

## Return of Organization Exempt From Income

OMB No. 1545-0047

2007

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

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

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

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C</b> Name of organization BOYS & GIRLS CLUBS OF AMERICA	<b>D</b> Employer identification number 13-5562976
	Number and street (or P O box if mail is not delivered to street address) Room/suite 1275 PEACHTREE STREET, N.E.	<b>E</b> Telephone number (404) 815-5700
	City or town, state or country, and ZIP + 4 ATLANTA, GA 30309-3506	<b>F</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual Other (specify)
	<b>Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).</b>	

G Website: WWW.BGCA.ORG

J Organization type (check only one) ☒ 501(c)(3) (insert no) 4947(a)(1) or 527K Check here ☐ if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

H and I are not applicable to section 527 organizations

H(a) Is this a group return for affiliates? ☐ Yes ☒ No

H(b) If "Yes," enter number of affiliates

H(c) Are all affiliates included? ☐ Yes ☐ No  
(If "No," attach a list. See instructions.)H(d) Is this a separate return filed by an organization covered by a group ruling? ☐ Yes ☒ No

I Group Exemption Number

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

L Gross receipts. Add lines 6b, 8b, 9b, and 10b to line 12 303,258,650.

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

Revenue	1	Contributions, gifts, grants, and similar amounts received				
	a	Contributions to donor advised funds	1a			
	b	Direct public support (not included on line 1a)	1b	58,969,723.		
	c	Indirect public support (not included on line 1a)	1c			
	d	Government contributions (grants) (not included on line 1a)	1d	63,182,808.		
	e	Total (add lines 1a through 1d) (cash \$ 116,036,331. noncash \$ 6,116,200.)	1e	122,152,531.		
	2	Program service revenue including government fees and contracts (from Part VII, line 93)	2			
	3	Membership dues and assessments STMT 2.	3	5,863,128.		
	4	Interest on savings and temporary cash investments STMT 3.	4	267,003.		
	5	Dividends and interest from securities STMT 4.	5	4,172,855.		
	6a	Gross rents	6a	1,196,625.		
	6b	Less rental expenses	6b	792,265.		
c	Net rental income or (loss) Subtract line 6b from line 6a	6c	404,360.			
7	Other investment income (describe )	7				
Expenses	8a	Gross amount from sales of assets other than inventory	(A) Securities		(B) Other	
			165,900,654.	8a	1,719,331.	
	b	Less cost or other basis and sales expenses	141,905,765.	8b	NONE	
	c	Gain or (loss) (attach schedule)	23,994,889.	8c	1,719,331.	
	d	Net gain or (loss) Combine line 8c, columns (A) and (B)		8d	25,714,220.	
	9	Special events and activities (attach schedule) If any amount is from gaming, check here <input type="checkbox"/>				
	a	Gross revenue (not including \$ 6,139,061. of STMT 5 contributions reported on line 1b)	9a	404,200.		
	b	Less direct expenses other than fundraising expenses	9b	1,095,889.		
	c	Net income or (loss) from special events Subtract line 9b from line 9a		9c	-691,689.	
	10a	Gross sales of inventory, less returns and allowances	10a			
	b	Less cost of goods sold	10b			
	c	Gross profit or (loss) from sales of inventory (attach schedule) Subtract line 10b from line 10a	10c			
11	Other revenue (from Part VII, line 103)	11	1,582,323.			
12	Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12	159,464,731.			
Net Assets	13	Program services (from line 44, column (B))	13	110,074,743.		
	14	Management and general (from line 44, column (C))	14	14,871,839.		
	15	Fundraising (from line 44, column (D))	15	4,402,974.		
	16	Payments to affiliates (attach schedule)	16			
	17	Total expenses. Add lines 16 and 44, column (A)	17	129,349,556.		
18	Excess or (deficit) for the year Subtract line 17 from line 12	18	30,115,175.			
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19	328,339,617.			
20	Other changes in net assets or fund balances (attach explanation) STMT 7.	20	-685,478.			
21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21	357,769,314.			

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2007)

y17  
10

**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 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>22a</b> Grants paid from donor advised funds (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>				
<b>22b</b> Other grants and allocations (attach schedule) (cash \$ 68,057,971. noncash \$ NONE) If this amount includes foreign grants, check here <input type="checkbox"/>	68,057,971.	68,057,971.	STMT 8	
<b>23</b> Specific assistance to individuals (attach schedule)				
<b>24</b> Benefits paid to or for members (attach schedule)				
<b>25a</b> Compensation of current officers, directors, key employees, etc listed in Part V-A	981,984.		981,984.	
<b>25b</b> Compensation of former officers, directors, key employees, etc listed in Part V-B				
<b>25c</b> Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
<b>26</b> Salaries and wages of employees not included on lines 25a, b, and c	27,543,220.	17,129,282.	7,535,711.	2,878,227.
<b>27</b> Pension plan contributions not included on lines 25a, b, and c	2,153,197.	1,312,541.	620,110.	220,546.
<b>28</b> Employee benefits not included on lines 25a - 27	4,931,984.	3,467,785.	1,119,445.	344,754.
<b>29</b> Payroll taxes	1,936,343.	1,232,102.	510,195.	194,046.
<b>30</b> Professional fundraising fees				
<b>31</b> Accounting fees				
<b>32</b> Legal fees				
<b>33</b> Supplies	1,777,752.	1,690,783.	4,907.	82,062.
<b>34</b> Telephone	849,714.	701,729.	87,860.	60,125.
<b>35</b> Postage and shipping	864,264.	711,535.	113,751.	38,978.
<b>36</b> Occupancy	1,834,926.	1,636,569.	168,983.	29,374.
<b>37</b> Equipment rental and maintenance				
<b>38</b> Printing and publications	1,789,892.	1,619,157.	131,627.	39,108.
<b>39</b> Travel	4,346,580.	3,640,255.	475,241.	231,084.
<b>40</b> Conferences, conventions, and meetings	2,207,796.	2,006,075.	175,609.	26,112.
<b>41</b> Interest	410,039.	82,886.	327,153.	NONE
<b>42</b> Depreciation, depletion, etc (attach schedule)	1,511,842.	896,745.	500,660.	114,437.
<b>43</b> Other expenses not covered above (itemize)				
<b>a</b> CONTRACTUAL SERVICES	6,875,665.	4,740,179.	2,054,095.	81,391.
<b>b</b> MEMBERSHIP DUES	97,922.	35,467.	58,873.	3,582.
<b>c</b> SUPPLY SERVICE EXPENSE	663,022.	663,022.	NONE	NONE
<b>d</b> MISCELLANEOUS	515,443.	450,660.	5,635.	59,148.
<b>e</b>				
<b>f</b>				
<b>g</b>				
<b>44</b> Total functional expenses. Add lines 22a through 43g (Organizations completing columns (B)-(D), carry these totals to lines 13-15).	129,349,556.	110,074,743.	14,871,839.	4,402,974.

Joint Costs. Check ☐ if you are following SOP 98-2Are 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 the instructions)

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

What is the organization's primary exempt purpose? **▶SEE STATEMENT 9**

All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)

**Program Service Expenses**  
(Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts, but optional for others.)

**a** ON-SITE ASSISTANCE TO MEMBER CLUBS AND ESTABLISHMENT OF NEW CLUBS.

(Grants and allocations \$ 53,208,156. ) If this amount includes foreign grants, check here ☐ **75,001,239.**

**b** LEADERSHIP TRAINING, DEVELOPMENT AND SUPPORT OF YOUTH PROGRAMS.

(Grants and allocations \$ 14,849,815. ) If this amount includes foreign grants, check here ☐ **35,073,504.**

**c** \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(Grants and allocations \$ \_\_\_\_\_ ) If this amount includes foreign grants, check here ☐

**d** \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(Grants and allocations \$ \_\_\_\_\_ ) If this amount includes foreign grants, check here ☐

**e** Other program services (attach schedule)

(Grants and allocations \$ \_\_\_\_\_ ) If this amount includes foreign grants, check here ☐

**f** **Total of Program Service Expenses** (should equal line 44, column (B), Program services) **▶ 110,074,743.**

Form 990 (2007)

**Part IV. Balance Sheets** (See the instructions)

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

		(A) Beginning of year		(B) End of year
<b>Assets</b>	45 Cash - non-interest-bearing . . . . .		45	
	46 Savings and temporary cash investments . . . . .	2,904,037.	46	11,605,428.
	47a Accounts receivable . . . . .	47a 4,016,833.		
	b Less allowance for doubtful accounts . . . . .	47b NONE	8,826,243.	47c 4,016,833.
	48a Pledges receivable . . . . .	48a 34,980,053.		
	b Less allowance for doubtful accounts . . . . .	48b 542,497.	39,858,045.	48c 34,437,556.
	49 Grants receivable . . . . .		49	
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule) . . . . .		50a	
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule) . . . . .		50b	
	51a Other notes and loans receivable (attach schedule) . . . . .	51a		
	b Less allowance for doubtful accounts . . . . .	51b		51c
	52 Inventories for sale or use . . . . .		267,550.	52 313,884.
	53 Prepaid expenses and deferred charges . . . . .		915,994.	53 488,583.
	54a Investments - publicly-traded securities STMT 10. <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV		135,129,640.	54a 131,921,275.
	b Investments - other securities (attach schedule). <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV		133,355,743.	54b 162,705,416.
55a Investments - land, buildings, and equipment basis . . . . .	55a	STMT 11		
b Less accumulated depreciation (attach schedule) . . . . .	55b		55c	
56 Investments - other (attach schedule) . . . . .			56	
57a Land, buildings, and equipment basis . . . . .	57a 33,603,442.			
b Less accumulated depreciation (attach schedule) . . . . .	57b 3,990,441.	30,499,135.	57c 29,613,001.	
58 Other assets, including program-related investments (describe <input type="checkbox"/> STMT 12)		16,796,939.	58 17,832,369.	
59 <b>Total assets</b> (must equal line 74) Add lines 45 through 58 . . . . .		368,553,326.	59 392,934,345.	
<b>Liabilities</b>	60 Accounts payable and accrued expenses . . . . .		15,110,468.	60 11,154,897.
	61 Grants payable . . . . .			61
	62 Deferred revenue . . . . .			62
	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) . . . . .			64b
	65 Other liabilities (describe <input type="checkbox"/> STMT 13)		25,103,241.	65 24,010,134.
66 <b>Total liabilities.</b> Add lines 60 through 65 . . . . .		40,213,709.	66 35,165,031.	
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74</b>			
	67 Unrestricted . . . . .		188,339,247.	67 206,962,941.
	68 Temporarily restricted . . . . .		106,566,761.	68 115,325,597.
	69 Permanently restricted . . . . .		33,433,609.	69 35,480,776.
	<b>Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74</b>			
	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 and column (B) must equal line 21) . . . . .		328,339,617.	73 357,769,314.
	74 <b>Total liabilities and net assets/fund balances.</b> Add lines 66 and 73 . . . . .		368,553,326.	74 392,934,345.



	Yes	No
--	-----	----

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100	101	102	103	104	105	106	107	108	109	110	111	112	113	114	115	116	117	118	119	120	121	122	123	124	125	126	127	128	129	130	131	132	133	134	135	136	137	138	139	140	141	142	143	144	145	146	147	148	149	150	151	152	153	154	155	156	157	158	159	160	161	162	163	164	165	166	167	168	169	170	171	172	173	174	175	176	177	178	179	180	181	182	183	184	185	186	187	188	189	190	191	192	193	194	195	196	197	198	199	200	201	202	203	204	205	206	207	208	209	210	211	212	213	214	215	216	217	218	219	220	221	222	223	224	225	226	227	228	229	230	231	232	233	234	235	236	237	238	239	240	241	242	243	244	245	246	247	248	249	250	251	252	253	254	255	256	257	258	259	260	261	262	263	264	265	266	267	268	269	270	271	272	273	274	275	276	277	278	279	280	281	282	283	284	285	286	287	288	289	290	291	292	293	294	295	296	297	298	299	300	301	302	303	304	305	306	307	308	309	310	311	312	313	314	315	316	317	318	319	320	321	322	323	324	325	326	327	328	329	330	331	332	333	334	335	336	337	338	339	340	341	342	343	344	345	346	347	348	349	350	351	352	353	354	355	356	357	358	359	360	361	362	363	364	365	366	367	368	369	370	371	372	373	374	375	376	377	378	379	380	381	382	383	384	385	386	387	388	389	390	391	392	393	394	395	396	397	398	399	400	401	402	403	404	405	406	407	408	409	410	411	412	413	414	415	416	417	418	419	420	421	422	423	424	425	426	427	428	429	430	431	432	433	434	435	436	437	438	439	440	441	442	443	444	445	446	447	448	449	450	451	452	453	454	455	456	457	458	459	460	461	462	463	464	465	466
---	---	---	---	---	---	---	---	---	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----

75b	X
-----	---

75c		X

75d	X	
-----	---	--

**Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits**  
 (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

[illegible]

Part VI Other Information (See the instructions.)		Yes	No
---	--	-----	----

76		X
----	--	---

77	X	

78a	X	
-----	---	--

78b	X	
-----	---	--

79		X
----	--	---

80a	X	
-----	---	--

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100	101	102	103	104	105	106	107	108	109	110	111	112	113	114	115	116	117	118	119	120	121	122	123	124	125	126	127	128	129	130	131	132	133	134	135	136	137	138	139	140	141	142	143	144	145	146	147	148	149	150	151	152	153	154	155	156	157	158	159	160	161	162	163	164	165	166	167	168	169	170	171	172	173	174	175	176	177	178	179	180	181	182	183	184	185	186	187	188	189	190	191	192	193	194	195	196	197	198	199	200	201	202	203	204	205	206	207	208	209	210	211	212	213	214	215	216	217	218	219	220	221	222	223	224	225	226	227	228	229	230	231	232	233	234	235	236	237	238	239	240	241	242	243	244	245	246	247	248	249	250	251	252	253	254	255	256	257	258	259	260	261	262	263	264	265	266	267	268	269	270	271	272	273	274	275	276	277	278	279	280	281	282	283	284	285	286	287	288	289	290	291	292	293	294	295	296	297	298	299	300	301	302	303	304	305	306	307	308	309	310	311	312	313	314	315	316	317	318	319	320	321	322	323	324	325	326	327	328	329	330	331	332	333	334	335	336	337	338	339	340	341	342	343	344	345	346	347	348	349	350	351	352	353	354	355	356	357	358	359	360	361	362	363	364	365	366	367	368	369	370	371	372	373	374	375	376	377	378	379	380	381	382	383	384	385	386	387	388	389	390	391	392	393	394	395	396	397	398	399	400	401	402	403	404	405	406	407	408	409	410	411	412	413	414	415	416	417	418	419	420	421	422	423	424	425	426	427	428	429	430	431	432	433	434	435	436	437	438	439	440	441	442	443	444	445	446	447	448	449	450	451	452	453	454	455	456	457	458	459	460	461	462	463	464	465	466
---	---	---	---	---	---	---	---	---	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100	101	102	103	104	105	106	107	108	109	110	111	112	113	114	115	116	117	118	119	120	121	122	123	124	125	126	127	128	129	130	131	132	133	134	135	136	137	138	139	140	141	142	143	144	145	146	147	148	149	150	151	152	153	154	155	156	157	158	159	160	161	162	163	164	165	166	167	168	169	170	171	172	173	174	175	176	177	178	179	180	181	182	183	184	185	186	187	188	189	190	191	192	193	194	195	196	197	198	199	200	201	202	203	204	205	206	207	208	209	210	211	212	213	214	215	216	217	218	219	220	221	222	223	224	225	226	227	228	229	230	231	232	233	234	235	236	237	238	239	240	241	242	243	244	245	246	247	248	249	250	251	252	253	254	255	256	257	258	259	260	261	262	263	264	265	266	267	268	269	270	271	272	273	274	275	276	277	278	279	280	281	282	283	284	285	286	287	288	289	290	291	292	293	294	295	296	297	298	299	300	301	302	303	304	305	306	307	308	309	310	311	312	313	314	315	316	317	318	319	320	321	322	323	324	325	326	327	328	329	330	331	332	333	334	335	336	337	338	339	340	341	342	343	344	345	346	347	348	349	350	351	352	353	354	355	356	357	358	359	360	361	362	363	364	365	366	367	368	369	370	371	372	373	374	375	376	377	378	379	380	381	382	383	384	385	386	387	388	389	390	391	392	393	394	395	396	397	398	399	400	401	402	403	404	405	406	407	408	409	410	411	412	413	414	415	416	417	418	419	420	421	422	423	424	425	426	427	428	429	430	431	432	433	434	435	436	437	438	439	440	441	442	443	444	445	446	447	448	449	450	451	452	453	454	455	456	457	458	459	460	461	462	463	464	465	466
---	---	---	---	---	---	---	---	---	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----

81b	X
-----	---

**Part VI Other Information** *(continued)*

		Yes	No
<b>82a</b>	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?		X
<b>82b</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.)		N/A
<b>83a</b>	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
<b>83b</b>	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	X	
<b>84a</b>	Did the organization solicit any contributions or gifts that were not tax deductible?		X
<b>84b</b>	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		N/A
<b>85a</b>	501(c)(4), (5), or (6) Were substantially all dues nondeductible by members?		N/A
<b>85b</b>	Did the organization make only in-house lobbying expenditures of \$2,000 or less?		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		
<b>85c</b>	Dues, assessments, and similar amounts from members		N/A
<b>85d</b>	Section 162(e) lobbying and political expenditures		N/A
<b>85e</b>	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices		N/A
<b>85f</b>	Taxable amount of lobbying and political expenditures (line 85d less 85e)		N/A
<b>85g</b>	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?		N/A
<b>85h</b>	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?		N/A
<b>86a</b>	501(c)(7) orgs Enter a Initiation fees and capital contributions included on line 12		N/A
<b>86b</b>	Gross receipts, included on line 12, for public use of club facilities		N/A
<b>87a</b>	501(c)(12) orgs Enter a Gross income from members or shareholders		N/A
<b>87b</b>	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		N/A
<b>88a</b>	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		X
<b>88b</b>	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI	X	
<b>89a</b>	501(c)(3) organizations Enter Amount of tax imposed on the organization during the year under section 4911		NONE
	section 4912		NONE
	section 4955		NONE
<b>89b</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		X
	Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		NONE
	Enter Amount of tax on line 89c, above, reimbursed by the organization		NONE
<b>89e</b>	All organizations At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		X
<b>89f</b>	All organizations Did the organization acquire a direct or indirect interest in any applicable insurance contract?		X
<b>89g</b>	For supporting organizations and sponsoring organizations maintaining donor advised funds Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		X
<b>90a</b>	List the states with which a copy of this return is filed		SEE STATEMENT 30
<b>90b</b>	Number of employees employed in the pay period that includes March 12, 2007 (See instructions)		392
<b>91a</b>	The books are in care of		ANAND S. MEHTA
	Located at		1275 PEACHTREE STREET NE ATLANTA, GA
	Telephone no		(404) 487-5713
	ZIP + 4		30309-3506
<b>91b</b>	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
	If "Yes," enter the name of the foreign country		
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts		

**Part VI Other Information (continued)**

Yes No

c At any time during the calendar year, did the organization maintain an office outside of the United States? . . . . . **91c** ☐ ☒

If "Yes," enter the name of the foreign country ▶

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here . . . . . ☐  
and enter the amount of tax-exempt interest received or accrued during the tax year . . . . . **92** NONE**Part VII Analysis of Income-Producing Activities (See the instructions.)**

Note: Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue					
a					
b					
c					
d					
e					
f Medicare/Medicaid payments . . . . .					
g Fees and contracts from government agencies . . . . .					
94 Membership dues and assessments . . . . .					5,863,128.
95 Interest on savings and temporary cash investments . . . . .			14	267,003.	
96 Dividends and interest from securities . . . . .			14	4,172,855.	
97 Net rental income or (loss) from real estate					
a debt-financed property . . . . .	532000	484,684.	16	-80,324.	
b not debt-financed property . . . . .			16		
98 Net rental income or (loss) from personal property . . . . .					
99 Other investment income . . . . .					
100 Gain or (loss) from sales of assets other than inventory . . . . .			18	25,714,220.	
101 Net income or (loss) from special events . . . . .			01	-691,689.	
102 Gross profit or (loss) from sales of inventory . . . . .					
103 Other revenue a					
b ROYALTY INCOME			15	146,500.	
c SUPPLY SERVICE					923,138.
d MISCELLANEOUS REV.	525990	378,774.			133,911.
e					
104 Subtotal (add columns (B), (D), and (E)) . . . . .		863,458.		29,528,565.	6,920,177.
105 Total (add line 104, columns (B), (D), and (E)) . . . . .					37,312,200.

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

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

Line No. ▼	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
	STMT 31

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

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

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

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

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

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



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

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

Yes	No
X	

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	SEE STATEMENT 33			
b				
c				
Totals				106,000.

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

Yes	No
X	

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	SEE STATEMENT 35			
b				
c				
Totals				539,099.

108 Did the organization have a binding written contract in effect on August 17, 2008, covering the interest, rents, royalties, and annuities described in question 107 above?

Yes	No
	X

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

**Please Sign Here**

Signature of officer: Rokanne Spillett Date: 08/12/08

Type or print name and title: ROKANNE SPILLETT PRESIDENT

**Paid Preparer's Use Only**

Preparer's signature: [Signature] Date: 8/12/08 Check if self-employed: ☐

Firm's name (or yours if self-employed), address, and ZIP + 4: KPMG LLP  
300 NORTH GREENE STREET, SUITE 400  
GREENSBORO, NC 27401

Preparer's SSN or PTIN (See Gen. Inst. X): P00000455  
 EIN: 13-5565207  
 Phone no.: 336-275-3394

Form 990 (2007)

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

Department of the Treasury  
Internal Revenue Service

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

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

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

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

OMB No 1545-0047

**2007**

Name of the organization

BOYS & GIRLS CLUBS OF AMERICA

Employer identification number

13-5562976

**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
SEE STATEMENT 36				
Total number of other employees paid over \$50,000 . . . ►		214		

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 37		
Total number of others receiving over \$50,000 for professional services . . . . . ►		31

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 38		
Total number of other contractors receiving over \$50,000 for other services . . . . . ►		8

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

Schedule A (Form 990 or 990-EZ) 2007

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

	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>603,409.</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B) . . . . .	<b>1</b>	<b>X</b>
Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		
2. During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
a. Sale, exchange, or leasing of property? . . . . .	<b>2a</b>	<b>X</b>
b. Lending of money or other extension of credit? . . . . .	<b>2b</b>	<b>X</b>
c. Furnishing of goods, services, or facilities? . . . . .	<b>2c</b>	<b>X</b>
d. Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? . . . . . STMT. 39	<b>2d</b>	<b>X</b>
e. Transfer of any part of its income or assets? . . . . .	<b>2e</b>	<b>X</b>
3a. Did the organization make grants for scholarships, fellowships, student loans, etc? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments) . . . . . STMT. 40	<b>3a</b>	<b>X</b>
b. Did the organization have a section 403(b) annuity plan for its employees? . . . . .	<b>3b</b>	<b>X</b>
c. Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement . . . . .	<b>3c</b>	<b>X</b>
d. Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services? . . . . .	<b>3d</b>	<b>X</b>
4a. Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g . . . . .	<b>4a</b>	<b>X</b>
b. Did the organization make any taxable distributions under section 4966? . . . . .	<b>4b</b>	
c. Did the organization make a distribution to a donor, donor advisor, or related person? . . . . .	<b>4c</b>	
d. Enter the total number of donor advised funds owned at the end of the tax year . . . . . ►		
e. Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year . . . . . ►		
f. Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the rights to provide advice on the distribution or investment of amounts in such funds or accounts . . . . . ►		<b>NONE</b>
g. Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year . . . . . ►		<b>NONE</b>

Schedule A (Form 990 or 990-EZ) 2007

**Part IV Reason for Non-Private Foundation Status** (See pages 4 through 8 of the instructions)I certify that the organization is not a private foundation because it is (Please check only **ONE** applicable box.)

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

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

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

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

Schedule A (Form 990 or 990-EZ) 2007

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

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
<b>15</b> Gifts, grants, and contributions received (Do not include unusual grants. See line 28) . . . . .	143002102.	151469768.	133403288.	120163519.	548038677.
<b>16</b> Membership fees received . . . . .	5,702,565.	5,568,025.	5,536,508.	5,005,813.	21,812,911.
<b>17</b> Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose . . . . .	NONE	1,112,877.	503,530.	348,850.	1,965,257.
<b>18</b> Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975. . . . .	6,041,287.	3,343,227.	2,616,911.	2,291,943.	14,293,368.
<b>19</b> Net income from unrelated business activities not included in line 18 . . . . .					
<b>20</b> Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf . . . . .					
<b>21</b> The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge . . . . .					
<b>22</b> Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	STMT 41 1,575,229.	1,055,675.	1,263,811.	1,363,790.	5,258,505.
<b>23</b> Total of lines 15 through 22 . . . . .	156321183.	162549572.	143324048.	129173915.	591368718.
<b>24</b> Line 23 minus line 17. . . . .	156321183.	161436695.	142820518.	128825065.	589403461.
<b>25</b> Enter 1% of line 23. . . . .	1,563,212.	1,625,496.	1,433,240.	1,291,739.	
<b>26 Organizations described on lines 10 or 11:</b> a Enter 2% of amount in column (e), line 24 . . . . .					<b>26a</b> 11,788,069.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts . . . . .					<b>26b</b> 4,721,607.
c Total support for section 509(a)(1) test. Enter line 24, column (e) . . . . .					<b>26c</b> 589403461.
d Add Amounts from column (e) for lines 18 14,293,368. 19 5,258,505. 22 5,258,505. 26b 4,721,607. . . . .					<b>26d</b> 24,273,480.
e Public support (line 26c minus line 26d total) . . . . .					<b>26e</b> 565129981.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator)) . . . . .					<b>26f</b> 95.8817 %
<b>27 Organizations described on line 12:</b> a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year NOT APPLICABLE (2006) _____ (2005) _____ (2004) _____ (2003) _____					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year (2006) _____ (2005) _____ (2004) _____ (2003) _____					
c Add Amounts from column (e) for lines 15 _____ 16 _____ 17 _____ 20 _____ 21 _____ . . . . .					<b>27c</b> _____
d Add Line 27a total. . . . . and line 27b total . . . . .					<b>27d</b> _____
e Public support (line 27c total minus line 27d total) . . . . .					<b>27e</b> _____
f Total support for section 509(a)(2) test. Enter amount from line 23, column (e) . . . . .					<b>27f</b> _____
g Public support percentage (line 27e (numerator) divided by line 27f (denominator)) . . . . .					<b>27g</b> _____ %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) . . . . .					<b>27h</b> _____ %
<b>28 Unusual Grants:</b> For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15					

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

NOT APPLICABLE

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

	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>34 a</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? . . . . .	<b>34b</b>	
If you answered "Yes" to either 34a or b, please explain using an attached statement		
-----		
<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 11 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**Limits on Lobbying Expenditures**

(The term "expenditures" means amounts paid or incurred.)

		(a) Affiliated group totals	(b) To be completed for all electing organizations
<b>36</b> Total lobbying expenditures to influence public opinion (grassroots lobbying) . . . . .	<b>36</b>		
<b>37</b> Total lobbying expenditures to influence a legislative body (direct lobbying) . . . . .	<b>37</b>		
<b>38</b> Total lobbying expenditures (add lines 36 and 37) . . . . .	<b>38</b>		
<b>39</b> Other exempt purpose expenditures . . . . .	<b>39</b>		
<b>40</b> Total exempt purpose expenditures (add lines 38 and 39) . . . . .	<b>40</b>		
<b>41</b> Lobbying nontaxable amount. Enter the amount from the following table -			
<b>If the amount on line 40 is -</b>	<b>The lobbying nontaxable amount is -</b>		
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 . . . . .	<b>41</b>	
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 . . . . .		
<b>42</b> Grassroots nontaxable amount (enter 25% of line 41) . . . . .	<b>42</b>		
<b>43</b> Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36 . . . . .	<b>43</b>		
<b>44</b> Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38 . . . . .	<b>44</b>		

**Caution:** If there is an amount on either line 43 or line 44, you must file Form 4720.**4-Year Averaging Period Under Section 501(h)**

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

<b>Lobbying Expenditures During 4-Year Averaging Period</b>					
Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
<b>45</b> Lobbying nontaxable amount . . . . .					
Lobbying ceiling amount . . . . .					
<b>46</b> (150% of line 45(e)) . . . . .					
<b>47</b> Total lobbying expenditures . . . . .					
Grassroots nontaxable amount . . . . .					
<b>48</b> amount . . . . .					
Grassroots ceiling amount . . . . .					
<b>49</b> (150% of line 48(e)) . . . . .					
Grassroots lobbying expenditures . . . . .					
<b>50</b> . . . . .					

**Part VI-B Lobbying Activity by Nonelecting Public Charities**

(For reporting only by organizations that did not complete Part VI-A) (See page 13 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
<b>a</b> Volunteers . . . . .		X	
<b>b</b> Paid staff or management (Include compensation in expenses reported on lines c through h) . . . . .	X		
<b>c</b> Media advertisements . . . . .		X	
<b>d</b> Mailings to members, legislators, or the public . . . . .	X		12,688.
<b>e</b> Publications, or published or broadcast statements . . . . .		X	
<b>f</b> Grants to other organizations for lobbying purposes . . . . .	X		106,000.
<b>g</b> Direct contact with legislators, their staffs, government officials, or a legislative body . . . . .	X		484,721.
<b>h</b> Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means . . . . .		X	
<b>i</b> Total lobbying expenditures (Add lines c through h) . . . . .			603,409.

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities STMT 42

## 430966



FORM 990 - GENERAL EXPLANATION ATTACHMENT  
=====

DEPRECIATION  
FORM 990 PART II, LINE 42 AND PART IV, LINE 57

## FIXED ASSETS

LAND	10,848,690
BUILDINGS	16,285,835
FURNITURE, FIXTURES, AND EQUIPMENT	6,367,432
LEASEHOLD IMPROVEMENTS	101,485
	-----
TOTAL	33,603,442
ACCUMULATED DEPRECIATION	(3,990,441)
	-----
TOTAL	29,613,001

PROPERTY, PLANT, AND EQUIPMENT ARE STATED AT COST AND DONATED PLANT AND EQUIPMENT ARE RECORDED AT ESTIMATED FAIR VALUE AT THE TIME OF CONTRIBUTION. BUILDINGS AND EQUIPMENT ARE DEPRECIATED USING THE STRAIGHT-LINE METHOD OVER THE USEFUL LIVES OF THE RESPECTIVE ASSETS (25 TO 80 YEARS AND 5 TO 30 YEARS, RESPECTIVELY). DEPRECIATION EXPENSE FOR THE FISCAL YEAR ENDED 12/31/2007 WAS \$1,511,842.

FORM 990, PART I - MEMBERSHIP DUES AND ASSESSMENTS  
=====

DESCRIPTION -----	AMOUNT -----
MEMBERSHIP DUES AND ASSESSMENTS	5,863,128. -----
TOTAL	5,863,128. =====

FORM 990, PART I - INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS  
=====

DESCRIPTION -----	AMOUNT -----
INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	267,003. -----
TOTAL	267,003. =====

FORM 990, PART I - DIVIDENDS AND INTEREST FROM SECURITIES  
=====DESCRIPTION  
-----AMOUNT  
-----

DIVIDENDS AND INTEREST FROM SECURITIES/INVESTMENTS

4,172,855.  
-----

TOTAL

4,172,855.  
=====

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

DESCRIPTION	GROSS REVENUE	DIRECT EXPENSES	NET INCOME
PACIFIC DINNERS	1,256,134.	251,403.	-163,653.
SOUTHWEST GOLF & DINNER	2,305,125.	281,165.	-198,915.
MIDWEST GOLF & DINNER	1,290,639.	185,436.	-66,236.
SOUTHEAST DINNER	687,939.	111,812.	-68,062.
NORTHEAST DINNER	1,003,424.	266,073.	-194,823.
TOTALS	6,543,261.	1,095,889.	-691,689.

FORM 990, PART I - OTHER DECREASES IN FUND BALANCES  
=====DESCRIPTION  
-----AMOUNT  
-----

NET UNREALIZED LOSS ON INVESTMENTS

685,478.

TOTAL

-----  
685,478.  
=====

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

GRANTS PAID

GRANTS TO AFFILIATED BOYS AND GIRLS CLUBS  
FOR LEADERSHIP TRAINING, DEVELOPMENT AND SUPPORT  
OF YOUTH PROGRAMS  
ATLANTA, GA 30309-3506

14,849,815.

GRANTS TO AFFILIATED BOYS AND GIRLS CLUBS  
FOR ON SITE ASSISTANCE TO MEMBER CLUBS AND  
ESTABLISHMENT OF NEW CLUBS  
ATLANTA, GA 30309-3506

53,208,156.

TOTAL CONTRIBUTIONS PAID

68,057,971.

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

THE BOYS AND GIRLS CLUBS OF AMERICA (BGCA) WAS FORMED TO PROMOTE THE HEALTH, SOCIAL, EDUCATION, AND VOCATIONAL AND CHARACTER DEVELOPMENT OF YOUNG PEOPLE THROUGHOUT THE UNITED STATES. BGCA, THROUGH ITS NATIONAL, REGIONAL AND GOVERNMENT RELATIONS OFFICE, DEVELOPS INNOVATIVE PROGRAM SERVICES FOR YOUNG PEOPLE, PROVIDES TRAINING, MANAGEMENT CONSULTING, AND RESOURCE MATERIAL TO CLUBS, PROMOTES GREATER PUBLIC AWARENESS OF CLUB WORK, AND ADDRESSES SOCIAL, EDUCATIONAL, VOCATIONAL, AND ECONOMIC ISSUES AFFECTING YOUNG PEOPLE.

BGCA ASSESSES AND COLLECTS MEMBERSHIP DUES FROM THE LOCAL CLUBS. THESE DUES ARE USED TO SUPPORT BGCA'S MISSION, VISION, AND VALUES AND ALLOW BGCA TO PROVIDE USEFUL RESOURCES AND SERVICES TO LOCAL CLUBS.

FINALLY, BGCA'S OTHER REVENUE IS DERIVED MAINLY FROM EVENTS AND NATIONAL CONFERENCES, WHICH PROVIDE LEADERSHIP TRAINING, DEVELOPMENT, AND SUPPORT OF YOUTH PROGRAMS.



FORM 990, PART IV - INVESTMENTS - PUBLICLY TRADED SECURITIES

=====

DESCRIPTION	ENDING BOOK VALUE	COST OR FMV
-----	-----	-----
INVESTMENTS IN PUBLICLY TRADED	131,921,275.	FMV
	-----	
TOTALS	131,921,275.	
	=====	

FORM 990, PART IV - INVESTMENTS - OTHER SECURITIES  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	COST OR FMV -----
INVESTMENTS IN OTHER - PRIVATE EQUITY, REIT'S, LIMITED PARTNERSHIPS DOMESTIC AND INTERNATIONAL	162,705,416.	FMV
TOTALS	----- 162,705,416. =====	

FORM 990, PART IV - OTHER ASSETS  
=====DESCRIPTION  
-----ENDING  
BOOK VALUE  
-----

SPLIT INTEREST AGREEMENTS	3,587,247.
DEFERRED COMPENSATION ACCOUNTS	737,337.
ASSETS HELD IN CUSTODY FOR OTHERS	13,404,950.
DEFERRED BOND ISSUANCE COST	102,835.
	-----
TOTALS	17,832,369.
	=====

FORM 990, PART IV - OTHER LIABILITIES  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----
ANNUITIES PAYABLE	1,378,278.
DEFERRED COMPENSATION	737,337.
CUSTODIAL FUND OBLIGATIONS	13,404,950.
BONDS PAYABLE	7,500,000.
CAPITAL LEASE OBLIGATIONS	989,569.
	-----
TOTALS	24,010,134.
	=====

FORM 990, PART IV-A - OTHER REVENUE ON BOOKS BUT NOT ON RETURN  
=====DESCRIPTION  
-----AMOUNT  
-----NET REVENUE OF ALLIANCES  
INCLUDED IN CONSOLIDATED STMTS4,720,425.  
-----

TOTAL

4,720,425.  
=====

FORM 990, PART IV-A - OTHER REVENUE ON RETURN BUT NOT ON BOOKS  
=====DESCRIPTION  
-----AMOUNT  
-----GOVERNMENT GRANTS TO  
AFFILIATED CLUBS  
EXPENSE RECLASS

54,112,869.

663,022.

TOTAL

-----  
54,775,891.  
=====

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

DESCRIPTION -----	AMOUNT -----
EXPENSES OF ALLIANCES INCLUDED IN CONSOLIDATED STATEMENTS	4,108,495. -----
TOTAL	4,108,495. =====

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

GOVERNMENT GRANTS TO  
AFFILIATED CLUBS  
EXPENSE RECLASS

54,112,869.

663,022.

TOTAL

-----  
54,775,891.  
=====



FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROXANNE SPILLETT 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	PRESIDENT/GOVERNOR 40.00	557,013.	414,196.	10,775.
TOTAL BENEFITS FOR ROXANNE SPILLETT INCLUDE \$363,000 IN SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN CONTRIBUTIONS.				
PRESIDENT GEORGE BUSH 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	HONORARY CO-CHAIRMAN NONE	NONE	NONE	NONE
FIRST LADY LAURA BUSH 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	HONORARY CO-CHAIRMAN NONE	NONE	NONE	NONE
EDWARD M LIDDY 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	CHAIRMAN/GOVERNOR 1.00	NONE	NONE	NONE
M ANNE SZOSTAK 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	CHAIRMAN EMERITUS/GOVERNOR 2.00	NONE	NONE	NONE
RICK GOINGS 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	CHAIRMAN OF THE BOARD/GOVERNOR 5.00	NONE	NONE	NONE
JOHN F ANTIOCO 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RONALD T LEMAY 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
REV EDWARD A MALLOY CSC 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	ETHICIST/GOVERNOR 2.00	NONE	NONE	NONE
MICHAEL E TENNENBAUM 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	VICE CHAIRMAN/GOVERNOR 2.00	NONE	NONE	NONE
GARY C WENDT 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	TREASURER/GOVERNOR 2.00	NONE	NONE	NONE
RONALD J GIDWITZ 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	REGIONAL CHAIRMAN/GOVERNOR 2.00	NONE	NONE	NONE
DON H DAVIS JR 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR EMERITUS 1.00	NONE	NONE	NONE
DANA G MEAD 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
DANIEL R HESSE 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE

## BOYS &amp; GIRLS CLUBS OF AMERICA

13-5562976

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
-----	-----	-----	-----	-----
MARTIN E HANAKA 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
WAYNE ALLEN 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
ROBERT J BACH 1275 PEACHTREE STREET NE ATLANTA, GA 27302	GOVERNOR 2.00	NONE	NONE	NONE
JOHN M BELL 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	VICE CHAIRMAN/GOVERNOR 2.00	NONE	NONE	NONE
GERALD W BLAKELEY JR 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
EMIL J BROLIK 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	REGIONAL CHAIRMAN/GOVERNOR 2.00	NONE	NONE	NONE
THE HONORABLE ARNOLD I BURNS 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
MICHAEL D CAPELLAS 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
-----	-----	-----	-----	-----
ANTHONY P CONZA 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
JEAN C CRYSTAL 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	SECRETARY/GOVERNOR 2.00	NONE	NONE	NONE
THOMAS J FALK 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	REGIONAL CHAIRMAN/GOVERNOR 2.00	NONE	NONE	NONE
GARY J FERNANDES 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
DONALD G FISHER 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
THOMAS P FLANAGAN 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
ROBERT W FOWLER 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
MOORE GATES JR 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KEN GRIFFEY JR 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
GEORGE V GRUNE 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
PETER L HAYNES 1275 PEACHTREE STREET NE ATLANTA, GA 30306-3506	GOVERNOR 2.00	NONE	NONE	NONE
PEDRO LICHTINGER 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	REGIONAL CHAIRMAN/GOVERNOR 2.00	NONE	NONE	NONE
JEREMIAH MILBANK III 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
PETER C MORSE 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
J CHRISTOPHER REYES 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
WAYNE R SANDERS 1275 PEACHTREE STREET NE ATLANTA, GA 30309	VICE CHAIRMAN/GOVERNOR 2.00	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
-----	-----	-----	-----	-----
CJ SILAS 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
JACK L STAHL 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	VICE CHAIRMAN/GOVERNOR 2.00	NONE	NONE	NONE
ALLAN R TESSLER 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
DENZEL WASHINGTON 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
LINDA J DIMOPOULOS 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	VICE CHAIRMAN/GOVERNOR 2.00	NONE	NONE	NONE
RUTH A FATTORI 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
VALERIE C MCNEELY 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
RONALD D MCNEIL 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JUDGE GLENDA A HATCHETT 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
JEFFREY O HENLEY 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
MARK H LAZARUS 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
EDWARD T LEWIS 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 2.00	NONE	NONE	NONE
RONALD L SARGENT 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	GOVERNOR 1.00	NONE	NONE	NONE
GRAND TOTALS		557,013.	414,196.	10,775.

## FORM 990, PART VI - NAMES OF RELATED ORGANIZATIONS

=====

RELATED ORGANIZATION NAME:	ALABAMA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	ARIZONA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	ARKANSAS ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	CALIFORNIA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	COLORADO ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	CONNECTICUT ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	FLORIDA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	GEORGIA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	IDAHO ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	ILLINOIS ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	INDIANA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	



FORM 990, PART VI - NAMES OF RELATED ORGANIZATIONS  
=====

RELATED ORGANIZATION NAME:	IOWA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	KANSAS ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	KENTUCKY ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	LOUISIANA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	MAINE ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	MARYLAND ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	MASSACHUSETTS ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	MICHIGAN ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	MINNESOTA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	MISSISSIPPI ALLIANCE OF BOYS & GIRLS CLUBS, INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	MISSOURI ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	

FORM 990, PART VI - NAMES OF RELATED ORGANIZATIONS  
=====

RELATED ORGANIZATION NAME:	MONTANA ALLIANCE OF BOYS & GIRLS CLUBS, INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	NEVADA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	NEW HAMPSHIRE ALLIANCE OF BOYS & GIRLS CLUBS, INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	NEW JERSEY ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	NEW MEXICO ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	NEW YORK ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	NORTH CAROLINA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	OHIO ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	OKLAHOMA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	OREGON ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	PENNSYLVANIA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	

## FORM 990, PART VI - NAMES OF RELATED ORGANIZATIONS

=====

RELATED ORGANIZATION NAME:	RHODE ISLAND ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	SOUTH CAROLINA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	SOUTH DAKOTA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	TENNESSEE ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	TEXAS ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	UTAH ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	VERMONT ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT:          NONEXEMPT:	
RELATED ORGANIZATION NAME:	VIRGINIA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	WASHINGTON ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	WEST VIRGINIA ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	
RELATED ORGANIZATION NAME:	WISCONSIN ALLIANCE OF BOYS & GIRLS CLUBS INC.
EXEMPT: X      NONEXEMPT:	

FORM 990, PART VI - NAMES OF RELATED ORGANIZATIONS  
=====

RELATED ORGANIZATION NAME: WYOMING ALLIANCE OF BOYS & GIRLS  
CLUBS INC.

EXEMPT: X NONEXEMPT:

RELATED ORGANIZATION NAME: BOYS & GIRLS CLUBS IN INDIAN  
COUNTRY INC.

EXEMPT: X NONEXEMPT:

FORM 990, PART VI, LINE 90A - STATES

=====

AL, AZ, AR, CA, CO, CT, DE, FL, GA,  
IN, KS, KY, LA, MD, MA, MI, MN, MS, MO, MT, NV, NH, NJ, NM,  
NY, NC, OH, OK, OR, PA, RI, SC, SD, TX, UT, WA, WV,

## 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 -----
--------------------	---

94, 103C 103D	<p>BOYS &amp; GIRLS CLUBS OF AMERICA (BGCA) IS A FEDERATION OF LOCAL BOYS &amp; GIRLS CLUBS SERVING AROUND 4.8 MILLION YOUTH IN A NATIONAL NETWORK OF 4314 LOCATIONS. HEADQUARTERED IN ATLANTA, WITH REGIONAL SERVICE CENTERS IN NEW YORK, CHICAGO, LOS ANGELES, DALLAS, AND ATLANTA, BGCA PROVIDES TECHNICAL ASSISTANCE AND SUPPORT FOR CLUBS TO STRENGTHEN THEIR OVERALL EFFECTIVENESS AND PROGRAM QUALITY. MORE THAN 15 MILLION YOUNG PEOPLE IN AMERICA LIVE BELOW THE POVERTY LEVEL. GANGS, DRUG TRAFFIC AND VIOLENCE ARE A FACT OF LIFE FOR MANY OF THESE YOUNGSTERS. IF THEY ARE TO GROW UP AND BECOME PRODUCTIVE CITIZENS - OFTEN IF THEY ARE TO GROW UP AT ALL - THEY NEED A PLACE WHERE THEY CAN JUST BE KIDS. THEY NEED CARING ADULTS TO HELP THEM DEVELOP THE SKILLS AND SELF-CONFIDENCE TO SAY NO TO DANGEROUS PASTIMES. THAT'S WHY BGCA IS OPENING CLUBS IN PLACES OTHER ORGANIZATIONS HAVEN'T GONE, PLACES WHERE YOUNGSTERS NEED US MOST: INDIAN RESERVATIONS, HOMELESS SHELTERS AND PUBLIC HOUSING. WE OFFER ACTIVITIES PRIMARILY DURING AFTER-SCHOOL HOURS, WHEN YOUNGSTERS ARE MOST IN NEED OF POSITIVE PUSUITS. OVER THE LAST FIVE YEARS THE BOYS &amp; GIRLS CLUB MOVEMENT HAS EXPERIENCED UNPRECEDENTED GROWTH, CHARTERING MORE THAN 1300 CLUBS. A PLANNED SUSTAINABLE GROWTH STRATEGY IS BEING IMPLEMENTED TO HELP CLUBS DETERMINE THEIR STATE OF READINESS TO EXPAND SERVICES, ALONG WITH A PHILOSOPHY OF ADDING MORE CLUBS BUT FEWER ORGANIZATIONS. THE CLUBS ARE UNITING AS NEVER BEFORE BEHIND A COMMON AGENDA COMFORTING OUR CHILDREN; SUPPORTING MILITARY FAMILIES, PROMOTING PATRIOTISM, DEMOCRACY AND FREEDOM; ENCOURAGING UNITY AND COORDINATING COMMUNITY RESOURCES TO BETTER SERVE CHILDREN. BY IMPLEMENTING AN EFFECTIVE AND PROVEN YOUTH DEVELOPMENT STRATEGY, BGCA HELPS YOUNGSTERS DEVELOP THE SELF-CONFIDENCE THEY NEED TO ACHIEVE THEIR FULL POTENTIAL. OUR PROGRAMS TEACH YOUNG PEOPLE TO AVOID DRUGS, ALCOHOL AND PREMATURE SEXUAL ACTIVITY; REJECT GANGS AND DELINQUENT BEHAVIOR; RESOLVE CONFLICTS PEACEFULLY; ADOPT FITNESS AS A WAY OF LIFE; BUILD BETTER RELATIONSHIPS WITH THEIR FAMILIES; DEVELOP LEADERSHIP SKILLS; EXPLORE THEIR OWN CREATIVITY; AND PURSUE ADVANCED EDUCATION AND CAREER OPPORTUNITIES. TO BRIDGE THE DIVIDE BGCA HAS COMMITMENT TO DEVELOP THE RESOURCES, STAFFING, AND TRAINING TO MAKE COMPUTER EDUCATION A VITAL PART OF THE CLUB. WITHIN FIVE YEARS WE HOPE TO HAVE A STATE-OF-THE-ART TECHNOLOGY CENTER IN EVERY BOYS &amp; GIRLS</p>
---------------------	---

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 -----
--------------------	---

CLUB.

FORM 990, PART XI - TRANSFERS TO CONTROLLED ENTITIES STATEMENT  
=====

CONTROLLED ENTITY'S NAME: CONNECTICUT ALLIANCE OF BOYS & GIRLS CLU  
CONTROLLED ENTITY'S ADDRESS: PO BOX 209  
CITY, STATE & ZIP: SHELTON, CT 06484  
EIN: 33-1064638  
TRANSFER AMOUNT: 20,000.  
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:  
FOR STATE/LOCAL LOBBYING CONSULTANTS FEES

CONTROLLED ENTITY'S NAME: LOUISIANA ALLIANCE OB BOYS & GIRLS CLUBS  
CONTROLLED ENTITY'S ADDRESS: 200 W. CONGRESS  
CITY, STATE & ZIP: LAFAYETTE, LA 70501  
EIN: 72-1491228  
TRANSFER AMOUNT: 9,000.  
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:  
FOR STATE/LOCAL LOBBYING CONSULTANTS FEES

CONTROLLED ENTITY'S NAME: MARYLAND ALLIANCE OF BOYS & GIRLS CLUBS  
CONTROLLED ENTITY'S ADDRESS: 206 EAST CHURCH ROAD  
CITY, STATE & ZIP: BEL AIR, MD 21014  
EIN: 52-2312888  
TRANSFER AMOUNT: 10,000.  
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:  
FOR STATE/LOCAL LOBBYING CONSULTANTS FEES

CONTROLLED ENTITY'S NAME: RHODE ISLAND ALLIANCE OF BOYS & GIRLS CL  
CONTROLLED ENTITY'S ADDRESS: 221 3RD ST, ADMIRAL GATES TOWER, 3RD FLO  
CITY, STATE & ZIP: NEWPORT, RI 02840  
EIN: 05-0504432  
TRANSFER AMOUNT: 10,000.  
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:  
FOR STATE/LOCAL LOBBYING CONSULTANTS FEES

CONTROLLED ENTITY'S NAME: WISCONSIN ALLIANCE OF BOYS & GIRLS CLUBS  
CONTROLLED ENTITY'S ADDRESS: 7500 GREEN BAY ROAD  
CITY, STATE & ZIP: KENOSHA, WI 53142  
EIN: 39-2008889  
TRANSFER AMOUNT: 10,000.  
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:  
FOR STATE/LOCAL LOBBYING CONSULTANTS FEES



FORM 990, PART XI - TRANSFERS TO CONTROLLED ENTITIES STATEMENT (CONT'  
=====

CONTROLLED ENTITY'S NAME: ALABAMA ALLIANCE OF BOYS AND GIRLS CLUBS  
CONTROLLED ENTITY'S ADDRESS: 106 CROSSCREEK LANE  
CITY, STATE & ZIP: FLORENCE, AL 35634  
EIN: 63-1232492  
TRANSFER AMOUNT: 7,000.  
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:  
FOR STATE/LOCAL LOBBYING CONSULTANTS FEES

CONTROLLED ENTITY'S NAME: IDAHO ALLIANCE OF BOYS AND GIRLS CLUBS  
CONTROLLED ENTITY'S ADDRESS: 610 EAST 42ND STREET  
CITY, STATE & ZIP: GARDEN CITY, ID 83714  
EIN: 84-1674661  
TRANSFER AMOUNT: 15,000.  
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:  
FOR STATE/LOCAL LOBBYING CONSULTANTS FEES

CONTROLLED ENTITY'S NAME: VIRGINIA ALLIANCE OF BOYS AND GIRLS CLUB  
CONTROLLED ENTITY'S ADDRESS: 408 N ROBINSON STREET  
CITY, STATE & ZIP: RICHMOND, VA 23220  
EIN: 54-1946564  
TRANSFER AMOUNT: 15,000.  
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:  
FOR STATE/LOCAL LOBBYING CONSULTANTS FEES

CONTROLLED ENTITY'S NAME: WASHINGTON ALLIANCE OF BOYS AND GIRLS CL  
CONTROLLED ENTITY'S ADDRESS: 209 100TH AVENUE NE  
CITY, STATE & ZIP: BELLVUE, WA 98004  
EIN: 91-2157587  
TRANSFER AMOUNT: 10,000.  
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:  
FOR STATE/LOCAL LOBBYING CONSULTANTS FEES

FORM 990, PART XI - TRANSFERS FROM CONTROLLED ENTITIES STATEMENT  
=====

CONTROLLED ENTITY'S NAME: ILLINOIS ALLIANCE OF BOYS & GIRLS CLUBS  
CONTROLLED ENTITY'S ADDRESS: 550 WEST VAN BUREN ST STE 350  
CITY, STATE & ZIP: CHICAGO, IL 60607  
EIN: 36-4327562  
TRANSFER AMOUNT: 307,158.  
EXPLANATION OF TRANSFER FROM CONTROLLED ENTITY:  
COST OF PROVIDING PROGRAMMATIC AND FINANCIAL/COMPLIANCE OVERSIGHT

CONTROLLED ENTITY'S NAME: GEORGIA ALLIANCE OF BOYS & GIRLS CLUBS  
CONTROLLED ENTITY'S ADDRESS: 1275 PEACHTREE ST. NE  
CITY, STATE & ZIP: ATLANTA, GA 30309  
EIN: 01-0557882  
TRANSFER AMOUNT: 231,941.  
EXPLANATION OF TRANSFER FROM CONTROLLED ENTITY:  
COST OF PROVIDING PROGRAMMATIC AND FINANCIAL/COMPLIANCE OVERSIGHT

## SCHEDULE A, PART I - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCOUNT
GLENN PERMUY 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	SENIOR VP 40.00	334,251.	58,268.	2,909
ANAND S MEHTA 1275 PEACHTREE STREET NE ATLANTA, GA 30309-3506	SENIOR VP 40.00	245,002.	65,318.	NONE
CYNDI COURT 1275 PEACHTREE ST NE ATLANTA, GA 30309-3506	SENIOR VP 40.00	250,430.	36,888.	NONE
LORRAINE HOWERTON 1275 PEACHTREE ST NE ATLANTA, GA 30309-3506	SENIOR VP 40.00	215,688.	28,243.	NONE
JOHN ARIGONI 1275 PEACHTREE ST NE ATLANTA, GA 30309-3506	SENIOR VP 40.00	198,362.	46,384.	NONE
TOTAL COMPENSATION		1,243,733.	235,101.	2,909.

SCH. A, PART II-A COMPENSATION OF THE 5 HIGHEST PAID FOR PROF. SERV.  
=====

NAME AND ADDRESS -----	TYPE OF SERVICE -----	COMPENSATION -----
MCKINSEY AND COMPANY INC PO BOX 7247-7255 PHILADELPHIA, PA 19147-7255	CONSULTING	440,000.
FIRSTPIC INC 2127 EPSEY COURT SUITE 302 CROFTON, MD 21114	TECHNICAL ASSISTANCE	280,568.
UNIVERSITY OF MICHIGAN 701 TAPPAN STREET ANN ARBOR, MI 48109	LEADERSHIP PROGRAM	250,000.
KPMG LLP 303 PEACHTREE STREET SUITE 2000 ATLANTA, GA 30308	AUDIT AND TAX	243,892.
MATRIX PROJECT SOLUTIONS INC 115 PERIMETER CENTER PLACE NE SUITE 250 ATLANTA, GA 30346	TOOLS FOR LEADERSHIP	169,477.
TOTAL COMPENSATION		----- 1,383,937. -----

SCH. A, PART II-B COMPENSATION OF THE 5 HIGHEST PAID FOR OTHER SERV.  
=====

NAME AND ADDRESS -----	TYPE OF SERVICE -----	COMPENSATION -----
CDW DIRECT LLC PO BOX 75723 CHICAGO, IL 60675-5723	COMPUTER HARDWARE	405,122.
XEROX PO BOX 7407 PASADENA, CA 91109	EQUIPMENT RENTAL	390,688.
KASSMARK INC 31699 VIA PUERTO DEL SOL BONSALL, CA 92003	DIRECT MAIL SERVICES	334,463.
CORPORATE ENVIRONMENTS OF GEORGIA PO BOX 101615 ATLANTA, GA 30392	FURNITURE	301,624.
MASSACHUSETTS AUDIO VISUAL 80 CAMBRIDGE STREET BURLINGTON, MA 08103	AUDIO VISUAL EQUIP	153,391.
TOTAL COMPENSATION		----- 1,585,288. =====

SCHEDULE A, PART III - EXPLANATION FOR LINE 2D  
=====

SEE FORM 990, PART V

## SCHEDULE A, PART III - EXPLANATION FOR LINE 3A

=====

INDIVIDUALS RECEIVING SCHOLARSHIPS FROM THE ORGANIZATION'S CHARITABLE PROGRAMS ARE SELECTED BY AN APPOINTED INDEPENDENT COMMITTEE. THE SCHOLARSHIPS ARE GIVEN TO THE QUALIFYING RECIPIENT BASED ON CRITERIA ESTABLISHED BY THE BOARD OF DIRECTORS.

## SCHEDULE A, PART IV-A - OTHER INCOME

DESCRIPTION	2006	2005	2004	2003	TOTAL
MISCELLANEOUS REVENUE	1,575,229.	1,055,675.	1,263,811.	1,363,790.	5,258,505.
TOTALS	1,575,229.	1,055,675.	1,263,811.	1,363,790.	5,258,505.



SCHEDULE A, PART VI-B - LOBBYING ACTIVITY EXPLANATION  
=====

BOYS & GIRLS CLUBS OF AMERICA CONTRACTS WITH PARTIES WHICH ASSIST THEM KEEPING ABREAST OF THE LATEST LEGISLATIVE DEVELOPMENTS AND ISSUES THAT MAY AFFECT THE ORGANIZATION AND IN RESPONDING TO THE APPROPRIATE GOVERNMENT AGENCY ON THESE DEVELOPMENTS AND ISSUES. BOYS & GIRLS CLUBS OF AMERICA ALSO CONTRACTS WITH PARTIES WHICH ARE INVOLVED IN LOBBYING FOR STATE FUNDING FOR THE ORGANIZATION. THE EXPENSES FOR LINE D AND G INCLUDES THE PAYMENTS TO THE OUTSIDE FIRMS AND THE INTERNAL COSTS FOR LOBBYING EXPENSES GENERATED BY THE GOVERNMENT RELATIONS. LINE F REPRESENTS THE PAYMENTS TO AFFILIATED ORGANIZATIONS FOR LOBBYING ACTIVITIES.

Employer identification number

13-5562976

[illegible]

<b>6b. Total.</b> Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . .	25,714,220.
---	-------------

Schedule D-1 (Form 1041) 2007



**BOYS & GIRLS CLUBS  
OF AMERICA**

**KEY GOVERNANCE DOCUMENTS**

**CONGRESSIONAL CHARTER**

**CONSTITUTION**

**REQUIREMENTS FOR  
MEMBERSHIP**

**OPERATING STANDARDS**

**MEMBERSHIP DUES**

**IMPACT ASSESSMENT**

**STANDARDS OF  
ORGANIZATIONAL  
EFFECTIVENESS (SOE)**

Amended May 17, 2007, at the  
Annual National Council  
meeting of the corporation.

## CONGRESSIONAL CHARTER

### **BOYS & GIRLS CLUBS OF AMERICA - INCORPORATION** *(Public Law 84-988, S. 4184, approved August 6, 1956, as amended by Public Law 102-199, H.R. 525, approved December 10, 1991.)*

#### **An Act to Incorporate the Boys & Girls Clubs of America**

*Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled, That:* The following persons: Herbert Hoover, New York, New York; William E. Hall, New York, New York; Albert L. Cole, Pleasantville, New York; James A. Farley, New York, New York; Albert C. Wedemeyer, New York, New York; Matthew Woll, New York, New York; Jeremiah Milbank, New York, New York; Stanley Resor, New York, New York; James B. Carey, Washington, District of Columbia; J. Edgar Hoover, Washington, District of Columbia; Lewis L. Strauss, Washington, District of Columbia; General Robert E. Wood, Chicago, Illinois; Frederic Cameron Church, Boston, Massachusetts; H. Bruce Palmer, Newark, New Jersey; Edgar A. Guest, Detroit, Michigan; Nicholas H. Noyes, Indianapolis, Indiana; George A. Scott, San Diego, California; E. E. Fogelson, Dallas, Texas; Ernest Ingold, San Francisco, California; Jessie Draper, Atlanta, Georgia; Julius Epstein, Chicago, Illinois; and their successors, and Gerald W. Blakeley, Jr., Boston, Massachusetts; Roscoe C. Brown, Jr., Bronx, New York; Cees Bruynes, Stamford, Connecticut; Honorable Arnold I. Burns, New York, New York; John L. Burns, Greenwich, Connecticut; Hays Clark, Hobe Sound, Florida; Mrs. Albert L. Cole, Hobe Sound, Florida; Honorable Michael Curb, Burbank, California; Robert W. Fowler, Atlantic Beach, Florida; Thomas G. Garth, New York, New York; Moore Gates, Jr., Princeton, New Jersey; Ronald J. Gidwitz, Chicago, Illinois; John S. Griswold, Greenwich, Connecticut; Claude H. Grizzard, Atlanta, Georgia; George V. Grune, Pleasantville, New York; Peter L. Haynes, New York, New York; James S. Kemper, Northbrook, Illinois; Plato Malozemoff, New York, New York; Edmund O. Martin, Oklahoma City, Oklahoma; Donald E. McNicol, Esq., New York, New York; Jeremiah Milbank, New York, New York; C. W. Murchison III, Dallas, Texas; W. Clement Stone, Lake Forest, Illinois, and their successors; and are hereby created and declared to be a body corporate of the District of Columbia, where its legal domicile shall be, by the name of the Boys & Girls Clubs of America (hereinafter referred to as the corporation) and by such name shall be known and have perpetual succession and the powers, limitations, and restrictions herein contained.

#### **Completion of Organization**

**SEC. 1.** A majority of the persons named in the first section of this Act are authorized to complete the organization of the corporation by the adoption of a constitution and bylaws, not inconsistent with this Act, and the doing of such other acts (including the selection of officers and employees in accordance with such constitution and bylaws) as may be necessary for such purpose.

#### **Purposes of the Corporation**

**SEC. 2.** The purposes of the corporation shall be to promote the health, social, educational, vocational and character development of youth throughout the United States of America; to receive, invest and disburse funds and to hold property for the purposes of the corporation.

## **Corporate Powers**

### **SEC. 3.** The corporation shall have the power:

- (1) to have succession by its corporate name;
- (2) to sue and be sued, complain and defend in any court of competent jurisdiction;
- (3) to adopt, use and alter a corporate seal;
- (4) to choose such officers, managers, agents, and employees as the business of the corporation may require;
- (5) to adopt, amend, and alter a constitution and bylaws, not inconsistent with the laws of the United States or any State in which the corporation is to operate, for the management of its property and the regulation of its affairs;
- (6) to contract and be contracted with;
- (7) to take by lease, gift, purchase, grant, devise, or bequest from any private corporation, association, partnership, firm or individual and to hold any property, real, personal or mixed, necessary or convenient for attaining the objects and carrying into effect the purposes of the corporation, subject, however, to applicable provisions of law of any State (A) governing the amount or kind of property which may be held by, or (B) otherwise limiting or controlling the ownership of property by a corporation operating in such State;
- (8) to transfer, convey, lease, sublease, encumber and otherwise alienate real, personal or mixed property; and
- (9) to borrow money for the purposes of the corporation, issue bonds therefor, and secure the same by mortgage, deed of trust, pledge, or otherwise, subject in every case to all applicable provisions of Federal and State laws.

### **Principal Office: Scope of Activities: District of Columbia Agent**

**SEC. 4.** - (a) The principal office of the corporation shall be located in New York City, New York, or in such other place as may be later determined by the Board of Directors, but the activities of the corporation shall not be confined to that place, but may be conducted throughout the various states, territories, and possessions of the United States.

(b) The corporation shall have in the District of Columbia at all times a designated agent authorized to accept service of process for the corporation; and notice to or service upon such agent, or mailed to the business address of such agent, shall be deemed notice to or service upon the corporation.

### **Membership**

**SEC. 5.** - (a) Eligibility for membership in the corporation and the rights, privileges, and designation of classes of members shall, except as provided in this Act, be determined as the constitution and bylaws of the corporation may provide. Each member of the corporation shall have the right to one vote on each matter submitted to a vote at all meetings of the members of the corporation.

(b) Each organization which is a member of the corporation as provided in the constitution thereof shall be entitled to all the benefits of incorporation under this Act, but such benefits shall cease immediately either upon its resignation from the corporation or in the event that its membership in the corporation is canceled or otherwise terminated by the board of directors, as provided in the constitution of the corporation.

### **Board of Directors: Composition, Responsibilities**

**SEC. 6. -** (a) Upon the enactment of this Act the membership of the initial board of directors of the corporation shall consist of the present members of the board of directors of the Boys Clubs of America, the corporation described in Sec. 16 of this Act, or such of them as may then be living and are qualified members of said board of directors, to wit: Hoyt Ammidon, New York, New York; Wendell W. Anderson, Detroit, Michigan; Sewell L. Avery, Chicago, Illinois; Richard E. Berlin, New York, New York; Arthur T. Burger, Boston, Massachusetts; Hendry S.M. Burns, New York, New York; John L. Burns, New York, New York; Peter Capra, New York, New York; James B. Carey, Washington, District of Columbia; Colby M. Chester, New York, New York; Frederic C. Church, Boston, Massachusetts; Albert L. Cole, Pleasantville, New York; Carle C. Conway, New York, New York; Donald K. David, New York, New York; Morse G. Dial, New York, New York; Robert W. Dowling, New York, New York; Kempton Dunn, New York, New York; Gilbert D. Eaton, Oakland, California; Julius Epstein, Chicago, Illinois; James A. Farley, New York, New York; Horace C. Flanigan, New York, New York; E.E. Fogelson, Dallas, Texas; Phillip G. Geiger, Pawtucket, Rhode Island; M. Preston Goodfellow, Washington, District of Columbia; J. Peter Grace, Jr., New York, New York; John S. Griswold, New York, New York; Powell C. Groner, Kansas City, Missouri; Edgar A. Guest, Detroit, Michigan; William Edwin Hall, New York, New York; Robert B. Heppenstall, Pittsburgh, Pennsylvania; William Edwin Hill, New York, New York; Allan Hoover, New York, New York; Herbert Hoover, New York, New York; J. Edgar Hoover, Washington, District of Columbia; Arthur Huck, New York, New York; Austin S. Iglehart, New York, New York; Ernest Ingold, San Francisco, California; Edward Ingraham, Bristol, Connecticut; Gordon Jeffrey, Toledo, Ohio; Frank R. Jelleff, Washington, District of Columbia; Grant Keehn, New York, New York; James S. Kemper, Chicago, Illinois; Major William G. Kiefer, Louisville, Kentucky; Philip Le Boutillier, New York, New York; Philip Le Boutillier, Jr., Toledo, Ohio; James A. Linen, New York, New York; John D. Lockton, New York, New York; Fred Looch, Milwaukee, Wisconsin; David I. McCahill, Pittsburgh, Pennsylvania; Charles P. McCormick, Baltimore, Maryland; Everett McCullough, Wichita Falls, Texas; Ira McGuire, Muncie, Indiana; Charles R. Messier, Newark, New Jersey; Jeremiah Milbank, New York, New York; Theodore G. Montague, New York, New York; W. R. Nicholson, Jr., Philadelphia, Pennsylvania; Nicholas H. Noyes, Indianapolis, Indiana; Harry L. Olden, Cincinnati, Ohio; Frank Pace, Jr., New York, New York; August K. Paeschke, Milwaukee, Wisconsin; H. Bruce Palmer, Newark, New Jersey; Richard S. Perkins, New York, New York; Samuel F. Pryor, New York, New York; Stanley Resor, New York, New York; Captain E.V. Rickenbacker, New York, New York; Victor F. Ridder, New York, New York; Frederic E. Schluter, Trenton, New Jersey; George A. Scott, San Diego, California; Irving J. Seher, Milwaukee, Wisconsin; Grant G. Simmons, New York, New York; P.C. Spencer, New York, New York; Clifford L. Strang, Tonawanda, New York; Edward K. Straus, New York, New York; Lewis L. Strauss, Washington, District of Columbia; Kenneth C. Towe, New York, New York; Maxwell M. Upson, New York, New York; Virgil P. Warren, Atlanta, Georgia; Albert C. Wedemeyer, New York, New York; Morgan D. Wheelock, New York, New York; J. Dugald White, New York, New York; Myron A. Wick, Jr., Stamford, Connecticut; Alfred G. Wilson, Detroit, Michigan; William S. Wilson, New York, New York; Matthew Woll, New York, New York; General Robert E. Wood, Chicago, Illinois; Gordon G. Wormal, Santa Barbara, California; E.A. Wright, Detroit, Michigan; Paul S. Young, Schenectady, New York; William Zeigler, Jr., New York, New York.

(b) Thereafter the board of directors of the corporation shall consist of such number as may be prescribed in the constitution of the corporation, and the members of such board shall be selected in such manner (including the filling of vacancies), and shall serve for such terms, as may be prescribed in the constitution and bylaws of the corporation.

(c) The board of directors shall be the managing body of the corporation and shall have powers, duties and responsibilities as may be prescribed in the constitution and bylaws of the corporation.

#### **Officers: Election and Duties of Officers**

**SEC. 7. -** (a) The officers of the corporation shall be a chairman of the board of directors, a President,

one or more Vice Presidents (as may be prescribed in the constitution and bylaws of the corporation), a Secretary and a Treasurer, and one or more Assistant Secretaries and Assistant Treasurers as may be provided in the constitution and bylaws.

(b) The officers of the corporation shall be elected in such manner and for such terms and with such duties as may be prescribed in the constitution and bylaws of the corporation.

#### **Use of Income: Loans to Officers, Directors or Employees**

**SEC. 8. -** (a) No part of the income or assets of the corporation shall inure to any of its members, directors or officers as such, or be distributed to any of them during the life of the corporation or upon its dissolution or final liquidation. Nothing in this subsection, however, shall be construed to prevent the payment of compensation to officers of the corporation in amounts approved by the board of directors of the corporation.

(b) The corporation shall not make loans to its officers, directors or employees. Any director who votes for or assents to the making of a loan or advance to an officer, director or employee of the corporation, and any officer who participates in the making of such a loan or advance, shall be jointly and severally liable to the corporation for the amount of such loan until the repayment thereof.

#### **Nonpolitical Nature of Corporation**

**SEC. 9. -** The corporation, and its officers and directors as such, shall not contribute to or otherwise support or assist any political party or candidate for public office.

#### **Liability for Acts of Officers and Agents**

**SEC. 10. -** The corporation shall be liable for the acts of its officers and agents when acting within the scope of their authority.

#### **Prohibition against Issuance of Stock or Payment of Dividends**

**SEC. 11. -** The corporation shall have no power to issue any shares of stock or to declare or pay any dividends.

#### **Books and Records: Inspection**

**SEC. 12. -** The corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its members, board of directors, and committees having any authority under the board of directors; and it shall also keep at its principal office a record of the names and addresses of its members entitled to vote. All books and records of the corporation may be inspected by any member entitled to vote, or his agent or attorney, for any proper purpose, at any reasonable time.

#### **Use of Assets on Dissolution or Liquidation Audit of Financial Transactions**

**SEC. 13. -** (a) The financial transactions shall be audited annually by an independent certified public accountant in accordance with the principles and procedures applicable to commercial corporation transactions. The audit shall be conducted at the place or places where the accounts of the corporation are normally kept. All books, accounts, financial records, reports, files, and all other papers, things or property belonging to or in use by the corporation and necessary to facilitate the audit shall be made available to the person or persons conducting the audit; and full facilities for verifying transactions with the balances or securities held by depositories, fiscal agents, and custodians shall be afforded to such person or persons.

(b) A report of such audit shall be made by the corporation to the Congress no later than March 1 of each year. The report shall set forth the scope of the audit and shall include a verification by the

person or persons conducting the audit of statements of (1) assets or liabilities, (2) capital and surplus or deficit, (3) surplus or deficit analysis, (4) income and expense, and (5) sources and application of funds. Such report shall not be printed as a public document.

#### **Use of Assets on Dissolution or Liquidation**

**SEC. 14.** - Upon dissolution or final liquidation of the corporation, after discharge or satisfaction of all outstanding obligations and liabilities, the remaining assets, if any, of the corporation shall be distributed in accordance with the determination of the board of directors of the corporation and in compliance with the constitution and bylaws of the corporation and all Federal and State laws applicable thereto.

#### **Transfer of Assets**

**SEC. 15.** - The corporation may acquire the assets of the Boys' Clubs of America, a corporation organized under the laws of the Commonwealth of Massachusetts, upon discharging or satisfactorily providing for the payment and discharge of all of the liability of such corporation and upon complying with all laws of the Commonwealth of Massachusetts applicable thereto.

#### **Reservation of Right to Amend or Repeal Charter**

**SEC. 16.** - The right to alter, amend or repeal this Act is expressly reserved.



# **BOYS & GIRLS CLUBS OF AMERICA CONSTITUTION**

*Successor to Boys' Clubs of America, Inc.*

(As Amended and Restated through May 4, 2006)

## **PREAMBLE**

The Boys & Girls Club Movement is a nationwide affiliation of local, autonomous Member Organizations and Boys & Girls Clubs of America working to help youth of all backgrounds.

Boys & Girls Clubs are recognized as leading advocates for youth who provide girls and boys with effective diverse programs and services; and demonstrate that caring adults can truly help young people grow into contributing human beings with the necessary skills for living.

Boys & Girls Clubs are united by a common mission to inspire and enable all youth, especially those from disadvantaged circumstances, to become responsible, productive and caring citizens.

Boys & Girls Clubs believe that the following principles developed by our founders are important and viable: a mission of providing hope and opportunity for youth; a focus on youth from disadvantaged circumstances; a system of informal guidance; opportunities for youth to develop ongoing relationships with caring adults; a unique youth development philosophy; and a commitment to character development that also provides fun, diverse and interesting experiences for youth.

We therefore, reaffirm these beliefs and principles and adopt this Constitution.

## **Article I - Name**

The name of the Corporation shall be BOYS & GIRLS CLUBS OF AMERICA.

## **Article II - Purposes**

**Section 1** - The purposes of this nonprofit, charitable, educational Corporation shall be to promote the health, social, educational, vocational and character development of all youth throughout the United States of America; to receive, invest and disburse funds and to hold property for the purposes of the Corporation.

**Section 2** - These purposes shall be achieved by providing national leadership in the development of the Boys & Girls Clubs of America Movement; developing activities which will enable Member Organizations to render better service to their members; and providing assistance to communities in the establishment of new Clubs.

## **Article III - Board of Governors**

**Section 1** - The business, property and affairs of the Corporation shall be managed by a board of directors who shall be known as the Board of Governors which shall have the power to establish policies not inconsistent with those established by the National Council; to initiate, approve and carry out plans and programs of service to Member Organizations; to elect Member Organizations; to charter new Clubs; to adopt the annual budget of the Corporation; to borrow money; to raise and disburse funds; to invest and reinvest funds of the Corporation; to sell, buy and exchange properties and securities of the Corporation; to make contracts; to appoint, or delegate the power to appoint, employees of the Corporation and fix their compensation; to appoint or delegate the power to appoint

certain standing committees (in addition to the Executive Committee and the Board Governance Committee) at least a majority of the members of each of which shall be members of the Board of Governors; and to perform such other duties and exercise such other powers as may be necessary to carry out the purposes of the Corporation.

**Section 2** - The Board of Governors of the Corporation shall consist of at least twenty-one (21) members. The members of the Board of Governors shall be elected by the National Council, by a plurality vote at the annual meeting of the National Council and each shall serve a term of three years or until a successor is elected and qualified.

**Section 3** - The Board of Governors shall have power to fill vacancies in its own membership caused by any reason whatsoever until a successor or successors are elected by the National Council.

**Section 4** - The Board of Governors may establish Trustee groups of the Corporation to further the mission, goals and objectives of the Boys & Girls Club Movement. The Board of Governors shall elect a Chairman for each Trustee group.

**Section 5** - The Board of Governors shall have no control over the affairs of the Member Organizations, including, but not limited to, safety; compliance with federal, state, and local laws; physical facilities; finances; policies and programs; and personnel policies and decisions. The Board of Governors shall have no authority to hire, terminate, discipline, fix the compensation of, prescribe the duties of, or establish the terms of employment of the officers and employees of Member Organizations.

## **Article IV - Membership**

**Section 1** - The membership of the Corporation shall consist of Member Organizations which operate one or more Clubs in accordance with requirements for membership and operating standards established by the National Council of the Corporation and which have been elected to membership by the Board of Governors of the Corporation.

**Section 2** -- Any Member Organization may resign from the Corporation upon written notice addressed to the Secretary of the Corporation.

**Section 3** -- If any Member Organization does not meet the established requirements for membership or operating standards, upon written notice, the membership of such Member Organization or any Club within such Member Organization may be terminated, put on provisional status or otherwise conditioned. Decisions to terminate membership will be in the judgment of the Board of Governors of the Corporation, who can authorize the President to take such action on their behalf. Decisions to put on provisional status or otherwise condition membership will be in the judgment of the President of the Corporation.

**Section 4** -- Member Organizations shall have control of their own affairs, including but not limited to safety; compliance with federal, state and local laws; physical facilities; finances; policies and programs, and personnel policies and decisions. Member Organizations shall have sole authority to hire, to terminate, to discipline, to fix the compensation of, to prescribe the duties of and to establish the terms of employment of its employees and officers. Neither the Board of Governors of the Corporation nor the Corporation itself shall have authority with respect to employment policies or decisions of Member Organizations.

## **Article V - The National Council**

**Section 1** - The policies of the Corporation shall be determined by a National Council which shall also, as provided in this Constitution, establish requirements for membership in the Corporation; establish operating standards; elect members of the Board of Governors; determine annual membership dues to be paid by Member Organizations and act on all matters which may properly come before it.

**Section 2** - The National Council shall consist of one (1) delegate or one (1) alternate designated annually by each Member Organization and the individuals provided for in Article V, Section 4 below, all of whom shall be deemed Members of the National Council.

**Section 3** - Each Member Organization shall have the right to one vote either by its delegate or alternate, or by proxy on matters submitted to a vote at meetings of the National Council.

**Section 4** - All members of the Board of Governors of the Corporation, Professional Officers, each professional member of the National Staff of the Corporation, and all Chairmen of Area Councils, as hereinafter established, shall be Members of the National Council during their respective terms of office and each shall be entitled to be present at any meeting of the National Council and to speak on any question but shall not be entitled to vote.

**Section 5** - The National Council shall have no authority to hire, terminate, discipline, fix the compensation of, prescribe the duties of, or establish the terms of employment of the officers and employees of Member Organizations, or to otherwise establish personnel policies for Member Organizations.

## **Article VI - Meetings of the National Council**

**Section 1** - The annual meeting of the National Council shall be held at the time and place of the annual national conference of the Corporation, or at any other time and place as may be fixed by the Board of Governors of the Corporation. At least sixty (60) days before the date of the annual meeting of the National Council, the Secretary of the Corporation shall send notice of the time and place of the meeting and submit an itemized agenda of the business to come before the meeting to each Member Organization and to the individual Members of the National Council. Items not on the agenda may be introduced for discussion at the annual meeting but will not be voted upon at such meeting.

**Section 2** - In case of failure by the Board of Governors to fix the time and place of the annual meeting of the National Council as herein provided, any twenty-five (25) Member Organizations may request that an annual meeting be called by the Board of Governors.

**Section 3** - Special meetings of the National Council shall be held at the call of the Board of Governors; provided notice shall be given by the Secretary of the Corporation of the time, place and purposes of such meeting to the members of the National Council at least thirty (30) days before the date of such meeting. No action, however, shall be taken at such meeting upon any matters other than those stated in such notice.

**Section 4** - Twenty-five percent (25%) of the voting Members of the National Council present in person or by proxy shall constitute a quorum at any meeting of the National Council, but in the absence of a quorum, a majority of those voting Members present at the time and place set for a meeting may take an adjournment from time to time until a quorum is present.

**Section 5** - The Chairman of the Board of Governors shall be Chairman of the National Council and in the event of the Chairman's absence; the Chairman-elect of the Board of Governors shall act as Chairman thereof. In the absence of both the Chairman of the Board of Governors and the Chairman-elect of the Board of Governors, any Vice Chairman of the Board of Governors shall act as Chairman of the National Council.

**Section 6** - At all meetings of the National Council, all matters shall be determined by a majority vote of the Member Organizations present in person or by proxy, unless otherwise provided by this Constitution.

## **Article VII - Board Governance Committee**

**Section 1** - At each annual meeting of the National Council the Members of the National Council shall elect, or authorize the Chairman of the Board of Governors to appoint the members of a Board Governance Committee comprised of at least three (3) Members of the National Council, whose duty shall be to present to the National Council at its next annual meeting following such election, nominations for members of the Board of Governors.

**Section 2** - Any Member of the National Council may nominate candidates for the Board of Governors of the Corporation. Such nominations shall be sent in writing to the Board Governance Committee at least one hundred and twenty (120) days prior to the annual meeting of the National Council.

## **Article VIII - Executive Committee**

The Chairman of the Board of Governors may appoint an Executive Committee consisting of the officers of the Corporation and such members of the Board of Governors as the Chairman shall appoint. Said Committee shall have all the responsibility and powers and exercise all the authority of the Board of Governors in the management of the business of the Corporation during intervals between meetings of the Board of Governors. The members of the Executive Committee shall serve until their successors are elected or appointed, or until they are removed by the Board of Governors. The Chairman of the Board of Governors shall serve as Chairman of the Executive Committee.

## **Article IX - Officers**

**Section 1** - The Board of Governors shall elect from among the volunteers in its membership, a Chairman of the Board, a Chairman-elect, one or more Vice Chairmen, a Treasurer, and a Secretary, each for a term of one (1) year, with the exception of the Chairman and Chairman-elect who shall serve for a term of two (2) years, or until his or her respective successor is elected and shall qualify (the "Volunteer Officers").

**Section 2** - The Board of Governors shall elect, a President of the Corporation, an Assistant Secretary of the Corporation and an Assistant Treasurer of the Corporation, each of whom will be, or upon such election become, a professional member of the National Staff of the Corporation, each for a term of one (1) year or until his or her respective successor is elected and shall qualify (collectively, the "Professional Officers").

**Section 3** - The Board of Governors shall have the authority to fill any vacancy in any office described in this Article IX occurring by any reason whatsoever.

**Section 4** - The Board of Governors shall fix the compensation of and prescribe the duties and terms of employment of the President of the Corporation and the President of the Corporation shall direct the compensation, duties and terms of the other Professional Officers and employees of the Corporation subject to, and in accordance with, the instructions of the Board of Governors.

**Section 5** - The National Council or the Board of Governors may elect life or honorary governors, who shall attend such meetings of the Board of Governors as the Board of Governors shall from time to time determine; but none of such honorary members of the Board of Governors shall have or exercise any of the powers of the members of the Board of Governors of the Corporation; however, life members shall have all of the rights and privileges of the Board of Governors.

## **Article X - Area Councils**

**Section 1** - The Board of Governors shall provide for the establishment of a National Area Council Committee which shall include at least two, but not more than four representatives of Member Organizations from each of the regions of the Corporation. The National Area Council Committee shall provide for the establishment of Area Councils and shall designate areas in which each Area Council shall function.

**Section 2** - The membership of each Area Council shall consist of at least one volunteer member of the governing body of each Member Organization in the area of such Area Council and the Chief Professional Officer of each such Member Organization.

**Section 3** - Area Councils shall be created to provide a liaison function between constituent Member Organizations and the Corporation, to provide a forum for constituent Member Organizations and for any other purpose consistent with the purposes and policies of the Corporation; provided, however, that in promoting any of such purposes, no Area Council shall commit or subject the Corporation to any obligation without the Corporation's prior express written consent.

**Section 4** - The Area Councils shall have no authority to hire, terminate, discipline, fix the compensation of, prescribe the duties of, or establish the terms of employment of the officers and employees of Member Organizations within each Area Council's area, or to otherwise establish personnel policies for those Member Organizations.

## **Article XI - Membership Dues**

In return for the privileges of membership, Member Organizations shall pay annual membership dues to the Corporation in such amounts and on such terms and conditions as the National Council may from time to time determine.

## **Article XII - By-Laws**

The Board of Governors of the Corporation shall have the power to adopt by-laws regulating the affairs and prescribing the duties of the officers of the Corporation, which by-laws shall not be inconsistent with this Constitution.

## **Article XIII - Use of Assets on Dissolution and Use of Income**

**Section 1** - Upon the dissolution of the Corporation, the Board of Governors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) as the Board of Governors shall determine. Any of such assets not disposed of shall be disposed of by a court of competent jurisdiction, in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as the court shall determine which are organized and operated exclusively for such purposes.

**Section 2** - No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its charitable purposes.

## **Article XIV - Indemnification**

in accordance with and subject to the policies and procedures established by the Board of Governors, the Corporation shall, to the fullest extent permitted by the District of Columbia Nonprofit Corporation Code, indemnify, defend and hold harmless each member of the Board of Governors, officer, employee, or agent of the Corporation from and against any and all liabilities, costs and expenses (including attorneys' fees and expenses) reasonably incurred by him or her or on his or her behalf in connection with any legal action or proceeding to which he or she may be a party by reason of his or her being or having been a member of the Board of Governors, officer, employee or agent of the Corporation, or by reason of any action alleged to have been taken or omitted by him or her in such capacity. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any constitution, by-law, agreement, vote of disinterested member of the Board of Governors, or otherwise.

## **Article XV - Amendments**

This Constitution may be amended upon the affirmative vote of two-thirds of the Member Organizations present in person or by proxy at any meeting of the National Council; provided, however, that a copy of each proposed amendment to be considered at any meeting of the National Council shall have been mailed to each Member Organization and each Member of the National Council at least sixty (60) days before the date of such meeting.

# **REQUIREMENTS FOR MEMBERSHIP**

## **RIGHTS AND RESPONSIBILITIES**

When an organization is accepted as a Member Organization of Boys & Girls Clubs of America the following rights and privileges of membership are conferred:

- The right to be identified with the Boys & Girls Club Movement.
- The right to receive services from Boys & Girls Clubs of America.
- The right to participate in and vote at annual meetings of the National Council.

Member Organizations assume the following obligations:

- To fully comply with all requirements for membership and operating standards adopted by the National Council.
- To act in accordance with the Constitution of Boys & Girls Clubs of America and any policies or procedures adopted by the National Council.

Boys & Girls Clubs of America, the national organization, assumes the following responsibilities to its Member Organizations:

- To uphold the articles and provisions of the Constitution.
- To assist with the establishment of new Boys & Girls Clubs.
- To provide services to further the purposes of the Boys & Girls Club Movement.

## **Article I – Eligibility Requirements**

Any corporation, association, or administrative committee or otherwise named governing body of responsible citizens, selected irrespective of race, color, creed, sex, age, religion, disability, or national origin may be elected to membership by the Board of Governors or Executive Committee of Boys & Girls Clubs of America if it meets the following requirements:

### **Section 1 – Definitions**

- A. "Member Organization" shall mean a corporation, association, administrative committee or otherwise named governing body which operates one or more Clubs in accordance with requirements and operating standards herein, and which has been admitted to membership in the Boys & Girls Clubs of America.
- B. "Club" shall mean a Club or Unit which meets the requirements and operating standards established herein and has been chartered by Boys & Girls Clubs of America.
- C. "Extension Club" shall mean a Club meeting the requirements and operating standards set forth in Article III below and operated as an extension of a parent Club and whose members are also members of the parent Club, and are eligible to participate in its activities.

### **Section 2 – Name**

It shall have as the first words in its title "Boys & Girls Club(s) of..."

### **Section 3 - Purpose**

It shall include in its purpose the health, social, educational, vocational, character development and guidance of the members of the Clubs it operates.

### **Section 4 - Organization**

- A. It shall have a board of directors, executive committee, administrative committee, or otherwise named governing body of responsible citizens and shall designate one member of such a governing body who is not an employee of such Member Organization or of the Clubs it operates as the Chief Volunteer Officer. Such governing body shall have complete authority and control over all aspects of the Member Organization's operations, programs, finances, facilities and personnel. Boys & Girls Clubs of America shall have no authority whatsoever with respect to any such control or authority of any such governing body.
- B. No more than two of the members of such governing body may be employees of such Member Organization or of the Club(s) it operates.
- C. It shall operate one or more Clubs which meet the requirements for membership and operating standards.

### **Section 5 - Constitution, By-laws, Rules**

It shall be governed by a Constitution, by-laws or rules which are not inconsistent with the requirements for membership.

### **Section 6 - Chief Professional Officer**

It shall employ a full time paid professional (the "Chief Professional Officer") who shall be responsible directly to the aforesaid governing body and shall have executive and administrative control of the activities and personnel of the Member Organization in accordance with policies and procedures established by said governing body. Each newly appointed Chief Professional Officer who has not been a Chief Professional Officer of another Member Organization shall attend a new Chief Professional Officer orientation sponsored by Boys & Girls Clubs of America within the first eight (8) months of such appointment.

### **Section 7 - Funding**

It shall have funds in hand or pledged for the first year of operation, and there shall be a financial plan of funds for operation in future years.

### **Section 8 - Service Mark**

It shall display the current service mark of Boys & Girls Clubs of America on the outside of its buildings and on all appropriate printed matter and comply with approved graphic standards.



## **Article II – Operating Standards for Member Organizations**

Each Member Organization shall:

### **Section 1 – Audit**

Cause an audit of its financial accounts to be made and reported upon annually by an independent certified public accountant and cause a copy of such audit and management letter, if issued, thereof to be sent to Boys & Girls Clubs of America and shall maintain its financial records in accordance with generally accepted accounting principles for non-profit organizations. Member Organizations with annual revenues totaling less than \$100,000 may submit a review of financial statements by an independent public accountant in lieu of such audit.

### **Section 2 – Compliance**

Comply with all applicable federal, state and local laws and reporting requirements and conduct its business with high ethical standards.

### **Section 3 – Records**

Keep satisfactory records of the youth served by the Clubs it operates, their activities, programs and attendance.

### **Section 4 – Dues**

Pay to Boys & Girls Clubs of America annual membership dues as determined by the National Council.

### **Section 5 – Benefits**

- A. Make the following benefits available to its full time employees and pay at least 50 percent of the cost of such benefits:
  - I. Comprehensive major medical coverage.
  - II. Group life insurance.
  - III. A retirement program which is qualified under applicable Internal Revenue Service regulations.
  - IV. A long term disability plan.
- B. Maintain a salary structure that is competitive with other local organizations and agencies seeking similarly trained and experienced people.
- C. Review, at least annually, its employment policies and procedures and take requisite steps to achieve or maintain compliance with equal employment opportunity regulations based on applicable federal, state and local laws and regulations as are in effect from time to time.

### **Section 6 – Liability Insurance**

Maintain comprehensive, general liability coverage with a combined minimum single limit of coverage in the amount of at least \$1 million which shall be extended to name Boys & Girls Clubs of America as an additional insured and file a certificate of insurance with Boys & Girls Clubs of America annually.

## **Section 7 – Organizational Assessment \***

- A. Conduct, every third year, an organizational assessment in consultation with Boys & Girls Clubs of America and utilizing its respective governing body, staff, and other appropriate entities based on "Standards of Operational Effectiveness" approved by the National Council and submit a report of this assessment to Boys & Girls Clubs of America.  
**(\* The National Council passed a resolution on May 17, 2007 exempting military organizations from this requirement.)**
- B. Maintain a rating of "operational" as defined by the "Standards of Operational Effectiveness". Such rating shall be determined and assigned by the governing body of each Member Organization.

## **Section 8 – Communication**

Maintain at least one computer capable of electronic communication with Boys & Girls Clubs of America.

## **Section 9 – Background Checks**

Conduct criminal background checks of all employees and volunteers who have repetitive direct contact with children. Such checks should be of the type that would disclose, at minimum, sexual offenders and include a social security number trace and a national criminal file check. Such checks shall be conducted prior to employment and at regular intervals, not to exceed twenty-four (24) months.

## **Section 10 – Code of Ethics**

Establish and maintain a Code of Ethics that addresses, at minimum, conflicts of interest, records retention and whistleblower protection in accordance with best practices for non-profit organizations. All staff and board members will sign the Code of Ethics each year.

## **Section 11 – Annual Report**

Render to Boys & Girls Clubs of America an annual report of its organization, membership, activities, attendance, finances and cause the Chief Professional Officer and Chief Volunteer Officer to attest to compliance with the requirements for membership and operating standards.

## **Article III - Operating Standards for Clubs and Extension Clubs**

Each Club which meets the following operating standards may be chartered as a Club by the Board of Governors or Executive Committee of Boys & Girls Clubs of America.

### **Section 1 - Facilities**

It shall have a Clubhouse or separate Club quarters which can be identified as a Club for its members. Use by any others shall not substantially limit the use of rooms, facilities and equipment by the members.

It shall have sufficient floor area and room spaces, suitably equipped for carrying on a diversified and constructive program of activities.

### **Section 2 - Unit Director**

Each Member Organization shall employ a Unit Director for each separate Club it operates for at least as many hours per week as such Club is in operation. The Chief Professional Officer of the Member Organization may, however, act as a Unit Director of one of such Clubs.

### **Section 3 - Club Staff**

Each Club shall have and maintain sufficient paid and volunteer staff qualified in personality, character, experience, education and training for the leadership and guidance of its members. Each activity of each such Club shall be supervised by Club staff qualified to supervise such activity.

### **Section 4 - Members**

Each Club shall have at least one hundred members enrolled in any twelve-month period, who shall be between the ages of 6 and 18.

Each Extension Club shall have at least 50 members between the ages of 6 and 18 enrolled in any twelve-month period.

Membership dues and fees shall be within the means of its members and shall not be so large as to exclude any individual from membership and participation.

### **Section 5 - Extent of Operations**

Each Club shall be open and shall make activities available to its members at least ten months per year, five days per week and four hours per day.

Each Extension Club shall be open and shall make activities available to its members at least eight months per year, three days per week and three hours per day.

### **Section 6 - Activity Access**

Each Club shall be available for use by any and all members in all the days and hours such Club is open, to the extent feasible in light of the available facility and activity schedules which are subject to reasonable age and individual restrictions.

### **Section 7 – Program**

Each Club shall maintain a high quality program of varied and diversified activities and shall conduct an annual program assessment using standards adopted by the National Council. There shall be no instruction in or promotion of any sectarian or political belief.

### **Section 8 – Safety**

Each Club facility shall be maintained in a satisfactory state of cleanliness and sanitation and shall comply with all applicable federal, state and local laws for protection and safety.

## **Membership Dues**

Each Member Organization shall pay dues annually to Boys & Girls Clubs of America based on its total operating expenses of the previous year. The amount of dues is determined by the following formula:

<b>CLUB OPERATING EXPENSES</b>	<b>RATE OF DUES PAYABLE</b>
\$99,999 or less	1.25 percent of the total amount.
\$100,000-\$199,999	\$1,500 plus 1 percent of the excess over \$100,000
\$200,000-\$499,999	\$2,500 plus .5 percent of the excess over \$200,000
\$500,000-\$999,999	\$4,000 plus .25 percent of the excess over \$500,000
\$1,000,000 – \$4,999,999	\$6,000 plus .25 percent of the excess over \$1,000,000
Over \$5,000,000	\$15,000 plus .25 percent of the excess over \$5,000,000

Dues are payable in full by October 1. Membership of a Member Organization may be terminated for non-payment of dues.

A system of fees for special services, which are unusual and over and above those normally expected to result from the payment of dues, shall be established by the President of Boys & Girls Clubs of America with the approval of the Board of Governors.

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

► File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
  - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

*All other corporations (including 1120-C filers), partnerships, REMCs, and trusts must use Form 7004 to request an extension of time to file income tax returns*

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	BOYS & GIRLS CLUBS OF AMERICA	13-5562976
	Number, street, and room or suite no. If a P.O. box, see instructions	
	1275 PEACHTREE STREET, N.E.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	ATLANTA, GA 30309-3506	

**Check type of return to be filed** (file a separate application for each return)

<input checked="" type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ► ANAND S. MEHTA

Telephone No ► 404 487-5713

FAX No ► \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) N/A. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15/2008, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ☒ calendar year 2007 or  
 ► ☐ tax year beginning \_\_\_\_\_, \_\_\_\_\_, and ending \_\_\_\_\_

W&I (FA) - Group 60  
Area 2 Territory 5  
Greensboro, NC

**2** If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	N/A
<b>b</b> If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	N/A
<b>c Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	N/A

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2008)