TAX RETURN FILING INSTRUCTIONS

** FORM 990 PUBLIC DISCLOSURE COPY **

FOR THE YEAR ENDING

June 30, 2014

Prepared for	Ms. Nancy Denning-Martin Project Reflect, Inc. 730 Neely's Bend Road Madison, TN 37115
Prepared by	Crosslin & Associates, P.C. 3803 Bedford Avenue, Suite 103 Nashville, TN 37215
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.

** PUBLIC DISCLOSURE COPY **

Return of Organization Exempt From Income Tax

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

OMB No. 1545-0047

Inspection

Department of the Treasury Internal Revenue Service

▶ 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

Open to Public

Α	For the	a 2013 calendar year, or tax year beginning 001 1, 2013 and	enaing U	UN 30, 2014	
В	Check if applicabl	C Name of organization		D Employer identifi	cation number
	Addre	PROJECT REFLECT, INC.			
	Name chang	Doing Business As		62-1	563841
	Initial return	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	E Telephone numbe	er
	Terminated			(615)228-9886
	Amen			G Gross receipts \$	3,024,832.
F	Applic			H(a) Is this a group re	
_	pendi	F Name and address of principal officer:NANCY DENNING-MART:	TN	1	
		SAME AS C ABOVE		for subordinates	······ — —
_	-		or 527	H(b) Are all subordinates i	
		empt status: LX 501(c)(3)	JI 32 <i>1</i>	1	list. (see instructions)
		organization: X Corporation	I Voor	H(c) Group exemption	on number ► M State of legal domicile: TN
	art I		L Year	oriorination. 1992	M State of legal doffliche. IN
		Summary		יהיה המחים אדם	CTON TO MO
S	1	Briefly describe the organization's mission or most significant activities: PROJ	ICI KE	POLICA DEEC	DM ME
Activities & Governance		TRANSFORM URBAN AMERICA THROUGH EDUCATION			
ēr	1	Check this box if the organization discontinued its operations or dispose		1	
Š				3	8
۵		Number of independent voting members of the governing body (Part VI, line 1b)			8
ies		Total number of individuals employed in calendar year 2013 (Part V, line 2a)			133
Ĭ		Total number of volunteers (estimate if necessary)			240
٩ct	7 a	Total unrelated business revenue from Part VIII, column (C), line 12			0.
_	b	Net unrelated business taxable income from Form 990-T, line 34		7b	0.
				Prior Year	Current Year
<u>o</u>	8	Contributions and grants (Part VIII, line 1h)		5,495,949.	2,864,688.
'n	9	Program service revenue (Part VIII, line 2g)		0.	0.
Revenue		Investment income (Part VIII, column (A), lines 3, 4, and 7d)		145,307.	-82,615.
<u>—</u>		Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	3,652.	153,239.	
		Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)		5,644,908.	2,935,312.
	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		0.	0.
		Benefits paid to or for members (Part IX, column (A), line 4)		0.	0.
Ś	1	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		4,603,645.	2,233,296.
Expenses	16a			0.	0.
<u>p</u>	Ь	Professional fundraising fees (Part IX, column (A), line 11e)	59.		
ш	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)		1,602,244.	1,039,046.
		Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)		6,205,889.	
		Revenue less expenses. Subtract line 18 from line 12		-560,981.	-337,030.
<u> </u>	3	Trevende 1633 expenses. Subtract line 10 from line 12		ginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	100	5,474,796.	5,029,403.
ASSI	21	Total liabilities (Part X, line 16)		3,052,182.	2,943,819.
let,	22			2,422,614.	2,085,584.
P	art II	Net assets or fund balances. Subtract line 21 from line 20		2,422,014.	2,003,304.
		Ities of perjury, I declare that I have examined this return, including accompanying schedule:	c and etatom	ante and to the heet of m	v knowledge and belief it is
		t, and complete. Declaration of preparer (other than officer) is based on all information of wh			y kilowieuge allu bellet, it is
uuc	,	t, and complete. Declaration of preparer (other than officer) is based on an information of wi	iicii preparei	lias any knowledge.	
٥.		Signature of officer		Date	
Sig		NANCY DENNING-MARTIN, CHIEF EXECUTIVE			
He	re	Type or print name and title	OFFIC	·EK	
			П	Date Check	PTIN
De'	4	Print/Type preparer's name MADRITH T CARTICLY Preparer's signature	'	if	
Pai		MARTIN J. SATINSKY		self-employ	
	parer	Firm's name CROSSLIN & ASSOCIATES, P.C.		Firm's EIN	62-1336737
USE	Only	Firm's address 3803 BEDFORD AVENUE, SUITE 103			1E\ 200 EE00
_		NASHVILLE, TN 37215		Phone no. (6	15) 320-5500
Ma	y the II	RS discuss this return with the preparer shown above? (see instructions)			X Yes No

Form 990 (2013) PROJECT REFL 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)?		v	
_	If "Yes," complete Schedule A	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2	Λ	
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		х
4	public office? If "Yes," complete Schedule C, Part I 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		Х
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or			
Ŭ	similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III	5		х
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		Х
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		Х
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete			
	Schedule D, Part III	8		Х
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		Х
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		Х
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VIII, IX, or X			
	as applicable.			
а	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D,	44-	Х	
h	Part VI Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total	11a	21	
D	assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII	11b		Х
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total	110		
·	assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII	11c		Х
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		Х
е	Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X	11e		Х
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?			7.7
	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		
D	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		Х
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	1710		
	foreign organization? If "Yes," complete Schedule F, Parts II and IV	15		х
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		Х
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		Х
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		Х
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
	Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H	20a		Х
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20 b		

Form 990 (2013) PROJECT REFLECT, I Part IV Checklist of Required Schedules (continued)

			Yes	No
21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	21		х
22	Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX,	22		X
23	column (A), line 2? If "Yes," complete Schedule I, Parts I and III Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current	22		
23	and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete			
	Cabadada I	23		х
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		Х
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
С	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) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I	25a		Х
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 so,			37
	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			х
20	of any of these persons? If "Yes," complete Schedule L, Part III Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV	27		
28	instructions for applicable filing thresholds, conditions, and exceptions):			
а	A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28a		Х
b	A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b		X
	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		Х
29	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	29	Х	
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			37
	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		х
	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		Х
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		
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			v
200	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?	20	х	
	Note. All Form 990 filers are required to complete Schedule O	38	41	

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			
С	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming			
	(gambling) winnings to prize winners?	1c	Х	
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 133			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	Х	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			
За	Did the organization have unrelated business gross income of \$1,000 or more during the year?	За		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			ĺ
	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 Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.			
5а	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		X
b	, , , , , , , , , , , , , , , , , , , ,	5b		Х
	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c		<u> </u>
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit			37
	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	ا ۵.		l
7	were not tax deductible?	6b		
7	Organizations that may receive deductible contributions under section 170(c). 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?	70		Х
a h	and the second s	7a 7b		
b	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required	75		
·	to file Form 8282?	7c		х
d				
e		7e		Х
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		Х
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 and section 509(a)(3) supporting organizations. Did the supporting			
	organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8		
9	Sponsoring organizations maintaining donor advised funds.			
	Did the organization make any taxable distributions under section 4966?	9a		<u> </u>
b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b		
10	Section 501(c)(7) organizations. Enter:			
а	Initiation fees and capital contributions included on Part VIII, line 12			
b 11	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities			
11	Section 501(c)(12) organizations. Enter: Gross income from members or shareholders			1
a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)			
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a		
	If "Yes," enter the amount of tax-exempt interest received or accrued during the year			
13	Section 501(c)(29) qualified nonprofit health insurance issuers.			
	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			
С	Enter the amount of reserves on hand			
	Did the organization receive any payments for indoor tanning services during the tax year?	14a		Х
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b		

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. Х Check if Schedule O contains a response or note to any line in this Part VI Section A. Governing Body and Management Yes No 8 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. 8 b Enter the number of voting members included in line 1a, above, who are independent Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other Х officer, director, trustee, or key employee? Did the organization delegate control over management duties customarily performed by or under the direct supervision X 3 of officers, directors, or trustees, or key employees to a management company or other person? 4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? X Did the organization become aware during the year of a significant diversion of the organization's assets? Did the organization have members or stockholders? 6 7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or Х more members of the governing body? 7a b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or X persons other than the governing body? 7b Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: Х a The governing body? 8a X Each committee with authority to act on behalf of the governing body? 8b 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 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 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 **b** Describe in Schedule O the process, if any, used by the organization to review this Form 990. Х **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 c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done Х 12c Did the organization have a written whistleblower policy? X 13 13 X 14 Did the organization have a written document retention and destruction policy? Did the process for determining compensation of the following persons include a review and approval by independent 15 persons, comparability data, and contemporaneous substantiation of the deliberation and decision? X a The organization's CEO, Executive Director, or top management official 15a X Other officers or key employees of the organization 15b 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 Х taxable entity during the year? 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 16b exempt status with respect to such arrangements? Section C. Disclosure List the states with which a copy of this Form 990 is required to be filed ightharpoons TNSection 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 Upon request X Own website X Another's website Other (explain in Schedule O) 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. State the name, physical address, and telephone number of the person who possesses the books and records of the organization:

37115

NANCY DENNING-MARTIN - 6152289886 730 NEELY'S BEND ROAD, MADISON, TN

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.

(A)	(B)			_ (0	C)			(D)	(E)	(F)
Name and Title	Average hours per week	box offic	Position (do not check more than box, unless person is bo officer and a director/tru				h an	Reportable compensation from	Reportable compensation from related	Estimated amount of other
	(list any hours for related organizations below line)	Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	the organization (W-2/1099-MISC)	organizations (W-2/1099-MISC)	compensatior from the organization and related organizations
(1) EUNICE BELL	2.00								_	_
BOARD MEMBER		Х						0.	0.	0
(2) CHARLES K. GRANT	6.00								_	_
BOARD CHAIR		Х		Х				0.	0.	0
(3) JENNIFER KIMBALL	3.00								_	_
SECRETARY		Х		Х				0.	0.	0
(4) JAMES R. KNIGHT	2.00			l					•	•
VICE CHAIR	0.00	Х		Х				0.	0.	0
(5) JACQUELINE MITCHELL	2.00	,,							0	0
BOARD MEMBER	6 00	Х						0.	0.	0
(6) ANITA REED	6.00	٠,,		٦,					0	0
TREASURER	2.00	Х		Х				0.	0.	0
(7) STEPHANIE ROGERS	2.00	x						0.	0.	0
BOARD MEMBER (8) SHEILA TURK	2.00	^						0.	0.	U
BOARD MEMBER	2.00	х						0.	0.	0
(9) NANCY DENNING-MARTIN	50.00							0.	0.	-
CHIEF EXECUTIVE OFFICER	30.00	ł		х				93,500.	0.	0
(10) JANELLE GLOVER	50.00							33/3001	•	
PRINCIPAL	33733	ł				x		101,077.	0.	0
						 			•	
		l								
		1								
		1								
		1								
		L	L	L	L	L	L			
						L	L			
		1								

332007 10-29-13 Form **990** (2013)

Part VII Section A. Officers, Directors, Trus	tees, Key Em	ploy	ees	, an	d Hi	ighe	st C	Compensated Employe	es (continued)				
(A) Name and title	(B) Average hours per week	(do box offic	not c	Pos heck ss pe	c) ition more rson		one th an	(D) Reportable compensation from	(E) Reportable compensation from related	on d	an	(F) stimate nount other	of
	(list any hours for related organizations below line)	Individual trustee or director	Institutional trustee	Officer	Key employee	High est compensated employee	Former	the organization (W-2/1099-MISC)	organizatior (W-2/1099-MI		fr org and	pensa om the anizat d relate anization	e ion ed
		_											
1b Sub-total			<u> </u>		<u> </u>	<u> </u>	<u> </u>	194,577.		0.			0.
c Total from continuation sheets to Part VI d Total (add lines 1b and 1c)							>	194,577.		0.			0.
2 Total number of individuals (including but no compensation from the organization							ho r		0,000 of reportab				1
3 Did the organization list any former officer,	director, or tru	uste	e, ke	ey er	nplo	oyee	, or	highest compensated e	mployee on			Yes	No
line 1a? If "Yes," complete Schedule J for s 4 For any individual listed on line 1a, is the su	ım of reportab	le co	omp	ensa	atior	n and	d ot		the organization		3		X
and related organizations greater than \$15 5 Did any person listed on line 1a receive or a	accrue compe	nsat	ion 1	from	any	/ uni					4		X
rendered to the organization? If "Yes," com Section B. Independent Contractors	piete Scheaui	е Ј т	or s	ucn	pers	son					5		X
Complete this table for your five highest co the organization. Report compensation for	•	-								npens	ation f	from	
(A) Name and business			INC					(B) Description of s		С	(C Compe		n
2 Total number of independent contractors (i	ncluding but n	ot li	mite	d to	tho	se li	stec	d above) who received n	nore than				
\$100,000 of compensation from the organi	zation 🕨				(0							

			PROJECT REFI	LECT,	INC.			62-1563	841 Page 9
Pa	rt V	Ш							
			Check if Schedule O contains a respon	se or not	te to any li	ne in this Part VIII			
					į	(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	Revenue excluded from tax under sections 512 - 514
nts nts	1	а	Federated campaigns 1a						
Contributions, Gifts, Grants and Other Similar Amounts			Membership dues 1b						
s, G		С	Fundraising events 1c						
ar /			Related organizations 1d						
s, G				2,658	3,419.				
Sign			All other contributions, gifts, grants, and	,,,,,,	, ====	-			
le E		•	similar amounts not included above	206	,269.				
Qţ		_			252.				
no:		_	Noncash contributions included in lines 1a-1f: \$			2,864,688.			
O B		n	Total. Add lines 1a-1f						
	_			Busir	ness Code				
Program Service Revenue	2			-					
er.		b		_					
n S		С		_					
Jrar Pe		d		_					
rog		е		_					
Д.			All other program service revenue						
		g	Total. Add lines 2a-2f		<u></u>				
	3		Investment income (including dividends, in	terest, ar	nd	_			_
			other similar amounts)			5.			5.
	4		Income from investment of tax-exempt bon	d procee	eds 🕨				
	5		Royalties)				
			(i) Real		Personal				
	6	а	Gross rents 140,32						
		b		0.					
			Rental income or (loss) 140,32	7.					
		d	Net rental income or (loss)			140,327.			140,327.
			Gross amount from sales of (i) Securitie) Other				
			assets other than inventory	6	,900.				
		b	Less: cost or other basis			_			
		_	and sales expenses	89	,520.				
		_	Gain or (loss)		2,620.				
			Net gain or (loss)			-82,620.			-82,620.
			Gross income from fundraising events (not			32,323			0_,0_0
Other Revenue	0	а	including \$ of						
Ş.			contributions reported on line 1c). See						
æ			Part IV, line 18						
her		h	Less: direct expenses			_			
ō			Net income or (loss) from fundraising event						
			. ,	` <u>.</u>					
	9	а	Gross income from gaming activities. See						
			Part IV, line 19			-			
			Less: direct expenses						
			Net income or (loss) from gaming activities		<u> </u>				
	10	а	Gross sales of inventory, less returns		260.				
		_	and allowances		0.				
			Less: cost of goods sold				260		
		С	Net income or (loss) from sales of inventory			260.	260.		
			Miscellaneous Revenue		ness Code		11 (()		
			INSURANCE PROCEEDS		0099	11,662.	11,662.		
		b	OTHER INCOME	_ 90	0099	990.	990.		
		С		_					
			All other revenue						
		е	Total. Add lines 11a-11d			12,652.			
	12		Total revenue. See instructions.)	2,935,312.	12,912.	0.	57,712.

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 (A)
Total expenses **(D)** Fundraising (B) Do not include amounts reported on lines 6b. Management and general expenses Program service 7b, 8b, 9b, and 10b of Part VIII. expenses expenses Grants and other assistance to governments and organizations in the United States, See Part IV, line 21 Grants and other assistance to individuals in the United States. See Part IV. line 22 Grants and other assistance to governments. organizations, and individuals outside the United States, See Part IV, lines 15 and 16 Benefits paid to or for members Compensation of current officers, directors. 93,500. 30,855. 30,855. 31,790. trustees, and key employees Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Other salaries and wages 1,556,331. 1,403,400. 123,277. 29,654. 7 Pension plan accruals and contributions (include 22,192. 215,444. 185,223. section 401(k) and 403(b) employer contributions) 8,029. 236,970. 24,406. 8,831. Other employee benefits 203,733. 9 131,051. 114,313. 11,825. 4,913. Payroll taxes 10 Fees for services (non-employees): Management 4,578.4.578. Legal 25,550. 25,550. Accounting С Lobbying Professional fundraising services. See Part IV. line 17 Investment management fees Other. (If line 11g amount exceeds 10% of line 25, 60,790. 62,218. 1,428. column (A) amount, list line 11g expenses on Sch O.) 14.533. 6,044. 8.489. Advertising and promotion 12 66,503. 52,792. 2,268. 11,443. 13 Office expenses 3,926. 3,406. 374. 146. 14 Information technology 15 Royalties 344,296. 171,428. 161,830. 11,038. 16 Occupancy 57,116. 57,116. 17 Travel Payments of travel or entertainment expenses 18 for any federal, state, or local public officials 1,414. 1,414. Conferences, conventions, and meetings 19 20 21 Payments to affiliates 306,088. 191,265. 103,417. 11,406. 22 Depreciation, depletion, and amortization 14,109. 12,240. 1,343. 526. 23 Other expenses, Itemize expenses not covered 24 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.) 57,091. 65,806. 6,263. 2,452. REPAIRS AND MAINTENANCE FOOD SERVICE 58,394. 58,394. 5,829. 5,057. SECURITY 555. 217. 2,553. 540. DUES AND SUBSCRIPTIONS 2,013. 3,350. 2,783. 6,133. All other expenses 2,619,924. 532,659. 3,272,342. 119,759. Total functional expenses. Add lines 1 through 24e 25 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)

Form 990 (2013)
Part X | Balance Sheet

	רע	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
	1	Cash - non-interest-bearing			242,195.	1	196,402.
	2	Savings and temporary cash investments				2	
	3	Pledges and grants receivable, net			84,947.	3	70,442.
	4	Accounts receivable, net				4	
	5	Loans and other receivables from current and for					
		trustees, key employees, and highest compensa	ted em	ployees. Complete			
		Part II of Schedule L				5	
	6	Loans and other receivables from other disqualifi					
		section 4958(f)(1)), persons described in section	4958(c	(3)(B), and contributing			
		employers and sponsoring organizations of secti					
ş		employees' beneficiary organizations (see instr).	ete Part II of Sch L		6		
Assets	7	Notes and loans receivable, net				7	
⋖	8	Inventories for sale or use				8	
	9	Prepaid expenses and deferred charges			2,289.	9	
	10a	Land, buildings, and equipment: cost or other					
		basis. Complete Part VI of Schedule D Less: accumulated depreciation	10a	6,165,395.			
	b	Less: accumulated depreciation	10b	1,402,836.	5,145,365.	10c	4,762,559.
	11	Investments - publicly traded securities				11	
	12	Investments - other securities. See Part IV, line 1				12	
	13	Investments - program-related. See Part IV, line 1		13			
	14	Intangible assets		14			
	15	Other assets. See Part IV, line 11		15			
	16	Total assets. Add lines 1 through 15 (must equa			5,474,796.	16	5,029,403.
	17	Accounts payable and accrued expenses		132,011.	17	181,287.	
	18	Grants payable		18			
	19	Deferred revenue			19		
	20	Tax-exempt bond liabilities				20	
	21	Escrow or custodial account liability. Complete P				21	
Liabilities	22	Loans and other payables to current and former					
≝		key employees, highest compensated employees			25 075		
Ei.					25,975.		2 762 522
	23	Secured mortgages and notes payable to unrela			2,710,472.	23	2,762,532.
	24	Unsecured notes and loans payable to unrelated				24	
	25	Other liabilities (including federal income tax, pay					
		parties, and other liabilities not included on lines	•	· .	183,724.	۱ ۵۰	
	06	Schedule D			3,052,182.	25 26	2,943,819.
\dashv	26	Total liabilities. Add lines 17 through 25 Organizations that follow SFAS 117 (ASC 958)			5,052,102.	20	2,545,015.
ω l		complete lines 27 through 29, and lines 33 and		There 21 and			
ဥ	27	Unrestricted net assets			2,422,614.	27	2,084,709.
alar	28	Temporarily restricted net assets		28	875.		
Ä	29					29	0.00
ا ق		Organizations that do not follow SFAS 117 (AS					
느		and complete lines 30 through 34.	300	,, check here			
ls c	30	Capital stock or trust principal, or current funds				30	
SSE	31	Paid-in or capital surplus, or land, building, or equ				31	
Net Assets or Fund Balances	32	Retained earnings, endowment, accumulated inc				32	
ž	33	Total net assets or fund balances			2,422,614.	33	2,085,584.
	34	Total liabilities and net assets/fund balances			5,474,796.	34	5,029,403.

Form	1 990 (2013) PROJECT REFLECT, INC.	62-156	3841	Pag	ge 12
Pa	rt 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)		2,93		
2	Total expenses (must equal Part IX, column (A), line 25)	2	3,272		
3	Revenue less expenses. Subtract line 2 from line 1	3	-33		
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	2,422	2,6	<u> 14.</u>
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	2,08	5,5	<u>84.</u>
Pa	rt XII Financial Statements and Reporting				
	Check if Schedule O contains a response or note to any line in this Part XII				<u>Ш</u>
				Yes	No
1	Accounting method used to prepare the Form 990: Cash X Accrual Other				
	If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule				
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	d 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	<u>X</u>	
	If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate	e basis,			
	consolidated basis, or both:				
	Separate basis Consolidated basis Both consolidated and separate basis				
С	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the	e audit,			
	review, or compilation of its financial statements and selection of an independent accountant?		2c	<u>X</u>	
	If the organization changed either its oversight process or selection process during the tax year, explain in Sch				
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Si	ngle 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 requ				1
	or audits, explain why in Schedule O and describe any steps taken to undergo such audits		3b		

Form **990** (2013)

SCHEDULE A

Department of the Treasury

Internal Revenue Service

(Form 990 or 990-EZ)

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

Open to Public Inspection

Name of the organization

PROJECT REFLECT, INC.

Employer identification number 62-1563841

Pa	rt I	Reason	for Public Char	ity Status (All organiz	ations mu	st complet	te this par	:.) See inst	tructions.					
The o	organ	zation is not a	a private foundation	because it is: (For lines	1 through	11, check	only one b	ox.)						
1		A church, cor	nvention of churche	s, or association of chur	ches desc	ribed in se	ction 170	(b)(1)(A)(i)).					
2		A school des	cribed in section 17	'0(b)(1)(A)(ii). (Attach Sc	hedule E.)									
3		A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).												
4		A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name,												
		city, and stat	e:											
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	X													
			b)(1)(A)(vi). (Comple				Ü			Ü	•			
8				section 170(b)(1)(A)(vi).	(Complete	Part II.)								
9				eives: (1) more than 33			rom contri	butions, n	nembershi	p fees, a	nd (gross re	ceipts	from
				nctions - subject to certa										
			·	axable income (less sect	•	•	•					•		
			509(a)(2). (Complete			,		•	, ,				,	
10		An organizati	on organized and or	perated exclusively to te	st for publ	ic safety. S	See sectio	n 509(a)(4	1).					
11		-	-	perated exclusively for the	=	-			-	y out the	pu	irposes (of one	or
		more publicly	supported organiza	ations described in secti	on 509(a)(1) or section	on 509(a)(2	2). See se	ction 509(<i>.</i> a)(3). Ch	eck	the box	that	
				organization and comple				,	·					
		a Type I	b 🔲 Ty	ype II c 🗀 Ty	ype III - Fu	nctionally	integrated	c	і 🔲 Тур	e III - No	n-fu	ınctional	lly integ	grated
е		By checking	this box, I certify tha	at the organization is not	controlled	directly o	r indirectly	by one o	r more dis	qualified	per	rsons otl	her tha	n
		foundation m	anagers and other t	han one or more publicly	y supporte	ed organiza	ations des	cribed in s	ection 509	9(a)(1) or	sec	ction 509	9(a)(2).	
f		If the organiz	ation received a writ	tten determination from t	the IRS tha	at it is a Ty	pe I, Type	II, or Type	e III					
			rganization, check th											
g		Since August	t 17, 2006, has the o	organization accepted ar	ny gift or c	ontribution	from any	of the foll	owing per	sons?				
		(i) A person	n who directly or ind	lirectly controls, either al	one or tog	ether with	persons o	lescribed	in (ii) and (iii) below	',		Yes	No
		the gove	erning body of the s	upported organization?								11g(i)		
				n described in (i) above?								11g(ii)		
				person described in (i) o								11g(iii)		
h				about the supported or										
(i)	Name	of supported	(ii) EIN	(iii) Type of organization	(iv) Is the c	organization	(v) Did yo	ı notify the	(vi) Is organizatio	the	(vii	i) Amoun	t of moi	netarv
(-)		nization	(,	(described on lines 1-9	in col. (i) lis		organizat		l (i) organiz	ed in the			port	,
				above or IRC section (see instructions))	governing	document?	(i) of you	support?	U.S	.?				
				(see mstructions))	Yes	No	Yes	No	Yes	No				
						<u> </u>			 					
rata											l			

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

Schedule A (Form 990 or 990-EZ) 2013

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.)

Se	ction A. Public Support						
Cale	endar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1	Gifts, grants, contributions, and						
	membership fees received. (Do not						
	include any "unusual grants.")	5,380,594.	5,173,028.	5,759,259.	5,495,949.	2,864,688.	24,673,518.
2	Tax revenues levied for the organ-						
	ization'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	5,380,594.	5,173,028.	5,759,259.	5,495,949.	2,864,688.	24,673,518.
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)						
6	Public support. Subtract line 5 from line 4.						24,673,518.
	ction B. Total Support						
Cale	endar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7	Amounts from line 4	5,380,594.	5,173,028.	5,759,259.	5,495,949.	2,864,688.	24,673,518.
8	Gross income from interest,						
	dividends, payments received on						
	securities loans, rents, royalties						
	and income from similar sources	55.	26.	508.	18.	140,332.	140,939.
9	Net income from unrelated business					-	-
	activities, whether or not the						
	business is regularly carried on			1,883.			1,883.
10	Other income. Do not include gain						<u> </u>
	or loss from the sale of capital						
	assets (Explain in Part IV.)				2,287.	12,652.	14,939.
11	Total support. Add lines 7 through 10						24,831,279.
	Gross receipts from related activities,	etc. (see instruction	ons)			12	25,003.
	First five years. If the Form 990 is for	•	,	d. fourth, or fifth ta	x vear as a sectio	n 501(c)(3)	<u> </u>
	organization, check this box and stop	•			•		>
Se	ction C. Computation of Publ	ic Support Per	rcentage				•
14	Public support percentage for 2013 (I	ine 6, column (f) di	vided by line 11, c	olumn (f))		14	99.36 %
15	Public support percentage from 2012	Schedule A, Part	II, line 14			15	99.98 %
	33 1/3% support test - 2013. If the c					nore, check this bo	x and
	stop here. The organization qualifies	as a publicly supp	orted organization				▶ X
k	33 1/3% support test - 2012. If the c						
	and stop here. The organization qual						
17a	10% -facts-and-circumstances tes						
	and if the organization meets the "fac						
	meets the "facts-and-circumstances"						. \square
k	10% -facts-and-circumstances tes	-		• • •			
	more, and if the organization meets th						
	organization meets the "facts-and-circ						
18	Private foundation. If the organizatio			•	,		
	U		· · · · · · · · · · · · · · · · · · ·	· '			•

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.)

Se	ction A. Public Support	ciow, picase com	pioto i urt ii.j				
_	endar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
	Gifts, grants, contributions, and		'				· · · · · · · · · · · · · · · · · · ·
	membership fees received. (Do not						
	include any "unusual grants.")						
2	Gross receipts from admissions,						
	merchandise sold or services per-						
	formed, 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 bus-						
	iness under section 513						
1	Tax revenues levied for the organ-						
7	ization'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						
	Total. Add lines 1 through 5						
78	Amounts included on lines 1, 2, and						
	3 received from disqualified persons						
K	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						
	Add lines 7a and 7b						
	Public support (Subtract line 7c from line 6.)						
_	ction B. Total Support			1	1	1	
	endar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
	Amounts from line 6						
10a	Gross income from interest, dividends, payments received on						
	securities loans, rents, royalties						
	and income from similar sources						
k	Unrelated business taxable income						
	(less section 511 taxes) from businesses						
	acquired after June 30, 1975						
(Add lines 10a and 10b						
11	Net income from unrelated business						
	activities not included in line 10b, whether or not the business is						
	regularly carried on						
12	Other income. Do not include gain						
	or loss from the sale of capital assets (Explain in Part IV.)						
13	Total support. (Add lines 9, 10c, 11, and 12.)						
14	First five years. If the Form 990 is for	the organization'	s first, second, thi	d, fourth, or fifth t	tax year as a section	n 501(c)(3) organiz	zation,
	check this box and stop here	-			•		
Se	ction C. Computation of Publ						
15	Public support percentage for 2013 (I	ine 8, column (f) c	divided by line 13,	column (f))		15	%
16	Public support percentage from 2012	Schedule A, Part	: III, line 15			16	%
Se	ction D. Computation of Inves	stment Incom	e Percentage				
17	Investment income percentage for 20	13 (line 10c, colu	mn (f) divided by lii	ne 13, column (f))		17	%
18	Investment income percentage from 2	2012 Schedule A,	Part III, line 17			18	%
19a	a 33 1/3% support tests - 2013. If the	organization did i	not check the box	on line 14, and lin	e 15 is more than	33 1/3%, and line	17 is not
	more than 33 1/3%, check this box a	nd stop here. The	e organization qua	ifies as a publicly	supported organiz	ation	
k	33 1/3% support tests - 2012. If the	organization did i	not check a box or	line 14 or line 19	a, and line 16 is me	ore than 33 1/3%,	and
	line 18 is not more than 33 1/3%, che	ck this box and s	top here. The orga	anization qualifies	as a publicly supp	orted organization	
20	Private foundation. If the organization	n did not check a	box on line 14, 19	a, or 19b, check t	his box and see in	structions	>

<u>Schedule A</u>	(Form 990 or 990-EZ) 2013 PROJECT REFLECT,	INC.	62-1563841 Page 4
Part IV	Supplemental Information. Provide the explanations	required by Part II, line 10; Part II, line 17a or	17b; and Part III, line 12.
	Also complete this part for any additional information. (See in	nstructions).	,
	, and complete the part for any additional mornancin (cook		

** PUBLIC DISCLOSURE COPY **

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

Department of the Treasury Internal Revenue Service

Name of the organization

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

Employer identification number

	PROJECT REFLECT, INC.	62-1563841					
Organization type (chec	k 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						
	on is covered by the General Rule or a Special Rule. (c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special I	Rule. See instructions.					
General Rule							
	tion filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in mplete Parts I and II.	money or property) from any one					
Special Rules							
509(a)(1) and 1	01(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the roon (b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.						
total contribution	For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.						
contributions for If this box is ch purpose. Do no	For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use <i>exclusively</i> for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an <i>exclusively</i> religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions of \$5,000 or more during the year						
	n that is not covered by the General Rule and/or the Special Rules does not file Schedulor on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its						

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

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

PROJECT REFLECT, INC.

62-1563841

Part I	Contributors (see instructions). Use duplicate copies of Part I if additional	I space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		\$ 2,401,258.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2		\$ 257,161.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)

Schedule B (Form 990, 990-EZ, or 990-PF) (2013) Name of organization **Employer identification number**

PROJECT REFLECT, INC.

62-1563841

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		
		\$			

Name of organization

Employer identification number

PROJECT	REFLECT, INC.	62-1563841
Part III	Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organization	ns that total more than \$1,000 for the
	year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter	• •

a) No. From Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	Transferee's name, address, a	(e) Transfer of gift	Relationship of transferor to transferee
) No. rom Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	Transferee's name, address, a	(e) Transfer of gift	Relationship of transferor to transferee
n) No.	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
		(e) Transfer of gift	

(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 D

(Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

Attach to Form 990.

► Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990

2013
Open to Public Inspection

Name of the organization

PROJECT REFLECT, INC.

Employer identification number 62-1563841

Pa		or Advised Funds or Other Similar Funds	or Accounts. Complete if the
	organization answered "Yes" to Form 990		(b) Francis and all
		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate contributions to (during year)		
3	Aggregate grants from (during year)		
4	Aggregate value at end of year		
5	_	advisors in writing that the assets held in donor advise	
		ganization's exclusive legal control?	
6		and donor advisors in writing that grant funds can be u	
	• •	f the donor or donor advisor, or for any other purpose of	
D - 1			
Pa	<u> </u>	lete if the organization answered "Yes" to Form 990, Pa	art IV, line 7.
1	Purpose(s) of conservation easements held by the	`	
	Preservation of land for public use (e.g., re	· —	torically important land area
	Protection of natural habitat	Preservation of a certif	fied historic structure
_	Preservation of open space		
2		held a qualified conservation contribution in the form of	of a conservation easement on the last
	day of the tax year.		Hold at the Find of the Tou Year
			Held at the End of the Tax Year
a			
b		ents	
С		d historic structure included in (a)	
d		(c) acquired after 8/17/06, and not on a historic structu	
_			2d
3		ansferred, released, extinguished, or terminated by the	organization during the tax
	year		
4	Number of states where property subject to con		
5	. , ,	rding the periodic monitoring, inspection, handling of	
_	violations, and enforcement of the conservation		
6		, inspecting, and enforcing conservation easements du	
7		pecting, and enforcing conservation easements during	
8		line 2(d) above satisfy the requirements of section 170(
_			
9		ts conservation easements in its revenue and expense	·
		the organization's financial statements that describes t	the organization's accounting for
Pai	conservation easements.	ections of Art, Historical Treasures, or Ot	ther Similar Assets
ı u	Complete if the organization answered "Y		inci ommui 7.000to.
10	-	SFAS 116 (ASC 958), not to report in its revenue statem	pont and halance shoot works of art
ıa	- · · · · · · · · · · · · · · · · · · ·	for public exhibition, education, or research in furtherar	
	the text of the footnote to its financial statement		ice of public service, provide, in Part Alli,
b		SFAS 116 (ASC 958), to report in its revenue statement	and halance shoot works of art, historical
b			
		exhibition, education, or research in furtherance of pub	one service, provide the following amounts
	relating to these items: (i) Payanus included in Form 990 Part VIII lin	0.1	• •
	(ii) Assets included in Form 990, Part V	e 1	
0		historical treasures, or other similar assets for financial	
2			gain, provide
_		nder SFAS 116 (ASC 958) relating to these items:	. φ
a			
р	Assets included in Form 990. Part X		▶ 55

PROJECT	REFLECT.	INC.

Pa	t III Organizations Maintaining C	ollections of A	rt, Hist	torical Tr	easures, e	or Othe	er Simila	ar Asse	ts (continue	ed)
3	Using the organization's acquisition, accession	on, and other record	ds, checl	any of the	following tha	at are a si	gnificant i	use of its	collection i	tems
	(check all that apply):									
а	Public exhibition	c	ı 🔲 1	Loan or exc	hange progra	ams				
b	Scholarly research	e	, 🔲	Other						
С	Preservation for future generations									
4	Provide a description of the organization's co	llections and explai	in how th	ney further t	he organizati	ion's exer	mpt purpo	se in Par	t 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 ma	intained as part of	the orga	nization's c	ollection?				Yes	No_
Pa	t IV Escrow and Custodial Arrang		ete if the	organizatio	n answered	"Yes" to	Form 990	, Part IV, I	ine 9, or	
	reported an amount on Form 990, Par	t X, line 21.								
1a	Is the organization an agent, trustee, custodi	an or other intermed	diary for	contributior	ns or other as	ssets not	included	_	-	
	on Form 990, Part X?							L	Yes	└── No
b	If "Yes," explain the arrangement in Part XIII									
									Amount	
С	Beginning balance						1c			
	Additions during the year									
е	Distributions during the year						1e			
f	Ending balance						. 1f			
2a	Did the organization include an amount on Fo	orm 990, Part X, line	21?					L	Yes	└─ No
	If "Yes," explain the arrangement in Part XIII.	Check here if the ex	xplanatio	n has been	provided in	Part XIII				
Pa	t V Endowment Funds. Complete if	the organization ar	swered	"Yes" to Fo						
		(a) Current year	(b) P	rior year	(c) Two yea	rs back	(d) Three y	ears back	(e) Four ye	ears back
1a	Beginning of year balance									
b	Contributions									
С	Net investment earnings, gains, and losses									
d	Grants or scholarships									
е	Other expenditures for facilities									
	and programs									
f	Administrative expenses									
g	End of year balance									
2	Provide the estimated percentage of the curr	ent year end baland	ce (line 1	g, column (a	a)) held as:					
а	Board designated or quasi-endowment		_%							
b	Permanent endowment	%								
С	Temporarily restricted endowment ▶	%								
	The percentages in lines 2a, 2b, and 2c shou	ld equal 100%.								
За	Are there endowment funds not in the posse	ssion of the organiz	ation tha	at are held a	ınd administe	ered for th	ne organiz	zation		
	by:								Y	es No
	(i) unrelated organizations								3a(i)	
	(ii) related organizations								3a(ii)	
b	If "Yes" to 3a(ii), are the related organizations	listed as required of	on Sched	dule R?					3b	
4	Describe in Part XIII the intended uses of the		owment	funds.						
Pa	t VI Land, Buildings, and Equipm	ent.								
	Complete if the organization answered	d "Yes" to Form 990), Part IV	, line 11a. S	See Form 990	, Part X, I	line 10.			
	Description of property	(a) Cost or o		` '	or other (other)	` '	ccumulate preciation	ed	(d) Book v	/alue
	Land	305,	000.	30	0,000.				605	,000.
	Buildings	··			6,819.	7	712,28	86.	3,850	
	Leasehold improvements				3,234.		23,23		<u> </u>	0.
	Equipment				3,977.	6	567,3		306	,661.
	Other				-		•			-
	I. Add lines 1a through 1e. (Column (d) must ed		X, colun	nn (B), line 1	10(c).)				4,762	<u>,559</u> .

Part VII	Investments - Other Securities.					
	Complete if the organization answered "Yes"					
(a) Descrip	tion of security or category (including name of security)	(b) Book value	(c) Method of valuation: Co	ost or end-of-year market value		
. ,	(1) Financial derivatives					
	held equity interests					
(3) Other						
(A)						
(B) (C)						
(D)						
(E)						
(F)						
(G)						
(H)						
	b) must equal Form 990, Part X, col. (B) line 12.)					
	Investments - Program Related.					
	Complete if the organization answered "Yes"	to Form 990, Part IV, lir	ne 11c. See Form 990, Part X, line	13.		
	(a) Description of investment	(b) Book value		ost or end-of-year market value		
(1)						
(2)						
(3)						
(4)						
(5)						
(6)						
(7)						
(8)						
(9)	h) sound a sual Farma 2000 Port V and (D) line 10 \					
Part IX	b) must equal Form 990, Part X, col. (B) line 13.) Other Assets.					
raitix	Complete if the organization answered "Yes"	to Form 000 Part IV lin	on 11d Son Form 990 Part V line	15		
		Description	ie 11d. See 1 om 990, Part X, iiie	(b) Book value		
(1)	()	· · / · · · · · ·		(4, 2, 2, 2, 3, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1,		
(2)						
(3)						
(4)						
(5)						
(6)						
(7)						
(8)						
(9)						
	mn (b) must equal Form 990, Part X, col. (B) line	e 15.)				
Part X	Other Liabilities.					
	Complete if the organization answered "Yes"	to Form 990, Part IV, lir		X, line 25.		
<u>1. </u>	(a) Description of liability		(b) Book value			
	leral income taxes					
(2)						
(3)						
(4)						
(5)						
(6)						
(7)						
(8)						
(9)	ımn (b) must equal Form 990, Part X, col. (B) line	e 25)				
	for uncertain tax positions. In Part XIII, provide		e to the organization's financial sta	tements that reports the		
-	ation's liability for uncertain tax positions under		•			

	rt XI Reconciliation of Revenue per Audited Financial St	atements With Revenue		LJUJUHI Page
ıaı	Complete if the organization answered "Yes" to Form 990, Part IV, li	·	per neturn	•
_	T. 1		1	3,017,057
1	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		······ •••	3,017,037
	Net unrealized gains on investments	2a		
	Donated services and use of facilities			
d	Recoveries of prior year grants Other (Describe in Part VIII.)			
			2e	0
3			3	3,017,057
4	Subtract line 2e from line 1 Amounts included on Form 990, Part VIII, line 12, but not on line 1:			370177037
		4a		
		01 7	745.	
				-81,745
	Add lines 4a and 4b Total revenue. Add lines 3 and 4c . (<i>This must equal Form 990, Part I, line 12</i>			2,935,312
	rt XII Reconciliation of Expenses per Audited Financial S			
	Complete if the organization answered "Yes" to Form 990, Part IV, li		. .	•
1	Total expenses and losses per audited financial statements		1	3,272,342
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		•	0,-:-,
	Donated services and use of facilities	2a		
	Prior year adjustments			
	0.1			
	Other losses Other (Describe in Part XIII.)			
			2e	0
3			3	3,272,342
4	Subtract line 2e from line 1 Amounts included on Form 990, Part IX, line 25, but not on line 1:			3/2/2/312
	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
	A del Proposition de la constante		10	0
	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line			3,272,342
	rt XIII Supplemental Information.	10.,	3	3/2/2/312
	ide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and	A: Part IV lines 1h and 2h: Part I	V line 4: Part	X line 2: Part XI
	2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide		v, iii c +, i ai c	Λ, ΙΙΙΟ Σ, Γ ΔΙ Γ ΛΙ,
11100	24 and 45, and 1 art An, intes 24 and 45. Also complete this part to provide t	arry additional information.		
PAI	RT XI, LINE 4B - OTHER ADJUSTMENTS:			
	·			
ΓEI	MPORARILY RESTRICTED CONTRIBUTIONS			875
LOS	SS ON SALE OF ASSETS			-82,620
ro:	TAL TO SCHEDULE D, PART XI, LINE 4B			-81,745

SCHEDULE M (Form 990)

Department of the Treasury

Internal Revenue Service

Part I

Noncash Contributions

Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.

Attach to Form 990.

► Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990

OMB No. 1545-0047

Open to Public Inspection

Name of the organization

Types of Property

PROJECT REFLECT, INC. Employer identification number 62-1563841

		(a)	(b)	(c)	(d)			
		Check if applicable	Number of contributions or	Noncash contribution amounts reported on	Method of de noncash contribu		_	re
		арріюцью		Form 990, Part VIII, line 1g	Tiorioasii oominbe	ition a	mount	
1	Art - Works of art							
2	Art - Historical treasures							
3	Art - Fractional interests							
4	Books and publications							
5	Clothing and household goods							
6	Cars and other vehicles							
7	Boats and planes							
8	Intellectual property							
9	Securities - Publicly traded							
10	Securities - Closely held stock							
11	Securities - Partnership, LLC, or							
	trust interests							
12	Securities - Miscellaneous							
13	Qualified conservation contribution -							
	Historic structures							
14	Qualified conservation contribution - Other							
15	Real estate - Residential							
16								
17	Real estate - Other							
18	Collectibles							
19	Food inventory	Х	1	52,838.	FAIR MARKET	VA	LUE	
20	Drugs and medical supplies			, , , , , , , , , , , , , , , , , , , ,				
21	Taxidermy							
22	Historical artifacts							
23	Scientific specimens							
24	Archeological artifacts							
25	Other (OTHER CONTRIB)	X	1	1.414.	FAIR MARKET	VA	LUE	
26			_					
27								
28	Other () Other ()							
29	Number of Forms 8283 received by the organi	zation during	a the tax year for e	contributions				
23	for which the organization completed Form 82		•					
	for which the organization completed Form 62	os, rait iv, i	Donee Acknowled	gement [29]			Voc	No
30~	During the year did the examination receive h	v contributio	on any proporty	ported in Part Llines 1 00 4	hat it must hold for		Yes	No
Sua	During the year, did the organization receive by contribution any property reported in Part I, lines 1 - 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for							
						20-		х
	the entire holding period?					30a		
	b If "Yes," describe the arrangement in Part II.							х
31								<u> </u>
₃∠a	2a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash							x
						32a		\vdash
	If "Yes," describe in Part II. If the organization did not report an amount in column (c) for a type of property for which column (a) is checked,							
33	•	column (c) f	or a type of prope	rty for which column (a) is ch	necked,			
	describe in Part II.		, =	•	0	<u> </u>	000)	(00:00
ı HA	For Paperwork Reduction Act Notice, see	the instruc	tions for Form 99	U.	Schedule M	ı-orm	99U) (.ZU 131

Schedule M	(Form 990) (2013)	PROJECT	REFLECT,	INC.	62-1563841 Page 2
Part II	Supplemental is reporting in Part this part for any ac	Information I. column (b), th	 Provide the info e number of conti 	rmation required by Part I, lines 30b, 32b, and 33, ributions, the number of items received, or a comb	

SCHEDULE O (Form 990 or 990-EZ)

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.

OMB No. 1545-0047

Department of the Treasury Internal Revenue Service

MISSION.

Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990

Open to Public Inspection

Name of the organization PROJECT REFLECT, **Employer identification number** 62-1563841

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

WORK TO ADDRESS ISSUES OF POVERTY THROUGH EDUCATIONAL PROGRAMS

INCLUDING A K-4 CHARTER SCHOOL, A TUTORING AND SUMMER CAMP PROGRAM,

INC.

FAMILY PROGRAMMING, AND COMMUNITY EDUCATION AND ADVOCACY.

FORM 990, PART VI, SECTION A, LINE 7B:

EXPLANATION: THE ORGANIZATION HAS A BOARD OF TRUSTEES WITH THE POWER TO VETO GOVERNING BOARD DECISIONS THAT WERE CONTRARY TO THE ORGANIZATION'S

FORM 990, PART VI, SECTION B, LINE 11:

EXPLANATION: THE FINANCE COMMITTEE REVIEWS AND APPROVES THE 990 BEFORE IT IS PRESENTED TO THE ENTIRE GOVERNING BOARD.

FORM 990, PART VI, SECTION B, LINE 12C:

EXPLANATION: THE GOVERNING BODY AND CEO MONITOR COMPLIANCE AND ENFORCEMENT OF THE CONFLICT OF INTEREST POLICY ON AN ONGOING BASIS.

FORM 990, PART VI, SECTION B, LINE 15:

EXPLANATION: CEO'S COMPENSATION IS REVIEWED BY THE GOVERNING BODY ON AN ANNUAL BASIS.

FORM 990, PART VI, SECTION C, LINE 19:

EXPLANATION: GOVERNING DOCUMENTS ARE MADE AVAILABLE TO THE PUBLIC UPON REQUEST.