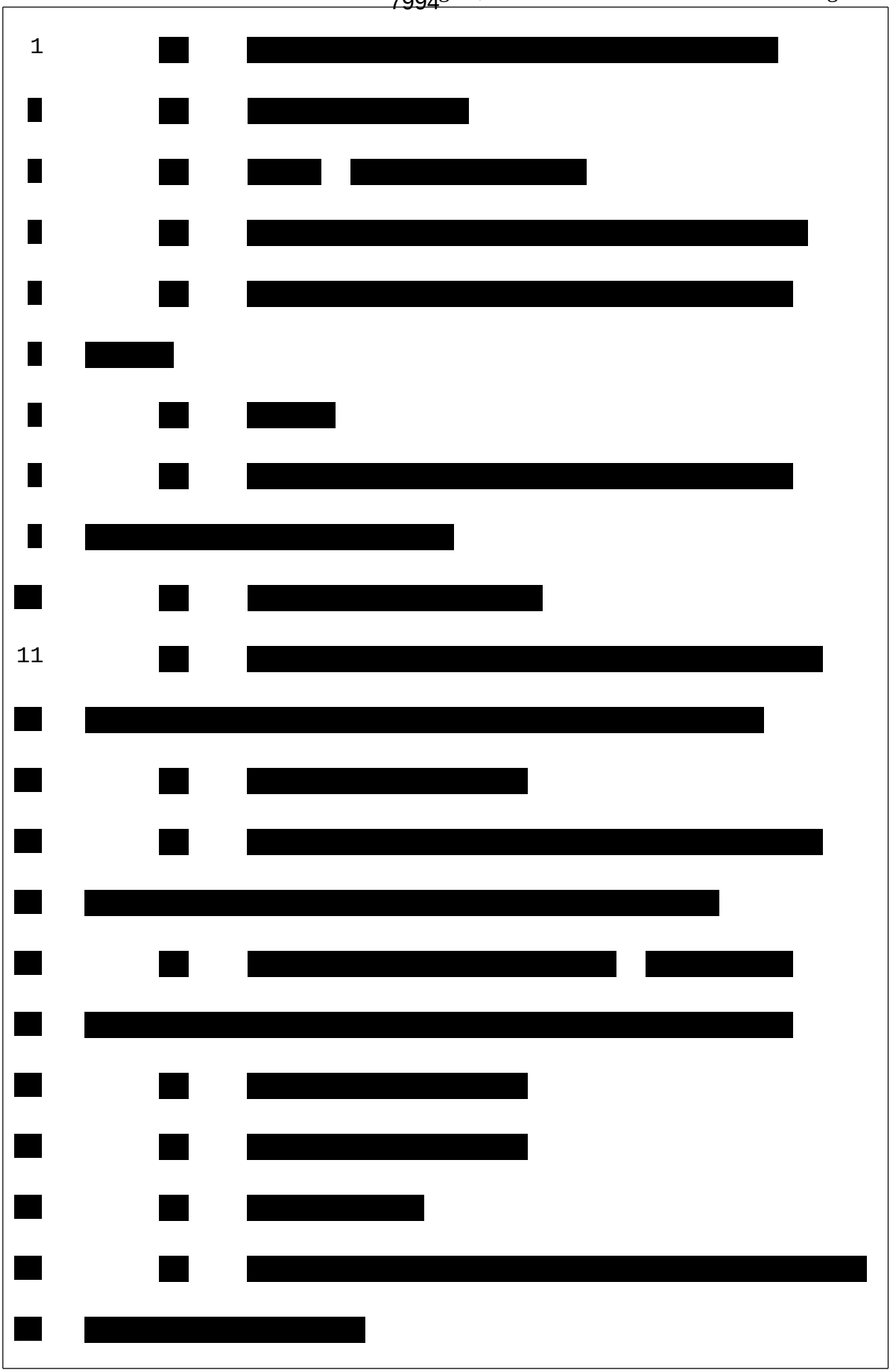
A. Specifically for these cases.

Q. [redacted]

Q. [redacted]







[redacted]

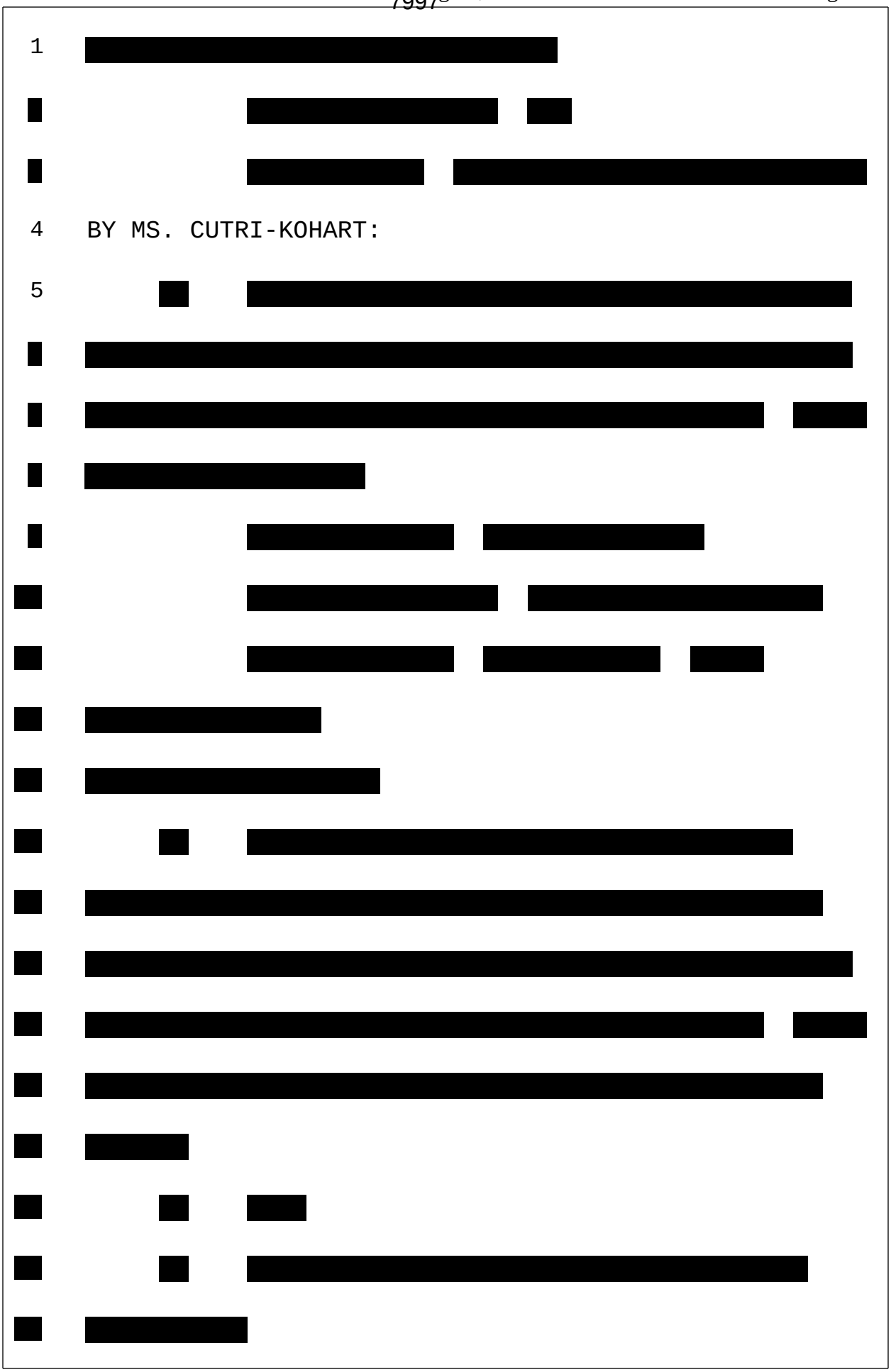
13 [redacted]

17 Q. Do you know if there's a policy against
18 enlisting somebody who's on PrEP?
19 A. I don't think there is.
20 Q. And PrEP isn't the basis for either of
21 your challenges in the Harrison or the Roe suit,
22 correct?

A. No, ma'am.

Q. I want to talk more specifically about your HIV policy that you've gotten over time. So can you turn to page -- in Exhibit 2 -- turn to page 6.

[redacted]


BY MS. CUTRI-KOHART:

[redacted]

BY MS. CUTRI-KOHART:

[redacted]

[redacted]

17 Q. Let's turn to 2017. It looks like your
18 legal services requests doubled. Why is that?
19 A. We started doing a lot more outreach
20 specifically to places where our members were living
21 and letting them know that we were providing these
22 services again.

Q. So it was an organizational goal to bring in more legal -- requests for legal help?

A. Yes, ma'am.

Q. And it looks like you were fairly successful in meeting that goal?

A. Yes.

Q. Were you targeting even more, or was this about the type of numbers you were looking for?

A. This was more than we were expecting.

Q. Okay. What were you expecting?

A. [redacted]

Q. What -- besides reaching out to the communities, what else did your -- OutServe do to increase awareness of your legal services?

A. We tried to share stories from folks that we had assisted with our -- like through Mailchimp and on social media.

Q. And since this was 2017, were you sharing any stories at this time about HIV services?

A. I don't think we had shared anything about HIV at this point.

Q. Let's talk about the specific HIV-related

calls you got in 2017. It says you had three people that called regarding the accessions policy?

A. Yes.

Q. [redacted]

Q. Besides the time spent on Nick Harrison in 2017, [redacted] how much time was spent on the

accessions policy in 2017?

A. Again, I'm not sure. Unfortunately, we don't track our hours.

Q. The next tab is -- the next bullet is discipline and separation, [redacted], but these are not related to any of the HIV policies at issue in Harrison and Roe; is that correct?

A. Agreed.

Q. [redacted]

MR. PERKOWSKI: (Indicating.)

[redacted]

BY MS. CUTRI-KOHART:

Q. [redacted]

A. [redacted]

Q. And that is also unrelated to the policies challenged in Harrison and Roe?

A. Yes, ma'am.

Q. Just to circle back, in the entirety of 2017, did any of your advertising or publications to your general population advertise that your legal services included HIV advocacy?

A. On our website -- when we verbally spoke with folks, we let them know that we included HIV in our mission. But that was the extent of it.

Q. So let's turn to 2018. Did you start promoting or advertising that your legal services included HIV in 2018?

A. Yes. It was listed on our website.

Q. And did you also include advertising that either talked about Nick Harrison's situation or the Harrison case regarding accessions?

A. We did share Mr. Harrison's story.

Q. And how about, did any of your advertising or publication or information about legal services talk about the Roe case and your work regarding retention?

A. I don't recall.

Q. Did any of your advertising in 2018,

Nicholas Harrison, or was there anybody else that these hours were spent on?

A. I'm not sure, though Mr. Perkowski's invoices could show you that.

Q. [redacted]

[redacted]

Q. Okay. Let's turn to your 2018 year-end report. This is actually your quarter 1 2018 report.

(Blevins Exhibit No. 14 was marked for identification.)

BY MS. CUTRI-KOHART:

Q. What are we looking at now?

A. This is my executive summary for the legal department's 2018 quarter 1.

Q. And what is quarter 1 for the legal department? What months?

A. January through March.

Q. And so this was all before the Harrison

suit was filed?

A. Yes.

Q. Based on your previous annual report where you were already talking about accessions, were you contemplating the Harrison suit at this time?

A. I don't recall.

Q. Where in these metrics in the top table there do the military's HIV policies fall?

A. [redacted] clients for HIV criminalization are included up there.

Q. But HIV criminalization is not either of the policies that you were challenging in Harrison or Roe; is that correct?

A. Correct.

Q. So where would an inquiry about, say, military accessions fall in these categories?

A. I don't recall where that one was put.

Q. Where would retention with HIV fall under these categories?

A. Again, I don't recall what bucket that was put in.

Q. It wouldn't be put in discharge upgrades,

right?

A. No, ma'am.

Q. And it wouldn't be put in transgender name changes, correct?

A. No.

Q. And it wouldn't be in HIV criminalization, correct?

A. No, likely not.

MR. PERKOWSKI: Objection. Lacks foundation.

BY MS. CUTRI-KOHART:

Q. Would military accessions policies for people with HIV fall into the discrimination or harassment category?

A. So it could have been put under discrimination and harassment or miscellaneous inquiries.

Q. Why didn't you see the need to call out accessions as a separate category in this report?

A. I never said I didn't see the need for it. It's a very small piece of paper. I can only put so many lines.

Q. Why did you choose, say, putting transgender name changes there and not HIV accessions?

A. I actually don't know why I decided to do that.

Q. Why did you, say, put veterans benefits claims versus HIV accessions?

A. Well, we had [redacted]veteran benefits claims. I'm not sure how many accessions claims we had at that point in time.

Q. So you've attested that accessions and retentions claims have been a significant resource drain on the organization. Why didn't you feel the need to report it on your report?

MR. PERKOWSKI: Objection.

THE WITNESS: I didn't say I didn't report it. I --

MR. PERKOWSKI: Go ahead.

THE WITNESS: I didn't say I didn't report it. I said I don't recall which bucket I put it in.

BY MS. CUTRI-KOHART:

Q. What does this say about your average

response time to calls?

A. That it takes [redacted]

Q. And what is that compared to the previous quarter in 2017?

A. [redacted]

Q. [redacted]

[redacted]

(Blevins Exhibit No. 15 was marked

for identification.)

BY MS. CUTRI-KOHART:

Q. This is Exhibit 15. What was your response time in the second quarter of 2015? 2018, I'm sorry.

A. [redacted]

MR. PERKOWSKI: Objection. This does not appear to be a final document, just for the record.

THE WITNESS: It's not.

BY MS. CUTRI-KOHART:

Q. [redacted]

[redacted]

Q. There's an attached memo and I understand that we're looking at a draft version, but you do talk about other projects that you were involved in. Does this draft say anything about the other projects being impacted by your HIV litigation?

A. No. That's not something we would -- I would never say we could not do this project because of HIV litigation, no.

MR. PERKOWSKI: And this board report.

THE WITNESS: And this board report, yes.

BY MS. CUTRI-KOHART:

Q. And the board report. So you wouldn't tell the board if your projects were being impacted by the HIV litigation or not, just not using the report?

A. Just not using the report.

Q. How would you tell the board if your other projects were being impacted by HIV litigation?

A. I would likely indicate it to them on a board call by saying we need to bring more people into the legal department because our time and

resources we have are being focused on the HIV litigation.

Q. Let's look at -- back to Exhibit Number 2 on page 11. We were looking at it before. I [redacted]

Q. Okay. And do you know how many hours were spent on DODI 1332.45, which is the retention determinations for non-deployable service members?

[redacted]

Q. You talk here about other HIV-related litigation matters. What is that?

MR. PERKOWSKI: I don't see that.

THE WITNESS: I don't see that, yeah.

BY MS. CUTRI-KOHART:

Q. So you have approximately [redacted]. Most

of these hours relate to the "deploy or get out" policy, denial of commissioning, and then it says, "HIV-related litigation matters."

Do you know what that is?

A. So matters surrounding our HIV litigation.

Q. Besides denial of commissioning and besides the retention determination for non-deployable service members?

MR. PERKOWSKI: Objection. Vague. Ambiguous. Confusing.

BY MS. CUTRI-KOHART:

Q. So after the [redacted], you talked about the things the [redacted] relate to. The first item is what?

A. So I think this could be answered by Mr. Perkowski's invoices. I am not sure of what the other related matters are.

Q. And then the last item there is [redacted]?

A. Correct.

Q. [redacted]

after it have the memos.

A. Gotcha. Can you repeat your question?

Q. In any of the reports you have in front of you -- in any of the reports you have in front of you do you talk anywhere about a plan to start legal services for clemency petitions?

A. Other than the second bullet on future considerations and goals, which --

Q. Sorry, can you point to which --

A. Sure. On -- sorry, Exhibit 16, page 6. I would include that under this second bullet under future considerations and goals of increased engagement on the treatment of and regulations affecting service members living with HIV.

Q. Okay. Do you know if you have in OutServe's records documented anywhere the preplanning or planning stages for HIV clemency petitions?

A. I don't believe so.

Q. Would it be normal for something that you've been planning since 2017 not to appear in any of your legal reports?

A. Yes.
Q. Why is that?
A. We're a very barebones staff. And it's much easier for me to communicate that verbally with my board than to spend X number of hours writing a report for them when I can allocate that to my clients.
Q. Do you have any -- why specifically did you choose HIV clemency petitions as a program to de-prioritize?
A. I'm not sure.
Q. You're the executive director. Did the board make the decision or --
A. No, that was a decision made in conjunction with my legal team.
Q. Have you considered involving another organization in this work to get it done?
A. We've chatted about it, but again, we're the subject matter experts in this specific area, so there is no other organization that could really supplement.
Q. Have you considered involving a pro bono

partner in this work?

A. Yes, we have considered that.

Q. And why haven't you done that?

A. I'm not sure.

Q. And have you considered involving a law school legal clinic in this work?

A. I don't believe so.

Q. And why didn't you consider that?

A. I'm not sure.

Q. The next item is time-in-service test cases.

A. Yes.

Q. Can you show me where in the either quarterly or end-of-year legal reports you have in front of you where these time-in-service test cases are referred to?

A. Like where they fall in the buckets, is that your question?

Q. Are they mentioned -- the plan to do this mentioned at all?

A. No, test cases are not mentioned.

Q. Is there any documentary mention that you

know of where the time-in-service test cases are mentioned?

A. Other than verbal conversations, no.

Q. Just as a matter -- was a 2018 end-of-year legal report produced? Do you have one?

A. I don't believe there was one produced.

Q. Does one exist?

A. No, I don't believe one was created.

MS. CUTRI-KOHART: Just for the record, Peter, if you could look and see if -- we don't have one in our production. If one was created, we'd like it. But if one doesn't exist, it doesn't exist.

MR. PERKOWSKI: (Nodding head.)

BY MS. CUTRI-KOHART:

Q. If you don't think one was created, why wouldn't one be created?

A. I generally made these reports to push off legal studying while in law school. And I was no longer with the legal department after -- starting in quarter 3 of 2018. And the individuals that would have been tasked with doing that, for me it was easy, I could just quickly replace it. They were being

tasked with other more client- and time-intensive projects that wouldn't have given them the -- they didn't have the time to do it basically.

Q. Are these legal reports -- are they generally all stored in the same place at OutServe, like the same folder or directory?

A. Yes.

MR. PERKOWSKI: Can we go off the record?

MS. CUTRI-KOHART: Yes, we can go off the record.

(Discussion off the record.)

BY MS. CUTRI-KOHART:

Q. We can go back on the record.

Why did OutServe decide to de-prioritize the time-in-service test cases?

A. Lack of time resources.

Q. And was that a decision made by the board of directors, the executive director or legal department who made that decision?

A. The executive director did in conjunction with the legal department's advice.

Q. And did you consider referring these

time-in-service cases to another organization?

A. We did actually discuss it with another organization, yes.

Q. And did you ultimately refer it, or why didn't you refer it?

A. The other organization did not want to take it.

Q. What organization was that?

A. NVLSP.

Q. Did you consider referring it to a pro bono partner?

A. We did, yes. Hofstra.

Q. Sorry?

A. Hofstra.

Q. The law clinic at Hofstra?

A. Yes.

Q. And did they not want to take it either?

A. I don't believe so.

Q. Why did neither of these organizations want to take it?

A. I'm not sure.

Q. Do you know if it's related to the merit

of the cases or the difficulty of the cases or other resources?

A. I'm not sure.

Q. Why is OutServe uniquely equipped to handle these cases?

A. Because we focus on the unique cross-section of LGBTQ and HIV-positive civil rights and military and veteran, and nobody else focuses on that unique cross-section.

MS. CUTRI-KOHART: We can go ahead and introduce Exhibit 17, your 2018 year-end legal report.

(Blevins Exhibit No. 17 was marked for identification.)

BY MS. CUTRI-KOHART:

Q. Just to circle back to this year-end legal report, do you refer -- if you want to look through it -- do you refer to your plans to do HIV clemency petitions anywhere in this report?

A. Let me check.

No, I don't see anything in here about HIV clemency.

Q. Do you see anything about time-in-service test cases in this report?

A. I do mention the time-in-service requirements for veteran benefits and how I'd like to explore that.

Q. Does it say anything about what your plans to do that going into the future is?

A. Looking for policy-related fixes.

Q. Is there anything in this 2018 report that talks about your inability to provide services due to the military's HIV policy or the military or the services HIV-related policies?

A. No. Again, that wouldn't be in the report, though.

Q. Okay. Hold on to this report. We'll come back to it again later.

MS. CUTRI-KOHART: Actually, can we take a break?

(Recess.)

BY MS. CUTRI-KOHART:

Q. Let's go back on the record. You have a correction you'd like to make?

A. Yes. I listed a few of our pro bono partners previously. I just wanted to point out that in all of my -- the reports, they're listed under 2C, there's a more complete litigation of all our pro bono partners.

Q. Okay. In both your end-of-year 2017 and end-of-year 2018 reports?

A. Yes.

Q. Do you have any additional pro bono partners for 2019 that aren't in those lists?

A. No. They're all reflected.

Q. Let's return to your declaration, which is Exhibit 3 --

A. Okay.

Q. -- paragraph 16, which is on page 7.

Before we turn to that, can you tell me besides what we've talked about before the break, the things found in your end-of-year and end-of-quarter legal services reports and your interrogatory responses and Mr. Perkowski's billing records, do you have any other documentary evidence regarding increased legal workload caused by the military's HIV

policies?

A. No.

Q. Now turning to your declaration, you talk about scarcity of resources.

A. Yes.

Q. Can you define what you mean by "scarcity of resources"?

A. So the availability of time resources with my staff and monetary resources with my budget.

Q. You also talk about difficult choices in terms of prioritizing clients, programs and services. Can you describe some difficult choices you have made in 2019?

A. In 2019? Yes. We had to -- the aging veteran population, a lot of them don't receive their access to benefits and don't get, like, health and retirement and internment benefits because of their discharge upgrades. And we've had to delay prioritizing that program because of other matters that have been brought forward.

Q. And by "other matters," what other matters?

A. So both HIV and the trans litigation.
Q. Transgender litigation?
A. Transgender, yes.
Q. In 2018, what difficult choices did you make?
A. In 2018, we had to push back Freedom to Serve supplements, which is a program -- an education program we have. I think here -- we also had to delay our organizational magazine, and then the regional director's toolbox is to be delayed as well.
Q. So you're talking about the list of things you delayed on page 9 of Exhibit 2?
A. Nine through 10, yes.
Q. Nine through 10 of Exhibit 2. What were the reasons for these choices? Why did you de-prioritize these things?
A. Again, the lack of both monetary and time resources.
Q. Why did you decide these projects were less important than your other projects?
A. I wouldn't say less important. I would say the HIV-related issues needed to be addressed

first.

Q. Why?

A. The issues that are -- that folks living with HIV are facing, nobody else, again, is focused on this issue, so nobody else can assist them. And they're -- I mean, their livelihood and their service is on the chopping block.

Q. So are any of the things you delayed, would you consider them more or less important to your organization than HIV services?

A. You use the word "importance" a lot. I don't use that. I am focused on expediency; what can I do to make the most impact right now. All of these -- anything that I do for my members has basically the same level of importance because I'm here to serve them. And I just want to make that very clear.

I'm getting incredibly emotional right now because I feel like you're -- you're attacking the work that we're trying to do to make a difference in our community, and that is not fair.

Q. So would you say that you're prioritizing

work based on what criteria?

A. What is the largest harm that is going to hit my members first. What can I make the biggest impact on.

Q. And do you think impact litigation regarding HIV makes a bigger impact than, say, the Freedom to Serve publication?

A. I do.

Q. Or the organizational magazine?

A. Yes.

Q. Or regional director's toolbox?

A. Yes.

Q. On paragraph 17 of your declaration, you talk about prioritizing -- you get calls from service members and you have to prioritize them over other programs or services or sometimes over other clients.

What do you mean by prioritizing some calls you receive from service members over other clients?

A. Sure. So during this triage process, there are some folks that call in and the immediacy of the harm that they're facing is less than another

individual's. For example, an individual whose service is on the chopping block and an individual who is trying to upgrade their discharge, I would prioritize the individual whose service is on the chopping block.

Q. So when you make that priority decision, is it because delaying service to another client has no real harm, it will eventually get taken care of?

A. No, I wouldn't say that. I would say the harm is not as immediate, though.

Q. How many times in 2019 have you had to prioritize one client over another client?

A. I'm actually not sure.

Q. Would you say you do it regularly?

A. I would say it happens enough that it's become an issue and it causes harm to the organization as a result.

Q. And do you always prioritize HIV clients over your other clients?

A. Yes.

Q. Why is that?

A. Because the harm they're experiencing is

much more immediate, and Mr. Perkowski is the only individual that's qualified on my team in order to assist with those intakes.

Q. So you prioritize HIV clients over transgender clients?

A. In terms of the triage system, yes.

Q. Do you prioritize HIV clients over those facing discipline under the military justice system?

A. It depends on the immediacy.

Q. So do you consider an HIV -- aspiring soldier with HIV a higher priority than somebody that's facing criminal charges?

A. No.

Q. So that would prioritize the criminal charges over the aspiring service member.

A. Yes.

Q. Do you prioritize people seeking to be retained higher than somebody who's seeking to access or enter the military?

A. In terms of HIV, I prioritize retention over accessions, yes.

Q. Do you prioritize any of your other

clients over HIV accessions?

MR. PERKOWSKI: Objection. Confusing.

THE WITNESS: Can you say it one more time?

BY MS. CUTRI-KOHART:

Q. Where does accessions into the military fall under your priority list?

A. For HIV?

Q. Yes, for HIV.

A. So I wouldn't say I exactly have a list. It's more on a case-by-case basis. That's why we have the triage system and we look at the immediacy.

Q. So since Mr. Perkowski's expertise is in HIV-related matters, have you been able to redirect your other staff and your pro bono services to do non-HIV-related things --

A. Yes.

Q. -- to make up for it?

A. Sorry. Yes.

Q. And you do that regularly?

A. Yes.

Q. You also talk about, in your declaration,

I think in paragraph 19, about clients experiencing delays. It's on page 8.

We talked before about how your average response time has been sitting at around [redacted] Do you have any documentary evidence regarding the delays that your clients are experiencing? Any documentation of that?

A. I don't believe so other than what's already been provided.

Q. And so what -- besides what's in your quarterly reports about the [redacted], is there information about delays anywhere else?

A. No, I don't believe so.

Q. Let's turn to your, let's see, second supplemental interrog responses. That is Exhibit -- back to Exhibit 2 on page 9. We just talked about this a little bit and I want to talk in more detail.

You talk about HIV-related work that's being done by your organization instead of your other organizational priorities in the right-hand column of this table, correct?

A. Yes.

to develop an online magazine?

A. No.

Q. Did you ever discuss the development of an online magazine with your board of directors?

A. I did.

Q. Is it talked about in your board of directors' minutes at all?

A. It should be.

Q. Is it in any of the end-of-year reports, the plans to do an organizational magazine?

A. So it's not a legal project, so it would not be included in one of my legal department's end-of-year reports.

Q. Would it be included in one of the executive director's reports to the board of directors?

A. I'm actually not sure if it's in one of the executive director reports.

Q. And it says that the start was delayed from 2018 quarter 3 to 2019 quarter 3; is that correct?

A. Correct.

Q. When did you decide that you wanted to start this in 2018 quarter 3?

A. When I was hired on in October of 2018, I indicated to the board that I wanted to revitalize the organizational magazine, which existed from 2010 through about 2012.

Q. And did you primary delay this because you felt this would have less impact than your HIV-related work on the right-hand side?

A. No, I delayed it because of time resources. It was just too difficult to create the infrastructure when there was so much work to be done for our HIV clients.

Q. Were there other clients besides HIV that were taking your time away from doing the organizational magazine?

A. Yes.

Q. What clients were those?

A. Discharge upgrade clients, trans clients, veterans benefits.

Q. So in general, you've prioritized legal services over this project?

A. Yes.

Q. Let's talk about the Freedom to Serve guide. Is that the responsibility of your legal department?

A. So this was kind of Peter and I did this while I was in law school. Now, I'd say the policy department has more oversight over it, which Peter also runs.

Q. When was the last time the Freedom to Serve guide was published?

A. So our last update or the one before our update?

Q. Your most recent update, when was it?

A. October 2018.

Q. And when was the update prior to October of 2018?

A. Oh, dear. 2010, I believe. Right around the repeal of "don't ask, don't tell."

Q. Are the plans for your Freedom to Serve guide fully documented in your end-of-year legal reports, or are there other places where the plan for the legal services got documented -- or the Freedom

to Serve guide got documented?

A. Yes. What's included in the end-of-year report is the documentation that we have.

Q. The first part of the guide where you talk about the sex and relationship in the military, the start is delayed until quarter 3 of 2019; is that what's stated here?

A. So that's a supplement. We have the guide right now and then we're doing supplements on these specific issues. And yes, we wanted to start that in quarter 4 of last year and it's being delayed until quarter 3 of this year.

Q. The existing guide does have sections in it on privacy issues and also sex in the Uniform Code of Military Justice, correct?

A. It does.

Q. So what supplemental information is missing from the current guide?

A. Well, that's why we're creating it because we don't know. There's -- we've received a lot of inquiries that were not covered under Freedom to Serve and we want to make sure that our members have

all of the information that they need.

Q. Can you give me kind of a general sense of what those inquiries were about?

A. We've had folks contact us wondering if they could bring a third person into their bedroom. Or if they are not married, can they engage in sexual intercourse and it not be considered against UCMJ, stuff like that.

Q. And that's not covered in the current guide?

A. I don't believe so.

Q. And then why did you decide to delay this guide, add this supplement to the guide, the sex in military service?

A. Because we wanted to make sure that our members are protected. I mean, they're all adults. We want to make sure they have the information that they need before they engage in adult activities.

Q. Why did you decide to delay this supplement?

A. Oh, delays. I thought you meant do it. Sorry. Again, the time and resources we were

lacking.

Q. And that's time and resources compared to all your legal services or just your HIV-related legal services?

A. All of our services.

Q. And so you just decided to prioritize your legal services over doing a sex and relationship supplement to the guide?

A. Correct. We wanted to allocate our other research work that we were doing onto the clients that we had as opposed to the guide.

Q. And that's all your clients, not just your HIV clients?

A. Right.

Q. The next one, the immigration and military service supplement, where was that delayed indefinitely?

A. We no longer have an individual on staff who had emphasis in that area that was not previously tied up in other areas, so we don't have the human capital resources.

Q. So that's not actually related to your

cases?

A. Yes.

Q. Okay. On the last kind of section in this table on page 10 there's other advocacy efforts. The military sexual trauma advocacy efforts, what is that?

A. So individuals that experience sexual harassment, discrimination or rape while in the military, assisting them.

Q. What type of assistance?

A. So a lot of them, in order to deal with their trauma, engaged in activities that were then criminalized and it affected their discharges. So now they are no longer able to avail themselves to the benefits that they deserve. Additionally, they don't receive the support they need as a survivor of a violent sexual act.

Q. Where were your plans to engage in this effort documented?

A. It does not look like they were documented in our end-of-year reports.

Q. Would they be documented anywhere else?

A. Only through verbal conversations.
Q. And why did you decide to de-prioritize this effort?
A. We didn't have the time.
Q. Because of your other legal clients, your other advocacy, your other education?
A. Because of other legal and advocacy efforts.
Q. Both HIV and non-HIV efforts?
A. Correct.
Q. Are there any other organizations that can do that work?
A. Military sexual trauma?
Q. Mm-hmm.
A. Yes. Not specifically for the LGBT community.
Q. But generally?
A. Generally, yes.
Q. Let's talk about access to veterans benefits. What does this program mean?
A. So folks that were discharged under the "don't ask, don't tell" and similar policies have

marks on their DD214, which I mentioned earlier, that prevent them from accessing specific benefits.

Q. How is this different than the discharge upgrade work you do?

A. So there are folks that were discharged -- so that's a good question. So there's the folks that need the discharge upgrade and that affects specifically the characterization of service. But in order to access veterans benefits, you need both the characterization of service and the time in service.

There's a few folks that their discharge wasn't -- the boards are just not upgrading it inappropriately. So we've been working with state-specific agencies in order to make sure they're availed to those benefits. And we've also been looking at ways for the time-in-service requirement loophole.

Q. So you are actually doing some of this work already?

A. No, it's been delayed. That's what we plan on doing.

Q. And are your plans to do this documented

anywhere?

A. No, they are not included in the end-of-year reports.

Q. And would they be documented anywhere else?

A. No, just in verbal conversations.

Q. And the reason you decided to de-prioritize this?

A. This was a difficult decision for me. We just -- there were so many folks that were coming to us with their service that was already on the chopping block. I just prioritized those clients.

Q. And so you prioritized legal service clients in general, both HIV and other?

A. Yes.

Q. Such as transgender clients, for instance?

A. Yes.

Q. Okay. The last one is the spouse tax. What does that mean?

A. So individuals that their spouse -- so they're the spouse of an actively serving member or a retired member, when that individual dies, they

receive compensation for the rest of their life and they're getting taxed on that inappropriately. So they're actually receiving less than they should.

Q. And why did you decide to delay that?

A. We didn't have the time to get -- we didn't have human capital time resources.

Q. Who would be the person responsible for working on that effort?

A. Myself and Peter Perkowski.

Q. And there's nobody else available to work on it?

A. No. Again, Mr. Perkowski is the only barred attorney and I'm the only one with specific Hill experience. So that's not something that we could delegate to an intern.

Q. And you de-prioritized it in exchange for legal services?

A. Yes.

Q. All legal services or HIV services in specific?

A. So I de-prioritized it for myself for the HIV work that I was doing on the Hill because I

didn't have the capacity to add that to my docket. And then for Mr. Perkowski it was de-prioritized for all legal services.

Q. So do you think the HIV services on the Hill you were providing had a bigger impact than doing this?

A. Yes.

Q. Okay. So in a couple of places in your declaration, which is Exhibit -- I think I remember this -- Exhibit 3 and also in your interrogatory responses you talk about an HIV 101 educational program?

A. Yes.

Q. Can you describe what that is?

A. So it's -- 3 you said?

Q. Yeah. It's in paragraph 18B on Exhibit 3.

A. Perfect. So the HIV 101 program is a cultural competency program for folks that assist folks that are living with HIV to make sure that they have all the knowledge they need to be as effective and efficient as possible.

Q. And is this project the responsibility of

your legal staff?

A. This project is the responsibility of my advocacy staff and that includes my policy folks, yes.

Q. So who would that include? Who would be responsible for HIV 101?

A. Mr. Perkowski. He -- he's the only one with that experience in the HIV realm.

Q. And nobody else?

A. I would not trust anybody else absent that specific experience to create this training.

Q. Is this training required being a barred attorney to do?

A. No.

Q. Was this project mentioned in any of your end-of-year legal reports?

A. In 2019, section 7, the second bullet point from the bottom, "Continue the development of our internal knowledge repository and training platforms. This project will increase productivity, reduce response time and ensure continuity."

Q. Which one is that in?

A. Exhibit 17.
Q. The 2018?
A. Yes, page 7. And then in 2017 -- it was not mentioned in 2017. Yes.
Q. So was the project contemplated in 2018?
A. Sorry?
Q. When was the idea for the project, the HIV 101 project, formed? When did OutServe come up with the idea?
A. When we realized that we were the subject matter experts and we needed folks' assistance. That's in one of the interrogatories.
Q. I think if you look at your interrogatories, page 12.
A. February 2019.
Q. So this was after you entered the Harrison suit?
A. Yes.
Q. And after you entered the Roe suit?
A. Yes.
Q. When you conceived of this project, what was the schedule to do it for?

A. I was hoping to get it out as quickly as possible.

Q. But when you came up with the schedule, you would have taken the Harrison and Roe suits into consideration, correct?

A. Yes.

Q. In your declaration and also in here, you talk about an education program for the Marine Corps Defense Services Organization west region, correct?

A. Yes.

Q. Can you describe what this is?

A. So Mr. Perkowski was invited to go and train -- I'm sorry, Exhibit 8; is that right?

Q. It's in your declaration in Exhibit 3, paragraph 18C.

A. Yeah, I see that.

Q. And I believe it's also in the interrogatory response under JAG training.

A. What page is that?

Q. Page 12.

A. Thank you.

Q. In this table here.

A. Twelve. Okay. Can you repeat the question, please?

Q. Can you describe what you mean by the Marine Corps Defense Services Organization west region training, which I believe you refer to as JAG training?

A. Yes. So JAGs are the military lawyers, and Mr. Perkowski was invited to train them on LGBT and HIV-positive-specific cultural conflicts.

Q. Why was this project not included in your end-of-year reports? Or was it included and I just missed it?

A. So this isn't a project. This was an invitation. I just wanted to point that out. And I'm not sure why it was not included in the 2018 end-of-year report.

Q. Why did -- why was this de-prioritized compared to other work?

A. Because there was not enough time for Mr. Perkowski to build up the training for the JAG corps or to travel to give it.

Q. And was that determination to

de-prioritize it made when the request came in in October 2018 or was the decision made later?

A. It was made later.

Q. When was it made?

A. I don't recall when it was made.

Q. What is the plan for completing this project -- or this invitation?

A. I'm not sure. It's been de-prioritized because of the HIV matters.

Q. Just the HIV matters?

A. In this instance, yes.

Q. Are there any other people at OutServe who could prepare some of this training?

A. No. They would need to be a barred attorney.

Q. Could any of your pro bono partners prepare some of this training?

A. Likely not. We are the subject matter experts. So we would need to train them in order to do the training and it's just too much time intensive.

Q. You've mentioned multiple time now about

being the subject matter experts for HIV and the military.

A. Sure.

Q. What's the basis for your belief that you're the subject matter experts?

A. Well, Mr. Perkowski is a renowned HIV attorney in the world and he's also a renowned military attorney, military veteran law-specific attorney. We are the only organization with an individual that has that experience and we're the only organization that focuses on that type of work.

Q. So the basis for your belief is basically your knowledge of Mr. Perkowski as an attorney?

A. Yes.

Q. Is it based on any benchmarking of other organizations that do HIV advocacy?

A. No.

Q. Besides what we have discussed, have you had any other programs, projects, invitations, plans that you believe were delayed, deferred or incomplete as a result of the policies that you are challenging in the Harrison and Roe lawsuits?

A. I don't believe so.

MS. CUTRI-KOHART: I'd like to take a five-minute break.

(Recess.)

BY MS. CUTRI-KOHART:

Q. Okay. Looking at the quarter 1 and quarter 2 2018 legal reports, the quarter 2 2018 legal report has the quarter 1 numbers in it to compare to the quarter 2 numbers. And almost none of the quarter 1 numbers match your quarter 1 legal report. Do you know why that is?

A. You know, I didn't even notice that until you pointed it out. I don't know why it autopopulated incorrectly.

Q. So should we trust the quarter 1 report or the quarter 2 report for the quarter 1 numbers?

A. For the quarter 1 numbers, you should trust the quarter 1 report.

Q. And is that because you believe that that table for quarter 2 just populated incorrectly?

A. Yes.

Q. Next question. We talked a lot about

Mr. Perkowski's HIV-related work. Can you tell us specifically what work Mr. Perkowski does in support of the Harrison case?

A. That information would be on his invoices. I don't know off the top of my head.

Q. Because you also have pro bono counsel that works on the Harrison case, right?

A. Yes.

Q. So what I'm interested in is what work does Mr. Perkowski do that the pro bono counsel does not do?

A. Again, I'm not sure. That would be on his invoices, though.

Q. And in the Roe case, what work does Mr. Perkowski do?

A. The same answer. I'm not sure. It would be on his invoices, though.

[redacted]

A. No records that don't contain PII information.

Q. But you do have records with their names and their donation amount?

A. Yes.

Q. Could you provide a record with the names redacted that just say donor one $2, donor two $2,000, et cetera? Is that available?

MR. PERKOWSKI: So I will represent that we did receive a file that contained donation information. It was not complete because some of our donation vendors were uncooperative. After redacting PII, literally the only information would be a date and the dollar amount.

MS. CUTRI-KOHART: We'd like that.

MR. PERKOWSKI: And -- I will consider giving that to you.

MS. CUTRI-KOHART: And do you have the same type of information for 2018, for the 50 donors in 2018?

MR. PERKOWSKI: The only file that we were able to recover was -- well, it did contain 2018 and

2019, if I remember right.

MS. CUTRI-KOHART: Okay. We'd like that, too.

MS. BERMAN: Sorry. To clarify, there's nothing for 2017 at all?

MR. PERKOWSKI: Correct.

BY MS. CUTRI-KOHART:

Q. A couple of times during the deposition you also talked about documents that you weren't able to produce because you didn't have time given the short period of discovery.

Are there any other responsive documents that you -- responsive to either RFPs or in support of your interrogatories that you have not produced because of time constraints?

A. No.

Q. Have we covered, between your last deposition and this deposition, all the testimony that you intend to provide in support of OutServe's position that you are a traditional membership organization?

A. Yes.

Q. Have we covered all the testimony, between the last deposition and this deposition, that you intend to provide in support of OutServe's position that your members influence the direction of your organization?

MR. PERKOWSKI: Objection to this entire interrogatory because I don't know that this witness is aware of our intentions with respect to further briefing on this issue.

BY MS. CUTRI-KOHART:

Q. I'd like to direct --

MS. CUTRI-KOHART: Objection noted.

BY MS. CUTRI-KOHART:

Q. If you want to look at Exhibit 1, Mr. Blevins.

A. Sure.

Q. This is your 30(b)(6) deposition notice. If you look at question number 2 or topic number 2 on this notice, it's the basis for OutServe's assertion that it is a membership organization or the functional equivalent of one.

Did you come prepared to testify on behalf

of OutServe as to this topic?

A. Yes.

Q. Is there any additional testimony that you wish to provide in support of OutServe's basis for its assertion that it is a traditional membership organization?

A. I don't believe so, no.

Q. Is there any more testimony that you intend to provide in support of OutServe's assertion that it is a functional equivalent of a membership organization?

A. I don't believe so, no.

Q. Have we covered, between your last deposition and the current deposition, all the testimony that you intend to provide regarding OutServe's position that your members select its leaders?

MR. PERKOWSKI: Objection. Form.

THE WITNESS: Repeat the question, please.

BY MS. CUTRI-KOHART:

Q. Have we -- between your last deposition and this deposition, have we covered all the

testimony that you intend to provide regarding OutServe's positions that its members select its leaders?

MR. PERKOWSKI: Same objection.

THE WITNESS: I believe so, yes.

MS. CUTRI-KOHART: And the same response regarding the deposition notice was the basis of all of OutServe's assertions regarding these subjects?

MR. PERKOWSKI: Yeah. Again, you're talking about intention in your questions, though, so that's the basis of my objection.

MS. BERMAN: We don't need to argue the objections in the deposition. Just continue.

BY MS. CUTRI-KOHART:

Q. Have we covered all the testimony that you intend to provide regarding OutServe's positions that its members finance the organization?

MR. PERKOWSKI: Same objection.

THE WITNESS: Yes, I believe so.

BY MS. CUTRI-KOHART:

Q. Have we covered all the testimony that you intend to provide regarding OutServe's assertion that

it was directly injured by the policies you're challenging in the Harrison suit?

MR. PERKOWSKI: Same objection.

THE WITNESS: Yes, I believe so.

BY MS. CUTRI-KOHART:

Q. Have we covered all the testimony that you intend to provide regarding OutServe's assertion that it was directly injured by the policies challenged in the Roe suit?

MR. PERKOWSKI: Same objection.

THE WITNESS: Yes, I believe so.

MS. CUTRI-KOHART: And that is all I have.

MS. BERMAN: Just one more thing. If you could give me the sheet with your notes on it, I'll have the court reporter mark this as next in line.

And for the record, these are the notes that the witness and his attorney took during the deposition.

MS. CUTRI-KOHART: And you can go ahead and mark it as Exhibit Number 18.

(Blevins Exhibit No. 18 was marked for identification.)

EXHIBIT Z

Minutes of Inaugural MAC Meeting, Oct. 30, 2018

SLDN
[t] 202.328.3244 • [f] 202.797.1635
P.O. Box 65301 • Washington, D.C. • 20035-5301
STRONGER. TOGETHER.

Military & Veterans Advisory Council Minutes

October 30, 2018

Introductory Call. Attendance not taken, and quorum not needed.

Beginning: 2000ET (1700 PT)
Ending: 1834ET (2134 PT)

I. Co-Chairs (Church and Proctor) called meeting to order and made preliminary remarks.
   a. Welcomed MAC members and introduced Andy

II. Introductions
   a. Andy introduced the inaugural MAC members, their military affiliations, and their organization connections

III. Organizational Snapshot
   a. Andy provided a brief background on OutServe-SLDN's history
   b. Andy detailed his goals for the staffing and programmatic elements of the organization
      i. Incorporation of internships and externships
      ii. Incorporation of contractors
      iii. Increasing legal and advocacy initiatives
      iv. Increasing education initiatives
   c. Andy provided brief introductions to the current staff and members of the Board of Directors
   d. Andy provided background on the programmatic elements OutServe-SLDN is currently supporting
      i. 81 worldwide chapters and forums
      ii. Education Programs (OSKO, ACE, Blog)
      iii. Rainbow Shield and VSO Programming
      iv. Freedom to Serve Guide
      v. Class Action Lawsuits

IV. Andy briefly discussed the planned transition with Matt
   a. Andy to remain in Oregon until December 10
   b. Matt's last day is November 30

V. Andy asked for feedback from MAC members about their interest in serving on the MAC
   a. Several individuals mentioned they were excited about direct member services

b. Several individuals mentioned they were excited about LGBTQ specific education and VSO services
c. Many thought our biggest obstacles were the changing culture and idea of relevancy from those that did not serve under Don't Ask, Don't Tell.

VI. Ways to get involved
a. Community Survey
b. Advisement
c. Writing Blog Posts
d. Fundraising
e. Policy Initiatives

VII. Meeting adjourned at 2134ET

To-Do Items:
(1) Andy to establish calendar reminder for call
(2) Andy to meet with staff to discuss survey development and implementation

EXHIBIT AA

MAC Statement of Mission and Responsibilities

OutServe-SLDN Military Advisory Council

MISSION AND RESPONSIBILITIES

1. **Statement of Purpose:** The mission of the OutServe-SLDN (Servicemembers Legal Defense Network) Military Advisory Council (MAC) is to support and advise the work of the Board and staff of OutServe-SLDN on the basis of the wisdom and experience gained during distinguished military careers as actively-serving servicemembers, veterans, and spouses. The Advisory Council does not decide policy, appoint staff, or manage OutServe-SLDN resources.

2. **Basic Duties:** By joining the Advisory Council, an individual agrees to allow the use of their name in support of OutServe-SLDN. In addition, members of the Advisory Council also agree to participate in one or more of the voluntary activities listed in subparagraphs A through E of the next paragraph.

3. **Voluntary Activities:** Advisory Council members are encouraged to participate in the following activities to the extent consistent with their personal circumstances:

A. **Advice and Counsel.** Provide expert advice to OutServe-SLDN's Board and staff by:

- Participating in regularly scheduled OutServe-SLDN events.
- Bringing news developments and other events that are pertinent to OutServe-SLDN's work to the attention of OutServe-SLDN's staff.
- Participating in online and telephonic discussions with other MAC members.
- Assisting in program evaluation when asked to do so by the Executive Director.
- Assisting in determining the need for new programs.

[redacted] OutServe-001516

- Providing technical assistance on matters outside OutServe-SLDN's core competencies.

- Acting as a conduit for information from various constituencies to the OutServe-SLDN Board and staff.

B. **Advocacy.** When asked to do so by the Board, speak out on behalf of OutServe-SLDN in their communities by:

- Building local grassroots support for OutServe-SLDN's goals.

- Helping OutServe-SLDN to hear and respond to community concerns.

- Speaking to local community, military community, and media representatives, and members of Congress and their staffs.

- Assisting OutServe-SLDN public relations through linkage with civic, business, and other community representatives.

- Helping mobilize the local community, including community leadership, for activities and initiatives sponsored by OutServe-SLDN.

- Acting as a conduit for information from OutServe-SLDN to potential clients, donors, other agencies, community groups and the general public.

C. **Fund Raising.** Assist the staff in raising funds to support OutServe-SLDN goals by:

- Encouraging others to contribute to OutServe-SLDN.

D. **Reserve Force.** Supplement OutServe-SLDN's personnel resources by:

[redacted] OutServe-001517

- Assisting with events such as OutServe-SLDN's annual dinner and lobby day.

- Providing a talent pool from which to draw future governing board members and program volunteers.

E. **Recruitment.** Recruiting other individuals who are willing to join the OutServe-SLDN team by:

- Nominating Advisory Council and Board candidates.

- Bringing talented prospective full-time employees and student interns to the attention of staff.

F. **Other.** The Advisory Council shall regularly assess its own performance. In addition, it may perform other duties by agreement with the OutServe-SLDN Governing Board and the Executive Director.

4. **Membership:** The Advisory Council shall be composed of distinguished officer and enlisted personnel with extensive military experience, senior former cabinet-level and assistant-secretary level officials of the Department of Defense and intelligence services, distinguished military and veteran spouses, and other distinguished military individuals by special invitation of the Council.

5. **Selection:** Advisory Council members are selected by a Nominating Committee, which reviews nominations and recommends qualified individuals for approval by a majority vote of the Council, and thereafter by a majority vote of the OutServe-SLDN board.

6. **Diversity:** The Advisory Council maintains a strong commitment to diversity in all of its activities. It seeks balanced representation from all branches of service and from a variety of military occupational specialties. It encourages enlisted as well as officer membership. In particular, membership on the Council is open to all qualified individuals without regard to race, gender, sexual orientation, or gender identity.

7. **Membership Categories**. The membership of the Advisory Council shall be divided into Active and Associate components, as follows:

Active Members

Active Advisory Council members pledge to devote five or more hours per month, on a regular basis, to serving OutServe-SLDN goals.

Associate Members

Associate Advisory Council members lend their names to OutServe-SLDN and support it financially, but devote less than five hours per week, on a regular basis, to serving OutServe-SLDN goals.

At the call of the co-chairs, active members of the Advisory Council shall meet by conference call in the intervals between Governing Board meetings.

Newly appointed active members of the Advisory Council are expected to serve for at least three years, to attend at least one Governing Board meeting in their first year of MAC membership and to participate regularly in MAC conference calls.

Returning MAC members and others in special circumstances may join the MAC as associate members.

Advisory Council members shall be polled once each year to ascertain whether an individual member pledges to serve actively, or wishes to become an Associate member.

8. **Confidentiality:** Due to the sensitivity of the issues addressed by OutServe-SLDN, Advisory Council members may be party to highly privileged information which they are duty bound to keep confidential.

9. **Loyalty:** Advisory Council members give their own personal and community sanction to OutServe-SLDN. They must have a strong identification with OutServe-SLDN and a commitment to its strategy and leadership. However, this duty of loyalty to OutServe-SLDN in no way precludes Advisory Council members from joining and supporting other political or social organizations.

10. **Support:** To the extent consistent with their other duties, OutServe-SLDN staff shall assist the officers and members of the Advisory Council in

the performance of their duties. In addition, if resources permit, OutServe-SLDN shall provide assistance from time to time to facilitate the growth of Advisory Council membership and assist the work of its volunteers.

11. **Leadership; Committees**. The Advisory Council shall be led by two co-chairs, who shall be members of the Active Component of the Advisory Council. Both enlisted and officer personnel are eligible to be co-chairs. The co-chairs may appoint special committees of not more than five individuals to assist them.

Every active member of the Advisory Council should participate in the work of at least one Advisory Council committee. Associate members may also participate in committee work with the agreement of the Chair of the relevant committee.

The chair of each Advisory Council committee shall coordinate the work of his or her committee with those Governing Board committees and OutServe-SLDN staff members working in the same subject area.

12. **Voting**. All Advisory Council members shall have the right to vote on issues coming before the Council. Votes may be taken by electronic means or in person at periodic Advisory Council meetings. Decisions on nominations and other matters shall be by a majority of those voting.

If a decision is approved by a plurality rather than a majority of the active members of the Council, either MAC co-chair may in their discretion call for a revote until a majority vote of the active membership is achieved.

13. **Governing Board Attendance.** The MAC co-chairs shall appoint a limited number of active MAC members to attend Governing Board meetings, not to exceed half the membership of the Governing Board.

Appendices:

Appendix 1. Application for membership in the SLDN Military Advisory Council.

Appendix 2. Guidelines for MAC attendance at SLDN Governing Board meetings.

[redacted] OutServe-001520

Appendix 1

APPLICATION FOR MEMBERSHIP ON THE OUTSERVE-SLDN MILITARY ADVISORY COUNCIL

NAME:_____

ADDRESS_____

PHONE_____

EMAIL_____

1. Why are you interested in serving on the Military Advisory Council (MAC) of OutServe-SLDN (Servicemembers Legal Defense Network)?

2. Do you have a connection to OutServe-SLDN (for example, are you a donor, volunteer, veteran, friend who was a client)?

3. How can you help OutServe-SLDN make a difference in the community? What skills do you bring to OutServe-SLDN?

4. What would you be interested in doing on behalf of OutServe-SLDN (check all that apply)?

_____ Attend OutServe-SLDN's annual lobby day in Washington, DC?
_____ Build local grassroots awareness of OutServe-SLDN issues?
_____ Educate military leaders
_____ Build alliances with veterans services organizations
_____ Recruit others to join OutServe-SLDN's Military Advisory Council
_____ Provide strategic guidance to the Board of Directors and staff
_____ Join OutServe-SLDN's major donor program – the Patriot Circle
_____ Help OutServe-SLDN raise funds?

5. How much time can you give to OutServe-SLDN?

6. Would you be willing to make regular financial contributions to OutServe-SLDN?

7. What gains do you expect to receive from your service to the organization professionally, personally, and morally?

8. Are you applying for active or associate membership on the MAC? (See paragraph 7 of the MAC Statement of Mission and Responsibilities.)

Please attach a resume.

Appendix 2

GUIDELINES FOR MAC ATTENDANCE AT OUTSERVE-SLDN GOVERNING BOARD MEETINGS

This document provides guidance to active Military Advisory Council (MAC) members regarding their attendance at meetings of OutServe-SLDN's Governing Board.

1. The MAC co-chairs shall serve as ex-officio members of the Governing Board. The OutServe-SLDN Governing Board also customarily invites members of the active component of the MAC to attend meetings of the Governing Board and to participate in Board discussions, except for discussions that are conducted in executive session. However, attendance by MAC members at Governing Board meetings is a privilege not a right, and the Governing Board is the sole decision-maker regarding attendance questions, should they arise.

2. Active participation by MAC members in Governing Board discussions is expected and encouraged. However, MAC members should strive to keep their comments brief and to the point, and to focus particularly on the military aspects of issues coming before the meeting.

3. MAC members are not members of the Governing Board, and therefore must refrain from voting on any issues that are put to a vote during Governing Board meetings. The Governing Board bears sole fiduciary responsibility for all decisions of the organization, and voting is the means by which they carry out this responsibility.

4. MAC members pay their own transportation and lodging expenses in connection with attendance at Governing Board meetings. Because OutServe-SLDN is a recognized charity, transportation, lodging costs, and meeting contributions are generally deductible for tax purposes.

5. The husbands, wives, and partners of MAC members are encouraged to attend the social functions that are part of OutServe-SLDN Governing Board meetings, but should refrain from attending the meetings themselves unless invited to do so.

EXHIBIT BB

Audio Recording:
March 2017 Board Meeting

[redacted]

Exhibit BB is an audio recording that was delivered to the court on an audio DVD.

The password for the DVD is

[redacted]

EXHIBIT BB-1

Unofficial Transcript of Exhibit BB
Audio Recording Excerpt

[redacted]

[redacted]

EXHIBIT CC

OutServe Chapter Leader Guide

Chapter/Forum Leader Requirements, Expectations, and Code of Conduct

1. Eligibility

a. Each Chapter/Forum will designate at least one Chapter/Forum Leader (CL) to represent the Chapter/Forum within OutServe-SLDN and as the public representative of the Chapter/Forum.

b. CLs must be stationed or have their primary duty station in the geographical region of the chapter they represent. Forum Leaders must be eligible for inclusion in the group represented (e.g. must be a Navy member to be Forum Leader of the OutServe-SLDN Navy forum).

2. Elections

a. Each Chapter/Forum can choose how leaders are chosen, either by voting or appointment. These procedures will be written and submitted to the OutServe-SLDN Chair of the Chapter and Members Services Committee.

3. Expectations

a. General

i. CLs are our most visible leaders, and therefore perhaps the most important for the image and reputation of the organization. They are the primary interface between the chapter members and the OutServe-SLDN leadership team. They are also the experts on how to run a chapter, how to plan local events, and are absolutely critical to our success. CLs will provide most of the input for things like pride planning, chapter best practices, internal communications (that so-called continuity binder), and other issues related to working with our individual members. CLs are expected to step up and actively engage in the growth of OutServe-SLDN on the chapter and national organizational levels. In addition to identifying issues and problems, CLs are expected to offer suggestions and propose solutions, and work together to grow and strengthen the organization.

ii. CLs are required to be “out”, or living openly as gay, lesbian, bisexual, or transgendered. Because one of OutServe-SLDN’s goals as an organization is to advocate for LGBT service members, and because Chapter/Forum Leaders play a vital role in presenting the face of the organization, they are expected to be publicly available to members and potential members of their respective Chapters/Forums. Note: Due to the sensitivity of the issues, the HIV+ and Transgender leaders are not expected to be out, and this expectation will be left up to the individual leader.

b. Participation

i. Facebook. CLs are required to have a Facebook account and per Facebook terms of service they must use their legal name on their Facebook page. If a member would like to be a chapter leader but does not have a Facebook page and does not want to get one will need to contact the OutServe-SLDN Chair of the Chapter and Members Services Committee to discuss potential options.

(a). Chapter Leader Group. CLs are required to be members of and expected to make positive contributions to the discussions in the Chapter Leader Facebook group. CL's should be logging in to the group at least weekly to review posts. CL's should be checking in to your chapter's Facebook groups as often as necessary to provide effective oversight. The address for the CL Facebook group is http://www.facebook.com/groups/outservechapters/. For access, contact the OutServe-SLDN Admin at admin@outserve.org. CLs can add co-leaders, who must be approved by a group admin. When adding someone to the group, please send a message to one of the admins of the group so they know to approve it.

(b). Chapter/Forum Group. CLs are required to maintain their chapter/forum secret facebook page. This includes responding to timely requests from perspective members, monitoring conduct and reposting information from the Chapter Leader Group and the OutServe Network Group. One member of the OutServe-SLDN Board of Directors will be an additional administrator to ensure continuity of the group. The board member is not there to monitor the CL or try to run the chapter.

(c). OutServe Network Group. CLs are required to be a member of the OutServe Network Group and pass on information from that group to your chapter/forum. As well you will ensure all your members are also part of this group.

ii. Email. Important information is shared via official outserve.org email using the chapterleaders@outserve.org Google Group address and the Chapter/Forum email address (e.g. virginia@outserve.org, navy@outserve.org, etc.). CLs should be logging into this account at least weekly, and notify the email administrator with any issues. CLs should be logging into the actual account (not just forwarding to another address) so that nothing is missed, so that emails are sent from the actual chapter address, and for maintenance of the account.

iii. Meetings. CLs are expected to attend any meetings that are called. This may include teleconferences, skype meetings or in person meetings. All attempts will be made to offer alternate means for participation during in person meetings. CLs are expected to make every effort to attend the annual Leadership Conference.

c. Representing OutServe-SLDN. CLs are expected to always represent OutServe-SLDN in a positive light when speaking in public, and support the organization and its leadership. Although dissent and criticism are a necessary part of conversations within the discussions among CLs and in personal communication with leadership, these things should not be expressed publicly or to the press or media. If you have any questions or concerns about

media involvement, please consult with our communications team at communications@outserve.org.

4. Responsibilities

a. Reporting.

i. Upon becoming a CL, they will complete the Google form at www.outserve-sldn.org/newCL to ensure the Chair of the OutServe-SLDN Chapter and Member Services Committee knows of the leadership change. This will allow the chair to update the website and provide training materials to the new chapter leader. The new CL is expected to review this policy and any training materials provided within 30 days.

ii. CLs will ensure the website has to correct information for their chapter, www.outserve-sldn.org/chapters. If there is an error, please notify the Admin at admin@outserve.org.

iii. CLs will submit any events that the chapter does via a Google form located at: x x. This serves two purposes: 1) Allows visibility into events done at the chapter level for publicity and informational purposes. 2) Allows us to collect services we provide for our annual application to the Combined Federal Campaign.

iv. Anytime an event or media exposure involves external agencies, CLs must coordinate activities with the Chapter and Member Service Committee Chair at membership@outserve.org prior to the event. This is to protect the chapter, its members and ensure a unified media presence.

b. Meetings and events. CLs must make every effort to attend meetings and or events. Attending meetings indicates that there is a desire for the chapter leaders to engage and improve their chapters as well as share ideas in real time. If CLs cannot attend, they are expected to send an appropriate representative or send advance notice.

c. Role Within the Chapter

i. The primary role of the CL is to take responsibility for the chapter's activities and promote the chapter in the local community. As the leader of the chapter, they are in charge of everything that happens, manage membership, and provide mentorship and support for all members of the chapter. The role of a CL within the chapter can be further defined by the individual chapters.

ii. CLs will be responsible for both representing the views of the chapter members to the national organization and for carrying the message/programs of OutServe-SLDN to their members. Messages from the organizations shall be conveyed in a professional manner; the organizational message or program will be conveyed without editorial comment or criticism. Personal disagreement with the topic can be shared within the chapter, but the CLs first responsibility is to share the information impartially. Remember that how you relay

information will impact how it is received--your negativity towards organizational policy or decisions cannot be a part of that message.

iii. CLs must be willing and able to deal with both the media in the local area and with military officials at bases and installations in their chapter territory on military LGBT issues. The CL needs to be willing to serve as the "face" of the chapter. If not then, they should choose a dedicated media representative. If certain difficulties arise with regards to official OutServe-SLDN policy and or business, the CL should refer to the OutServe-SLDN Communications Director or a member of the OutServe-SLDN Board of Directors.

5. Code of Conduct

a. Treat others with the same respect and dignity as you would in person. Show respect and consideration to others at all times. While we all enjoy great discussion and debate, when it turns personal, the line of appropriate conduct has been crossed.

a. Contempt from CLs towards OutServe-SLDN or its leadership will not be expressed publicly or in the chapter groups. Disagreement and discussion are encouraged among CLs and leadership, but expressing disagreement in public or to OutServe-SLDN's members in a way that would bring discredit to the organization is inappropriate and will not be tolerated from CLs.

b. Professionalism. Every member of the CL group has earned their military rank and deserves to be treated with the respect they are entitled to. CLs come from all grades, representing junior enlisted and senior officers. Although OutServe-SLDN tends to avoid the use of rank in discussions, it is important to remember that we are all serving members of the military and remain on-duty and subject to Service rules and regulations at all times. Every member has an equal voice in discussions, but conversations need to be conducted with the assumption that senior NCOs and officers are present, because they likely are. First names are fine in the groups, but aside from that, proper respect and courtesy is expected.

c. When presenting a question or problem, include background and related information. Help all of us help you with your question or problem. The more information provided, the quicker we can help you work towards a resolution.

d. Flaming and personal attacks will not be tolerated in postings and will be deleted from groups and message boards.

e. Violations

i. Violators will be counseled privately by one of the administrators or OutServe-SLDN leadership about the offending conduct, and given an opportunity to discuss the situation.

ii. Subsequent violations will result in recommendation to the OutServe-SLDN Board of Directors for action, which could include the member's removal as Chapter Leader.

6. Chapter Management

a. CLs have a fair amount of autonomy as to how they run their Chapter/Forum. With that in mind, chapters are still a part of OutServe-SLDN and in most cases is the only exposure the local community has to OutServe-SLDN. Your actions as a CL should reflect positively on OutServe-SLDN as a whole. CLs report to the OutServe-SLDN Chair of the Chapter and Members Services Committee.

b. Chapter Structure. Chapters are free to structure their chapter that best suits the needs of the individual chapter. Different chapters have had various successes with different positions and structures. Some suggested positions are:

i. Assistant Chapter Leader
ii. Public Affairs
iii. Installation Liaisons/POCs
iv. Treasurer
v. Events Coordinator

c. Installation Organizations. Chapters are encouraged to become recognized as official organizations on their local installations. Several chapters have already done this.

d. Chapter Finances. Chapters are encouraged to raise money in the local community. However to ensure the organization is protected, the following will be observed:

i. If donations are collected using the OutServe-SLDN name and are being offered as a tax deduction using the OutServe-SLDN 501(3)c status, the funds must be deposited into the OutServe bank account, through the OutServe-SLDN treasurer.

ii. All funds raised by the local chapter will only be used for the local chapter unless the CL informs the treasurer otherwise.

iii. Chapters will deposit any funds collected into the OutServe-SLDN bank account held at XXXX. After the deposit they will submit an OutServe-SLDN Form X along with a copy of the deposit receipt to treasurer@outserve.org. The treasurer will then earmark those funds for that specific chapter, and send a confirmation of receipt back to the Chapter Leader.

iv. When chapters need to access those funds, they will submit an OutServe-SLDN Form X to treasurer@outserve.org no later than 14 days prior to date the funds are needed. Upon receipt, the OutServe-SLDN treasurer will verify enough funds are available and then issue the check as requested.

v. If chapters wish to request reimbursement for funds, they must submit an OutServe-SLDN Form X to treasurer@outserve.org within 30 days of the expense and provide legible copies of the receipt. Upon receipt, the OutServe-SLDN treasurer will verify enough funds are available and then issue the check as requested.

vi. Quarterly, the OutServe-SLDN treasurer will provide a statement to each chapter than maintains funds, showing all transactions and a current balance.

e. Partner Organizations. Chapters are encouraged to work with partner organizations that have a presence in their local area. This can include but is not limited to: American Veterans for Equal Rights (AVER), American Military Partners Association (AMPA), Military Family and Partners Coalition (MFPC) and Human Rights Campaign (HRC). Sharing spaces at Pride events, parades and at similar events can be a great way to save money and establish working relationships.

6. Tools:

a. The CL Group on FaceBook (http://www.facebook.com/groups/outservechapters/). This is a great tool for chapter leaders to bounce off ideas or coordinate joint evolutions with other chapters. A regular visit to the CL page will prove invaluable in informing the rest of the chapters, sharing ideas or discussing what works and what doesn't.

b. Google Apps: email, groups, calendars, websites, hangouts, etc.

c. The OutServe-SLDN Public web page (and chapter pages): http://outserve-sldn.org

EXHIBIT DD

OutServe-SLDN Board of Directors Nomination Form for Shaina Barnes

SLDN
[t] 202.328.3244 • [f] 202.797.1635
P.O. Box 65301 • Washington, D.C. • 20035-5301
STRONGER. TOGETHER.

Board of Directors **Nomination Form**

Date March 7, 2017

Name Shaina A Barnes Shaina
First MI Last Familiar name

Home Address: [redacted]
Phone: [redacted]

Employer: [redacted]

Preferred method of contact: ( ) Work (X) Residence

Please list boards and committees that you serve on, or have served on (business, civic, community, fraternal, political, professional, recreational, religious, social).

Organization	Role/Title	Dates of Service
[redacted]		

Education background/Awards and honors (Military background if applicable)

Bachelor Degree in English with a concentration is Language, Writing and Rhetoric from the University of Maryland, College Park (2005)
Master in Public Administration from the University of Baltimore (2020 anticipated)

Where specifically does your interest lay in board activities? (i.e. development, special events, community outreach, PR, Policy, leadership)

Policy, Community Outreach

As with most non-profits there is a suggested "give or get" for each board member. Are you willing to accept this commitment?

[redacted]

Please describe some of the skills you possess and how you feel these skills may be valuable in your role as a board member.

[redacted]

What motivates you to seek a position on the Board of Directors for OutServe-SLDN?

[redacted]

Do you have any questions concerning the Director's Position Description?

[redacted]

Please tell us anything else you'd like to share.

_____

_____

Thank you very much for applying

Please note: It is not unusual for many people to be nominated for a few open Board positions. A rigorous selection process follows nominations, including screening, interviews, reference checks, and matching applicants with current Board needs.

EXHIBIT EE

Board of Directors Call Minutes
Aug. 29, 2016

OutServe - SLDN Board of Directors

Nomination Committee Call Minutes

29 August 2016, 1900 EDT

I. Board of Directors Nomination Forms were sent out on 26 August 2016.

II. Meeting called to order by committee Chair Robert Dockendorff at 1900 EDT.

III. The below OS-SLDN Board Officers were present:

1. [redacted]

IV. General Discussion

[redacted]

V. Voting

[redacted]

[redacted]

[redacted]

VII. Recommendation to the board

[redacted]

VIII. With no further business to discuss, the meeting was adjourned at 1924. After approval of these minutes they will be sent out to the board for vote.

Attachments:

Nomination Form 1- J. Klenert.docx
Nomination Form 2 - B. Finzel.docx
Nomination Form 3 - C. Able.docx
Nomination Form 4 - L. Reinhart.docx
8 AUG 16 Voting Form 1.xlsx
8 AUG 16 Voting Form 2.xlsx
8 AUG 16 Voting Form 3.xlsx
8 AUG 16 Voting Form 4.xlsx

[redacted]

EXHIBIT FF

Board of Directors Call Minutes
June 14, 2015

OutServe - SLDN Board of Directors

Monthly Telephone Conference Call Minutes

14 June 2015, 1900 EDT

I. Meeting called to order by co-chair Gillespie at 1902 EDT.

II. The below OS-SLDN Board Officers were present, with a total of 4 required for a quorum:

1. [redacted]

III. Approval of May 2015 Minutes.

[redacted]

IV. Advocacy

[redacted]

[redacted]

V. Communications

[redacted]

VI. Programming

1. [redacted]

VII. Development

1. [redacted]

VIII. Legal Services

1. [redacted]

3. [redacted]

IX. Chapter and Member Services

1. [redacted]

X. Finance and Governance Update (Dobai/Thorn)

1. [redacted]

6. Intern search

A. [redacted]

[redacted]

[redacted]

7. Potential board members

[redacted]

[redacted]

[redacted].

XI. Executive Session

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

XII. Adjournment. With no further business to discuss, the meeting was adjourned at 2055 EDT. Next meeting is scheduled for 11 July 2015 at 1900 EDT.

[redacted]

EXHIBIT GG

Board of Directors Call Minutes
July 12, 2015

OutServe - SLDN Board of Directors

Monthly Telephone Conference Call Minutes

12 July 2015, 1900 EDT

I. Meeting called to order by co-chair Gillespie at 1901 EDT.

II. The below OS-SLDN Board Officers were present, with a total of 4 required for a quorum:

1 [redacted]

III. Approval of June 2015 Minutes.

[redacted]

IV. Advocacy

[redacted]

[redacted]

[redacted]

V. Communications

[redacted]

[redacted] OutServe-000238

[redacted]

VI. Programming

[redacted]

VII. Development

[redacted]

VIII. Legal Services

[redacted]

IX. Chapter and Member Services

X. Finance and Governance Update (Dobai/Thorn)

6. Intern search

[redacted]

7. Potential board members

[redacted]

8. HRC National Dinner

[redacted]

9. Adjournment. With no further business to discuss, the meeting was adjourned. Next meeting is scheduled for 9 August 2015 at 1900 EDT.

[redacted]

EXHIBIT HH

Executive Director Report, Board Meeting

SLDN
[t] 202.328.3244 • [f] 202.797.1635
P.O. Box 65301 • Washington, D.C. • 20035-5301
STRONGER. TOGETHER.

Call In Number: [redacted]
Passcode: [redacted]

Executive Director Report – Board Meeting July 12th
As of July 10th

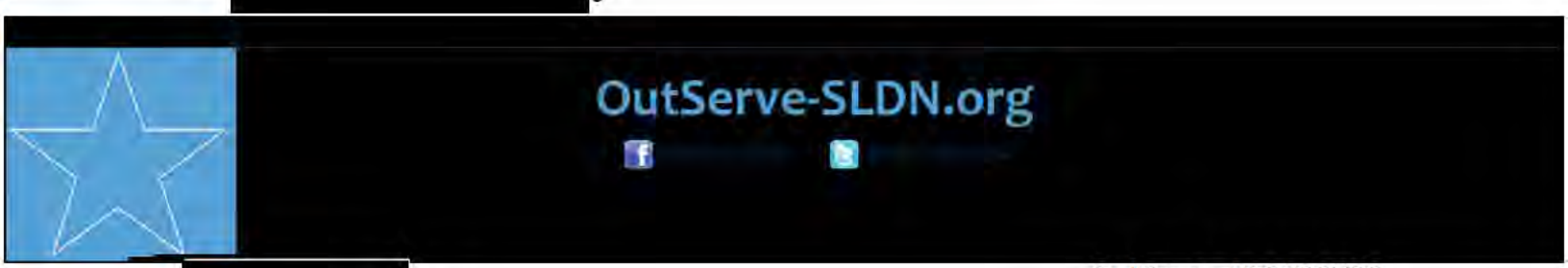
Prepared by: Matt Thorn, Interim Executive Director

Advocacy –

[redacted]

[redacted]

e



[redacted]

a [redacted]

Development – [redacted]

6. Appeals

[redacted]

Legal Services –

[redacted]

Chapter Services –

[redacted]

Financial –

[redacted]

[redacted]

Administrative –

[redacted]



[redacted]

EXHIBIT II

Board Meeting Presentation
Apr. 7, 2019

Board Meeting

April 7, 2019

For Internal Use Only

[redacted]

Housekeeping Matters



Overview

- Legal Updates
- Policy Updates
- Chapter Management
- Community Partnerships
- Communications
- Merger Updates
- Committee Reports

I. Legal Updates

Last Month's Updates

Legal Help Desk

- **Clients assisted:** [redacted]
  - Trans Service
    - Retention and Accession
    - Trans Ban
  - HIV Service
  - Discharge Upgrades and Records Corrections
  - Discrimination and Harassment

Research

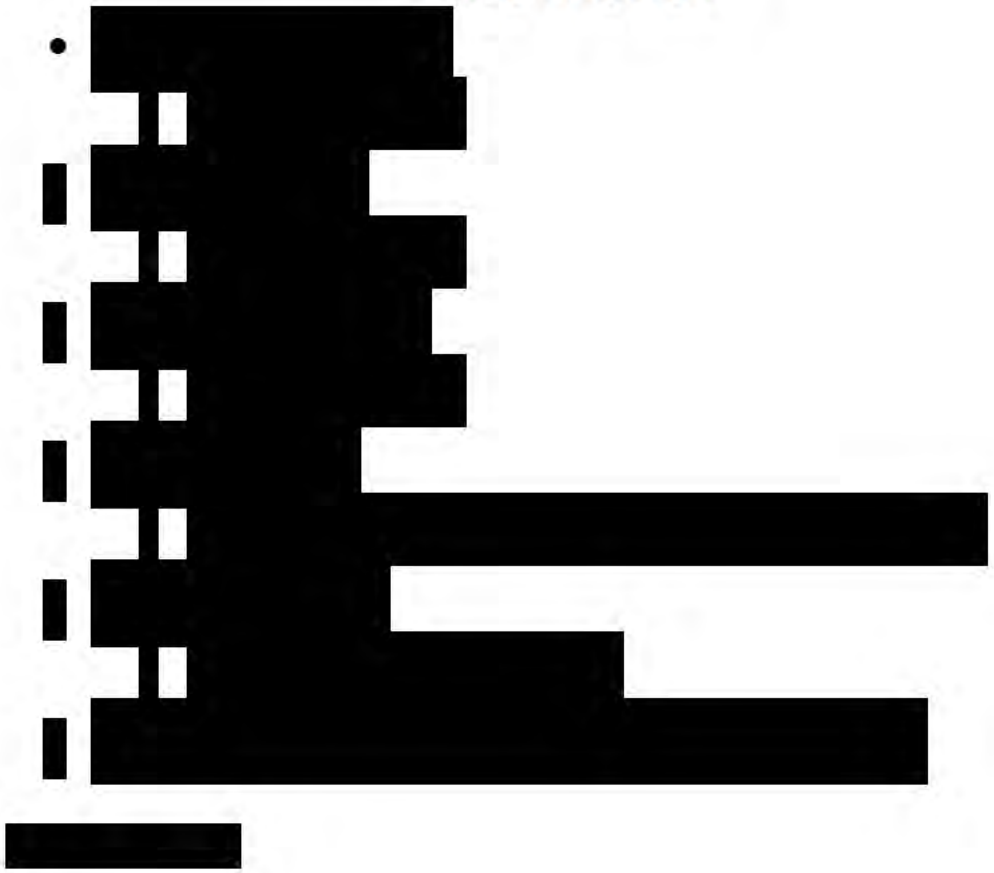
- VA Home Loans
- Tucker Act
- Changes in HIV service regulations
- Time in service loopholes for access to benefits (DADT)
- National Defense Authorization Act
- VA Caregiver Program
- ROTC/Academy Administrative Separations

[redacted]

II. Policy Updates

Member and Staffer Meetings

Last Month



Upcoming



Bills, Letters, Hearings, etc.

Last Month

- [redacted]

Upcoming

- [redacted]

[redacted]

III. Chapter Management

Chapter and Member Services Updates

Last Month

- [redacted]
- [redacted]

Upcoming

- [redacted]
- [redacted]
- [redacted]

[redacted]

IV. Community Partnerships

Community Partnerships

- SPARTA & AMPA
- World of Wonder Productions
- One Magical Weekend
- Minority Veterans of America
- OutWOD & Out Foundation
- *Open Trans Service Coalition*

[redacted]

V. Media

Social Media

Facebook: [redacted] [redacted]

Instagram: [redacted] [redacted]

Twitter: [redacted] [redacted]

Speaking Engagements

Last Month

- Equality California Luncheon (Andy, 3/5)
- Kennedy Resolution Debate and signing (3/28)
- Loma Linda Rainbow Shield Training (Andy, Corrine, 4/2)
- Univ of LaVerne Law Panel (Peter, 4/2)
- GLAAD/Rep Kennedy Cap Hill event (Andy, Kai, 4/3)

Upcoming

- AMPA Gala (5/11)
- *The Fruit Machine* Documentary Showing (Andy, 4/10)
- Canadian Embassy event (Andy, Hanna, Todd, Tracey, 4/11)
- HASC Hearing – women vets (Andy, Lindsay, 5/2)

[redacted]

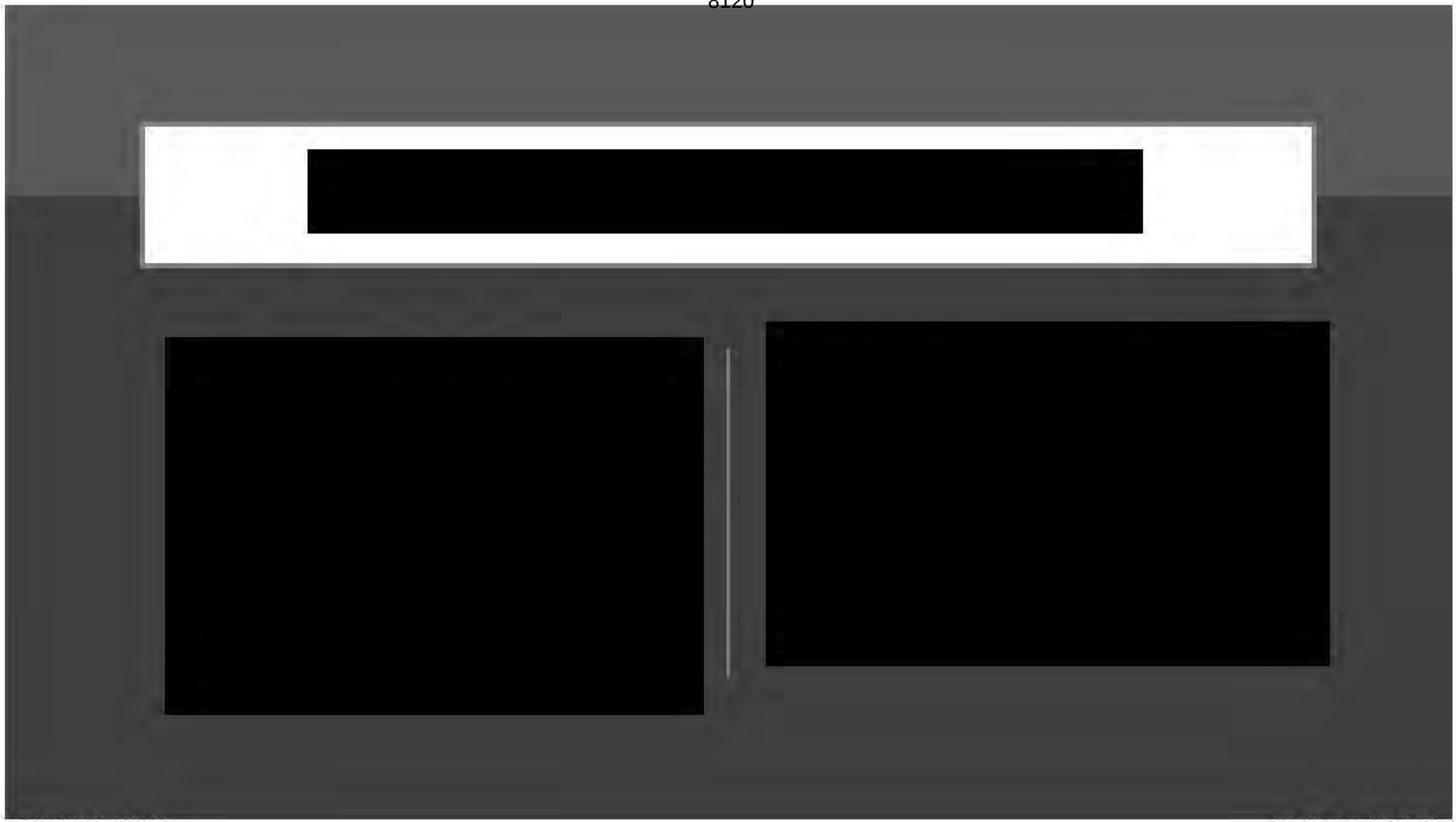
VI. Merger Updates

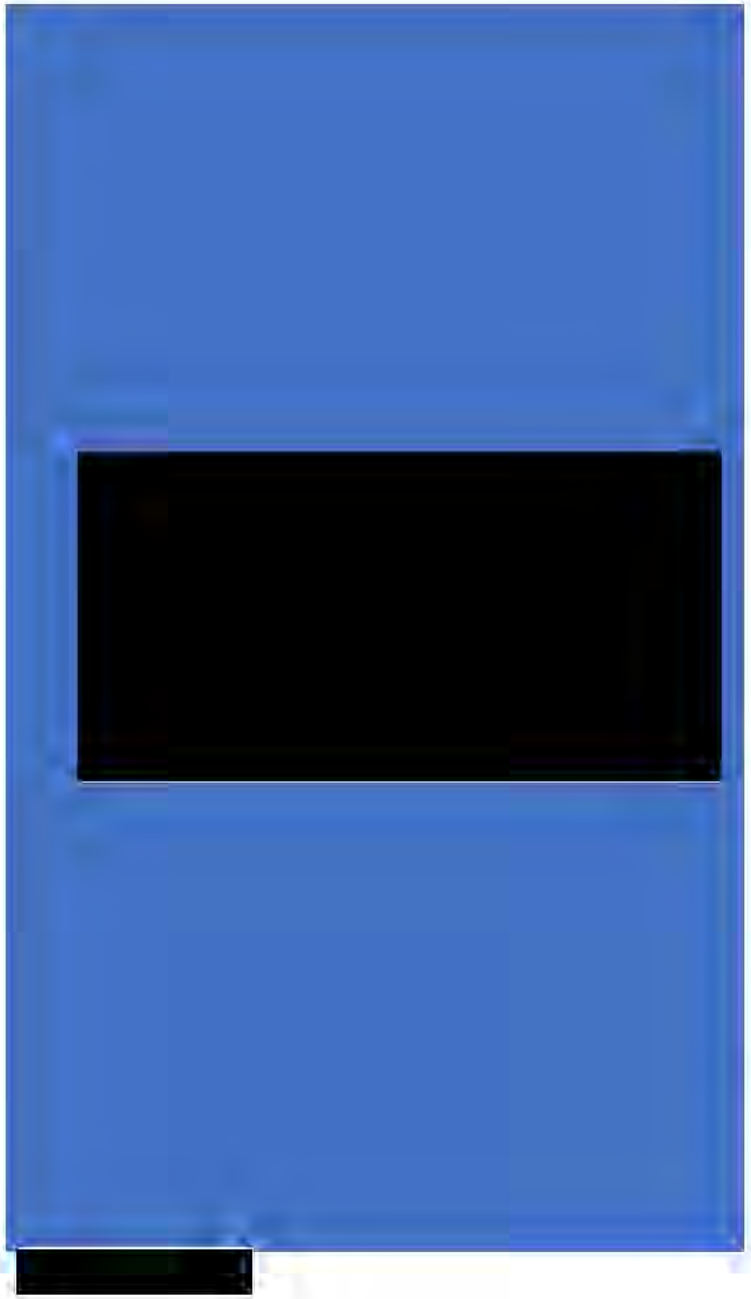


[redacted]

AMPA Meeting (3/9)

[redacted]


[redacted]







[redacted]

[redacted]

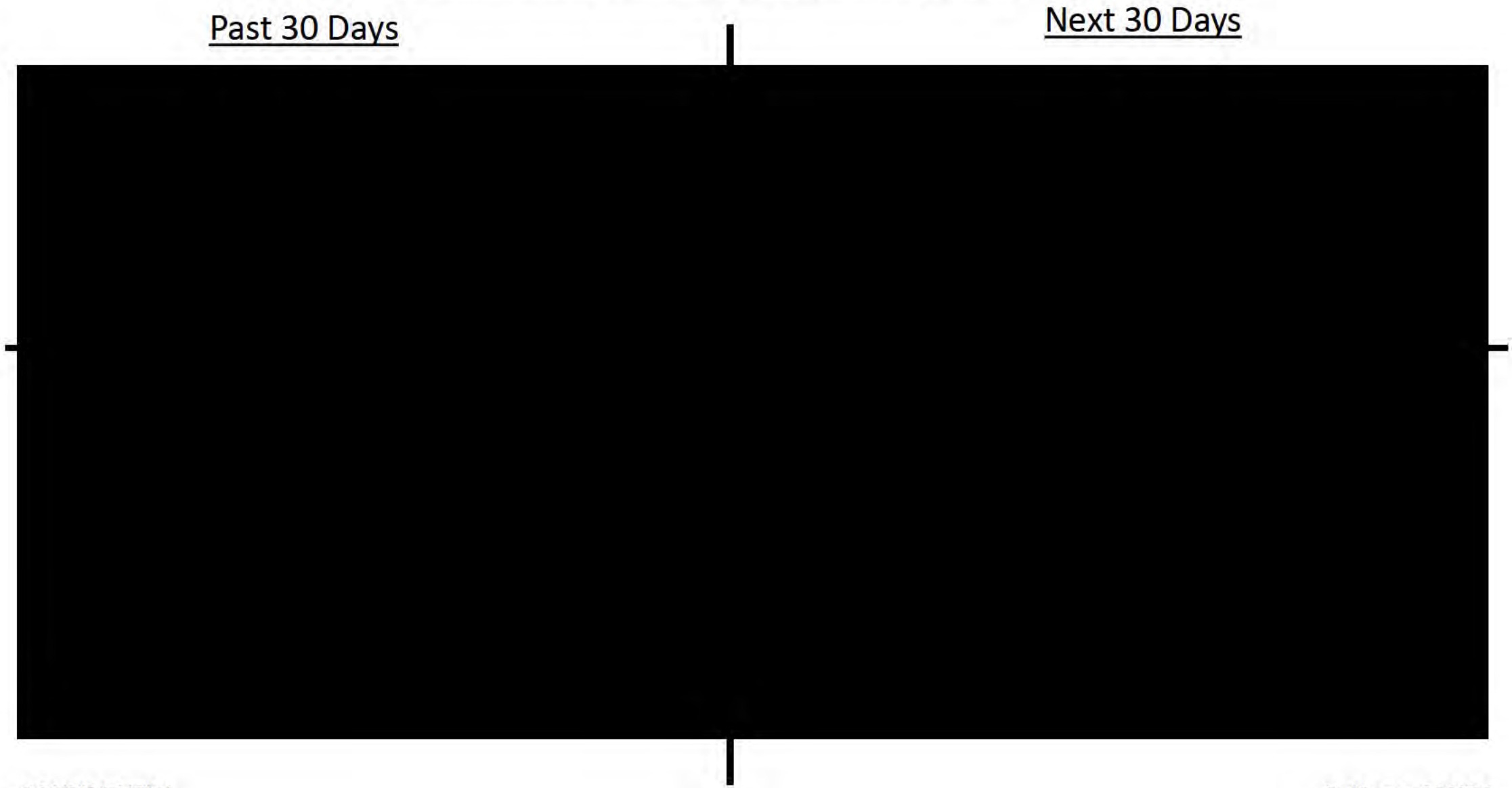
[redacted]





VII. Committee Reports

Nominations Committee Monthly Report



Audit Committee Monthly Report

Past 30 Days

Next 30 Days

[redacted]

Events Committee Monthly Report

Past 30 Days

Next 30 Days



Communications Committee Monthly Report

Past 30 Days

Next 30 Days

[redacted]

Development Committee Monthly Report

Past 30 Days

Next 30 Days

[redacted]

Military Advisory Council Report

[redacted]

Treasurer’s Report

[redacted]

EXHIBIT JJ

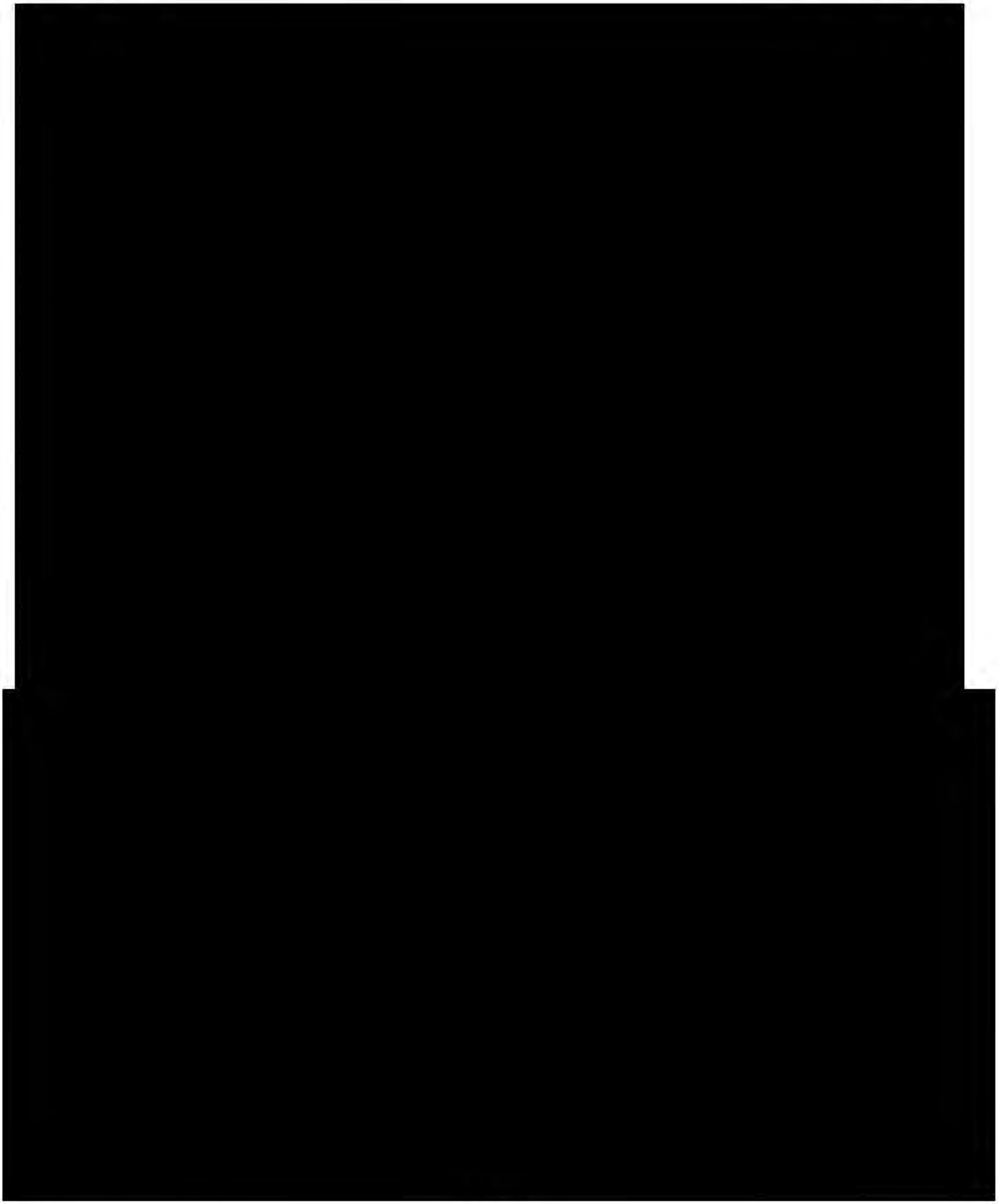
OutServe-SLDN 2014 Survey Questions & Results

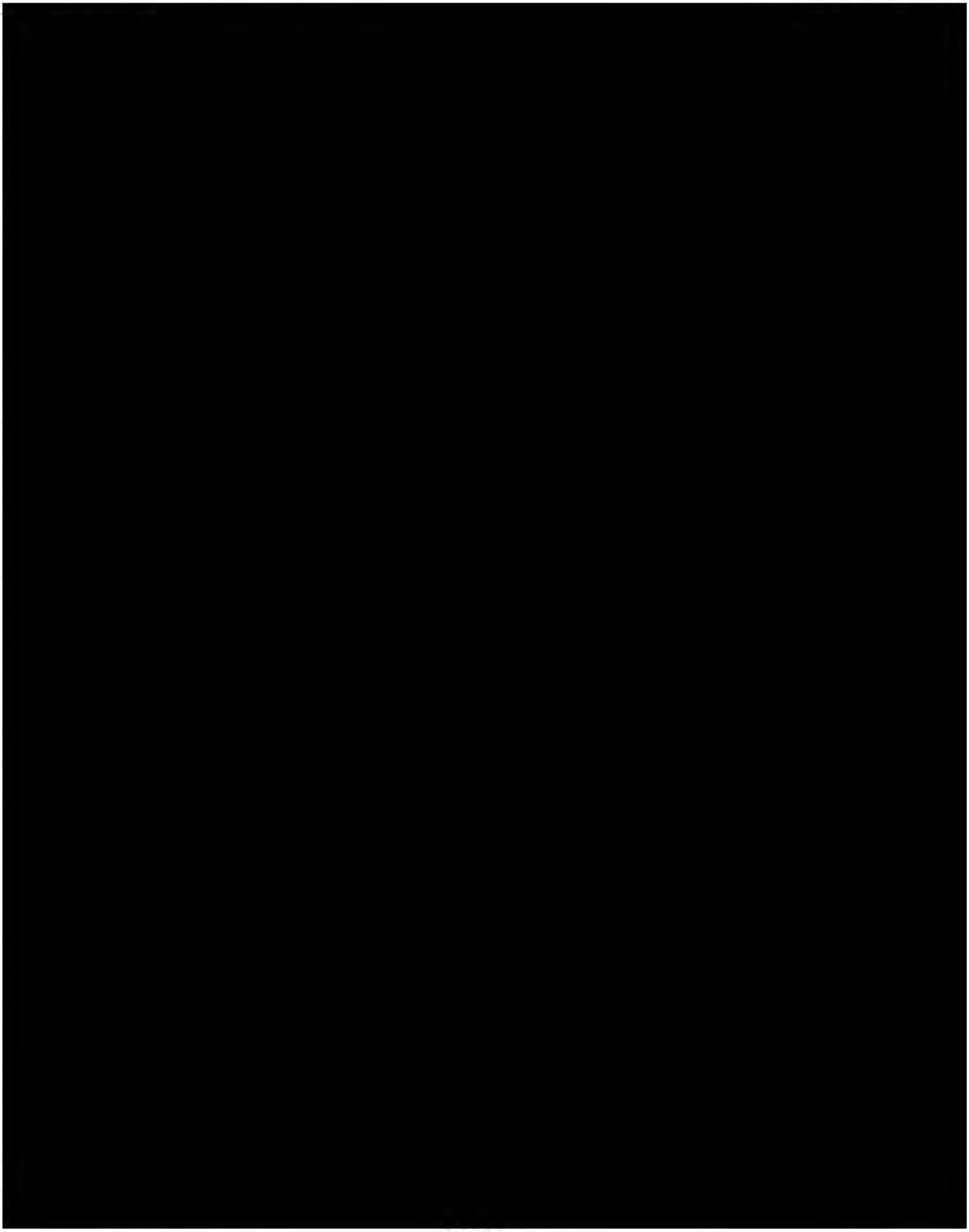
Q1 What is your current military status?

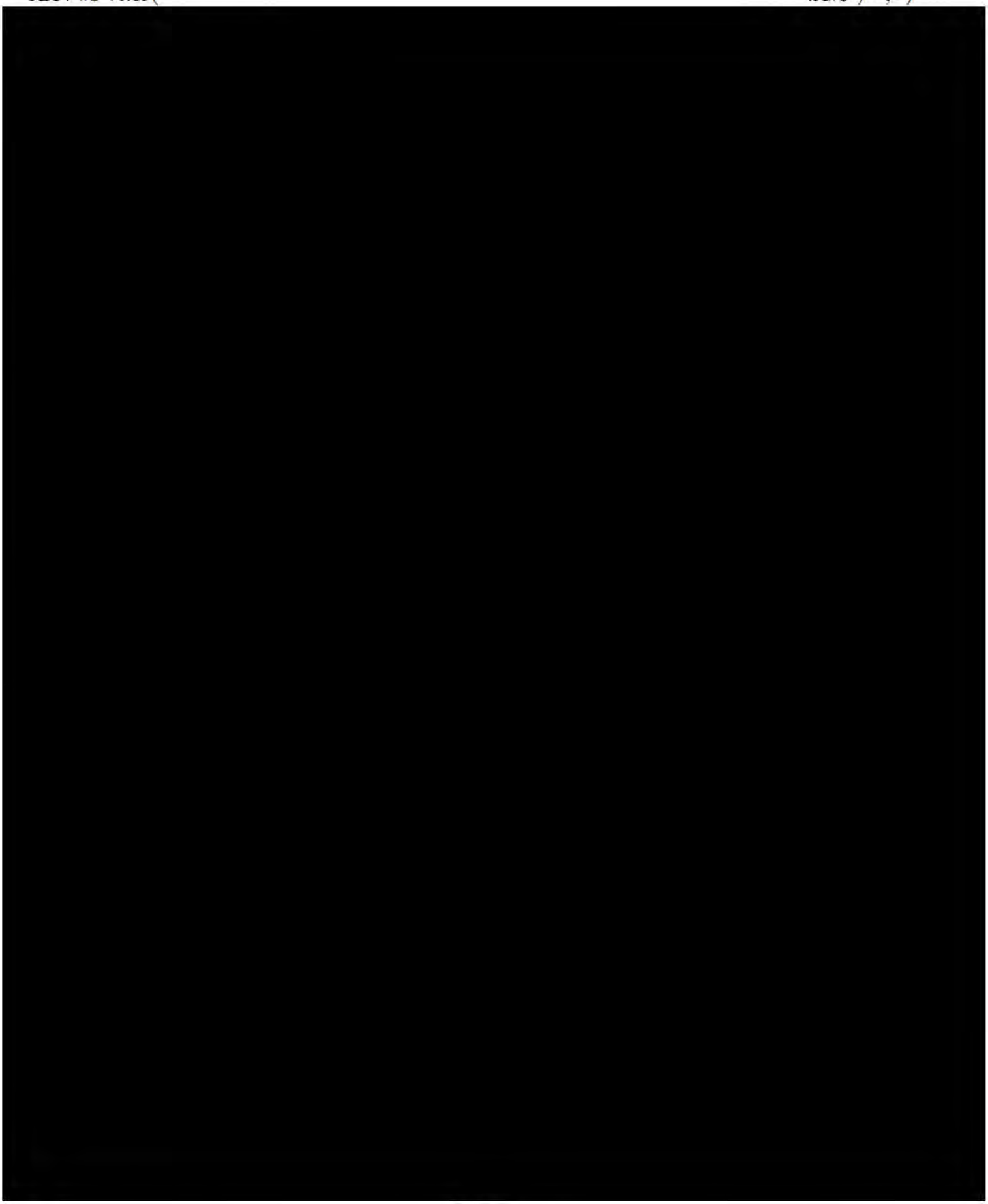
[redacted]

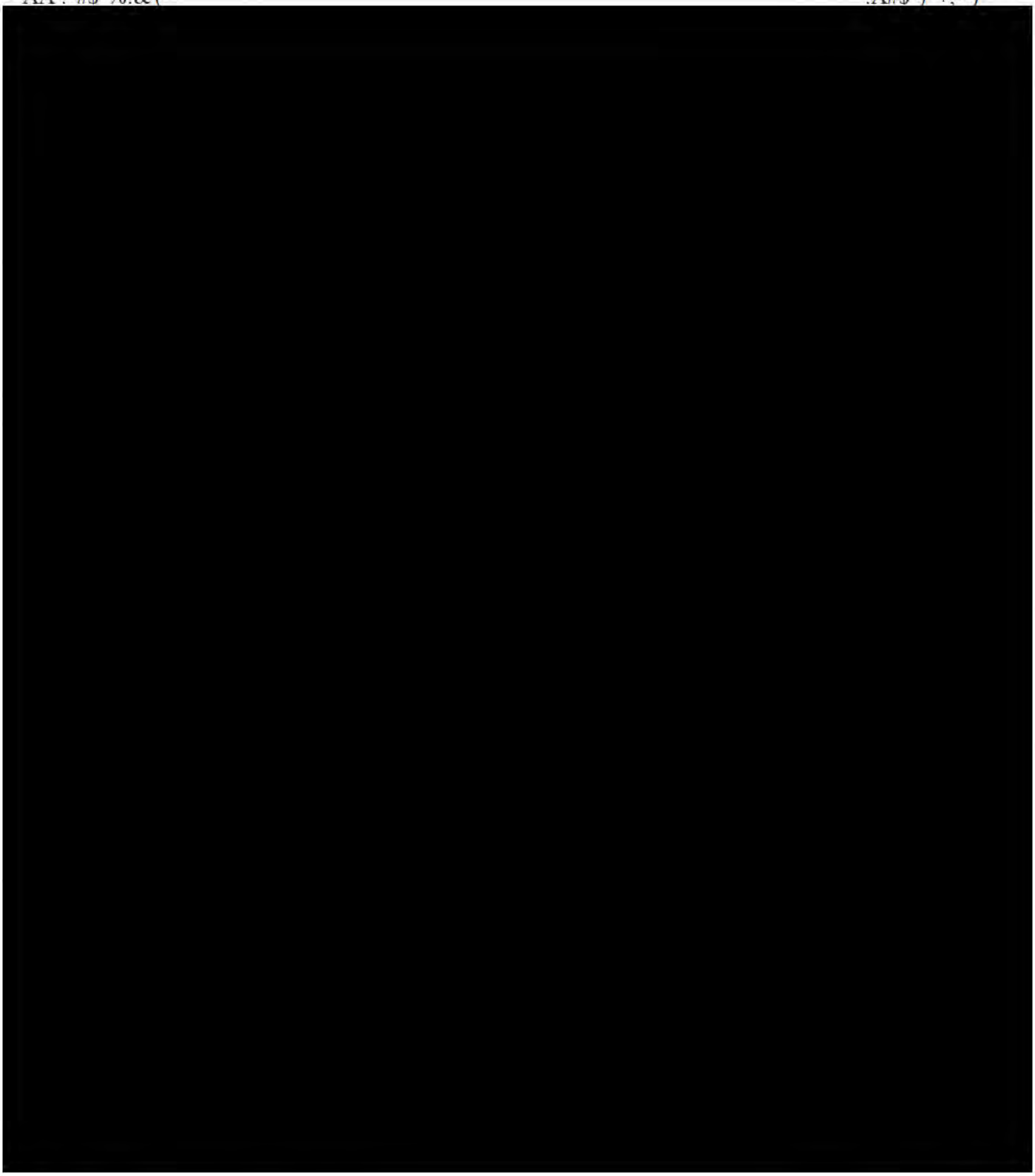
Answer Choices	Responses
Active Duty	[redacted]
Reserves/Guard	
Retired Military	
Veteran	
No Military Experience	
Other (please specify)	
Total	2,071

#	Other (please specify)	Date
[redacted]		









ĀÄ !"#$"%!&'(!Ä#$")*+,-")

Q2 What is your sexual orientation

Answered: 2,071 Skipped: 1



Answer Choices	Responses
Straight	[redacted]
Gay	
Lesbian	
Bisexual	
Other (please specify)	
Total	

#	Other (please specify)	Date
[redacted]		

12	Whatever you input	9/26/2014 1 08 AM

[redacted]



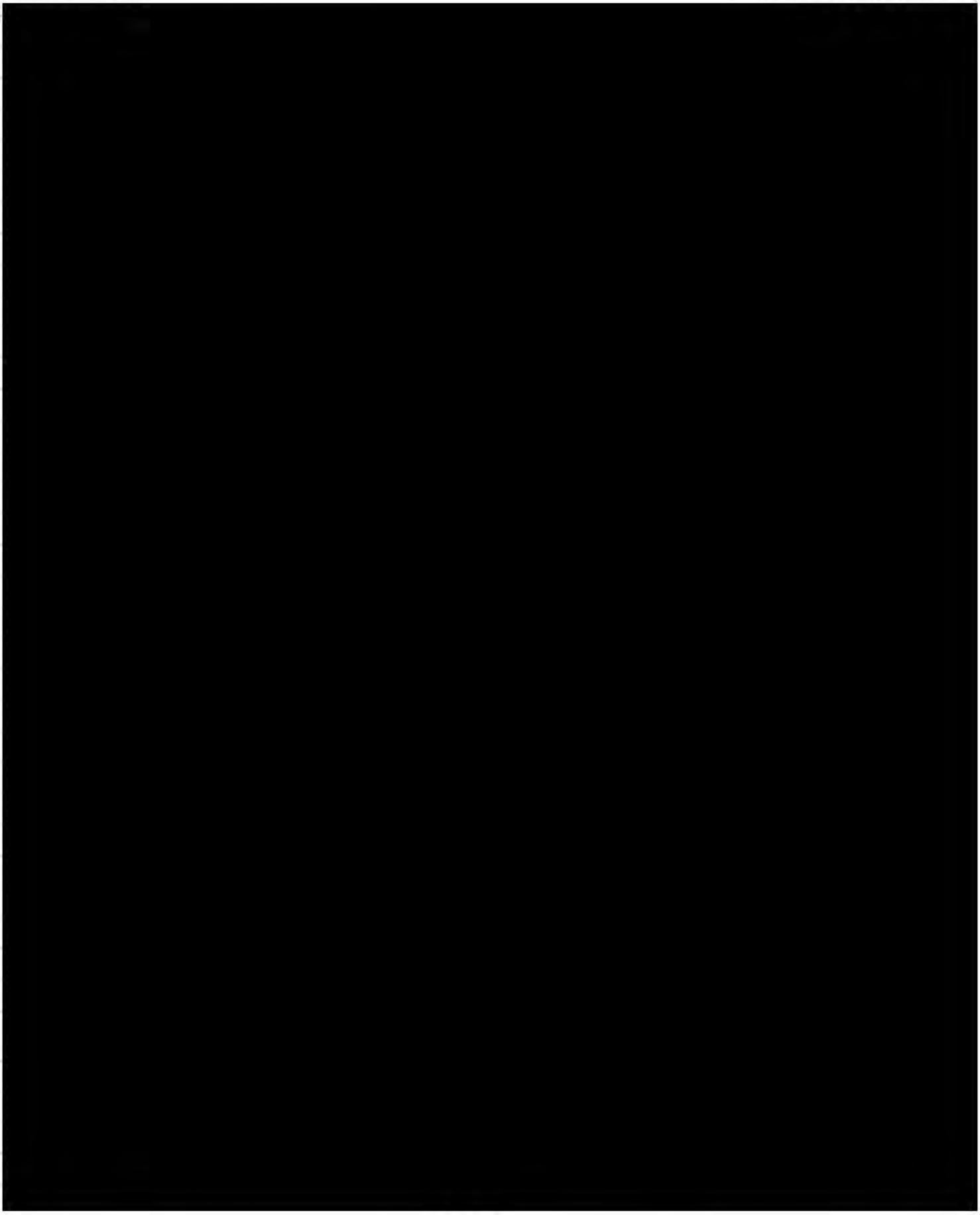
Q3 What is your gender identity?

Answered: 2,071 Skipped: 1

[redacted]

Answer Choices	Responses
Male	[redacted]
Female	
Other (please specify)	
Total	

#	Other (please specify)	Date
[redacted]		



[redacted]

Q4 I am in the following age range

Answered: 2,071 Skipped: 1



Answer Choices	Responses
Under 21	
21 35	
36 50	
51 65	
66+	
Total	

ĀÄ !"#$"%!&'(!Ä#$")*+,-")

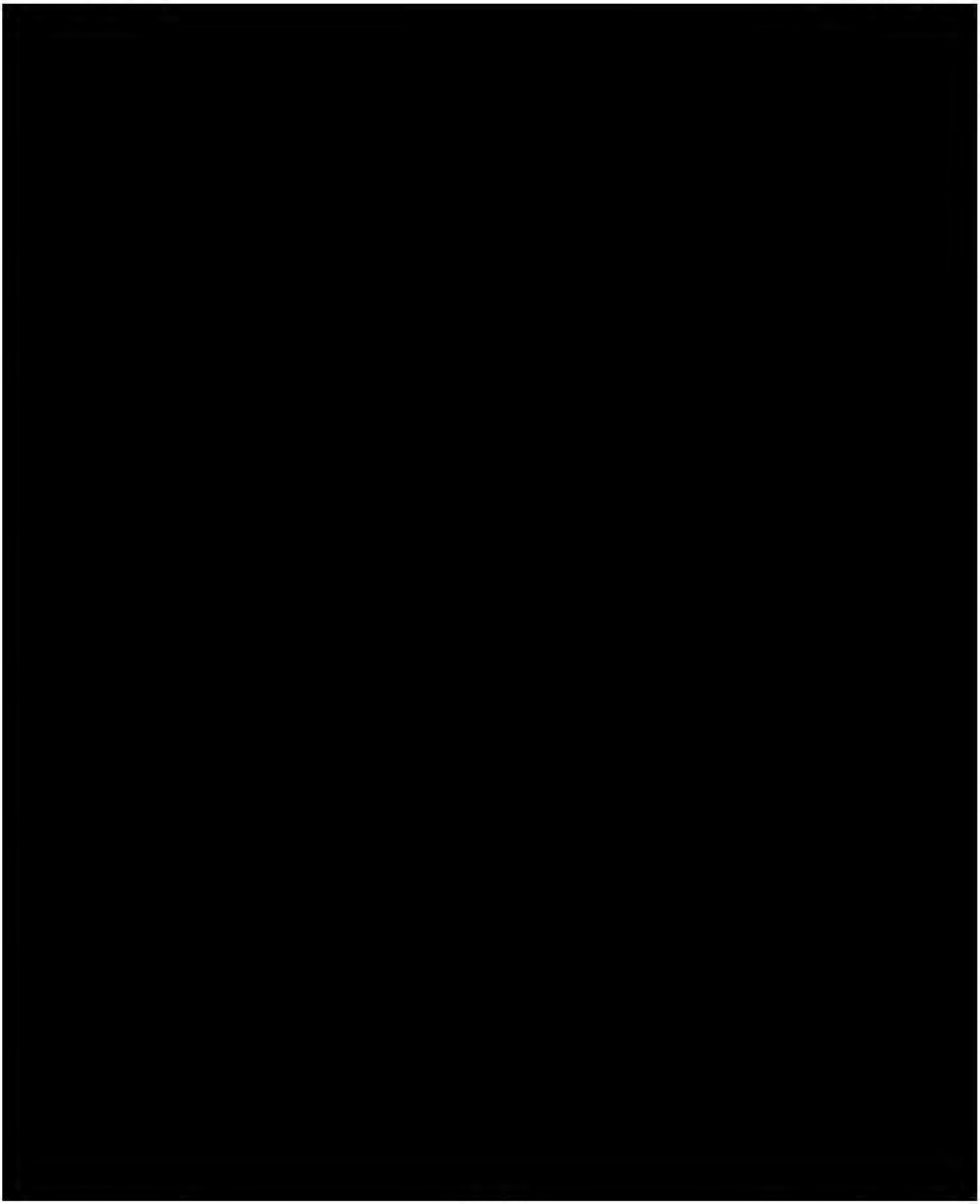
Q5 What is your ethnicity? (Please select all that apply.)

Answered: 2,071 Skipped: 1

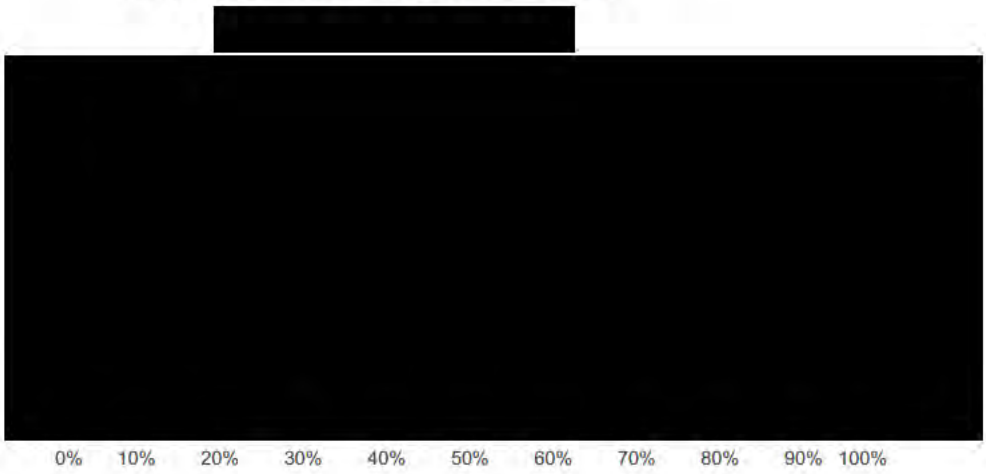


Answer Choices	Responses
American ndian or Alaskan Native	
Asian or Pacific slander	
Black or African American	
Hispanic or Latino	
ndian	
Middle Eastern	
White / Caucasian	
Prefer not to answer	
Other (please specify)	
Total Respondents	

#	Other (please specify)	Date



Q6 I have been, or I am currently, a board member, committee member, and/or volunteer with OutServe-SLDN



Answer Choices	Responses
Yes	
No	
Total	

Q7 On the scale below, please rate your response to the following questions

[redacted]

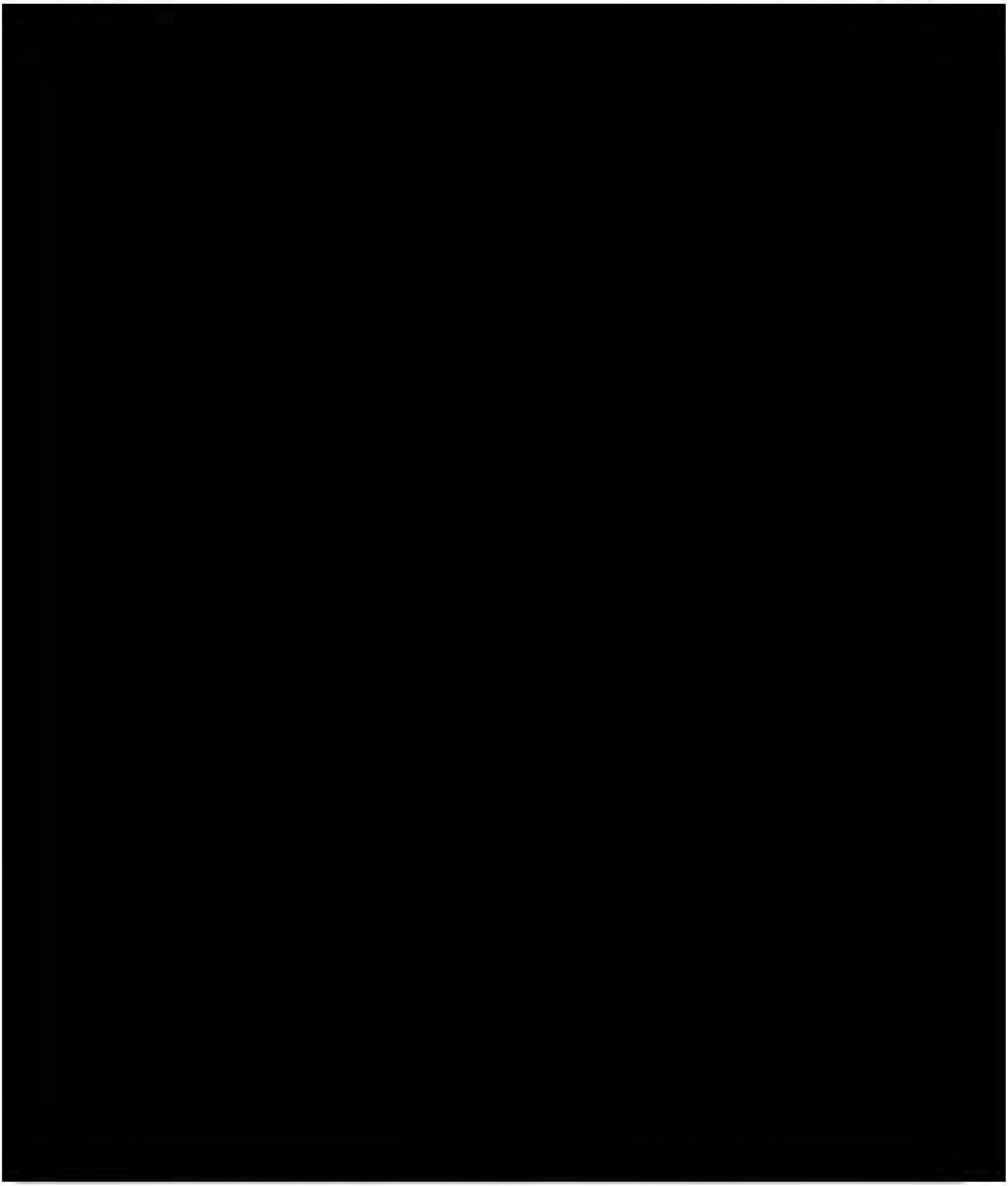
	Not at all familiar	Somewhat Familiar	Familiar	Very Familiar	Total	Average Rating
How familiar are you with OutServe SLDN as an organization overall?	[redacted]					
How familiar are you with OutServe SLDN's Mission?						
How familiar are you with OutServe SLDN's Programs and Services?						
How familiar are you with OutServe SLDN's History?						
How familiar are you with OutServe SLDN's Financial Position?						

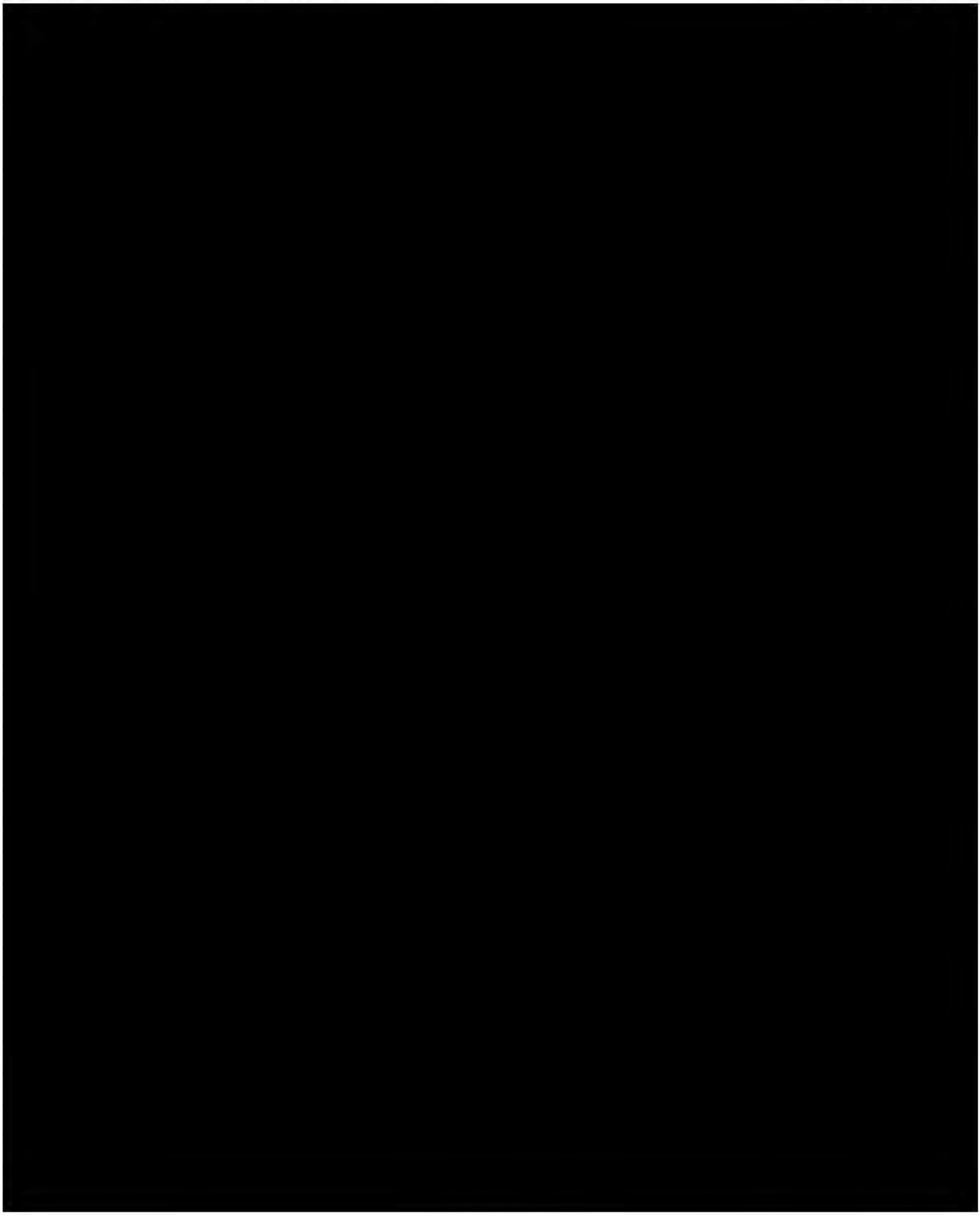
Q8 How long have you been engaged with or affiliated with OutServe-SLDN?

[redacted]

Answer Choices	Responses
Under a year	[redacted]
One to two years	
Two to four year	
Five years or more	
Total	

#	Other (please specify)	Date
[redacted]		







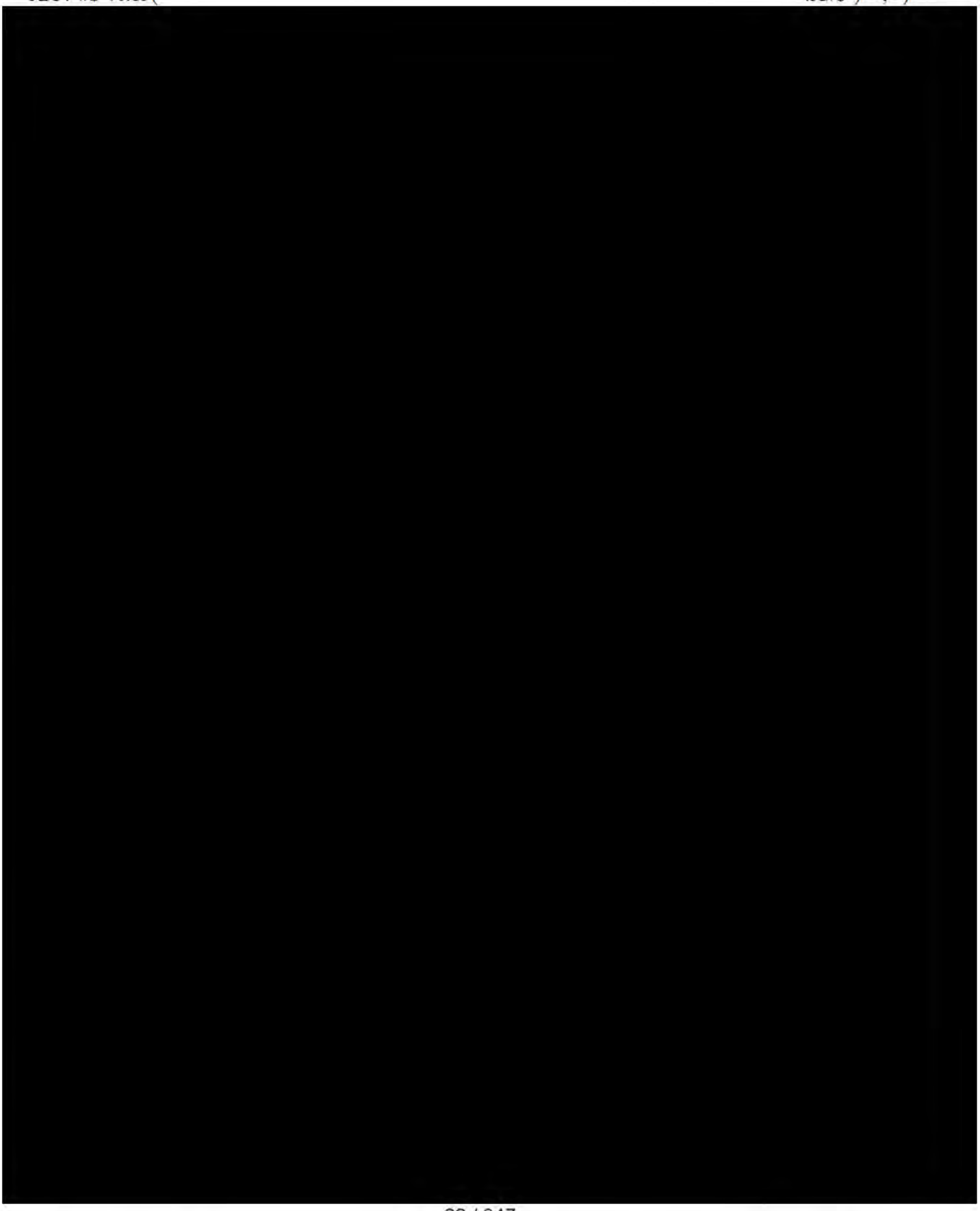
ĀÄ !"#$"%!&'(!Ä#$")*+,-")

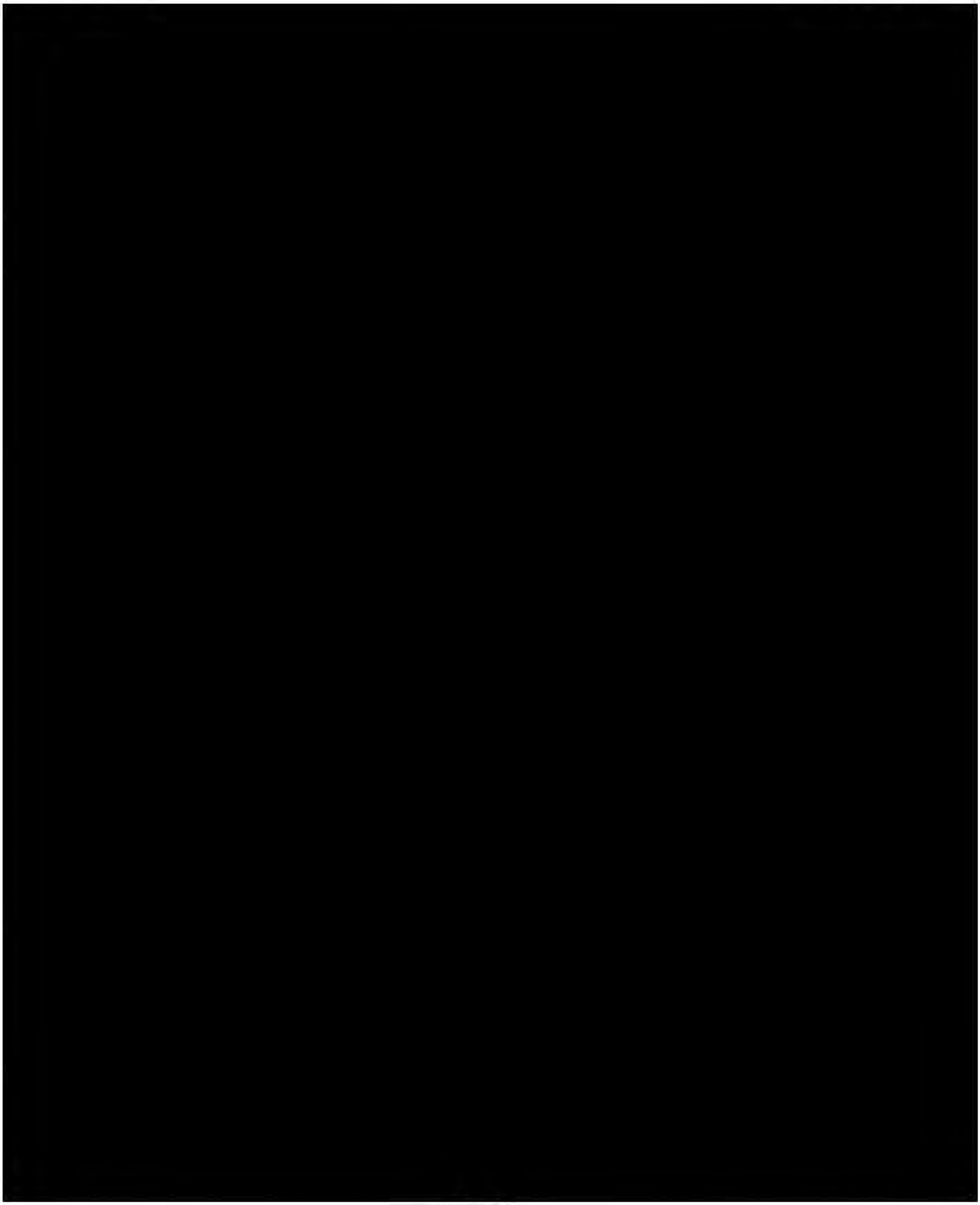
Q9 In your opinion, what do you see as the strengths of OutServe-SLDN (Please choose all that apply)

[redacted]

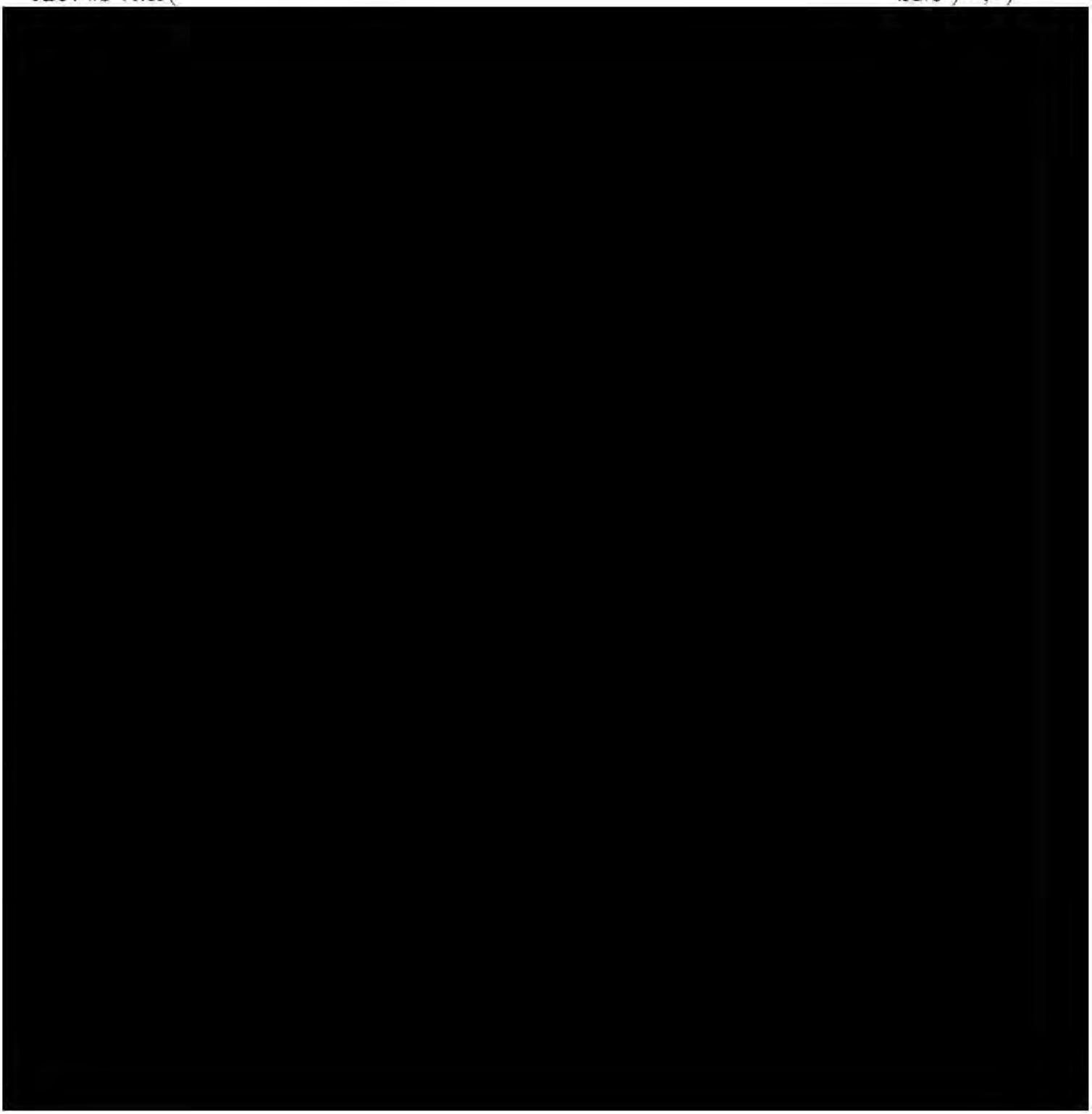
Answer Choices	Responses
The advocacy	[redacted]
Programs and services for members	
The legal support	
The organizations Chapters	
The brand awareness	
The affiliation with the LGBT community	
Total Respondents [redacted]	

#	Other (please specify)	Date
[redacted]		





[redacted]



Q10 I support / have supported OutServe-SLDN financially through an annual or one time contribution (not including event tickets)

[redacted]

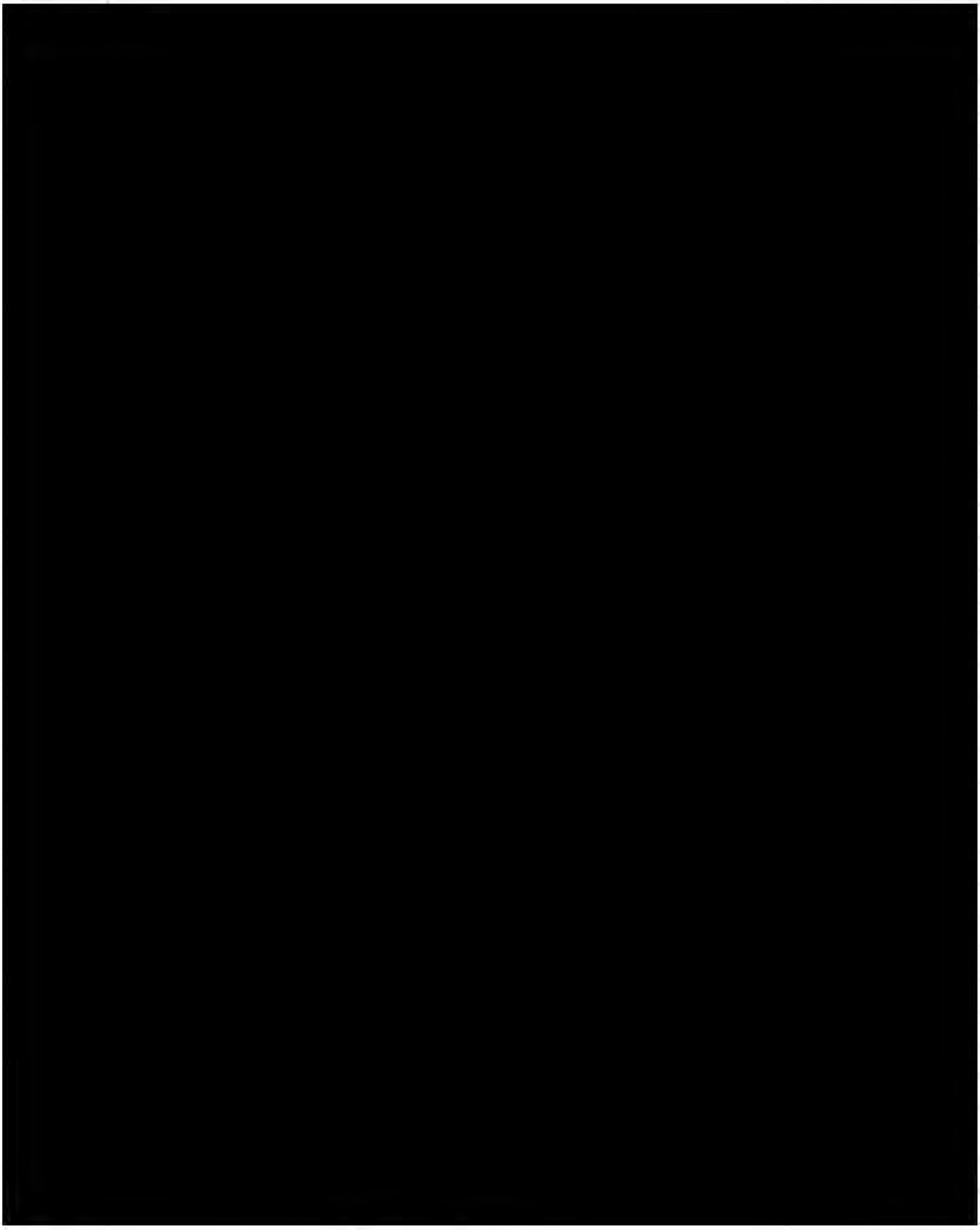
Answer Choices	Responses
Yes	[redacted]
No	
Total	

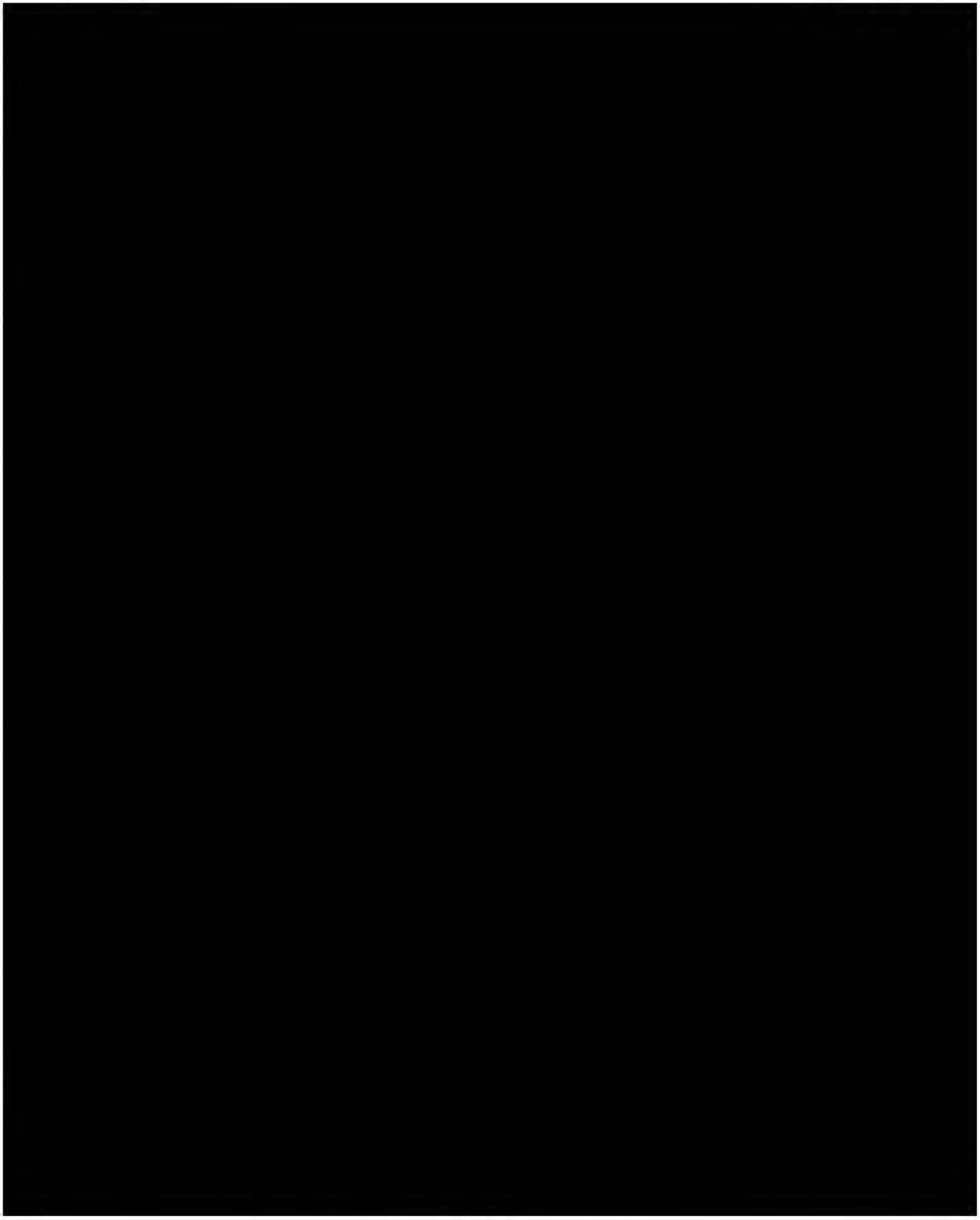
Q11 In your opinion, what are the most important future considerations for the organization?

[redacted]

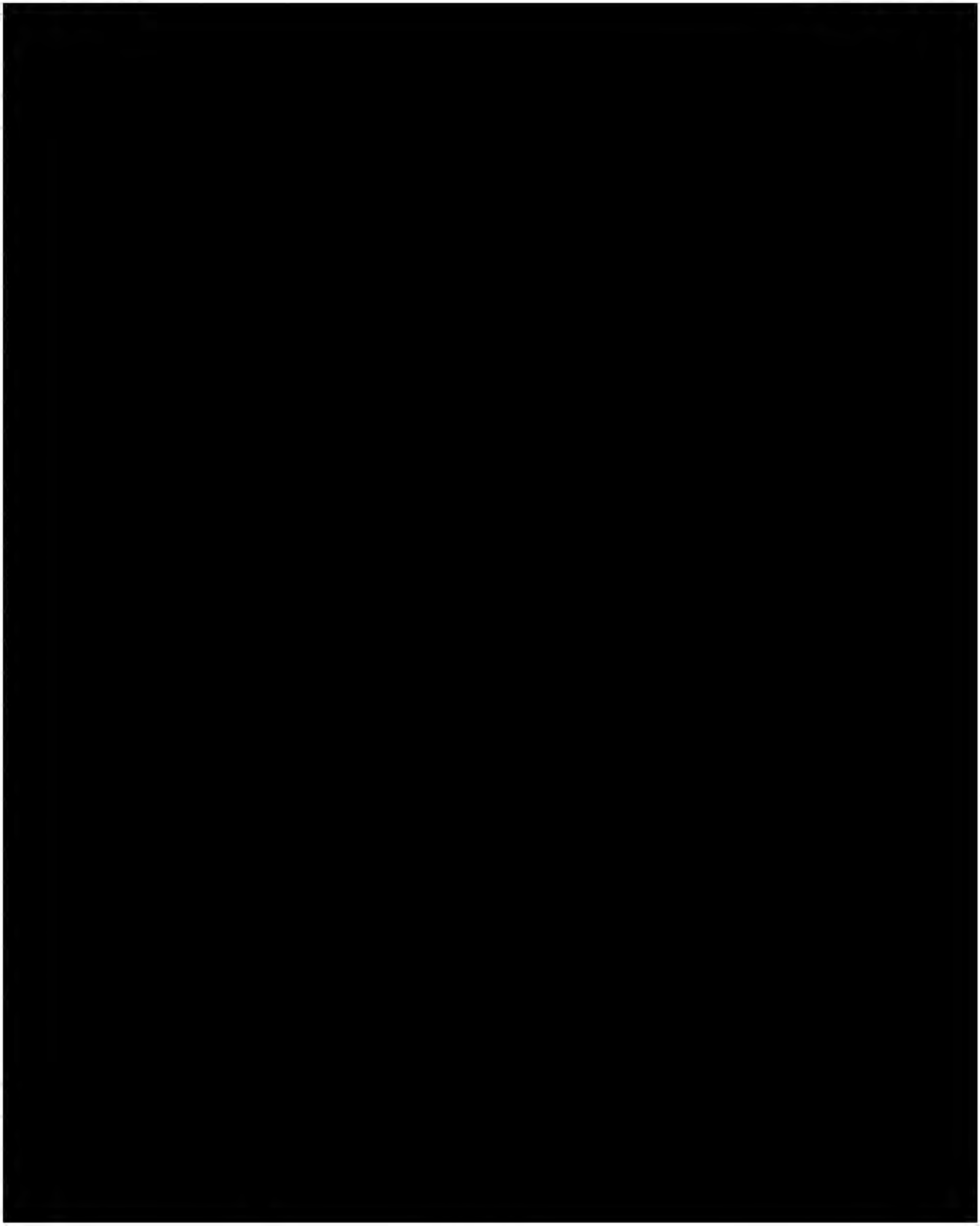
Answer Choices	Responses
Programs and services meeting constituents needs	[redacted]
A renewed vision and mission for the organization	
A new brand	
Strong leadership	
Sustainable funding	
Qualified staffing	
Other (please specify)	
Total Respondents: [redacted]	

#	Other (please specify)	Date
[redacted]		





[redacted]





[redacted]

[redacted]

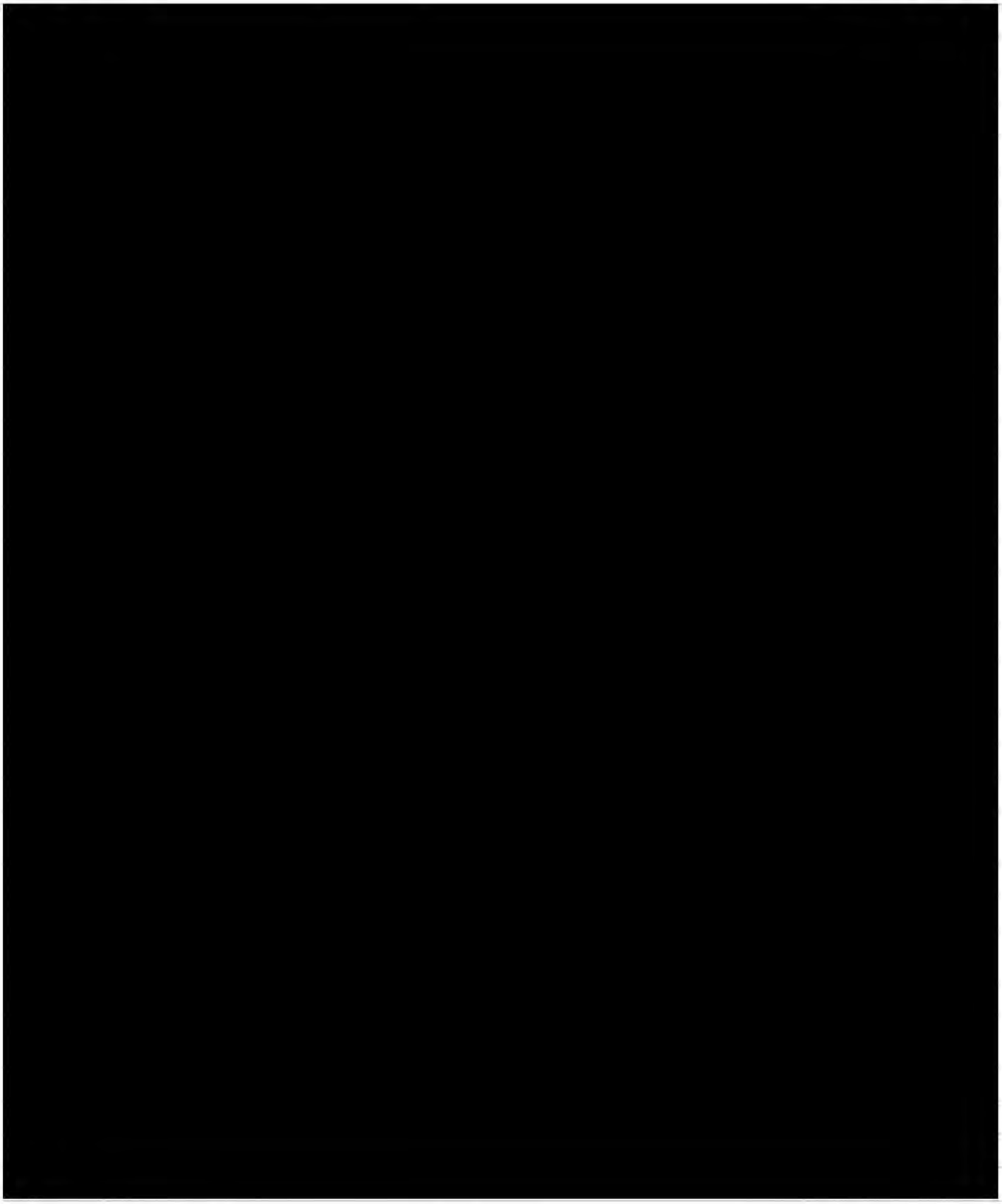
[redacted]

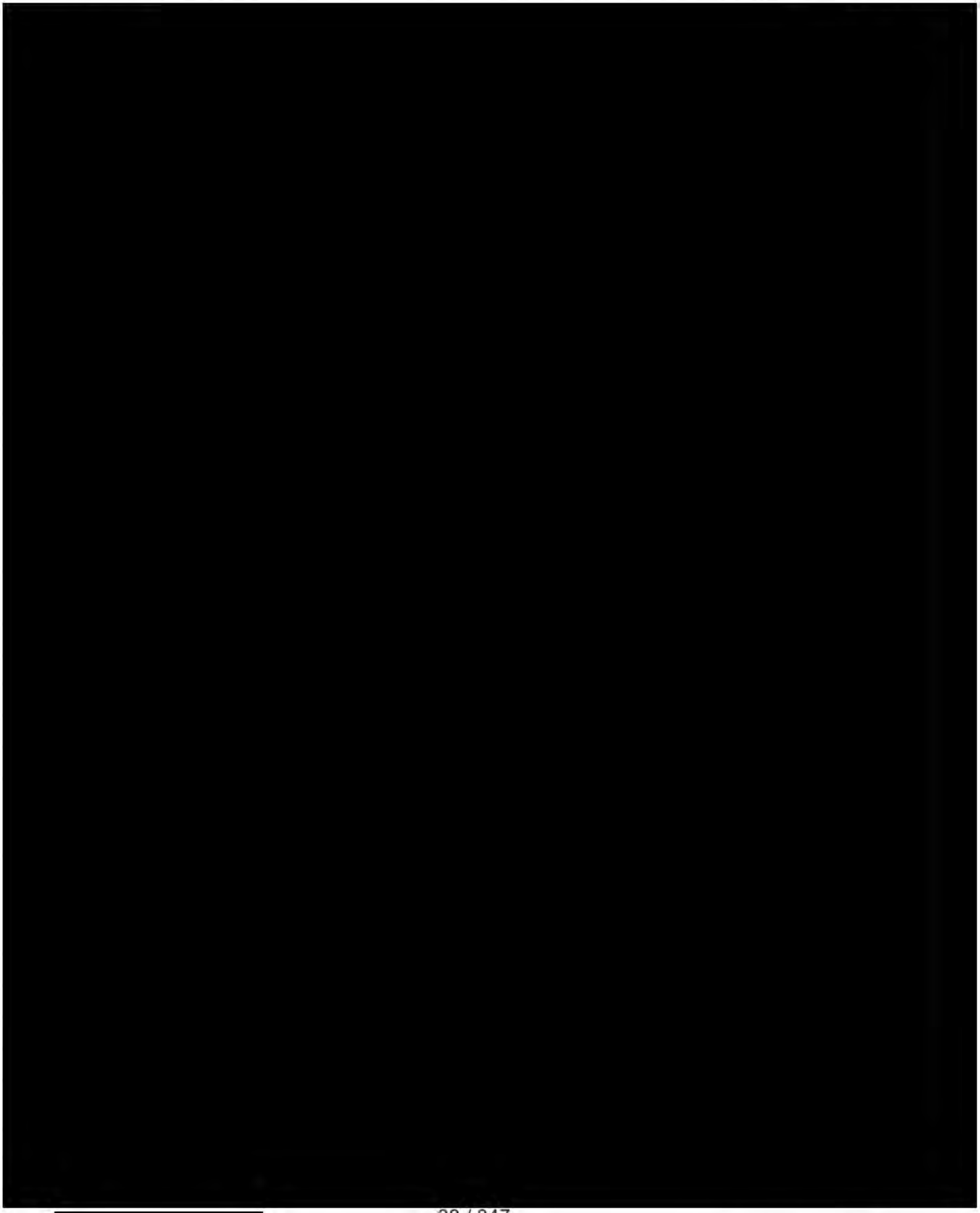
[redacted]

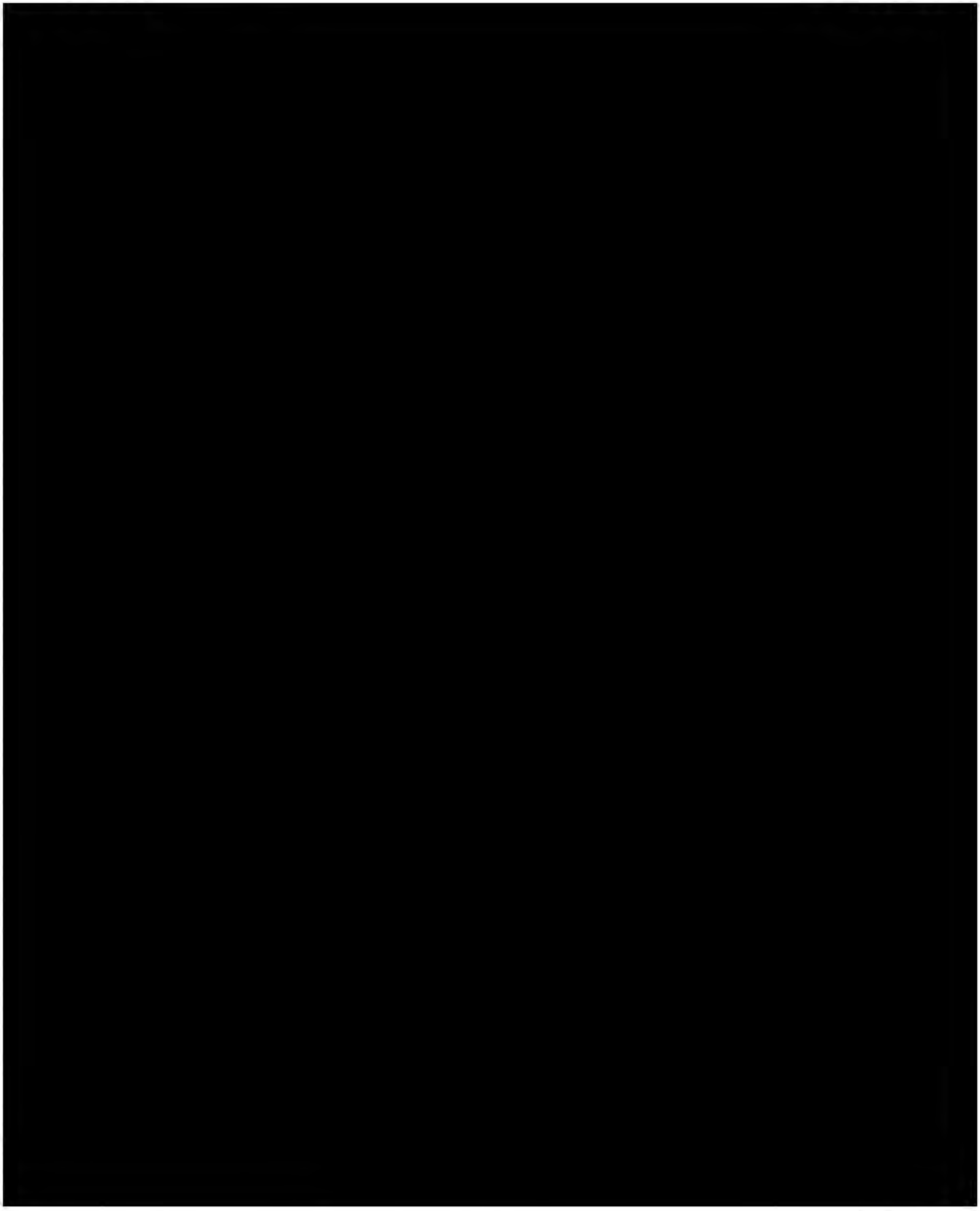
Q12 In your own words, what will help OutServe-SLDN continue to be a strong and viable organization?

[redacted]

#	Responses	Date
[redacted]		



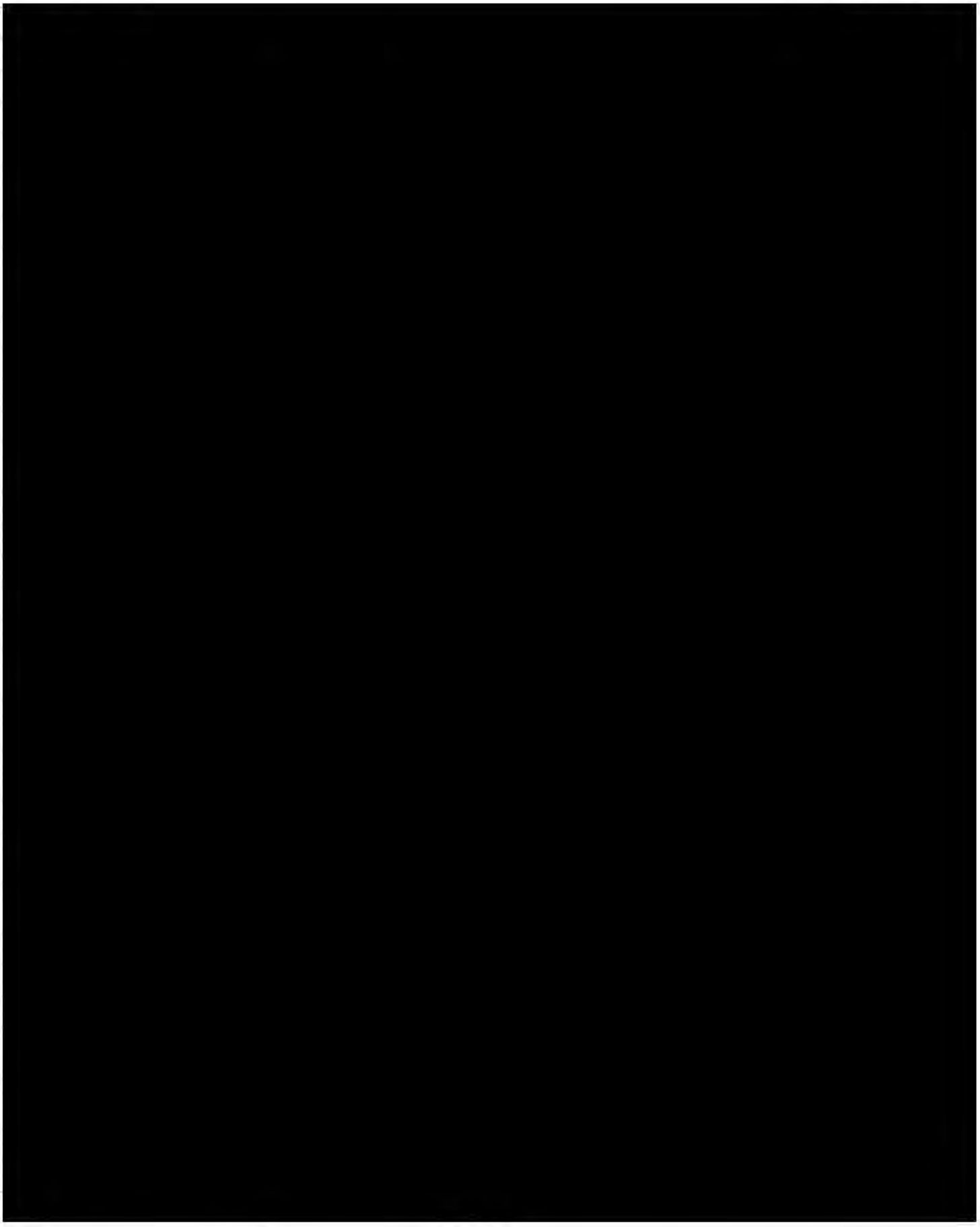




[redacted]

[redacted]

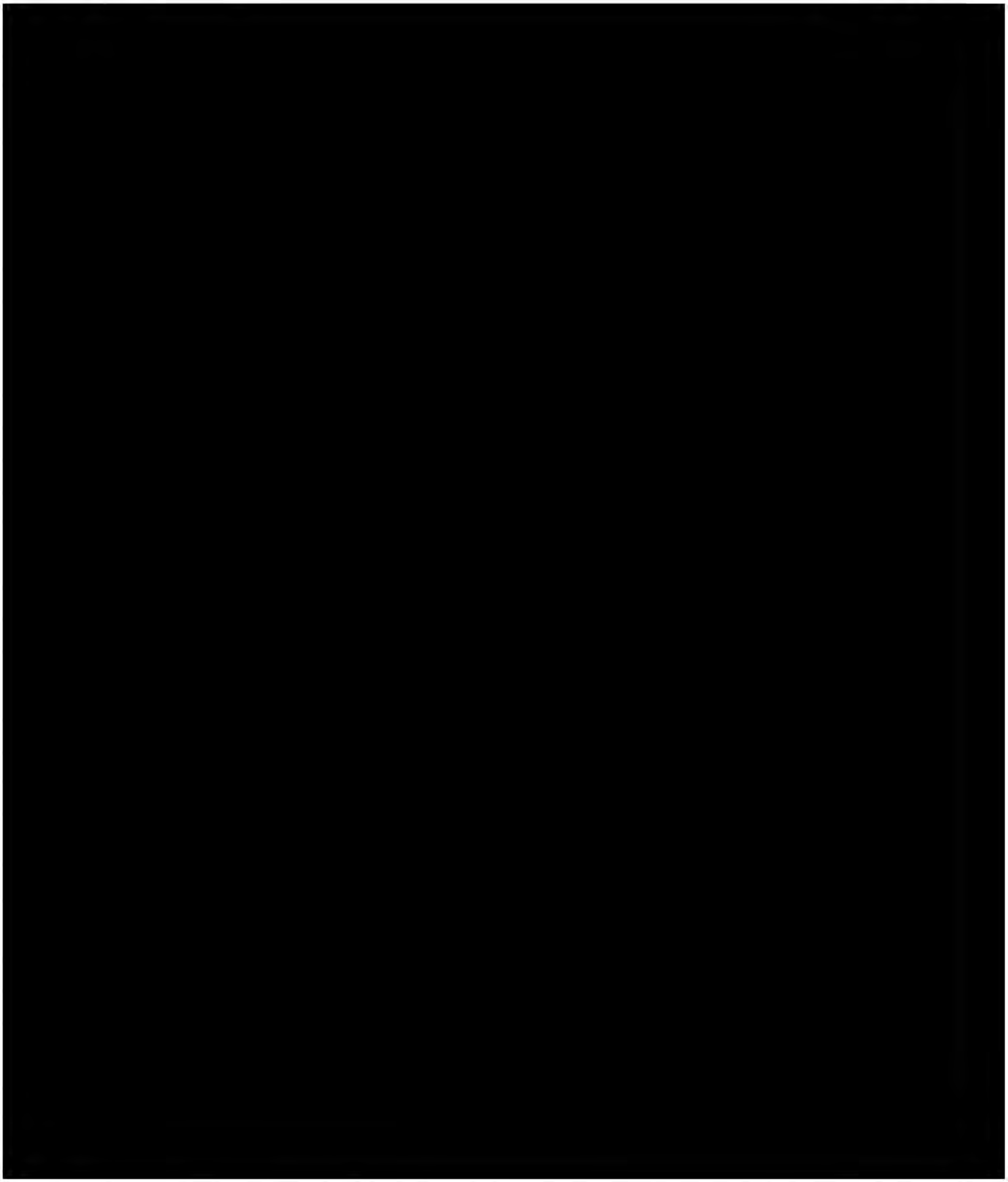
[redacted]



ĀÄ !"#$"%!&'(!Ä#$")*+,-")

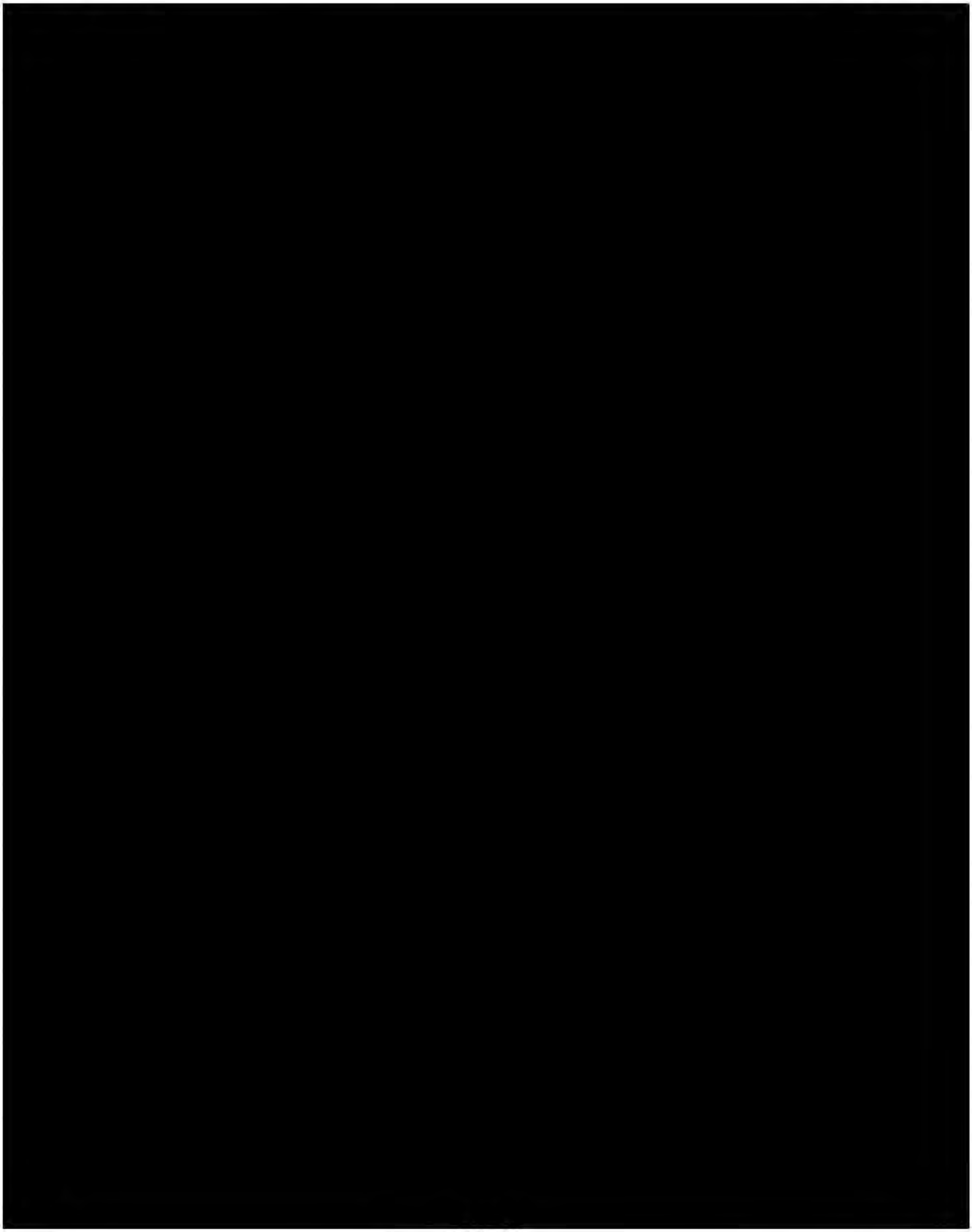
[redacted]

[redacted]

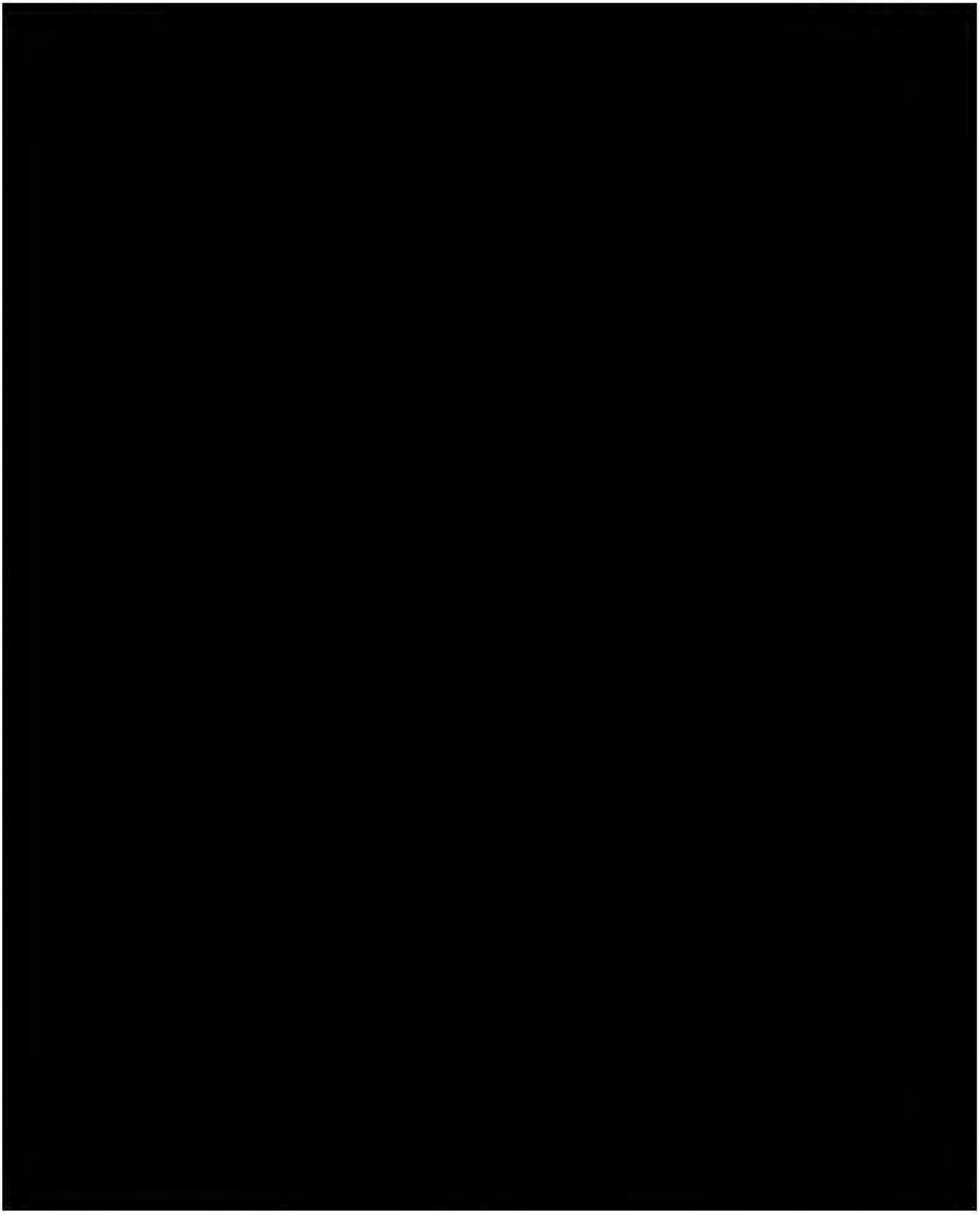


[redacted]

[redacted]

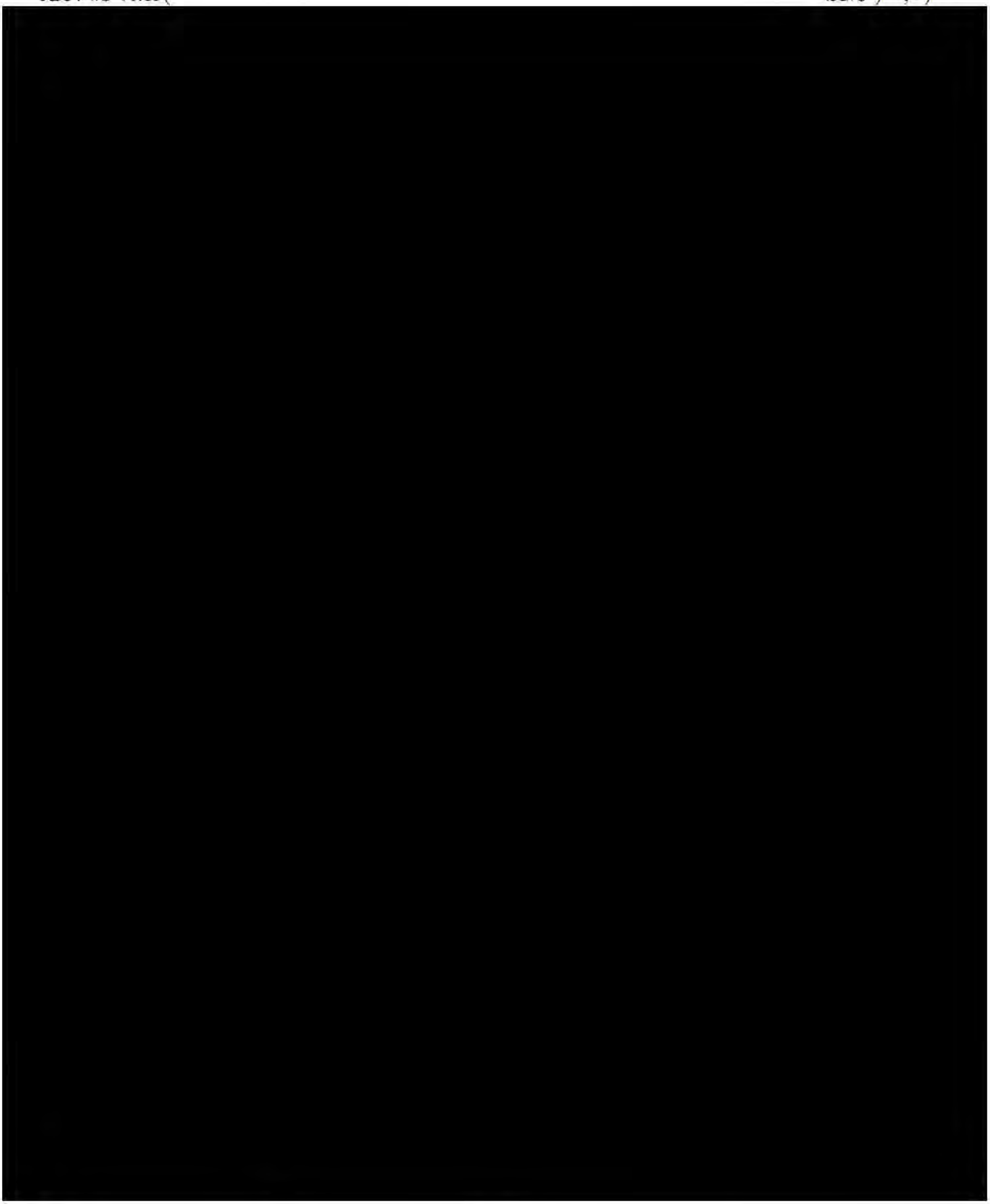


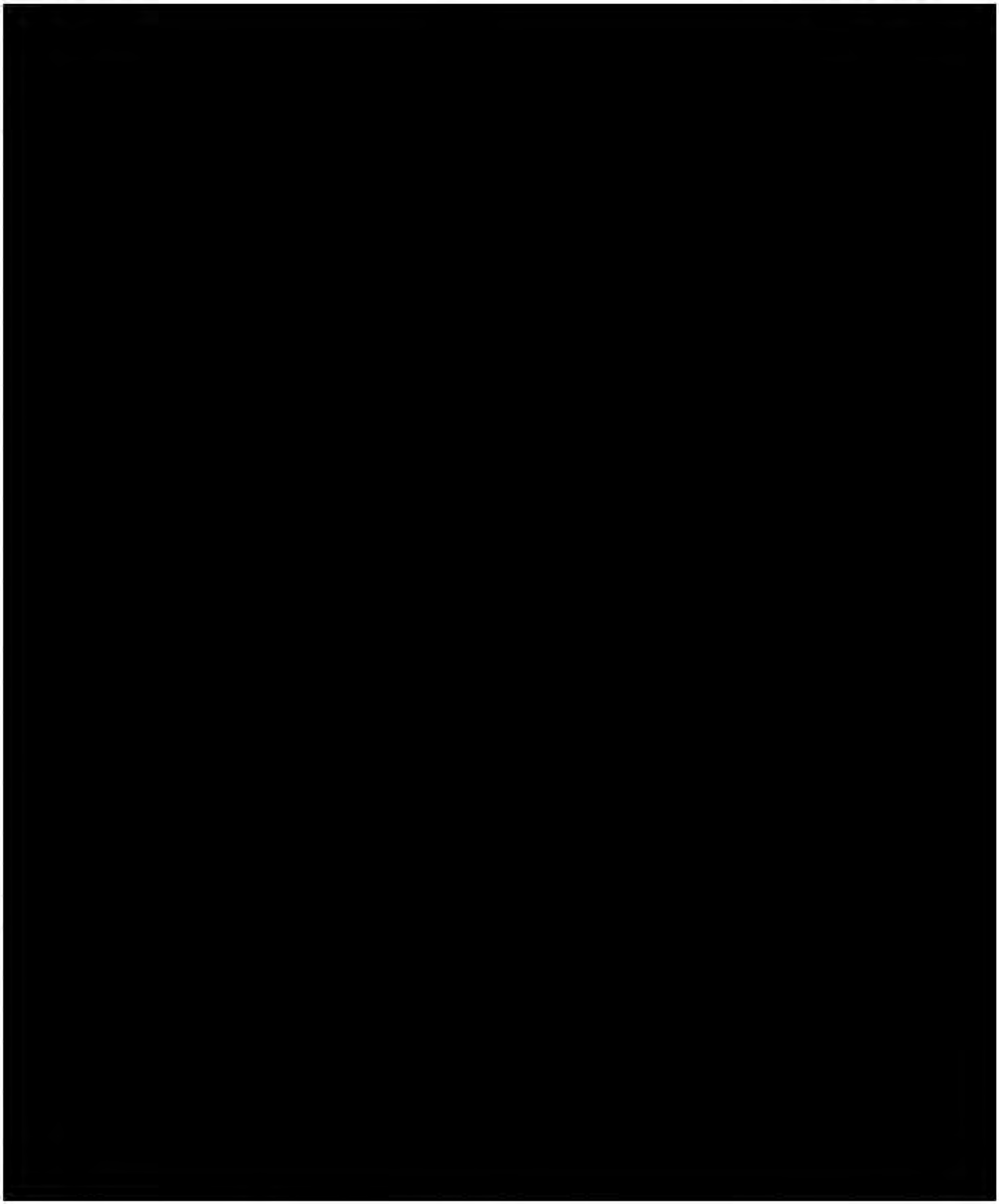
[redacted]

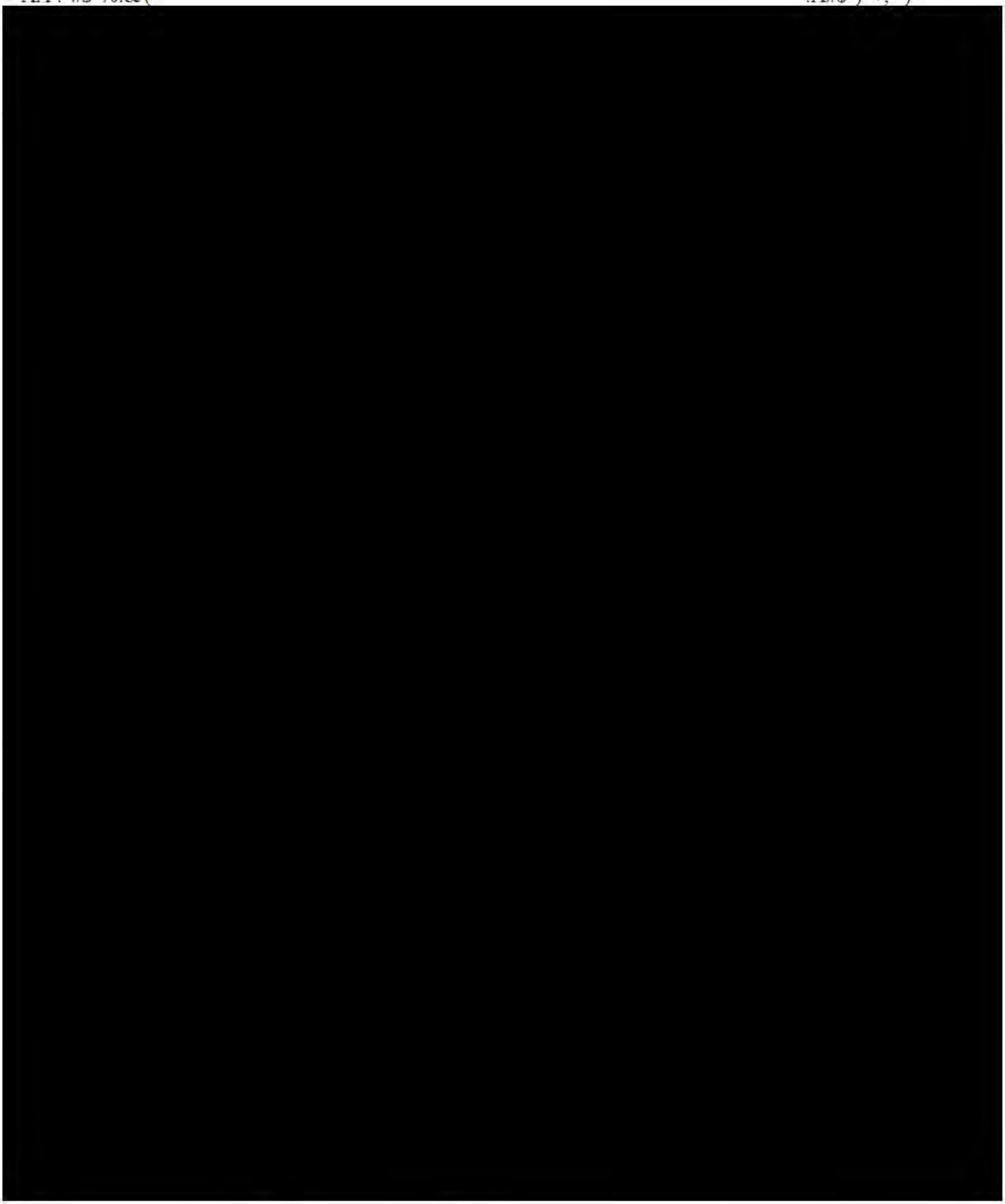


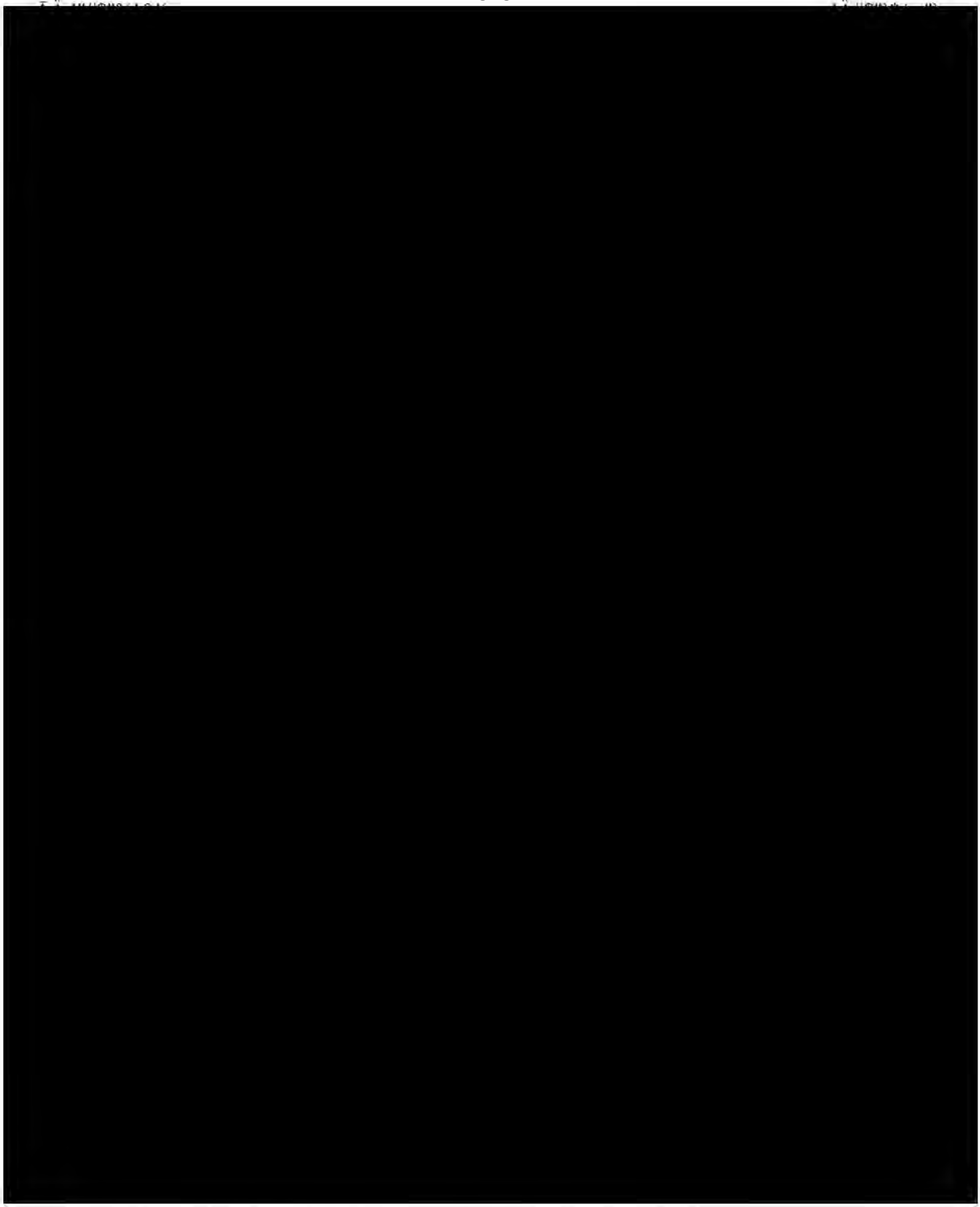
[redacted]

[redacted]

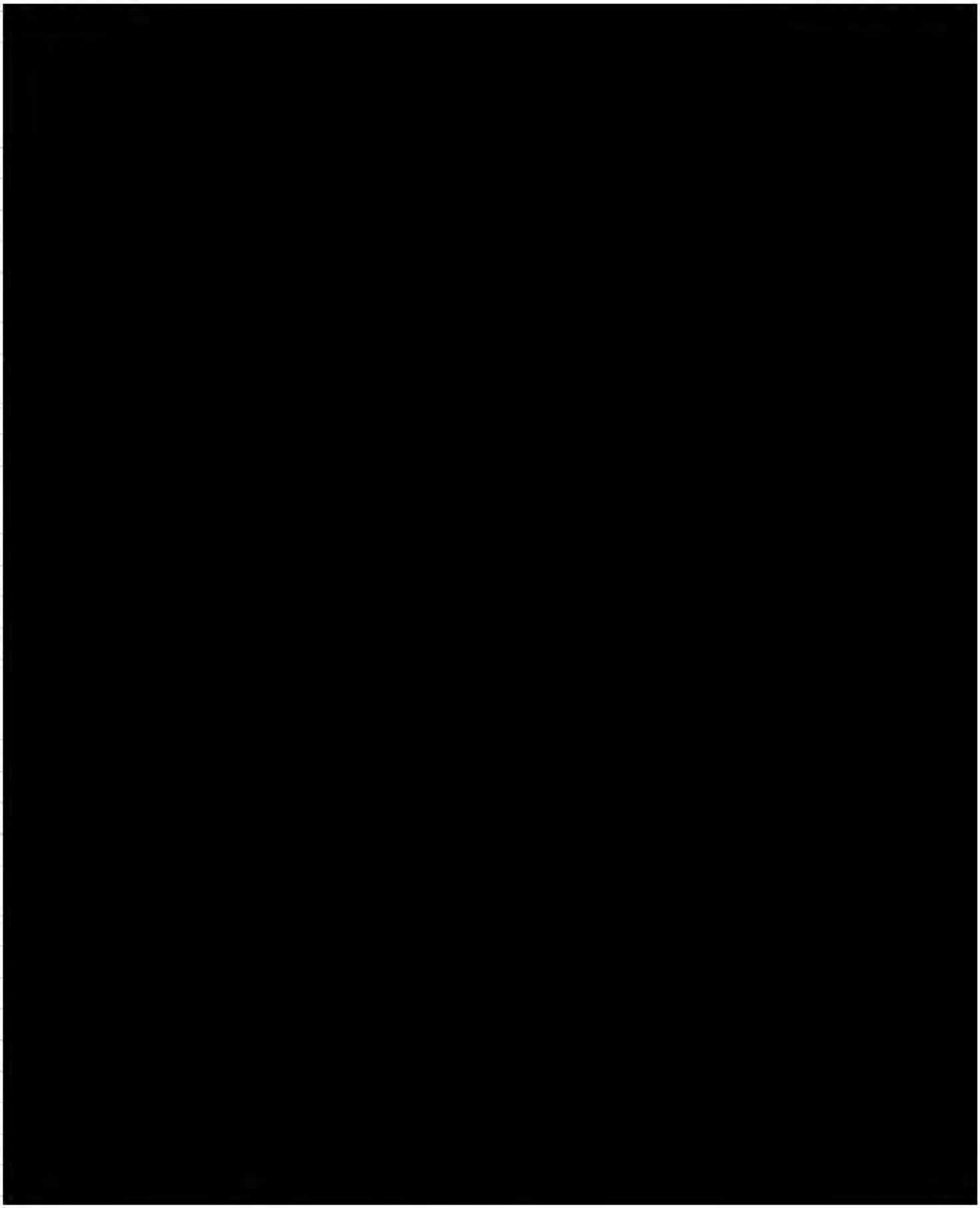




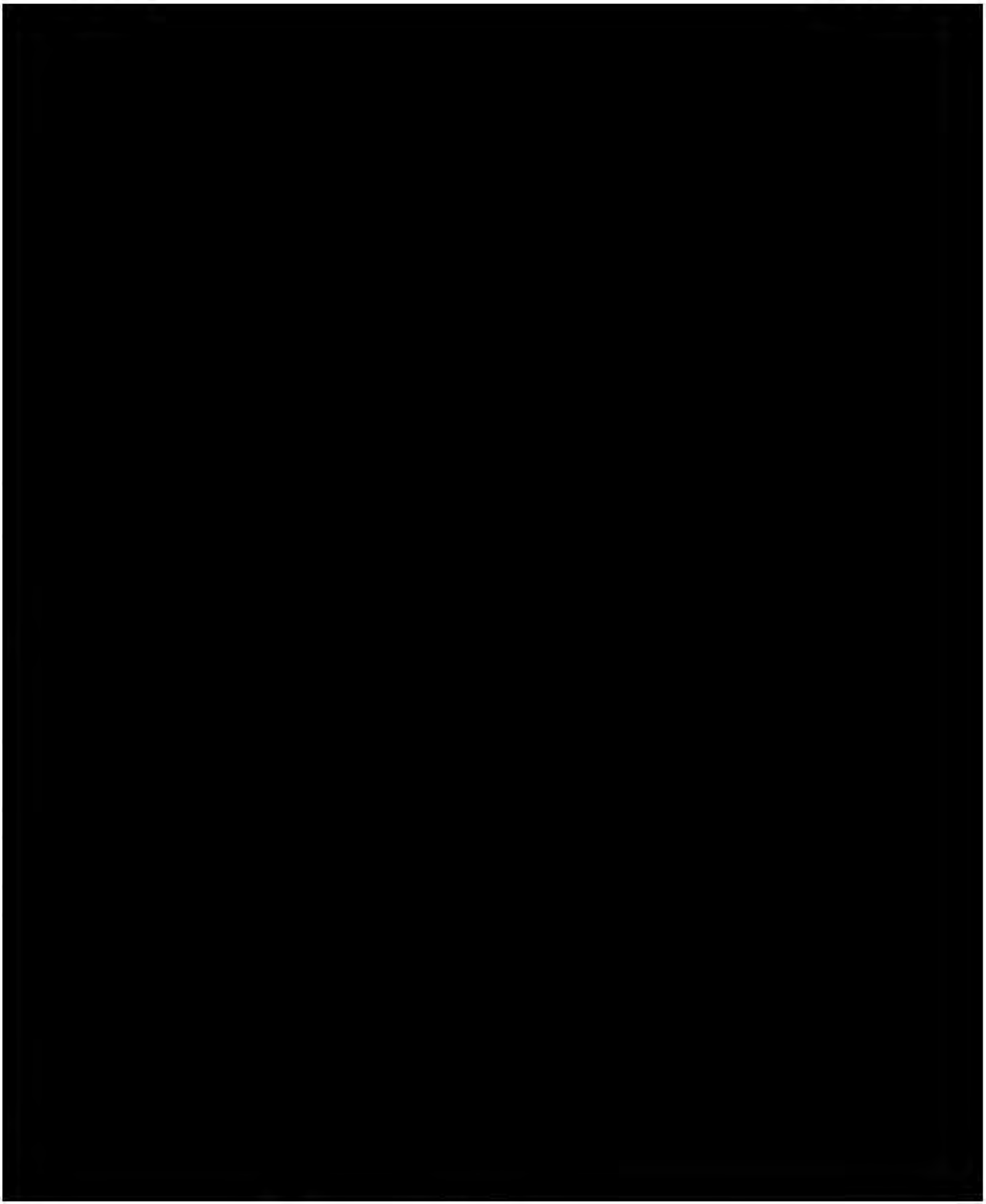




[redacted]



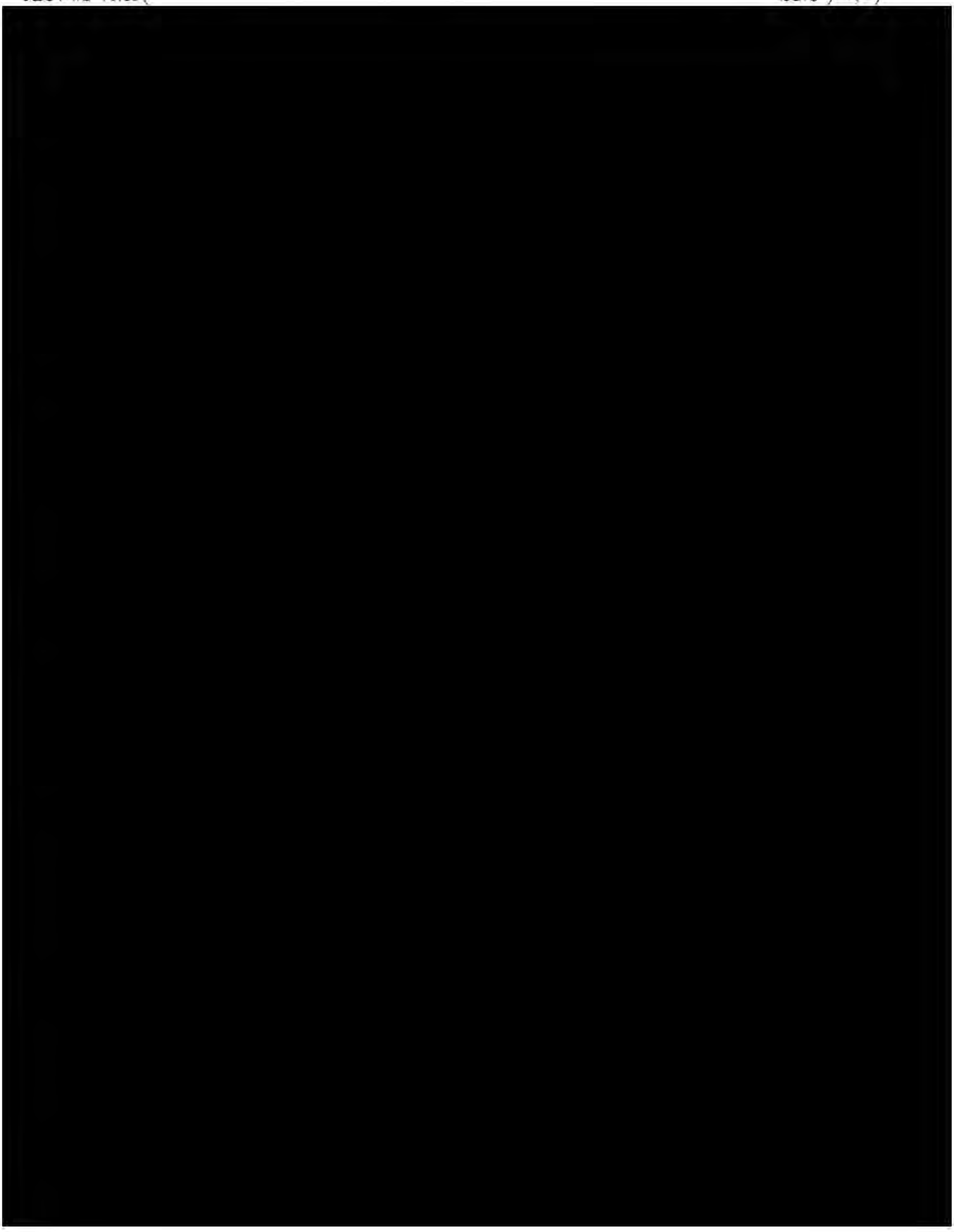
ĀÅ !"#$"%!&'(!Ä#$")*+,-")



OutServe-001739

[redacted]

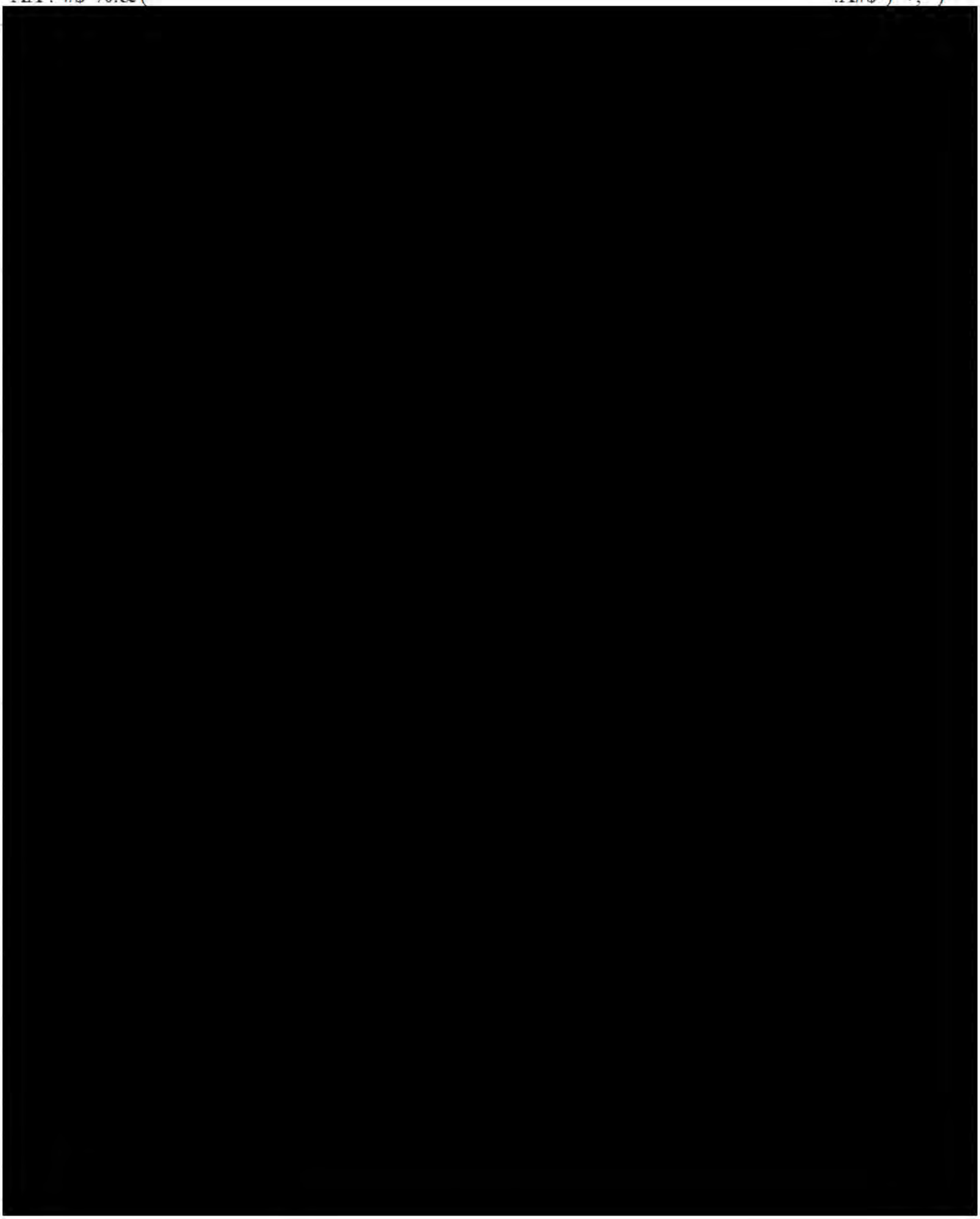
[redacted]



[redacted]

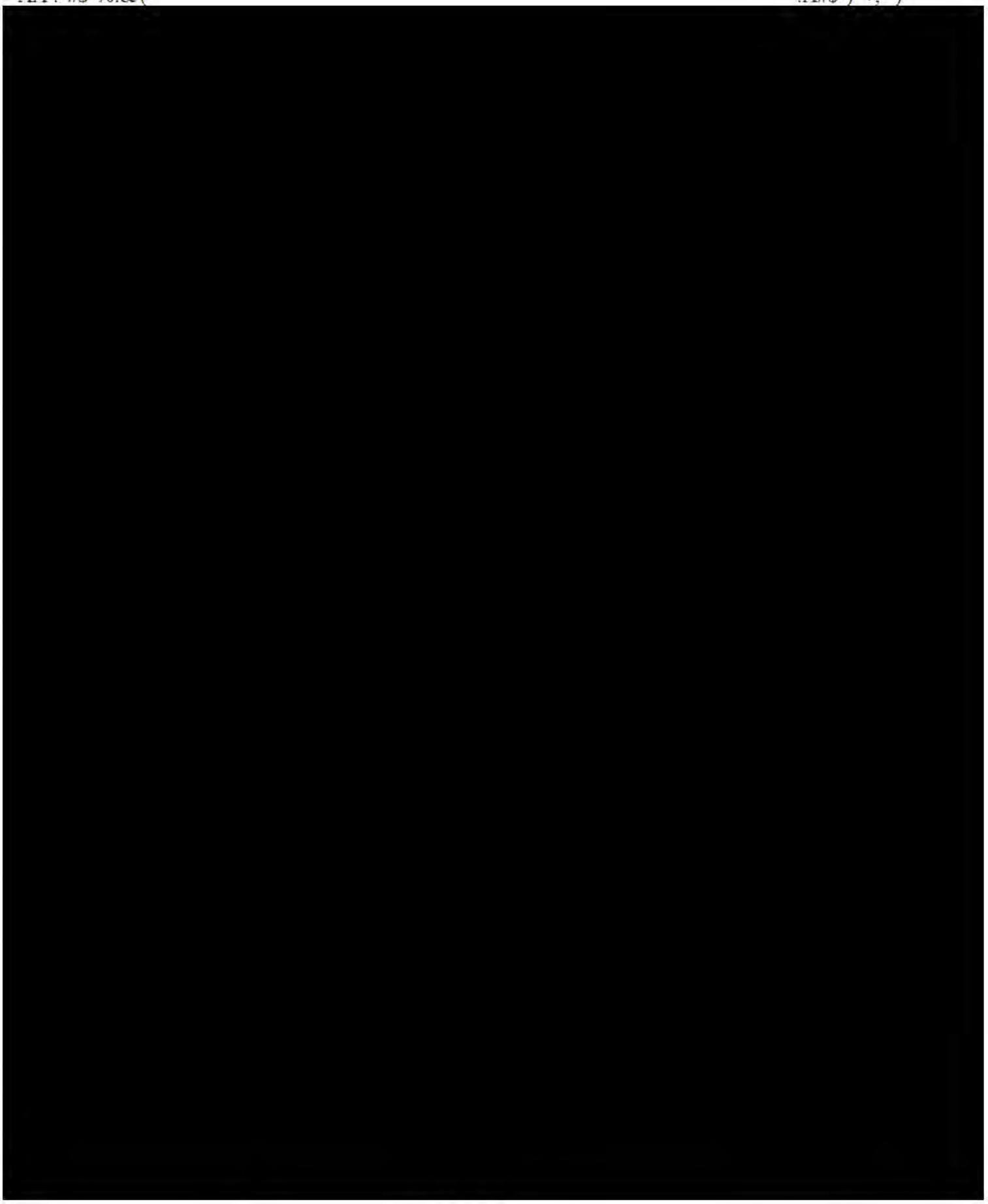
[redacted]

[redacted]



[redacted]

ĀÄ !"#$"%!&'(!Ä#$")*+,-")



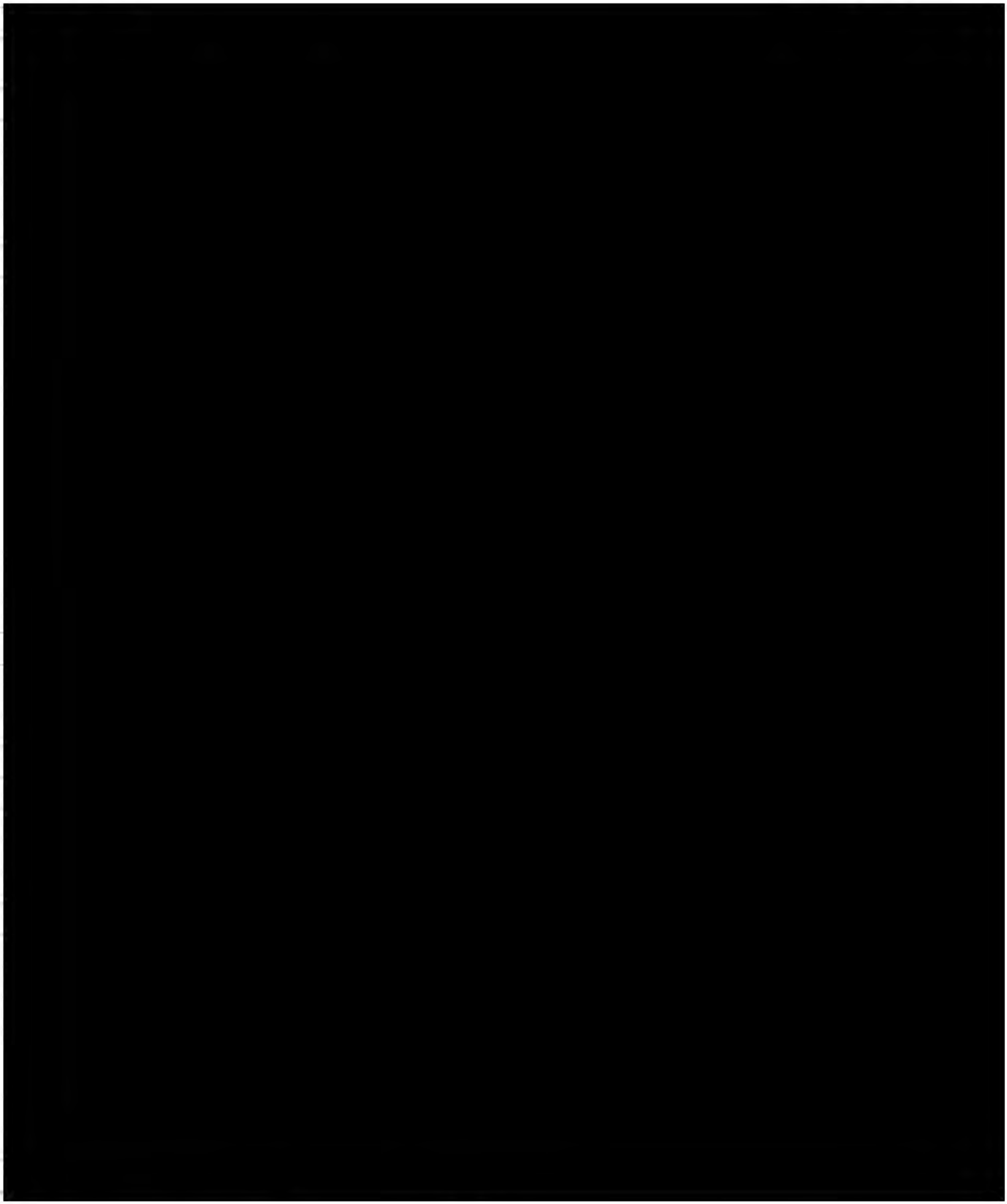
[redacted]

[redacted]

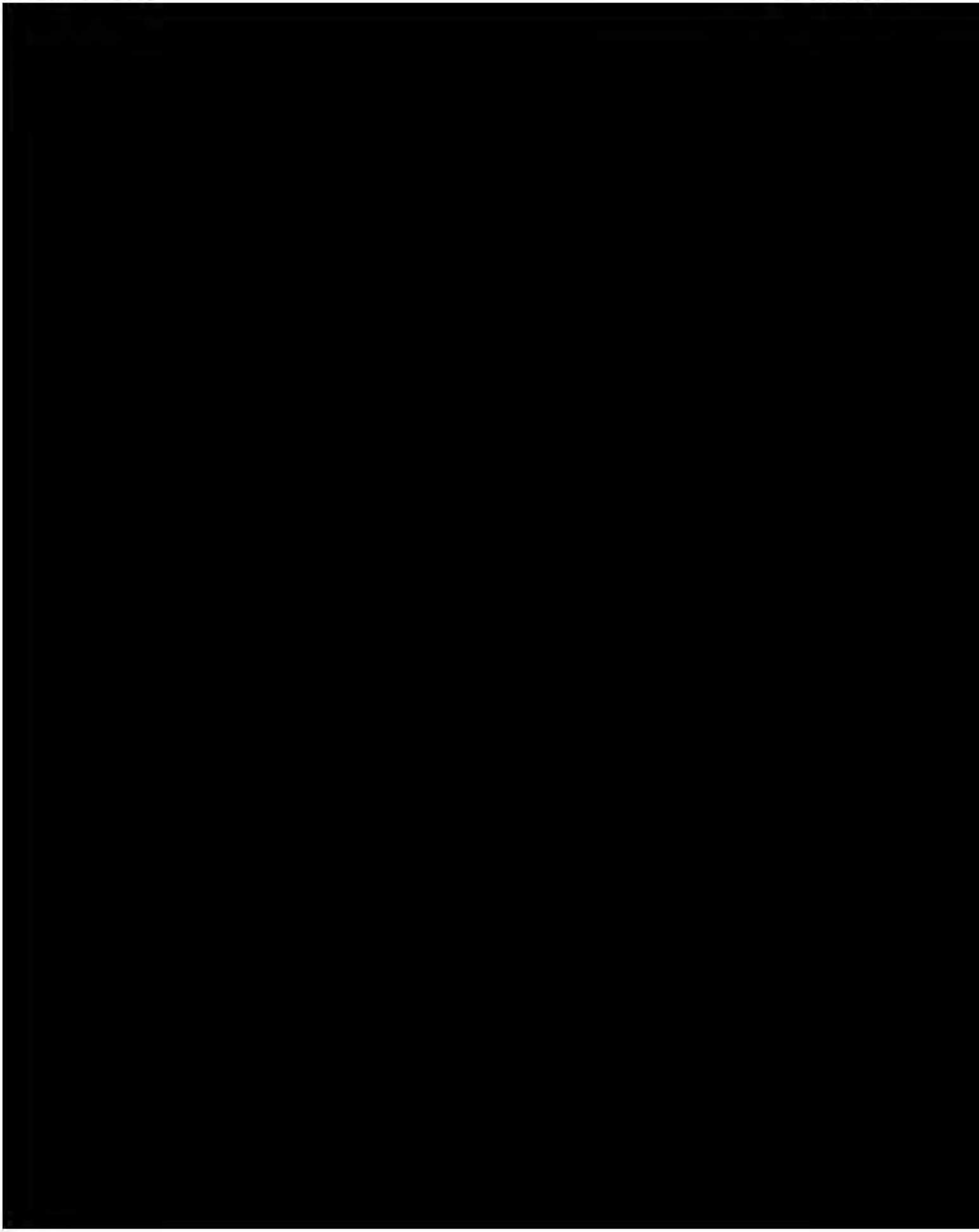
[redacted]

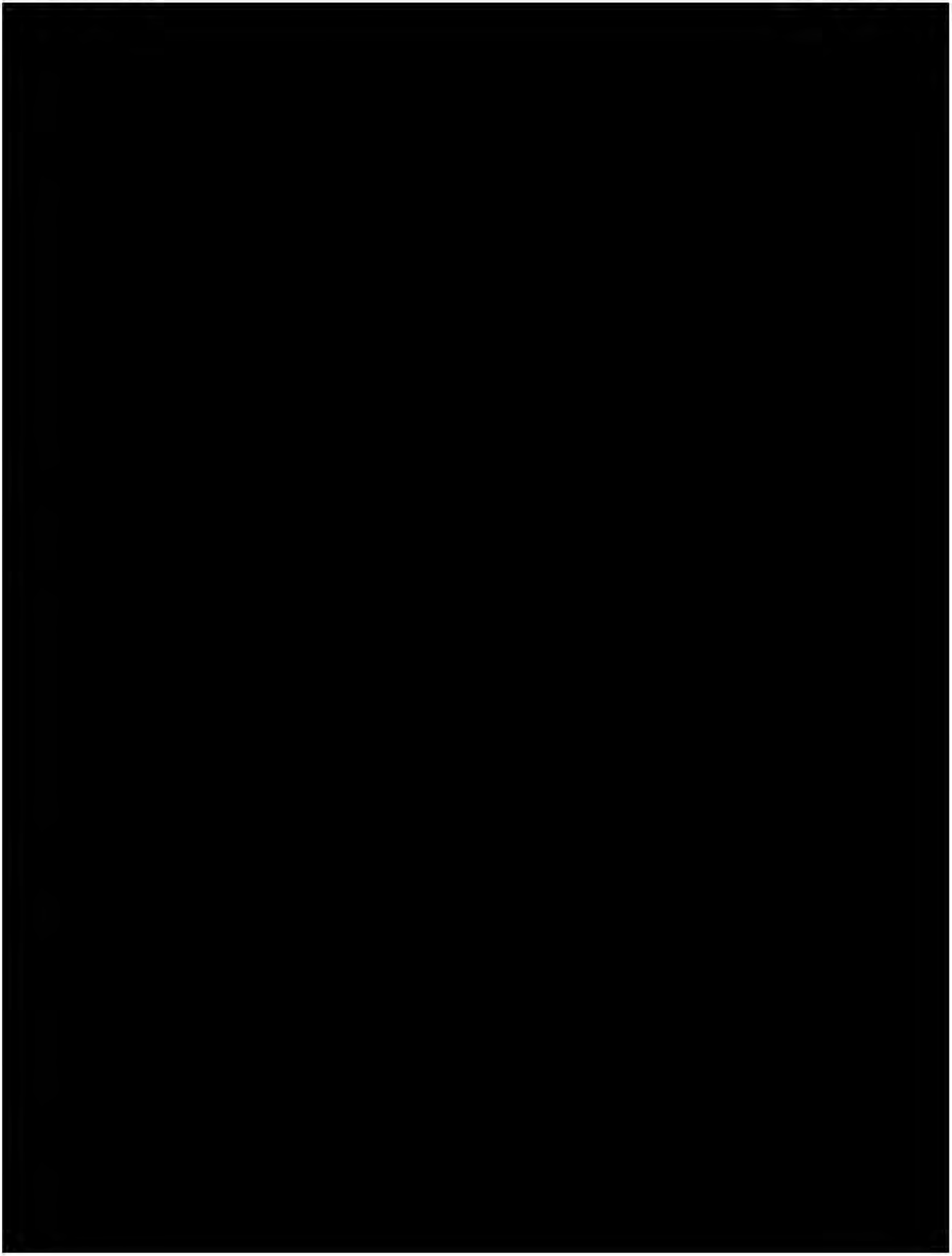
[redacted]

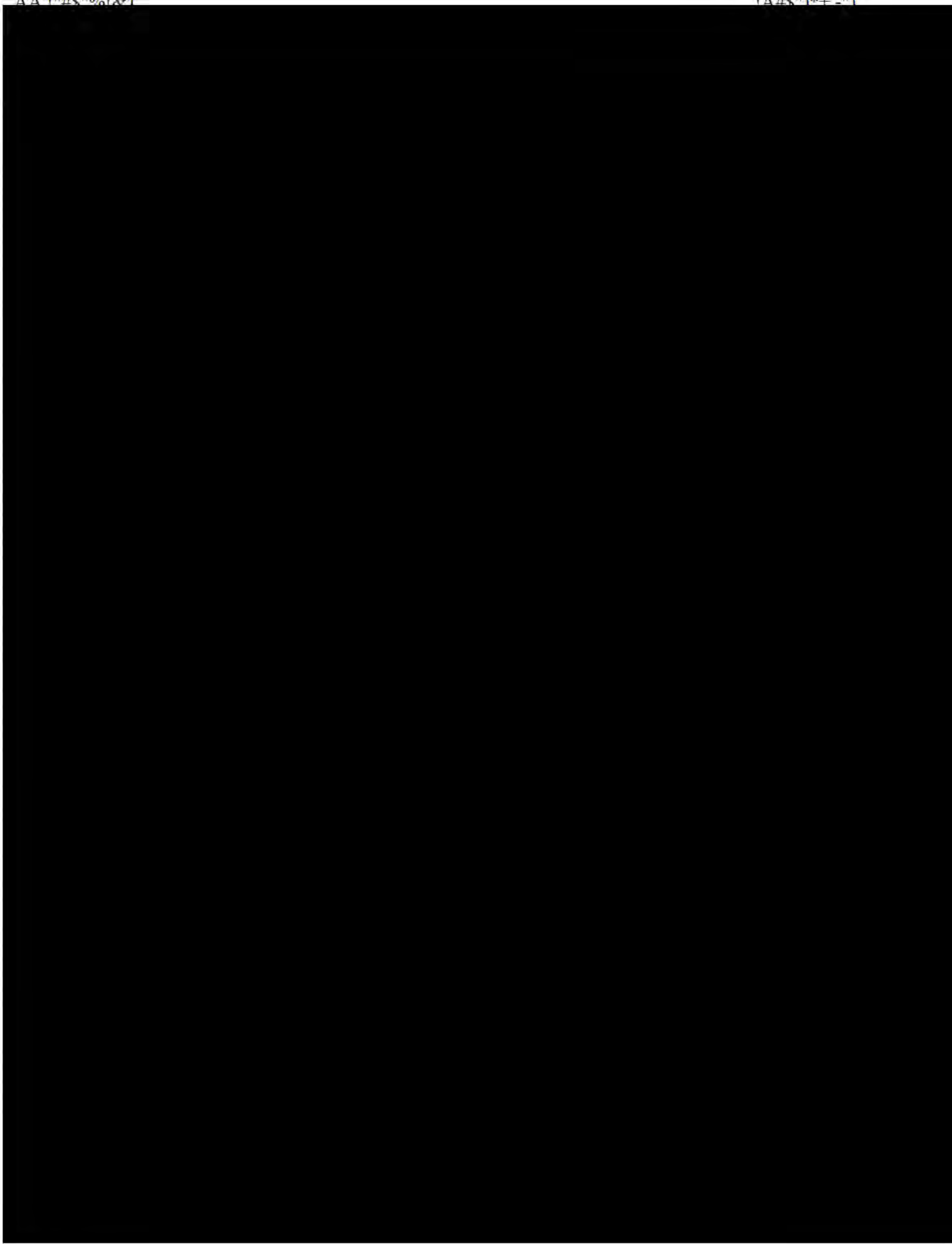
[redacted]



[redacted]





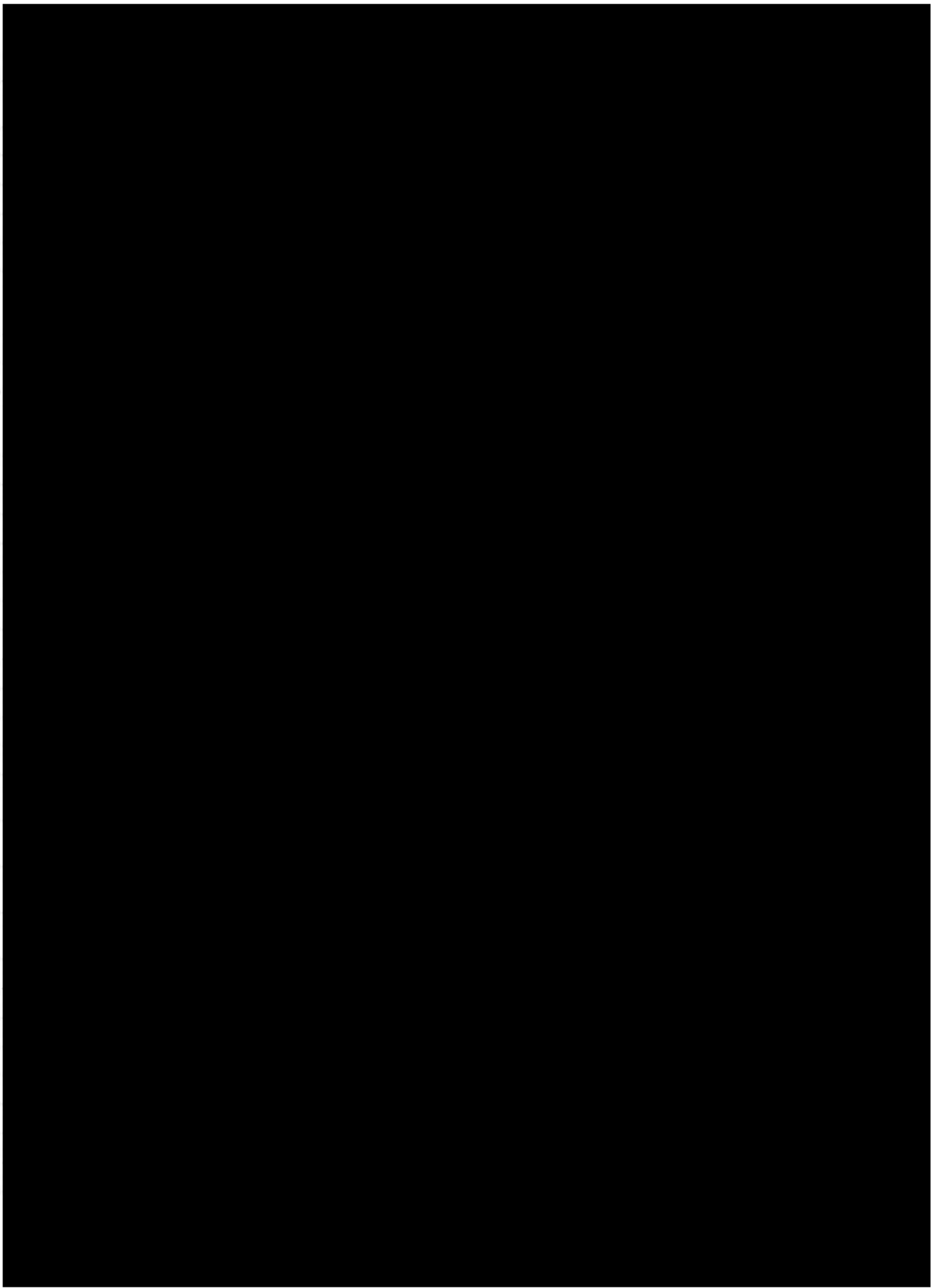


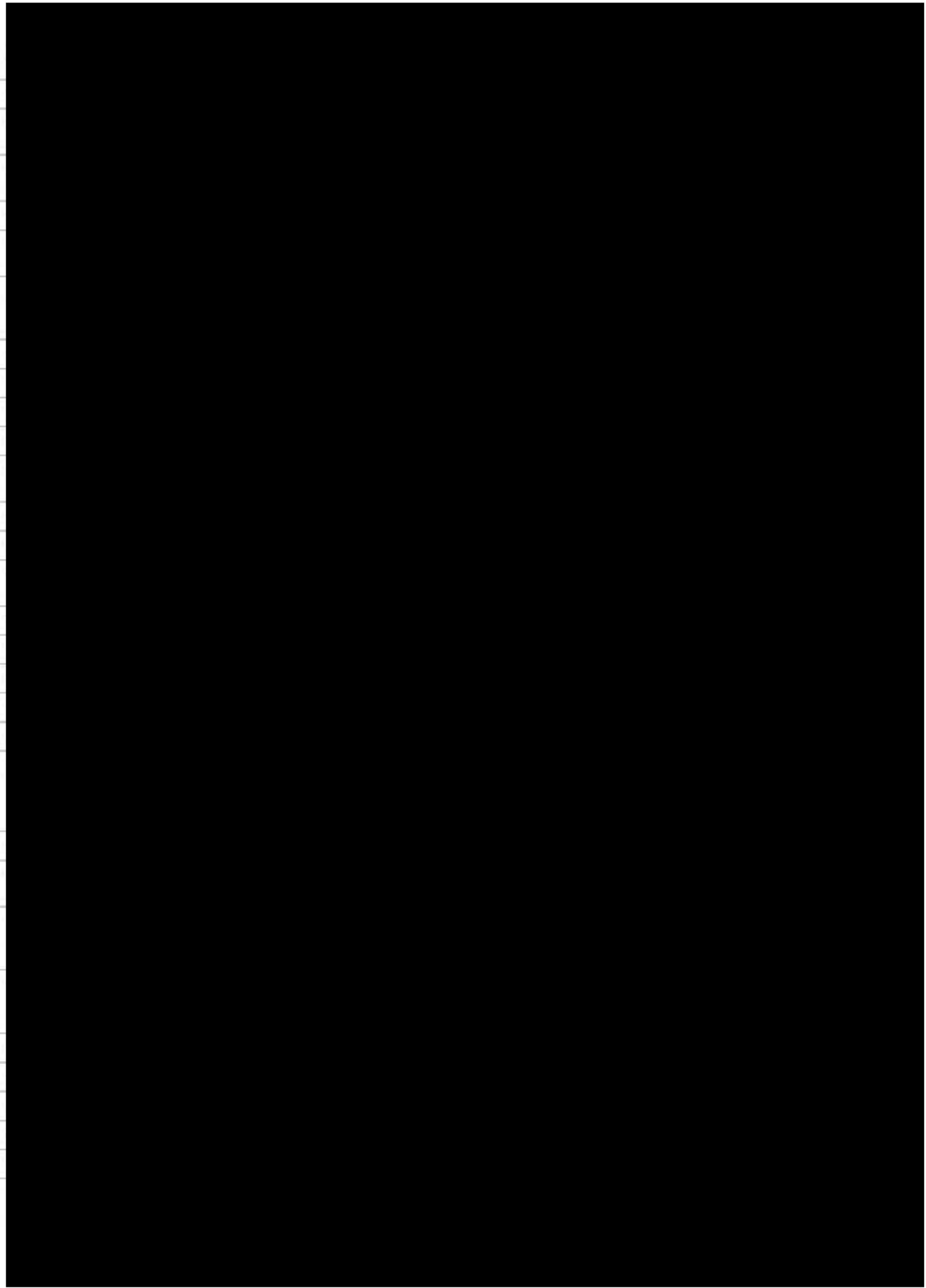
[redacted]

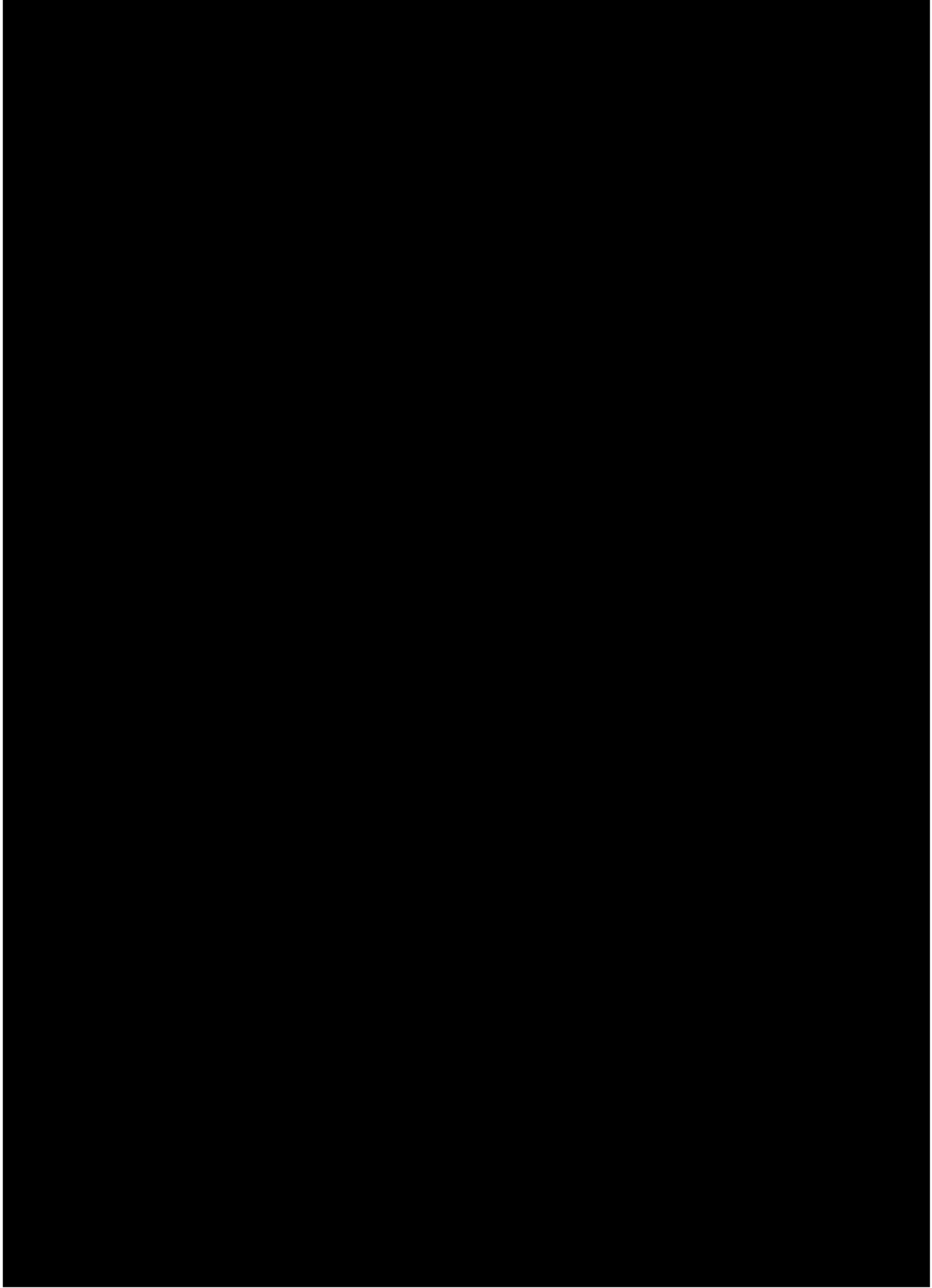
[redacted]

[redacted]

[redacted]







[redacted] [redacted]

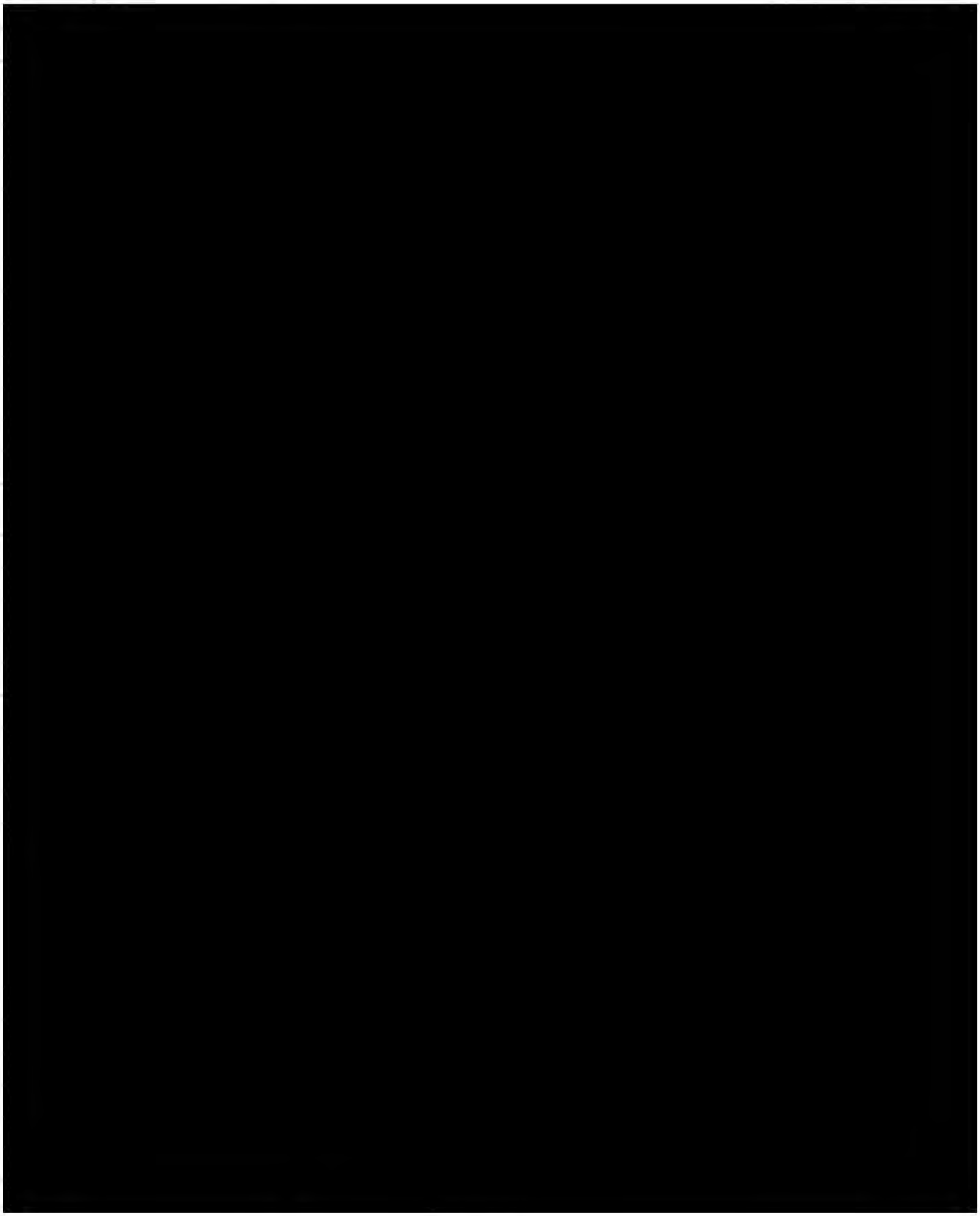
Q13 In your own words, what obstacles or challenges will keep OutServe-SLDN from being a strong and viable organization?

Answered: 1,596 Skipped: 474

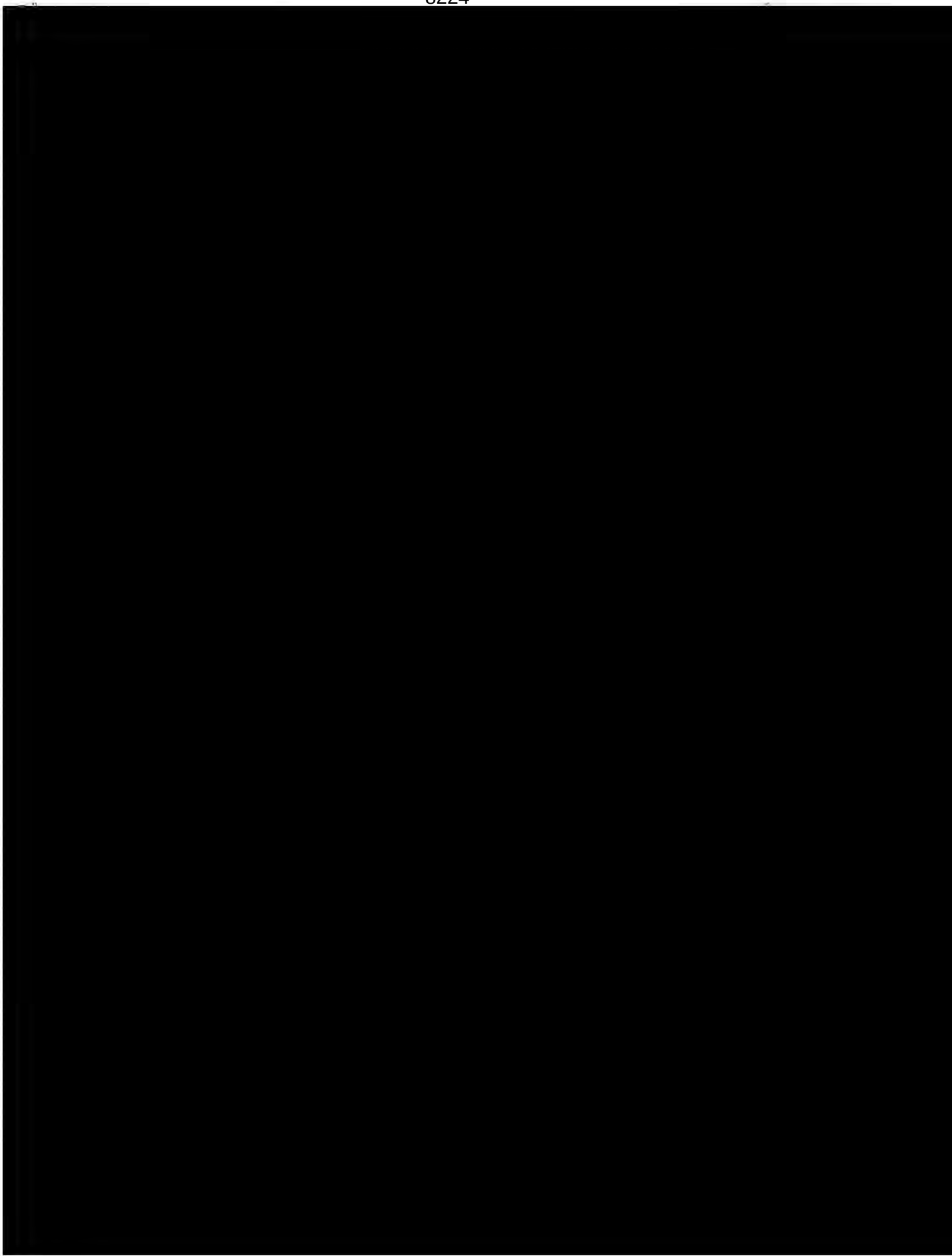
[redacted]

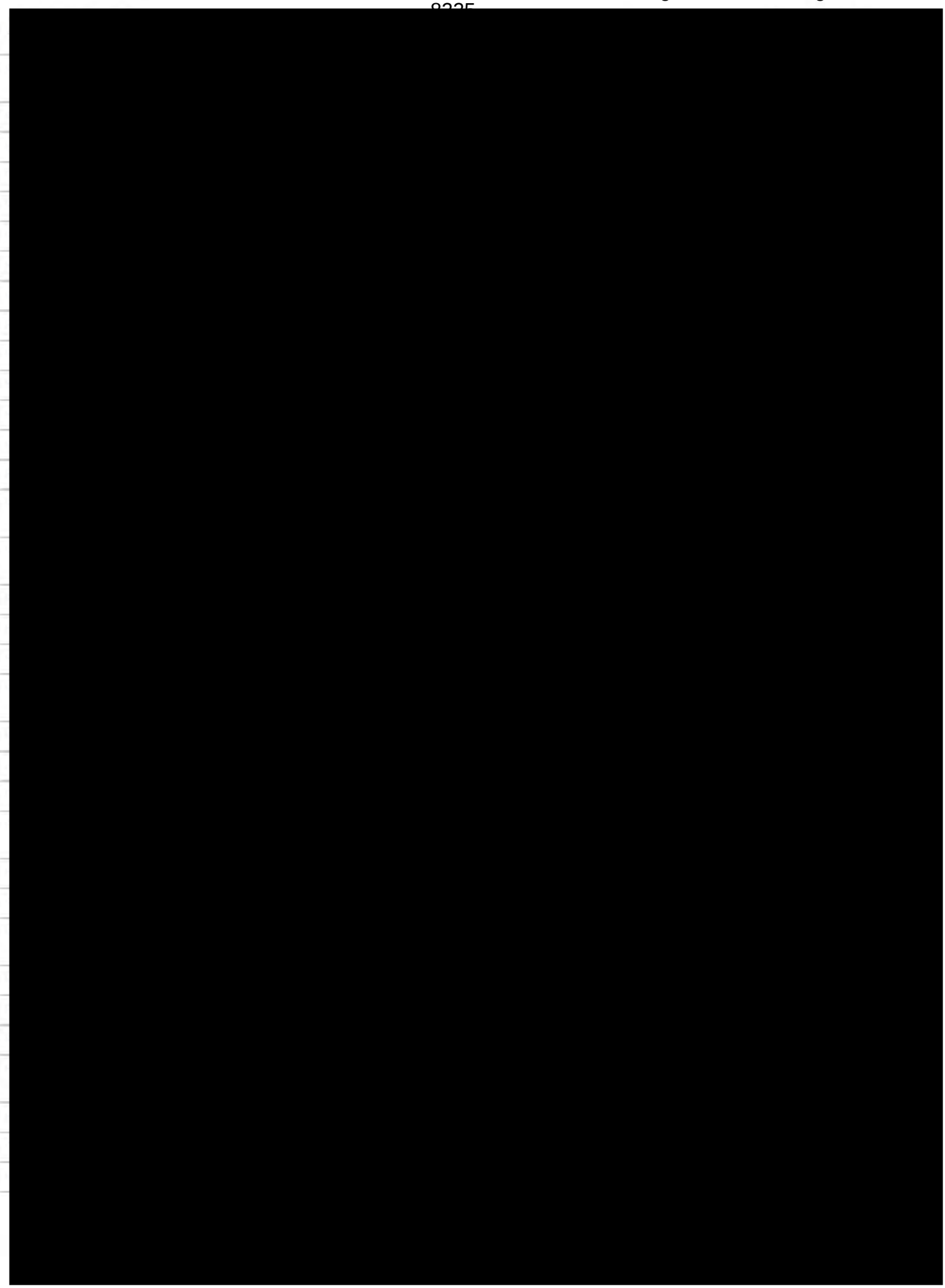
[redacted] [redacted]

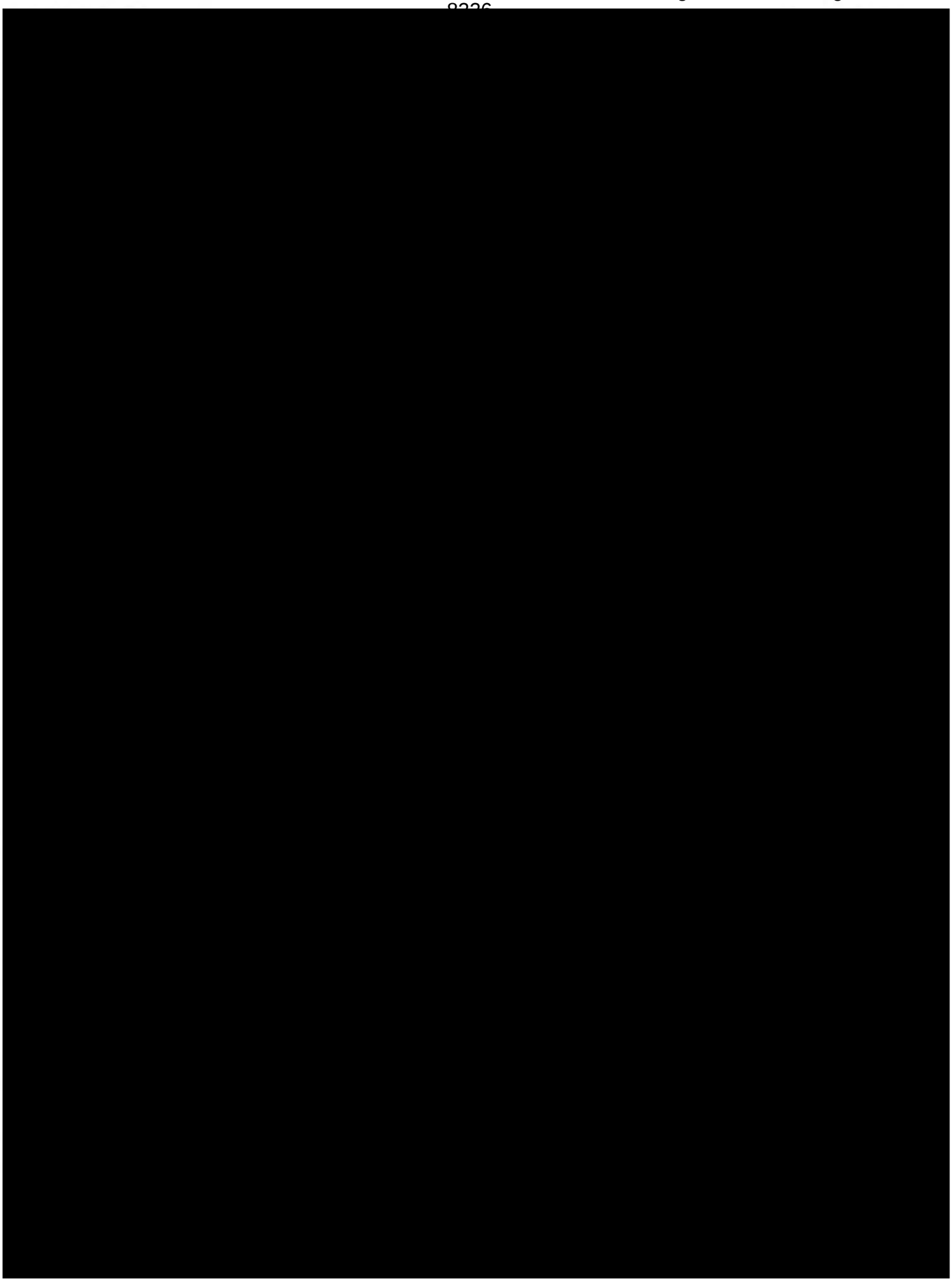
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]

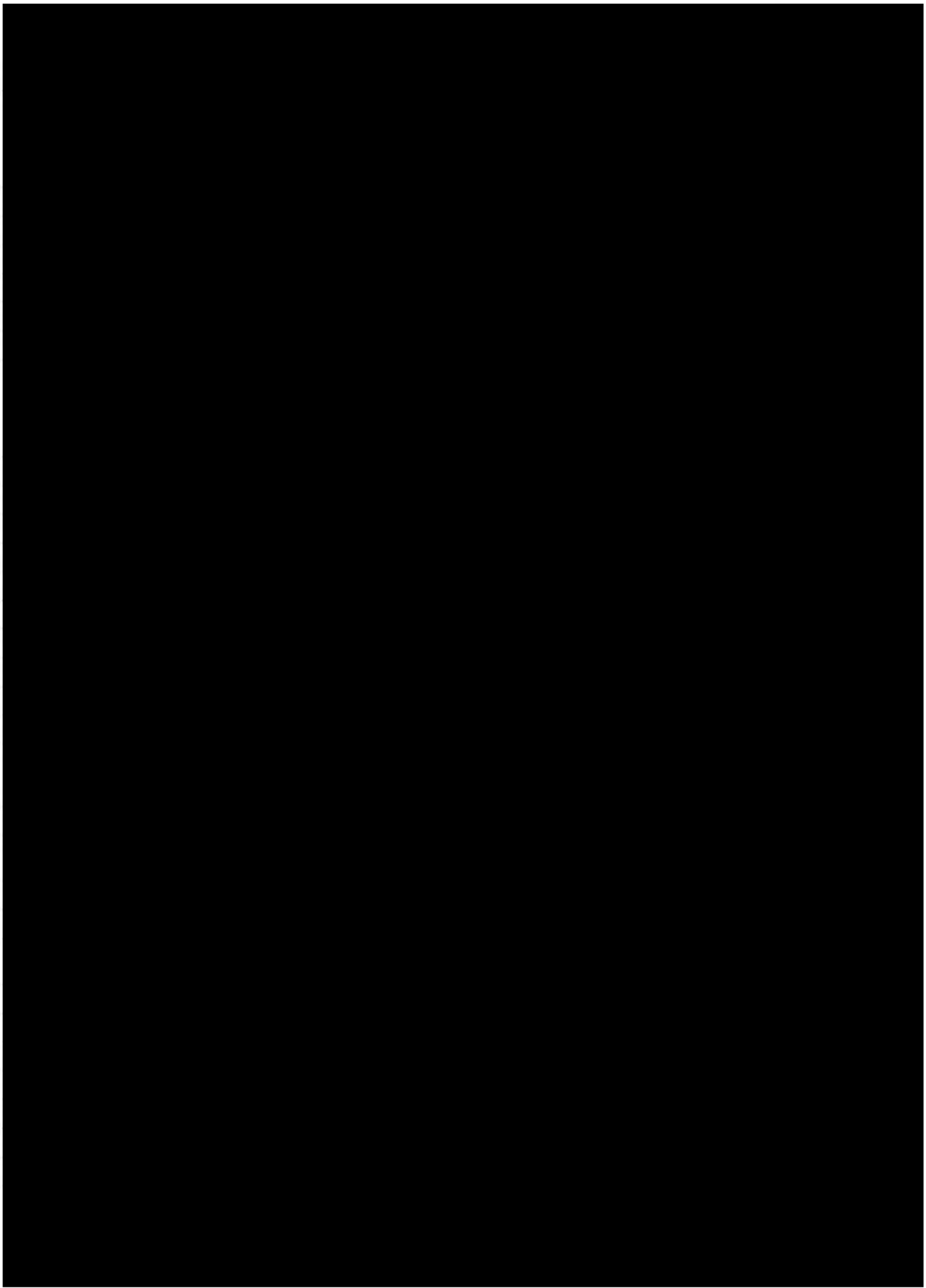


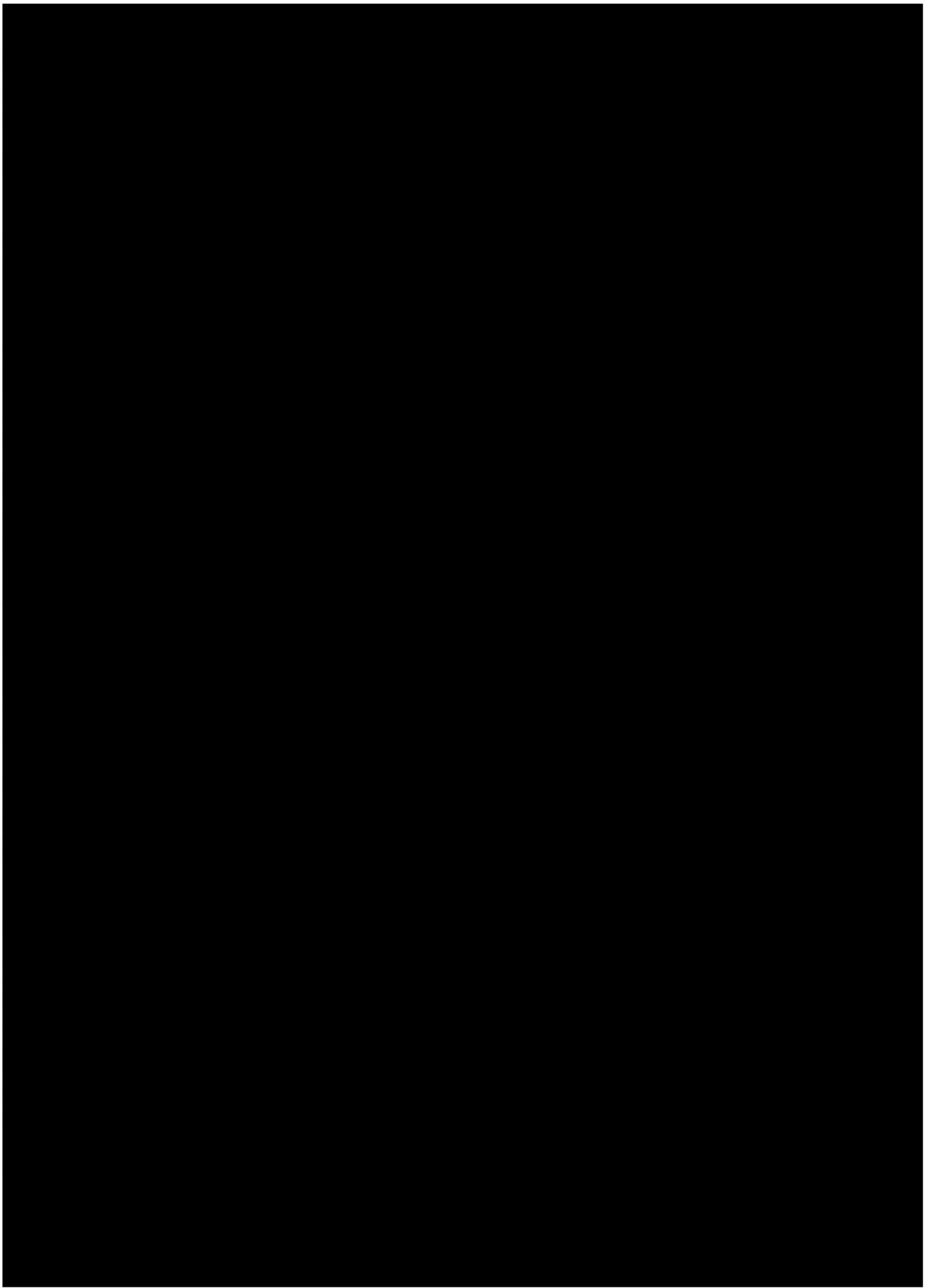
[redacted]

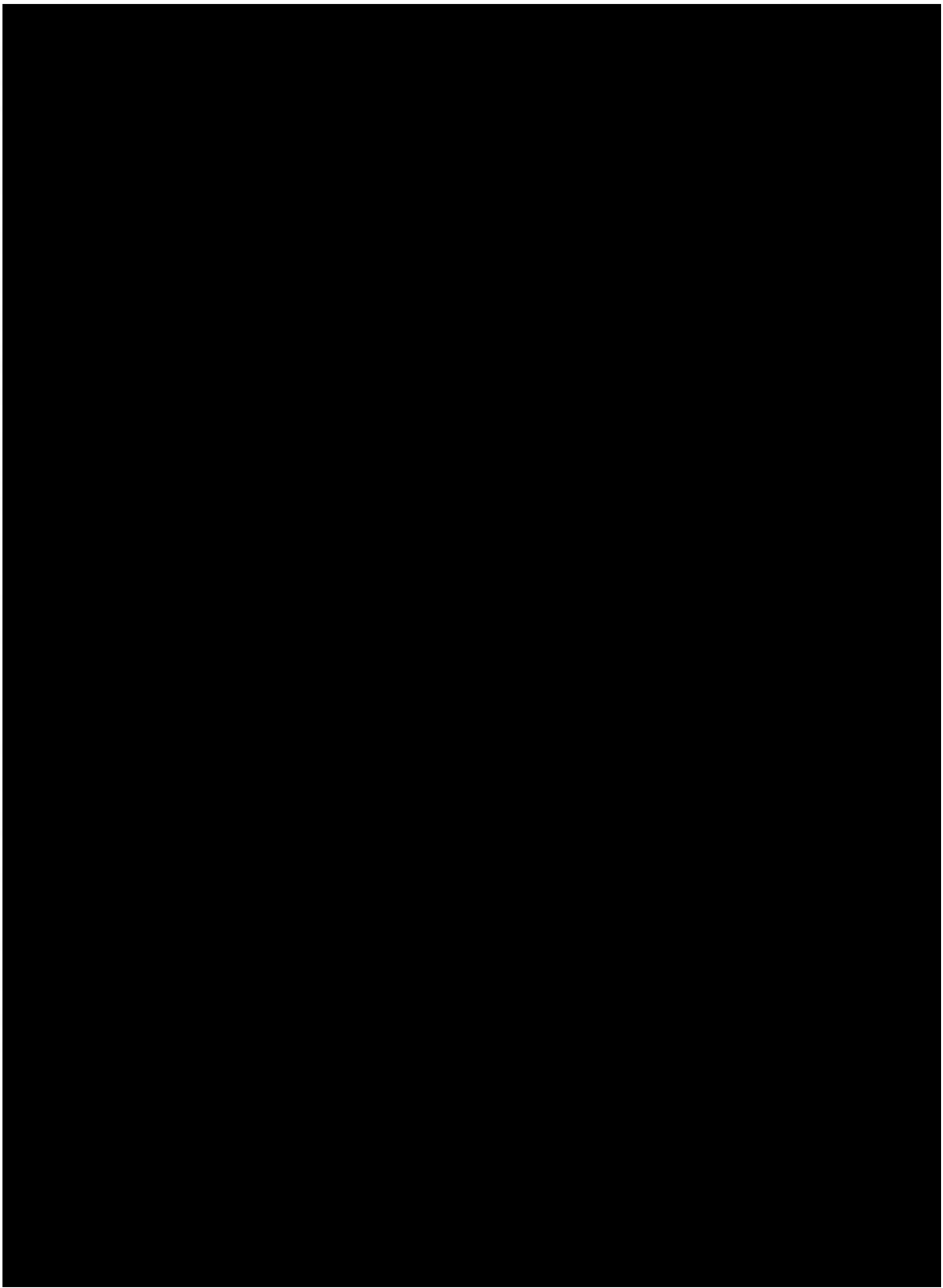


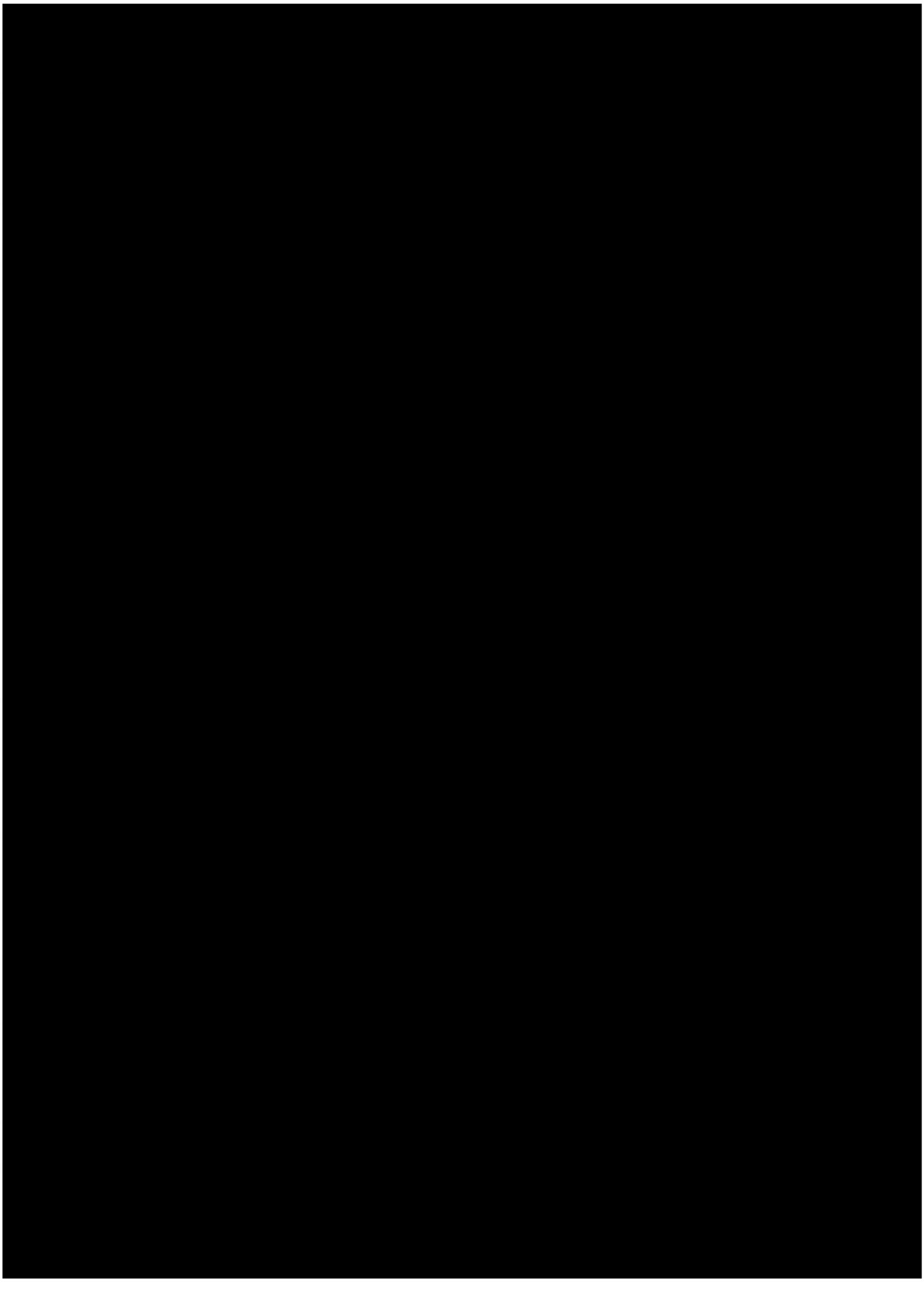


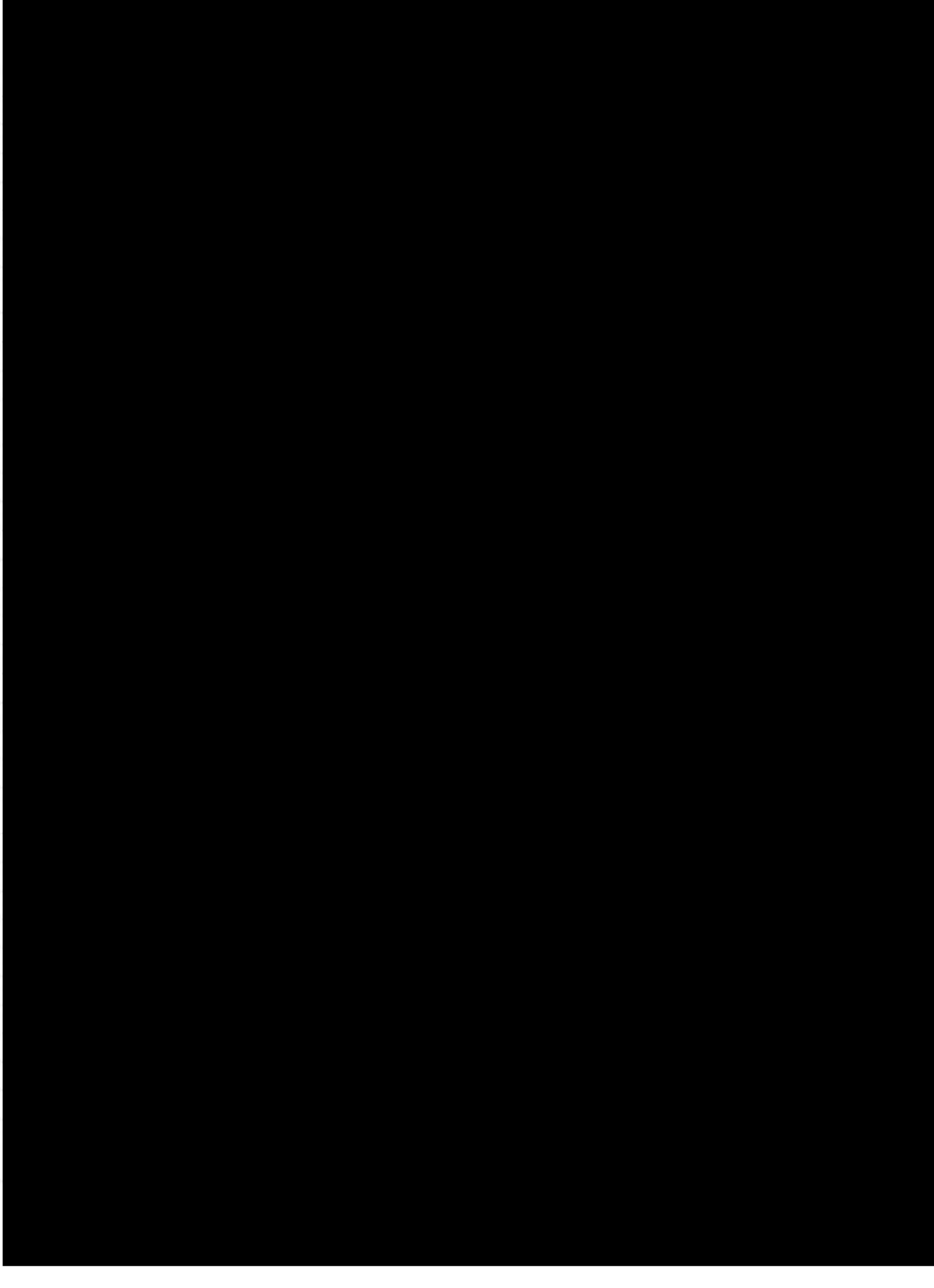


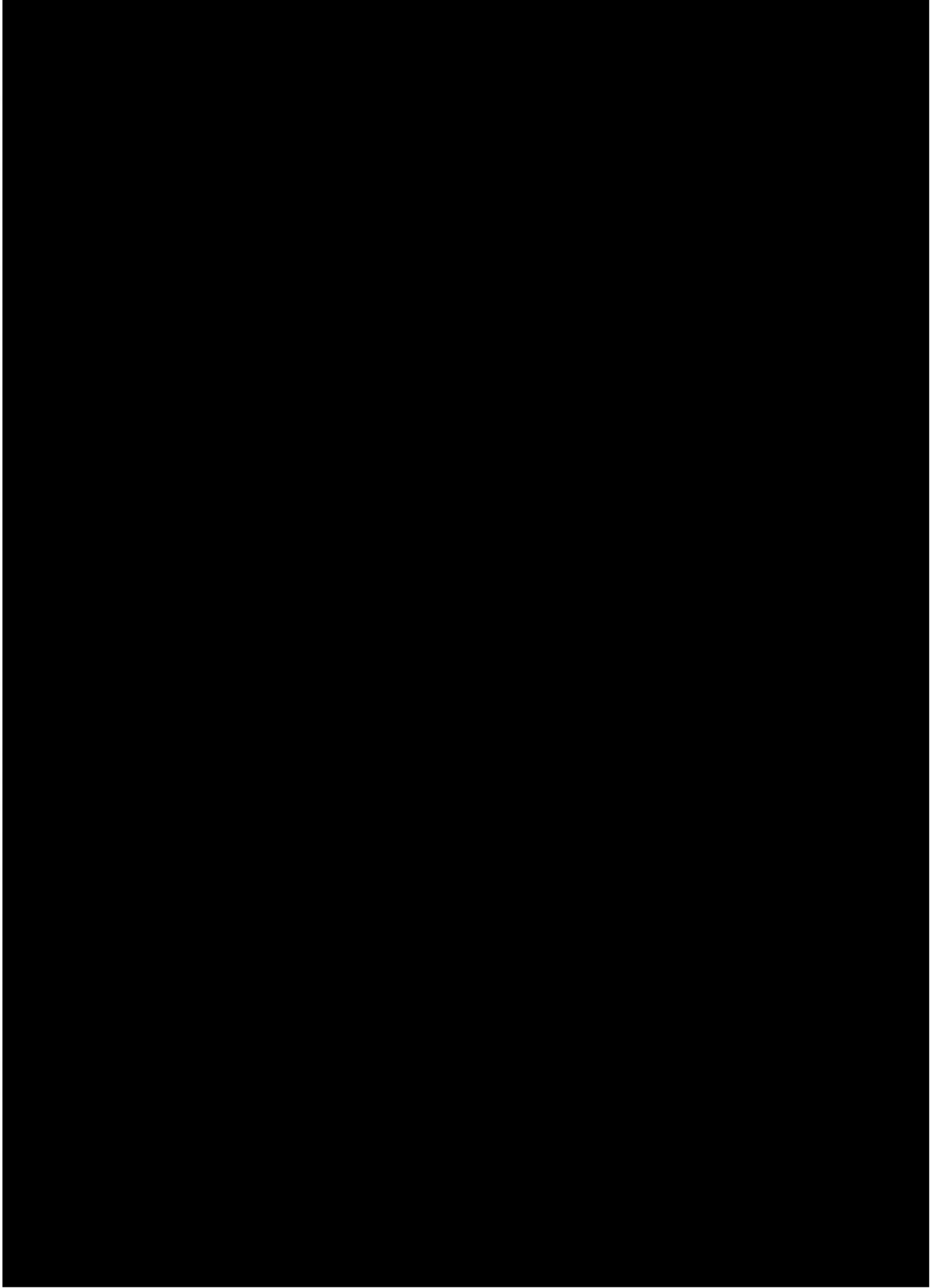


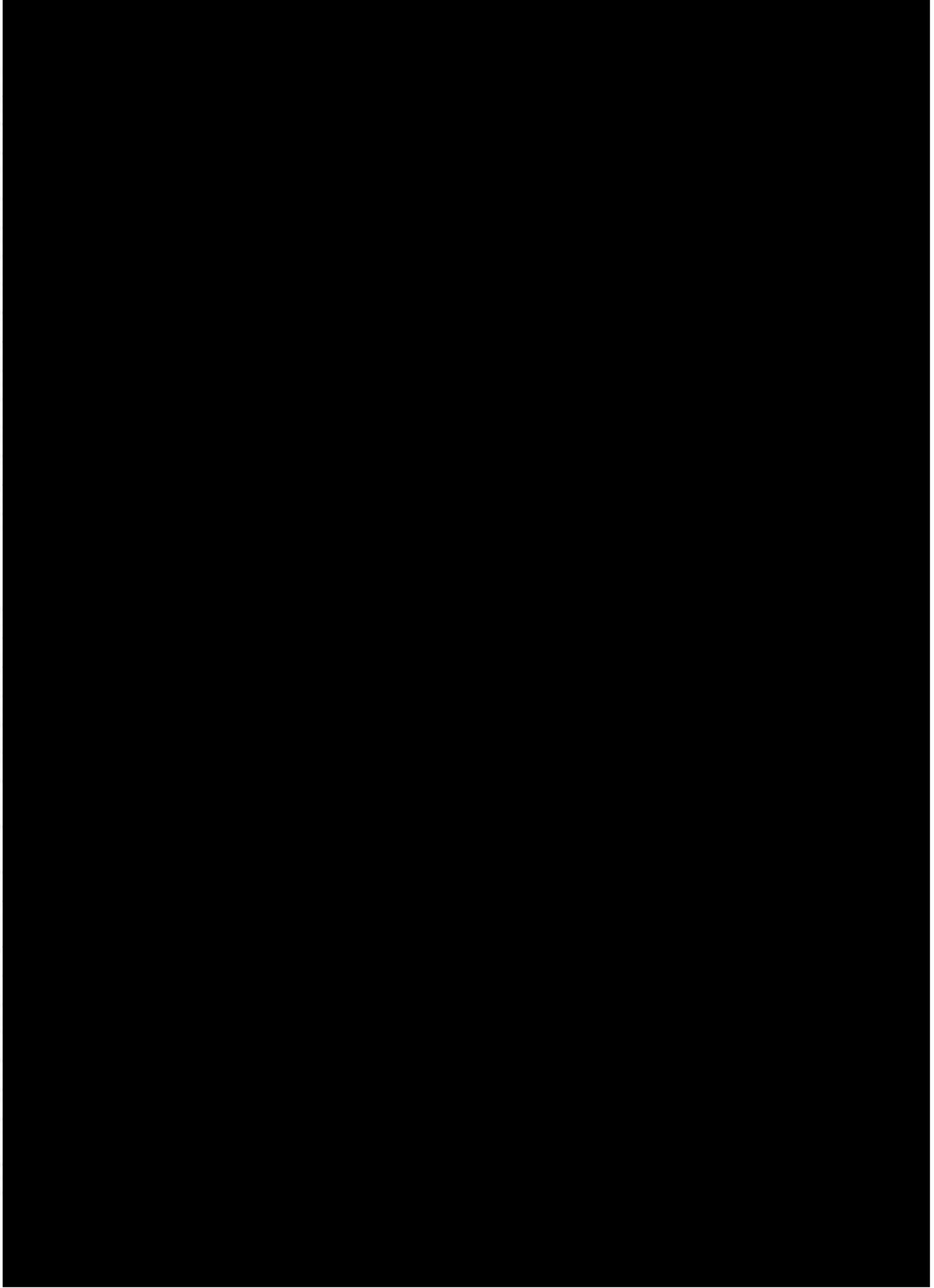


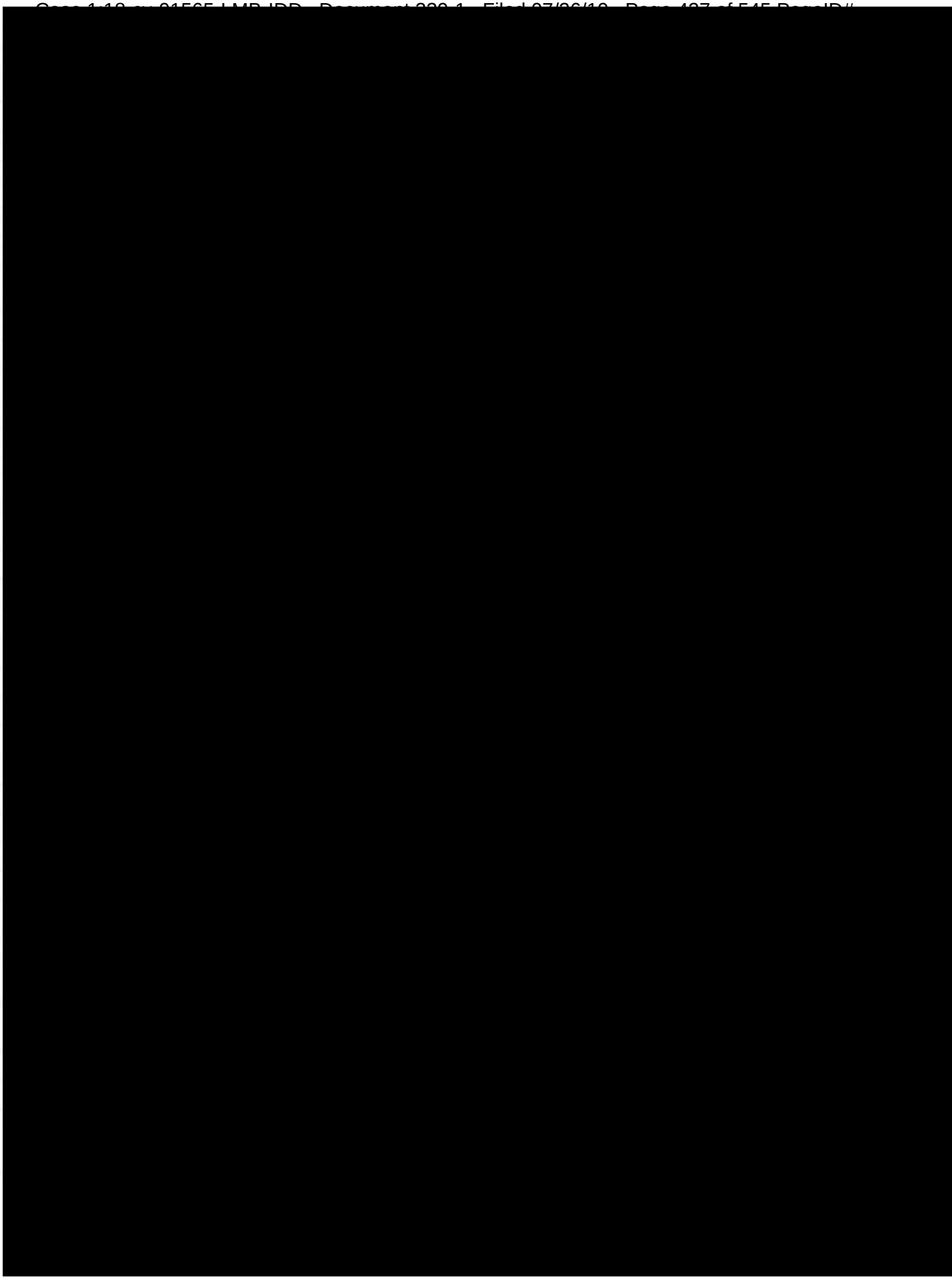


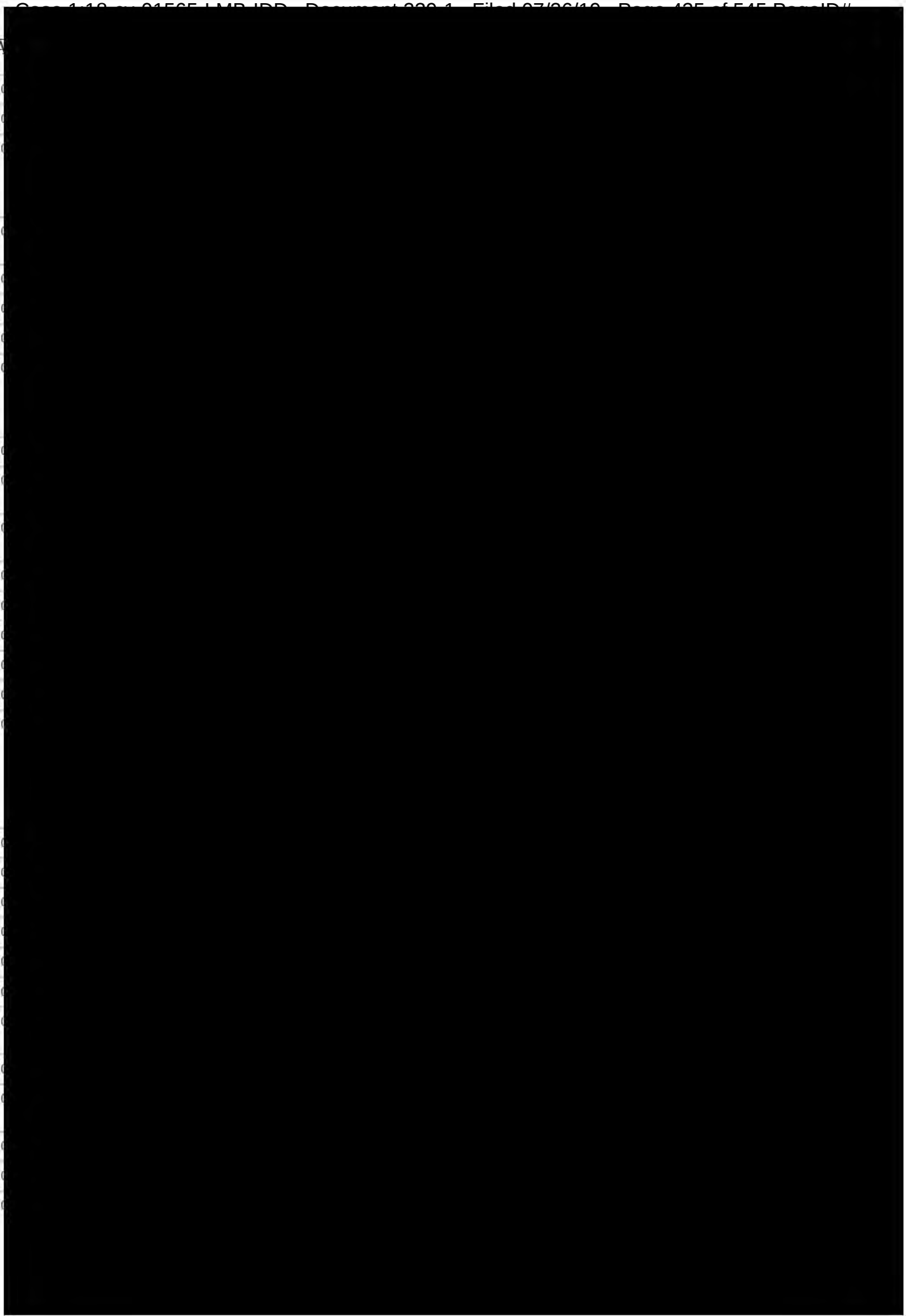


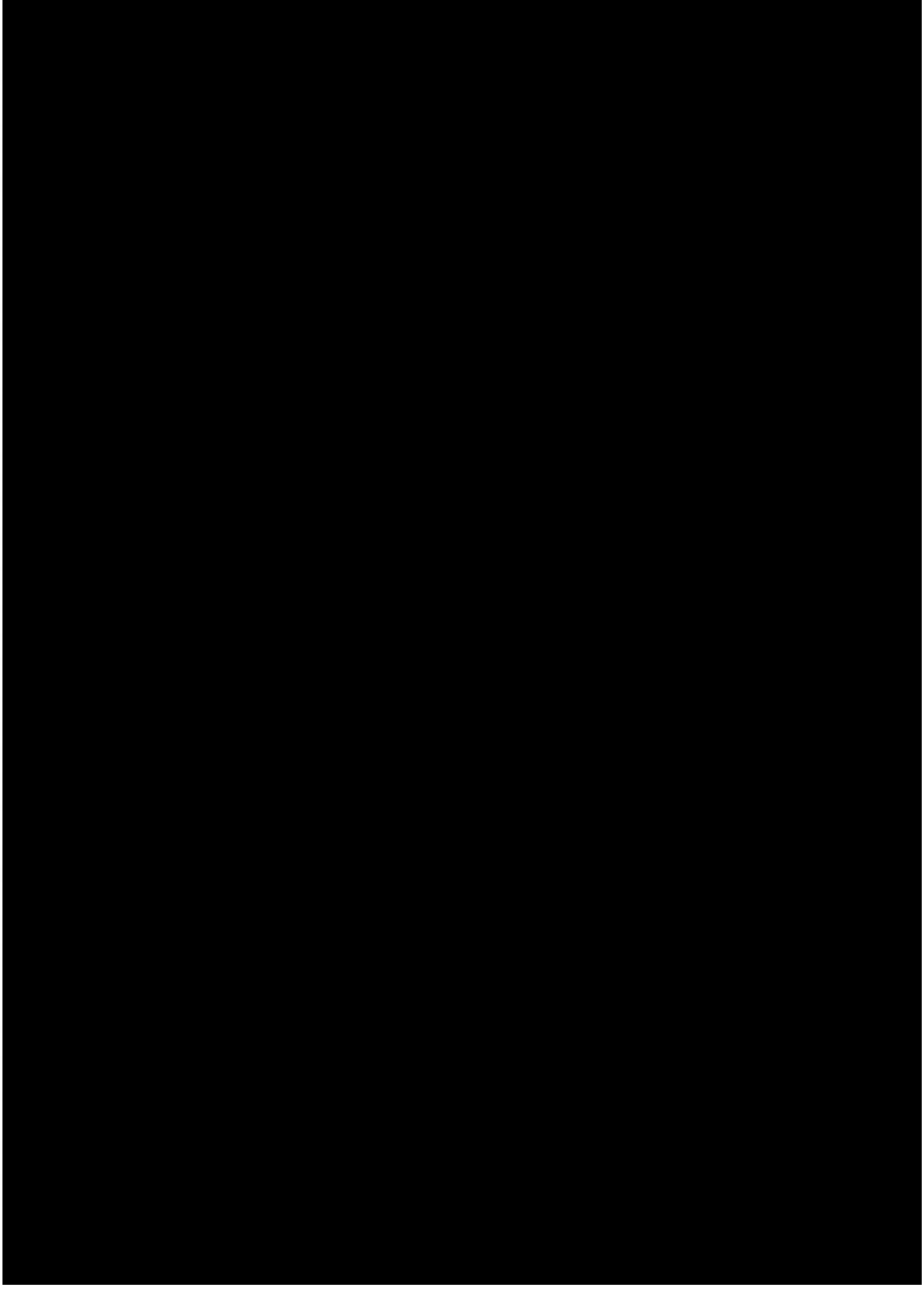


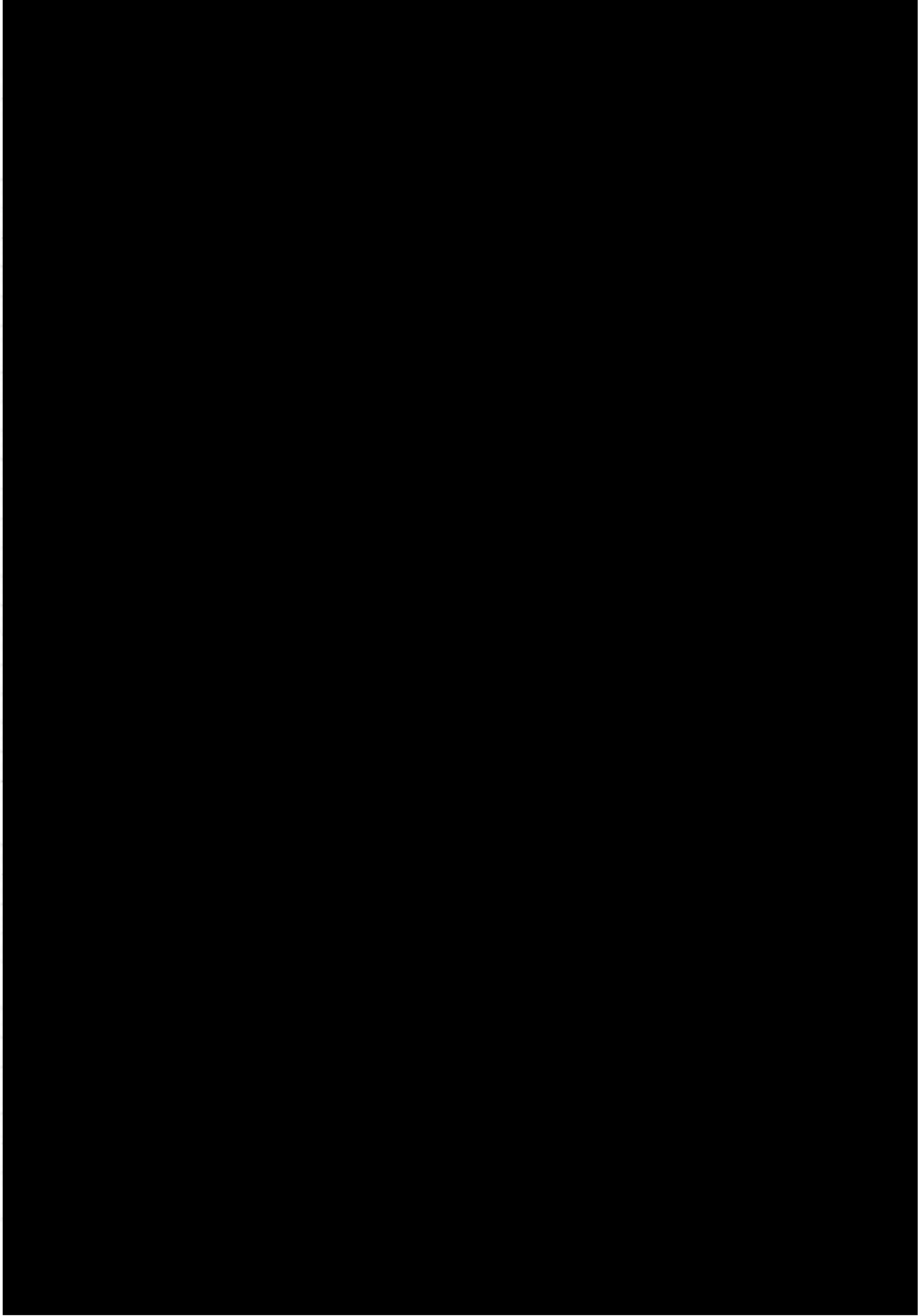












[redacted]

[redacted]

ĀÄ !"#$"%!&'(

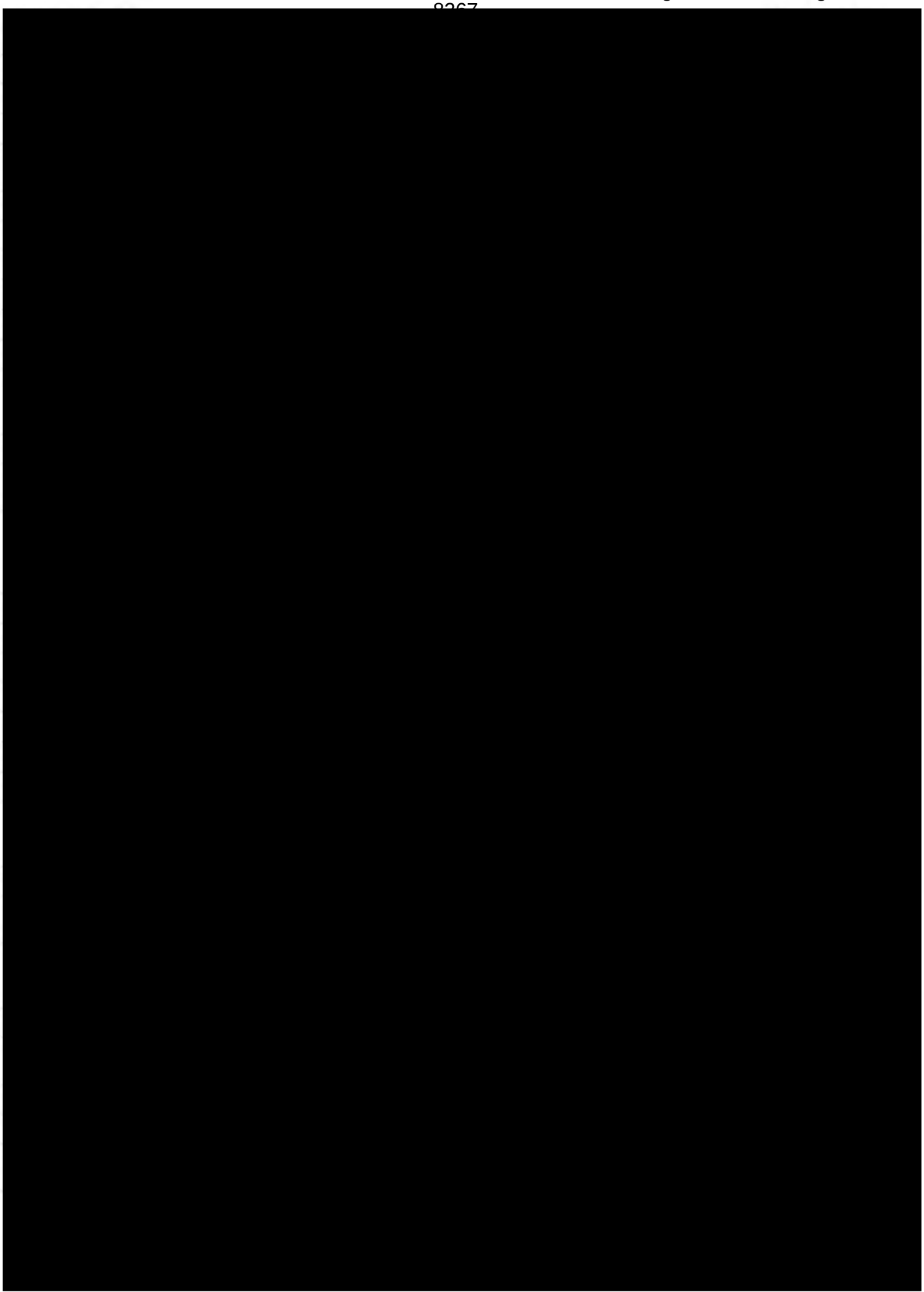
[redacted]

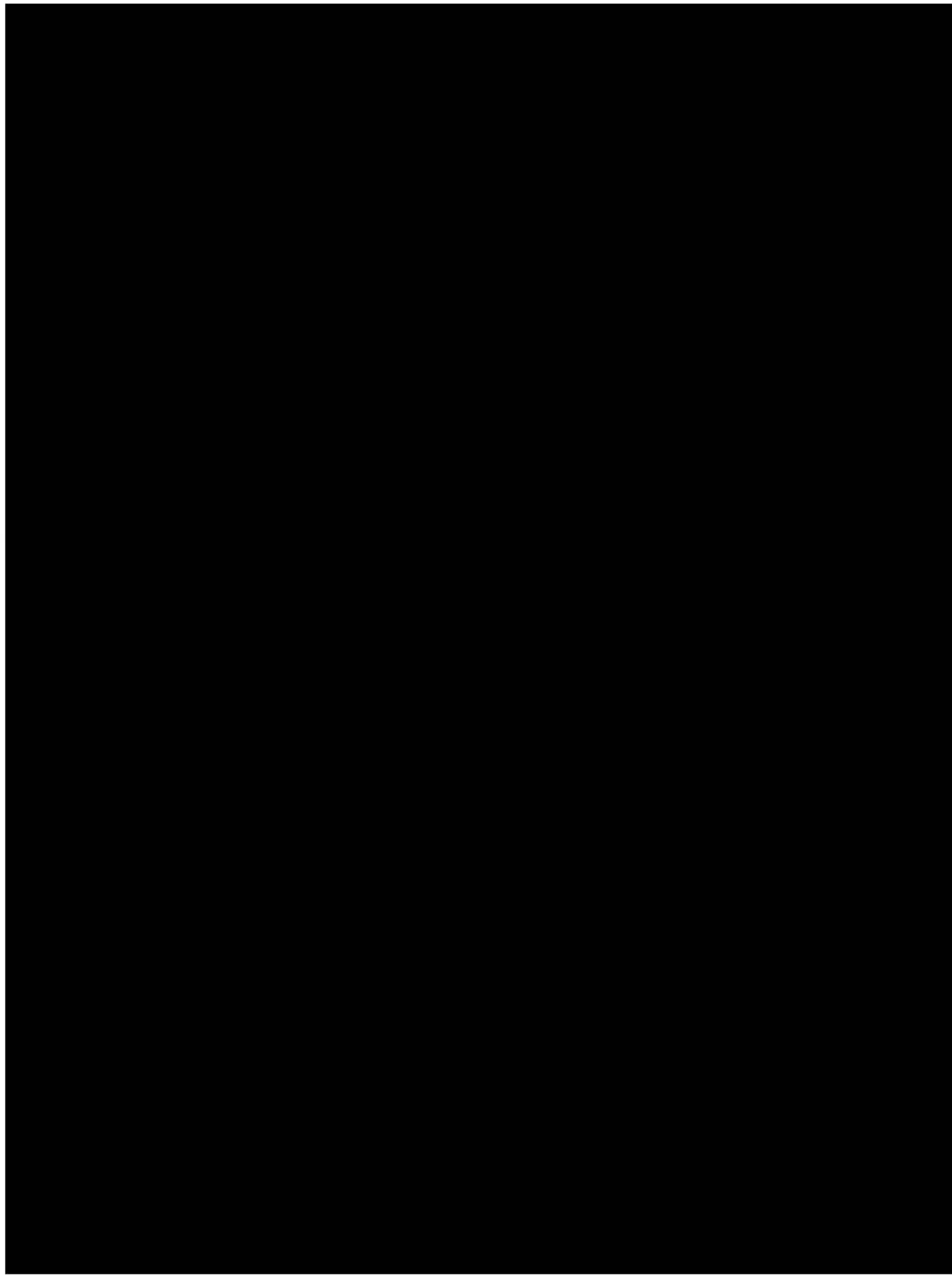
[redacted]

ĀÄ !"#$"%!&'(

[redacted]

[redacted]





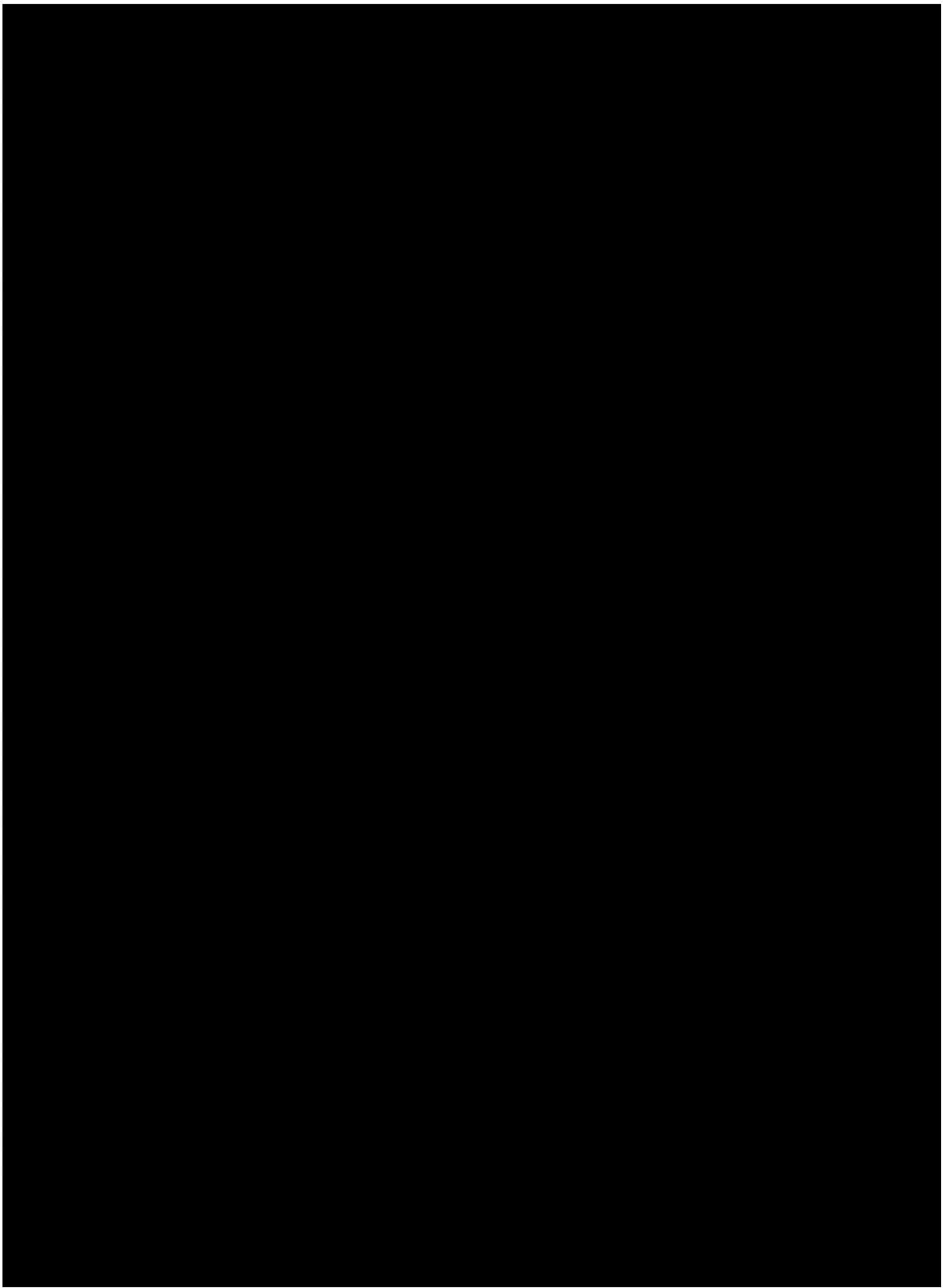
Q14 Have you, or has anyone in your family, ever made a philanthropic contribution to a nonprofit organization?

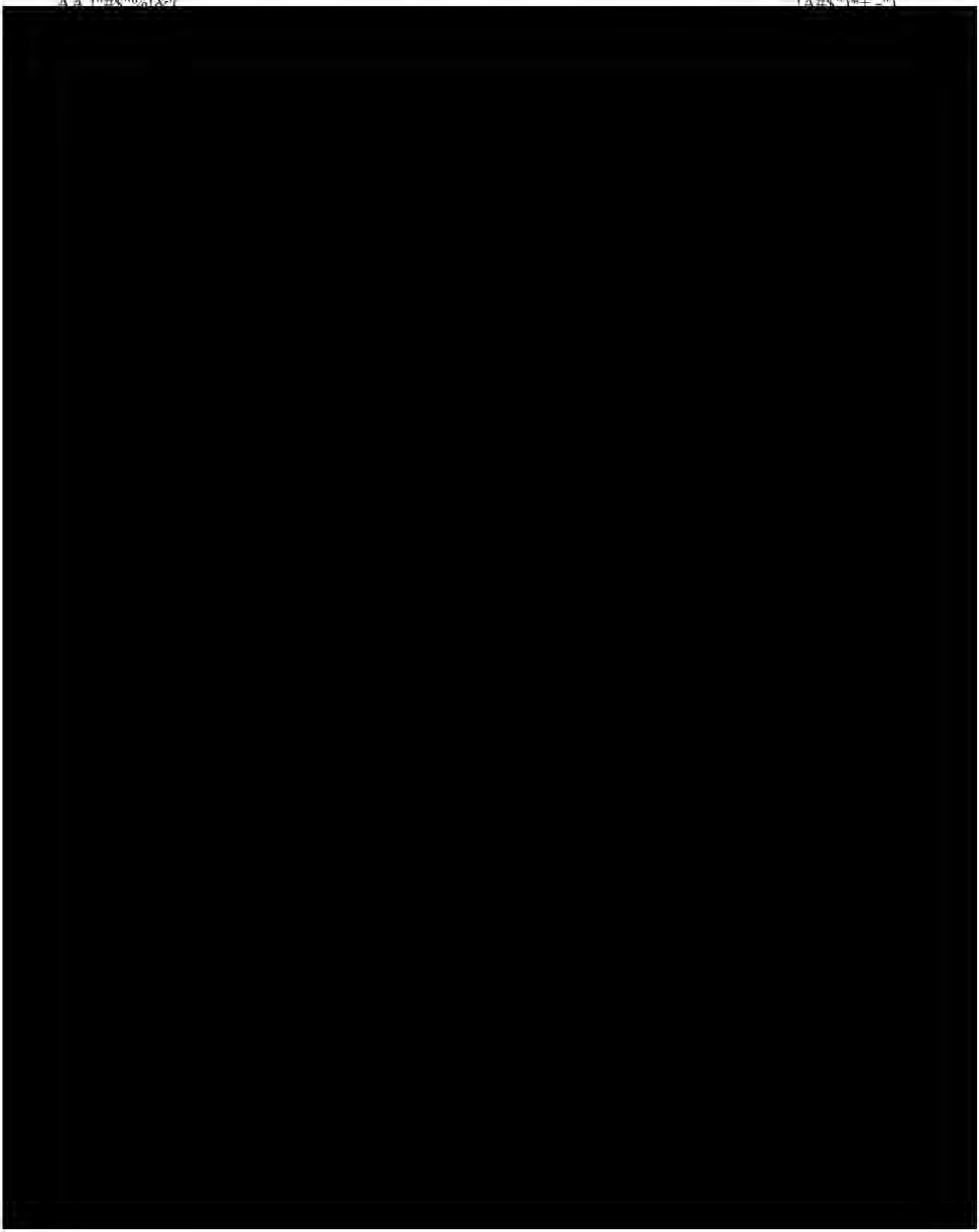
[redacted]

Answer Choices	Responses
Yes	[redacted]
No	
Total	

#	Comment	Date
[redacted]		

[redacted]





[redacted]

[redacted]

Q15 How recent was your last philanthropic contribution to a nonprofit organization?



Answer Choices	Responses
Under one year ago	
1 2 years	
3 5 years	
Over 5 years ago	
Total	

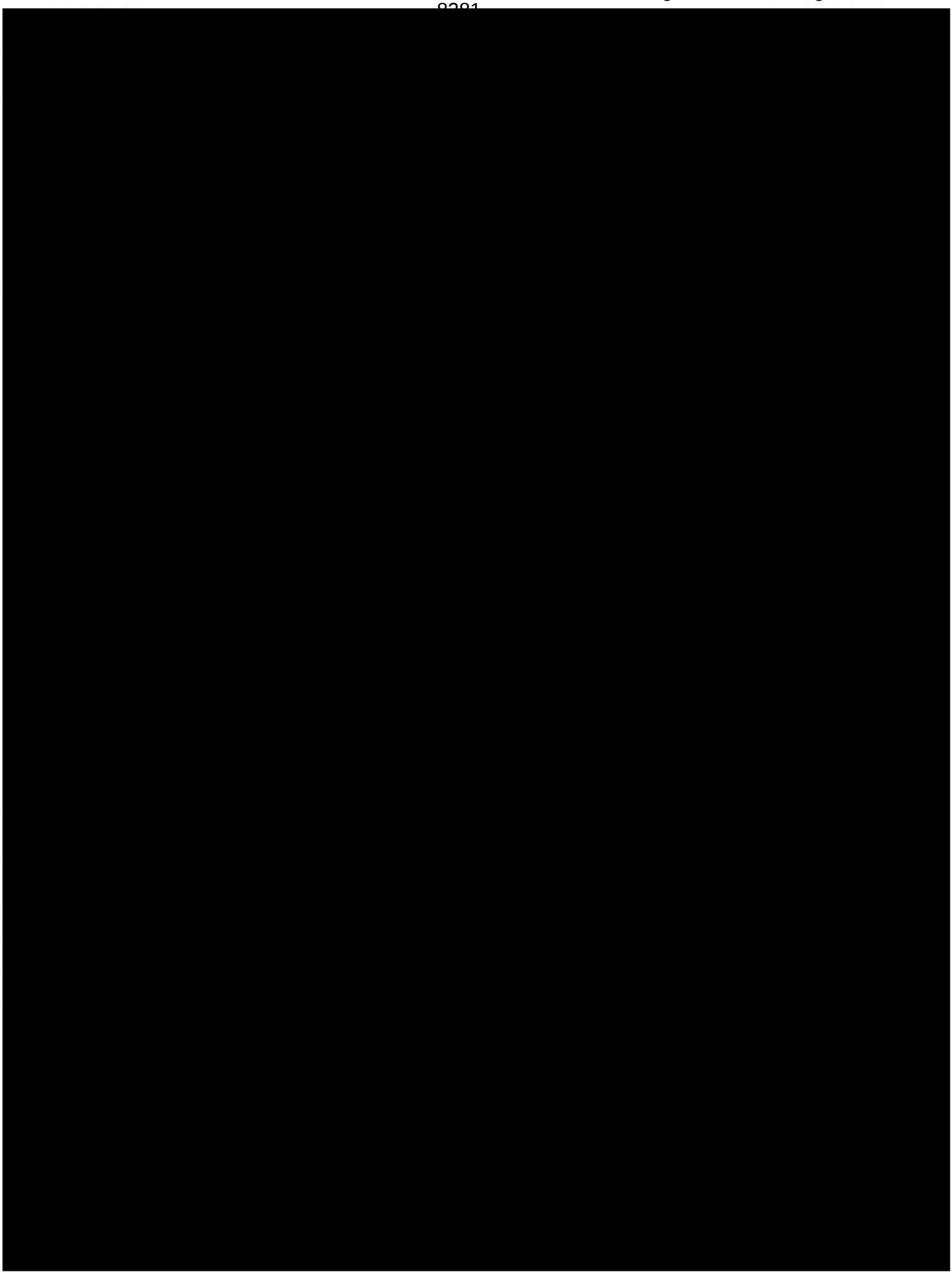
Q16 To which type of organization did you contribute? (please check all that apply)

[redacted]

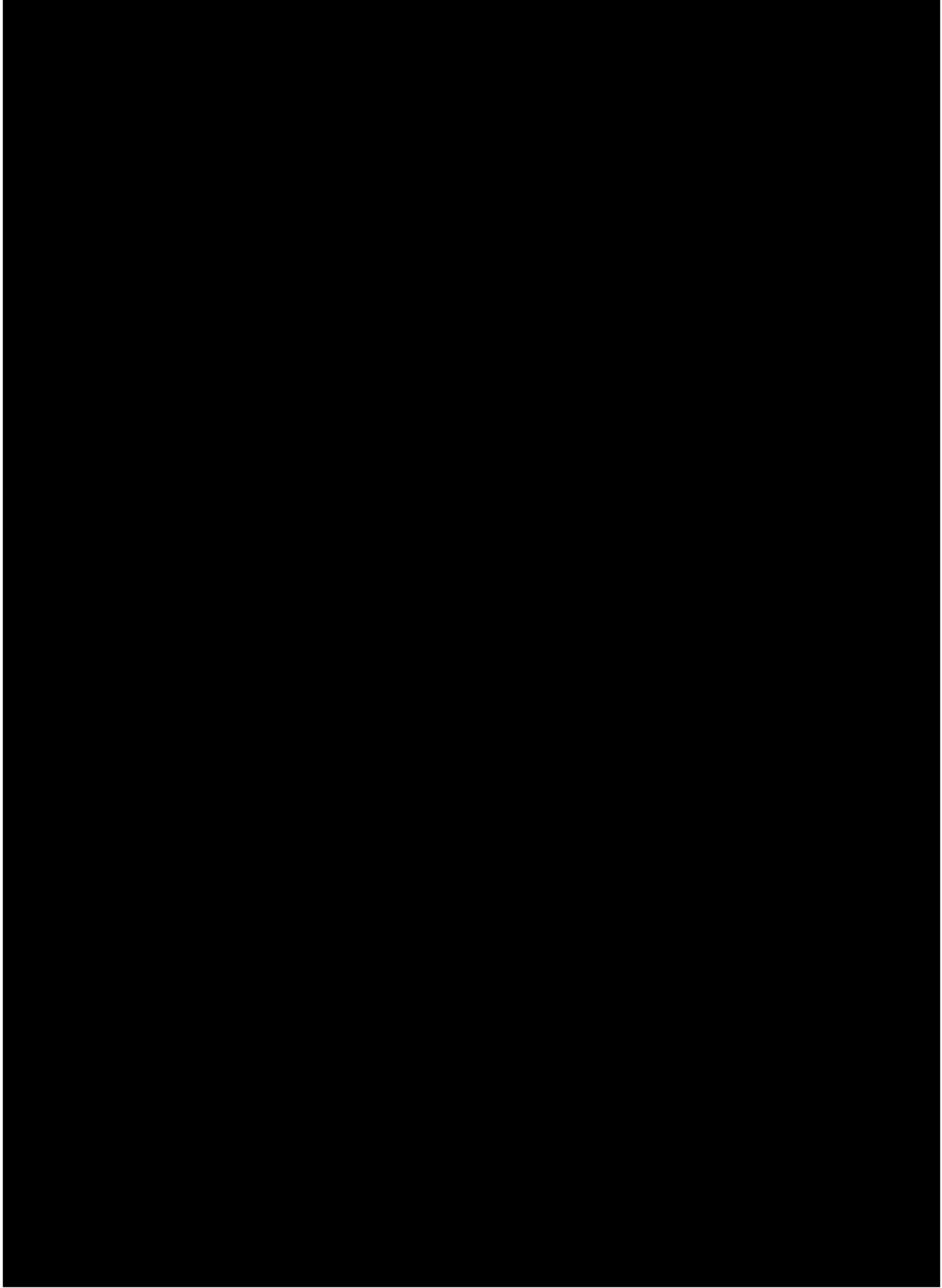
Answer Choices	Responses
Social service agency	[redacted]
Academic for myself	
Academic for my children or grandchildren	
Healthcare	
Environment	
Social justice	
Humanitarian	
Arts	
Other (please specify)	
Total Respondents: [redacted]	

#	Other (please specify)	Date

[redacted]



[redacted]



ĀÄ !"#$"%!&'(!Ä#$")*+,-")

Q17 Was your most recent contribution

[redacted]

Answer Choices	Responses
Under $100	[redacted]
Between $101 and $500	
Between $501 and $1000	
Over $1000	
Total Respondents: [redacted]	

#	Other (please specify)	Date
[redacted]		

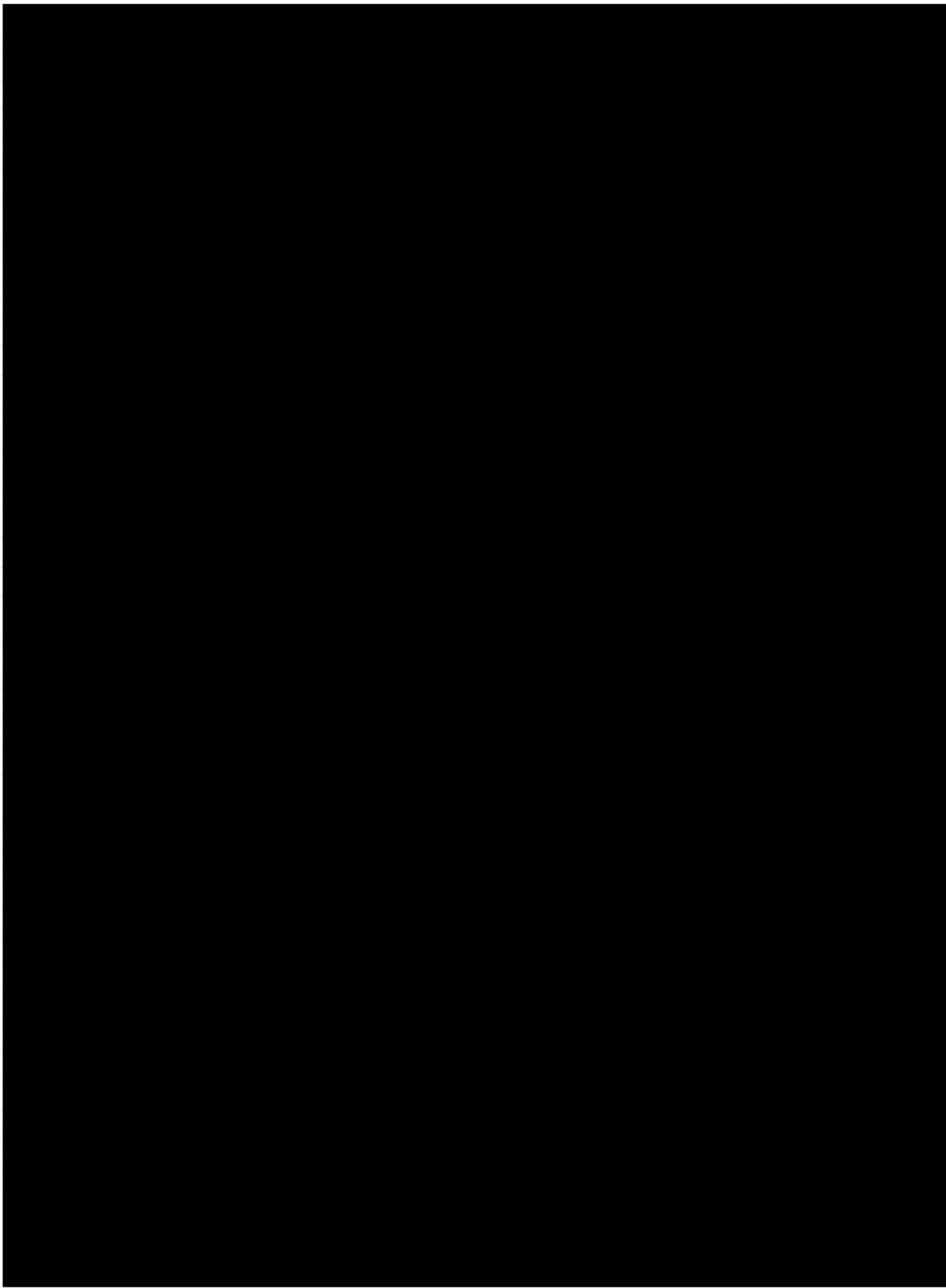
[redacted]

Q18 What compels you to give to an organization?



Answer Choices	Responses
Affiliation with the organizations focus mission (personally affected)	[redacted]
Membership in the organization	
Friends involved with the organization	
Personal commitment to the cause	
Tax related purposes	
Total Respondents: [redacted]	

#	Other (please specify)	Date
[redacted]		



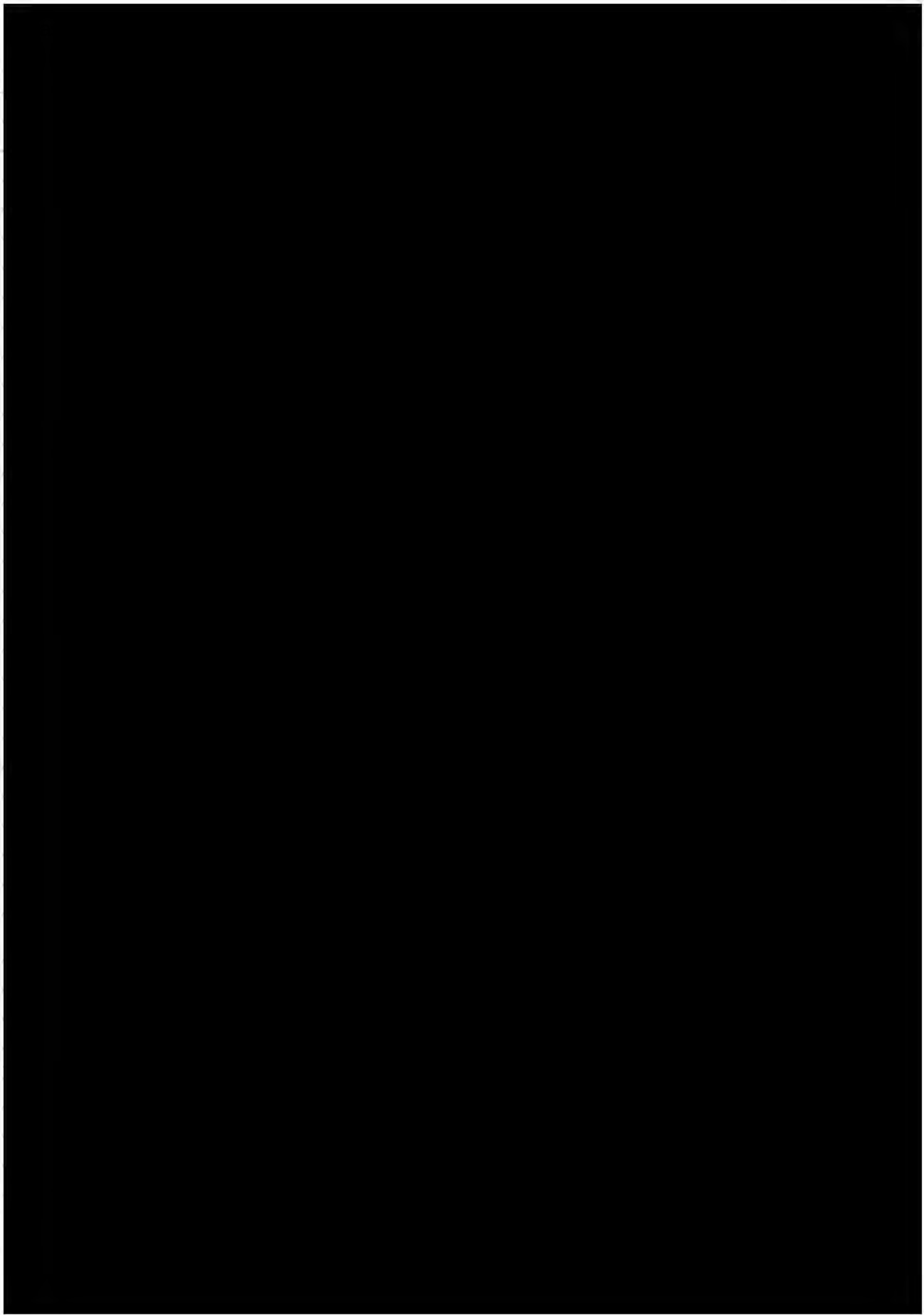
ĀÄ !"#$"%!&'(!Ä#$")*+,-")

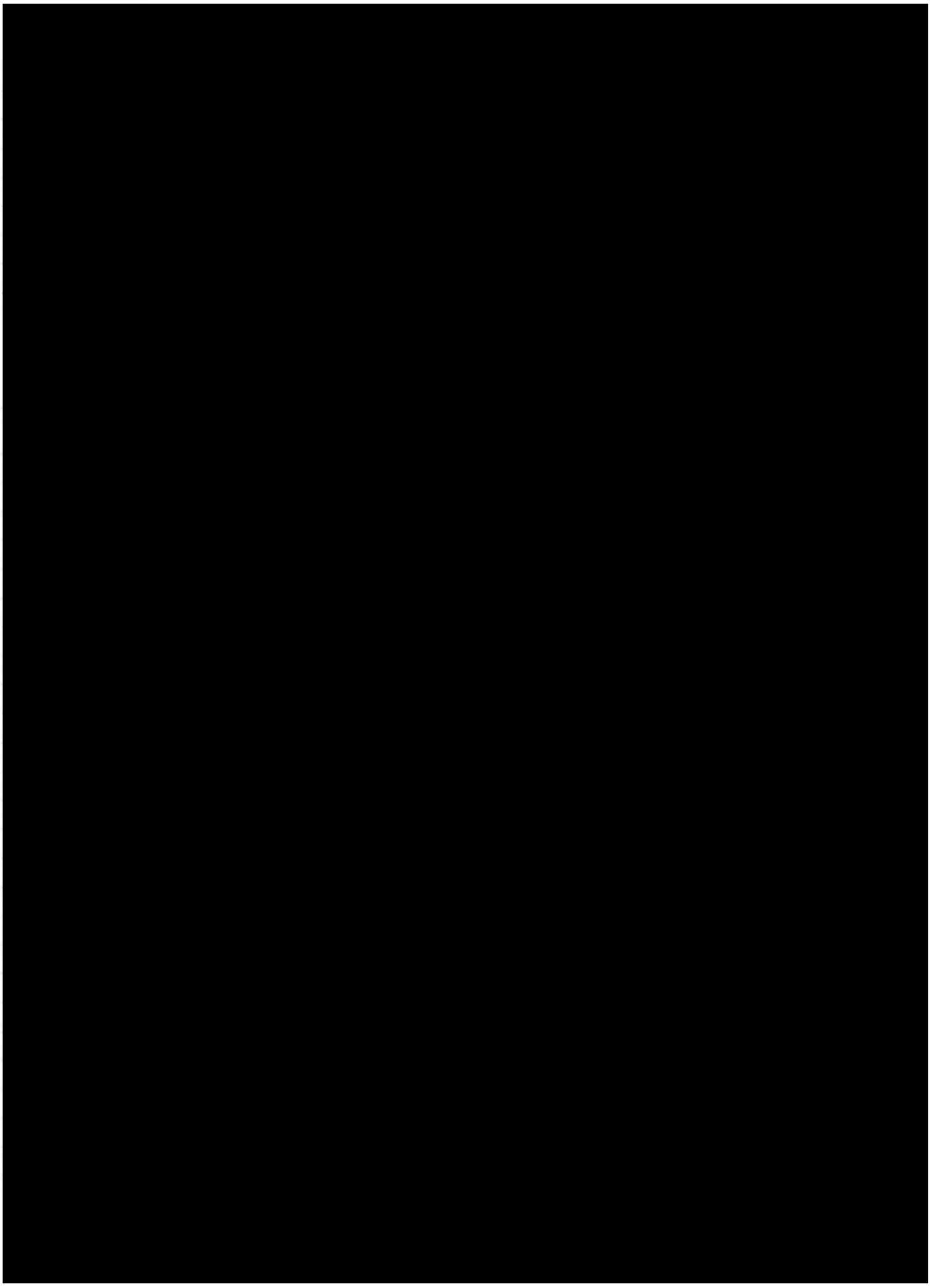
Q19 Is there any reason you would think OutServe-SLDN could not be successful in philanthropy for its organization?

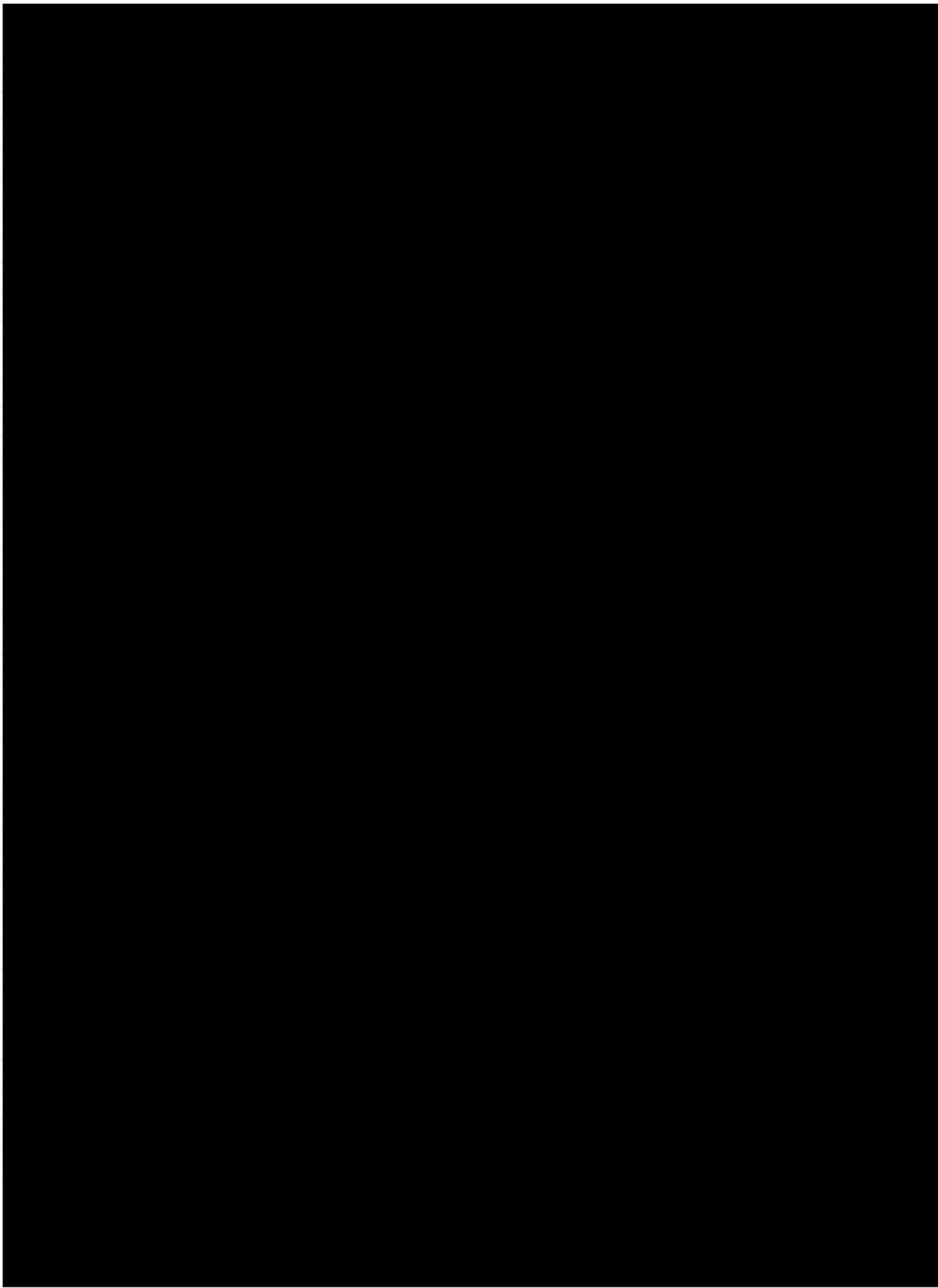
[redacted]

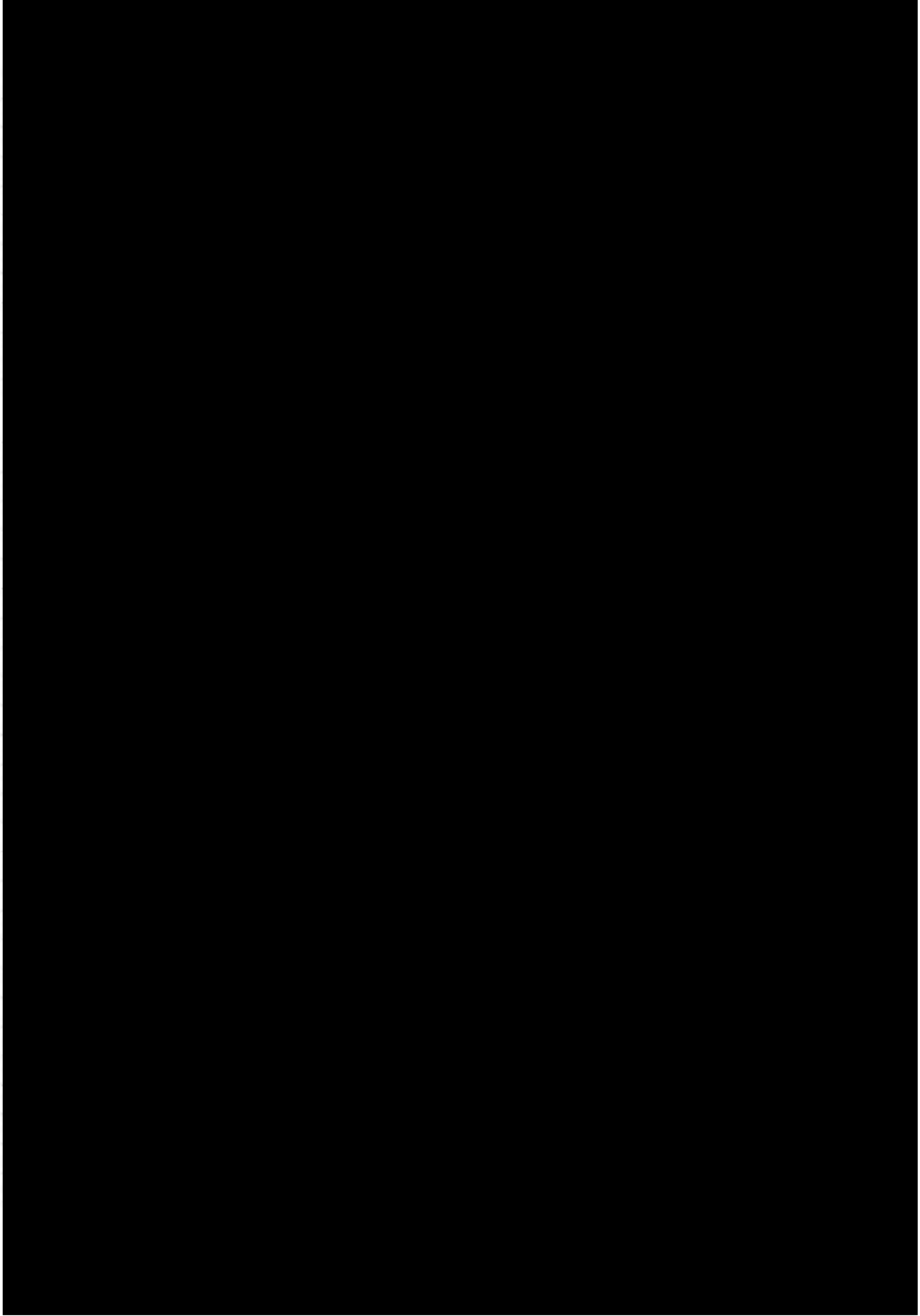
#	Responses	Date
[redacted]		

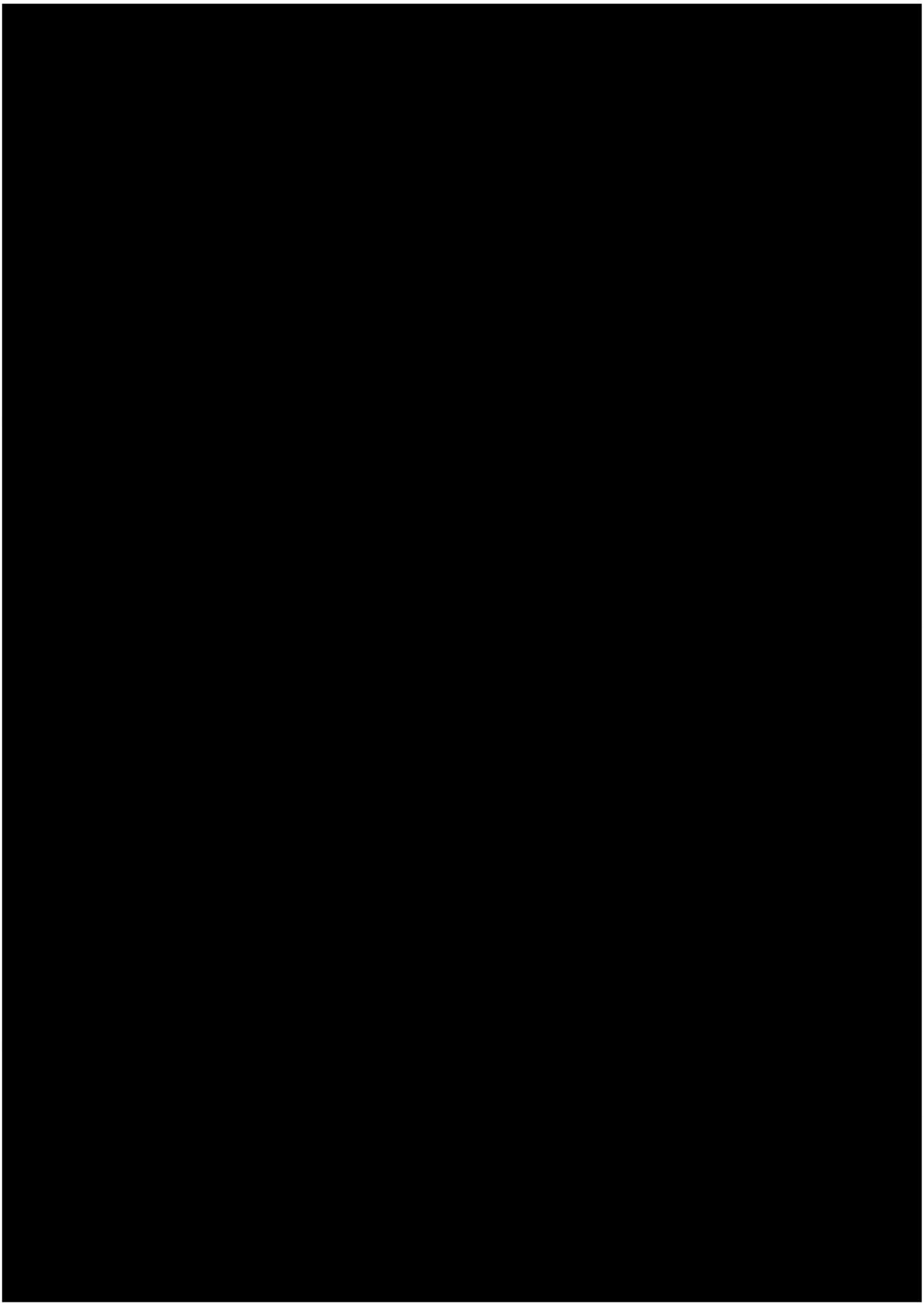
[redacted]

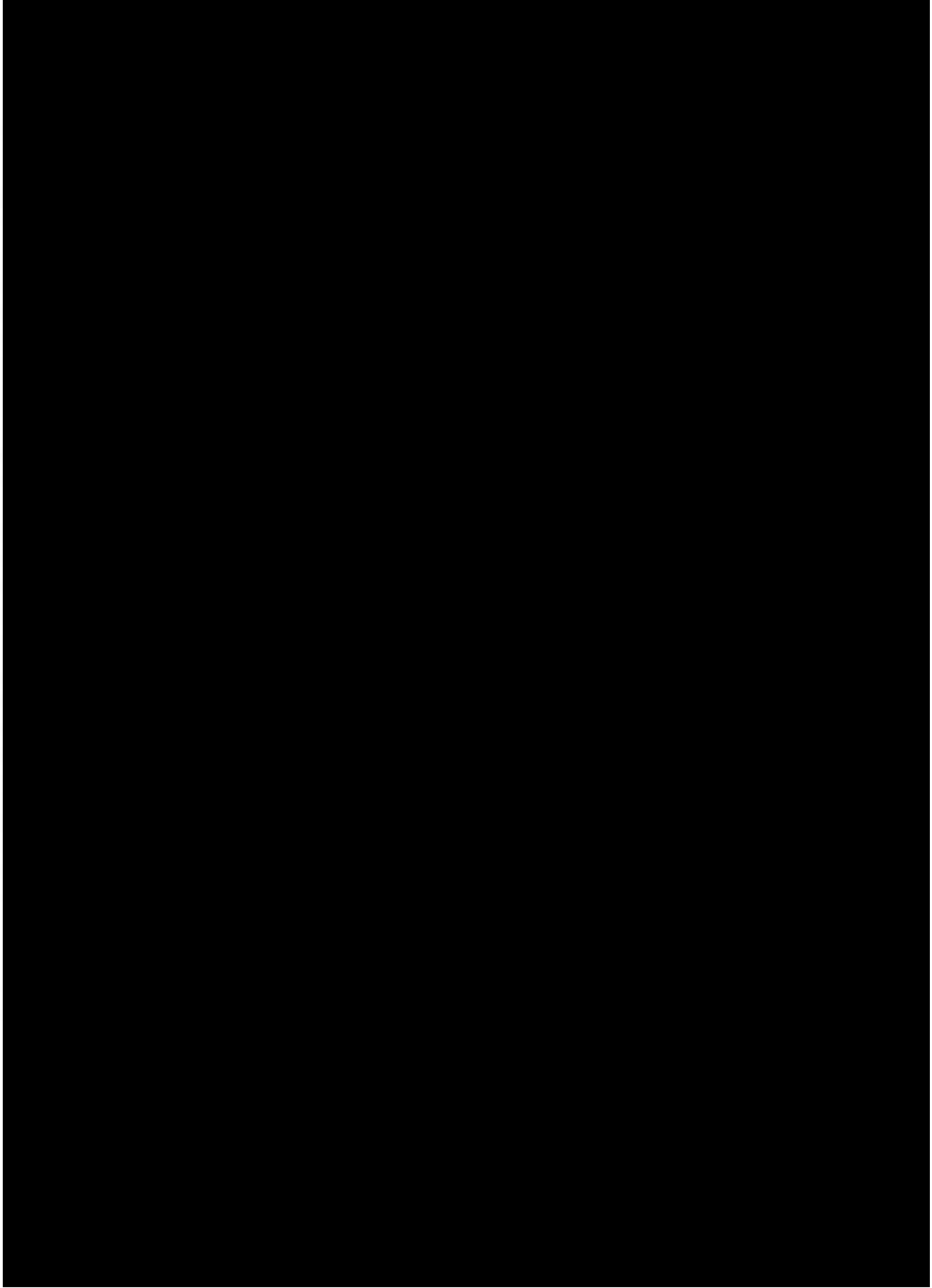


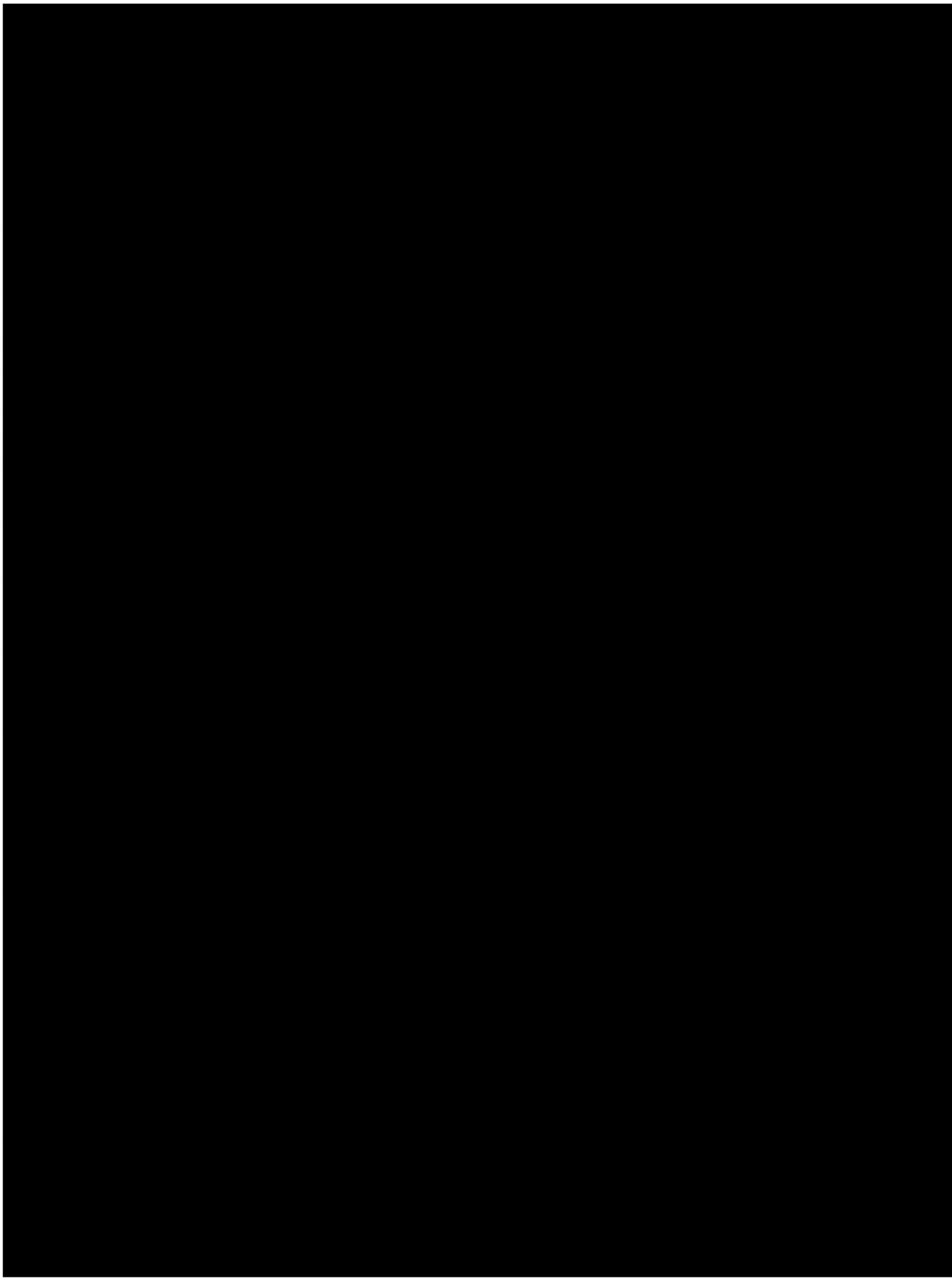


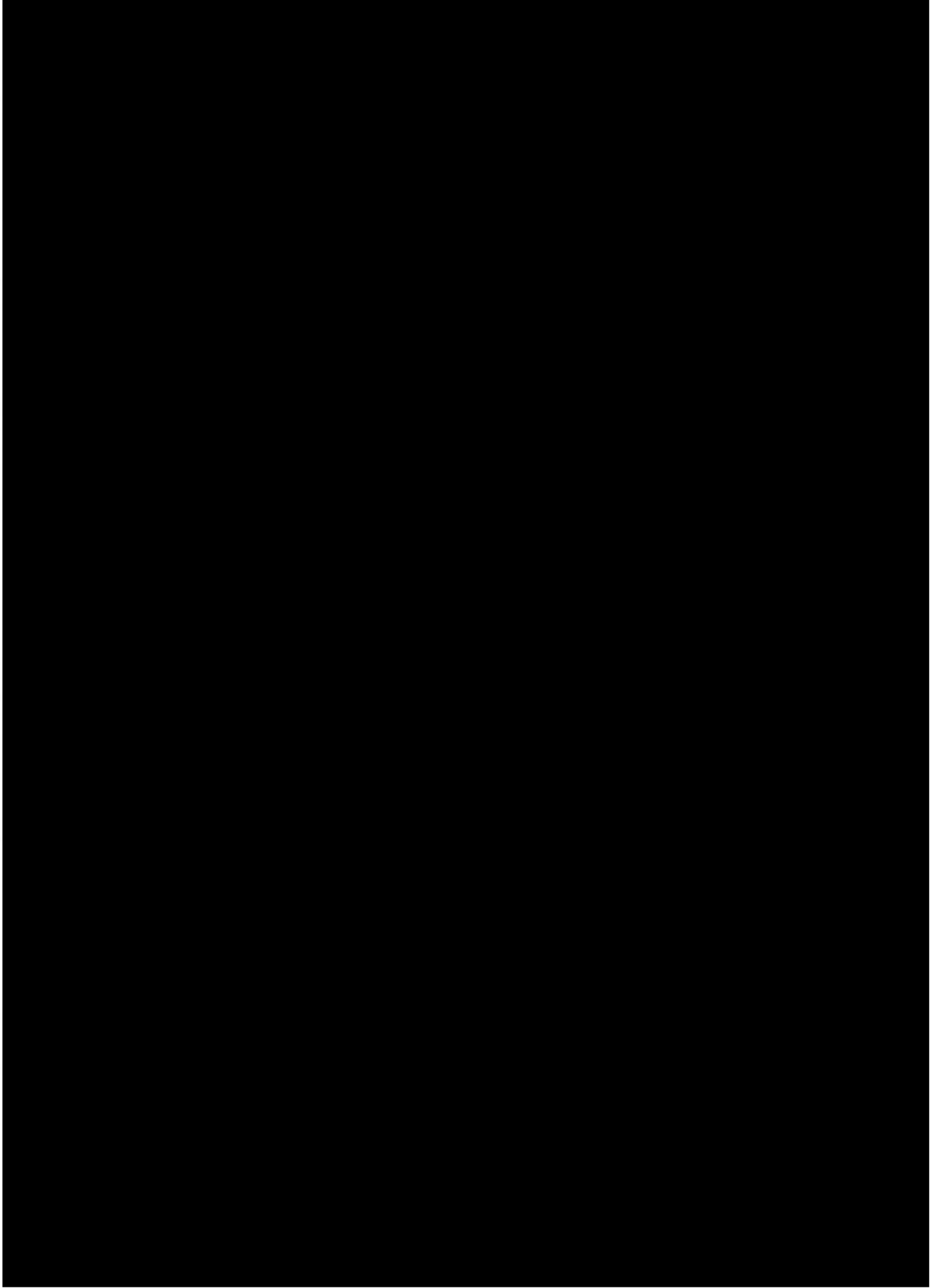


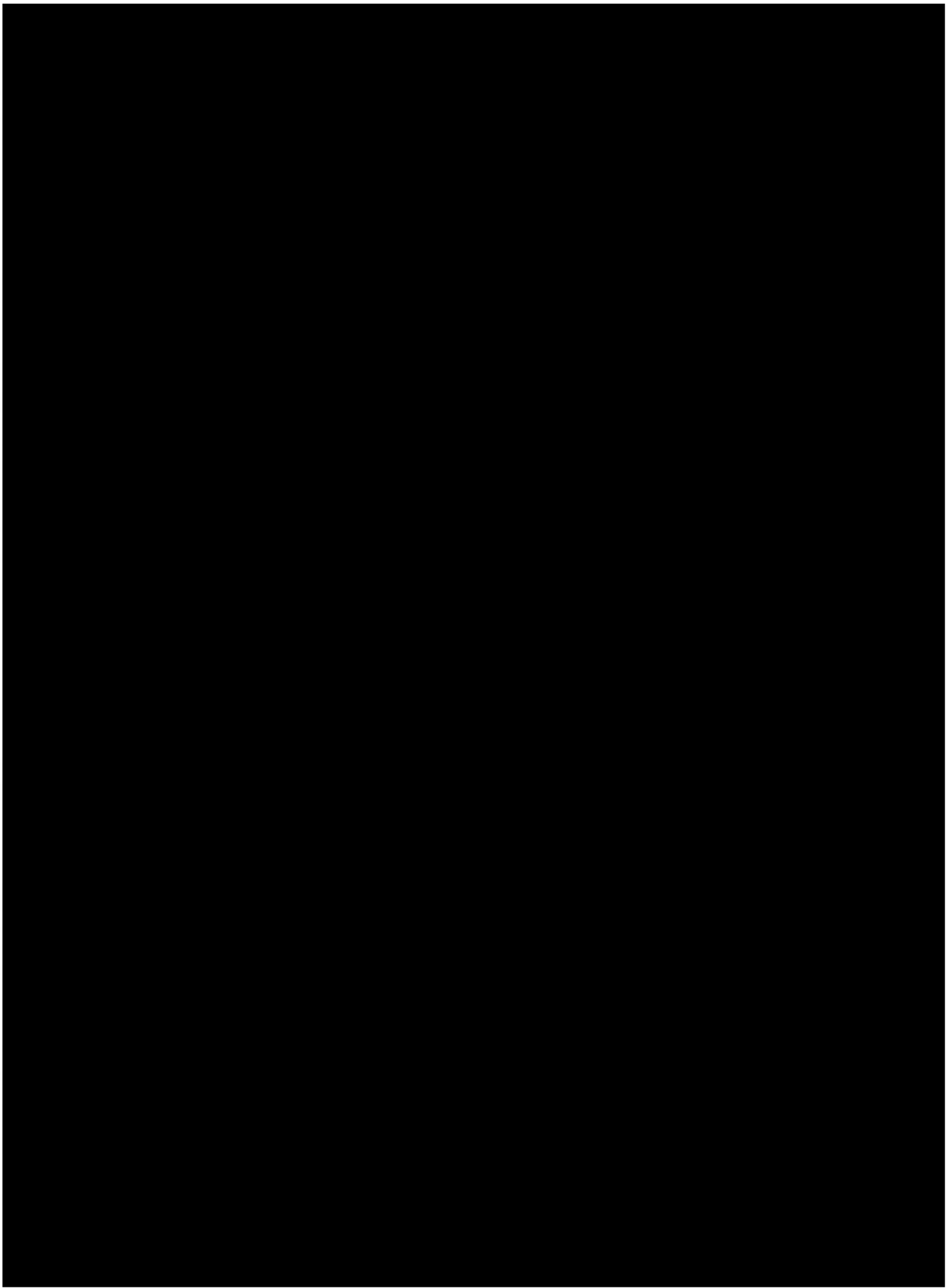


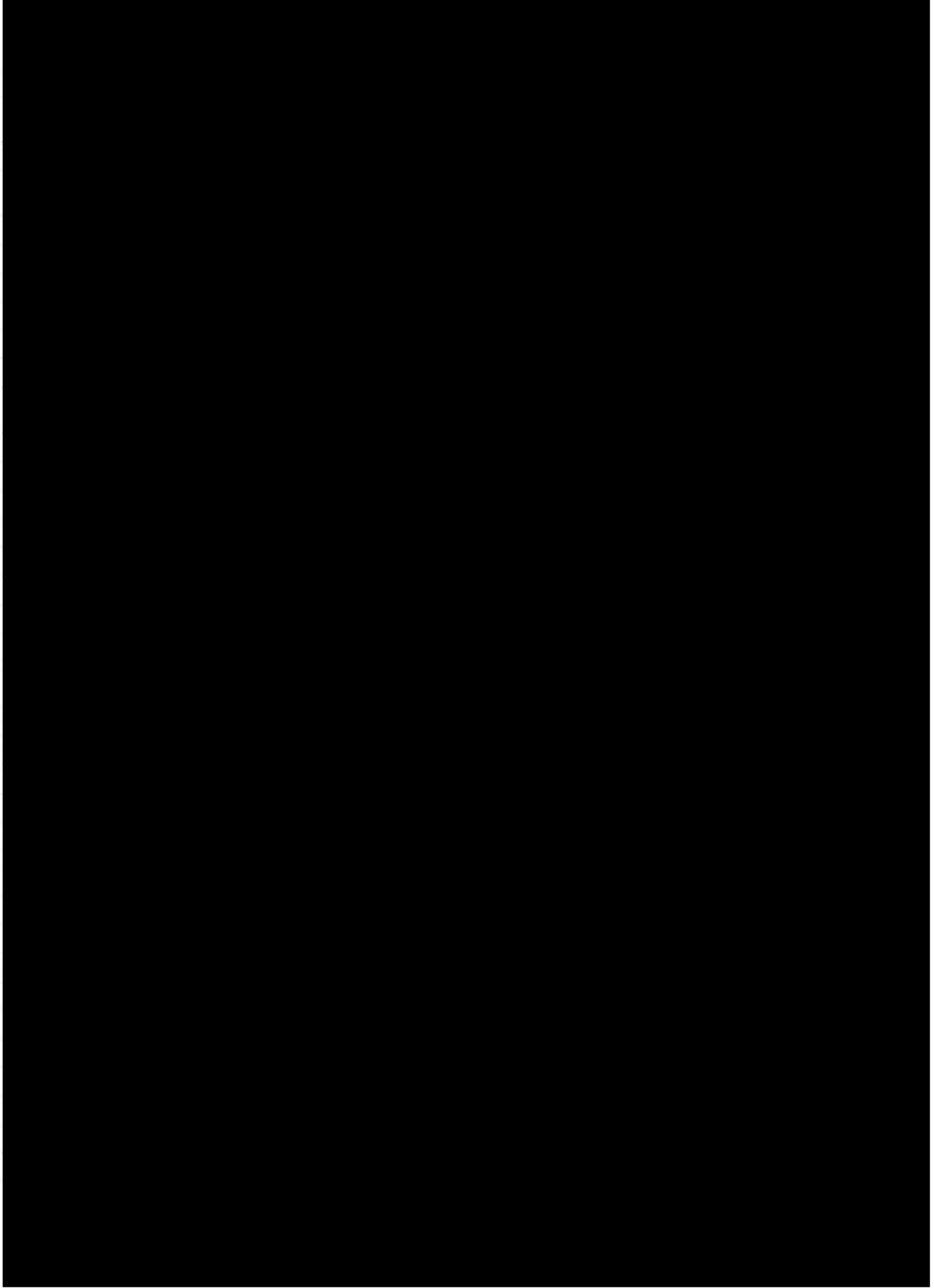


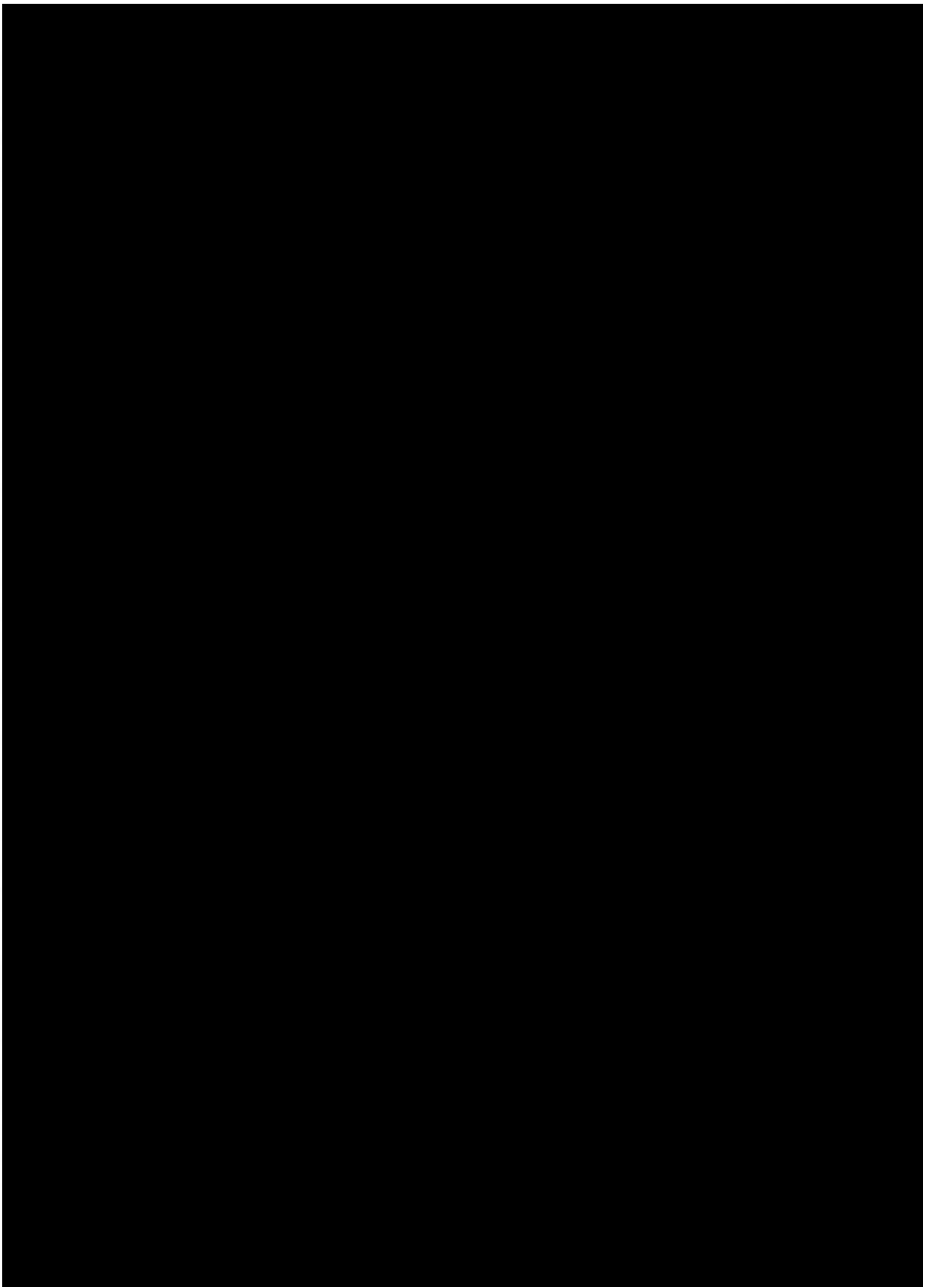


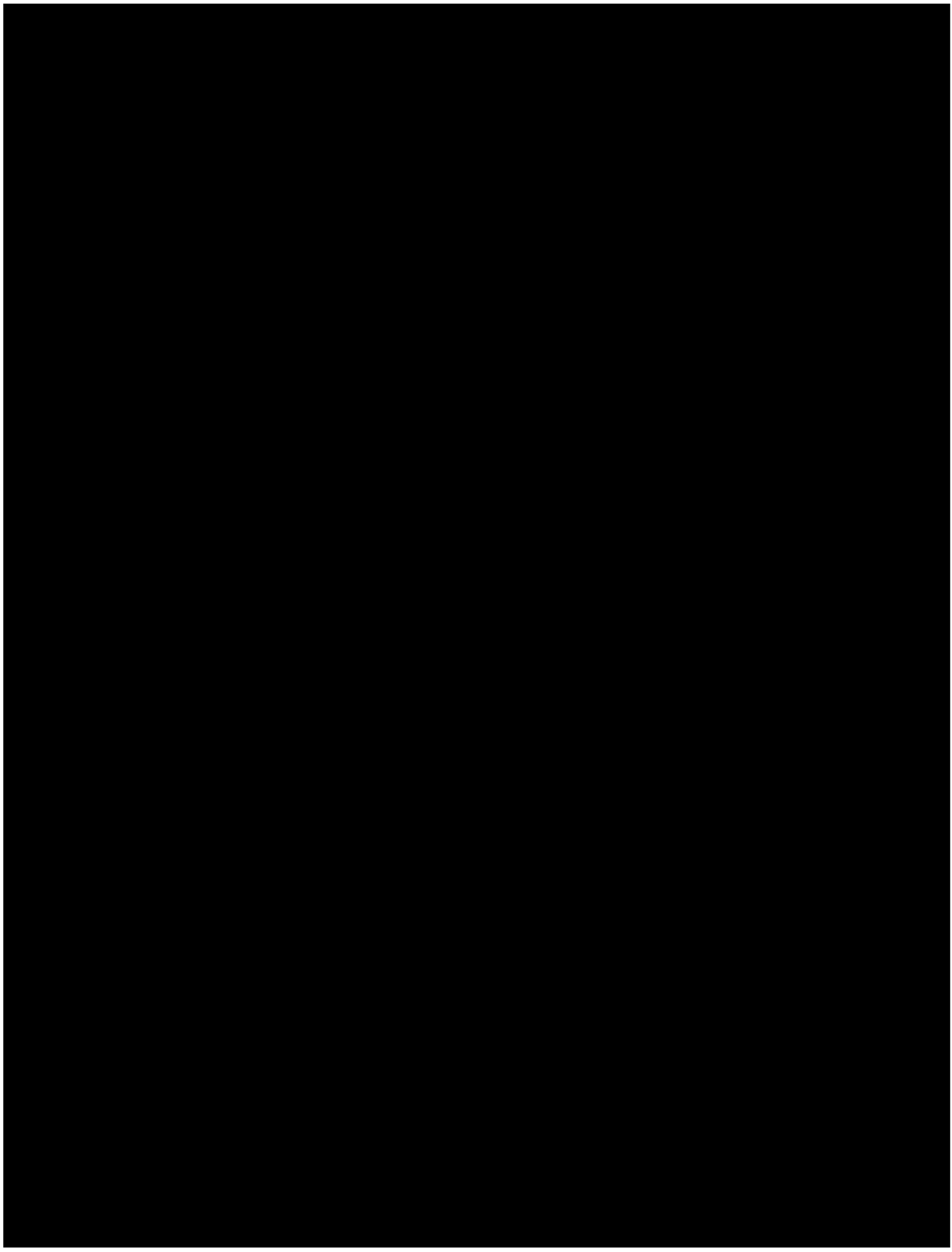










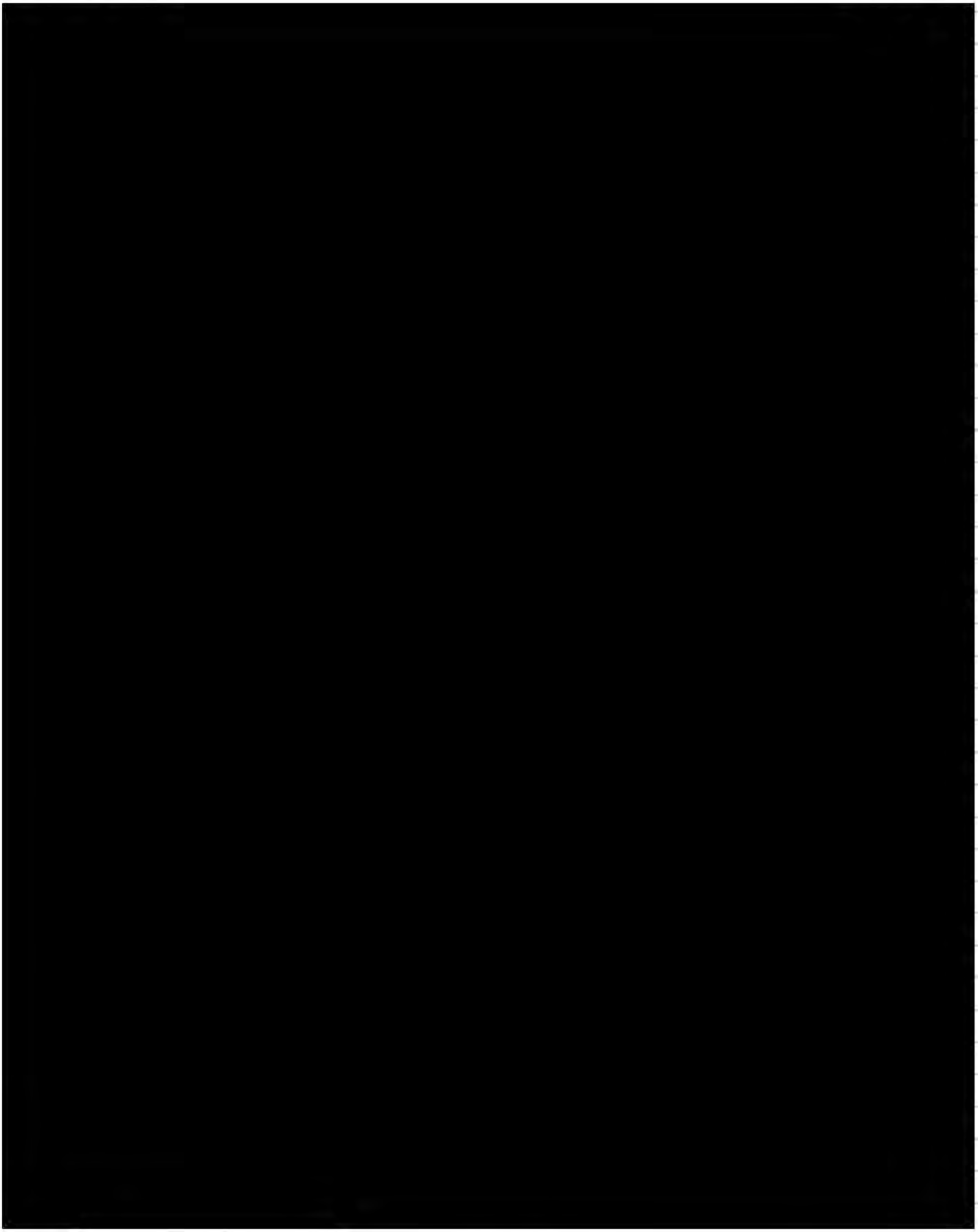


Q20 Are you familiar with any other organization's philanthropy effort that might compete with OutServe-SLDN for donors?

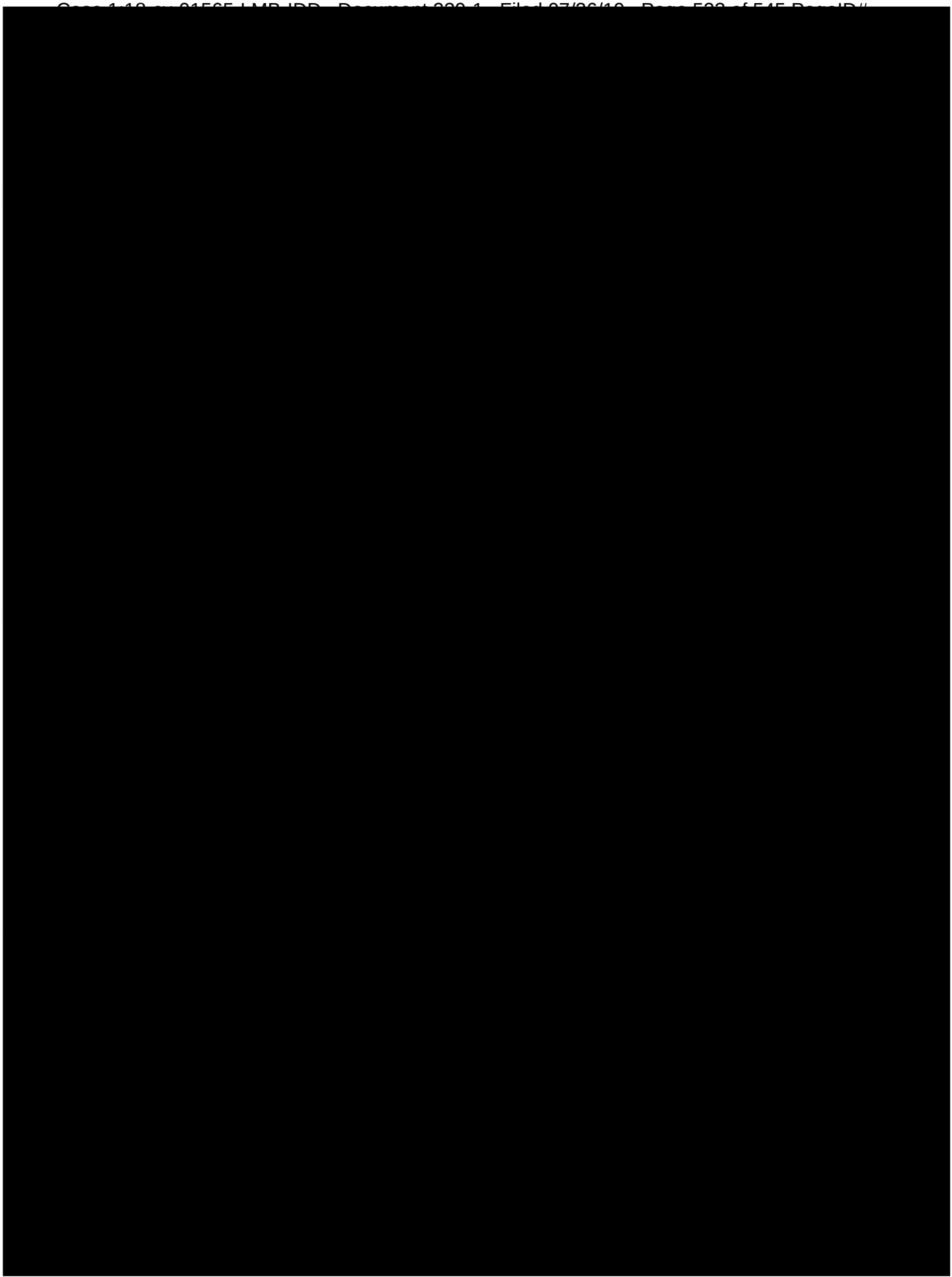
[redacted]

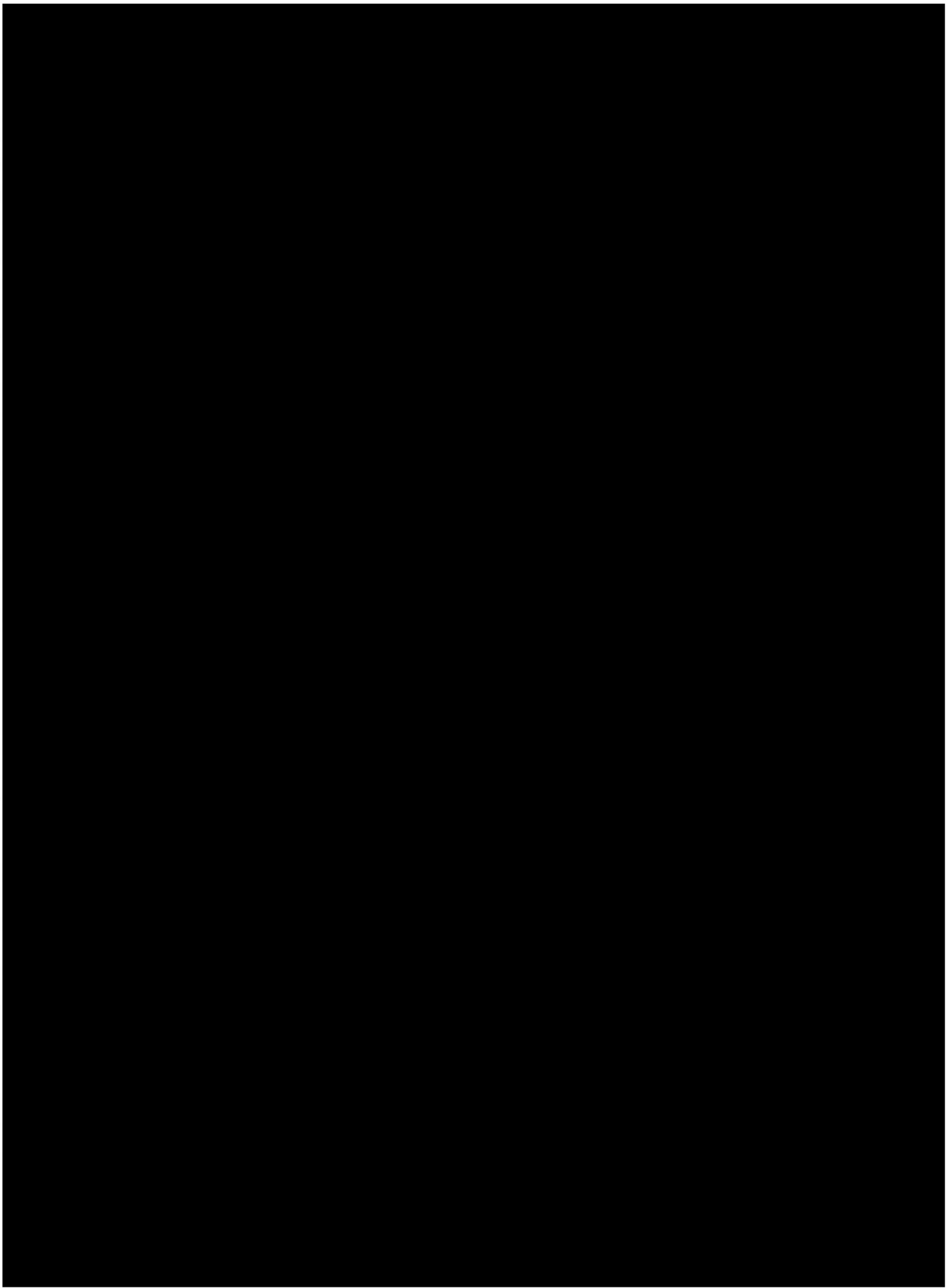
Answer Choices	Responses
Yes	[redacted]
No	
Total	

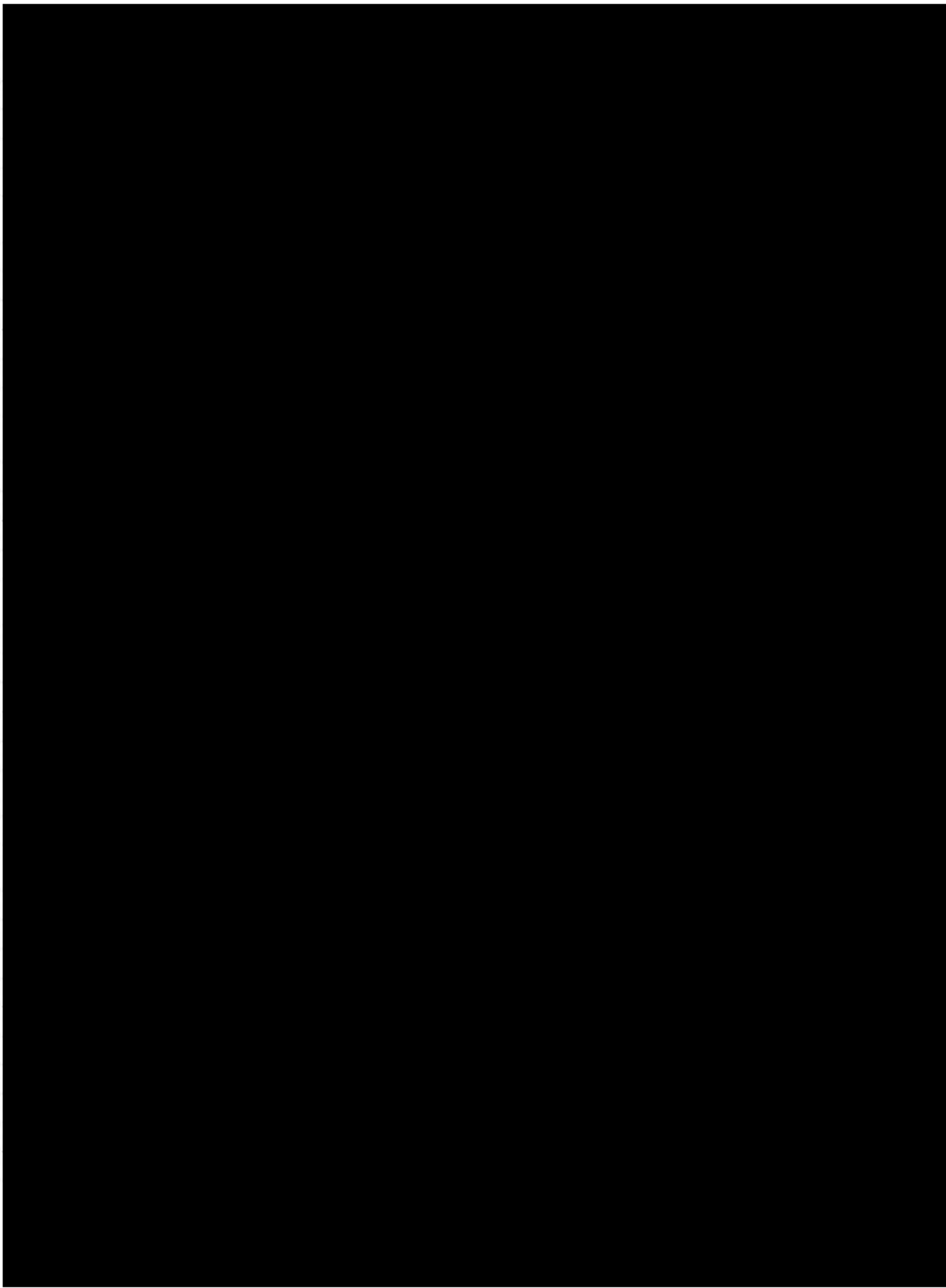
#	Other (please specify)	Date
[redacted]		









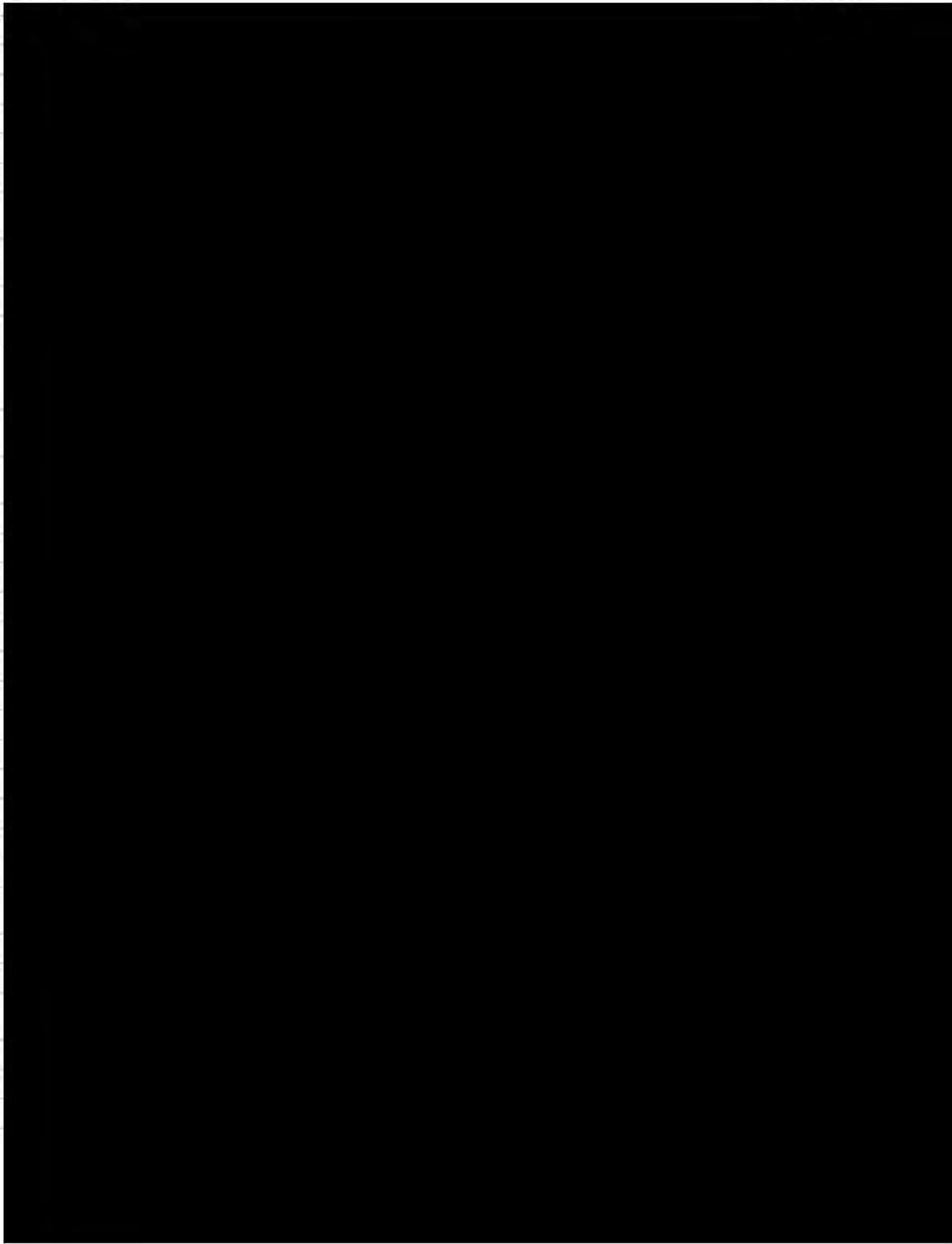


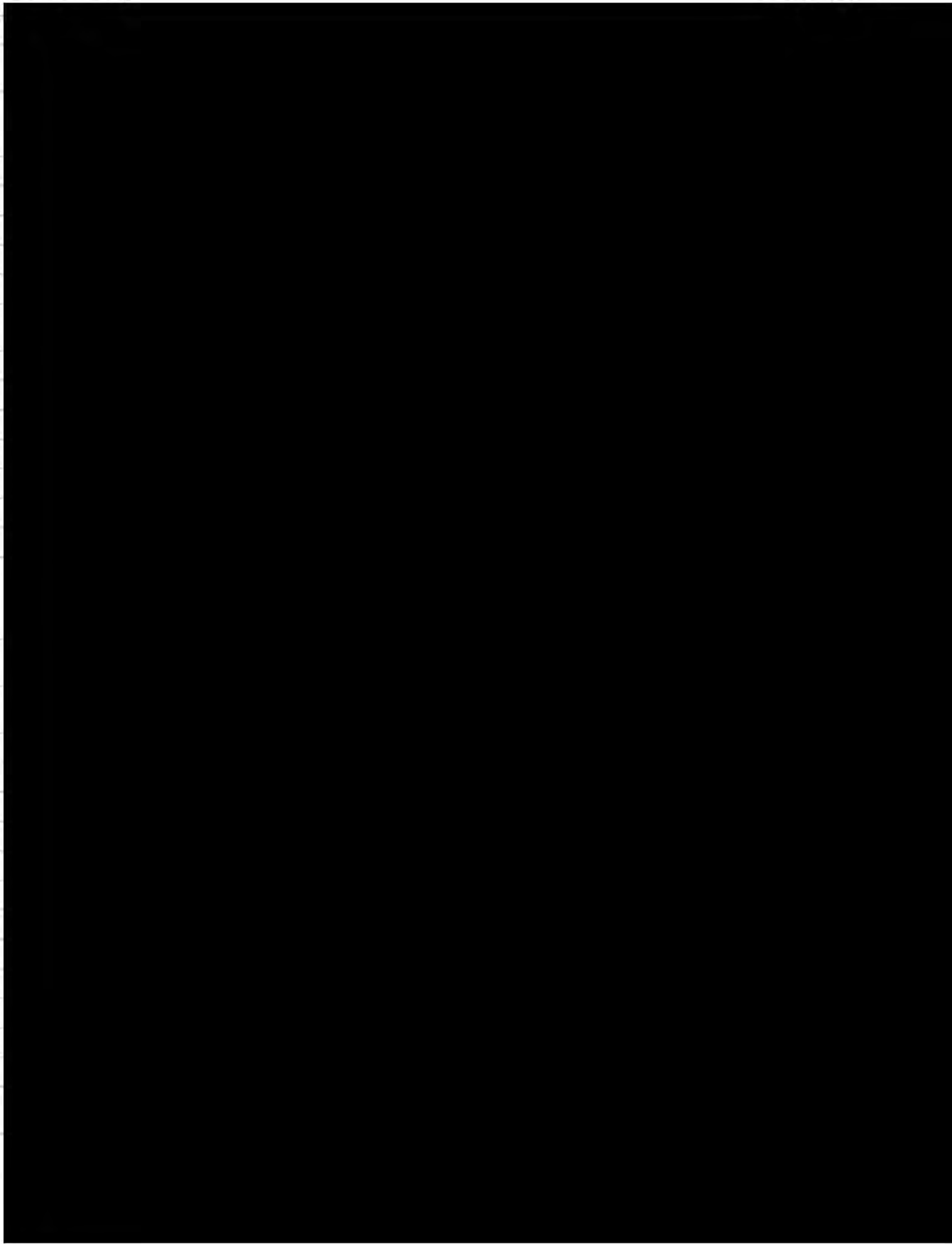
Q21 Would you personally consider volunteering to help OutServe-SLDN in their philanthropy effort?

[redacted]

Answer Choices	Responses
Yes	[redacted]
No	
Total	

#	Other (please specify)	Date
[redacted]		

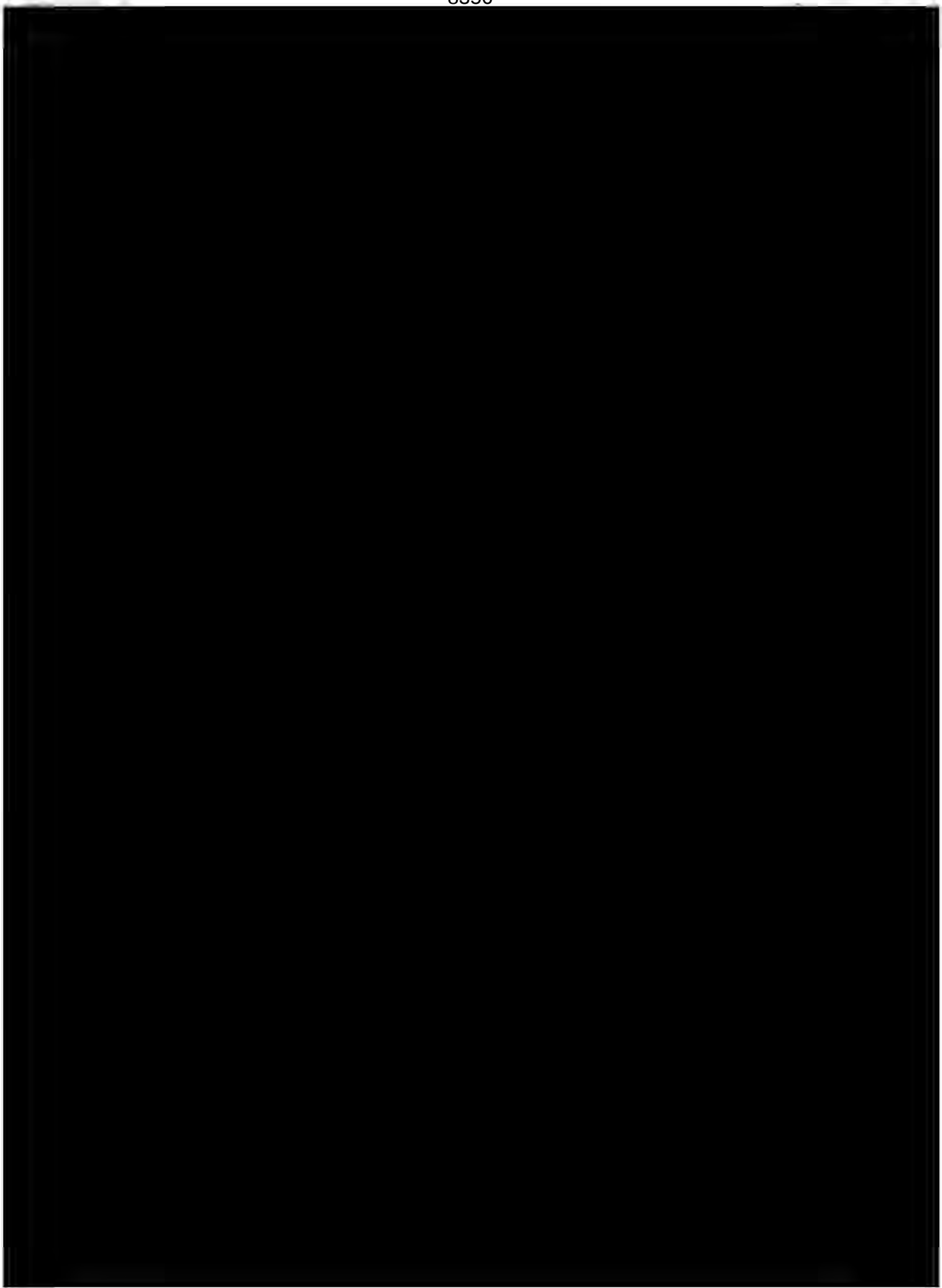




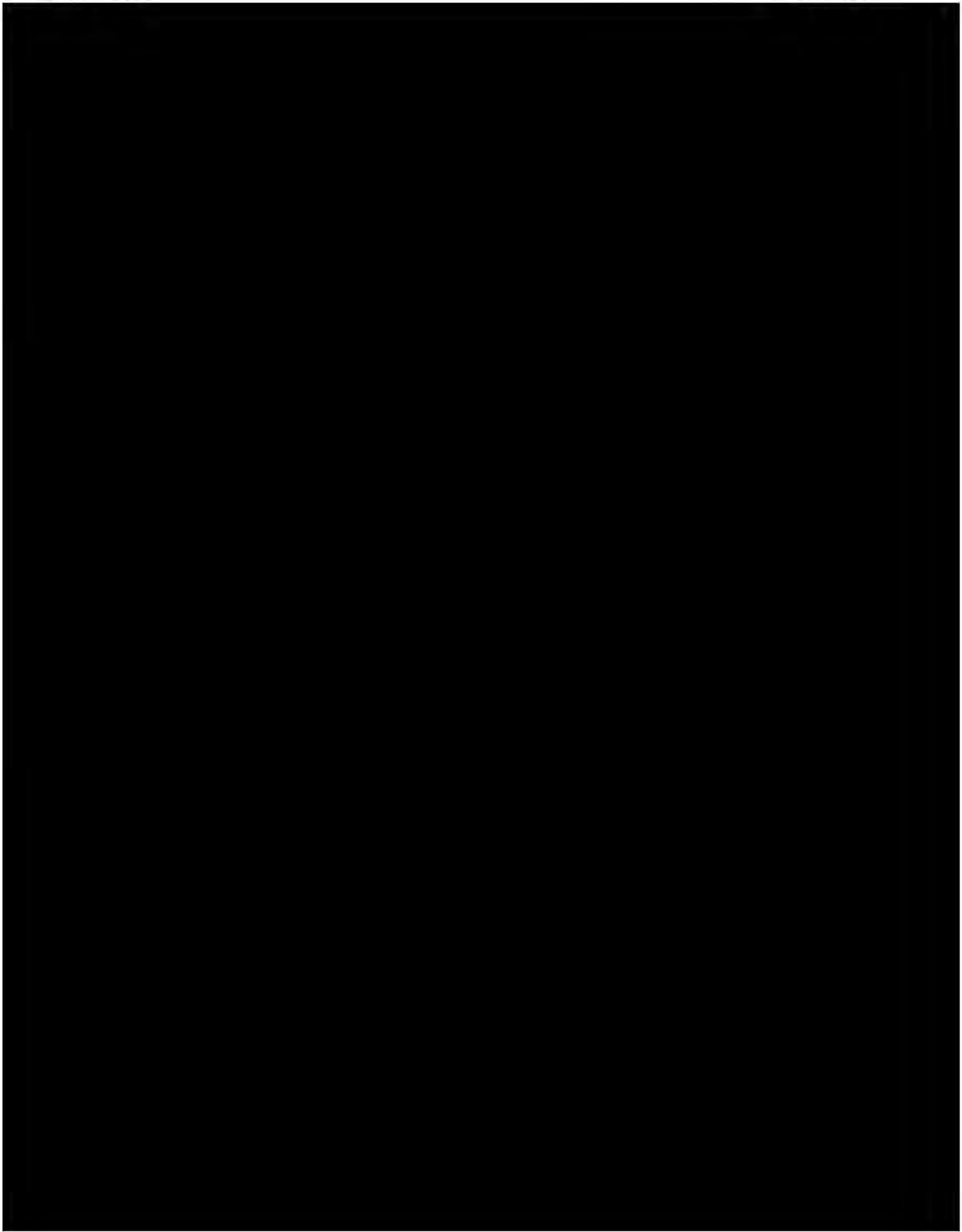
[redacted]

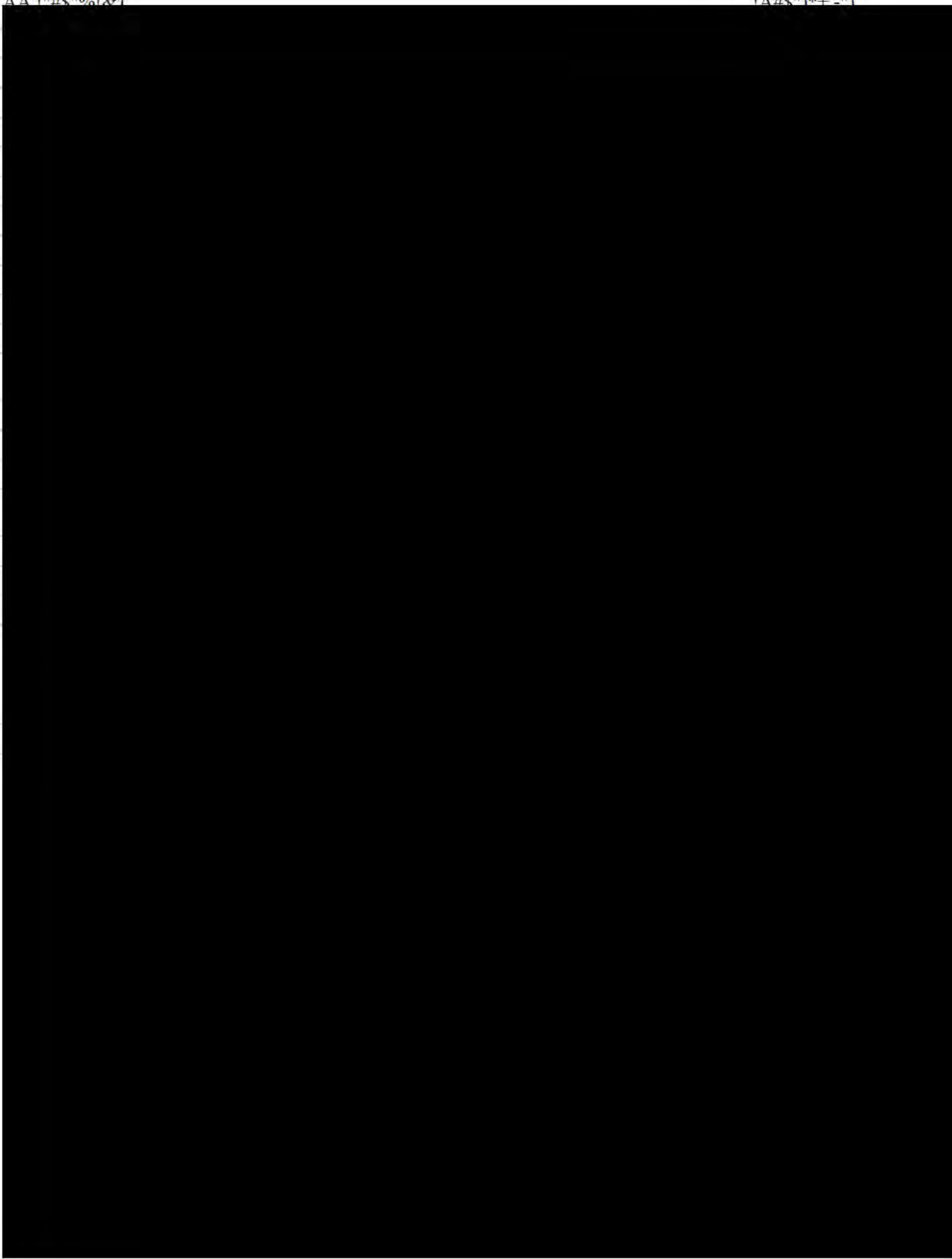
[redacted]

[redacted]



[redacted]





ĀÀ !"#$"%!&'(!Ä#$")*+,-")

Q22 My Contact Info:

[redacted]

Answer Choices	Responses	
Name	95.06%	597
Company	27.07%	170
Address	82.96%	521
Address 2	12.74%	80
City/Town	85.51%	537
State	88.85%	558
Z P	85.51%	537
Country	77.55%	487
Email Address	95.22%	598
Phone Number	59.08%	371

#	Name:	Date
[redacted]		

CONFIDENTIAL OutServe-001913

EXHIBIT KK

OutServe-SLDN 2019 Survey Questions

Modern Military Association of America

2019 MMAA Annual Survey

SURVEY DISCLOSURE

The purpose of this study is to provide a needs assessment and acquire a baseline knowledge for research and analysis purposes. This is a research project being conducted by the Modern Military Association of America. You are invited to participate in this research project because you identify as a person who is associated with the U.S. military. Your participation in this research study is voluntary. You may choose not to participate. If you decide to participate in this research survey, you may withdraw at any time. If you decide not to participate in this study or if you withdraw from participating at any time, you will not be penalized.

The procedure involves filling an online survey that will take approximately 45 minutes. Your responses will be confidential and we do not collect identifying information such as your name, email address or IP address. [redacted]

We will do our best to keep your information confidential. All data is stored in a password protected electronic format. To help protect your confidentiality, the surveys will not contain information that will personally identify you. The results of this study will be used for baseline knowledge and scholarly purposes only and may be shared with other academic colleagues for further analysis. This study is currently not IRB approved but may go through IRB approval for Human Subjects at a later time.

If you have any questions about the research study, please contact Jennifer Dane at jennifer@modernmilitary.org.

* 1. ELECTRONIC CONSENT: Please select your choice below.

Clicking on the "agree" button below indicates that:

- **you have read the above information**
- **you voluntarily agree to participate**
- **you are at least 18 years of age**

If you do not wish to participate in the research study, please decline participation by clicking on the "disagree" button.

- Agree
- D sagree

[redacted]

Modern Military Association of America

2019 MMAA Annual Survey

SECTION 1. DEMOGRAPHIC QUESTIONS

* 1. What is your current or most recent service branch affiliation?

- A r Force
- Army
- Coast Guard
- Mar ne Corps
- Navy
- Comm ss oned Corps
- Other (p ease spec fy)

* 2. What is your most recent pay grade?

- E-1 to E-4
- E-5 to E-6
- E-7 to E-9
- W-1 to W-2
- W-3 to W-5
- O-1 to O-3
- O-4 to O-6
- O-7 to O-9
- EO-1 to EO-3
- EO-4 to EO-6
- EO-7 to EO-9
- C v an Grade (GS, ES, etc.)
- Does not app y
- Prefer not to answer

[redacted]

* 3. Do you currently reside in the continental United States (CONUS)?

- Yes
- No

* 4. Which best applies to age group?

- Generat on Z (1995-2010)
- M enn a (1981-1994)
- Generat on X (1965-1980)
- Baby Boomer (1946-1964)
- S ent Generat on (1925-1945)

* 5. Please select the term that best describes your gender:

- Ma e/Man
- Fema e/Woman
- Non-B nary
- Agender
- Prefer not to answer
- Other (p ease spec fy)

* 6. Which term best describes your sexual orientation?

- Lesb an
- Gay
- B sexua
- Pansexua
- Queer
- Asexua
- Stra ght
- Prefer not to answer
- Other (p ease spec fy)

[redacted]

* 7. Do you identify with a sex/gender other than the one they were assigned at birth?

- Yes
- No

* 8. Which race/ethnicity term(s) best describes you?

- Amer can Ind an or A aska Nat ve
- As an
- B ack or Afr can Amer can
- span c or Lat no
- Nat ve awa an or other Pac f c Is ander
- Wh te
- Prefer not to answer

* 9. Please select the term that best describes you:

- U.S.-born c t zen
- Natura zed c t zen
- Permanent res dent
- Temporary V sa
- Undocumented
- Prefer not to answer

[redacted]

* 10. Which term(s) best describes your religious beliefs and/or religious practices?

- Agnost c
- Athe st
- Buddh sm
- Chr st an ty
- ndu sm
- Is am
- Juda sm
- Pagan/Earth Re g on
- Prefer not to answer
- Other (p ease spec fy)

* 11. What is your occupation?

* 12. What is the highest level of education you has completed?

- D d not comp ete h gh schoo
- gh Schoo D p oma or GED
- Some Co ege
- Trade Schoo
- Assoc ate s Degree
- Bache or s Degree
- Master s Degree
- Jur s Doctorate
- Doctora or Profess ona Degree
- Prefer not to answer

* 13. Do you have dependents under the age of 18?

- Yes
- No

[redacted]

Modern Military Association of America

2019 MMAA Annual Survey

SECTION 1 FOLLOW UP: DEPENDENTS

* 1. Do any of your dependents under the age of 18 identify as a member of the LGBTQ+ community?

- Yes
- No

* 2. Do you have dependents enrolled in the Exceptional Family Member Program (EFMP) program?

- Yes
- No

* 3. What, if any, what assist could MMAA provide to/for your child(ren)?

Modern Military Association of America

2019 MMAA Annual Survey

SECTION 1: DEMOGRAPHIC QUESTIONS (CONT..)

* 1. What is your relationship status?

- S ng e
- Partnered (Not n a ega un on)
- Marr ed
- Surv v ng Spouse

[redacted]

Modern Military Association of America

2019 MMAA Annual Survey

SECTION 1 FOLLOW UP: PARTNER DEMOGRAPHICS

* 1. Which best applies to YOUR PARTNER'S age?

- Generat on Z (1995-2010)
- M enn a (1981-1994)
- Generat on X (1965-1980)
- Baby Boomer (1946-1964)
- S ent Generat on (1925-1945)

* 2. Please select the term that best describes YOUR PARTNER'S gender:

- Ma e/Man
- Fema e/Woman
- Non-B nary
- Agender
- Prefer not to answer
- Other (p ease spec fy)

[redacted]

* 3. Which term best describes YOUR PARTNER'S sexual orientation?

- Lesb an
- Gay
- B sexua
- Pansexua
- Queer
- Asexua
- Stra ght
- Prefer not to answer
- Other (p ease spec fy)

* 4. Does YOUR PARTNER identify with a sex/gender other than the one they were assigned at birth?

- Yes
- No

* 5. Which race/ethnicity term(s) best describes YOUR PARTNER?

- Amer can Ind an or A aska Nat ve
- As an
- B ack or Afr can Amer can
- span c or Lat no
- Nat ve awa an or other Pac f c Is ander
- Wh te
- Prefer not to answer

* 6. Please select the term that best describes YOUR PARTNER:

- U.S.-born c t zen
- Natura zed c t zen
- Permanent res dent
- Temporary V sa
- Undocumented
- Prefer not to answer

[redacted]

* 7. Which term(s) best describes YOUR PARTNER'S religious beliefs and/or religious practices?

- Agnost c
- Athe st
- Buddh sm
- Chr st an ty
- ndu sm
- Is am
- Juda sm
- Pagan/Earth Re g on
- Prefer not to answer
- Other (p ease spec fy)

* 8. What is YOUR PARTNER'S occupation?

* 9. What is the highest level of education YOUR PARTNER has completed?

- D d not comp ete h gh schoo
- gh Schoo D p oma or GED
- Some Co ege
- Trade Schoo
- Assoc ate s Degree
- Bache or s Degree
- Master s Degree
- Jur s Doctorate
- Doctora or Profess ona Degree
- Prefer not to answer

Modern Military Association of America

[redacted]

2019 MMAA Annual Survey

SECTION 1. DEMOGRAPHIC QUESTIONS (CONT.)

* 1. What is your affiliation with the military and veteran communities? (Please check all that apply)

- Act ve Duty Serv ce Member
- Guard
- Reserve
- Veteran
- Spouse/Partner
- DoD C v an
- Other fam y member
- Careg ver
- Other (p ease spec fy)

Modern Military Association of America

2019 MMAA Annual Survey

SECTION 1 FOLLOW UP: VETERANS

* 1. Have you ever applied for your veterans' benefits?

- Yes
- No

* 2. Please explain why you did not apply for your veterans' benefits:

* 3. What benefits did you receive after applying?

* 4. If you applied and did not receive any or all of your benefits, please briefly explain why you were denied:

* 5. Did you apply for Post-Traumatic Stress Disorder (PTSD) related benefits?

- Yes
- No

* 6. If you used a veteran services representative (VSO), please describe your experience.

* 7. What resources or information would improve your experiences with applying for or receiving your veterans' benefits?

Modern Military Association of America

2019 MMAA Annual Survey

NEEDS ASSESSMENT

* 1. How OFTEN does each of the following areas affect your life?

	Never	A few t mes per year	Once per month	Two to three t mes per month	Four or more t mes per month	N/A
F nanc a stab ty						
Fam y p ann ng						
Access to menta hea th re ated care						
Access to phys ca hea th/d sab ty re ated care						
Trans t on to c v an fe						
Trans t on to m tary fe						
Workp ace/on-base d scr m nat on and harassment (actua or perce ved: LGBTQ+, race/ethn c ty, IV status, mm grat on status, d sab ty, etc.)						

* 2. How OFTEN does each of the following areas affect your life?

	Never	A few t mes per year	Once per month	Two to three t mes per month	Four or more t mes per month	N/A
LGBTQ+ aw and po cy (state and oca eve s)						
LGBTQ+ aw and po cy (federa)						
Competent serv ce prov ders						
Access to veterans benef ts						
Access to just ce (access to ega and advocat ve ass stance)						
Correct on of m tary records						

[redacted]

* 3. How OFTEN does each of the following areas affect your life?

	Never	A few t mes per year	Once per month	Two to three t mes per month	Four or more t mes per month	N/A
Spouse careers	○	○	○	○	○	○
Support programs, resources, and commun ty for m tary ch dren	○	○	○	○	○	○
Loca LGBTQ+ commun ty support and resources	○	○	○	○	○	○

* 4. How MUCH do each of the following areas affect your life?

	Not at a	S ght y	Moderate y	Cons derab y	Tremendous y	N/A
F nanc a stab ty	☐	☐	☐	☐	☐	☐
Fam y p ann ng	☐	☐	☐	☐	☐	☐
Access to menta hea th re ated care	☐	☐	☐	☐	☐	☐
Access to phys ca hea th/d sab ty re ated care	☐	☐	☐	☐	☐	☐
Trans t on to c v an fe	☐	☐	☐	☐	☐	☐
Trans t on to m tary fe	☐	☐	☐	☐	☐	☐
Workp ace/on-base d scr m nat on and harassment (actua or perce ved: LGBTQ+, race/ethn c ty, IV status, mm grat on status, d sab ty, etc.)	☐	☐	☐	☐	☐	☐

[redacted]

* 5. How MUCH do each of the following areas affect your life?

	Not at a	S ght y	Moderate y	Cons derab y	Tremendous y	N/A
LGBTQ+ aw and po cy (state and oca eve s)	☐	☐	☐	☐	☐	☐
LGBTQ+ aw and po cy (federa)	☐	☐	☐	☐	☐	☐
Competent serv ce prov ders	☐	☐	☐	☐	☐	☐
Access to veterans benef ts	☐	☐	☐	☐	☐	☐
Access to just ce (access to ega and advocat ve ass stance)	☐	☐	☐	☐	☐	☐
Correct on of m tary records	☐	☐	☐	☐	☐	☐

* 6. How MUCH do each of the following areas affect your life?

	Not at a	S ght y	Moderate y	Cons derab y	Tremendous y	N/A
Spouse careers	☐	☐	☐	☐	☐	☐
Support programs, resources, and commun ty for m tary ch dren	☐	☐	☐	☐	☐	☐
Loca LGBTQ+ commun ty support and resources	☐	☐	☐	☐	☐	☐

* 7. What information do you need in your everyday life that you do not currently have access to?

* 8. What resources do you need in your everyday life that you do not currently have access to?

* 9. How would you describe your access to an LGBTQ+-affirming community in your area?

[redacted]

10. Additional comments:

Modern Military Association of America

2019 MMAA Annual Survey

PUBLIC POLICY

If answers do not apply, please place N/A in the textbox.

* 1. What is your opinion on open and authentic service for transgender individuals?

* 2. What is your opinion on open and authentic service for individuals living with HIV?

* 3. What is your opinion on the Trump-Pence Administration's support of the military and veteran communities?

* 4. What is your opinion on the proposed privatization of the VA?

* 5. What is your opinion on the current level of support provided to out-processing service members and their families?

* 6. What is your opinion on the current level of support provided to service members during deployments?

* 7. What is your opinion on the current level of support provided to families and spouses/partners during deployments?

* 8. What are your experiences, if any, surrounding support for LGBTQ+ kids in military/ Department of Defense Dependents Schools (DoDEA) schools?

* 9. What are your experiences, if any, surrounding acceptance, discrimination, or harassment based on perceived or actual sexual orientation IN YOUR WORKPLACE?

* 10. What are your experiences, if any, surrounding acceptance, discrimination, or harassment based on perceived or actual sexual orientation ON BASE?

* 11. What are your experiences, if any, surrounding acceptance, discrimination, or harassment based on perceived or actual sexual orientation IN VA FACILITIES?

* 12. What are your experiences, if any, surrounding acceptance, discrimination, or harassment based on perceived or actual gender identity IN YOUR WORKPLACE?

* 13. What are your experiences, if any, surrounding acceptance, discrimination, or harassment based on perceived or actual gender identity ON BASE?

* 14. What are your experiences, if any, surrounding acceptance, discrimination, or harassment based on perceived or actual gender identity IN VA FACILITIES?

* 15. What are your experiences, if any, surrounding acceptance, discrimination, or harassment based on perceived or actual HIV status IN YOUR WORKPLACE?

* 16. What are your experiences, if any, surrounding acceptance, discrimination, or harassment based on perceived or actual HIV status ON BASE?

* 17. What are your experiences, if any, surrounding acceptance, discrimination, or harassment based on perceived or actual HIV status IN VA FACILITIES?

18. Additional comments

Modern Military Association of America

2019 MMAA Annual Survey

COMMUNITY ASSESSMENT

The term "community" is used as short-hand for "LGBTQ+ and HIV+ military and veteran

[redacted]

community." If answers do not apply, please place N/A in the textbox.

* 1. How do you feel the community represents you and your family?

* 2. How do you feel the community advocates for you and your family?

* 3. Have you accessed legal services through Outserve-SLDN/The American Military Partner Association/Modern Military Association of America?

- Yes
- No

Modern Military Association of America

2019 MMAA Annual Survey

* 1. Please specify the services you received:

* 2. Please describe your experience:

* 3. Would you recommend Outserve-SLDN/The American Military Partner Association/Modern Military Association of America's legal services to others?

- Yes
- No

Modern Military Association of America

2019 MMAA Annual Survey

1. Why would you NOT recommend Outserve-SLDN/The American Military Partner Association/Modern Military Association of America's legal services?

* 2. Have you accessed Outserve-SLDN/The American Military Partner Association/Modern Military Association of America's education programs?

- Yes
- No

Modern Military Association of America

2019 MMAA Annual Survey

* 1. Please specify the education program you accessed:

* 2. Please describe your experience:

* 3. Would you recommend Outserve-SLDN/The American Military Partner Association/Modern Military Association of America's education programs to others?

- Yes
- No

[redacted]

* 4. Why would you NOT recommend Outserve-SLDN/The American Military Partner Association/Modern Military Association of America's educational programs to others?

* 5. Are you a member of an Outserve-SLDN/The American Military Partner Association/Modern Military Association of America chapter or forum?

- Yes
- No

Modern Military Association of America

2019 MMAA Annual Survey

* 1. Please describe your experience:

* 2. Would you recommend Outserve-SLDN/The American Military Partner Association/Modern Military Association of America's chapters or forums to others?

- Yes
- No

Modern Military Association of America

2019 MMAA Annual Survey

* 1. Why would you NOT recommend Outserve-SLDN/The American Military Partner Association/Modern Military Association of America's chapter networks to others?

* 2. Have you accessed veteran services through Outserve-SLDN/The American Military Partner Association/Modern Military Association of America?

- Yes
- No

Modern Military Association of America

2019 MMAA Annual Survey

* 1. Please specify the services you received:

* 2. Please describe your experience:

* 3. Would you recommend Outserve-SLDN/The American Military Partner Association/Modern Military Association of America's veteran services to others?

- Yes
- No

Modern Military Association of America

2019 MMAA Annual Survey

* 1. Why would you NOT recommend Outserve-SLDN/The American Military Partner Association/Modern Military Association of America's veterans services to others?

[redacted]

* 2. Have you accessed resources or information from other organizations serving the community? If so, please specify the organizations and programs:

* 3. What is your opinion on how the community treats individuals based on their actual or perceived race/ethnicity?

* 4. What is your opinion on how the community treats transgender individuals?

* 5. What is your opinion on how the community treats individuals based on their actual or perceived HIV status?

* 6. What is your opinion on how the community treats individuals based on their actual or perceived immigration status?

* 7. What is your opinion on how the community treats individuals based on their actual or perceived disability status?

* 8. What resources or information would you like to see the community provide more of to better serve you?

9. Additional comments:

[redacted]

Modern Military Association of America

2019 MMAA Annual Survey

* 1. Have you ever heard of MilPride?

- Yes
- No

* 2. Have you ever heard of Rainbow Shield?

- Yes
- No

Modern Military Association of America

2019 MMAA Annual Survey

THANK YOU FOR COMPLETING OUR SURVEY!

1. **If you would like to enter to win ONE Facebook Portal, please provide your email below.It will ONLY be used for contacting you if you are chosen.**

[redacted]

EXHIBIT LL

Board of Directors Minutes
Dec. 2, 2018

OutServe - SLDN Board of Directors

Board Minutes

02 DEC 2018, 2000 EST

I. Meeting called to order by Wesley Reynolds at 1904 EST.

II. The below OS-SLDN Board members and staff that were present, with a total of 7 required for a quorum:

1 [redacted]

III. [redacted].

IV. Executive Director Report

[redacted]

[redacted]

2. Administration.

[redacted]

V. Board Support

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted].

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

VI. Executive Session

[redacted]

[redacted]

VII.. Adjournment. With no further business to discuss, the meeting was adjourned.

[redacted]

EXHIBIT MM

Executive Director Report
Board Meeting, Nov. 4, 2018

Executive Director's Report

Board Meeting: November 4, 2018

(for internal use only -- do not share)

[redacted]

Agenda



ADMINISTRATION



PROGRAMS



FINANCES



MARKETING & COMMUNICATIONS



EVENTS



BOARD SUPPORT

I. Administration

[redacted]

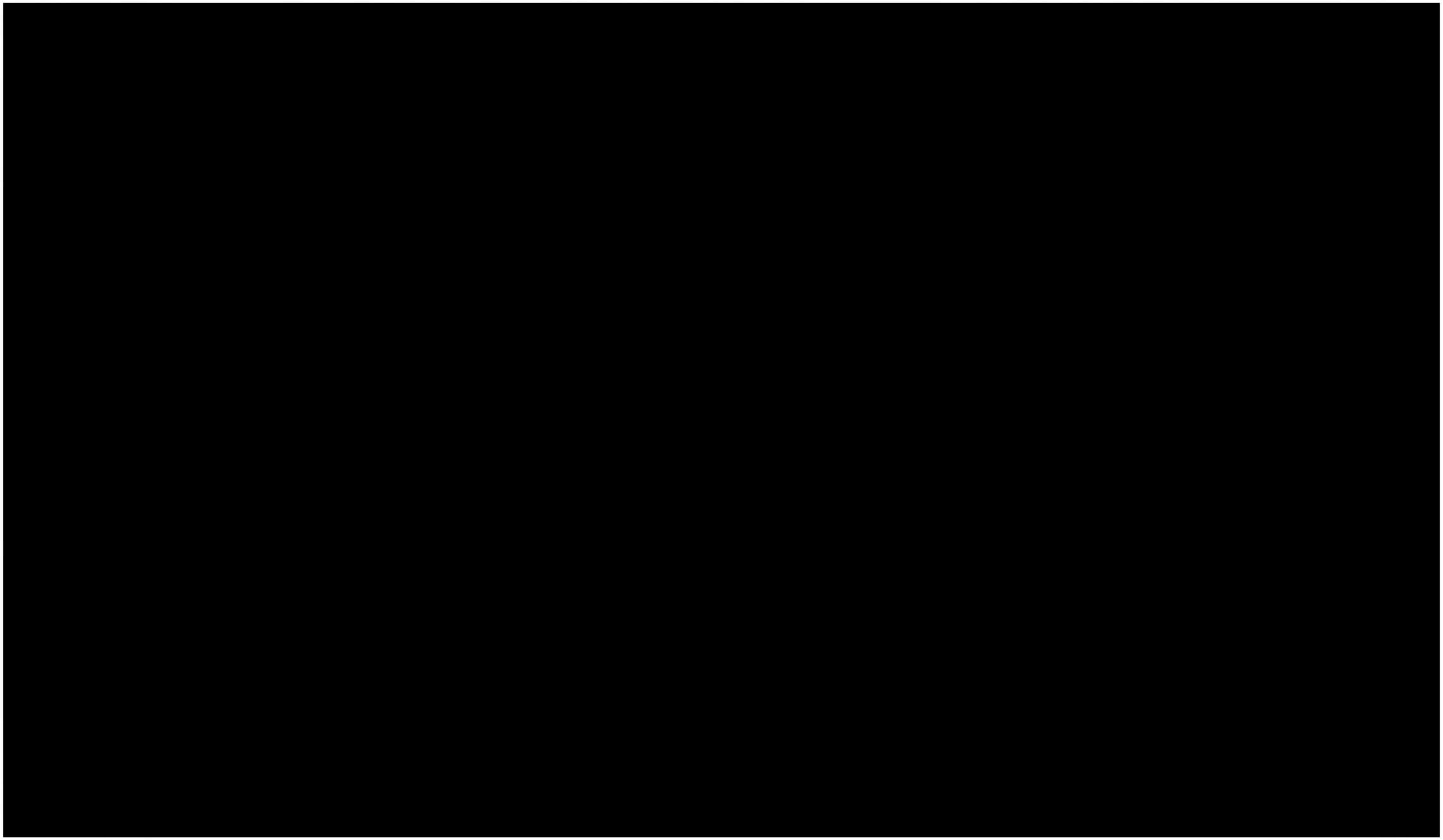


[redacted]

Staffing Updates

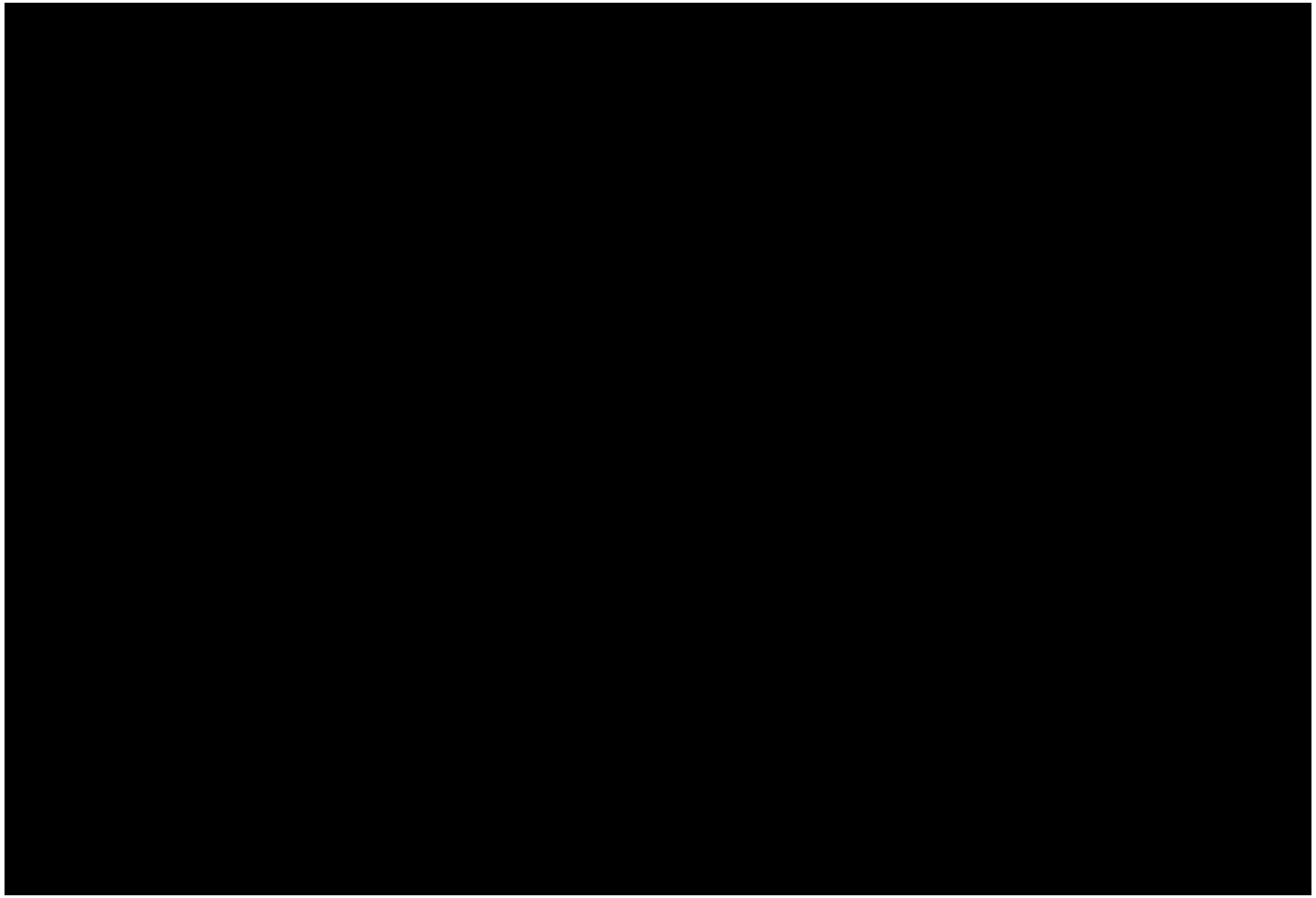


[redacted]



Staff

[redacted]



Staff (cont.)

[redacted]

[redacted]

Staff (cont.)

[redacted]

[redacted]



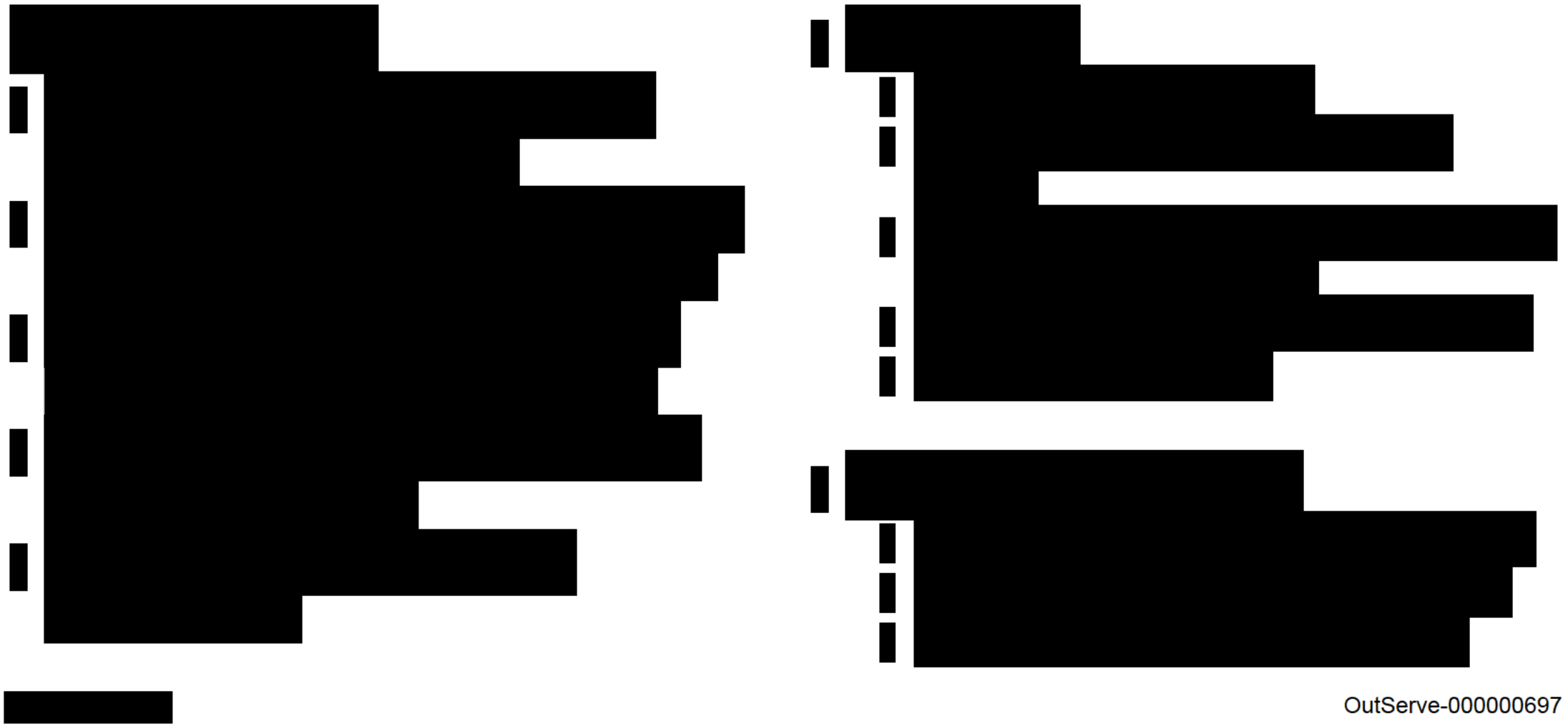
[redacted]

MAC Charges & Responsibilities

[redacted]



Listening Tour and Reintroductions Recap



Other Developments & Updates



Planned/Continued Progression



II. Programs

[redacted]

Worldwide Chapters & Forums



[redacted]

[redacted]

Oregon Coalition on Housing and Homelessness est. 1987

WASHINGTON STATE DEPARTMENT OF VETERANS AFFAIRS

"Serving Those Who Served"

Strive

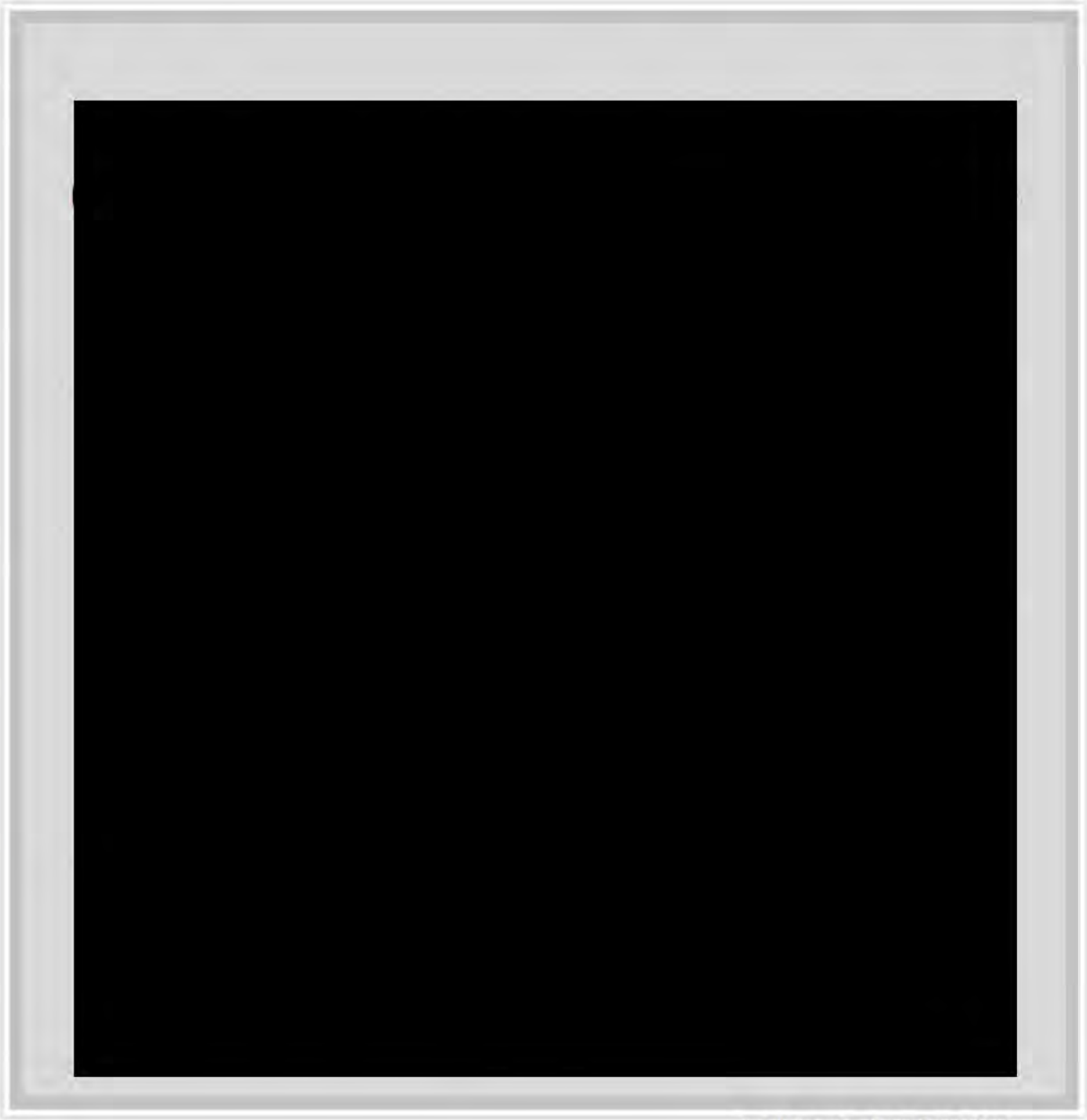
OREGON DEPARTMENT of VETERANS' AFFAIRS

[redacted]





[redacted]







OutServe-0000007705

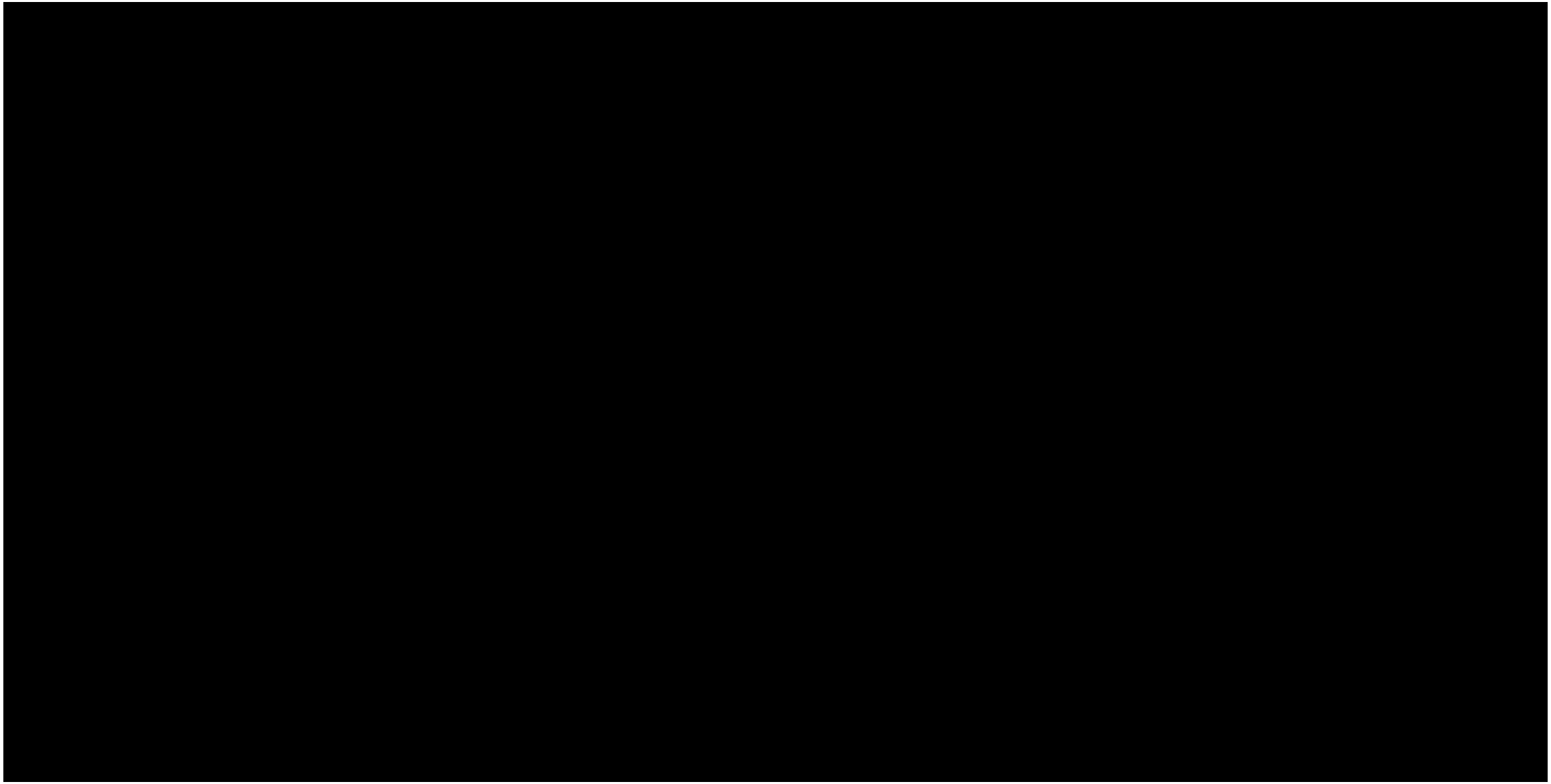


[redacted]



[redacted]

III. Finances





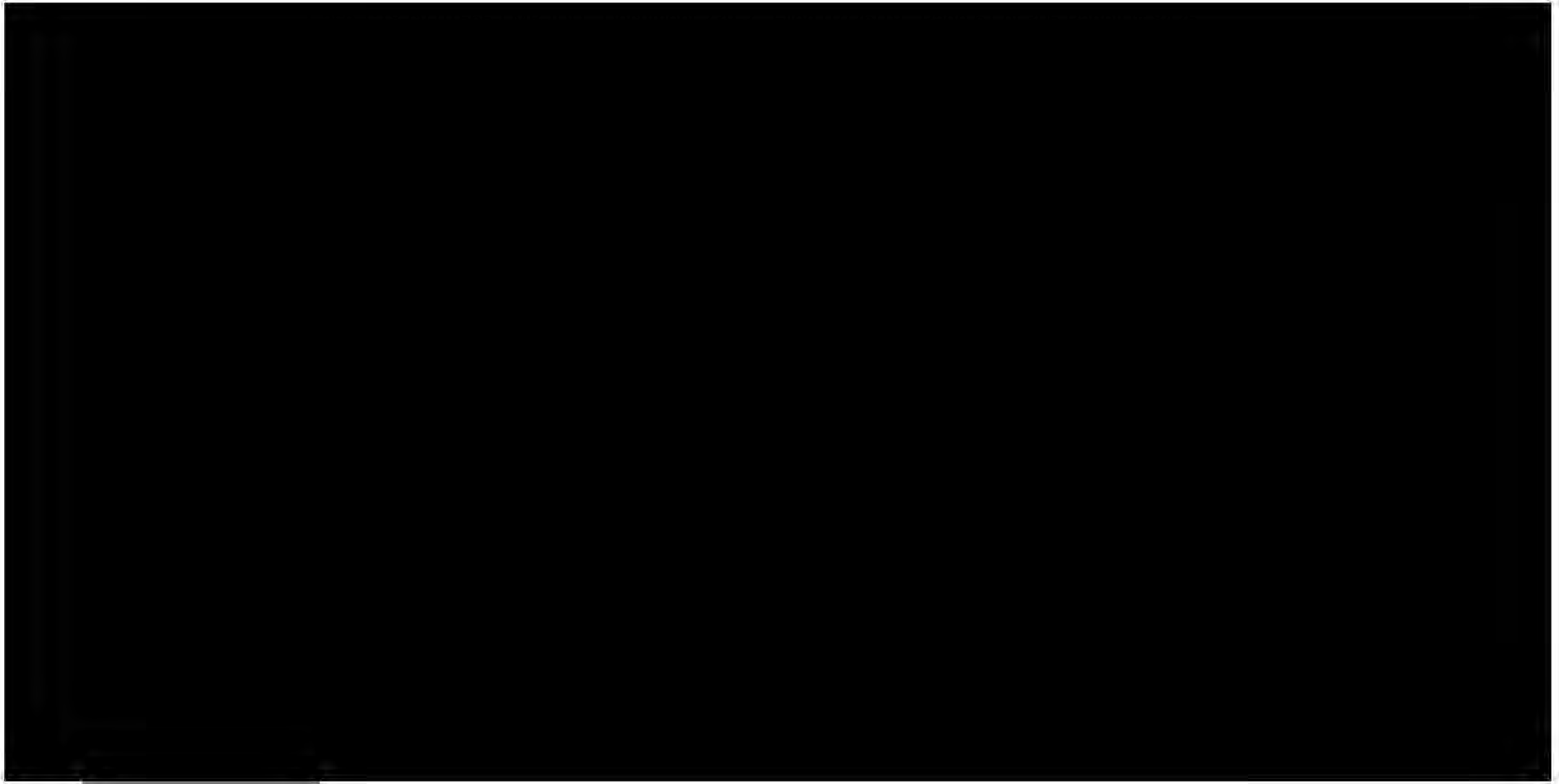
IV. Marketing & Communications

[redacted]

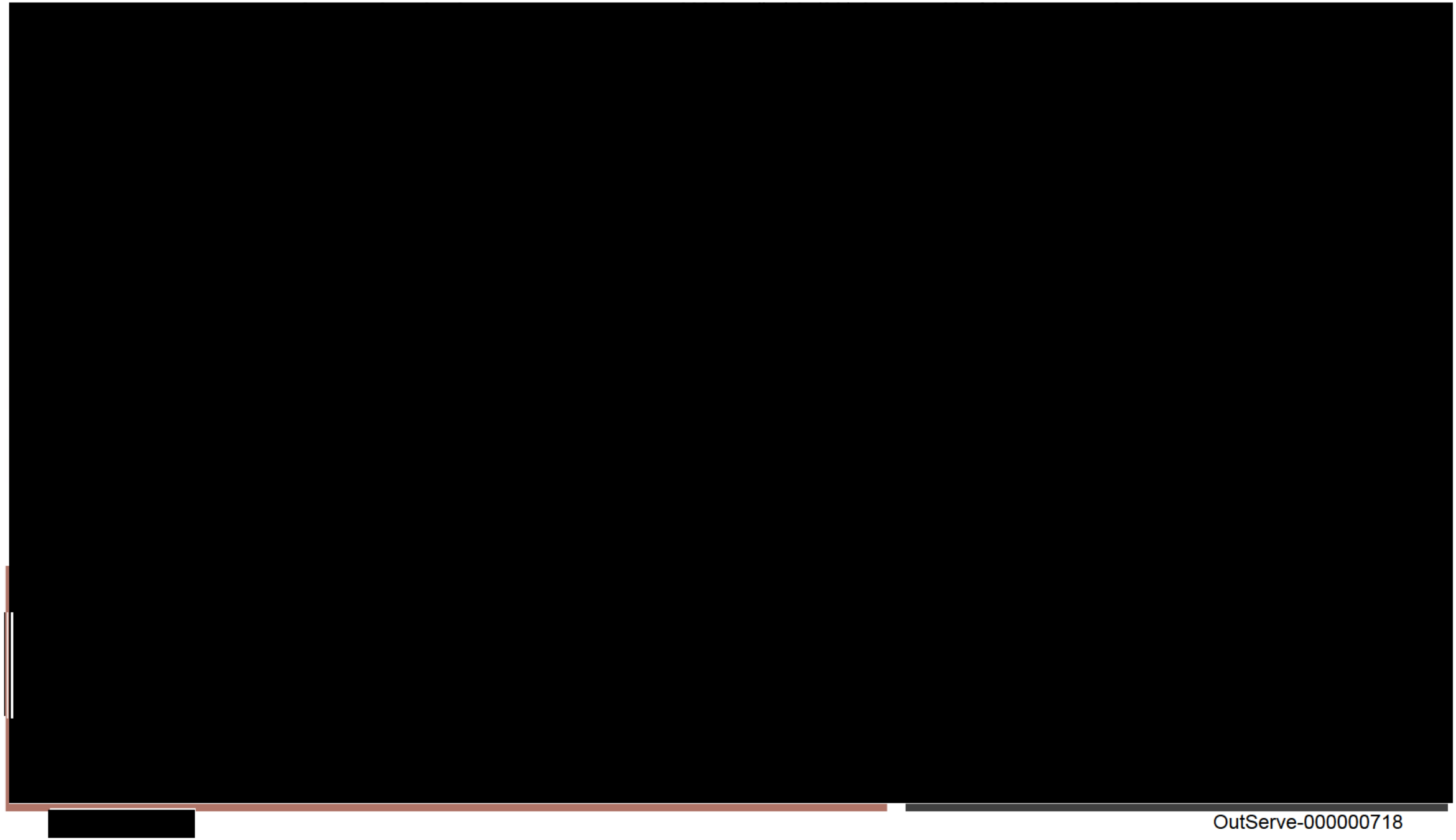




V. Events









VI. Board Support

[redacted]

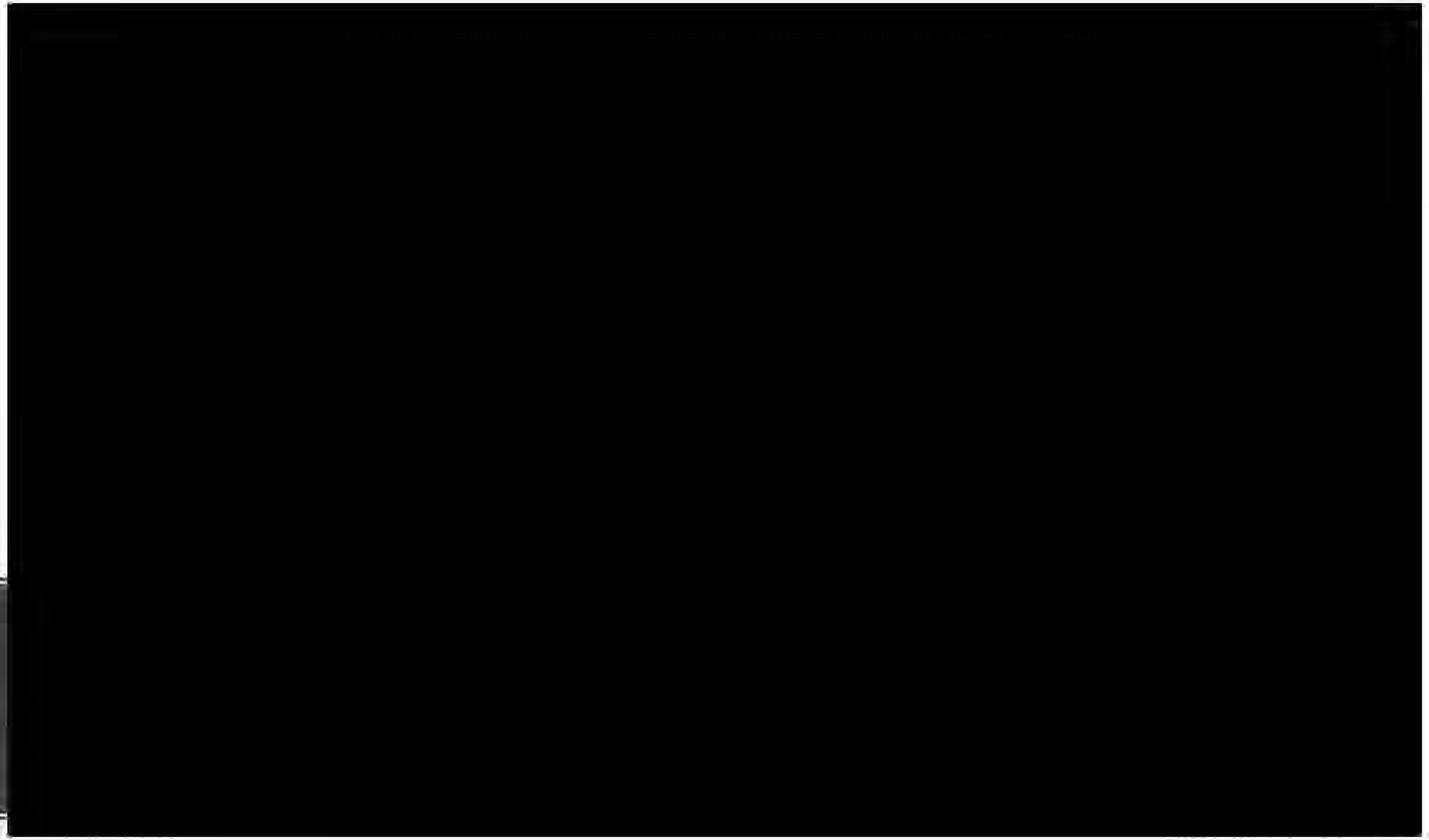




EXHIBIT NN

Chapter/Forum Leader Requirements



[redacted]

[redacted]

[redacted]

[redacted]

EXHIBIT OO

2019 Projected Revenues

OutServe-SLDN 2019 Budget: Projected Revenues

Items		Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Total
[redacted]														

Notes: **Event Fundraising Locations** **Goal**

[redacted]

OutServe-SLDN 2019 Budget: Projected Expenses/Cash Outflow

Items	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Total
[redacted]													

Outserve-SLDN 2019 Budget: Cash Flow Summary

Items	Est Cash on Hand 12/31/18	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Total
[redacted]														
[redacted]														
[redacted]														

EXHIBIT PP

Profit & Loss Budget vs. Actual
Jan.-June 2018

OutServe-SLDN, Inc.

Profit & Loss Budget vs. Actual

January 1 through June 5, 2018

	Jan 1 - Jun 5, 18	Budget	$ Over Budget	% of Budget
[redacted]				

OutServe-SLDN, Inc.

Profit & Loss Budget vs. Actual

January 1 through June 5, 2018

	Jan 1 - Jun 5, 18	Budget	$ Over Budget	% of Budget
[redacted]				

OutServe-SLDN, Inc.

Profit & Loss Budget vs. Actual

January 1 through June 5, 2018

	Jan 1 - Jun 5, 18	Budget	$ Over Budget	% of Budget
[redacted]				

[redacted]

EXHIBIT QQ

2015 Tax Return

TAX RETURN FILING INSTRUCTIONS

** FORM 990 PUBLIC DISCLOSURE COPY **

FOR THE YEAR ENDING

December 31, 2015

Prepared for	OutServe-SLDN, INC. PO BOX 65301 Washington, DC 20035-5301
Prepared by	COUNCILOR, BUCHANAN & MITCHELL, PC 1901 L STREET, NW, SUITE 750 WASHINGTON, DC 20036
Amount due or refund	Not applicable
Make check payable to	Not applicable
Mail tax return and check (if applicable) to	Not applicable
Return must be mailed on or before	Not applicable
Special Instructions	This copy of the return is provided ONLY for Public Disclosure purposes. Any confidential information regarding large donors has been removed.

500941
04-01-15

[redacted]

** PUBLIC DISCLOSURE COPY **

Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

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

OMB No. 1545-0047

2015

Open to Public Inspection

A For the 2015 calendar year, or tax year beginning and ending

B Check if applicable:
- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Final return/ terminated
- ☐ Amended return
- ☐ Application pending

C Name of organization
OUTSERVE-SLDN, INC.

Doing business as

Number and street (or P.O. box if mail is not delivered to street address) Room/suite
PO BOX 65301

City or town, state or province, country, and ZIP or foreign postal code
WASHINGTON, DC 20035-5301

F Name and address of principal officer: JEFFRY PRIELA
SAME AS C ABOVE

D Employer identification number
52-1845000

E Telephone number
(202) 328-3244

G Gross receipts $ 610,013.

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

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

H(c) Group exemption number ▶

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

J Website: ▶ WWW.OUTSERVE-SLDN.ORG

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation: 1993 **M** State of legal domicile: DE

Part I Summary

Activities & Governance	1	Briefly describe the organization's mission or most significant activities: LEGAL AID; GOVERNMENT WATCHDOG	
	2	Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.	
	3	Number of voting members of the governing body (Part VI, line 1a)	7
	4	Number of independent voting members of the governing body (Part VI, line 1b)	7
	5	Total number of individuals employed in calendar year 2015 (Part V, line 2a)	0
	6	Total number of volunteers (estimate if necessary)	0
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	0.
	b	Net unrelated business taxable income from Form 990-T, line 34	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	470,196.	610,013.
	9	Program service revenue (Part VIII, line 2g)	0.	0.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	12.	0.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	0.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	470,208.	610,013.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 29,442.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	217,513.	324,582.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	217,513.	324,582.
	19	Revenue less expenses. Subtract line 18 from line 12	252,695.	285,431.

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	548,275.	839,349.
	21	Total liabilities (Part X, line 26)	109,066.	91,309.
	22	Net assets or fund balances. Subtract line 21 from line 20	439,209.	748,040.

Part II Signature Block

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

Sign Here

▶ Signature of officer Date

▶ JEFFRY PRIELA, TREASURER
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
PATRICIA DROLET	PATRICIA DROLET	05/09/16	☐	P00362984

Firm's name ▶ COUNCILOR, BUCHANAN & MITCHELL, PC — Firm's EIN ▶ 52-1711839

Firm's address ▶ 1901 L STREET, NW, SUITE 750
WASHINGTON, DC 20036 — Phone no. (301) 986-0600

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

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:
OUTSERVE-SLDN REPRESENTS THE U.S. LGBT MILITARY COMMUNITY WORLDWIDE. OUR MISSION IS TO: EDUCATE THE COMMUNITY, PROVIDE LEGAL SERVICES, ADVOCATE FOR AUTHENTIC TRANSGENDER SERVICE, PROVIDE DEVELOPMENTAL OPPORTUNITIES, SUPPORT MEMBERS, COMMUNICATE EFFECTIVELY, AND WORK

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ..... Yes X No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ..... Yes X No
If "Yes," describe these changes on Schedule O.

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

4a (Code:) (Expenses $ 7,009. including grants of $) (Revenue $)
COMMUNICATIONS; IN 2015, OUTSERVE-SLDN SHARED STORIES IN THE MEDIA OF LGBT MILITARY FAMILIES. WE JOINED NATIONAL AND REGIONAL CONVERSATIONS AND PUBLIC FORUMS ABOUT THE EXPERIENCES OF LGBT SERVICE MEMBERS IN THE POST-DADT ERA AND CONTINUED TO ADVOCATE FOR AUTHENTIC TRANSGENDER SERVICE. OUTSERVE-SLDN CONDUCTED A MEMBER SURVEY TO BETTER UNDERSTAND THE ISSUES FACING LGBT SERVICE MEMBERS AS THEY BUILD THEIR MILITARY CAREERS. OUTSERVE-SLDN MANAGED A STRONG SOCIAL MEDIA PRESENCE WITH OVER 75,000 FOLLOWERS.

4b (Code:) (Expenses $ 65,428. including grants of $) (Revenue $)
LEGAL & GOVERNMENT AFFAIRS: OUTSERVE-SLDN CONTINUED PROVIDING FREE LEGAL COUNSELING TO SERVICE MEMBERS WITH LEGAL ISSUES STEMMING FROM DISCRIMINATION ON ONE'S PERCEIVED OR ACTUAL SEXUAL ORIENTATION OR GENDER IDENTITY. IN ADDITION, OUTSERVE-SLDN CONTINUED PROVIDING ASSISTANCE TO VETERANS SEEKING TO UPGRADE OR CORRECT THEIR DISCHARGE PAPERWORK.

4c (Code:) (Expenses $ 80,539. including grants of $) (Revenue $)
MEMBER SERVICES: OUTSERVE-SLDN SUPPORTS ITS MEMBERS AND THEIR FAMILIES THROUGH PARTICIPATION IN NATIONAL AND REGIONAL PRIDE EVENTS. OUTSERVE-SLDN HOSTED ITS 4TH ANNUAL LGBT MILITARY LEADERSHIP CONFERENCE FOR MEMBERS IN MARCH 2015.

4d Other program services (Describe in Schedule O.)
(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ▶ 152,976.

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21		X
22	Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No", go to line 25a*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34	X	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X	
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		X
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	8		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c		X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	0		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b			
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?	3a			X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," to line 3b, provide an explanation in Schedule O*	3b			
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a			X
b	If "Yes," enter the name of the foreign country: ▶				
	See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a			X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b			X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c			
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a			X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b			
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?	7a			X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b			
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c			X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e			X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f			X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g			
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h			
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8			
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the sponsoring organization make any taxable distributions under section 4966?	9a			
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b			
10	**Section 501(c)(7) organizations.** Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter:				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?	12a			
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**				
a	Is the organization licensed to issue qualified health plans in more than one state?	13a			
	Note. See the instructions for additional information the organization must report on Schedule O.				
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a			X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*	14b			

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

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

Section A. Governing Body and Management

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

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

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

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ AK,AL,AR,AZ,CA,CO,CT,DC,DE,FL,GA,HI

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

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

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

20 State the name, address, and telephone number of the person who possesses the organization's books and records: ▶

OUTSERVE-SLDN, INC - JEFFRY PRIELA - 202-328-3244
P.O. BOX 65301, WASHINGTON, DC 20035

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

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) JOHN GILLESPIE CO - CHAIR	6.00	X		X				0.	0.	0.
(2) JEFFRY PRIELA TREASURER	5.00	X		X				0.	0.	0.
(3) WESLEY REYNOLDS SECRETARY	4.00	X		X				0.	0.	0.
(4) JEFFREY MUELLER CO - CHAIR	5.00	X		X				0.	0.	0.
(5) MONIQUE CLARKE DIRECTOR	4.00	X						0.	0.	0.
(6) ROBERT DOCKENDORFF DIRECTOR	4.00	X						0.	0.	0.
(7) JOSHUA FONTANEZ DIRECTOR	4.00	X						0.	0.	0.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1b Sub-total ▶								0.	0.	0.
c Total from continuation sheets to Part VII, Section A ▶								0.	0.	0.
d Total (add lines 1b and 1c) ▶								0.	0.	0.

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

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

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

Part VIII Statement of Revenue

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

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	610,013.				
	g Noncash contributions included in lines 1a-1f: $ 2,802.						
	h **Total.** Add lines 1a-1f			610,013.			
Program Service Revenue		**Business Code**					
	2a						
	b						
	c						
	d						
	e						
	f All other program service revenue						
	g **Total.** Add lines 2a-2f						
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)						
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
		(i) Real	(ii) Personal				
	6a Gross rents						
	b Less: rental expenses						
	c Rental income or (loss)						
	d Net rental income or (loss)						
		(i) Securities	(ii) Other				
	7a Gross amount from sales of assets other than inventory						
	b Less: cost or other basis and sales expenses						
	c Gain or (loss)						
	d Net gain or (loss)						
	8a Gross income from fundraising events (not including $ _____ of contributions reported on line 1c). See Part IV, line 18	a					
	b Less: direct expenses	b					
	c Net income or (loss) from fundraising events						
	9a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
	10a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
	Miscellaneous Revenue	**Business Code**					
	11a						
	b						
	c						
	d All other revenue						
	e **Total.** Add lines 11a-11d						
	12 **Total revenue.** See instructions.			610,013.	0.	0.	0.

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21				
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management	60,320.		60,320.	
b Legal	60,500.	60,500.		
c Accounting	32,150.		32,150.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	22,039.	3,600.	5,994.	12,445.
12 Advertising and promotion	1,789.	1,689.	100.	
13 Office expenses	22,672.	15,560.	2,625.	4,487.
14 Information technology				
15 Royalties				
16 Occupancy	3,081.	1,708.	1,373.	
17 Travel	26,925.	16,435.	7,161.	3,329.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	45,495.	42,783.	1,461.	1,251.
20 Interest	8,988.		8,988.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	7,150.	2,145.	3,575.	1,430.
23 Insurance	10,020.	4,106.	5,914.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a SERVICE CONTRACTS	17,413.	2,655.	11,598.	3,160.
b OTHER EXPENSES	4,563.	318.	905.	3,340.
c CONTRIBUTION	1,477.	1,477.		
d				
e All other expenses				
25 **Total functional expenses.** Add lines 1 through 24e	324,582.	152,976.	142,164.	29,442.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

			(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing		1	
	2	Savings and temporary cash investments	52,336.	2	248,199.
	3	Pledges and grants receivable, net	8,102.	3	10,613.
	4	Accounts receivable, net	475,840.	4	557,586.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	11,828.	9	6,599.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a: 23,400.			
	b	Less: accumulated depreciation — 10b: 7,150.	0.	10c	16,250.
	11	Investments - publicly traded securities		11	
	12	Investments - other securities. See Part IV, line 11		12	102.
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	169.	15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	548,275.	16	839,349.
Liabilities	17	Accounts payable and accrued expenses	12,698.	17	4,697.
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties	96,368.	23	86,612.
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26	**Total liabilities.** Add lines 17 through 25	109,066.	26	91,309.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	-36,631.	27	179,841.
	28	Temporarily restricted net assets	475,840.	28	568,199.
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	439,209.	33	748,040.
	34	Total liabilities and net assets/fund balances	548,275.	34	839,349.

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	610,013.
2	Total expenses (must equal Part IX, column (A), line 25)	2	324,582.
3	Revenue less expenses. Subtract line 2 from line 1	3	285,431.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	439,209.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	23,400.
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	748,040.

Part XII Financial Statements and Reporting

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

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

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ **Attach to Form 990 or Form 990-EZ.**

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

OMB No. 1545-0047

2015

Open to Public Inspection

Name of the organization	**Employer identification number**
OUTSERVE-SLDN, INC.	52-1845000

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

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

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

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990 or 990-EZ).)

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

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

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

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

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

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

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

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

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

a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**

b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**

c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**

d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**

e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations .....

g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above (see instructions))	(iv) Is the organization listed in your governing document? Yes	(iv) No	(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
Total						

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	1199824.	1364256.	495,323.	470,196.	610,013.	4139612.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3	1199824.	1364256.	495,323.	470,196.	610,013.	4139612.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						790,650.
6 **Public support.** Subtract line 5 from line 4.						3348962.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
7 Amounts from line 4	1199824.	1364256.	495,323.	470,196.	610,013.	4139612.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	49.	207.	440.	12.		708.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 **Total support.** Add lines 7 through 10						4140320.

12 Gross receipts from related activities, etc. (see instructions)	12	980,828.

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2015 (line 6, column (f) divided by line 11, column (f))	14	80.89 %
15 Public support percentage from 2014 Schedule A, Part II, line 14	15	86.01 %

16a **33 1/3% support test - 2015.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☒

b **33 1/3% support test - 2014.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10% -facts-and-circumstances test - 2015.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

b **10% -facts-and-circumstances test - 2014.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

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

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support.** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 **Total support.** (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2015 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2014 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2015** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2014** Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2015.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support tests - 2014.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

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

Part IV Supporting Organizations

(Complete only if you checked a box in line 11 on Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

			Yes	No
1	Are all of the organization's supported organizations listed by name in the organization's governing documents? *If "No" describe in* ***Part VI*** *how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.*	1		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? *If "Yes," explain in* ***Part VI*** *how the organization determined that the supported organization was described in section 509(a)(1) or (2).*	2		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? *If "Yes," answer (b) and (c) below.*	3a		
b	Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? *If "Yes," describe in* ***Part VI*** *when and how the organization made the determination.*	3b		
c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? *If "Yes," explain in* ***Part VI*** *what controls the organization put in place to ensure such use.*	3c		
4a	Was any supported organization not organized in the United States ("foreign supported organization")? *If "Yes," and if you checked 11a or 11b in Part I, answer (b) and (c) below.*	4a		
b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? *If "Yes," describe in* ***Part VI*** *how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.*	4b		
c	Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? *If "Yes," explain in* ***Part VI*** *what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.*	4c		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? *If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in* ***Part VI,*** *including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).*	5a		
b	**Type I or Type II only.** Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b		
c	**Substitutions only.** Was the substitution the result of an event beyond the organization's control?	5c		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? *If "Yes," provide detail in* ***Part VI.***	6		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? *If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).*	7		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? *If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).*	8		
9a	Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? *If "Yes," provide detail in* ***Part VI.***	9a		
b	Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? *If "Yes," provide detail in* ***Part VI.***	9b		
c	Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? *If "Yes," provide detail in* ***Part VI.***	9c		
10a	Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? *If "Yes," answer 10b below.*	10a		
b	Did the organization have any excess business holdings in the tax year? *(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)*	10b		

Part IV Supporting Organizations *(continued)*

			Yes	No
11	Has the organization accepted a gift or contribution from any of the following persons?			
a	A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	11a		
b	A family member of a person described in (a) above?	11b		
c	A 35% controlled entity of a person described in (a) or (b) above? *If "Yes" to a, b, or c, provide detail in* ***Part VI.***	11c		

Section B. Type I Supporting Organizations

			Yes	No
1	Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? *If "No," describe in* ***Part VI*** *how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.*	1		
2	Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? *If "Yes," explain in* ***Part VI*** *how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.*	2		

Section C. Type II Supporting Organizations

			Yes	No
1	Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? *If "No," describe in* ***Part VI*** *how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).*	1		

Section D. All Type III Supporting Organizations

			Yes	No
1	Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	1		
2	Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? *If "No," explain in* ***Part VI*** *how the organization maintained a close and continuous working relationship with the supported organization(s).*	2		
3	By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? *If "Yes," describe in* ***Part VI*** *the role the organization's supported organizations played in this regard.*	3		

Section E. Type III Functionally-Integrated Supporting Organizations

1 *Check the box next to the method that the organization used to satisfy the Integral Part Test during the yea* ***(see instructions):***

a ☐ The organization satisfied the Activities Test. *Complete* ***line 2*** *below.*

b ☐ The organization is the parent of each of its supported organizations. *Complete* ***line 3*** *below.*

c ☐ The organization supported a governmental entity. *Describe in Part VI how you supported a government entity (see instructions).*

			Yes	No
2	Activities Test. ***Answer (a) and (b) below.***			
a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? *If "Yes," then in* ***Part VI identify those supported organizations and explain*** *how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.*	2a		
b	Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? *If "Yes," explain in* ***Part VI*** *the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.*	2b		
3	Parent of Supported Organizations. ***Answer (a) and (b) below.***			
a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in ***Part VI.***	3a		
b	Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in ***Part VI*** *the role played by the organization in this regard.*	3b		

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations**

1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 **Adjusted Net Income** (subtract lines 5, 6 and 7 from line 4)	8		

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a Average monthly value of securities	1a		
b Average monthly cash balances	1b		
c Fair market value of other non-exempt-use assets	1c		
d **Total** (add lines 1a, 1b, and 1c)	1d		
e **Discount** claimed for blockage or other factors (explain in detail in **Part VI**):			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d	3		
4 Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by .035	6		
7 Recoveries of prior-year distributions	7		
8 **Minimum Asset Amount** (add line 7 to line 6)	8		

Section C - Distributable Amount			Current Year
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2 Enter 85% of line 1	2		
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4 Enter greater of line 2 or line 3	4		
5 Income tax imposed in prior year	5		
6 **Distributable Amount.** Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6		

7 ☐ Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions).

Schedule A (Form 990 or 990-EZ) 2015

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations** *(continued)*

Section D - Distributions		Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes	
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3	Administrative expenses paid to accomplish exempt purposes of supported organizations	
4	Amounts paid to acquire exempt-use assets	
5	Qualified set-aside amounts (prior IRS approval required)	
6	Other distributions (describe in **Part VI**). See instructions.	
7	**Total annual distributions.** Add lines 1 through 6.	
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in **Part VI**). See instructions.	
9	Distributable amount for 2015 from Section C, line 6	
10	Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)		(i) Excess Distributions	(ii) Underdistributions Pre-2015	(iii) Distributable Amount for 2015
1	Distributable amount for 2015 from Section C, line 6			
2	Underdistributions, if any, for years prior to 2015 (reasonable cause required-see instructions)			
3	Excess distributions carryover, if any, to 2015:			
a				
b				
c				
d	From 2013			
e	From 2014			
f	**Total** of lines 3a through e			
g	Applied to underdistributions of prior years			
h	Applied to 2015 distributable amount			
i	Carryover from 2010 not applied (see instructions)			
j	Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4	Distributions for 2015 from Section D, line 7: $			
a	Applied to underdistributions of prior years			
b	Applied to 2015 distributable amount			
c	Remainder. Subtract lines 4a and 4b from 4.			
5	Remaining underdistributions for years prior to 2015, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions).			
6	Remaining underdistributions for 2015. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions).			
7	**Excess distributions carryover to 2016.** Add lines 3j and 4c.			
8	Breakdown of line 7:			
a				
b				
c	Excess from 2013			
d	Excess from 2014			
e	Excess from 2015			

532027
09-23-15

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

[redacted]

OUTSERVE-SLDN, INC. 52-1845000

Schedule A **Identification of Excess Contributions Included on Part II, Line 5** **2015**

** Do Not File **

*** Not Open to Public Inspection ***

[redacted]

** PUBLIC DISCLOSURE COPY **

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

Schedule of Contributors

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

OMB No. 1545-0047

2015

Name of the organization	Employer identification number
OUTSERVE-SLDN, INC.	52-1845000

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	[X] 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 an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

[X] For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

[ ] For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling $5,000 or more during the year ..... ▶ $ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
OUTSERVE-SLDN, INC.	52-1845000

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		$ 25,862.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2		$ 13,832.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
3		$ 480,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
OUTSERVE-SLDN, INC.	52-1845000

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

OutServe-000001077

Name of organization: OUTSERVE-SLDN, INC.

Employer identification number: 52-1845000

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this info. once.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee



SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**

▶ **Information about Schedule C (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990.***

OMB No. 1545-0047

2015

Open to Public Inspection

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization	Employer identification number
OUTSERVE-SLDN, INC.	52-1845000

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political expenditures ▶ $

3 Volunteer hours

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ $

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ $

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No

4a Was a correction made? ☐ Yes ☐ No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ $

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ $

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ $

4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	**(b)** Address	**(c)** EIN	**(d)** Amount paid from filing organization's funds. If none, enter -0-.	**(e)** Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

Part II-A **Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).**

A Check ▶ ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check ▶ ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)	2,167.	
b Total lobbying expenditures to influence a legislative body (direct lobbying)	0.	
c Total lobbying expenditures (add lines 1a and 1b)	2,167.	
d Other exempt purpose expenditures	322,415.	
e Total exempt purpose expenditures (add lines 1c and 1d)	324,582.	
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.	64,916.	
g Grassroots nontaxable amount (enter 25% of line 1f)	16,229.	
h Subtract line 1g from line 1a. If zero or less, enter -0-	0.	
i Subtract line 1f from line 1c. If zero or less, enter -0-	0.	
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ Yes ☐ No		

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over $500,000	20% of the amount on line 1e.
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.

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 separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) Total
2a Lobbying nontaxable amount	245,214.	177,676.		64,916.	487,806.
b Lobbying ceiling amount (150% of line 2a, column(e))					731,709.
c Total lobbying expenditures	24,099.	10,432.		2,167.	36,698.
d Grassroots nontaxable amount	61,304.	44,419.		16,229.	121,952.
e Grassroots ceiling amount (150% of line 2d, column (e))					182,928.
f Grassroots lobbying expenditures	17,959.	9,649.		2,167.	29,775.

Part II-B **Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).**

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a) Yes	(a) No	(b) Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
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 similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).**

			Yes	No
1	Were substantially all (90% or more) dues received nondeductible by members?	**1**		
2	Did the organization make only in-house lobbying expenditures of $2,000 or less?	**2**		
3	Did the organization agree to carry over lobbying and political expenditures from the prior year?	**3**		

Part III-B **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."**

1	Dues, assessments and similar amounts from members	**1**	
2	Section 162(e) nondeductible lobbying and political expenditures **(do not include amounts of political expenses for which the section 527(f) tax was paid).**		
a	Current year	**2a**	
b	Carryover from last year	**2b**	
c	Total	**2c**	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	**3**	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	**4**	
5	Taxable amount of lobbying and political expenditures (see instructions)	**5**	

Part IV **Supplemental Information**

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

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

OMB No. 1545-0047

2015

Open to Public Inspection

Name of the organization
OUTSERVE-SLDN, INC.

Employer identification number
52-1845000

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

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

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

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

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

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

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

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

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

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

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

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ _____

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

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

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

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

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

(i) Revenue included on Form 990, Part VIII, line 1 ▶ $ _____

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

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

a Revenue included on Form 990, Part VIII, line 1 ▶ $ _____

b Assets included in Form 990, Part X ▶ $

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

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

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

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

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

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

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

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

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

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

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

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

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

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

a Board designated or quasi-endowment ▶ _____%
b Permanent endowment ▶ _____%
c Temporarily restricted endowment ▶ _____%

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

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

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

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

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other	23,400.		7,150.	16,250.
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10c.)* ▶				16,250.

Schedule D (Form 990) 2015

532052
09-21-15

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 15.)* ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25.)* ▶	

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

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements			1	1,295,134.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains (losses) on investments	2a			
b	Donated services and use of facilities	2b	685,121.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	685,121.
3	Subtract line **2e** from line **1**			3	610,013.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total revenue. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12.)*			5	610,013.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements			1	986,303.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	661,721.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	661,721.
3	Subtract line **2e** from line **1**			3	324,582.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total expenses. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18.)*			5	324,582.

Part XIII Supplemental Information.

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

PART X, LINE 2:

OS-SLDN REQUIRES THAT A TAX POSITION BE RECOGNIZED OR DERECOGNIZED BASED ON A "MORE-LIKELY-THAN-NOT" THRESHOLD. THIS APPLIES TO POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. OS-SLDN DOES NOT BELIEVE ITS FINANCIAL STATEMENTS INCLUDE, OR REFLECT, ANY UNCERTAIN TAX POSITIONS. OS-SLDN'S, FORM 990, RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX, IS SUBJECT TO EXAMINATION BY THE TAXING AUTHORITIES GENERALLY FOR THREE YEARS AFTER FILING.

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 23.**

▶ **Attach to Form 990.**

▶ **Information about Schedule J (Form 990) and its instructions is at *www.irs.gov/form990.***

OMB No. 1545-0047

2015

Open to Public Inspection

Name of the organization: OUTSERVE-SLDN, INC.

Employer identification number: 52-1845000

Part I Questions Regarding Compensation

		Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.		
	☐ First-class or charter travel ☐ Housing allowance or residence for personal use		
	☐ Travel for companions ☐ Payments for business use of personal residence		
	☐ Tax indemnification and gross-up payments ☐ Health or social club dues or initiation fees		
	☐ Discretionary spending account ☐ Personal services (e.g., maid, chauffeur, chef)		
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain **1b**		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a? **2**		
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.		
	☒ Compensation committee ☒ Written employment contract		
	☐ Independent compensation consultant ☒ Compensation survey or study		
	☒ Form 990 of other organizations ☒ Approval by the board or compensation committee		
4	During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:		
a	Receive a severance payment or change-of-control payment? **4a**		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan? **4b**		X
c	Participate in, or receive payment from, an equity-based compensation arrangement? **4c**		X
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		
	Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.		
5	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:		
a	The organization? **5a**		X
b	Any related organization? **5b**		X
	If "Yes" to line 5a or 5b, describe in Part III.		
6	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:		
a	The organization? **6a**		X
b	Any related organization? **6b**		X
	If "Yes" on line 6a or 6b, describe in Part III.		
7	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described on lines 5 and 6? If "Yes," describe in Part III **7**		X
8	Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III **8**		X
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? **9**		

Part II **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		**(B)** Breakdown of W-2 and/or 1099-MISC compensation			**(C)** Retirement and other deferred compensation	**(D)** Nontaxable benefits	**(E)** Total of columns (B)(i)-(D)	**(F)** Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	**(ii)** Bonus & incentive compensation	**(iii)** Other reportable compensation				
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

[redacted]

Part III **Supplemental Information**

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990.*

OMB No. 1545-0047

2015

Open to Public Inspection

Name of the organization: OUTSERVE-SLDN, INC.

Employer identification number: 52-1845000

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

TOWARDS EQUALITY FOR ALL.

FORM 990, PART VI, SECTION B, LINE 11:

OS-SLDN'S FORM 990 AS DRAFTED BY OS-SLDN'S INDEPENDENT AUDITORS, IS FIRST REVIEWED BY THE DEPUTY FINANCIAL OFFICER. THEN, IT IS REVIEWED BY OS-SLDN'S AUDIT COMMITTEE (CHAIRED BY OS-SLDN'S TREASURER). THE AUDIT COMMITTEE SENDS THE FORM 990 TO THE BOARD, TOGETHER WITH ITS RECOMMENDATIONS. THE BOARD REVIEWS AND FINALLY APPROVES THE FORM 990, PRIOR TO ITS FILING.

FORM 990, PART VI, SECTION B, LINE 12C:

AS INDICATED IN THE CONFLICT OF INTEREST POLICY APPROVED BY THE BOARD OF DIRECTORS, EVERY NEW DIRECTOR, OFFICER, MEMBER OF THE MILITARY ADVISORY COUNCIL OR EMPLOYEE COMPLETES THE "DISCLOSURE STATEMENT" ON ELECTION OR APPOINTMENT, AND AT LEAST ANNUALLY THEREAFTER. THE GOVERNANCE COMMITTEE IS RESPONSIBLE FOR MONITORING COMPLIANCE WITH THIS POLICY. THE COMPLETED STATEMENTS ARE MAINTAINED, AS CONFIDENTIAL MATERIALS, BY THE CHIEF FINANCIAL OFFICER.

FORM 990, PART VI, SECTION B, LINE 15:

AS PROVIDED IN THE SALARY ADMINISTRATION PROGRAM ADOPTED AS A POLICY BY THE OS-SLDN BOARD, ALL OS-SLDN EMPLOYEES, INCLUDING THE EXECUTIVE DIRECTOR AND KEY EMPLOYEES OF THE ORGANIZATION, ARE PAID IN A MANNER THAT IS CONSISTENT WITH THE COMPETITIVE LABOR MARKET IN OS-SLDN'S LOCATION. ONCE EVERY THREE YEARS, OS-SLDN OBTAINS DATA FROM SURVEYS ABOUT THE COMPARABILITY OF ITS

Name of the organization: OUTSERVE-SLDN, INC.
Employer identification number: 52-1845000

SALARY SCALE WITH THE SALARIES PREVAILING IN THE SAME MARKET AREA. THIS SURVEY DATA IS OBTAINED FROM COMPARABLE ORGANIZATIONS, WITH A SIMILAR NUMBER OF EMPLOYEES AND REVENUE LEVEL, IN THE LOCAL GEOGRAPHICAL AREA. THE RESULTS OF THESE SALARY SURVEYS ARE USED BY OS-SLDN TO PERIODICALLY ADJUST ITS SALARY SCALE AND ARE MAINTAINED ON FILE. THE MINIMUMS AND MAXIMUMS FOR EACH LEVEL OF OS-SLDN'S SALARY SCALE ARE ESTABLISHED TO PROVIDE OS-SLDN WITH THE FLEXIBILITY TO PAY STAFF AT APPROPRIATE LEVELS IN RELATION TO THEIR QUALIFICATIONS, EXPERIENCE, AND RELATIVE INTERNAL CLASSIFICATION OF THE POSITION. FOR THE YEAR 2014, OS-SLDN INCURRED NO SALARY EXPENSE.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

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

FORM 990, PART VI, SECTION C, LINE 19:

OS-SLDN'S GOVERNING DOCUMENTS, AUDITED FINANCIAL STATEMENTS AND CONFLICT OF INTEREST POLICY ARE MADE AVAILABLE TO THE PUBLIC THROUGH THE INSTITUTION'S WEBSITE.

FORM 990, PART XII, LINE 2C:

THE AUDIT COMMITTEE ASSUMES RESPONSIBILITY FOR OVERSIGHT OF THE AUDIT AND SELECTION OF AN INDEPENDENT ACCOUNTANT. THIS PROCESS HAS NOT CHANGED FROM THE PRIOR YEAR.

SCHEDULE R (Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.**

▶ **Attach to Form 990.**

▶ **Information about Schedule R (Form 990) and its instructions is at *www.irs.gov/form990.***

OMB No. 1545-0047

2015

Open to Public Inspection

Name of the organization
OUTSERVE-SLDN, INC.

Employer identification number
52-1845000

Part I **Identification of Disregarded Entities** Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II **Identification of Related Tax-Exempt Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	(g) Section 512(b)(13) controlled entity? No
SEVERICEMEMBERS LEGAL DEFENSE NETWORK FREEDOM TO SERVE - 27-2268181, P.O. BOX 65301, WASHINGTON, DC 20035-5301	TO PROMOTE THE SOCIAL WELFARE OF SERVICEMEMBERS AFFECTED BY	DISTRICT OF COLUMBIA	501(C)(4)		N/A	X	

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2015

SEE PART VII FOR CONTINUATIONS

532161
09-08-15 LHA

[redacted]

Part III **Identification of Related Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership

Part IV **Identification of Related Organizations Taxable as a Corporation or Trust** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity? Yes	(i) No

[redacted]

Part V **Transactions With Related Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.		Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a Receipt of **(i)** interest, **(ii)** annuities, **(iii)** royalties, or **(iv)** rent from a controlled entity	1a		X
b Gift, grant, or capital contribution to related organization(s)	1b		X
c Gift, grant, or capital contribution from related organization(s)	1c		X
d Loans or loan guarantees to or for related organization(s)	1d		X
e Loans or loan guarantees by related organization(s)	1e		X
f Dividends from related organization(s)	1f		X
g Sale of assets to related organization(s)	1g		X
h Purchase of assets from related organization(s)	1h		X
i Exchange of assets with related organization(s)	1i		X
j Lease of facilities, equipment, or other assets to related organization(s)	1j		X
k Lease of facilities, equipment, or other assets from related organization(s)	1k		X
l Performance of services or membership or fundraising solicitations for related organization(s)	1l		X
m Performance of services or membership or fundraising solicitations by related organization(s)	1m		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n		X
o Sharing of paid employees with related organization(s)	1o		X
p Reimbursement paid to related organization(s) for expenses	1p		X
q Reimbursement paid by related organization(s) for expenses	1q		X
r Other transfer of cash or property to related organization(s)	1r		X
s Other transfer of cash or property from related organization(s)	1s		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

[redacted]

Part VI **Unrelated Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners sec. 501(c)(3) orgs.? Yes	(e) No	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership

Schedule R (Form 990) 2015

[redacted]

Part VII **Supplemental Information**

Provide additional information for responses to questions on Schedule R (see instructions).

PART II, IDENTIFICATION OF RELATED TAX-EXEMPT ORGANIZATIONS:

NAME OF RELATED ORGANIZATION:

SEVERICEMEMBERS LEGAL DEFENSE NETWORK FREEDOM TO SERVE

PRIMARY ACTIVITY: TO PROMOTE THE SOCIAL WELFARE OF SERVICEMEMBERS AFFECTED BY DESCRIMINATION.

EXHIBIT RR

2016 Tax Returns

Caution: Forms printed from within Adobe Acrobat products may not meet IRS or state taxing agency specifications. When using Acrobat 9.x products and later products, select "None"in the "Page Scaling" selection box in the Adobe "Print" dialog.

CLIENT'S COPY

CLIENT COPY

CBM
CENTERED ON YOUR SUCCESS

7910 WOODMONT AVENUE
SUITE 500
BETHESDA, MD 20814
(T) 301.986.0600
(F) 301.986.0432

1901 L STREET, NW
SUITE 750
WASHINGTON, DC 20036
(T) 202.822.0717
(F) 202.822.0739

April 7, 2017

OutServe-SLDN, INC.
PO BOX 65301
Washington, DC 20035-5301

OutServe-SLDN, INC.:

Enclosed are the original and one copy of the 2016 Exempt Organization return, as follows...

2016 Form 990

Please review the return for completeness and accuracy.

We sincerely appreciate the opportunity to serve you. Please contact us if you have any questions concerning the tax return.

Very truly yours,

Councilor, Buchanan & Mitchell, P.C.

CLIENT COPY

TAX RETURN FILING INSTRUCTIONS

FORM 990

FOR THE YEAR ENDING

December 31, 2016

Prepared for	OutServe-SLDN, INC. PO BOX 65301 Washington, DC 20035-5301
Prepared by	COUNCILOR, BUCHANAN & MITCHELL, PC 1901 L STREET, NW, SUITE 750 WASHINGTON, DC 20036
Amount due or refund	Not applicable
Make check payable to	Not applicable
Mail tax return and check (if applicable) to	Not applicable
Return must be mailed on or before	Not applicable
Special Instructions	This return has qualified for electronic filing. After you have reviewed the return for completeness and accuracy, please sign, date and return Form 8879-EO to our office. We will transmit the return electronically to the IRS and no further action is required. Return Form 8879-EO to us by May 15, 2017.

CLIENT COPY

600941
04-01-16

[redacted]

Form [redacted]

Department of the Treasury
Internal Revenue Service

[redacted]

For calendar year 2016, or fiscal year beginning _____, 2016, and ending _____, 20___

▶ Do not send to the IRS. Keep for your records.

▶ Information about Form 8879-EO and its instructions is at [redacted]

OMB No. 1545-1878

[redacted]

[redacted]

Employer identification number

[redacted]

[redacted]

[redacted] 1a, 2a, 3a, 4a, [redacted] 5a, [redacted] 1b, 2b, 3b, 4b, [redacted] 5b, [redacted] Do not [redacted]

1a	[redacted] ▶ [redacted]	b Total revenue, [redacted]	1b	[redacted]
2a	[redacted] ▶ [redacted]	b Total revenue, [redacted]	2b	
3a	[redacted] ▶ [redacted]	b Total tax [redacted]	3b	
4a	[redacted] ▶ [redacted]	b Tax based on investment income [redacted]	4b	
5a	[redacted] ▶ [redacted]	b Balance Due [redacted]	5b	

[redacted]

[redacted]

(a) [redacted] (b) [redacted] (c)

[redacted]

Officer's PIN: check one box only

[redacted]

[redacted] ERO firm name [redacted] Enter five numbers, but do not enter all zeros

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

ERO's EFIN/PIN. [redacted]

[redacted] do not enter all zeros

[redacted] Pub. 4163, [redacted]

e-file [redacted]

[redacted]

[redacted]

[redacted] For Paperwork Reduction Act Notice, see instructions. [redacted]

623051 09-26-16

[redacted]

Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

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

OMB No. 1545-0047

2016

Open to Public Inspection

A For the 2016 calendar year, or tax year beginning and ending

B Check if applicable:
- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Final return/ termin-ated
- ☐ Amended return
- ☐ Applica-tion pending

C Name of organization
OUTSERVE-SLDN, INC.

Doing business as

Number and street (or P.O. box if mail is not delivered to street address) Room/suite
PO BOX 65301

City or town, state or province, country, and ZIP or foreign postal code
WASHINGTON, DC 20035-5301

F Name and address of principal officer: JEFFRY PRIELA
SAME AS C ABOVE

D Employer identification number
-*****

E Telephone number
(202) 328-3244

G Gross receipts $ 499,063.

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

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

H(c) Group exemption number ▶

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

J Website: ▶ WWW.OUTSERVE-SLDN.ORG

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation: 1993 **M** State of legal domicile: DE

Part I Summary

1	Briefly describe the organization's mission or most significant activities: LEGAL AID; GOVERNMENT WATCHDOG		
2	Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.		
3	Number of voting members of the governing body (Part VI, line 1a)	3	9
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	9
5	Total number of individuals employed in calendar year 2016 (Part V, line 2a)	5	0
6	Total number of volunteers (estimate if necessary)	6	0
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

		Prior Year	Current Year
8	Contributions and grants (Part VIII, line 1h)	610,013.	499,063.
9	Program service revenue (Part VIII, line 2g)	0.	0.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	0.	0.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	0.
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	610,013.	499,063.
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 48,908.		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	324,582.	394,901.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	324,582.	394,901.
19	Revenue less expenses. Subtract line 18 from line 12	285,431.	104,162.

		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	839,349.	928,190.
21	Total liabilities (Part X, line 26)	91,309.	75,988.
22	Net assets or fund balances. Subtract line 21 from line 20	748,040.	852,202.

Part II Signature Block

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

Sign Here

▶ Signature of officer Date

▶ JEFFRY PRIELA, TREASURER
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
PATRICIA DROLET	PATRICIA DROLET	04/05/17	☐	P00362984

Firm's name ▶ COUNCILOR, BUCHANAN & MITCHELL, PC — Firm's EIN ▶ **-*******

Firm's address ▶ 1901 L STREET, NW, SUITE 750
WASHINGTON, DC 20036 — Phone no. (301) 986-0600

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

CLIENT COPY

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:
OUTSERVE-SLDN REPRESENTS THE U.S. LGBT MILITARY COMMUNITY WORLDWIDE. OUR MISSION IS TO: EDUCATE THE COMMUNITY, PROVIDE LEGAL SERVICES, ADVOCATE FOR AUTHENTIC TRANSGENDER SERVICE, PROVIDE DEVELOPMENTAL OPPORTUNITIES, SUPPORT MEMBERS, COMMUNICATE EFFECTIVELY, AND WORK

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ..... ☐ Yes ☒ No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ..... ☐ Yes ☒ No
If "Yes," describe these changes on Schedule O.

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

4a (Code:) (Expenses $ 37,637. including grants of $) (Revenue $)
COMMUNICATIONS; IN 2016, OUTSERVE-SLDN SHARED STORIES IN THE MEDIA OF LGBT MILITARY FAMILIES. WE JOINED NATIONAL AND REGIONAL CONVERSATIONS AND PUBLIC FORUMS ABOUT THE EXPERIENCES OF LGBT SERVICE MEMBERS IN THE POST-DADT ERA AND CONTINUED TO ADVOCATE FOR AUTHENTIC TRANSGENDER SERVICE. OUTSERVE-SLDN CONDUCTED A MEMBER SURVEY TO BETTER UNDERSTAND THE ISSUES FACING LGBT SERVICE MEMBERS AS THEY BUILD THEIR MILITARY CAREERS. OUTSERVE-SLDN MANAGED A STRONG SOCIAL MEDIA PRESENCE WITH OVER 75,000 FOLLOWERS.

4b (Code:) (Expenses $ 66,294. including grants of $) (Revenue $)
LEGAL & GOVERNMENT AFFAIRS: OUTSERVE-SLDN CONTINUED PROVIDING FREE LEGAL COUNSELING TO SERVICE MEMBERS WITH LEGAL ISSUES STEMMING FROM DISCRIMINATION ON ONE'S PERCEIVED OR ACTUAL SEXUAL ORIENTATION OR GENDER IDENTITY. IN ADDITION, OUTSERVE-SLDN CONTINUED PROVIDING ASSISTANCE TO VETERANS SEEKING TO UPGRADE OR CORRECT THEIR DISCHARGE PAPERWORK.

4c (Code:) (Expenses $ 158,783. including grants of $) (Revenue $)
MEMBER SERVICES: OUTSERVE-SLDN SUPPORTS ITS MEMBERS AND THEIR FAMILIES THROUGH PARTICIPATION IN NATIONAL AND REGIONAL PRIDE EVENTS. OUTSERVE-SLDN HOSTED ITS 5TH ANNUAL LGBT MILITARY LEADERSHIP CONFERENCE FOR MEMBERS IN MARCH 2016.

4d Other program services (Describe in Schedule O.)
(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ▶ 262,714.

[redacted]

CLIENT COPY

Part IV Checklist of Required Schedules

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

CLIENT COPY

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21		X
22	Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No", go to line 25a*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34	X	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X	
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		X
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

CLIENT COPY

Part V **Statements Regarding Other IRS Filings and Tax Compliance**

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

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	5		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c		X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	0		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b			
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?	3a			X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," to line 3b, provide an explanation in Schedule O*	3b			
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a			X
b	If "Yes," enter the name of the foreign country: ▶				
	See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a			X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b			X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c			
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a			X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b			
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?	7a			X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b			
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c			X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e			X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f			X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g			
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h			
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8			
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the sponsoring organization make any taxable distributions under section 4966?	9a			
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b			
10	**Section 501(c)(7) organizations.** Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter:				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?	12a			
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**				
a	Is the organization licensed to issue qualified health plans in more than one state?	13a			
	Note. See the instructions for additional information the organization must report on Schedule O.				
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a			X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*	14b			

CLIENT COPY

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

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

Section A. Governing Body and Management

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

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

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

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ AK,AL,AR,AZ,CA,CO,CT,DC,DE,FL,GA,HI

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

[X] Own website [ ] Another's website [X] Upon request [ ] Other *(explain in Schedule O)*

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

20 State the name, address, and telephone number of the person who possesses the organization's books and records: ▶

OUTSERVE-SLDN, INC - JEFFRY PRIELA - 202-328-3244
P.O. BOX 65301, WASHINGTON, DC 20035

CLIENT COPY

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

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) JEFFRY PRIELA TREASURER	5.00	X		X				0.	0.	0.
(2) WESLEY REYNOLDS VICE CHAIR	4.00	X		X				0.	0.	0.
(3) JEFFREY MUELLER CO - CHAIR	5.00	X		X				0.	0.	0.
(4) MONIQUE CLARKE DIRECTOR	4.00	X						0.	0.	0.
(5) ROBERT DOCKENDORFF DIRECTOR	4.00	X						0.	0.	0.
(6) JOSHUA FONTANEZ SECRETARY	4.00	X		X				0.	0.	0.
(7) BENJAMIN FINZEL DIRECTOR	4.00	X						0.	0.	0.
(8) LEE REINHART DIRECTOR	4.00	X						0.	0.	0.
(9) JOHN KLENERT DIRECTOR	4.00	X						0.	0.	0.

CLIENT COPY

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1b Sub-total ▶								0.	0.	0.
c Total from continuation sheets to Part VII, Section A ▶								0.	0.	0.
d Total (add lines 1b and 1c) ▶								0.	0.	0.

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

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

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

CLIENT COPY

Part VIII Statement of Revenue

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

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	499,063.				
	g Noncash contributions included in lines 1a-1f: $						
	h **Total.** Add lines 1a-1f			499,063.			
Program Service Revenue		**Business Code**					
	2a						
	b						
	c						
	d						
	e						
	f All other program service revenue						
	g **Total.** Add lines 2a-2f						
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)						
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
		(i) Real	(ii) Personal				
	6a Gross rents						
	b Less: rental expenses						
	c Rental income or (loss)						
	d Net rental income or (loss)						
		(i) Securities	(ii) Other				
	7a Gross amount from sales of assets other than inventory						
	b Less: cost or other basis and sales expenses						
	c Gain or (loss)						
	d Net gain or (loss)						
	8a Gross income from fundraising events (not including $ _____ of contributions reported on line 1c). See Part IV, line 18	a					
	b Less: direct expenses	b					
	c Net income or (loss) from fundraising events						
	9a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
	10a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
	Miscellaneous Revenue	**Business Code**					
	11a						
	b						
	c						
	d All other revenue						
	e **Total.** Add lines 11a-11d						
	12 **Total revenue.** See instructions.			499,063.	0.	0.	0.

CLIENT COPY

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21				
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management	70,914.	49,640.	14,183.	7,091.
b Legal	31,250.	31,250.		
c Accounting	36,611.		36,611.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	37,919.	16,175.		21,744.
12 Advertising and promotion	9,029.	8,785.	244.	
13 Office expenses	9,982.	2,294.	2,837.	4,851.
14 Information technology				
15 Royalties				
16 Occupancy	3,961.	1,670.	2,291.	
17 Travel	16,971.	11,500.	5,412.	59.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	144,405.	131,235.	779.	12,391.
20 Interest	4,431.		4,431.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	7,800.		7,800.	
23 Insurance	9,435.	4,305.	5,130.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a SERVICE CONTRACTS	7,403.	4,423.	2,980.	
b OTHER EXPENSES	3,598.	318.	508.	2,772.
c DUES AND SUBSCRIPTIONS	1,192.	1,119.	73.	
d				
e All other expenses				
25 **Total functional expenses.** Add lines 1 through 24e	394,901.	262,714.	83,279.	48,908.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

CLIENT COPY

Part X Balance Sheet

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

			(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing		1	
	2	Savings and temporary cash investments	248,199.	2	884,147.
	3	Pledges and grants receivable, net	10,613.	3	7,030.
	4	Accounts receivable, net	557,586.	4	20,000.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	6,599.	9	8,461.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a: 23,400.			
	b	Less: accumulated depreciation — 10b: 14,950.	16,250.	10c	8,450.
	11	Investments - publicly traded securities		11	
	12	Investments - other securities. See Part IV, line 11	102.	12	102.
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11		15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	839,349.	16	928,190.
Liabilities	17	Accounts payable and accrued expenses	4,697.	17	7,856.
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties	86,612.	23	68,132.
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26	**Total liabilities.** Add lines 17 through 25	91,309.	26	75,988.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	179,841.	27	825,172.
	28	Temporarily restricted net assets	568,199.	28	27,030.
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	748,040.	33	852,202.
	34	Total liabilities and net assets/fund balances	839,349.	34	928,190.

CLIENT COPY

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	499,063.
2	Total expenses (must equal Part IX, column (A), line 25)	2	394,901.
3	Revenue less expenses. Subtract line 2 from line 1	3	104,162.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	748,040.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	852,202.

Part XII Financial Statements and Reporting

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

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

CLIENT COPY

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ **Attach to Form 990 or Form 990-EZ.**

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

OMB No. 1545-0047

2016

Open to Public Inspection

Name of the organization	**Employer identification number**
OUTSERVE-SLDN, INC.	**-*******

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

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

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

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990 or 990-EZ).)

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

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

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

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

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

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

9 ☐ An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: _____

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

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

12 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3).** Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.

a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**

b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**

c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**

d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**

e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations .....

g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document? Yes	(iv) No	(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
Total						

CLIENT COPY

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	1364256.	495,323.	470,196.	610,013.	499,063.	3438851.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3	1364256.	495,323.	470,196.	610,013.	499,063.	3438851.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						1232698.
6 **Public support.** Subtract line 5 from line 4.						2206153.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
7 Amounts from line 4	1364256.	495,323.	470,196.	610,013.	499,063.	3438851.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	207.	440.	12.			659.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 **Total support.** Add lines 7 through 10						3439510.

12 Gross receipts from related activities, etc. (see instructions) 12 543,422.

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2016 (line 6, column (f) divided by line 11, column (f)) 14 64.14 %

15 Public support percentage from 2015 Schedule A, Part II, line 14 15 80.89 %

16a **33 1/3% support test - 2016.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☒

b **33 1/3% support test - 2015.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10% -facts-and-circumstances test - 2016.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

b **10% -facts-and-circumstances test - 2015.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

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

Schedule A (Form 990 or 990-EZ) 2016

CLIENT COPY

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support.** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 **Total support.** (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2016 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2015 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2016** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2015** Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2016.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support tests - 2015.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

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

CLIENT COPY

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

			Yes	No
1	Are all of the organization's supported organizations listed by name in the organization's governing documents? *If "No," describe in* ***Part VI*** *how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.*	1		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? *If "Yes," explain in* ***Part VI*** *how the organization determined that the supported organization was described in section 509(a)(1) or (2).*	2		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? *If "Yes," answer (b) and (c) below.*	3a		
b	Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? *If "Yes," describe in* ***Part VI*** *when and how the organization made the determination.*	3b		
c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? *If "Yes," explain in* ***Part VI*** *what controls the organization put in place to ensure such use.*	3c		
4a	Was any supported organization not organized in the United States ("foreign supported organization")? *If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.*	4a		
b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? *If "Yes," describe in* ***Part VI*** *how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.*	4b		
c	Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? *If "Yes," explain in* ***Part VI*** *what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.*	4c		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? *If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in* ***Part VI,*** *including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).*	5a		
b	**Type I or Type II only.** Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b		
c	**Substitutions only.** Was the substitution the result of an event beyond the organization's control?	5c		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? *If "Yes," provide detail in* ***Part VI.***	6		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? *If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).*	7		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? *If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).*	8		
9a	Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? *If "Yes," provide detail in* ***Part VI.***	9a		
b	Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? *If "Yes," provide detail in* ***Part VI.***	9b		
c	Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? *If "Yes," provide detail in* ***Part VI.***	9c		
10a	Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? *If "Yes," answer 10b below.*	10a		
b	Did the organization have any excess business holdings in the tax year? *(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)*	10b		

CLIENT COPY

Part IV Supporting Organizations *(continued)*

			Yes	No
11	Has the organization accepted a gift or contribution from any of the following persons?			
a	A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	11a		
b	A family member of a person described in (a) above?	11b		
c	A 35% controlled entity of a person described in (a) or (b) above? *If "Yes" to a, b, or c, provide detail in* ***Part VI.***	11c		

Section B. Type I Supporting Organizations

			Yes	No
1	Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? *If "No," describe in* ***Part VI*** *how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.*	1		
2	Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? *If "Yes," explain in* ***Part VI*** *how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.*	2		

Section C. Type II Supporting Organizations

			Yes	No
1	Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? *If "No," describe in* ***Part VI*** *how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).*	1		

Section D. All Type III Supporting Organizations

			Yes	No
1	Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	1		
2	Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? *If "No," explain in* ***Part VI*** *how the organization maintained a close and continuous working relationship with the supported organization(s).*	2		
3	By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? *If "Yes," describe in* ***Part VI*** *the role the organization's supported organizations played in this regard.*	3		

Section E. Type III Functionally Integrated Supporting Organizations

1 *Check the box next to the method that the organization used to satisfy the Integral Part Test during the yea* ***(see instructions).***

a ☐ The organization satisfied the Activities Test. *Complete* ***line 2*** *below.*

b ☐ The organization is the parent of each of its supported organizations. *Complete* ***line 3*** *below.*

c ☐ The organization supported a governmental entity. *Describe in Part VI how you supported a government entity (see instructions).*

			Yes	No
2	Activities Test. ***Answer (a) and (b) below.***			
a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? *If "Yes," then in* ***Part VI identify those supported organizations and explain*** *how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.*	2a		
b	Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? *If "Yes," explain in* ***Part VI*** *the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.*	2b		
3	Parent of Supported Organizations. ***Answer (a) and (b) below.***			
a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? *Provide details in* ***Part VI.***	3a		
b	Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? *If "Yes," describe in* ***Part VI*** *the role played by the organization in this regard.*	3b		

CLIENT COPY

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations**

1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI.) **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 **Adjusted Net Income** (subtract lines 5, 6, and 7 from line 4)	8		

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a Average monthly value of securities	1a		
b Average monthly cash balances	1b		
c Fair market value of other non-exempt-use assets	1c		
d **Total** (add lines 1a, 1b, and 1c)	1d		
e **Discount** claimed for blockage or other factors (explain in detail in **Part VI**):			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d	3		
4 Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by .035	6		
7 Recoveries of prior-year distributions	7		
8 **Minimum Asset Amount** (add line 7 to line 6)	8		

Section C - Distributable Amount			Current Year
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2 Enter 85% of line 1	2		
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4 Enter greater of line 2 or line 3	4		
5 Income tax imposed in prior year	5		
6 **Distributable Amount.** Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6		

7 ☐ Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).

CLIENT COPY

Schedule A (Form 990 or 990-EZ) 2016

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations** *(continued)*

Section D - Distributions		Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes	
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3	Administrative expenses paid to accomplish exempt purposes of supported organizations	
4	Amounts paid to acquire exempt-use assets	
5	Qualified set-aside amounts (prior IRS approval required)	
6	Other distributions (describe in **Part VI**). See instructions	
7	**Total annual distributions.** Add lines 1 through 6	
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in **Part VI**). See instructions	
9	Distributable amount for 2016 from Section C, line 6	
10	Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)		(i) Excess Distributions	(ii) Underdistributions Pre-2016	(iii) Distributable Amount for 2016
1	Distributable amount for 2016 from Section C, line 6			
2	Underdistributions, if any, for years prior to 2016 (reasonable cause required- explain in Part VI). See instructions			
3	Excess distributions carryover, if any, to 2016:			
a				
b				
c	From 2013			
d	From 2014			
e	From 2015			
f	**Total** of lines 3a through e			
g	Applied to underdistributions of prior years			
h	Applied to 2016 distributable amount			
i	Carryover from 2011 not applied (see instructions)			
j	Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4	Distributions for 2016 from Section D, line 7: $			
a	Applied to underdistributions of prior years			
b	Applied to 2016 distributable amount			
c	Remainder. Subtract lines 4a and 4b from 4			
5	Remaining underdistributions for years prior to 2016, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions			
6	Remaining underdistributions for 2016. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions			
7	**Excess distributions carryover to 2017.** Add lines 3j and 4c			
8	Breakdown of line 7:			
a				
b	Excess from 2013			
c	Excess from 2014			
d	Excess from 2015			
e	Excess from 2016			

CLIENT COPY

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

CLIENT COPY

OUTSERVE-SLDN, INC. **-*******

Schedule A **Identification of Excess Contributions Included on Part II, Line 5** **2016**

** Do Not File **
*** Not Open to Public Inspection ***

[redacted]

623171 04-01-16

[redacted]

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

Schedule of Contributors

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

OMB No. 1545-0047

2016

[redacted]

OUTSERVE-SLDN, INC.

-*****

[redacted]

[redacted]

[redacted]

[X] [redacted] 3 [redacted]

[ ] [redacted]

[ ] [redacted]

[redacted]

[ ] [redacted]

[ ] [redacted]

[ ] [redacted]

[redacted]

[redacted]

[redacted]

[ ] [redacted]

[redacted]

[X] [redacted]

[ ] [redacted]

[ ] [redacted]

[redacted]

[redacted]



Name of organization	Employer identification number
OUTSERVE-SLDN, INC.	**_*******

Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

CLIENT COPY

Name of organization: OUTSERVE-SLDN, INC.

Employer identification number: **_*******

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this info. once.) ▶ $_____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

CLIENT COPY

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**

▶ **Information about Schedule C (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990.***

OMB No. 1545-0047

2016

Open to Public Inspection

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization	Employer identification number
OUTSERVE-SLDN, INC.	**_*******

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political campaign activity expenditures ▶ $

3 Volunteer hours for political campaign activities

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ $

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ $

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No

4a Was a correction made? ☐ Yes ☐ No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ $

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ $

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ $

4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	**(b)** Address	**(c)** EIN	**(d)** Amount paid from filing organization's funds. If none, enter -0-.	**(e)** Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

CLIENT COPY

Part II-A **Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).**

A Check ▶ ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check ▶ ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)	2,051.	
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)	2,051.	
d Other exempt purpose expenditures	392,850.	
e Total exempt purpose expenditures (add lines 1c and 1d)	394,901.	
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.	78,980.	
g Grassroots nontaxable amount (enter 25% of line 1f)	19,745.	
h Subtract line 1g from line 1a. If zero or less, enter -0-	0.	
i Subtract line 1f from line 1c. If zero or less, enter -0-	0.	
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?	☐ Yes ☐ No	

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over $500,000	20% of the amount on line 1e.
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.

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 separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) Total
2a Lobbying nontaxable amount	177,676.		64,916.	78,980.	321,572.
b Lobbying ceiling amount (150% of line 2a, column(e))					482,358.
c Total lobbying expenditures	10,432.		2,167.	2,051.	14,650.
d Grassroots nontaxable amount	44,419.		16,229.	19,745.	80,393.
e Grassroots ceiling amount (150% of line 2d, column (e))					120,590.
f Grassroots lobbying expenditures	9,649.		2,167.	2,051.	13,867.

CLIENT COPY

Part II-B **Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).**

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a) Yes	(a) No	(b) Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
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 similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).**

			Yes	No
1	Were substantially all (90% or more) dues received nondeductible by members?	**1**		
2	Did the organization make only in-house lobbying expenditures of $2,000 or less?	**2**		
3	Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	**3**		

Part III-B **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."**

1	Dues, assessments and similar amounts from members	**1**	
2	Section 162(e) nondeductible lobbying and political expenditures **(do not include amounts of political expenses for which the section 527(f) tax was paid).**		
a	Current year	**2a**	
b	Carryover from last year	**2b**	
c	Total	**2c**	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	**3**	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	**4**	
5	Taxable amount of lobbying and political expenditures (see instructions)	**5**	

Part IV **Supplemental Information**

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

CLIENT COPY

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

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

OMB No. 1545-0047

2016

Open to Public Inspection

Name of the organization
OUTSERVE-SLDN, INC.

Employer identification number
_*****

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

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

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

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

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

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

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

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

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

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

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

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ _____

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

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

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

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

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

(i) Revenue included on Form 990, Part VIII, line 1 ▶ $ _____

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

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

a Revenue included on Form 990, Part VIII, line 1 ▶ $ _____

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

CLIENT COPY

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

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

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

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

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

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

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

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

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

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

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

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

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

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

a Board designated or quasi-endowment ▶ _____ %
b Permanent endowment ▶ _____ %
c Temporarily restricted endowment ▶ _____ %

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

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

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

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

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other	23,400.		14,950.	8,450.
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10c.)* ▶				8,450.

Schedule D (Form 990) 2016

CLIENT COPY

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 15.)* ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25.)* ▶	

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

CLIENT COPY

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements			1	863,924.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains (losses) on investments	2a			
b	Donated services and use of facilities	2b	364,861.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	364,861.
3	Subtract line **2e** from line **1**			3	499,063.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total revenue. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12.)*			5	499,063.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements			1	759,762.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	364,861.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	364,861.
3	Subtract line **2e** from line **1**			3	394,901.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total expenses. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18.)*			5	394,901.

Part XIII Supplemental Information.

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

PART X, LINE 2:

OS-SLDN REQUIRES THAT A TAX POSITION BE RECOGNIZED OR DERECOGNIZED BASED ON A "MORE-LIKELY-THAN-NOT" THRESHOLD. THIS APPLIES TO POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. OS-SLDN DOES NOT BELIEVE ITS FINANCIAL STATEMENTS INCLUDE, OR REFLECT, ANY UNCERTAIN TAX POSITIONS. OS-SLDN'S, FORM 990, RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX, IS SUBJECT TO EXAMINATION BY THE TAXING AUTHORITIES GENERALLY FOR THREE YEARS AFTER FILING.

CLIENT COPY

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 23.**
▶ **Attach to Form 990.**
▶ **Information about Schedule J (Form 990) and its instructions is at *www.irs.gov/form990.***

OMB No. 1545-0047

2016

Open to Public Inspection

Name of the organization: OUTSERVE-SLDN, INC.

Employer identification number: **_*******

Part I Questions Regarding Compensation

		Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.		
	☐ First-class or charter travel ☐ Housing allowance or residence for personal use		
	☐ Travel for companions ☐ Payments for business use of personal residence		
	☐ Tax indemnification and gross-up payments ☐ Health or social club dues or initiation fees		
	☐ Discretionary spending account ☐ Personal services (such as, maid, chauffeur, chef)		
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain **1b**		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a? **2**		
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.		
	☒ Compensation committee ☒ Written employment contract		
	☐ Independent compensation consultant ☒ Compensation survey or study		
	☒ Form 990 of other organizations ☒ Approval by the board or compensation committee		
4	During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:		
a	Receive a severance payment or change-of-control payment? **4a**		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan? **4b**		X
c	Participate in, or receive payment from, an equity-based compensation arrangement? **4c**		X
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		
	Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.		
5	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:		
a	The organization? **5a**		X
b	Any related organization? **5b**		X
	If "Yes" on line 5a or 5b, describe in Part III.		
6	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:		
a	The organization? **6a**		X
b	Any related organization? **6b**		X
	If "Yes" on line 6a or 6b, describe in Part III.		
7	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III **7**		X
8	Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III **8**		X
9	If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? **9**		

CLIENT COPY

Part II **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren t listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		**(B)** Breakdown of W-2 and/or 1099-MISC compensation			**(C)** Retirement and other deferred compensation	**(D)** Nontaxable benefits	**(E)** Total of columns (B)(i)-(D)	**(F)** Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	**(ii)** Bonus & incentive compensation	**(iii)** Other reportable compensation				
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

CLIENT COPY

Part III **Supplemental Information**

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

CLIENT COPY

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No. 1545-0047
2016
Open to Public Inspection

Name of the organization
OUTSERVE-SLDN, INC.

Employer identification number
_*****

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

TOWARDS EQUALITY FOR ALL.

FORM 990, PART VI, SECTION B, LINE 11B:

OS-SLDN'S FORM 990 AS DRAFTED BY OS-SLDN'S INDEPENDENT AUDITORS, IS FIRST REVIEWED BY THE DEPUTY FINANCIAL OFFICER. THEN, IT IS REVIEWED BY OS-SLDN'S AUDIT COMMITTEE (CHAIRED BY OS-SLDN'S TREASURER). THE AUDIT COMMITTEE SENDS THE FORM 990 TO THE BOARD, TOGETHER WITH ITS RECOMMENDATIONS. THE BOARD REVIEWS AND FINALLY APPROVES THE FORM 990, PRIOR TO ITS FILING.

FORM 990, PART VI, SECTION B, LINE 12C:

AS INDICATED IN THE CONFLICT OF INTEREST POLICY APPROVED BY THE BOARD OF DIRECTORS, EVERY NEW DIRECTOR, OFFICER, MEMBER OF THE MILITARY ADVISORY COUNCIL OR EMPLOYEE COMPLETES THE "DISCLOSURE STATEMENT" ON ELECTION OR APPOINTMENT, AND AT LEAST ANNUALLY THEREAFTER. THE GOVERNANCE COMMITTEE IS RESPONSIBLE FOR MONITORING COMPLIANCE WITH THIS POLICY. THE COMPLETED STATEMENTS ARE MAINTAINED, AS [redacted] MATERIALS, BY THE CHIEF FINANCIAL OFFICER.

FORM 990, PART VI, SECTION B, LINE 15:

AS PROVIDED IN THE SALARY ADMINISTRATION PROGRAM ADOPTED AS A POLICY BY THE OS-SLDN BOARD, ALL OS-SLDN EMPLOYEES, INCLUDING THE EXECUTIVE DIRECTOR AND KEY EMPLOYEES OF THE ORGANIZATION, ARE PAID IN A MANNER THAT IS CONSISTENT WITH THE COMPETITIVE LABOR MARKET IN OS-SLDN'S LOCATION. ONCE EVERY THREE YEARS, OS-SLDN OBTAINS DATA FROM SURVEYS ABOUT THE COMPARABILITY OF ITS

CLIENT COPY

Name of the organization: OUTSERVE-SLDN, INC.

Employer identification number: **-*******

SALARY SCALE WITH THE SALARIES PREVAILING IN THE SAME MARKET AREA. THIS SURVEY DATA IS OBTAINED FROM COMPARABLE ORGANIZATIONS, WITH A SIMILAR NUMBER OF EMPLOYEES AND REVENUE LEVEL, IN THE LOCAL GEOGRAPHICAL AREA. THE RESULTS OF THESE SALARY SURVEYS ARE USED BY OS-SLDN TO PERIODICALLY ADJUST ITS SALARY SCALE AND ARE MAINTAINED ON FILE. THE MINIMUMS AND MAXIMUMS FOR EACH LEVEL OF OS-SLDN'S SALARY SCALE ARE ESTABLISHED TO PROVIDE OS-SLDN WITH THE FLEXIBILITY TO PAY STAFF AT APPROPRIATE LEVELS IN RELATION TO THEIR QUALIFICATIONS, EXPERIENCE, AND RELATIVE INTERNAL CLASSIFICATION OF THE POSITION. FOR THE YEAR 2014, OS-SLDN INCURRED NO SALARY EXPENSE.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

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

FORM 990, PART VI, SECTION C, LINE 19:

OS-SLDN'S GOVERNING DOCUMENTS, AUDITED FINANCIAL STATEMENTS AND CONFLICT OF INTEREST POLICY ARE MADE AVAILABLE TO THE PUBLIC THROUGH THE INSTITUTION'S WEBSITE.

FORM 990, PART XII, LINE 2C:

THE AUDIT COMMITTEE ASSUMES RESPONSIBILITY FOR OVERSIGHT OF THE AUDIT AND SELECTION OF AN INDEPENDENT ACCOUNTANT. THIS PROCESS HAS NOT CHANGED FROM THE PRIOR YEAR.

CLIENT COPY

SCHEDULE R (Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.**

▶ **Attach to Form 990.**

▶ **Information about Schedule R (Form 990) and its instructions is at *www.irs.gov/form990.***

OMB No. 1545-0047

2016

Open to Public Inspection

Name of the organization
OUTSERVE-SLDN, INC.

Employer identification number
-*****

Part I **Identification of Disregarded Entities.** Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II **Identification of Related Tax-Exempt Organizations.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	(g) No
SEVERICEMEMBERS LEGAL DEFENSE NETWORK FREEDOM TO SERVE - 27-2268181, P.O. BOX 65301, WASHINGTON, DC 20035-5301	TO PROMOTE THE SOCIAL WELFARE OF SERVICEMEMBERS AFFECTED BY	DISTRICT OF COLUMBIA	501(C)(4)		N/A	X	

CLIENT COPY

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2016

SEE PART VII FOR CONTINUATIONS

632161 09-06-16 LHA

[redacted]

Part III **Identification of Related Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership

Part IV **Identification of Related Organizations Taxable as a Corporation or Trust.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity? Yes	(i) No

CLIENT COPY

[redacted]

Part V **Transactions With Related Organizations.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.		Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a Receipt of **(i)** interest, **(ii)** annuities, **(iii)** royalties, or **(iv)** rent from a controlled entity	1a		X
b Gift, grant, or capital contribution to related organization(s)	1b		X
c Gift, grant, or capital contribution from related organization(s)	1c		X
d Loans or loan guarantees to or for related organization(s)	1d		X
e Loans or loan guarantees by related organization(s)	1e		X
f Dividends from related organization(s)	1f		X
g Sale of assets to related organization(s)	1g		X
h Purchase of assets from related organization(s)	1h		X
i Exchange of assets with related organization(s)	1i		X
j Lease of facilities, equipment, or other assets to related organization(s)	1j		X
k Lease of facilities, equipment, or other assets from related organization(s)	1k		X
l Performance of services or membership or fundraising solicitations for related organization(s)	1l		X
m Performance of services or membership or fundraising solicitations by related organization(s)	1m		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n		X
o Sharing of paid employees with related organization(s)	1o		X
p Reimbursement paid to related organization(s) for expenses	1p		X
q Reimbursement paid by related organization(s) for expenses	1q		X
r Other transfer of cash or property to related organization(s)	1r		X
s Other transfer of cash or property from related organization(s)	1s		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

	(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

CLIENT COPY

[redacted]

Part VI **Unrelated Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners sec. 501(c)(3) orgs.? Yes	(e) No	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership

CLIENT COPY

[redacted]

Part VII **Supplemental Information.**

Provide additional information for responses to questions on Schedule R. See instructions.

PART II, IDENTIFICATION OF RELATED TAX-EXEMPT ORGANIZATIONS:

NAME OF RELATED ORGANIZATION:

SEVERICEMEMBERS LEGAL DEFENSE NETWORK FREEDOM TO SERVE

PRIMARY ACTIVITY: TO PROMOTE THE SOCIAL WELFARE OF SERVICEMEMBERS AFFECTED BY DESCRIMINATION.

CLIENT COPY

EXHIBIT SS

2017 Tax Returns

EXTENDED TO NOVEMBER 15, 2018

Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

OMB No. 1545-0047

2017

Open to Public Inspection

A For the 2017 calendar year, or tax year beginning and ending

B Check if applicable:
- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Final return/ terminated
- ☐ Amended return
- ☐ Application pending

C Name of organization
OUTSERVE-SLDN, INC.

Doing business as

Number and street (or P.O. box if mail is not delivered to street address) Room/suite
PO BOX 65301

City or town, state or province, country, and ZIP or foreign postal code
WASHINGTON, DC 20035-5301

F Name and address of principal officer: JEFFRY PRIELA
SAME AS C ABOVE

D Employer identification number
-*****

E Telephone number
(202) 328-3244

G Gross receipts $ 241,434.

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

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

H(c) Group exemption number ▶

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

J Website: ▶ WWW.OUTSERVE-SLDN.ORG

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation: 1993 **M** State of legal domicile: DE

Part I Summary

Activities & Governance	1	Briefly describe the organization's mission or most significant activities: LEGAL AID; GOVERNMENT WATCHDOG	
	2	Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.	
	3	Number of voting members of the governing body (Part VI, line 1a)	13
	4	Number of independent voting members of the governing body (Part VI, line 1b)	13
	5	Total number of individuals employed in calendar year 2017 (Part V, line 2a)	3
	6	Total number of volunteers (estimate if necessary)	0
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	0.
	b	Net unrelated business taxable income from Form 990-T, line 34	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	499,063.	234,570.
	9	Program service revenue (Part VIII, line 2g)	0.	0.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	0.	0.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	6,864.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	499,063.	241,434.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	95,078.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 68,823.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	394,901.	394,761.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	394,901.	489,839.
	19	Revenue less expenses. Subtract line 18 from line 12	104,162.	-248,405.

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	928,190.	630,256.
	21	Total liabilities (Part X, line 26)	75,988.	26,459.
	22	Net assets or fund balances. Subtract line 21 from line 20	852,202.	603,797.

Part II Signature Block

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

Sign Here

▶ Signature of officer Date

▶ JEFFRY PRIELA, TREASURER
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
PATRICIA DROLET	PATRICIA DROLET	06/28/18	☐	P00362984

Firm's name ▶ COUNCILOR, BUCHANAN & MITCHELL, PC Firm's EIN ▶ **-*******

Firm's address ▶ 1901 L STREET, NW, SUITE 750
WASHINGTON, DC 20036

Phone no. (301) 986-0600

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

Form **8868** (Rev. January 2017)

Department of the Treasury
Internal Revenue Service

Application for Automatic Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

▶ **Information about Form 8868 and its instructions is at *www.irs.gov/form8868* .**

OMB No. 1545-1709

Electronic filing *(e-file).* You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile*, click on Charities & Non-Profits, and click on *e-file* for *Charities and Non-Profits.*

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number

Type or print

File by the due date for filing your return. See instructions.

Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
OUTSERVE-SLDN, INC.	**-*******
Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 65301	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. WASHINGTON, DC 20035-5301	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ OUTSERVE-SLDN, INC - JEFFRY PRIELA P.O. BOX 65301 - WASHINGTON, DC 20035
  Telephone No. ▶ 202-328-3244 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box ..... ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ▶ ☐. If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until NOVEMBER 15, 2018, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year 2017 or
▶ ☐ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$	0.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$	0.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$	0.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form **8868** (Rev. 1-2017)

723841 04-01-17

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:
OUTSERVE-SLDN REPRESENTS THE U.S. LGBT MILITARY COMMUNITY WORLDWIDE. OUR MISSION IS TO: EDUCATE THE COMMUNITY, PROVIDE LEGAL SERVICES, ADVOCATE FOR AUTHENTIC TRANSGENDER SERVICE, PROVIDE DEVELOPMENTAL OPPORTUNITIES, SUPPORT MEMBERS, COMMUNICATE EFFECTIVELY, AND WORK

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ..... Yes X No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ..... Yes X No
If "Yes," describe these changes on Schedule O.

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

4a (Code:) (Expenses $ 46,402. including grants of $) (Revenue $)
COMMUNICATIONS; IN 2017, OUTSERVE-SLDN SHARED STORIES IN THE MEDIA OF LGBT MILITARY FAMILIES. WE JOINED NATIONAL AND REGIONAL CONVERSATIONS AND PUBLIC FORUMS ABOUT THE EXPERIENCES OF LGBT SERVICE MEMBERS IN THE POST-DADT ERA AND CONTINUED TO ADVOCATE FOR AUTHENTIC TRANSGENDER SERVICE. WE EDUCATED LBFT SERVICEMEMBERS AND VETERANS ABOUT THEIR RIGHT TO SERVE AND TO CORRECT NEGATIVE DISCHARGE/DISCIPLINE RELATED TO LGBT STATUS. OUTSERVE-SLDN MANAGED A STRONG SOCIAL MEDIA PRESENCE WITH OVER 70,000 FOLLOWERS.

4b (Code:) (Expenses $ 156,872. including grants of $) (Revenue $)
LEGAL & GOVERNMENT AFFAIRS: OUTSERVE-SLDN CONTINUED JOINED FORCES WITH OTHER LGBT ADVOCATES TO SUCCESSFULLY SUE FOR TRANSGENDER SERVICE RIGHTS. OUTSERVE-SLDN CONTINUED PROVIDING FREE LEGAL COUNSELING TO SERVICE MEMBERS WITH LEGAL ISSUES STEMMING FROM DISCRIMINATION ON ONE'S PERCEIVED OR ACTUAL SEXUAL ORIENTATION OR GENDER IDENTITY INCLUDING HIV POSITIVE AND TRANSGENDER SERVICE CASES. WE MANAGED OVER 400 LEGAL CASES IN 2017. IN ADDITION, OUTSERVE-SLDN CONTINUED PROVIDING ASSISTANCE TO VETERANS SEEKING TO UPGRADE OR CORRECT THEIR DISCHARGE PAPERWORK.

4c (Code:) (Expenses $ 192,578. including grants of $) (Revenue $)
MEMBER SERVICES: OUTSERVE-SLDN SUPPORTS ITS MEMBERS AND THEIR FAMILIES THROUGH PARTICIPATION IN NATIONAL AND REGIONAL PRIDE EVENTS. OUTSERVE-SLDN HOSTED ITS 6TH ANNUAL LGBT MILITARY LEADERSHIP CONFERENCE FOR MEMBERS IN MARCH 2017. WE EXPANDED EDUCATIONAL OPPORTUNITIES AND, THROUGH A YEAR-END MERGER, POSITIONED OUTSERVE-SLDN TO FURTHER EXPAND PARTNER AND FAMILY SERVICES IN THE FUTURE.

4d Other program services (Describe in Schedule O.)
(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ▶ 395,852.

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21		X
22	Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No", go to line 25a*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34	X	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X	
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		X
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	7		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c		X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	3		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b			X
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?	3a			X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," to line 3b, provide an explanation in Schedule O*	3b			
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a			X
b	If "Yes," enter the name of the foreign country: ▶				
	See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a			X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b			X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c			
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a			X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b			
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?	7a			X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b			
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c			X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e			X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f			X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g			
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h			
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8			
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the sponsoring organization make any taxable distributions under section 4966?	9a			
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b			
10	**Section 501(c)(7) organizations.** Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter:				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?	12a			
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**				
a	Is the organization licensed to issue qualified health plans in more than one state?	13a			
	Note. See the instructions for additional information the organization must report on Schedule O.				
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a			X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*	14b			

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

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

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	1a	13		
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.				
b	Enter the number of voting members included in line 1a, above, who are independent	1b	13		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2			X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3			X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4			X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5			X
6	Did the organization have members or stockholders?	6			X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a			X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b			X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a	The governing body?	8a		X	
b	Each committee with authority to act on behalf of the governing body?	8b		X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*	9			X

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

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

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ AK,AL,AR,AZ,CA,CO,CT,DC,DE,FL,GA,HI

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

[X] Own website [ ] Another's website [X] Upon request [ ] Other *(explain in Schedule O)*

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

20 State the name, address, and telephone number of the person who possesses the organization's books and records: ▶

OUTSERVE-SLDN, INC - JEFFRY PRIELA - 202-328-3244
P.O. BOX 65301, WASHINGTON, DC 20035

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

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) JEFFRY PRIELA	5.00									
TREASURER		X		X				0.	0.	0.
(2) WESLEY REYNOLDS	5.00									
CO-CHAIR		X		X				0.	0.	0.
(3) JEFFREY MUELLER	5.00									
CO-CHAIR		X		X				0.	0.	0.
(4) MONIQUE CLARKE	4.00									
DIRECTOR		X						0.	0.	0.
(5) ROBERT DOCKENDORFF	4.00									
DIRECTOR		X						0.	0.	0.
(6) JOSHUA FONTANEZ	4.00									
SECRETARY		X		X				0.	0.	0.
(7) BENJAMIN FINZEL	4.00									
DIRECTOR		X						0.	0.	0.
(8) LEE REINHART	4.00									
DIRECTOR		X						0.	0.	0.
(9) JOHN KLENERT	4.00									
DIRECTOR		X						0.	0.	0.
(10) SHARON BRACKETT	4.00									
DIRECTOR		X						0.	0.	0.
(11) SHAINA BARNES	4.00									
DIRECTOR		X						0.	0.	0.
(12) MICA WILLIS	4.00									
DIRECTOR		X						0.	0.	0.
(13) MATTHEW THORN	40.00									
EXECUTIVE DIRECTOR				X				73,220.	0.	0.

[redacted]

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1b Sub-total ▶								73,220.	0.	0.
c Total from continuation sheets to Part VII, Section A ▶								0.	0.	0.
d Total (add lines 1b and 1c) ▶								73,220.	0.	0.

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

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

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

Part VIII Statement of Revenue

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

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a	5,410.				
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	229,160.				
	g Noncash contributions included in lines 1a-1f: $						
	h **Total.** Add lines 1a-1f			234,570.			
Program Service Revenue		**Business Code**					
	2a						
	b						
	c						
	d						
	e						
	f All other program service revenue						
	g **Total.** Add lines 2a-2f						
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)						
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
		(i) Real	(ii) Personal				
	6a Gross rents						
	b Less: rental expenses						
	c Rental income or (loss)						
	d Net rental income or (loss)						
		(i) Securities	(ii) Other				
	7a Gross amount from sales of assets other than inventory						
	b Less: cost or other basis and sales expenses						
	c Gain or (loss)						
	d Net gain or (loss)						
	8a Gross income from fundraising events (not including $ _____ of contributions reported on line 1c). See Part IV, line 18	a					
	b Less: direct expenses	b					
	c Net income or (loss) from fundraising events						
	9a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
	10a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
	Miscellaneous Revenue	**Business Code**					
	11a OTHER INCOME	900099		6,864.	6,864.		
	b						
	c						
	d All other revenue						
	e **Total.** Add lines 11a-11d			6,864.			
	12 **Total revenue.** See instructions.			241,434.	6,864.	0.	0.

[redacted]

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21				
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	63,731.	46,524.	9,560.	7,647.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	24,157.	24,157.		
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes	7,190.	5,249.	1,078.	863.
11 Fees for services (non-employees):				
a Management				
b Legal	64,415.	64,415.		
c Accounting	40,138.	29,169.	6,094.	4,875.
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	97,967.	55,765.	1,825.	40,377.
12 Advertising and promotion	2,795.	2,795.		
13 Office expenses	9,664.	4,751.	580.	4,333.
14 Information technology				
15 Royalties				
16 Occupancy	4,443.	3,712.	407.	324.
17 Travel	31,313.	29,550.	686.	1,077.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	105,452.	102,888.	987.	1,577.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	7,800.	5,694.	1,170.	936.
23 Insurance	9,643.	7,439.	1,224.	980.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a SERVICE CONTRACTS	10,699.	8,647.	1,140.	912.
b OTHER EXPENSES	6,061.	1,674.	195.	4,192.
c DUES AND SUBSCRIPTIONS	2,871.	1,923.	218.	730.
d CONTRIBUTIONS AND GRANT	1,500.	1,500.		
e All other expenses				
25 **Total functional expenses.** Add lines 1 through 24e	489,839.	395,852.	25,164.	68,823.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

[redacted]

Part X Balance Sheet

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

			(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing		1	
	2	Savings and temporary cash investments	884,147.	2	564,267.
	3	Pledges and grants receivable, net	7,030.	3	38,862.
	4	Accounts receivable, net	20,000.	4	20,000.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	8,461.	9	6,401.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a: 23,400.			
	b	Less: accumulated depreciation — 10b: 22,750.	8,450.	10c	650.
	11	Investments - publicly traded securities		11	
	12	Investments - other securities. See Part IV, line 11	102.	12	76.
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11		15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	928,190.	16	630,256.
Liabilities	17	Accounts payable and accrued expenses	7,856.	17	26,459.
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties	68,132.	23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26	**Total liabilities.** Add lines 17 through 25	75,988.	26	26,459.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	825,172.	27	458,570.
	28	Temporarily restricted net assets	27,030.	28	145,227.
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	852,202.	33	603,797.
	34	Total liabilities and net assets/fund balances	928,190.	34	630,256.

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	241,434.
2	Total expenses (must equal Part IX, column (A), line 25)	2	489,839.
3	Revenue less expenses. Subtract line 2 from line 1	3	-248,405.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	852,202.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	603,797.

Part XII Financial Statements and Reporting

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

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

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ **Attach to Form 990 or Form 990-EZ.**

▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization	Employer identification number
OUTSERVE-SLDN, INC.	**_*******

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

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

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

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990 or 990-EZ).)

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

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

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

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

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

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

9 ☐ An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: _____

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

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

12 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3).** Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.

a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**

b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**

c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**

d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**

e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations .....

g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document? Yes	(iv) No	(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
Total						

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	495,323.	470,196.	610,013.	499,063.	234,570.	2309165.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3	495,323.	470,196.	610,013.	499,063.	234,570.	2309165.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						1129250.
6 **Public support.** Subtract line 5 from line 4.						1179915.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
7 Amounts from line 4	495,323.	470,196.	610,013.	499,063.	234,570.	2309165.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	440.	12.				452.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)					6,864.	6,864.
11 **Total support.** Add lines 7 through 10						2316481.

12 Gross receipts from related activities, etc. (see instructions)	12	238,309.

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2017 (line 6, column (f) divided by line 11, column (f))	14	50.94 %
15 Public support percentage from 2016 Schedule A, Part II, line 14	15	64.14 %

16a **33 1/3% support test - 2017.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☒

b **33 1/3% support test - 2016.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10% -facts-and-circumstances test - 2017.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

b **10% -facts-and-circumstances test - 2016.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

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

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support.** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 **Total support.** (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2017 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2016 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2017** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2016** Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2017.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support tests - 2016.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

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

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

			Yes	No
1	Are all of the organization's supported organizations listed by name in the organization's governing documents? *If "No," describe in* **Part VI** *how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.*	1		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? *If "Yes," explain in* **Part VI** *how the organization determined that the supported organization was described in section 509(a)(1) or (2).*	2		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? *If "Yes," answer (b) and (c) below.*	3a		
b	Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? *If "Yes," describe in* **Part VI** *when and how the organization made the determination.*	3b		
c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? *If "Yes," explain in* **Part VI** *what controls the organization put in place to ensure such use.*	3c		
4a	Was any supported organization not organized in the United States ("foreign supported organization")? *If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.*	4a		
b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? *If "Yes," describe in* **Part VI** *how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.*	4b		
c	Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? *If "Yes," explain in* **Part VI** *what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.*	4c		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? *If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in* **Part VI,** *including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).*	5a		
b	**Type I or Type II only.** Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b		
c	**Substitutions only.** Was the substitution the result of an event beyond the organization's control?	5c		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? *If "Yes," provide detail in* **Part VI.**	6		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? *If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).*	7		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? *If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).*	8		
9a	Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? *If "Yes," provide detail in* **Part VI.**	9a		
b	Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? *If "Yes," provide detail in* **Part VI.**	9b		
c	Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? *If "Yes," provide detail in* **Part VI.**	9c		
10a	Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? *If "Yes," answer 10b below.*	10a		
b	Did the organization have any excess business holdings in the tax year? *(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)*	10b		

Part IV Supporting Organizations *(continued)*

			Yes	No
11	Has the organization accepted a gift or contribution from any of the following persons?			
a	A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	**11a**		
b	A family member of a person described in (a) above?	**11b**		
c	A 35% controlled entity of a person described in (a) or (b) above? *If "Yes" to a, b, or c, provide detail in* **Part VI.**	**11c**		

Section B. Type I Supporting Organizations

			Yes	No
1	Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? *If "No," describe in* **Part VI** *how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.*	**1**		
2	Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? *If "Yes," explain in* **Part VI** *how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.*	**2**		

Section C. Type II Supporting Organizations

			Yes	No
1	Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? *If "No," describe in* **Part VI** *how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).*	**1**		

Section D. All Type III Supporting Organizations

			Yes	No
1	Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	**1**		
2	Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? *If "No," explain in* **Part VI** *how the organization maintained a close and continuous working relationship with the supported organization(s).*	**2**		
3	By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? *If "Yes," describe in* **Part VI** *the role the organization's supported organizations played in this regard.*	**3**		

Section E. Type III Functionally Integrated Supporting Organizations

1 *Check the box next to the method that the organization used to satisfy the Integral Part Test during the yea* **(see instructions).**

a ☐ The organization satisfied the Activities Test. *Complete* **line 2** *below.*

b ☐ The organization is the parent of each of its supported organizations. *Complete* **line 3** *below.*

c ☐ The organization supported a governmental entity. *Describe in* **Part VI** *how you supported a government entity (see instructions).*

			Yes	No
2	Activities Test. **Answer (a) and (b) below.**			
a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? *If "Yes," then in* **Part VI identify those supported organizations and explain** *how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.*	**2a**		
b	Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? *If "Yes," explain in* **Part VI** *the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.*	**2b**		
3	Parent of Supported Organizations. **Answer (a) and (b) below.**			
a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? *Provide details in* **Part VI.**	**3a**		
b	Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? *If "Yes," describe in* **Part VI** *the role played by the organization in this regard.*	**3b**		

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations**

1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI.) **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 **Adjusted Net Income** (subtract lines 5, 6, and 7 from line 4)	8		

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a Average monthly value of securities	1a		
b Average monthly cash balances	1b		
c Fair market value of other non-exempt-use assets	1c		
d **Total** (add lines 1a, 1b, and 1c)	1d		
e **Discount** claimed for blockage or other factors (explain in detail in **Part VI**):			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d	3		
4 Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by .035	6		
7 Recoveries of prior-year distributions	7		
8 **Minimum Asset Amount** (add line 7 to line 6)	8		

Section C - Distributable Amount			Current Year
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2 Enter 85% of line 1	2		
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4 Enter greater of line 2 or line 3	4		
5 Income tax imposed in prior year	5		
6 **Distributable Amount.** Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6		

7 ☐ Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).

Schedule A (Form 990 or 990-EZ) 2017

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations** *(continued)*

Section D - Distributions		Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes	
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3	Administrative expenses paid to accomplish exempt purposes of supported organizations	
4	Amounts paid to acquire exempt-use assets	
5	Qualified set-aside amounts (prior IRS approval required)	
6	Other distributions (describe in **Part VI**). See instructions.	
7	**Total annual distributions.** Add lines 1 through 6.	
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in **Part VI**). See instructions.	
9	Distributable amount for 2017 from Section C, line 6	
10	Line 8 amount divided by line 9 amount	

Section E - Distribution Allocations (see instructions)		(i) Excess Distributions	(ii) Underdistributions Pre-2017	(iii) Distributable Amount for 2017
1	Distributable amount for 2017 from Section C, line 6			
2	Underdistributions, if any, for years prior to 2017 (reasonable cause required- explain in **Part VI**). See instructions.			
3	Excess distributions carryover, if any, to 2017			
a				
b	From 2013			
c	From 2014			
d	From 2015			
e	From 2016			
f	**Total** of lines 3a through e			
g	Applied to underdistributions of prior years			
h	Applied to 2017 distributable amount			
i	Carryover from 2012 not applied (see instructions)			
j	Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4	Distributions for 2017 from Section D, line 7: $			
a	Applied to underdistributions of prior years			
b	Applied to 2017 distributable amount			
c	Remainder. Subtract lines 4a and 4b from 4.			
5	Remaining underdistributions for years prior to 2017, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in **Part VI.** See instructions.			
6	Remaining underdistributions for 2017. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in **Part VI**. See instructions.			
7	**Excess distributions carryover to 2018.** Add lines 3j and 4c.			
8	Breakdown of line 7:			
a	Excess from 2013			
b	Excess from 2014			
c	Excess from 2015			
d	Excess from 2016			
e	Excess from 2017			

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

[redacted]

OUTSERVE-SLDN, INC. **_*******

Schedule A **Identification of Excess Contributions Included on Part II, Line 5** **2017**

** Do Not File **

*** Not Open to Public Inspection ***

Contributor's Name	Total Contributions	Excess Contributions
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]

Total Excess Contributions to Schedule A, Part II, Line 5 .... [redacted]

723171 04-01-17

[redacted]

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

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2017

Name of the organization	Employer identification number
OUTSERVE-SLDN, INC.	**_*******

Org[redacted]

[redacted] [redacted]

[redacted] [X] [redacted] 3 [redacted]

[ ] [redacted]

[ ] [redacted]

[redacted] [ ] [redacted]

[ ] [redacted]

[ ] [redacted]

[redacted]

[redacted]

[redacted]

[ ] [redacted]

[redacted]

[X] [redacted]

[ ] [redacted]

[ ] [redacted]

[redacted] 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA [redacted] **Schedule B (Form 990, 990-EZ, or 990-PF) (2017)**

723451 11-01-17

[redacted]

Name of organization [redacted] **Employer identification number** [redacted]

[redacted] [redacted] (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
[redacted]	[redacted]	$ [redacted]	Person [redacted] Payroll [redacted] Noncash [redacted] (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
[redacted]	[redacted]	$ [redacted]	Person [redacted] Payroll [redacted] Noncash [redacted] (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
[redacted]	[redacted]	$ [redacted]	Person [redacted] Payroll [redacted] Noncash [redacted] (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
[redacted]	[redacted]	$ [redacted]	Person [redacted] Payroll [redacted] Noncash [redacted] (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
[redacted]	[redacted]	$ [redacted]	Person [redacted] Payroll [redacted] Noncash [redacted] (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
[redacted]	[redacted]	$ [redacted]	Person [redacted] Payroll [redacted] Noncash [redacted] (Complete Part II for noncash contributions.)

Name of organization: OUTSERVE-SLDN, INC.

Employer identification number: **_*******

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

OutServe-000000932

Name of organization: OUTSERVE-SLDN, INC.

Employer identification number: **_*******

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this info. once.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**

▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

OMB No. 1545-0047

2017

Open to Public Inspection

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization	Employer identification number
OUTSERVE-SLDN, INC.	**_*******

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political campaign activity expenditures ▶ $

3 Volunteer hours for political campaign activities

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ $

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ $

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No

4a Was a correction made? ☐ Yes ☐ No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ $

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ $

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ $

4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	**(b)** Address	**(c)** EIN	**(d)** Amount paid from filing organization's funds. If none, enter -0-.	**(e)** Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

Part II-A **Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).**

A Check ▶ ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check ▶ ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)	395.	
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)	395.	
d Other exempt purpose expenditures	489,444.	
e Total exempt purpose expenditures (add lines 1c and 1d)	489,839.	
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.	97,968.	
g Grassroots nontaxable amount (enter 25% of line 1f)	24,492.	
h Subtract line 1g from line 1a. If zero or less, enter -0-	0.	
i Subtract line 1f from line 1c. If zero or less, enter -0-	0.	
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?	☐ Yes ☐ No	

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over $500,000	20% of the amount on line 1e.
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.

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 separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) Total
2a Lobbying nontaxable amount		64,916.	78,980.	97,968.	241,864.
b Lobbying ceiling amount (150% of line 2a, column(e))					362,796.
c Total lobbying expenditures		2,167.	2,051.	395.	4,613.
d Grassroots nontaxable amount		16,229.	19,745.	24,492.	60,466.
e Grassroots ceiling amount (150% of line 2d, column (e))					90,699.
f Grassroots lobbying expenditures		2,167.	2,051.	395.	4,613.

Schedule C (Form 990 or 990-EZ) 2017

Part II-B **Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).**

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a) Yes	(a) No	(b) Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
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 similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).**

			Yes	No
1	Were substantially all (90% or more) dues received nondeductible by members?	**1**		
2	Did the organization make only in-house lobbying expenditures of $2,000 or less?	**2**		
3	Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	**3**		

Part III-B **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."**

1	Dues, assessments and similar amounts from members	**1**	
2	Section 162(e) nondeductible lobbying and political expenditures **(do not include amounts of political expenses for which the section 527(f) tax was paid).**		
a	Current year	**2a**	
b	Carryover from last year	**2b**	
c	Total	**2c**	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	**3**	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	**4**	
5	Taxable amount of lobbying and political expenditures (see instructions)	**5**	

Part IV **Supplemental Information**

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization
OUTSERVE-SLDN, INC.

Employer identification number
_*****

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

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

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

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

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

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

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

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2d	

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

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

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

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ _____

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

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

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

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

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

(i) Revenue included on Form 990, Part VIII, line 1 ▶ $ _____

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

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

a Revenue included on Form 990, Part VIII, line 1 ▶ $ _____

b Assets included in Form 990, Part X ▶ $

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

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

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

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

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

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

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

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

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

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

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

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

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

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

a Board designated or quasi-endowment ▶ _____%
b Permanent endowment ▶ _____%
c Temporarily restricted endowment ▶ _____%

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

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

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

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

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment	23,400.		22,750.	650.
e Other				
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10c.)* ▶				650.

Schedule D (Form 990) 2017

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 15.)* ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25.)* ▶	

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

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements			1	2,339,255.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains (losses) on investments	2a			
b	Donated services and use of facilities	2b	2,097,821.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	2,097,821.
3	Subtract line **2e** from line **1**			3	241,434.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total revenue. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12.)*			5	241,434.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements			1	2,587,660.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	2,097,821.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	2,097,821.
3	Subtract line **2e** from line **1**			3	489,839.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total expenses. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18.)*			5	489,839.

Part XIII Supplemental Information.

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

PART X, LINE 2:

OS-SLDN REQUIRES THAT A TAX POSITION BE RECOGNIZED OR DERECOGNIZED BASED ON A "MORE-LIKELY-THAN-NOT" THRESHOLD. THIS APPLIES TO POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. OS-SLDN DOES NOT BELIEVE ITS FINANCIAL STATEMENTS INCLUDE, OR REFLECT, ANY UNCERTAIN TAX POSITIONS. OS-SLDN'S, FORM 990, RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX, IS SUBJECT TO EXAMINATION BY THE TAXING AUTHORITIES GENERALLY FOR THREE YEARS AFTER FILING.

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 23.**
▶ **Attach to Form 990.**
▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization

OUTSERVE-SLDN, INC.

Employer identification number

_*****

Part I Questions Regarding Compensation

		Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.		
	☐ First-class or charter travel ☐ Housing allowance or residence for personal use		
	☐ Travel for companions ☐ Payments for business use of personal residence		
	☐ Tax indemnification and gross-up payments ☐ Health or social club dues or initiation fees		
	☐ Discretionary spending account ☐ Personal services (such as, maid, chauffeur, chef)		
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain **1b**		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a? **2**		
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.		
	☒ Compensation committee ☒ Written employment contract		
	☐ Independent compensation consultant ☒ Compensation survey or study		
	☒ Form 990 of other organizations ☒ Approval by the board or compensation committee		
4	During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:		
a	Receive a severance payment or change-of-control payment? **4a**		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan? **4b**		X
c	Participate in, or receive payment from, an equity-based compensation arrangement? **4c**		X
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		
	Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.		
5	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:		
a	The organization? **5a**		X
b	Any related organization? **5b**		X
	If "Yes" on line 5a or 5b, describe in Part III.		
6	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:		
a	The organization? **6a**		X
b	Any related organization? **6b**		X
	If "Yes" on line 6a or 6b, describe in Part III.		
7	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III **7**		X
8	Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III **8**		X
9	If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? **9**		

Part II **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren t listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		**(B)** Breakdown of W-2 and/or 1099-MISC compensation			**(C)** Retirement and other deferred compensation	**(D)** Nontaxable benefits	**(E)** Total of columns (B)(i)-(D)	**(F)** Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	**(ii)** Bonus & incentive compensation	**(iii)** Other reportable compensation				
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

[redacted]

Part III **Supplemental Information**

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization
OUTSERVE-SLDN, INC.

Employer identification number
_*****

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

TOWARDS EQUALITY FOR ALL.

FORM 990, PART VI, SECTION B, LINE 11B:

OS-SLDN'S FORM 990 AS DRAFTED BY OS-SLDN'S INDEPENDENT AUDITORS, IS FIRST REVIEWED BY THE DEPUTY FINANCIAL OFFICER. THEN, IT IS REVIEWED BY OS-SLDN'S AUDIT COMMITTEE (CHAIRED BY OS-SLDN'S TREASURER). THE AUDIT COMMITTEE SENDS THE FORM 990 TO THE BOARD, TOGETHER WITH ITS RECOMMENDATIONS. THE BOARD REVIEWS AND FINALLY APPROVES THE FORM 990, PRIOR TO ITS FILING.

FORM 990, PART VI, SECTION B, LINE 12C:

AS INDICATED IN THE CONFLICT OF INTEREST POLICY APPROVED BY THE BOARD OF DIRECTORS, EVERY NEW DIRECTOR, OFFICER, MEMBER OF THE MILITARY ADVISORY COUNCIL OR EMPLOYEE COMPLETES THE "DISCLOSURE STATEMENT" ON ELECTION OR APPOINTMENT, AND AT LEAST ANNUALLY THEREAFTER. THE GOVERNANCE COMMITTEE IS RESPONSIBLE FOR MONITORING COMPLIANCE WITH THIS POLICY. THE COMPLETED STATEMENTS ARE MAINTAINED, AS [redacted] MATERIALS, BY THE CHIEF FINANCIAL OFFICER.

FORM 990, PART VI, SECTION B, LINE 15:

AS PROVIDED IN THE SALARY ADMINISTRATION PROGRAM ADOPTED AS A POLICY BY THE OS-SLDN BOARD, ALL OS-SLDN EMPLOYEES, INCLUDING THE EXECUTIVE DIRECTOR AND KEY EMPLOYEES OF THE ORGANIZATION, ARE PAID IN A MANNER THAT IS CONSISTENT WITH THE COMPETITIVE LABOR MARKET IN OS-SLDN'S LOCATION. ONCE EVERY THREE YEARS, OS-SLDN OBTAINS DATA FROM SURVEYS ABOUT THE COMPARABILITY OF ITS

Name of the organization: OUTSERVE-SLDN, INC. | Employer identification number: **-*******

SALARY SCALE WITH THE SALARIES PREVAILING IN THE SAME MARKET AREA. THIS SURVEY DATA IS OBTAINED FROM COMPARABLE ORGANIZATIONS, WITH A SIMILAR NUMBER OF EMPLOYEES AND REVENUE LEVEL, IN THE LOCAL GEOGRAPHICAL AREA. THE RESULTS OF THESE SALARY SURVEYS ARE USED BY OS-SLDN TO PERIODICALLY ADJUST ITS SALARY SCALE AND ARE MAINTAINED ON FILE. THE MINIMUMS AND MAXIMUMS FOR EACH LEVEL OF OS-SLDN'S SALARY SCALE ARE ESTABLISHED TO PROVIDE OS-SLDN WITH THE FLEXIBILITY TO PAY STAFF AT APPROPRIATE LEVELS IN RELATION TO THEIR QUALIFICATIONS, EXPERIENCE, AND RELATIVE INTERNAL CLASSIFICATION OF THE POSITION.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

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

FORM 990, PART VI, SECTION C, LINE 19:

OS-SLDN'S GOVERNING DOCUMENTS, AUDITED FINANCIAL STATEMENTS AND CONFLICT OF INTEREST POLICY ARE MADE AVAILABLE TO THE PUBLIC THROUGH THE INSTITUTION'S WEBSITE.

FORM 990, PART IX, LINE 11G, OTHER FEES:

DEVELOPMENT:

PROGRAM SERVICE EXPENSES	0.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	21,712.
TOTAL EXPENSES	21,712.

OTHER:

PROGRAM SERVICE EXPENSES	55,765.



Name of the organization: OUTSERVE-SLDN, INC.

Employer identification number: **-*******

MANAGEMENT AND GENERAL EXPENSES	1,825.
FUNDRAISING EXPENSES	18,665.
TOTAL EXPENSES	76,255.
TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A	97,967.

FORM 990, PART XII, LINE 2C:

THE AUDIT COMMITTEE ASSUMES RESPONSIBILITY FOR OVERSIGHT OF THE AUDIT AND SELECTION OF AN INDEPENDENT ACCOUNTANT. THIS PROCESS HAS NOT CHANGED FROM THE PRIOR YEAR.

SCHEDULE R (Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.**

▶ **Attach to Form 990.**

▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization
OUTSERVE-SLDN, INC.

Employer identification number
-*****

Part I **Identification of Disregarded Entities.** Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II **Identification of Related Tax-Exempt Organizations.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	(g) Section 512(b)(13) controlled entity? No
SEVERICEMEMBERS LEGAL DEFENSE NETWORK FREEDOM TO SERVE - 27-2268181, P.O. BOX 65301, WASHINGTON, DC 20035-5301	TO PROMOTE THE SOCIAL WELFARE OF SERVICEMEMBERS AFFECTED BY	DISTRICT OF COLUMBIA	501(C)(4)		N/A	X	

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2017

SEE PART VII FOR CONTINUATIONS

732161 09-11-17 LHA

[redacted]

Part III **Identification of Related Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership

Part IV **Identification of Related Organizations Taxable as a Corporation or Trust.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity? Yes	(i) No

[redacted]

Part V **Transactions With Related Organizations.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.		Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a Receipt of **(i)** interest, **(ii)** annuities, **(iii)** royalties, or **(iv)** rent from a controlled entity	1a		X
b Gift, grant, or capital contribution to related organization(s)	1b		X
c Gift, grant, or capital contribution from related organization(s)	1c		X
d Loans or loan guarantees to or for related organization(s)	1d		X
e Loans or loan guarantees by related organization(s)	1e		X
f Dividends from related organization(s)	1f		X
g Sale of assets to related organization(s)	1g		X
h Purchase of assets from related organization(s)	1h		X
i Exchange of assets with related organization(s)	1i		X
j Lease of facilities, equipment, or other assets to related organization(s)	1j		X
k Lease of facilities, equipment, or other assets from related organization(s)	1k		X
l Performance of services or membership or fundraising solicitations for related organization(s)	1l		X
m Performance of services or membership or fundraising solicitations by related organization(s)	1m		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n		X
o Sharing of paid employees with related organization(s)	1o		X
p Reimbursement paid to related organization(s) for expenses	1p		X
q Reimbursement paid by related organization(s) for expenses	1q		X
r Other transfer of cash or property to related organization(s)	1r		X
s Other transfer of cash or property from related organization(s)	1s		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

[redacted]

Part VI **Unrelated Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners sec. 501(c)(3) orgs.? Yes	(e) No	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership

Schedule R (Form 990) 2017

[redacted]

Part VII **Supplemental Information.**

Provide additional information for responses to questions on Schedule R. See instructions.

PART II, IDENTIFICATION OF RELATED TAX-EXEMPT ORGANIZATIONS:

NAME OF RELATED ORGANIZATION:

SEVERICEMEMBERS LEGAL DEFENSE NETWORK FREEDOM TO SERVE

PRIMARY ACTIVITY: TO PROMOTE THE SOCIAL WELFARE OF SERVICEMEMBERS AFFECTED BY DISCRIMINATION.

EXHIBIT TT

Internal Memo. on 2018 Organizational EOY Report

INTERNAL MEMORANDUM

This Document Contains Sensitive & Private Information

(Do not share with individuals outside the Organization absent express permission from its author)

To: Members of the Board of Directors
Cc: Members of the Military & Veterans Advisory Council
Members of the Staff

From: Andy Blevins, Executive Director

Re: 2018 Organizational EOY Report

[redacted]

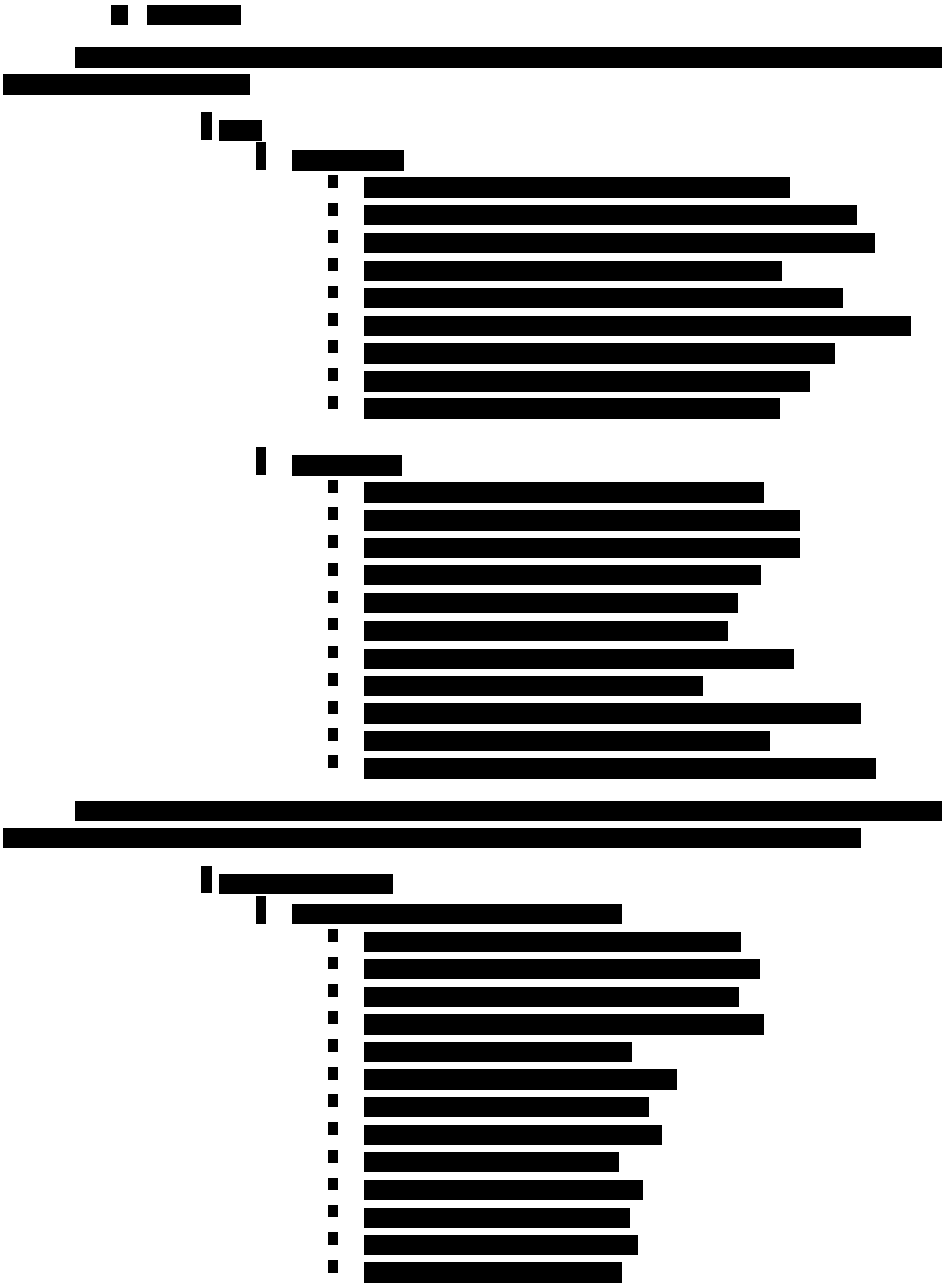
[redacted]

[redacted]

[redacted]

- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]

[redacted]





[redacted]

[redacted]

EXHIBIT UU

Ordinary Income/Expense Statement
Jan.-Dec. 2017

OutServe-SLDN, Inc.
Profit & Loss Budget vs. Actual
January through December 2017

	Jan - Dec 17	Budget	Comments/Variance Notes
[redacted]			

OutServe-SLDN, Inc.
Profit & Loss Budget vs. Actual
January through December 2017

	Jan - Dec 17	Budget	Comments/Variance Notes
[redacted]			

EXHIBIT VV

Plfs.' Second Supp. Resps. to Defs.' First Set of Interrogs.

[redacted]

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division

RICHARD ROE et al., Plaintiffs, v. MARK T. ESPER et al., Defendants.	Civ. No. 1:18-cv-01565 LMB IDD
NICHOLAS HARRISON et al., Plaintiffs, v. MARK T. ESPER et al., Defendants.	CIVIL ACTION NO. 1:18-CV-00641

PLAINTIFF OUTSERVE-SLDN. INC.'S SECOND SUPPLEMENTAL RESPONSES TO DEFENDANTS' FIRST SET OF INTERROGATORIES

In accordance with Rules 26(e)(1)(A) and 33 of the Federal Rule of Civil Procedure, Plaintiff OutServe-SLDN, Inc., through undersigned counsel, provides the following supplemental responses to Defendants' First Set of Interrogatories. In presenting these objections, Plaintiff does not waive any further objection in pretrial motions practice or at trial to the admissibility of evidence on any appropriate ground.

SUPPLEMENTAL RESPOSNES TO SPECIFIC INTERROGATORIES

Interrogatory No. 3. Describe in detail how OutServe has suffered direct injury in *Harrison* or *Roe*.

Objection: Plaintiff OutServe objects to this interrogatory to the extent it seeks information protected by the attorney-client privilege and the work product privilege.

[redacted]

Supplemental Response: Subject to its objection, OutServe supplements its response to this interrogatory as follows: OutServe has suffered direct organizational injury because it has been required to divert the organization's resources to address and counteract policies, actions, and decisions from the Department of Defense and Service branches that harm OutServe members who are living with HIV, as follows:

Expansion of OutServe's Mission to Include HIV. After the repeal of Don't Ask Don't Tell ("DADT") in 2012, OutServe started to broaden its focus to include additional constituencies beyond just lesbian, gay, and bisexual people who had been affected by DADT—for example, advocating for open and authentic military service by transgender people. OutServe lost all its staff in 2013, making expansion of programs and services difficult. For a period, OutServe was operated by a volunteer Board of Directors, assisted by volunteers and some paid consultants.

Around that time, OutServe adopted a mission "to: educate the community, provide legal services, advocate for authentic transgender service, provide developmental opportunities, support members and local chapters, communicate effectively, and work towards equality for all." The part of the mission directed to "work[ing] toward equality for all" allowed for expansion of programs and services when needed to address the unequal, discriminatory, or unfair treatment of members of the communities that OutServe serves.

One of the areas OutServe identified for expansion was addressing the military's policies surrounding HIV. In September 2015, the Board discussed potential programming and advocacy initiatives on two HIV-related issues: (1) the inconsistent access to pre-exposure prophylaxis ("PrEP," a biomedical intervention that prevents the spread of HIV through daily medication taken by people who do *not* have HIV) by service members who consider themselves at risk for

[redacted]

HIV exposure, and (2) accession standards, which operate as a categorical bar to people living with HIV enlisting or commissioning into service. The Board discussed how advances in HIV medical science and the understanding of HIV possibly made these military regulations outdated.

In 2016, OutServe received inquiries from two people who were cadets at U.S. military academies and living with HIV. Both faced the prospect of being denied their commissions because of their HIV status. OutServe engaged in advocacy on behalf of these cadets by interacting with sub-cabinet-level personnel at the Department of Defense. Executive Director Matt Thorn and OutServe staff planned to increase policy and advocacy efforts on broader HIV issues—particularly as to accessions and retention of service members with HIV—on the assumption that an LGBT- and HIV-friendly administration would be elected in November 2016. With the election of President Trump, however, broad-based policy efforts were abandoned, and OutServe's work focused on addressing the legal needs of its members with HIV and, when possible, engaging Congressional allies on smaller, discrete issues related to HIV.

Advocacy and policy efforts with Congress resumed in February 2018 after the Department of Defense issued a Memorandum re DoD Retention Policy for Non-Deployable Service Members (referred to as "Deploy or Get Out").

Staffing. In 2015, OutServe started to re-hire permanent staff: an Interim Executive Director in February; Counsel, who later became Legal Director, in November; and a Legal & Policy Associate, with duties primarily focused on providing legal services to individual clients, in December. Dedicated staff, particularly legal staff, facilitated the expansion of legal services to include not just legacy programs (mostly discharge upgrades), but also individual members who needed legal assistance because of issues they were facing based on their sexual orientation, gender identity, or HIV status.

[redacted]

Since 2015, OutServe's staff size has fluctuated but always remained small, especially in the legal department. And even while staff hires have continued since 2015, Legal Director Peter Perkowski has always been the only lawyer in the department that is the member of a State Bar in any jurisdiction. As the only barred attorney on OutServe's staff, Mr. Perkowski is necessarily involved in supervising the work of other personnel providing legal services to members, in addition to directly assisting clients himself. Further, because of Mr. Perkowski's extensive knowledge and experience in HIV matters, and the complexities around continuing to serve in the U.S. Armed Forces after being diagnosed with HIV, he handles all inquiries from members with HIV except for routine questions and requests for information. Consequently, as the number of inquiries from people with HIV have increased, the time required to deal with them has increased—as detailed below, often at the expense of other matters.

Mr. Perkowski's responsibilities also extend to policy and advocacy matters as they relate to HIV and beyond, and some educational and programmatic matters to the extent they are legal in nature (*e.g.*, the Freedom to Serve publication) or relate to HIV (*e.g.*, the HIV 101 education program). Mr. Perkowski also handles the internal legal matters of the organization, including mergers and acquisitions, governance issues, and other matters as they arise.

Mr. Perkowski was hired as a part-time paid contractor, but as the workload of the department has increased, his contribution has ranged from part- to full-time as needed.

OutServe has employed other staff in the legal & policy department:

Andy Blevins	2016: Legal & Policy Associate (part-time, paid) 2017: Legal & Policy Manager (part-time, paid) Mar.-July 2018: Law & Policy Director (part-time, paid) July-Oct. 2018: VP Operations & Strategy (part-time, paid) Since Oct. 2018: Executive Director (non-legal)
Lauren Anderson	Feb. – Aug. 2016: Legal intern (part-time, unpaid)
Emily Dougherty	Aug. – Nov. 2016: Legal intern (part-time, unpaid)

[redacted]

Felipe Rendon	Feb. 2017 – Mar. 2018: Legal & Policy Associate (part-time, paid)
Kai River Blevins	Aug. – Dec. 2017: Legal & Policy Research Associate (part-time, unpaid)
Michael Anderson	Jan. – Oct. 2017: Policy Associate (part-time, paid)
Dimitri Pixley	Feb. – Oct. 2017: Policy Associate (part-time, unpaid)
Hanna Tripp	July 2018 – Oct. 2018: Legal & Policy Associate (part-time, paid)
Corrine Cole	Summer 2017: Legal research clerk (part-time, unpaid); Sept. 2018 – June 2019: Legal & Policy Manager (paid, part-time)
Michael Daurio	Summer 2018: Legal Intern (full-time, unpaid)
Aerica Siegal	Aug. – Nov. 2018: Legal Intern (part-time, unpaid)
Bridget Lawson	Nov. 2018 – Apr. 2019: Legal Intern (part-time, unpaid)
Shanae Jung	Nov. 2018 – Apr. 2019: Legal Intern (part-time, unpaid)
Alex Garmenstani	Jan. 2019 – present: Policy & Advocacy Intern (part-time, unpaid)
Chris Conrad	May. 2019 – present: Policy & Advocacy Intern (party-time, unpaid)

Policy staff (Michael Anderson, Dmitri Pixley, Alex Garmenstani, and Chris Conrad) did not or do not work on legal matters. Legal staff have worked on research projects, preparing documents, reviewing and summarizing files, and doing client intake and other interactions with clients. Except for Corrine Cole (during her stint as Legal & Policy Manager), and Andy Blevins since January 2019, none of these staff members had graduated from law school, and several were not even law students.

Escalating Workload Related to HIV. While OutServe continued to have limited staff resources to provide members with legal services, both the total number of members seeking

[redacted]

legal help, and the the number of members seeking assistance with issues related to HIV, have dramatically increased.

In 2016, available records show that OutServe served 171 clients needing legal assistance. Of those, three members sought legal assistance related to Defendants' HIV policies. One was a member of the Reserves who was being or had been separated due to HIV and could not re-enlist because of Defendants' categorical bar on the accession into military service by people with HIV. Two other clients had been or were being denied a commission upon graduating from Service academies. (Four other clients with HIV contacted OutServe in 2016. All four were veterans, and two of them needed assistance unrelated to HIV.)

In 2017, requests for legal services overall, and legal services related to HIV specifically, increased. OutServe received 317 requests for legal assistance. Of those, six were from people living with HIV, and five of them needed legal assistance related to Defendants' HIV policies. The requests fell into the following categories:

- *Accessions*: Three people encountered barriers to accessing because of their HIV status: one was refused a commission upon graduating from the Naval Academy; one was an enlisted man denied a commission into the JAG corps; and the third wanted to enlist but was prevented from doing so because of Defendants' policies.
- *Discipline and separation*: Two faced discipline, including court martial or involuntary separation, because of their HIV status.
- *Veteran*: One was a veteran who had been negatively affected by Defendants' HIV policies while in the Navy.

[redacted]

The following year, 2018, showed a dramatic increase in legal services related to HIV. OutServe received 393 inquiries through its legal help desk. Of those, 24 were from people living with HIV. The requests fell into the following categories:

- *Retention/"Deploy or Get Out"/Deployment Restrictions*: Fifteen people had issues related to deployment and retention because of HIV. Several service members needed advice related to the possible effect that the "Deploy or Get Out" policy, announced in February 2018, would have on people living with HIV. At bottom, these individuals needed advice and assistance because military policy places restrictions on their deployment. Others wanted to deploy or take duty assignments outside the United States but couldn't because of policy restrictions related to HIV. Many were either in, or worried about being put in, the Disability Evaluation System because they had been diagnosed with HIV; those who are in the Air Force were worried about being involuntary separated because of HIV.
- *Assignment restrictions*: Two people had issues with duty restrictions they experienced because of their HIV status. One was an Air Force pilot who was grounded after his HIV diagnosis; another was a flight medic who had his status pulled after his HIV diagnosis.
- *Discipline/administrative separation*: Two faced discipline—either court martial or involuntary separation—because of their HIV status.
- *Accessions/commissioning*: Five people faced barriers to enlisting or commissioning because of their HIV status. One was separated when his HIV was diagnosed upon initial medical evaluation to be matriculated at the U.S. Military Academy Prep School ("USMAPS"); though he had given up a secure spot in the

[redacted]

Army National Guard to join USMAPS, he was not allowed to return. Another had been medically cleared to join the Army National Guard and was set to begin basic training when an HIV diagnosis caused him to be separated. Two others were enlisted men wanting to commission as officers, and the fifth was a graduate from a Service academy who had been refused a commission.

Through June 30, 2019, the data show that inquiries due to HIV status and problems resulting from that status continue to increase, with a total of 15 inquiries already made. All but six of these inquiries concerned retention in service, accession into service, or separation due to HIV status. Data concerning the total number of legal inquiries received is not available.

Diversion of Resources. Because of the scarcity of resources (mainly staff time and availability), OutServe makes difficult choices around prioritizing clients, programs, and services. Typically, OutServe chooses to focus on tasks that have the highest impact—*i.e.*, that will help the largest number of people or result in the most significant systemic changes—or that attempts to help individuals in the direst need, such as those who are in legal jeopardy (*e.g.*, court-martial) or in danger of involuntary separation (*e.g.*, administrative separation board hearings, appeals, and disciplinary proceedings). This "triage" system ensures that some people aren't left behind while OutServe spends valuable resources on matters that are less important, less urgent, or less critical.

Because of the nature of the calls OutServe receives from service members with HIV, OutServe has often prioritized them over other programs and services, and sometimes over other clients. This is because these members are often in the direst situations (*e.g.*, on the verge of being separated) and/or their problems are affecting a large number of other OutServe members. But even when service members with HIV call with non-critical issues—such as having been

[redacted]

recently diagnosed—assisting them can be time- and resource-intensive. It involves providing non-litigation support and information (such as scientific and medical information); counseling on strategies; giving legal advice and consultation; and even providing emotional and social support. This often involves engaging in lengthy phone calls, and can also include conducting research and investigations, writing letters, engaging with detailed JAG counsel, and assisting with the preparation of administrative appeal documents.

Doing this work for people living with HIV has resulted in OutServe staff delaying or curtailing other projects, programs, and services.

Organizational projects: The following organizational programs and projects were delayed because the time resources needed for the research and drafting to implement them were allocated to research and advocacy work around the regulations affecting the service of people living with HIV:

Organizational Projects Delayed	**HIV-related Work Done Instead**
Organizational magazine: an online magazine specifically for the LGBTQ military community—[redacted] *Freedom to Serve*: supplements to OutServe's comprehensive informational guide to LGBTQ and HIV+ military service, including supplements specifically addressing: • Sex and relationships in the military—[redacted] • Immigration and military service—[redacted] • Spouses and families [redacted] • Transgender service [redacted] • Service while living with HIV [redacted] *Regional Director's toolbox*: an online host of resources for OutServe's regional directors and	Meetings, calls, and emails with OutServe staff, other third-party HIV advocates, and members of Congress and their staff to: *Retention Policy ("Deploy or Get Out")*: address and strategize re ensuring that the Department of Defense's Retention Policy is not implemented in a way that negatively effects servicemembers living with HIV; assist members of Congress in writing letters to DoD re same *HIV decriminalization*: address and strategize re implementing changes to military rules that regulate the sexual activity of service members with HIV and that often result in discipline, including court martial and administrative separation *Airman-specific advocacy*: advocate on behalf of and provide assistance to an Air Force pilot with HIV who was grounded after being diagnosed with HIV; conduct research to assist and support pilot's request for a waiver and exception to policy *General HIV-related advocacy*:

[redacted]

their key volunteers—[redacted] *Other advocacy efforts*, including military sexual trauma [redacted]; access to veteran's benefits, especially for those discharge under policies prohibiting open service by LGB people [redacted]; and the "spouse tax" [redacted]	• Educate and interact with members of Congress re issues related to HIV in the military • Strategize legislative response and initiatives re updating military policies re HIV • Conduct research for and answer questions by members of Congress and assist with writing letters to DoD inquiring about service members' (1) access to PrEP; (2) the "Deploy or Get Out" policy; and (3) deployability standards.

Legal services: OutServe's ability to provide legal services to its members is limited by the time resource available from its part-time Legal & Policy Director, Peter Perkowski.

Mr. Perkowski has done legal work for people living with HIV, and for organizations advocating on their behalf, for more than 15 years. He is the Chair of the Board of APLA Health & Wellness—a federally qualified health clinic that began in 1984 as an AIDS Service Organization and now provides health services, including HIV-related health services, to people living with HIV and LGBTQ populations—and has served on its Board since 2013. He has also been living with HIV since 1998. Because of his knowledge about HIV and experience with HIV-related legal issues, and because he is the only barred lawyer on staff, Mr. Perkowski personally handles almost all incoming inquiries from service members experiencing issues related to HIV.

Mr. Perkowski's HIV-related workload for OutServe has grown dramatically since January 2016, as show below.

2016	**Total time:** approximately 175 hours; **Time spent on HIV matters:** approx. 7.5 hours

[redacted]

Jan.-Aug. 2017	**Total time:** approximately 450 hours; **Time spent on HIV matters:** approx. 260 hours. Most of these hours related to two matters: direct representation of a Soldier facing administrative separation because of HIV, and direct representation of an Airman facing a court martial because of HIV.
Sept. 2017-Jan. 2018	**Total time:** approximately 250 hours; **Time spent on HIV matters:** approx. 20 hours. Of these, approximately 11 hours related to denial of commissions or restrictions on commission due to HIV. The rest were for direct representation of an Airman facing separation due to HIV, as well as some miscellaneous matters.

Feb. 2018: DoD issues its "Deploy or Get Out" memorandum. In total, OutServe received at least five calls specifically around the DOGO policy, and around seven more about deployment restrictions generally.

Feb.-Aug. 2018	**Total time:** approximately 565 hours; **Time spent on HIV matters:** approx. 150 hours. Most of these hours relate to: the "Deploy or Get Out" policy; denial of commissioning matters; HIV-related litigation matters; and assistance to a pilot grounded due to HIV. Less than 30 hours involved assisting an Airman being administratively separated for HIV; preparing an amicus brief in an HIV-related appeal before the Court of Appeals for the Armed Forces; and direct representation of a Marine facing separation due to HIV.

May 2018: *Voe* lawsuit filed (later dismissed and consolidated with *Deese*); *Harrison* lawsuit filed. In total, OutServe received requests for assistance and advice from ten service members wanting to enlist or commission—or being separated at the accessions stage—due to Defendants' HIV policies.

Aug. 2018: *Deese* lawsuit filed.

Sept.-Dec. 2018	**Total time:** approximately 350 hours; **Time spent on HIV matters:** approx. 255 hours. Almost 100 of these hours relate to: the "Deploy or Get Out" policy; denial of commissioning matters; HIV-related litigation matters; and assisting to a pilot grounded due to HIV. About 160 hours related to the direct representation of a Marine being court martialed for HIV, and preparing an amicus brief filed in an HIV-

[redacted]

related appeal before the Court of Appeals for the Armed Forces.

Dec. 2018: *Roe* lawsuit filed. In addition to the two plaintiffs, OutServe received calls from about nine other Airmen who were being separated, being put into the Disability Evaluation System, or worried about it.

Jan. 2019-present **Total time:** approximately 385 hours;
Time spent on HIV matters: approx. 285 hours. All but about 10 of these hours relate to: retention issues; denial of commissioning matters; HIV-related litigation matters; assistance to a pilot grounded due to HIV; accessions issues; and HIV-related policy and advocacy.

The following programs and projects were delayed because the time resources needed to work on them were allocated, at least in part, to the legal services provided to service members living with HIV, as detailed above:

Project or Client	Explanation
D.K.	D.K. was experiencing problems enlisting because he takes PrEP and is a lawful permanent resident with a green card. Neither should be barriers to enlistment to the Navy. D.K.'s matter has been pending since Jan. 2019 because of the lack of resources necessary to conduct research on his case.
A.M.	The military is seeking recoupment of A.M.'s educational benefits because she was involuntarily separated before completing her minimum term of service. Though the Department of Finance and Accounting Services granted A.M.'s request for a reduced payment, resources have not been available to work on an application for more permanent relief.
Freedom to Serve	A first draft of this online publication was ready for editing in October 2017; it was originally scheduled for publication in October 2017, then delayed until May 2018, then delayed further and released in October 2018.
HIV 101	Planning for this educational program commenced in February 2019; an outline and drafts were presented to Mr. Perkowski in February and late March and are awaiting his input.
JAG training	In October 2018, Mr. Perkowski was invited by the Marine Corps Defense Services Organization's Highly Qualified Expert (West Division) to give a training to DSO JAG officers on issues relating to LGBT and HIV cultural competence. The training has been on hold because of the lack of time resources to create a program.

[redacted]

HIV clemency petitions	OutServe has wanted to start a legal services program that prepares and submits clemency petitions to the Boards for Correction of Military/Naval Records on behalf of veterans who were court martialed or administratively discharge with less-than-honorable discharge characterizations because of regulations regulating sexual activity. This program has been in the pre-planning stages since the Fall 2017 because of the lack of resources to organize and implement it.
Time-in-service test cases	A significant number of OutServe clients were discharged involuntarily under DADT (and other policies prohibiting the open service of lesbian, gay, and bisexual people) before they had acquired the minimum time-in-service to qualify for certain veterans' benefits. Since early 2018, OutServe has planned to file test cases with the Boards for Correction of Military/Naval Records, but has lacked the personnel resources to do so.

Though the lack of time and staff resources can sometimes be solved by hiring more legal-services personnel, OutServe lacks the financial resources to pay additional legal staff, interns cannot do some of the complex legal work that is currently delayed, and the need for Mr. Perkowski's review or input would still create a bottleneck.

[redacted]

Dated: July 1, 2019

/s/ *Scott Schoettes*
Scott Schoettes*
SSchoettes@lambdalegal.org
Kara Ingelhart*
KIngelhart@lambdalegal.org
LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
105 W. Adams St., Suite 2600
Chicago, IL 60603
T: (312) 663-4413

Anthony Pinggera*
APinggera@lambdalegal.org
LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
4221 Wiltshire Blvd., Suite 280
Los Angeles, CA 90010
T: (213) 382-7600

Peter E. Perkowski*
PeterP@outserve.org
OUTSERVE-SLDN, INC.
P.O. Box 65301
Washington, DC 20035-5301
T: (800) 538-7418

**pro hac vice*

/s/ *John H. Harding*
John W.H. Harding
Virginia State Bar No. 87602
JWHarding@winston.com
Lauren Gailey*
LGailey@winston.com
Laura Cooley
Virginia State Bar No. 93446
LCooley@winston.com
Alexandra J. Hemmings*
AHemmings@winston.com
WINSTON & STRAWN LLP
1700 K St., NW
Washington, DC 20006
T: (202) 282-5000

Julie A. Bauer*
JBauer@winston.com
WINSTON & STRAWN LLP
35 W. Wacker Dr.
Chicago, IL 60601
T: (312) 558-560

Andrew R. Sommer
Virginia State Bar No. 70304
Sommera@gtlaw.com
GREENBERG TRAURIG, LLP
1750 Tysons Boulevard
Suite 1000
McLean, VA 22102
T: (703) 749-1370

[redacted]

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the above document was served on this 1st day of July 2019, to the following counsel of record via electronic mail.

ROBERT M. NORWAY
Trial Attorney
U.S. Department of Justice
Civil Division
20 Massachusetts Ave., NW
Washington, D.C. 20001
Tel: (202) 305-7667
Fax: (202) 616-8460

R. TRENT MCCOTTER
Assistant United States Attorney
2100 Jamieson Avenue
Alexandria, Virginia 22314
Tel: (703) 299-3845
Fax: (703) 299-3983
Trent.mccotter@usdoj.gov

/s/ *John H. Harding*

EXHIBIT WW

Profit & Loss
Jan.-Dec. 2018

OutServe-Servicemembers Legal Defense Network, Inc.

PROFIT AND LOSS

January - December 2018

	TOTAL
[redacted]	
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]

EXHIBIT XX

Profit & Loss
Apr.-June 2019

OutServe-Servicemembers Legal Defense Network, Inc.

PROFIT AND LOSS

April - June, 2019

	TOTAL
[redacted]	

EXHIBIT YY

Board of Directors Call Minutes
Sept. 13, 2015

OutServe - SLDN Board of Directors

Monthly Telephone Conference Call Minutes

13 September 2015, 1900 EDT

I. Meeting called to order by co-chair Mueller at 1901 EDT.

II. The below OS-SLDN Board Officers were present, with a total of 4 required for a quorum:

1 [redacted]

III. Approval of August 2015 Minutes.

[redacted]

IV. Advocacy

[redacted]

[redacted]

[redacted]

V. Communications

[redacted]

[redacted]

VI. Programming

[redacted]

VII. Development

[redacted]

[redacted]

[redacted]

VIII. Legal Services

[redacted]

[redacted]

[redacted]

[redacted]

IX. Finance and Governance Update

[redacted]

7. Adjournment. With no further business to discuss, the meeting was adjourned. Next meeting is scheduled for 11 October 2015 at 1900 EDT via telecon

[redacted]

EXHIBIT ZZ

Hearing Transcript
May 31, 2019

UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION

NICHOLAS HARRISON and OUTSERVE-SLDN, INC.,	.	Civil Action No. 1:18cv641
Plaintiffs,	.	
vs.	.	Alexandria, Virginia
	.	May 31, 2019
PATRICK M. SHANAHAN, Acting Secretary of Defense, et al.,	.	9:02 a.m.
Defendants.	.	
RICHARD ROE; VICTOR VOE; and OUTSERVE-SLDN, INC.,	.	Civil Action No. 1:18cv1565
Plaintiffs,	.	
vs.	.	
PATRICK M. SHANAHAN, Acting Secretary of Defense, et al.,	.	
Defendants.	.	

TRANSCRIPT OF MOTION HEARING
BEFORE THE HONORABLE LEONIE M. BRINKEMA
UNITED STATES DISTRICT JUDGE

APPEARANCES:

FOR THE PLAINTIFFS: JOHN W.H. HARDING, ESQ.
Winston & Strawn LLP
1700 K Street, N.W.
Washington, D.C. 20006

(APPEARANCES CONT'D. ON PAGE 2)

(Pages 1 - 27)

COMPUTERIZED TRANSCRIPTION OF STENOGRAPHIC NOTES

APPEARANCES: (Cont'd.)

FOR THE PLAINTIFFS:	KARA INGELHART, ESQ. Lambda Legal Defense and Education Fund, Inc. 105 West Adams Street, Suite 2600 Chicago, IL 60603 and PETER E. PERKOWSKI, ESQ. OutServe-SLDN, Inc. P.O. Box 65301 Washington, D.C. 20035-5301
FOR THE DEFENDANTS:	R. TRENT McCOTTER, AUSA United States Attorney's Office 2100 Jamieson Avenue Alexandria, VA 22314 and REBECCA CUTRI-KOHART, ESQ. U.S. Department of Justice Civil Division Federal Programs Branch 1100 L Street, N.W. Washington, D.C. 20530
OFFICIAL COURT REPORTER:	ANNELIESE J. THOMSON, RDR, CRR U.S. District Court, Third Floor 401 Courthouse Square Alexandria, VA 22314 (703)299-8595

P R O C E E D I N G S

THE CLERK: Civil Actions 18-641, Nick Harrison, et al. v. James N. Mattis, et al.; and Civil Action 18-1565, Richard Roe, et al. v. United States Department of Defense, et al. Would counsel please note their appearances for the record.

MR. McCOTTER: Good morning, Your Honor. Trent McCotter, Assistant United States Attorney, for defendants; and with me is Rebecca Cutri-Kohart, from Federal Programs, who will be arguing today, Your Honor.

THE COURT: Good morning.

MS. CUTRI-KOHART: Good morning.

MR. HARDING: Good morning, Your Honor. John Harding from Winston & Strawn for plaintiffs. With me today is Kara Ingelhart from Lambda Legal and Peter Perkowski from OutServe-SLDN.

MR. PERKOWSKI: Good morning, Your Honor.

THE COURT: Good morning.

MR. HARDING: With Your Honor's indulgence, we have one matter of housekeeping. Ms. Ingelhart has been admitted pro hac vice in the Roe case. Her pro hac vice motion is still pending in Harrison, and we would request the Court grant that motion this morning to allow Ms. Ingelhart to argue.

THE COURT: Is the paperwork submitted?

MR. HARDING: Yes.

THE COURT: When was it submitted?

MR. HARDING: It was submitted May 21.

THE COURT: I don't know why it hasn't come upstairs, but we'll take care of that today, all right?

MR. HARDING: Thank you, Your Honor.

THE COURT: Thank you.

All right, we have before us today the defendants' renewed motion to dismiss, and this only addresses the institutional plaintiff, OutServe, and the issues are whether or not OutServe either through the concept of being an association or an entity that has the appropriate standing to represent a group of -- the group of people affected by the potential injunction in this case or whether it itself has directly incurred the damages sufficient to give it the proper standing.

It's been well briefed, but I think there's still a lot of holes in this record. I recognize that the government has -- or the defendants have indicated that fact discovery is completed, but I'm not satisfied that we've gotten enough information.

First of all, as I understand, one of the arguments that has been made here by the defense is that the concept of direct injury was raised at the last minute, that it's not explicitly alleged in the complaint as a basis for standing.

On the other hand, the plaintiff has come back and

indicated that the discovery request was made on the 30th day before the end of discovery so that there wasn't really, just by the nature of the timing of discovery, enough time to provide for the answer to the interrogatory and then to develop whether or not there was sufficient evidence in that respect.

So I want first of all to have the plaintiff respond on the issue of the direct injury. If there were more time, tell me what other information you could provide to the Court as to the actual scope of the direct injury, or do you feel that everything is in the record now that supports your position that the -- that OutServe has actually suffered and is suffering direct injury because of this litigation?

MS. INGELHART: Good morning, Your Honor.

THE COURT: Good morning.

MS. INGELHART: At this time, plaintiff OutServe would assert that the direct harm experienced by OutServe is reflected in the declaration of OutServe's president, Anthony Blevins, which is in support of our opposition.

THE COURT: Well, for example, I mean, he mentions the fact that resources are being diverted, but, you know, anytime an entity sues, you're diverting some resources. So the real question, it seems to me, is I have no sense from the representations in the, in the Blevins declaration, for example, how many court martials or how many criminal matters, because you mention that sometimes there is representation or

assistance made with members of this group who are facing those types of problems and that OutServe provides services to such folks.

Over the last year or two, how many of those has OutServe been involved with and has OutServe because of the attention being paid to this litigation had to turn away people who were calling in and saying we need help, we're about to be, you know, charged with a particular offense involving, you know, our sexual orientation or something that falls within the gambit of the areas that you-all address.

Do you have any kind of information along those lines?

MS. INGELHART: Your Honor, we would have to examine OutServe's records in order to collect that information to provide it to the Court.

THE COURT: All right. So tell me, how does OutServe keep its records? When you -- you have a central office, right, with three or four staff people, paid staff people, and then you have volunteers. How many volunteers do you have in your office?

MS. INGELHART: Your Honor, I am unaware at this moment how many volunteers OutServe has, but I could inquire to provide that information to the Court.

THE COURT: Does OutServe have an actual physical office?

MS. INGELHART: OutServe does have a physical office in Washington, D.C., yes, Your Honor, but some staff work remotely.

THE COURT: Are all the -- and the staff are -- well, you only have three staff people. You have volunteers. How many volunteers do you have at any one time?

MS. INGELHART: Your Honor, I do not know the answer to that question, but I could inquire and give that information to the Court once I secure it.

THE COURT: Well, don't we have the legal counsel from OutServe here?

MS. INGELHART: That's correct.

THE COURT: You should know --

MR. PERKOWSKI: Yes, Your Honor.

THE COURT: Why don't you two switch positions. You should know a little bit more about -- that's your full-time position?

MR. PERKOWSKI: Technically, no, Your Honor. I am a consultant, but it occupies varying amounts of my time, depending from month to month. It feels like a full-time job, but I'm the sole legal director, yes.

THE COURT: All right. So you're the legal director for the organization. So I would assume then that you are, you are aware if somebody contacts OutServe with a legal problem --

MR. PERKOWSKI: I am.

THE COURT: -- you're aware of that contact.

MR. PERKOWSKI: Yes, Your Honor.

THE COURT: What records do you keep of such contacts?

MR. PERKOWSKI: They're electronic. Most of them are by e-mail, and some are by phone, but even the phone inquiries come through an e-mail exchange.

THE COURT: All right. Do you, do you then log those in somehow?

MR. PERKOWSKI: Recently, we did start logging. Beginning, I think, late last year, we moved to the Salesforce Platform, so automatically those calls get input as a new inquiry into Salesforce, and as time permits, we go back and put the archives inquiries into Salesforce as well, but for the past inquiries, it's mainly an e-mail server where we keep the e-mails as evidence of the client file.

THE COURT: And -- well, do you make a client file then for each one of those inquiries that comes in?

MR. PERKOWSKI: Not a physical file, no.

THE COURT: No, but do you keep an electronic file?

MR. PERKOWSKI: Yes.

THE COURT: So you could go back and say, you know, Mary, Mary Doe called on May 1 with a question about, you know, spouse benefits for her, for her lesbian spouse or something like that?

MR. PERKOWSKI: Yes.

THE COURT: All right. And then do you -- if you write back, if you respond, does that go into that same file?

MR. PERKOWSKI: So, the inquiries come through to a legal e-mail address, and if they're staffed out to either me or a legal staff, those responses may come from the individual e-mails, but those are also maintained in the e-mail inboxes of the individual staff person.

THE COURT: I mean, now, there are other advocacy groups with which you connect, correct?

MR. PERKOWSKI: Yes, Your Honor.

THE COURT: All right. So sometimes a request may come in, and rather than OutServe handling it, you'll send it over to one of these groups that is helping you out or law firms that are assisting?

MR. PERKOWSKI: Yes. We do have pro bono partners and also organizational partners that we work with on some cases, yes, but if it's a member of our organization and it's a legal matter, then we typically handle it ourselves.

THE COURT: Are there any other organizations that you are aware of that are specifically representing active or former military people in these special categories?

MR. PERKOWSKI: I know that there are organizations that do work for servicemembers and veterans. None of them specifically have as a mission serving LGBTQ and HIV-positive

members, although they do that -- do serve that population in addition to the broader population. So OutServe is the only one that I'm aware of that has a mission focused on those communities.

THE COURT: So it's a very specific subset of a much larger set.

MR. PERKOWSKI: That's, that's correct.

THE COURT: All right. And my understanding is that "OutServe" is actually a new name. I mean, you merged with, with another group a couple of years ago.

MR. PERKOWSKI: That was in 2012, Your Honor, yes.

THE COURT: Do you have a sense as to actually how many -- well, you get contributions.

MR. PERKOWSKI: Yes.

THE COURT: What's your contribution base? How many individuals have been -- have contributed to OutServe, let's say, in the year 2017 and again in the year 2018? Do you know that?

MR. PERKOWSKI: I don't know that, and it's not in the record. The percentage of members who are -- percentage of the donor base who are members is a part of the record, and I believe it was 75 percent.

THE COURT: So, so I want that fleshed out a bit more. Where I'm driving at is I'm not comfortable that I have before me yet a sufficiently specific record --

MR. PERKOWSKI: Okay.

THE COURT: -- to rule on what I think is a potentially close question but a very important question, and I'm not going to rule on it until I'm satisfied I've got a full record, and this kind of detail is what I'm looking for.

My review of the Blevins declaration and even of the portions of the deposition that I've had a chance to look at and the interrogatory answers basically gives sort of categories of matters, but I don't have any real detail as to what's within those categories, but you just answered an interesting question.

So are you telling me then that approximately 75 percent of those who have made a monetary contribution have also participated in a chapter or have participated in some other component of membership?

MR. PERKOWSKI: Not necessarily, Your Honor.

THE COURT: All right.

MR. PERKOWSKI: So by virtue of being either a servicemember, a veteran, or a person who wants to serve and being LGBTQ or living with HIV --

THE COURT: Right.

MR. PERKOWSKI: -- and making a donation makes you a member.

THE COURT: Oh.

MR. PERKOWSKI: So of the donor base, 75 percent

would fall into that category.

THE COURT: All right. So what you've just told me then is that 75 percent of your donors are what I'm calling the subset of military people, all right, shorthand.

MR. PERKOWSKI: Yes.

THE COURT: All right. So 25 percent are people who are outside of that subset.

MR. PERKOWSKI: Yes, Your Honor.

THE COURT: In other words, people who may have just, you know, strong feelings that people in the subset should have equal rights, that sort of thing, but they themselves are not -- what about a family member? What if you have the spouse of or, say, the mother of a person who's in the subset or a father? Can they become a member in your view?

MR. PERKOWSKI: So at the time the suit was filed, no, that was not in our, the membership population. It was only servicemembers, veterans, and people who wanted to serve.

As we mentioned in our brief, the organization recently served with -- combined with the American Military Partner Association, which focuses on LGBTQ family and spouses. So now, yes, those would be considered our members, but for the purposes of this motion and because that merger is just now occurring, we're not considering them members at this time.

THE COURT: In terms of the donations that you get, how many of the individuals who have donated, members of the

subset who have made a donation, are also participating in a chapter, get the newsletter, those sorts of things? Do you have a sense of that?

MR. PERKOWSKI: I don't believe that sort of cross-referencing is done, Your Honor.

THE COURT: Well, if they -- if somebody makes a donation, do they automatically start getting e-mail messages or any kind of feedback from the organization? I know myself if I've made a $25 -- I just did it the other day. I went to a concert and made a $25 donation, and all of a sudden, I'm getting e-mails from the group that I heard. So I'm curious as to whether you have that automatic system once somebody gives you some money.

MR. PERKOWSKI: My understanding is unlike other organizations, where it's an opt-out, ours is an opt-in. You would have to click a button to receive newsletters when you're on the donation page.

THE COURT: All right. Do you have the ability to do that cross-reference?

MR. PERKOWSKI: That I don't know.

THE COURT: That's something the Court is looking for. I'd be very interesting in seeing. So it's an opt-in, so that would suggest that anybody who has gone to the trouble of requesting to be getting your information has certainly exhibited a definite interest in connection with your

organization.

MR. PERKOWSKI: Right. And all people -- and you can get the newsletter without doing the donation as well. There's a separate signup form for that.

The issue is that you can, you know, Your Honor or anybody in the public can sign up for the newsletter, but we wouldn't consider you a member because you're not in the populations that we serve.

THE COURT: But what, what is the significance of your considering somebody a member? I mean, again, one of the arguments the defense is making is that, you know, there are not the necessary indicia of membership here. I mean, one of the things they point to is that traditionally, if one is a member of an organization, one has voting rights, that one can vote on policy decisions or vote on who's going to run the organization, whatever.

So what is, what is the exchange? What benefit does an individual get for being considered a member by Outsource (sic)?

MR. PERKOWSKI: So the significance is that -- Your Honor mentioned the combination 2012. SLDN was not a membership organization. It was a legal services organization.

OutServe was a membership organization, and it defined itself as people who are LGBT and serving. So when the entities merged, that continued, and as we added on to our

mission to include veterans and future warriors, then that definition continued to expand.

What do you get? Well, only members can join chapters. Nonmembers like family members and spouses can participate in chapter activities, but they're not considered a member. So you have that benefit.

And as a chapter member -- well, I'll give you the other benefits. You can join the chapter. You can join the Military Advisory Committee.

THE COURT: Explain the Military Advisory Committee.

MR. PERKOWSKI: The Military Advisory Committee is a -- I'm sorry, it's the Council -- is a group of members who advises the executive director on issues that are affecting our community, so people who are serving veterans and future warriors. So those are all membership, and they -- the executive director consults with the Military Advisory Council on issues that are percolating up through our membership so that we know where to focus our resources, we know where to focus our advocacy efforts and our legal efforts.

THE COURT: So this Military Advisory Council, it's one council, or are there multiple ones?

MR. PERKOWSKI: It's one council.

THE COURT: And, and how does it operate? Does it have in-person meetings? Does it work as an e-mail or some sort of an internet-based platform? How does it operate?

MR. PERKOWSKI: The members are geographically diverse, so that meetings are generally by phone and video. I believe they're once a month. The council currently has been split into, I think, two subgroups to focus on two different areas of concern that the organization is working on.

THE COURT: Is one of them HIV positive?

MR. PERKOWSKI: No. It's more of a functional or organizational review of -- it's not issue specific.

THE COURT: All right. All right. So if one is considered to be a member -- how many members -- how many individuals are in this Military Advisory Council?

MR. PERKOWSKI: I'm not sure exactly, but I believe it's around 20, maybe 25.

THE COURT: And these are people who volunteer for it; they want to be part of it? In other words, you are a member of our group, and you are invited to join this? Is that how it happens?

MR. PERKOWSKI: Yeah. The executive director consults with the Board, with staff like myself, about adding and continuing the membership of people with diverse backgrounds, for example, enlisted versus officer, veterans versus active duty, and geographic diversity, gender diversity, and racial diversity as well; and we also want to pick people who are active in the issues that we address as an organization.

THE COURT: And was the Military Advisory Council involved at all in talking about the litigation strategy of either the Harrison or the Roe-Voe cases?

MR. PERKOWSKI: I believe that that information is in the record, and the answer was no, they were not consulted.

THE COURT: That's what I thought.

MR. PERKOWSKI: So their, their involvement in terms of the guidance to the executive director is more broad-based, and it's informing the executive director about issues where the organization should focus its efforts.

THE COURT: They're the ones on the ground.

MR. PERKOWSKI: They're the ones on the ground.

THE COURT: Bringing information up to what I'll call management or leadership.

MR. PERKOWSKI: Yes, Your Honor.

THE COURT: Um-hum.

MR. PERKOWSKI: And similarly, the chapters operate like that as well, so chapters are full of active duty currently serving, and the chapter leaders have their own group that meet periodically, and there are two leaders of the chapter leaders, if you will, and those two leaders are ex officio to -- as staff, and they advise the executive director as well.

So members of the chapters influence the direction of the organization in that, in that way as well by communicating

with the chapter leaders, who communicates with the executive director.

THE COURT: And the chapters themselves, I got the impression that they sometimes do have physical meetings, or is it all online chat rooms and that sort of thing?

MR. PERKOWSKI: No, they frequently do, Your Honor, because the chapters are -- the chapters are geographical.

THE COURT: I recognize that. And you said some are overseas as well.

MR. PERKOWSKI: Right.

THE COURT: I assume there are military bases, like, I suspect you have some in Germany?

MR. PERKOWSKI: That's correct, Your Honor.

THE COURT: All right.

MR. PERKOWSKI: Some of them cover a wide geographical area, so it may be that some of the meetings are not all in person, but all of the chapters do have in-person meetings.

THE COURT: All right.

MR. PERKOWSKI: And then there are forums as well, like the HIV-positive forum, and those are issue based. They operate like chapters, but they are issue based, and the participation in those forums also guides the organization in terms of what the membership is experiencing and what the needs are.

THE COURT: All right.

MR. PERKOWSKI: Okay?

THE COURT: Yep. Thank you. That helps.

MR. PERKOWSKI: Thank you, Your Honor.

THE COURT: All right, I'll hear from the United States. Again, I think -- I'm sorry, I'll let you go back up there. I did have some more questions for you.

As I said before, going now to the direct injury, because that's where I think we actually started --

MR. PERKOWSKI: Yes.

THE COURT: -- can you be more specific as to specific matters that had to be turned down because of the distraction that this litigation has caused?

MR. PERKOWSKI: Just based on my own work, Your Honor.

THE COURT: Right.

MR. PERKOWSKI: We don't turn down work. We sort of prioritize. So there are some programs that we've wanted to focus on, and because of my own time with this, not just with this litigation but with the other services that we provide to servicemembers living with HIV that they experience because of these policies.

So, you know, the policies we're challenging don't have to do with court martials and that sort of thing, but we do assist servicemembers with administrative separation, with

issues they're experiencing in terms of achieving career goals, like Nick Harrison.

One of the airmen who's participated in the preliminary injunction, Q.S., he was near separation right before the time of the hearing on the preliminary injunction, and I wrote his appeal, for example, to his command to try to delay his separation.

It's those sort of things that we as an organization have focused on rather than programming such as an HIV 101 program that we want to push out to our partners and also the publication of educational guides that would assist our members in navigating their service.

THE COURT: And so were this HIV policy not in effect, your resources would be going to these other programs?

MR. PERKOWSKI: Yes, Your Honor.

THE COURT: All right.

All right, the government needs to tell me why that's not sufficient evidence that this organization is being directly and negatively affected by the existence of this policy and the need for them to come into court and address the policy.

MS. CUTRI-KOHART: Your Honor, this is a textbook case of self-inflicted harm. Their purpose is advocacy, including for HIV-positive servicemembers, and that they have self-prioritized litigation over educational programs is an

internal decision to them. It doesn't rise to the level of experiencing a direct harm from a government policy.

I direct the Court to look at *Lane v. Holder*, which was a gun rights advocacy organization that had pretty much the same situation. They had to redirect education resources to litigation resources because of government policy, and the Fourth Circuit said that was a self-inflicted internal priority choice and not the type of direct injury that the *Havens Realty* Supreme Court decision contemplated.

THE COURT: All right. Do you want to respond to that?

MR. PERKOWSKI: Thank you, Your Honor, yes. In *Lane*, it was a little different. The Second Amendment Foundation was the organization in *Lane*, and in that case, all it alleged was a drain on its resources because it decided to devote to researching the impact of the challenged -- a challenged statute before enforcement.

Here we are -- the drain on our resources is not just the litigation but assisting the servicemembers on other issues that arise because of these challenged policies, as I explained in response to Your Honor's prior questioning.

THE COURT: All right. Well, what I'm going to do in this case, I'm going to do two things. I'm not ruling today from the bench. I'm going to go back and review the record one more time. I'm not convinced yet that I have all the

information that I want in order to be able to make a final decision.

I know for certain that I'd like more specific data from OutServe. In particular, you know, for 2017 and 2018 in particular, I'd like to know, you know, have a better sense as to your contribution base and this crossover between those who contribute money and then go the extra step to signing up for membership, for what loosely, and I recognize it's a technical term in the law, but for further involvement, we'll put it that way, with OutServe.

The other thing I don't have a clear feeling for right now so I guess I'll ask you to step back one more time, what is the mechanism by which one signs up, for example, for a chapter? If I want to become a chapter member, what would I do?

MR. PERKOWSKI: There's a couple different ways. All of the chapters are listed on our website, so you could go there and send an e-mail to that chapter leader.

THE COURT: But what do I do on that? Do I just say, hello, I'm Leonie Brinkema. I'd like to become a member of your chapter? Is that all, and then I'm a member automatically?

MR. PERKOWSKI: Well, no. Most of the time, it's I recently PCS'd, I was permanent change of station from Point A to Point B. I'm new here. I want to be involved in the

chapter.

And then once you -- you know, somebody will respond to you and put you in contact with the person who organizes that chapter's activity, and then you become a member.

THE COURT: But how, how do I identify myself as being eligible? I thought you just said right now that the only people who could become members are members of the subset.

MR. PERKOWSKI: Well, I mean, in the deposition of Mr. Blevins, he says we do not inquire about the sexual orientation of our membership.

THE COURT: So, frankly, then anyone could do it.

MR. PERKOWSKI: Anyone could, Your Honor, yes.

THE COURT: Doesn't that to some degree defeat your argument that this is a membership organization?

MR. PERKOWSKI: I don't believe it does, Your Honor. There are several cases we cited in our briefs where the membership definition does not have to be exact or even capable of easy definition, especially for advocacy organizations like OutServe. We serve a population, and that population is our membership. Some of the disability, for example, where the advocacy organization is doing work for a defined set of the community --

THE COURT: Well, let's look at that group for a second. I mean, it's been pointed out that there in some cases are actually statutes or legislation that creates sort of these

special categories for mentally disabled or mentally ill, because that is perceived as a very vulnerable to some degree helpless population for which advocacy is very important, and many of the members cannot advocate for themselves.

Now, your subset, while it's clearly an identifiable group and it's been a group that's been marginalized for some time and has had various issues with problems, you know, in the general society, but the members are certainly capable of representing themselves, they're not like, you know, a severely mentally disabled person.

So can you adequately point to that, that very specific, narrow group of maybe what we call a looser definition of what membership requirements are needed to apply to your group?

MR. PERKOWSKI: I think the analogy is perfectly appropriate, Your Honor. Our members have capacity, if that's what you mean, unlike certain disabled populations, right?

THE COURT: Right.

MR. PERKOWSKI: But that does not mean that they can do the work that we do. They cannot roam the halls of Congress. Anthony Blevins is on, on the Hill today advocating for our membership.

Most of them -- most of our members do not know the legal ins and outs of the things that affect their career, and therefore, they need us to do that for them.

THE COURT: But wouldn't that affect almost any non-lawyer citizen? I mean, the average person also can't just roam the halls of Congress and advocate for him- or herself, whereas a person who's severely mentally disabled simply can't do it at all, whereas that's their -- that's the infirmity that prevents them from being able to do it. For everybody else, it's the lack of knowledge or the lack of access, and so that, to me, would not necessarily differentiate your group from any other group.

MR. PERKOWSKI: I agree with that conclusion, Your Honor, but I'm also saying that there's no required line drawing that would limit those cases only to the situations involving incapacitated humans. So the advocate organizations exist to serve populations, and those populations are capable of definition, the way that we have, and requiring more would essentially make these organizations like OutServe incapable of being organizational plaintiffs if the requirements are too strict.

THE COURT: All right.

MR. PERKOWSKI: Thank you.

THE COURT: I'm going to let you know what we're going to -- how we're going to go on from here. I may very well require some additional formal discovery because I'm -- what I'm hearing, though, from OutServe is that you really don't have the ability to do cross-referencing so that I would

have some sense as to how many people who've contributed have also gone the extra step of joining a chapter, joining the Military Advisory Council, or, you know, requesting to get on your listserve, etc.

Are you able to do that, or are you not able to do that?

MR. PERKOWSKI: We will do our best, Your Honor.

THE COURT: All right. Then I'm going to keep this record open. I'm going to give the parties 30 additional days for any further discovery along the lines either of, to support the position that there would be standing based upon the concept of being, you know, an association or a traditional kind of voluntary association or fundamental equivalence, or the direct injury, all right? I want to make sure that I've gotten more specific information.

At the end of that 30-day period, if there's no further discovery that's come up, no further information, then I'll decide this case on the record I've got. If you've been able to develop more evidence -- and that means I'm leaving it to you-all to work out how you want to do that, whether the government wants any -- to file any additional requests, whether you just want to volunteer, in other words, expand the discovery you've provided, which the rules do permit.

If nothing else has come in, then just -- both sides advise the Court, and we'll decide it on the record we've got

plus what I've heard today.

If additional information comes in, then I will give each side an additional seven days to do a supplemental brief focusing on the new information, all right? You don't have to repeat what you've already written. I'll give each side seven days to respond to that, so that's -- and then I'm not going to hear reply briefs. That will give me what I think I need as an absolutely full record.

So I will tell OutServe right now that I, you know, the Court needs to be very confident that it does have subject matter jurisdiction, that you have the necessary standing to proceed in this case, and although that issue can be raised at any point in the litigation, it's better to have it resolved now. So I want to make sure I have as much information as is possibly available out there, all right?

Thank you. We'll recess court until 11:00.

(Which were all the proceedings had at this time.)

CERTIFICATE OF THE REPORTER

I certify that the foregoing is a correct transcript of the record of proceedings in the above-entitled matter.

/s/
Anneliese J. Thomson

EXHIBIT AAA

Pls.' Resps. to Defs.'
Second Set of Requests for Production

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division

NICHOLAS HARRISON et al., Plaintiffs, v. PATRICK M. SHANAHAN et al., Defendants.	)	No. 1:18-cv-641-LMB-IDD
RICHARD ROE et al., Plaintiffs, v. PATRICK M. SHANAHAN et al., Defendants.	)	No. 1:18-cv-1565-LMB-IDD

PLAINTIFF OUTSERVE-SLDN, INC.'S OBJECTIONS TO
DEFENDANTS' SECOND SET OF REQUESTS FOR PRODUCTION

In accordance with Federal Rule of Civil Procedure 34(b) and Local Civil Rule 26(C), Plaintiff OutServe-SLDN, Inc., through undersigned counsel, notes the following objections to Defendants' Second Set of Requests for Production. Although these objections are being timely filed within the period provided by Local Rule 26(c), Plaintiffs' counsel have not yet had a sufficient opportunity to review all materials and information that may be responsive to Defendants' Requests for Production. Plaintiffs may later decide to waive any of the following objections with respect to any particular fact or document. Such waiver, should it occur, shall not be construed as a waiver of objections to other information.

In accordance with Local Rule 37(E), counsel will also endeavor in good faith to resolve with Defendants any controversy that may arise with respect to any discovery matter or to narrow any issue in dispute.

OBJECTIONS TO SPECIFIC REQUESTS FOR PRODUCTION

Document Requests in Both Cases

Request No. 35. All documents and communications supporting the claim that OutServe is a membership organization or the functional equivalent of one. OutServe may replace any purported member names with identifiers to preserve anonymity.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe also objects to this request to the extent it requires the disclosure of the identities of members of OutServe who have not come forward for the purposes of this litigation on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing the identities of members of OutServe who have not come forward for the purposes of this litigation. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 36. All documents and communications related to OutServe's finances from 2015 to present, including but not limited to budgets (proposed and actual), tax filings, accounting statements, end of year financial statements, audits, applications (actual or contemplated) for state or federal tax exemptions, donation receipts, and documentation of bequests.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the grounds that: (1) the vast majority of "all" financial documents of the organization, and most of the specific documents requested (particularly without limitation budgets, tax filings, accounting statements, end-of-year financial statements, audits, tax-exemption applications) are neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, such documents generally do not show sources of funding, which is the only issue arguably relevant to the standing inquiry; (2) to the extent relevant, the request for "all" financial documents of the organization is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the request seeks "all" financial documents of the organization, whereas as noted above the vast majority of such documents have no relevance to the standing inquiry. OutServe also objects to this request to the extent it requires the disclosure of the identities of individuals—such as donors, supporters, or other financial backers—on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any

information revealing individuals' identities. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 37. All documents and communications related to the funding sources of OutServe's operating budget, including but not limited to all documents and communications related to OutServe's assertion that 75% of its operating budget is funded by donations from individuals that qualify as OutServe members, *see* Pls.' Opp'n to Defs' Mot. to Dismiss at 16 (citing Blevins Dep. 167:16-20). OutServe may replace any purported member names with identifiers to preserve anonymity.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe also objects to this request to the extent it requires the disclosure of the identities of individuals—such as donors, supporters, or other financial backers—on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing individuals' identities. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to

this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 38. All documents and communications relating to OutServe's Board of Directors from 2015 to present, including but not limited to Board Meeting minutes, Board position descriptions, committee meeting minutes, Board nomination forms, and vote tallies.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the grounds that: (1) the vast majority of "all" documents and communications "relating to OutServe's Board of Directors", and most of the specific documents requested (particularly without limitation of position descriptions, nomination forms, and vote tallies) are neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, such documents generally do not identify Board members as falling within the definition of members of the organization, which is the only issue arguably relevant to the standing inquiry; (2) to the extent relevant, the request for "all" documents and communications "relating to OutServe's Board of Directors" is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the request seeks "all" documents and

communications "relating to OutServe's Board of Directors", whereas as noted above the vast majority of such documents have no relevance to the standing inquiry. OutServe also objects to this request to the extent it requires the disclosure of the identities of individuals—such as individuals who were not elected to the Board of Directors, as well as potentially donors, supporters, and financial backers, as well as individuals who may be discussed in Board minutes—on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing individuals' identities. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 39. All documents and communications relating to the Military & Veterans Advisory Council ("Advisory Council"), including but not limited to meeting minutes, applications for prospective members of the Advisory Council, communication regarding selection of Advisory Council members, communications between members of the Advisory Council and purported members of OutServe, and communication between the Advisory Council and OutServe's Board of Directors, Executive Director, or staff.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the grounds that: (1) the vast majority of "all" documents and communications "relating to the Military & Veterans Advisory Council", and most of the specific documents requested (particularly without limitation applications for prospective members) are neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, such documents generally do not identify Board members as falling within the definition of members of the organization, which is the only issue arguably relevant to the standing inquiry; (2) to the extent relevant, the request for "all" documents and communications "relating to the Military & Veterans Advisory Council" is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the request seeks "all" documents and communications "relating to Military & Veterans Advisory Council", whereas as noted above the vast majority of such documents have no relevance to the standing inquiry. OutServe also objects to this request to the extent it requires the disclosure of the identities of individuals—such as individuals who were not chosen to serve on the Council, as well as potentially donors, supporters, and financial backers, as well as individuals who may be discussed in Council minutes—on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing individuals' identities. Finally, OutServe objects to this request on privacy

grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 40. All documents and communications relating to OutServe's assertion that its purported members can influence the policy or direction of the organization, including but not limited to the methods described in Blevins Decl. ¶ 21; messages from OutServe members to chapter leaders, forum leaders, Advisory Council members, OutServe's Executive Director (or President), or any other member of OutServe serving in a leadership capacity; and discussions on social media reflecting members attempting to influence OutServe's policies or direction, or expressing an opinion on OutServe's policies or direction.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the grounds that, to the extent relevant, the request for "discussions on social media reflecting members attempting to influence … or expressing an opinion" is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; and (2) the burden and expense of the proposed discovery outweighs its likely benefit, in that the request would require searches of all the posts—and all comments on all posts—of some 100 Facebook groups as well

as all comments on thousands of Instagram and Twitter posts. OutServe also objects to this request to the extent it requires the disclosure of the member identities on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing individuals' identities. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 41. All documents and communications related to any diversion of resources from any OutServe program, either in funds or personnel time, including but not limited to those programs and activities described in Plaintiff OutServe's Response to Defendants' Interrogatory Number 3 and Blevins Decl. ¶¶ 13-19.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 42. All documents and communications related to OutServe's decision to expand its mission to include advocacy on behalf of HIV-positive servicemembers, *see* Blevins Decl. ¶¶ 9-13.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 43. All documents and communications related to requests that OutServe has received for services, from 2015 to the present, including but not limited to legal services, assistance in administrative processes, career counseling, and those described in Blevins Decl. ¶ 17. In lieu of documents and communications responsive to this request, in the alternative, OutServe may provide a log of each request it received for service, the name or identifier of the individual making the request, the date of the request, the type of service sought, the nature of the request (e.g. HIV accessions policy, military justice issue, career counseling issue, etc.), the complexity of request and expected resources required, and the documents withheld that relate to each request.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the grounds that: (1) the identification of specific requests for services is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, there is no authority for the proposition that the

standing inquiry involves or permits a case-by-case review of matters; (2) to the extent relevant, the request for "all" documents and communications relating to service requests is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the request seeks "all" documents and communications related to thousands of service requests over a five-year period and for most of the period OutServe did not have a database system, whereas as noted above the requested documents have no relevance to the standing inquiry. OutServe also objects to this request to the extent it requires the disclosure of the identities of individuals on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing individuals' identities. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, and except for documents that reveal the details of specific client requests and OutServe's internal legal communications about them, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 44. All documents and communications related to OutServe's decision on whether to provide any form of services from 2015 to the present, including but not limited to legal

services, assistance in administrative processes, career counseling, and those described in Blevins Decl. ¶ 17. In lieu of documents and communications responsive to this request, in the alternative, OutServe may use the log provided for Request No. 43 and add the disposition of each request (e.g., whether OutServe provided the requested service, denied service, indicated that service might be provided at a future time, referred the individual to another entity, or any other outcome), the reason for the disposition (e.g. lack of resources, lack of expertise, no colorable case, etc.), and the documents withheld that relate to OutServe's decisions.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the grounds that: (1) the identification of specific requests for services is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, there is no authority for the proposition that the standing inquiry involves or permits a case-by-case review of matters; (2) to the extent relevant, the request for "all" documents and communications relating to decision-making about specific service requests is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the request seeks "all" documents and communications related to thousands of service requests over a five-year period and for most of the period OutServe did not have a database system, whereas as noted above the requested documents have limited relevance to the standing inquiry. OutServe also objects to this request to the extent it requires the disclosure of the identities of individuals on the grounds that it seeks information protected by the associational privilege of the First

Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing individuals' identities. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, and except for documents that reveal the details of specific client requests and OutServe's internal legal communications about them, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 45. All documents and communications supporting OutServe's Responses to Defendants' Interrogatory Numbers 11 and 15. OutServe may replace any purported member names with identifiers to preserve anonymity.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. Plaintiff OutServe objects to this request on the following grounds: (1) the identity of specific members of OutServe is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, there is no authority analyzing organizational standing using the identity of specific members of the organization; (2) to the extent relevant, the identity of specific members of OutServe is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in

resolving the issues; (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that OutServe has some 7,000 members and no member database, whereas the identity of specific OutServe members likely has no benefit. Plaintiff OutServe also objects to this request to the extent it requires the disclosure of the identities of members of OutServe who have not come forward for the purposes of this litigation on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing the identities of members of OutServe who have not come forward for the purposes of this litigation. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, OutServe will not produce non-privileged documents responsive to this request as OutServe did not provide a substantive response to Interrogatory Nos. 11 and 15. *See* OutServe's Responses to Interrogatory Nos. 12 and 16.

Document Requests in Only *Harrison V. Shanahan*

Request No. 46. All documents and communications related to the expenditures identified in OutServe's Responses to Defendants' Interrogatories 9 and 10.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the following grounds: (1) detail of "each and every expenditure of time or money" of the entire organization incurred as a result of particular policies is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of

admissible evidence—that is, the relevant inquiry focuses on diversion of resources away from particular work (i.e., work that was not done); (2) to the extent relevant, detailing "each and every expenditure of time or money" of the entire organization incurred due to particular policies is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; and (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the request seeks information from all "employees, staff, agents, consultants, contractors, and volunteers" and OutServe has no time-tracking system, while as noted above the detail requested has little benefit.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 47. All documents and communications, including categories of documents, supporting the claim that OutServe was directly injured by the policies challenged in the *Harrison* case.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 48. All documents and communications related to OutServe's participation in the *Harrison* suit, including but not limited to posts or comments on any OutServe social media forum, emails, newsletters, and meeting minutes. OutServe may replace any purported member names with identifiers to preserve anonymity.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the following grounds: (1) "all" documents and communications related to OutServe's participation in the lawsuit are neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence; (2) to the extent relevant, the request for is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; and (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the request would require searches of all the posts—and all comments on all posts—of some 100 Facebook groups as well as all comments on thousands of Instagram and Twitter posts. OutServe also objects to this request to the extent it requires the disclosure of the member identities on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing individuals' identities. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, OutServe will not produce documents responsive to this request, except to the extent such documents are responsive to other requests in response to which OutServe has committed to producing documents.

Document Requests in Only *Roe v. Shanahan*

Request No. 49. All documents and communications related to the expenditures identified in OutServe's Responses to Defendants' Interrogatory Numbers 13 and 14.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. Plaintiff OutServe objects to this request to the extent that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the following grounds: (1) detail of "each and every expenditure of time or money" of the entire organization incurred as a result of particular policies is neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—that is, the relevant inquiry focuses on diversion of resources away from particular work (i.e., work that was not done); (2) to the extent relevant, detailing "each and every expenditure of time or money" of the entire organization incurred due to particular policies is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; and (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the request seeks information from all "employees, staff, agents, consultants, contractors, and volunteers" and OutServe has no time-tracking system, while as noted above the detail requested has little benefit.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 50. All documents and communications, including categories of documents, supporting the claim that OutServe was directly injured by the policies challenged in the *Roe* case.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege.

Response: Subject to its objections, OutServe will produce non-privileged documents responsive to this request that can be located through a diligent search and reasonable inquiry under the circumstances.

Request No. 51. All documents and communications related to OutServe's participation in the *Roe* suit, including but not limited to posts or comments on any OutServe social media forum, emails, newsletters, and meeting minutes. OutServe may replace any purported member names with identifiers to preserve anonymity.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the following grounds: (1) "all" documents and communications related to OutServe's participation in the lawsuit are neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence; (2) to the extent relevant, the request for is not proportional to the needs of the case, considering the importance

of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; and (3) the burden and expense of the proposed discovery outweighs its likely benefit, in that the request would require searches of all the posts—and all comments on all posts—of some 100 Facebook groups as well as all comments on thousands of Instagram and Twitter posts. OutServe also objects to this request to the extent it requires the disclosure of the member identities on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing individuals' identities. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, OutServe will not produce documents responsive to this request, except to the extent such documents are responsive to other requests in response to which OutServe has committed to producing documents.

Request No. 52. All documents and communications relating to whether Plaintiff OutServe knew or could have known that there might be some HIV-positive servicemembers who prefer to accept separation prior to its receipt of the government's e-mail on March 25, 2019. *See* Pls' Opp.'n to Defs.' Mot. to Dismiss at 21. OutServe may replace any purported member names or names of HIV-positive individuals with identifiers to preserve anonymity.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege. OutServe further objects to this request on the grounds that it is confusing and unintelligible in what is sought by documents related to whether OutServe "could have known" something. OutServe will not produce documents (if any) responsive to that portion of the request. OutServe further objects to this request on the following grounds: (1) the requested documents are neither relevant to the parties' claims and defenses nor reasonably calculated to lead to the discovery of admissible evidence—namely, there is no authority for the proposition that an organization acting to the benefit of most affected members but with negative effects on some affected members is a factor to be considered in the standing analysis; (2) to the extent relevant, the request is not proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties' relative access to relevant information, the parties' resources, the importance of the discovery in resolving the issues; and (3) the burden and expense of the proposed discovery outweighs its likely benefit, given the lack of any benefit to the requested material. OutServe also objects to this request to the extent it requires the disclosure of the member identities on the grounds that it seeks information protected by the associational privilege of the First Amendment of the United States Constitution. *See Sexual Minorities of Uganda v. Lively*, 2015 WL 4750931 at *3 (D. Mass. Aug. 10, 2015). Plaintiff therefore will not produce any information revealing individuals' identities. Finally, OutServe objects to this request on privacy grounds. Any information provided in response to this request will be provided in accordance with the protective orders entered in these cases. *See Roe, et al.*, Dkt. No. 45; *Harrison, et al.*, Dkt. No. 71.

Response: Subject to its objections, OutServe responds that it has no non-privileged documents responsive to this request except for documents produced in response to Request No. 53.

Request No. 53. All documents and communications supporting the claims made in the Declaration of J.B. filed as a sealed exhibit to Plaintiffs' Opposition to Defendants' Renewed Motions to Dismiss Plaintiff OutServe-SLDN.

Objections: Plaintiff OutServe objects to this request on the ground that it seeks information protected by the attorney-client privilege and the work product privilege.

Response: Subject to the objections, OutServe responds that such documents have been produced.

Dated: June 28, 2019

/s/ *Scott Schoettes*
Scott Schoettes*
SSchoettes@lambdalegal.org
Kara Ingelhart*
KIngelhart@lambdalegal.org
LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
105 W. Adams St., Suite 2600
Chicago, IL 60603
T: (312) 663-4413

Anthony Pinggera*
APinggera@lambdalegal.org
LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
4221 Wiltshire Blvd., Suite 280
Los Angeles, CA 90010
T: (213) 382-7600

Peter E. Perkowski*
PeterP@outserve.org
OUTSERVE-SLDN, INC.
P.O. Box 65301
Washington, DC 20035-5301
T: (800) 538-7418

**pro hac vice*

/s/ *John W. H. Harding*
John W.H. Harding
Virginia State Bar No. 87602
JWHarding@winston.com
Lauren Gailey*
LGailey@winston.com
Laura Cooley
Virginia State Bar No. 93446
LCooley@winston.com
Alexandra J. Hemmings*
AHemmings@winston.com
WINSTON & STRAWN LLP
1700 K St., NW
Washington, DC 20006
T: (202) 282-5000

Julie A. Bauer*
JBauer@winston.com
WINSTON & STRAWN LLP
35 W. Wacker Dr.
Chicago, IL 60601
T: (312) 558-560

Andrew R. Sommer
Virginia State Bar No. 70304
Sommera@gtlaw.com
GREENBERG TRAURIG, LLP
1750 Tysons Boulevard
Suite 1000
McLean, VA 22102
T: (703) 749-1370

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the above document was served on this 28th day of June 2019, to the following counsel of record via electronic mail.

ROBERT M. NORWAY
Trial Attorney
U.S. Department of Justice
Civil Division
20 Massachusetts Ave., NW
Washington, D.C. 20001
Tel: (202) 305-7667
Fax: (202) 616-8460

R. TRENT MCCOTTER
Assistant United States Attorney
2100 Jamieson Avenue
Alexandria, Virginia 22314
Tel: (703) 299-3845
Fax: (703) 299-3983
Trent.mccotter@usdoj.gov

/s/ *John W. H. Harding*