

Return of Organization Exempt From Income Tax

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

Department of the Treasury Internal Revenue Service

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

For the 2003 calendar year, or tax year beginning 07/01, 2003, and ending 06/30/2004

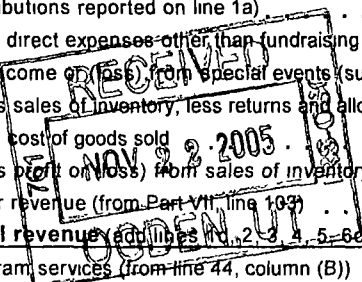
Form header section containing organization name (BOYS AND GIRLS CLUB OF THE EAST VALLEY), address (1405 EAST GUADALUPE ROAD #4, TEMPE, AZ 85283), and identification numbers (Employer ID: 86-0550646, Telephone: (480) 820-3688).

Form section containing website (WWW.CLUBZONA.ORG), organization type (501(c)(3)), and gross receipts information (Total: 6,139,618).

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See page 18 of the instructions)

Main table with 21 rows detailing revenue (Total: 5,722,653), expenses (Total: 6,311,456), and net assets (Total: 8,031,286).

Vertical stamp: SCANNED SEP 13 2005



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**Part II Statement of Functional Expenses** All organizations must complete column (A) Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others (See page 22 of the instructions)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
<b>22</b> Grants and allocations (attach schedule) (cash \$ <u>29,550</u> , noncash \$ _____)	<b>22</b> 29,550.	29,550.	STMT 5	
<b>23</b> Specific assistance to individuals (attach schedule)	<b>23</b> 5,834.	5,834.	STMT 6	
<b>24</b> Benefits paid to or for members (attach schedule)	<b>24</b>			
<b>25</b> Compensation of officers, directors, etc	<b>25</b> 218,525.		218,525.	
<b>26</b> Other salaries and wages	<b>26</b> 3,809,125.	3,392,386.	80,861.	335,878.
<b>27</b> Pension plan contributions	<b>27</b>			
<b>28</b> Other employee benefits	<b>28</b>			
<b>29</b> Payroll taxes	<b>29</b>			
<b>30</b> Professional fundraising fees	<b>30</b>			
<b>31</b> Accounting fees	<b>31</b>			
<b>32</b> Legal fees	<b>32</b>			
<b>33</b> Supplies	<b>33</b> 145,043.	111,741.	23,061.	10,241.
<b>34</b> Telephone	<b>34</b> 71,439.	53,831.	8,176.	9,432.
<b>35</b> Postage and shipping	<b>35</b> 10,036.	2,480.	3,640.	3,916.
<b>36</b> Occupancy	<b>36</b> 609,722.	562,160.	30,239.	17,323.
<b>37</b> Equipment rental and maintenance	<b>37</b> 43,489.	32,442.	5,524.	5,523.
<b>38</b> Printing and publications	<b>38</b> 18,440.	9,039.	765.	8,636.
<b>39</b> Travel	<b>39</b>			
<b>40</b> Conferences, conventions, and meetings	<b>40</b> 96,754.	55,098.	4,607.	37,049.
<b>41</b> Interest	<b>41</b> 34,659.	3,080.	7,147.	24,432.
<b>42</b> Depreciation, depletion, etc (attach schedule)	<b>42</b> 525,243.	490,215.	17,937.	17,091.
<b>43</b> Other expenses not covered above (Itemize) <u>STMT 7</u>	<b>43a</b> 675,458.	558,014.	15,055.	102,389.
<b>b</b> -----	<b>43b</b>			
<b>c</b> -----	<b>43c</b>			
<b>d</b> -----	<b>43d</b>			
<b>e</b> -----	<b>43e</b>			
<b>44</b> Total functional expenses (add lines 22 through 43) Organizations completing columns (B)-(D), carry these totals to lines 13-15	<b>44</b> 6,293,317.	5,305,870.	415,537.	571,910.

**Joint Costs.** Check  if you are following SOP 98-2.  
 Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services?  Yes  No  
 If "Yes," enter (i) the aggregate amount of these joint costs \$ \_\_\_\_\_, (ii) the amount allocated to Program services \$ \_\_\_\_\_;  
 (iii) the amount allocated to Management and general \$ \_\_\_\_\_, and (iv) the amount allocated to Fundraising \$ \_\_\_\_\_

**Part III Statement of Program Service Accomplishments** (See page 25 of the instructions.)

What is the organization's primary exempt purpose? <u>STMT 8</u>	Program Service Expenses (Required for 501(c)(3) and (4) orgs, and 4947(a)(1) trusts, but optional for others)
<b>a</b> <u>YOUTH PROGRAMS-SOCIALIZATION, RECREATION, DRUG AND ALCOHOL ABUSE PREVENTION. APPROXIMATELY 14,000 SERVED</u>  (Grants and allocations \$ <u>29,550.</u> )	<b>4,402,581.</b>
<b>b</b> <u>CHARTER SCHOOL-PROVIDES FORMAL INSTRUCTION FOR YOUTH. APPROXIMATELY 176 SERVED.</u>  (Grants and allocations \$ _____)	<b>903,289.</b>
<b>c</b> -----  (Grants and allocations \$ _____)	
<b>d</b> -----  (Grants and allocations \$ _____)	
<b>e</b> Other program services (attach schedule) (Grants and allocations \$ _____)	
<b>f</b> Total of Program Service Expenses (should equal line 44, column (B), Program services).	<b>5,305,870.</b>

**Part IV Balance Sheets** (See page 25 of the instructions.)

				(A)		(B)
				Beginning of year		End of year
Assets	45	Cash - non-interest-bearing		120,337.	45	60,946.
	46	Savings and temporary cash investments		156,239.	46	240,691.
	47a	Accounts receivable	47a NONE			
	b	Less allowance for doubtful accounts	47b	267,971.	47c	NONE
	48a	Pledges receivable	48a 1,104,293.			
	b	Less allowance for doubtful accounts	48b 47,000.	1,113,249.	48c	1,057,293.
	49	Grants receivable		32,750.	49	88,596.
	50	Receivables from officers, directors, trustees, and key employees (attach schedule)			50	
	51a	Other notes and loans receivable (attach schedule)	STMT 9, 51a NONE			
	b	Less allowance for doubtful accounts	51b	149,400.	51c	NONE
	52	Inventories for sale or use			52	
	53	Prepaid expenses and deferred charges		111,206.	53	27,158.
	54	Investments - securities (attach schedule) STMT 10 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV		853,738.	54	806,839.
	55a	Investments - land, buildings, and equipment, basis	55a 25,000.			
	b	Less accumulated depreciation (attach schedule)	55b	NONE	55c	25,000.
56	Investments - other (attach schedule)			56		
57a	Land, buildings, and equipment, basis	57a 9,936,148.				
b	Less accumulated depreciation (attach schedule)	57b 2,516,483.	6,600,814.	57c	7,419,665.	
58	Other assets (describe STMT 11)		17,738.	58	18,588.	
59	<b>Total assets</b> (add lines 45 through 58) (must equal line 74)		9,423,442.	59	9,744,776.	
Liabilities	60	Accounts payable and accrued expenses		332,554.	60	413,918.
	61	Grants payable			61	
	62	Deferred revenue		23,700.	62	178,233.
	63	Loans from officers, directors, trustees, and key employees (attach schedule)			63	
	64a	Tax-exempt bond liabilities (attach schedule)			64a	
	b	Mortgages and other notes payable (attach schedule)	STMT 12	465,759.	64b	1,121,339.
65	Other liabilities (describe)			65		
66	<b>Total liabilities</b> (add lines 60 through 65)		822,013.	66	1,713,490.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74					
	67	Unrestricted		2,364,686.	67	449,008.
	68	Temporarily restricted		2,022,514.	68	474,547.
	69	Permanently restricted		4,214,229.	69	7,107,731.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74					
	70	Capital stock, trust principal, or current funds			70	
	71	Paid-in or capital surplus, or land, building, and equipment fund			71	
	72	Retained earnings, endowment, accumulated income, or other funds			72	
	73	<b>Total net assets or fund balances</b> (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21)		8,601,429.	73	8,031,286.
	74	<b>Total liabilities and net assets / fund balances</b> (add lines 66 and 73)		9,423,442.	74	9,744,776.

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



Part VI Other Information (See page 28 of the instructions.)

		Yes	No
76	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	76	X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? <i>STMT. 21</i>	77	X
If "Yes," attach a conformed copy of the changes			
78 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78 a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	78 b	X
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79	X
80 a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80 a	X
b	If "Yes," enter the name of the organization _____ and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt		
81 a	Enter direct and indirect political expenditures See line 81 instructions.	81 a	NONE
b	Did the organization file Form 1120-POL for this year?	81 b	X
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82 a	X
b	If "Yes," you may indicate the value of these items here Do not include this amount as revenue in Part I or as an expense in Part II (See instructions in Part III)	82 b	872,900.
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83 a	X
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83 b	X
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?	84 a	X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84 b	N/A
85	501(c)(4), (5), or (6) organizations a Were substantially all dues nondeductible by members?	85 a	N/A
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	85 b	N/A
If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.			
c	Dues, assessments, and similar amounts from members	85 c	N/A
d	Section 162(e) lobbying and political expenditures	85 d	N/A
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85 e	N/A
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85 f	N/A
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85 g	N/A
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85 h	N/A
86	501(c)(7) orgs Enter a Initiation fees and capital contributions included on line 12	86 a	N/A
b	Gross receipts, included on line 12, for public use of club facilities	86 b	N/A
87	501(c)(12) orgs Enter a Gross income from members or shareholders	87 a	N/A
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	87 b	N/A
88	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88	X
89 a	501(c)(3) organizations Enter Amount of tax imposed on the organization during the year under section 4911 <u>NONE</u> ; section 4912 <u>NONE</u> ; section 4955 <u>NONE</u>		
b	501(c)(3) and 501(c)(4) orgs Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89 b	X
c	Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		NONE
d	Enter Amount of tax on line 89c, above, reimbursed by the organization		NONE
90 a	List the states with which a copy of this return is filed <u>ARIZONA</u>		
b	Number of employees employed in the pay period that includes March 12, 2003 (See instructions)	90 b	178
91	The books are in care of <u>THE ORGANIZATION</u> Telephone no <u>480-820-3688</u> Located at <u>1405 EAST GUADALUPE ROAD #4, TEMPE, AZ</u> ZIP + 4 <u>85283</u>		
92	Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year <u>92</u>		NONE

**Part VII Analysis of Income-Producing Activities** (See page 33 of the instructions.)

Note: Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a <b>PROGRAM FEES</b>					1,044,627.
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					1,016,691.
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments					
96 Dividends and interest from securities			14	23,897.	
97 Net rental income or (loss) from real estate:					
a debt-financed property	531120	26,400.			
b not debt-financed property			16	164,280.	
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			01	24,426.	
101 Net income or (loss) from special events			01	118,238.	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue. a					
b <b>MISCELLANEOUS</b>			01	10,143.	
c <b>CONCESSIONS</b>			03	19,802.	
d <b>T-SHIRT SALES</b>			01	12,469.	
e					
104 Subtotal (add columns (B), (D), and (E))		26,400.		373,255.	2,061,318.
105 Total (add line 104, columns (B), (D), and (E))					2,460,973.

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

**Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes** (See page 34 of the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
▼	STMT 22

**Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities** (See page 34 of the instructions.)

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

**Part X Information Regarding Transfers Associated with Personal Benefit Contracts** (See page 34 of the instructions.)

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

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

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

Please Sign: Ramon Elias Date: 10/26/05  
 Signature of officer: \_\_\_\_\_ Date: \_\_\_\_\_  
 President ced

Date: 10/1/05 Check if self-  Preparer's SSN or PTIN (See Gen. Inst. W)

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Organization Exempt Under Section 501(c)(3)**

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

**Supplementary Information - (See separate instructions.)**

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

OMB No 1545-0047

**2003**

Name of the organization

**BOYS AND GIRLS CLUB OF THE EAST VALLEY**

Employer identification number

**86-0550646**

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
<u>SUSAN DOUGLAS</u> SAME AS ABOVE	CHARTER SCH. ADMIN. 40	54,662.		NONE
<u>DENNIS MARCELLO</u> SAME AS ABOVE	ORG. DEVEL 40	76,694.		NONE
Total number of other employees paid over \$50,000	▶ NONE			

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

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

<b>Part III Statements About Activities (See page 2 of the instructions.)</b>		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ <u>NONE</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) . . . . .		X
Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A Other organizations checking "Yes," must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities			
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions )		
a	Sale, exchange, or leasing of property? . . . . .		X
b	Lending of money or other extension of credit? . . . . .		X
c	Furnishing of goods, services, or facilities? . . . . .		X
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? . FORM 990, PART V . . . . .	X	
e	Transfer of any part of its income or assets? . . . . .		X
3a	Do you make grants for scholarships, fellowships, student loans, etc? (If "Yes," attach an explanation of how you determine that recipients qualify to receive payments ) . . . . . STMT 23	X	
b	Do you have a section 403(b) annuity plan for your employees? . . . . .	X	
4	Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds? . . . . .		X

**Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions.)**

- The organization is not a private foundation because it is (Please check only **ONE** applicable box )
- 5  A church, convention of churches, or association of churches Section 170(b)(1)(A)(i).
  - 6  A school Section 170(b)(1)(A)(ii) (Also complete Part V )
  - 7  A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii)
  - 8  A Federal, state, or local government or governmental unit Section 170(b)(1)(A)(v).
  - 9  A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state ▶
  - 10  An organization operated for the benefit of a college or university owned or operated by a governmental unit Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A )
  - 11a  An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A )
  - 11b  A community trust Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A )
  - 12  An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc , functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2) (Also complete the **Support Schedule** in Part IV-A )
  - 13  An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in (1) lines 5 through 12 above, or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2) (See section 509(a)(3) )

Provide the following information about the supported organizations (See page 5 of the instructions )

(a) Name(s) of supported organization(s)	(b) Line number from above

14  An organization organized and operated to test for public safety Section 509(a)(4) (See page 6 of the instructions )

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12) Use cash method of accounting.

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting

Table with columns: Calendar year (or fiscal year beginning in), (a) 2002, (b) 2001, (c) 2000, (d) 1999, (e) Total. Rows include: 15 Gifts, grants, and contributions received; 16 Membership fees received; 17 Gross receipts from admissions, merchandise sold or services performed; 18 Gross income from interest, dividends; 19 Net income from unrelated business activities; 20 Tax revenues levied; 21 Value of services or facilities furnished; 22 Other income; 23 Total of lines 15 through 22; 24 Line 23 minus line 17; 25 Enter 1% of line 23; 26 Organizations described on lines 10 or 11; 27 Organizations described on line 12.

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 1999 through 2002, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant Do not file this list with your return. Do not include these grants in line 15

**Part V Private School Questionnaire** (See page 7 of the instructions.)  
 (To be completed **ONLY** by schools that checked the box on line 6 in Part IV) **NOT APPLICABLE**

	Yes	No
<b>29</b> Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body? . . . . .	<b>29</b>	
<b>30</b> Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships? . . . . .	<b>30</b>	
<b>31</b> Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? . . . . . If "Yes," please describe; if "No," please explain (If you need more space, attach a separate statement ) ----- ----- -----	<b>31</b>	
<b>32</b> Does the organization maintain the following		
<b>a</b> Records indicating the racial composition of the student body, faculty, and administrative staff? . . . . .	<b>32a</b>	
<b>b</b> Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? . . . . .	<b>32b</b>	
<b>c</b> Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? . . . . .	<b>32c</b>	
<b>d</b> Copies of all material used by the organization or on its behalf to solicit contributions? . . . . .	<b>32d</b>	
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement ) ----- -----		
<b>33</b> Does the organization discriminate by race in any way with respect to:		
<b>a</b> Students' rights or privileges? . . . . .	<b>33a</b>	
<b>b</b> Admissions policies? . . . . .	<b>33b</b>	
<b>c</b> Employment of faculty or administrative staff? . . . . .	<b>33c</b>	
<b>d</b> Scholarships or other financial assistance? . . . . .	<b>33d</b>	
<b>e</b> Educational policies? . . . . .	<b>33e</b>	
<b>f</b> Use of facilities? . . . . .	<b>33f</b>	
<b>g</b> Athletic programs? . . . . .	<b>33g</b>	
<b>h</b> Other extracurricular activities? . . . . .	<b>33h</b>	
If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement ) ----- -----		
<b>34a</b> Does the organization receive any financial aid or assistance from a governmental agency? . . . . .	<b>34a</b>	
<b>b</b> Has the organization's right to such aid ever been revoked or suspended? . . . . . If you answered "Yes" to either 34a or b, please explain using an attached statement	<b>34b</b>	
<b>35</b> Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," attach an explanation . . . . .	<b>35</b>	

**Part VI-A Lobbying Expenditures by Electing Public Charities** (See page 9 of the instructions.)  
 (To be completed **ONLY** by an eligible organization that filed Form 5768) **NOT APPLICABLE**

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

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

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

**4-Year Averaging Period Under Section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below  
 See the instructions for lines 45 through 50 on page 11 of the instructions.)

<b>Lobbying Expenditures During 4-Year Averaging Period</b>					
Calendar year (or fiscal year beginning in) ▶	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
45	Lobbying nontaxable amount . . . . .				
46	Lobbying ceiling amount (150% of line 45(e)) . . . . .				
47	Total lobbying expenditures				
48	Grassroots nontaxable amount . . . . .				
49	Grassroots ceiling amount (150% of line 48(e)) . . . . .				
50	Grassroots lobbying expenditures . . . . .				

**Part VI-B Lobbying Activity by Nonelecting Public Charities**  
 (For reporting only by organizations that did not complete Part VI-A) (See page 12 of the instructions )

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

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



FORM 990, PART I - EXCLUDED CONTRIBUTIONS  
=====

DESCRIPTION -----	AMOUNT -----
AUCTION/DINNER	99,434.
BON VIVANT	76,958.
GOLF TOURNAMENTS	113,289.
OTHER SPECIAL EVENTS	287,521.
	-----
TOTAL	577,202.
	=====

## FORM 990, PART I - SPECIAL FUNDRAISING EVENTS AND ACTIVITIES

DESCRIPTION	GROSS REVENUE	DIRECT EXPENSES	NET INCOME
AUCTION/DINNER	158,349.	103,205.	55,144.
BON VIVANT	49,295.	39,974.	9,321.
GOLF TOURNAMENTS	28,797.	65,476.	-36,679.
OTHER SPECIAL EVENTS	96,254.	5,802.	90,452.
TOTALS	332,695.	214,457.	118,238.

FORM 990, PART I - PAYMENTS TO AFFILIATES  
=====

DESCRIPTION  
-----

AMOUNT  
-----

BOYS AND GIRLS CLUBS OF AMERICA  
1230 W. PEACHTREE ST., NW  
ATLANTA, GA 30309

18,139.

TOTAL

-----  
18,139.  
=====

FORM 990, PART I - OTHER INCREASES IN FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----
UNREALIZED GAIN ON INVESTMENTS	18,660.
TOTAL	----- 18,660. =====

BOYS & GIRLS CLUBS OF THE EAST VALLEY

SCHOLARSHIP APPROVALS

January 15, 2004

**Community College Approvals (\$500)**

1. Haidy Henes Total: \$1000  
130 N. Hamilton St. #21  
Chandler, AZ. 85225  
Chandler-Gilbert Community College  
Chandler Club  
Peggy Hoag Scholarship
  
2. Christine Rodriguez Total: \$500  
900 W. Grove Parkway  
Tempe, AZ. 85283  
International Institute of the Americas  
Mesa Club  
Kathleen Marie Smith Scholarship
  
3. Gerardo Castro Total: \$1000  
201 W. Ray Road  
Chandler, AZ. 85225  
Mesa Community College  
Chandler Club  
Peggy Hoag Scholarship
  
4. William Atkinson (NEW APPLICANT) Total: \$500  
1329 W. 6<sup>th</sup> Drive  
Mesa, AZ. 85202  
Mesa Community College  
Mesa Club  
Kathleen Marie Smith Scholarship
  
5. Veronica Ochoa (NEW APPLICANT) Total: \$500  
661 E. Forge Avenue  
Mesa, AZ. 85204  
Mesa Community College  
Mesa Club  
KMS Scholarship

6. Marie DiMaio Total: \$1000  
3077 E. Robin Lane  
Gilbert, AZ. 85296  
Pima Community College  
Gilbert Club  
KMS Scholarship
7. Mina Henes Total: \$500  
130 N. Hamilton St. #21  
Chandler, AZ. 85225  
Chandler-Gilbert Community College  
Chandler Club  
Peggy Hoag Scholarship
8. Tasha Christenson Total: \$500  
2021 E. 10th Street  
Tempe, AZ 85281  
Kathleen Marie Smith
9. Alicia Verason Total: \$500  
500 N. Metro Blvd. #2262  
Chandler, AZ 85226  
Kathleen Marie Smith
10. Lisa Vu Total: \$500  
4605 S. Priest Dr. #100  
Tempe, AZ 85282  
Peggy J. Hoag
11. Amy Morago Total: \$500  
c/o Boys and Girls Club of the East Valley  
1405 E. Guadalupe Rd., Suite #4  
Tempe, AZ 85283  
Kathleen Marie Smith

**University Approvals (\$800)**

1. Adam Buckey Total: \$800  
4648 E. Pueblo Avenue  
Phoenix, AZ. 85040-2099  
Arizona State University  
Tempe Club  
KMS Scholarship

2. Danyelle Glenn Total: \$1600  
P.O. Box 26113  
Tempe, AZ. 85285-26113  
Arizona State University  
Tempe Club  
KMS Scholarship
3. Karin Cook Total: \$1600  
7211 E. Trent Avenue  
Mesa, AZ. 85212  
ASU East  
Mesa Club  
KMS Scholarship
4. Danny Figeroa Total: \$1300  
30 W. Carter Drive, Apt. 5-103  
Tempe, AZ. 85282  
ASU  
Mesa Club  
KMS Scholarship
5. Donald E. Smith Total: \$1600  
P.O. Box 26113  
Tempe, AZ. 85285-26113  
ASU  
Tempe Club  
KMS Scholarship
6. Cody Weagant Total: \$800  
10952 E. Vecino St.  
Chandler, AZ. 85248  
ASU  
Chandler Club  
Peggy Hoag Scholarship
7. Elizabeth Baum Total: \$1600  
211 E. Hermosa  
Tempe, AZ. 85282  
ASU  
Tempe Club  
KMS Scholarship

8. Melissa Buchanan  
1144 E. Edison #1  
Tucson, AZ. 85719  
University of AZ.  
Mesa Club  
KMS Scholarship  
Total: \$1300
9. Christopher Macias  
2623 E. Billings Street  
Mesa, AZ. 85213  
ASU  
Mesa Club  
KMS Scholarship  
Total: \$1600
10. David V. Vu  
4605 S. Priest Dr. #100  
Tempe, AZ 85282  
Robert L. Stern Family  
Total: \$800
11. Jenny Kleen  
P.O. Box 3193  
Chandler, AZ 85244  
Peggy J. Hoag  
Total: \$800
12. Jessica Wipf  
605 S. Marina Drive  
Gilbert, AZ 85233  
Kathleen Marie Smith  
Total: \$800
13. Michelle Lynn Bates  
4424 E. Baseline Road  
Phoenix, AZ 85042  
Kathleen Marie Smith  
Total: \$800

FORM 990, PART II - SPECIFIC ASSISTANCE TO INDIVIDUALS

=====

DESCRIPTION

-----

PROGRAM  
SERVICES

-----

SPECIFIC ASSISTANCE TO INDIVIDUALS

5,834.

TOTALS

-----

5,834.

=====

FORM 990, PART II - OTHER EXPENSES

DESCRIPTION	TOTAL	PROGRAM SERVICES	MANAGEMENT AND GENERAL	FUNDRAISING
PROGRAM SERVICE EXPENSES	427,805.	427,805.		
PROFESSIONAL FEES	84,413.	60,340.	4,814.	19,259.
VEHICLE COSTS	65,035.	35,833.	7,284.	21,918.
MEMBERSHIP DUES	18,376.	14,531.	1,704.	2,141.
MISCELLANEOUS EXPENSES	1,631.	461.	980.	190.
BANK CHARGES	20,497.	19,044.	273.	1,180.
SPECIAL EVENT EXPENSE	57,701.			57,701.
TOTALS	675,458.	558,014.	15,055.	102,389.

FORM 990, PART III - ORGANIZATION'S PRIMARY EXEMPT PURPOSE  
=====

THE PURPOSE OF THE CORPORATION SHALL BE TO PROVIDE BEHAVIOR GUIDANCE AND TO PROMOTE THE HEALTH, SOCIAL, EDUCATION, VOCATIONAL AND CHARACTER DEVELOPMENT OF BOYS AND GIRLS. THE CORPORATION INITIALLY INTENDS ITS BUSINESS TO OPERATE THE GIRLS AND BOYS CLUBS OF THE COMMUNITIES COMPOSING OF THAT AREA KNOWN AS THE EAST VALLEY WHICH EXISTS IN MARICOPA AND PINAL COUNTIES, AND STATE OF ARIZONA.

FORM 990, PART IV - OTHER NOTES AND LOANS RECEIVABLE

=====

BORROWER: TOWN OF GILBERT  
ORIGINAL AMOUNT: 650,000.  
DATE OF NOTE: 06/12/2001  
MATURITY DATE: 07/30/2003  
REPAYMENT TERMS: THREE ANNUAL PAYMENTS OF PRINCIPAL ONLY  
SECURITY PROVIDED: REAL PROPERTY  
PURPOSE OF LOAN: FINANCE SALE OF REAL PROPERTY

BEGINNING BALANCE DUE .....	149,400.
ENDING BALANCE DUE .....	NONE

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE	149,400.
--------------------------------------------------	----------

TOTAL ENDING OTHER NOTES AND LOANS RECEIVABLES	NONE
------------------------------------------------	------

FORM 990, PART IV - INVESTMENTS - SECURITIES

DESCRIPTION	ENDING BOOK VALUE
COMMON STOCK	389,672.
US GOVERNMENT OBLIG.	99,178.
CORPORATE BONDS	212,589.
MONEY MARKET	97,516.
MUTUAL FUNDS	7,884.
TOTALS	806,839.

FORM 990, PART IV - OTHER ASSETS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----
DEPOSITS	5,688.
DONATED TIMESHARE	12,900.
	-----
TOTALS	18,588.
	=====

FORM 990, PART IV - MORTGAGES AND OTHER NOTES PAYABLE

LENDER: WELLS FARGO LINE OF CREDIT  
 ORIGINAL AMOUNT: 650,000.  
 INTEREST RATE: 4.750000  
 DATE OF NOTE: 05/12/2001  
 MATURITY DATE: 05/15/2006  
 REPAYMENT TERMS: MONTHLY PAYMENTS OF \$3,175 INCLUDING INTEREST  
 SECURITY PROVIDED: ALL EQUIPMENT & CAPITAL CAMPAIGN PLEDGES  
 PURPOSE OF LOAN: CONSTRUCTION LOAN

BEGINNING BALANCE DUE ..... 103,216.  
 ENDING BALANCE DUE ..... 69,360.  
 -----

LENDER: AFCO  
 ORIGINAL AMOUNT: 230,299.  
 DATE OF NOTE: 01/19/2001  
 MATURITY DATE: 02/01/2004  
 REPAYMENT TERMS: MONTHLY PAYMENTS OF \$8,225  
 SECURITY PROVIDED: UNSECURED  
 PURPOSE OF LOAN: INSURANCE PREMIUM FINANCING

BEGINNING BALANCE DUE ..... 67,543.  
 ENDING BALANCE DUE ..... NONE  
 -----

LENDER: BANK OF AMERICA LINE OF CREDIT  
 ORIGINAL AMOUNT: 100,000.  
 INTEREST RATE: 6.250000  
 DATE OF NOTE: 06/01/1992  
 SECURITY PROVIDED: ALL EQUIPMENT  
 PURPOSE OF LOAN: OPERATIONS

BEGINNING BALANCE DUE ..... 95,000.  
 ENDING BALANCE DUE ..... 100,000.  
 -----

LENDER: IRWIN BANK  
 ORIGINAL AMOUNT: 1,000,000.  
 INTEREST RATE: 4.750000  
 DATE OF NOTE: 11/22/2002  
 MATURITY DATE: 11/21/2003  
 REPAYMENT TERMS: INTEREST PAYABLE AT PRIME PLUS .5%  
 PURPOSE OF LOAN: CONSTRUCTION OF NEW CLUB FACILITY

BEGINNING BALANCE DUE ..... 200,000.  
 ENDING BALANCE DUE ..... 931,194.  
 -----

LENDER: STEELCASE FINANCIAL SERVICE  
 ORIGINAL AMOUNT: 26,292.  
 INTEREST RATE: 5.000000  
 MATURITY DATE: 10/01/2006  
 REPAYMENT TERMS: MONTHLY INSTALLMENT OF \$788 INCLUDING INTEREST  
 SECURITY PROVIDED: CAPITAL LEASE  
 PURPOSE OF LOAN: ACQUIRE PROPERTY AND EQUIPMENT

BEGINNING BALANCE DUE ..... NONE  
 ENDING BALANCE DUE ..... 20,785.  
 -----

TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE ..... 465,759.  
 =====

TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE ..... 1,121,339.  
 =====

FORM 990, PART IV-A - OTHER REVENUE ON BOOKS BUT NOT ON RETURN

DESCRIPTION	AMOUNT
LOSS ON SALE OF EQUIPMENT	28,813.
TOTAL	28,813.

FORM 990, PART IV-A - OTHER REVENUE ON RETURN BUT NOT ON BOOKS

DESCRIPTION	AMOUNT
INVESTMENT INCOME	23,897.
NET REALIZED/UNREALIZED GAINS	71,900.
	-----
TOTAL	95,797.
	=====

FORM 990, PART IV-B - OTHER EXPENSES ON BOOKS BUT NOT ON RETURN

DESCRIPTION	AMOUNT
-----	-----
LOSS ON SALE OF EQUIPMENT	28,813.
TOTAL	----- 28,813. =====

BOYS AND GIRLS CLUB OF THE EAST VALLEY

FORM 990, PART V - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RAMON ELIAS 1405 EAST GUADALUPE ROAD, #4 TEMPE, AZ 85283	PRESIDENT/CEO 40	136,578.	22,735.	7,920.
TIMOTHY BROWN SAME AS ABOVE	EXECUTIVE DIRECTOR 40	81,947.	12,825.	3,900.
SANDY BLACK SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
DAN CALLAHAN SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
CRAIG CAMERON SAME AS ABOVE	VICE PRESIDENT .8	NONE	NONE	NONE
JOHN CORK SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
FREDDIE DOBBINS, JR. SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
JAY FRIEDMAN SAME AS ABOVE	CHAIRMAN .8	NONE	NONE	NONE
GLYNN GILCREASE SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
JIM HAYDEN SAME AS ABOVE	VICE PRESIDENT .8	NONE	NONE	NONE

## FORM 990, PART V - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PEGGY HOAG SAME AS ABOVE	VICE PRESIDENT .8	NONE	NONE	NONE
LANA HOCK SAME AS ABOVE	VICE-CHAIRMAN .8	NONE	NONE	NONE
DREW MEREDITH SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
RAUL MONREAL, JR. SAME AS ABOVE	HUMAN RESOURCES .8	NONE	NONE	NONE
ESTEBAN MORALES SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
MIKE NEILL SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
GREG PATTERSON SAME AS ABOVE	VICE PRESIDENT .8	NONE	NONE	NONE
JACK SAUNDERS SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
LEIGH ANNE CICCARELLI SAME AS ABOVE	SECRETARY .8	NONE	NONE	NONE
HOWARD CONROY SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
CINDY CREED	DIRECTOR .3	NONE	NONE	NONE

BOYS AND GIRLS CLUB OF THE EAST VALLEY

FORM 990, PART V - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SAME AS ABOVE				
JEANNE FORBIS SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
RICH FRAZIER SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
LISA GEORGE SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
JUDY HEASLEY SAME AS ABOVE	VICE PRESIDENT .8	NONE	NONE	NONE
KEVIN JARDINE SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
LANCE KELLER SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
HOPE LEIBSOHN SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
JEFF MANN SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
LANCE MARBLE SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE
BOB PABLO SAME AS ABOVE	DIRECTOR .3	NONE	NONE	NONE



FORM 990, PART VI - CHANGES TO ORGANIZING OR GOVERNING DOCUMENT  
=====

SEE ATTACHED AMENDED BYLAWS.

**BYLAWS OF THE BOYS & GIRLS  
CLUBS OF THE EAST VALLEY, INC.**

Whereas the Board of Directors of the Boys & Girls Clubs of the East Valley, Inc. ("Board of Directors") has adopted bylaws governing the purpose and existence of the Corporation on December 13, 1995.

Whereas the Board of Directors desires to amend the bylaws adopted on December 13, 1995.

Now, therefore, the following bylaws hereby amend the bylaws of December 13, 1995 in their entirety, upon adoption.

**ARTICLE I - OFFICES AND CORPORATE SEAL**

**PRINCIPAL OFFICE:** The principal office of the Corporation shall be maintained in Maricopa County, Arizona.

**OTHER OFFICES:** The Corporation may also maintain offices at other such places, either within or outside the State of Arizona, as may be designated from time to time by the Board of Directors, and the business may be transacted at such other offices with the same effect as that conducted at the principal office.

**CORPORATE SEAL:** A corporate seal shall not be a requisite of the validity of any instrument executed by or on behalf of the Corporation, but nevertheless, if in any instance a corporate seal shall be used, the same shall be true copy of the affixed hereto.

**ARTICLE II - PURPOSE**

Section 1:

The purpose of the Corporation shall be to provide behavior guidance and to promote the health, social, educational, vocational and character development of boys and girls; to receive, invest and disburse funds; and to hold property for the purpose of the Corporation.

Section 2:

No part of the income or assets of this Corporation shall inure to the benefit of any private individual or member.

Section 3:

This Corporation shall have no capital stock, its object and purpose being solely of a benevolent character, and not for individual pecuniary gain or profit to its members.

ARTICLE III - MEMBERSHIP

Section 1.

Any person, domestic or foreign corporation, association or any other business entity may become a member of the Corporation.

Section 2.

Upon adoption of these amended bylaws, the membership of the Corporation shall consist of those persons who were members of the Corporation immediately preceding the adoption of these amended bylaws. The dates of the renewal of membership for those members will be the same as the member's date of renewal of membership immediately preceding the adoption of these amended bylaws. Thereafter, these amended bylaws will govern the dates and terms of all members.

ARTICLE IV - BOARD OF DIRECTORS

Section 1.

The business, property and affairs of the Corporation shall be managed by the Board of Directors which shall have the power to initiate and approve plans and programs for the welfare of boys and girls; have custody and management of the land, buildings, equipment, securities and all other properties of the Corporation; adopt the annual budget of the Corporation; borrow money; raise and disburse funds; invest and reinvest funds of the Corporation; sell, buy and exchange properties and securities of the Corporation; make contracts; appoint the President of the Corporation; appoint, or delegate the power to appoint, other employees of the Corporation; and perform all other duties and shall have other such powers as may be necessary to carry out the purpose of the Corporation.

Section 2.

The number of members of the Board of Directors shall be determined by duly adopted resolutions of the Executive Committee of the Board of Directors; however, there shall not be less than three.

Section 3.

New members of the Board of Directors may be approved by the Board of Directors as often as determined to be necessary by the Board of Directors.

Section 4.

The initial term of a member of the Board of Directors is a three year period. The term shall begin the date the member is approved by the Board of Directors and shall continue for three years after the Corporation's next fiscal year end. At the third fiscal year end, each member whose term is expiring shall come before the Board of Directors for renewal as a member of the Board of Directors at the Board of Directors meeting immediately preceding the Annual meeting prior to the end of the current term of each such member.

Section 5.

Twenty percent of the members of the Board of Directors shall constitute a quorum at any regular or special meeting of the Board of Directors.

Section 6.

At least 90 days before the date of the annual meeting, the Secretary shall furnish the nominating committee with the names of the members of the Directors whose terms will expire at such annual meeting.

Section 7.

Officers of the Board of Directors shall consist of a Chairman, Vice Chairman, Secretary, Vice President of Business and Finance, Vice President of Marketing and Communications, Vice President of Resource Development, Vice President of Human Resources, Vice President of Programs, Vice President of Board Development, Vice President of Technology, Vice President of Property and Facilities and other Vice Presidents or Advisors as designated from time to time as necessary.

Section 8.

The Board of Directors shall have one meeting per month at a time and place as determined by the Board of Directors or as determined by the Executive Committee. All members of the Board of Directors shall attend the Annual Meeting.

Section 9.

The Secretary shall be responsible for taking minutes of meetings of the Board of Directors and the Executive Committee.

Section 10.

Any member of the Board of Directors may be removed by a two-thirds vote of a quorum of the Board of Directors but only after the Board Development Committee has recommended removal of such member.

Section 11.

All members of the Board of Directors act as volunteers and are not entitled to any compensation relating to their position as a Board member. Members of the Board of Directors may be employed by the Corporation only with the consent of the Executive Committee and are entitled to compensation only pursuant to a written contract approved by the Board of Directors.

ARTICLE V - OFFICERS AND EXECUTIVE COMMITTEE OF THE  
BOARD OF DIRECTORS

Section 1.

The Executive Committee of the Board of Directors shall consist of all officers of the Board of Directors and the President/CEO. All officers of the Board of Directors are elected at a Board of Directors meeting held at least 30 days prior to the Annual Meeting. Officers are inducted annually at the Annual Meeting held in June of each year, except for the President/CEO. The term of office of the President/CEO shall be determined by a written contract approved by the Board of Directors. All officers must be members of the Board of Directors. All officers shall serve for one year or until their successors are elected.

The Chairman and the Vice Chairman shall each serve for a term of two years. Within thirty days prior to the end of the first year of the two-year term, the board shall notify the Chairman of the board's desire to have the Chairman remain for the second year. In the event the board does not confirm the Chairman for the second year, the Vice Chairman shall become the Chairman at the end of the first year. The Chairman shall also notify the board within 30 and 60 days prior to the end of the first year his/her intent to remain for the second year term. In the event the Chairman chooses to resign, the Vice Chairman shall then become the Chairman. There shall be a position established for Past Chairman in which the Past Chairmen shall serve for a term of one year immediately after the expiration of the term of Chairman.

All members of the Executive Committee shall have one vote. The Board of Directors at any time may appoint such other officers and agents, as it shall deem necessary to hold offices at the pleasure of the Board of Directors.

Section 2.

The Executive Committee may not appoint a new member to fill a vacancy until the next scheduled meeting of the Board of Directors when the Board of Directors must vote to accept or reject the new member by a vote of two-thirds of the Board of Directors present. The Executive Committee shall seek the guidance of the Board Development Committee in determining the candidate to appoint to the vacated position.

Section 3.

All Executive Committee members shall be responsible for attending the Executive Committee meetings or otherwise are responsible for notifying the Secretary if they are unable to attend the meeting.

Section 4.

The Board of Directors may remove one of the members of the Executive Committee by an affirmative vote of two-thirds of the Board of Directors present.

Section 5.

The Chairman shall preside at all meetings of the Executive Committee and the Board of Directors; be responsible for administering the Board of Directors as well as serving as liaison to all boards and the Club Auxiliary Boards; serve as a member of the Executive Committee; be an ex-officio member of all committees of the Corporation; sign such legal papers as may be required by his/her office; act as the official spokesperson of the Corporation; make such reports and recommendations to the Executive Committee, Board of Directors, and membership of the Corporation at any regular or special meetings concerning the work and affairs of the Corporation as may be necessary for their information; guidance and consideration; oversee the activities of the President/CEO; appoint advisors to the Executive Committee; require such reports from the officers, President/CEO, staff and committees as are necessary; and, shall perform such other duties as may be incidental to the office. The Chairman must have been a member of the Executive Committee for at least one year prior to being elected as Chairman. In no case, however, can the Chairman be the same person as the President/CEO or any other paid staff member of the corporation.

Section 6.

In the event that the Chairman is unable to perform the duties of his/her office, the Vice Chairman will assume the necessary responsibilities. In the event that the Vice Chairman cannot fulfill the responsibilities of the Chairman, the Chairman will designate an individual from among the Board of Directors to be responsible for performing the duties of his/her office. If the Chairman is incapacitated, and therefore cannot designate someone to act as Chairman, the Executive Committee will assign someone from among the Board of Directors to perform the duties of the Chairman. Each Vice President shall serve as the chairperson of one or more standing committees as determined by the Board of Directors.

Section 7.

The Secretary shall issue in writing all notices of meetings of members of the Board of Directors and/or coordinate such through the Corporation's staff; notify individuals elected to office or to membership of the Board of Directors; keep complete and accurate records of the meetings of the Board of Directors and the Executive Committee, including an accurate record of attendance of members; notify the Board Development Committee of persons dropped from membership in the Board of Directors for non-attendance or other cause; shall mail such other notices as may be directed by the Board of Directors; shall be custodian of all records of the Corporation, except such records and papers as shall be the responsibility of the President/CEO as herein provided; shall sign such papers as may be required by the office or as directed by the Board of Directors; and shall perform such other duties as may be incidental to the office.

Section 8.

The Vice President of Business and Finance shall be responsible for overseeing and guiding the financial affairs of the Corporation. Vice President of Business and Finance shall be responsible for reporting the financial affairs of the Corporation to the Executive Committee and Board of Directors. The Vice President of Business and Finance shall cause the books of account of the Corporation to be audited at least once annually by an independent certified public accountant appointed by the Board of Directors, and shall cause to be prepared, and shall present annually to the members of the Corporation, a comprehensive financial statement including the report of the accountant certifying the financial statements. The Vice President of Business and Finance will be responsible for coordinating the preparation of the annual budget with the staff of the Corporation as well as reviewing the budget and recommending the approval of the budget to the Board of Directors at the Annual Meeting. The Vice President of Business and Finance may be required by the Board of Directors to give such bonds as they shall determine for the faithful performance of the Vice President of Business and Finance's duties.

ARTICLE VI - THE PRESIDENT

Section 1.

The Board of Directors shall appoint a President/CEO of the Corporation, determine the President's compensation, prescribe the President's duties, and the terms of the President's employment.

Section 2.

The President/CEO shall be a direct representative of the Board in the management of the Corporation; shall be the spokesperson for the organization; shall effectively communicate the vision and mission of the organization to the community; shall motivate the various Boards and staff to implement the vision of the organization; shall provide leadership to carry out the organizational strategy; shall be responsible for day-to-day financial activities of the Corporation; shall manage the daily affairs of the Corporation, direct the work and employees of the Corporation, subject to, and in accordance with, the directions of the Board of Directors; shall prepare budgets of expense for the approval of the Board of Directors; and shall be authorized to incur expenses in accordance within the approved budget, or as directed by the Board of Directors. These responsibilities may be modified in the employment contract between the President/CEO and the Corporation.

Section 3.

The President/CEO shall hire employees of the Corporation, within the guidelines set by the Board of Directors.

Section 4.

The President/CEO shall attend all meetings of the Board of Directors and the Executive Committee unless otherwise directed by the Board of Directors and shall be an ex-officio member of all committees. The President shall have the authority to place one vote on each resolution presented by the Executive Committee and the Board of Directors, with the exception of matters involving a conflict of interest, such as the President's employment agreement.

Section 5.

The President/CEO shall from time to time make reports of the work and affairs of the Corporation to the Chairman, Board of Directors, and to the members of the Corporation at their Annual and special meetings.

ARTICLE VII - COMMITTEES OF THE BOARD OF DIRECTORS

Section 1.

There shall be an Executive Committee, a Resource Development Committee, a Programs Committee, a Human Resources Committee, a Board Development Committee, a Business and Finance Committee, a Marketing and Communications Committee, Technology Committee and a Property and Facilities Committee.

Section 2.

The Executive Committee shall have all responsibility and powers as authorized by the Board of Directors in the management of the business of the Corporation during the intervals between meetings of the Board of Directors. The Chairman shall serve as Chairman of the Executive Committee.

Section 3.

The Resource Development Committee shall consist of at least two members, exclusive of ex-officio members, of the Board of Directors. The chairman of the committee shall be the Vice President of Resource Development of the Board of Directors. The committee shall be responsible to the Board of Directors for assuming the primary responsibility of creating an annual financial development plan for Board of Directors approval. In addition to coordinating all income areas including annual giving, planned giving, special events, capital giving and all other forms of revenue such as membership fees and grants, in accordance with the established policies and practices approved by the Board of Directors; it shall be the duty of the Resource Development Committee to report and make recommendations to the Board of Directors concerning all the fund-raising affairs of the Corporation. The Resource Development Committee shall appoint a secretary from among its members who shall keep an accurate record of its meetings. The members of the committee shall be appointed by the chairman of the committee.

Section 4.

The Programs Committee shall consist of at least two members, exclusive of ex-officio members, of the Board of Directors. The chairman shall be the Vice President of Programs of the Board of Directors. It shall be the duty of the Programs Committee to report and make recommendations to the Board of Directors concerning the programs of the Corporation. The Programs Committee shall appoint a secretary from among its members who shall keep an accurate record of its meetings. The members of the committee shall be appointed by the chairman of the committee.

Section 5.

The Human Resources Committee shall consist of at least two members, exclusive of ex-officio members, of the Board of Directors. The chairman shall be the Vice President of Personnel of the Board of Directors. It shall be the duty of the Human Resources Committee to report and make recommendations to the Board of Directors concerning all matters of personnel including, but not limited to, the President's employment contract. The Human Resources Committee shall appoint a secretary from among its members who shall keep an accurate record of its meetings. The members of the committee shall be appointed by the chairman of the committee.

Section 6.

The Board Development Committee shall consist of at least two members, exclusive of ex-officio members, of the Board of Directors. The chairman shall be the Vice President of Board Development of the Board of Directors. It shall be the duty of the Board Development Committee to report and recommend to the Board of Directors a slate of candidates to fill the vacancies on the Executive Committee and to present a slate of officers for election. The Board Development committee shall nominate members for the Board of Directors and perform such tasks as directed by the Board of Directors. The committee is responsible for recruitment, orientation, activation and retention of all Board members as well as furnishing the membership of the Board of Directors with a list of members of the Board of Directors whose term is due to expire. The Board Development Committee shall appoint a secretary from among its members who shall keep an accurate record of its meetings. The members of the committee shall be appointed by the chairman of the committee.

Section 7.

The Business and Finance Committee shall consist of at least two members, exclusive of ex-officio members, of the Board of Directors. The chairman shall be the Vice President of Business and Finance of the Board of Directors. It shall be the duty of the Business and Finance Committee to report and make recommendations to the Board of Directors concerning the maintenance of the buildings and other properties of the Corporation. It shall be the duty of the Business and Finance Committee to report and make recommendations to the Board of Directors concerning the overall financial status of the Corporation. The Business and Finance Committee shall interact closely with the Resource Development Committee in developing programs to raise funds for the Corporation. It shall also review all contracts and insurance policies of the Corporation. The Business Committee shall appoint a secretary from among its members who shall keep an accurate record of its meetings. The members of the committee shall be appointed by the chairman of the committee.

Section 8.

The Marketing and Communications Committee shall consist of at least two members, exclusive of ex-officio members, of the Board of Directors. The chairman shall be the Vice President of Marketing and Communications of the Board of Directors. It shall be the duty of the Marketing and Communications Committee to report and make recommendations to the Board of Directors concerning overall marketing and public relations strategy for the Corporation. The Marketing and Communications Committee shall interact closely with the Resource Development Committee for corporate giving; and other committees for purposes of publicity of events of the Corporation. The Marketing and Communications Committee shall appoint a secretary from among its members who shall keep an accurate record of its meetings. The members of the committee shall be appointed by the chairman of the committee.

Section 9.

The Property and Facilities Committee shall consist of at least two members, exclusive of ex-officio members of the Board of Directors. The Chairman shall be the Vice-President of Property and Facilities. It shall be the duty of the Property and Facilities Committee to report and make recommendations to the Board of Directors concerning the maintenance of the buildings and other properties of the Corporation. The members of the Committee shall be appointed by the chairman of the Committee.

Section 10.

The Technology Committee shall consist of at least two members, exclusive of ex-officio members of the Board of Directors. The Chairman shall be the Vice-President of Technology. It shall be the duty of the Technology Committee to report and make recommendations to the Board of Directors concerning the technology needs of the Corporation. The Technology committee is charged with providing BGCEV with assistance and guidance on technology related issues. The committee will help ensure that all children in the communities we serve have equal access to, and an understanding of, technology and technology-based programs. It is the responsibility of the Technology Committee to help the BGCEV I/T Department to maximize the benefits available from the technology resources it maintains and to ensure the organization remains current in the effective utilization of the technology tools that are made available. The members of the Committee shall be appointed by the chairman of the Committee.

Section 11.

The Board of Directors may create other committees as it may deem necessary to direct or carry on the activities of the Corporation. Chairpersons of these committees may be appointed by the Chairman with approval of the Board of Directors.

Section 12.

The Chairman and President/CEO of the Corporation shall be ex-officio members of all committees.

Section 13.

The Board of Directors may draw up committee commissions, which may further expand upon the duties of these standing and subcommittees.



## ARTICLE VIII - AUXILIARY BOARDS

### Section 1.

Each Branch has an Auxiliary Board that is responsible for operating its Club in full accordance with the policies of the Corporation. The role of each Auxiliary in policy determination is one of recommendation and influence, through branch staff, Executive Director and President. Each Auxiliary is entitled to guidance and assistance from the Board of Directors, President/CEO and/or the Executive Director in understanding and carrying out the policies of the Corporation. Each Auxiliary Board, assisted by its Branch Executive, is responsible for determining objectives for its Club, appropriately consistent with the goals and objectives of the total organization and based on the resources and needs in the community. The management of the Club planning is the responsibility of the Branch Director. Assisted by the Branch Director, the Auxiliary Board is responsible for the periodic evaluation of its Club in relation to stated objectives. The Auxiliary Board is responsible for identifying and securing community resources to help carry out activities and services. Each Auxiliary Board is responsible for assisting with budget planning for their Club and the achievement of their agreed upon income goals, including fund raising programs. All fund raising efforts must be consistent with the various internal and external policies governing fund raising.

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## ARTICLE IX - FISCAL YEAR

The fiscal year of the Corporation shall begin the first day of July and end the last day of June of the following year.

## ARTICLE X - POLICIES

The Board of Directors shall have the power to adopt policies regulating the affairs and prescribing the duties of the officers, member clubs, and the President of the Corporation, which policies shall not be inconsistent with these bylaws.

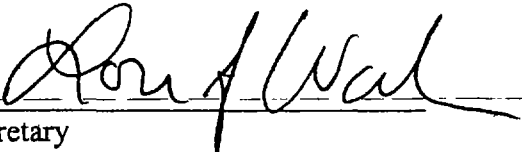
ARTICLE XI - AMENDMENTS

These articles may be amended upon a two-thirds vote of the members of the Board of Directors present and voting at any meeting of the Corporation, provided a copy of the proposed amendment shall have been mailed to each member of the Corporation at least 30 days before the date of the meeting at which the proposed amendment is to be acted upon.

ARTICLE XII - ADOPTION

These bylaws shall become effective immediately upon adoption by a two-thirds vote of the Board of Directors of the Corporation present and voting.

This is to certify that on the 18th day of June 2003, the Board of Directors of the Boys & Girls Clubs of the East Valley, Inc. did adopt these amended bylaws.

  
Secretary

6-18-03  
Date



FORM 990, PART VIII - ACCOMPLISHMENT OF EXEMPT PURPOSES

LINE NO.	EXPLANATION OF HOW EACH ACTIVITY FOR WHICH INCOME IS REPORTED IN COLUMN (E) OF PART VII CONTRIBUTED IMPORTANTLY TO THE ACCOMPLISHMENT OF EXEMPT PURPOSES
93A	YOUTH PROGRAMS PROVIDE THE OPPORTUNITY TO GUIDE YOUTH PARTICIPANTS' BEHAVIOR THROUGH SUPERVISED ACTIVITIES AND FORMAL AND INFORMAL MENTOR RELATIONSHIPS DEVELOPED IN OUR CLUBS. OUR PROGRAMS ALSO PROMOTE THE HEALTH, SOCIAL, EDUCATIONAL, VOCATIONAL AND CHARACTER OF ATTENDING YOUTHS
93G	THROUGH THE CAREFUL SELECTION OF PLANNED ACTIVITIES OFFERED. THE HEALTH, SOCIAL, EDUCATIONAL, VOCATIONAL AND CHARACTER DEVELOPMENT OF THE BOYS AND GIRLS WHO ATTEND.

SCHEDULE A, PART III - EXPLANATION FOR LINE 3A

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EDUCATIONAL AWARDS ARE GIVEN TO CLUB MEMBERS BASED ON ACADEMIC PERFORMANCE, CLUB AND COMMUNITY PERFORMANCE. THE PROGRAM COMMITTEE IS RESPONSIBLE FOR SELECTING THE CLUB MEMBER TO BE AWARDED.

SCHEDULE A, PART IV-A - OTHER INCOME

DESCRIPTION	2002	2001	2000	1999	TOTAL
OTHER REVENUE	2,237.	10,982.	1,142.	4,967.	19,328.
T-SHIRT SALES	12,895.	41,330.	23,879.	13,267.	91,371.
CONCESSIONS	24,280.	12,993.	19,274.	21,265.	77,812.
TOTALS	39,412.	65,305.	44,295.	39,499.	188,511.

**SCHEDULE D DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES**

**Boys & Girls Club of the East Valley**

**EIN**

**86-0550646**

<b>Description</b>	<b>Date Acquired</b>	<b>Date Sold</b>	<b>Gross Sales Price</b>	<b>Cost or Other Basis</b>	<b>Long-term Gain/Loss</b>
Publicly traded securities	various	various	226,934	173,694	53,240



**BOYS & GIRLS CLUBS OF THE EAST VALLEY**

**Form 990, Part IV, Line 57**

**Land, buildings, and equipment**      EIN: 86-0550646  
**FYE 6/30/2004**

**Form 990, Part IV, Line 57**

<u>Description</u>	<u>Cost</u>
Buildings	6,936,775
Machinery & Equipment	1,654,474
Leasehold Improvements	1,014,829
Vehicles	330,070
<b>TOTAL</b>	<b>9,936,148</b>
<b>Accumulated Depreciation</b>	<u><b>2,516,483</b></u>
<b>NET BOOK VALUE</b>	<u><u><b>7,419,665</b></u></u>
<b>Depreciation Expense</b>	<b>525,243</b>

**BOYS & GIRLS CLUBS OF THE EAST VALLEY**  
**Investments-land, buildings, and equipment**  
**6/30/2004**

**86-0550646**

**Form 990, Part IV, Line 55**

Donated land carried at cost

**\$ 25,000**