

Return of Organization Exempt From Income Tax

2007

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

Open to Public Inspection

Department of the Treasury Internal Revenue Service(77)

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 Check if applicable:
 Address change
 Name change
 Initial return
 Termination
 Amended return
 Application pending

C Please use IRS label or print or type. See specific instructions.
BOY SCOUTS OF AMERICA
ORANGE COUNTY COUNCIL INC.
1211 E. DYER ROAD
SANTA ANA, CA 92705

D Employer Identification Number
95-1727660

E Telephone number
714 546-8558

F Accounting method: Cash Accrual
 Other (specify) ▶

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

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 ▶ **1**

H (c) Are all affiliates included? (If 'No,' attach a list See instructions) Yes No

H (d) Is this a separate return filed by an organization covered by a group ruling? Yes No

G Web site: ▶ N/A

J Organization type (check only one) ▶ 501(c) **3** (insert no) 4947(a)(1) or 527

K 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.

I Group Exemption Number ▶ **1761**

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

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **13,763,753.**

Part III 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	4,691,681.		
	c Indirect public support (not included on line 1a)	1c			
	d Government contributions (grants) (not included on line 1a)	1d			
	e Total (add lines 1a through 1d) (cash \$ 4,691,681. noncash \$)	1e		4,691,681.	
	2 Program service revenue including government fees and contracts (from Part VII, line 93)	2		2,835,606.	
	3 Membership dues and assessments	3			
	4 Interest on savings and temporary cash investments	4		119,788.	
	5 Dividends and interest from securities	5		408,617.	
	6a Gross rents	6a			
	b Less: rental expenses	6b			
	c Net rental income or (loss). Subtract line 6b from line 6a	6c			
	7 Other investment income (describe)	7			
	8a Gross amount from sales of assets other than inventory	(A) Securities		(B) Other	
2,016,521.		8a	213,397.		
1,476,414.		8b	213,397.		
540,107.		8c			
d Net gain or (loss) Combine line 8c, column (A) and (B)	8d		540,107.		
9 Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>	a Gross revenue (not including reported on line 1b)	9a	1,923,441.		
	b Less: direct expenses other than fundraising expenses	9b	492,136.		
	c Net income or (loss) from special events. Subtract line 9b from line 9a	9c		1,431,305.	
10a Gross sales of inventory, less returns and allowances		10a	1,554,702.		
	b Less: cost of goods sold	10b	807,737.		
	c Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	10c		746,965.	
11 Other revenue (from Part VII, line 103)	11				
12 Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12		10,774,069.		
EXPENSES	13 Program services (from line 44, column (B))	13	8,083,319.		
	14 Management and general (from line 44, column (C))	14	955,842.		
	15 Fundraising (from line 44, column (D))	15	1,040,081.		
	16 Payments to affiliates (attach schedule) SEE STATEMENT 4	16	73,139.		
	17 Total expenses. Add lines 16 and 44, column (A)	17	10,152,381.		
NET ASSETS	18 Excess or (deficit) for the year Subtract line 17 from line 12	18	621,688.		
	19 Net assets or fund balances at beginning of year (from line 73, column (A))	19	45,196,194.		
	20 Other changes in net assets or fund balances (attach explanation) SEE STATEMENT 5	20	77,717.		
	21 Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21	45,895,599.		

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

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
22a Grants paid from donor advised funds (attach sch) (cash \$ _____ non-cash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a				
22b Other grants and allocations (att sch) (cash \$ _____ non-cash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22b				
23 Specific assistance to individuals (attach schedule)	23				
24 Benefits paid to or for members (attach schedule)	24				
25a Compensation of current officers, directors, key employees, etc listed in Part V-A	25a	928,297.	759,161.	101,649.	67,487.
b Compensation of former officers, directors, key employees, etc. listed in Part V-B	25b	0.	0.	0.	0.
c 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)	25c	0.	0.	0.	0.
26 Salaries and wages of employees not included on lines 25a, b, and c	26	3,498,280.	2,860,747.	383,185.	254,348.
27 Pension plan contributions not included on lines 25a, b, and c	27	672,861.	513,393.	98,372.	61,096.
28 Employee benefits not included on lines 25a - 27	28	16,426.	13,153.	2,019.	1,254.
29 Payroll taxes	29	399,010.	304,445.	58,335.	36,230.
30 Professional fundraising fees	30				
31 Accounting fees	31				
32 Legal fees	32				
33 Supplies	33	908,197.	781,301.	32,600.	94,296.
34 Telephone	34	87,546.	73,217.	7,555.	6,774.
35 Postage and shipping	35	84,867.	50,342.	4,722.	29,803.
36 Occupancy	36	587,711.	537,534.	12,291.	37,886.
37 Equipment rental and maintenance	37	198,419.	160,855.	22,666.	14,898.
38 Printing and publications	38	343,126.	190,489.	10,141.	142,496.
39 Travel	39	333,422.	291,086.	24,807.	17,529.
40 Conferences, conventions, and meetings	40	63,137.	46,420.	6,948.	9,769.
41 Interest	41	1,066.	813.	156.	97.
42 Depreciation, depletion, etc (attach schedule)	42	762,291.	581,627.	111,447.	69,217.
43 Other expenses not covered above (itemize).					
a GENERAL LIABILITY INSURANCE	43a	184,526.	170,128.	8,830.	5,568.
b MISC. EXPENSES	43b	258,818.	193,550.	20,536.	44,732.
c PROFESSIONAL FEES	43c	436,775.	349,785.	43,077.	43,913.
d RECOGNITION AWARDS	43d	314,467.	205,273.	6,506.	102,688.
e	43e				
f	43f				
g	43g				
44 Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B) - (D), carry these totals to lines 13 - 15)	44	10,079,242.	8,083,319.	955,842.	1,040,081.

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If 'Yes,' enter (i) the aggregate amount of these joint costs \$ _____, (ii) the amount allocated to Program services \$ _____; (iii) the amount allocated to Management and general \$ _____, and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See 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? ▶ <u>SEE STATEMENT 6</u> 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) organizations and 4947(a)(1) trusts, but optional for others.)
a <u>CAMPING, DIRECT COSTS</u> ----- ----- ----- (Grants and allocations \$ _____) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	1,084,200.
b <u>ACTIVITIES, DIRECT COSTS</u> ----- ----- ----- (Grants and allocations \$ _____) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	87,634.
c <u>CAMPING, ACTIVITIES, TRAINING, CHARACTER BUILDING, TRAINING INDIRECT COSTS</u> ----- ----- ----- (Grants and allocations \$ _____) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	234,681.
d <u>MISC. SCOUTING ACTIVITY COSTS</u> ----- ----- ----- (Grants and allocations \$ _____) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	6,676,804.
e Other program services (Grants and allocations \$ _____) If this amount includes foreign grants, check here ▶ <input type="checkbox"/> f Total of Program Service Expenses (should equal line 44, column (B), Program services) ▶	8,083,319.

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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
ASSETS	45 Cash – non-interest-bearing	579,864.	45	14,101.
	46 Savings and temporary cash investments	2,093,477.	46	2,200,091.
	47a Accounts receivable	47a 155,295.		
	b Less: allowance for doubtful accounts	47b	204,954.	47c 155,295.
	48a Pledges receivable	48a 2,577,931.		
	b Less: allowance for doubtful accounts	48b	2,799,809.	48c 2,577,931.
	49 Grants receivable	5,400.	49	
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)	96,667.	50a	40,000.
	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		51c
	b Less: allowance for doubtful accounts	51b		
	52 Inventories for sale or use	263,495.	52	66,966.
	53 Prepaid expenses and deferred charges	270,742.	53	219,249.
	54a Investments – publicly-traded securities STMT 7 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	12,588,803.	54a	11,616,215.
	b Investments – other securities (attach sch) <input type="checkbox"/> Cost <input type="checkbox"/> FMV		54b	
	55a Investments – land, buildings, & equipment: basis	55a		
	b Less: accumulated depreciation (attach schedule)	55b		55c
	56 Investments – other (attach schedule)		56	
	57a Land, buildings, and equipment: basis	57a 36,950,411.		
b Less: accumulated depreciation (attach schedule) STATEMENT 8	57b 5,293,732.	28,571,928.	57c 31,656,679.	
58 Other assets, including program-related investments (describe ▶ _____)			58	
59 Total assets (must equal line 74). Add lines 45 through 58	47,475,139.	59	48,546,527.	
LIABILITIES	60 Accounts payable and accrued expenses	1,617,113.	60	1,750,145.
	61 Grants payable		61	
	62 Deferred revenue	142,162.	62	62,563.
	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 ▶ <u>SEE STATEMENT 9</u> _____)	519,670.	65	838,220.
	66 Total liabilities. Add lines 60 through 65	2,278,945.	66	2,650,928.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted	36,681,705.	67	40,065,561.
	68 Temporarily restricted	3,780,857.	68	933,830.
	69 Permanently restricted	4,733,632.	69	4,896,208.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund		71	
	72 Retained earnings, endowment, accumulated income, or other funds		72	
73 Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)	45,196,194.	73	45,895,599.	
74 Total liabilities and net assets/fund balances. Add lines 66 and 73	47,475,139.	74	48,546,527.	

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See the instructions.)

a	Total revenue, gains, and other support per audited financial statements		a	8,167,335.
b	Amounts included on line a but not on Part I, line 12:			
	1 Net unrealized gains on investments	b1	77,717.	
	2 Donated services and use of facilities	b2		
	3 Recoveries of prior year grants	b3		
	4 Other (specify):	b4		
	Add lines b1 through b4		b	77,717.
c	Subtract line b from line a		c	8,089,618.
d	Amounts included on Part I, line 12, but not on line a:			
	1 Investment expenses not included on Part I, line 6b	d1		
	2 Other (specify):	d2	2,684,451.	
	SEE STM 10			
	Add lines d1 and d2		d	2,684,451.
e	Total revenue (Part I, line 12). Add lines c and d		e	10,774,069.

Part IV-B Reconciliation of Expenses per Audited Financial Statements with Expenses per Return

a	Total expenses and losses per audited financial statements		a	10,152,381.
b	Amounts included on line a but not on Part I, line 17:			
	1 Donated services and use of facilities	b1		
	2 Prior year adjustments reported on Part I, line 20	b2		
	3 Losses reported on Part I, line 20	b3		
	4 Other (specify):	b4		
	Add lines b1 through b4		b	
c	Subtract line b from line a		c	10,152,381.
d	Amounts included on Part I, line 17, but not on line a:			
	1 Investment expenses not included on Part I, line 6b	d1		
	2 Other (specify):	d2		
	Add lines d1 and d2		d	
e	Total expenses (Part I, line 17). Add lines c and d		e	10,152,381.

Part V-A Current Officers, Directors, Trustees, and Key Employees (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated.) (See the instructions.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans and deferred compensation plans	(E) Expense account and other allowances
LARA FISHER 1211 E. DYER ROAD SANTA ANA, CA 92705	DIR. OF MKTG/ED 40.00	109,295.	17,472.	6,149.
LES BARON 1211 EAST DYER ROAD SANTA ANA, CA 92705	SCOUT EXECUTIVE 40.00	233,751.	38,000.	8,513.
DERRICK CLARK 1211 E. DYER RD. SANTA ANA, CA 92705	DIR SUPPORT SER 40.00	75,744.	15,530.	6,053.
KEN TUCKER 1211 E. DYER ROAD SANTA ANA, CA 92705	DIR. FIELD SERV 40.00	119,891.	21,283.	10,046.
JOHN FULLERTON 1211 E. DYER ROAD SANTA ANA, CA 92705	DIRECTOR FACIL. 40.00	117,095.	27,200.	6,630.
SKIP SEAGRAVES 1211 E. DYER ROAD SANTA ANA, CA 92705	DIRECTOR FIN. 40.00	108,967.	0.	6,678.

Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)

75a Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings	6		
b Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If 'Yes,' attach a statement that identifies the individuals and explains the relationship(s)			X
c Do any officers, directors, trustees, or key employees listed in form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of 'related organization' If 'Yes,' attach a statement that includes the information described in the instructions.			X
d Does the organization have a written conflict of interest policy?		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.)

(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans and deferred compensation plans	(E) Expense account and other allowances
NONE				

Part VI Other Information (See the instructions.)

76 Did the organization make a change in its activities or methods of conducting activities? If 'Yes,' attach a detailed statement of each change			X
77 Were any changes made in the organizing or governing documents but not reported to the IRS? If 'Yes,' attach a conformed copy of the changes.			X
78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?			X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A	
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' attach a statement			X
80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc, to any other exempt or nonexempt organization?			X
b If 'Yes,' enter the name of the organization <u>N/A</u> and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt.			
81a Enter direct and indirect political expenditures (See line 81 instructions.)	81 a	0.	
b Did the organization file Form 1120-POL for this year?			X

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Part VI Other Information (continued)

		Yes	No
82a	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
82b	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
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
83b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	X	
84a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
84b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		N/A
85a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?		N/A
85b	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.			
85c	Dues, assessments, and similar amounts from members		N/A
85d	Section 162(e) lobbying and political expenditures		N/A
85e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices		N/A
85f	Taxable amount of lobbying and political expenditures (line 85d less 85e)		N/A
85g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?		N/A
85h	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
86a	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12		N/A
86b	Gross receipts, included on line 12, for public use of club facilities		N/A
87a	501(c)(12) organizations Enter: a Gross income from members or shareholders		N/A
87b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them)		N/A
88a	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
88b	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
89a	501(c)(3) organizations. Enter. Amount of tax imposed on the organization during the year under: section 4911 <u>0.</u> ; section 4912 <u>0.</u> , section 4955 <u>0.</u>		
89b	501(c)(3) and 501(c)(4) organizations. 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
89c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0.
89d	Enter: Amount of tax on line 89c, above, reimbursed by the organization		0.
89e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		X
89f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		X
89g	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
90a	List the states with which a copy of this return is filed <u>CA</u>		
90b	Number of employees employed in the pay period that includes March 12, 2007 (See instructions)		123
91a	The books are in care of <u>LES BARON</u> Telephone number <u>714 546-4990</u> Located at <u>1211 E. DYER ROAD, SANTA ANA, CA</u> ZIP + 4 <u>92705</u>		
91b	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)? If 'Yes,' enter the name of the foreign country <u></u>		X

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)

c At any time during the calendar year, did the organization maintain an office outside of the United States? Yes No
 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 N/A
 and enter the amount of tax-exempt interest received or accrued during the tax year 92 N/A

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 ACTIVITIES					903,954.
b CAMPING					1,326,952.
c MISCELLANEOUS					500,765.
d PROJECT SALES					103,935.
e					
f Medicare/Medicaid payments					
g Fees & contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings & temporary cash invmnts			14	119,788.	
96 Dividends & interest from securities			14	408,617.	
97 Net rental income or (loss) from real estate					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from pers prop					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					540,107.
101 Net income or (loss) from special events					1,431,305.
102 Gross profit or (loss) from sales of inventory					746,965.
103 Other revenue: a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))				528,405.	5,553,983.
105 Total (add line 104, columns (B), (D), and (E))					6,082,388.

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).
93,104	USED TO COVER COSTS FOR BOY SCOUT CAMPING, CHARACTER BUILDING, AND MISC. ACTIVITIES; LEADERSHIP, CITIZENSHIP AND TRAINING PROGRAMS TO HELP BOYS OF AMERICA.

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
N/A	%			
	%			
	%			
	%			

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	-----			
b	-----			
c	-----			
Totals				

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

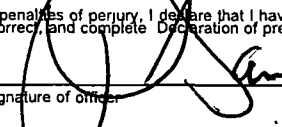
	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	-----			
b	-----			
c	-----			
Totals				

108 Did the organization have a binding written contract in effect on August 17, 2006, 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:  Date: 7/24/08

Type of print name and title: _____

Paid Preparer's Use Only

Preparer's signature:  Date: 6/30/08

Firm's name (or yours if self-employed), address, and ZIP + 4: MORELAND & ASSOCIATES, INC
1201 DOVE STREET SUITE 680
NEWPORT BEACH, CA 92660

Check if self-employed:

Preparer's SSN or PTIN (See General Instruction X): _____

EIN: 33-0182783

Phone no: 949-221-0025

SCHEDULE A
(Form 990 or 990-EZ)

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

OMB No 1545-0047

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

2007

Supplementary Information — (See separate instructions.)

Department of the Treasury
Internal Revenue Service

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

Name of the organization **BOY SCOUTS OF AMERICA
ORANGE COUNTY COUNCIL INC.** Employer identification number
95-1727660

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See 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 and deferred compensation	(e) Expense account and other allowances
SEE STATEMENT 11		393,946.	80,930.	30,761.
Total number of other employees paid over \$50,000	▶ 11			

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services	▶ 0	

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 instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of other contractors receiving over \$50,000 for other services	▶ 0	

Part III Statements About Activities (See 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 ▶ \$ N/A
(Must equal amounts on line 38, Part VI-A, or line i of Part VI-B)

1 X

Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking 'Yes' must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.

- 2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is 'Yes,' attach a detailed statement explaining the transactions.)

SEE STATEMENT 12

- a Sale, exchange, or leasing of property?

2a X

- b Lending of money or other extension of credit?

2b X

- c Furnishing of goods, services, or facilities?

2c X

- d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?

2d X

- e Transfer of any part of its income or assets?

2e X

- 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.)

3a X

- b Did the organization have a section 403(b) annuity plan for its employees?

3b X

- 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

3c X

- d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?

3d X

- 4a Did the organization maintain any donor advised funds? If 'Yes,' complete lines 4b through 4g. If 'No,' complete lines 4f and 4g

4a X

- b Did the organization make any taxable distributions under section 4966?

4b N/A

- c Did the organization make a distribution to a donor, donor advisor, or related person?

4c N/A

- d Enter the total number of donor advised funds owned at the end of the tax year ▶ N/A

- e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶ N/A

- 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 right to provide advice on the distribution or investment of amounts in such funds or accounts ▶ 0

- g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶ 0.

Part IV Reason for Non-Private Foundation Status (See 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 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	
Total					0.

- 14 An organization organized and operated to test for public safety. Section 509(a)(4). (See instructions.)

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

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

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	7,224,255.	11,980,044.	4,894,839.	3,596,895.	27,696,033.
16 Membership fees received					0.
17 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	8,137,391.	7,297,990.	6,050,676.	5,285,565.	26,771,622.
18 Gross income from interest, dividends, ams rec'd from payments on securities loans (sec 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less sec 511 taxes) from businesses acquired by the organization after June 30, 1975	466,395.	433,232.	531,911.	478,554.	1,910,092.
19 Net income from unrelated business activities not included in line 18	164,715.	756,008.	2,010,859.	1,172,359.	4,103,941.
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					0.
21 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					0.
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets					0.
23 Total of lines 15 through 22	15,992,756.	20,467,274.	13,488,285.	10,533,373.	60,481,688.
24 Line 23 minus line 17	7,855,365.	13,169,284.	7,437,609.	5,247,808.	33,710,066.
25 Enter 1% of line 23	159,928.	204,673.	134,883.	105,334.	
26 Organizations described on lines 10 or 11:	a Enter 2% of amount in column (e), line 24				26a 674,201.
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					26b 2,351,655.
c Total support for section 509(a)(1) test. Enter line 24, column (e)					26c 33,710,066.
d Add: Amounts from column (e) for lines:	18 1,910,092.	19 4,103,941.			26d 8,365,688.
	22	26b 2,351,655.			26e 25,344,378.
e Public support (line 26c minus line 26d total)					26e 25,344,378.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 75.18 %
27 Organizations described on line 12: N/A					
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:	(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 _____			27c _____
	17 _____	20 _____	21 _____		
d Add: Line 27a total _____ and line 27b total _____					27d _____
e Public support (line 27c total minus line 27d total)					27e _____
f Total support for section 509(a)(2) test. Enter amount from line 23, column (e)					27f _____
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g _____ %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h _____ %

28 Unusual Grants: 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 instructions.)
 (To be completed ONLY by schools that checked the box on line 6 in Part IV)

N/A

Yes No

29 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?

29		
-----------	--	--

30 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?

30		
-----------	--	--

31 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)

31		
-----------	--	--

32 Does the organization maintain the following:

a Records indicating the racial composition of the student body, faculty, and administrative staff?

32a		
------------	--	--

b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?

32b		
------------	--	--

c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?

32c		
------------	--	--

d Copies of all material used by the organization or on its behalf to solicit contributions?

32d		
------------	--	--

If you answered 'No' to any of the above, please explain (If you need more space, attach a separate statement.)

33 Does the organization discriminate by race in any way with respect to.

a Students' rights or privileges?

33a		
------------	--	--

b Admissions policies?

33b		
------------	--	--

c Employment of faculty or administrative staff?

33c		
------------	--	--

d Scholarships or other financial assistance?

33d		
------------	--	--

e Educational policies?

33e		
------------	--	--

f Use of facilities?

33f		
------------	--	--

g Athletic programs?

33g		
------------	--	--

h Other extracurricular activities?

33h		
------------	--	--

If you answered 'Yes' to any of the above, please explain. (If you need more space, attach a separate statement.)

34a Does the organization receive any financial aid or assistance from a governmental agency?

34a		
------------	--	--

b Has the organization's right to such aid ever been revoked or suspended?

34b		
------------	--	--

If you answered 'Yes' to either 34a or b, please explain using an attached statement

--	--	--

35 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.

35		
-----------	--	--

Part VI-A **Lobbying Expenditures by Electing Public Charities** (See instructions.)
 (To be completed **ONLY** by an eligible organization that filed Form 5768)

N/A

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
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38 Total lobbying expenditures (add lines 36 and 37)	38	
39 Other exempt purpose expenditures	39	
40 Total exempt purpose expenditures (add lines 38 and 39)	40	
41 Lobbying nontaxable amount. Enter the amount from the following table --		
If the amount on line 40 is --		
Not over \$500,000		
Over \$500,000 but not over \$1,000,000		
Over \$1,000,000 but not over \$1,500,000		
Over \$1,500,000 but not over \$17,000,000		
Over \$17,000,000		
The lobbying nontaxable amount is --		
20% of the amount on line 40		
\$100,000 plus 15% of the excess over \$500,000		
\$175,000 plus 10% of the excess over \$1,000,000		
\$225,000 plus 5% of the excess over \$1,500,000		
\$1,000,000		
42 Grassroots nontaxable amount (enter 25% of line 41)	42	
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	
Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.		

4-Year Averaging Period Under Section 501(h)

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

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

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

N/A

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:

- a** Volunteers
- b** Paid staff or management (Include compensation in expenses reported on lines **c** through **h**.)
- c** Media advertisements
- d** Mailings to members, legislators, or the public
- e** Publications, or published or broadcast statements
- f** Grants to other organizations for lobbying purposes
- g** Direct contact with legislators, their staffs, government officials, or a legislative body
- h** Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i** Total lobbying expenditures (add lines **c** through **h**.)

Yes	No	Amount

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

BOY SCOUTS OF AMERICA
ORANGE COUNTY COUNCIL INC.

95-1727660

STATEMENT 1
FORM 990, PART I, LINE 8
NET GAIN (LOSS) FROM NONINVENTORY SALES

PUBLICLY TRADED SECURITIES

GROSS SALES PRICE: 2,016,521.
COST OR OTHER BASIS: 1,476,414.

TOTAL GAIN (LOSS) PUBLICLY TRADED SECURITIES \$ 540,107.

OTHER ASSETS

DESCRIPTION:
DATE ACQUIRED: VARIOUS
HOW ACQUIRED: PURCHASE
DATE SOLD: VARIOUS
TO WHOM SOLD:
GROSS SALES PRICE: 213,397.
COST OR OTHER BASIS: 213,397.
BASIS METHOD: COST

GAIN (LOSS) 0.

TOTAL GAIN (LOSS) OTHER ASSETS \$ 0.

TOTAL NET GAIN (LOSS) FROM NONINVENTORY SALES \$ 540,107.

STATEMENT 2
FORM 990, PART I, LINE 9
NET INCOME (LOSS) FROM SPECIAL EVENTS

<u>SPECIAL EVENTS</u>	<u>GROSS RECEIPTS</u>	<u>LESS CONTRI- BUTIONS</u>	<u>GROSS REVENUE</u>	<u>LESS DIRECT EXPENSES</u>	<u>NET INCOME (LOSS)</u>
OTHER SPECIAL EVENTS (9)	1,064,923.	0.	1,064,923.	260,235.	804,688.
NEW AT&T EUKON GROUP GOLF	516,318.	0.	516,318.	179,069.	337,249.
CONSTRUCTION LUNCHEON	177,450.	0.	177,450.	19,488.	157,962.
STARS & STRIPES	164,750.	0.	164,750.	33,344.	131,406.
TOTAL	\$ <u>1923441.</u>	\$ <u>0.</u>	\$ <u>1923441.</u>	\$ <u>492,136.</u>	\$ <u>1,431,305.</u>

STATEMENT 3
FORM 990, PART I, LINE 10
GROSS PROFIT (LOSS) FROM SALES OF INVENTORY

SALES OF SUPPLIES AND PRODUCT	\$ 1,554,702.
GROSS SALES	\$ <u>1,554,702.</u>
LESS RETURNS & ALLOWANCES	0.
NET SALES	\$ <u>1,554,702.</u>
LESS COST OF GOODS SOLD	807,737.
GROSS PROFIT FROM SALES OF INVENTORY	\$ <u>746,965.</u>

STATEMENT 4
FORM 990, PART I, LINE 16
PAYMENTS TO AFFILIATES

NAME AND ADDRESS	PURPOSE OF PAYMENT	AMOUNT
BOY SCOUT NATIONAL OFFICE		\$ 73,139.
TOTAL		\$ <u>73,139.</u>

STATEMENT 5
FORM 990, PART I, LINE 20
OTHER CHANGES IN NET ASSETS OR FUND BALANCES

UNREALIZED GAINS ON INVESTMENTS.....	\$ 77,717.
TOTAL	\$ <u>77,717.</u>

STATEMENT 6
FORM 990, PART III
ORGANIZATION'S PRIMARY EXEMPT PURPOSE

THE BOY SCOUTS OF AMERICA WAS FOUNDED IN 1910. IN THAT SAME YEAR, ORANGE COUNTY'S FIRST TROOP STARTED IN ANAHEIM. SCOUTING OFFERS EDUCATIONAL PROGRAMS THAT INSTILL VALUES, DEVELOPE SOCIAL AND LEADERSHIP SKILLS, PROMOTE PHYSICAL FITNESS AND INCREASE ENVIRONMENTAL AWARENESS. THE MISSION OF THE BOY SCOUTS OF AMERICA IS TO PREPARE YOUNG PEOPLE TO MAKE ETHICAL AND MORAL CHOICES OVER THEIR LIFETIMES BY INSTILLING IN THEM THE VALUES OF THE SCOUT OATH AND LAW.

AS THE NINTH LARGEST BOY SCOUT COUNCIL IN THE UNITED STATES AND ONE OF THE LARGEST YOUTH SERVING AGENCIES IN ORANGE COUNTY, THE COUNCIL SERVES OVER 40,100 YOUNG MEN AND WOMEN WITH OVER 12,400 VOLUNTEERS. THE COONCIL CURRENTLY HAS OVER 700 COLLABORATIVE PARTNERS' SPONSORING MORE THAN 1,400 UNITS COUNTYWIDE.

SCOUTING OFFERS PROGRAMS FOR YOUNG MEN AND WOMEN: CUB SCOUTS (BOYS AGES 6-10), BOY SCOUTS (BOYS AGES 11-18), VENTURING (BOYS & GIRLS AGES 14-20) AND LEARNING FOR LIFE & EXPLORING (BOYS & GIRLS AGES 6-20). THE LEARNING FOR LIFE IN-SCHOOL PROGRAM IS DESIGNED TO REACH STUDENTS IN INNER CITY NEIGHBORHOODS AND "AT RISK" GROUPS.

YOUTH ARE UNDER THE GUIDANCE OF TRAINED ADULT VOLUNTEERS WHO HELP THEM DEVELOP THE LIFE SKILLS THEY NEED TO BECOME FUTURE LEADERS AND ACTIVE CITIZENS IN THEIR COMMUNITIES.

CAMPING HAS REMAINED A KEY PART OF THE SCOUTING PROGRAM. THE ORANGE COUNTY COUNCIL HAS OFFERED OUTDOOR EXPERIENCES AT SEVERAL AREA PROPERTIES, INCLUDING WEEKEND CAMPS AT RANCHO LAS FLORES AND OSO LAKE, AQUATIC OPPORTUNITIES AT THE NEWPORT SEA BASE AND HIGH ADVENTURE ACTIVITIES AT SCHOEPE SCOUT RESERVATION AT LOST VALLEY.

THE WILLIAM LYON HOMES CENTER FOR SCOUTING IS DEDICATED TO SERVE AS A TRAINING AND MEETING CENTER, PROGRAM AND SUPPLY-DISTRIBUTION LOCATION AND ADMINISTRATIVE FACILITY FOR THE COMMUNITY.

IN AUGUST 2005, THE COUNCIL WAS DEEDED 210 ACRES BY THE IRVINE COMPANY FOR THE NEW OUTDOOR EDUCATION CENTER NEAR IRVINE REGIONAL PARK. IT IS ANTICIPATED TO OPEN IN LATE 2008.

BOY SCOUTS OF AMERICA
ORANGE COUNTY COUNCIL INC.

95-1727660

STATEMENT 7
FORM 990, PART IV, LINE 54A
INVESTMENTS - PUBLICLY TRADED SECURITIES

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>AMOUNT</u>
STOCKS	MARKET VALUE	\$ 5,974,270.
	TOTAL	\$ 5,974,270.

<u>CORPORATE BONDS</u>	<u>VALUATION METHOD</u>	<u>AMOUNT</u>
CORPORATE BONDS	MARKET VALUE	4,991,875.
	TOTAL	\$ 4,991,875.

<u>OTHER PUBLICLY TRADED SECURITIES</u>	<u>VALUATION METHOD</u>	<u>AMOUNT</u>
MONEY MARKET FUNDS	MARKET VALUE	650,070.
	TOTAL	\$ 650,070.

PUBLICLY TRADED SECURITIES \$ 11,616,215.STATEMENT 8
FORM 990, PART IV, LINE 57
LAND, BUILDINGS, AND EQUIPMENT

<u>CATEGORY</u>	<u>BASIS</u>	<u>ACCUM. DEPREC.</u>	<u>BOOK VALUE</u>
FURNITURE AND FIXTURES	\$ 2,634,519.	\$ 0.	\$ 2,634,519.
BUILDINGS	17,147,170.	0.	17,147,170.
IMPROVEMENTS	10,186,816.	0.	10,186,816.
LAND	6,981,906.		6,981,906.
MISCELLANEOUS	0.	5,293,732.	-5,293,732.
TOTAL	<u>\$ 36,950,411.</u>	<u>\$ 5,293,732.</u>	<u>\$ 31,656,679.</u>

STATEMENT 9
FORM 990, PART IV, LINE 65
OTHER LIABILITIES

ACCRUED VACATION PAY	\$ 150,130.
CUSTODIAN ACCOUNTS	686,163.
LEASES, SALES TAX & MISC PAYABLES	1,927.
TOTAL	<u>\$ 838,220.</u>

STATEMENT 10
FORM 990, PART IV-A, LINE D(2)
OTHER AMOUNTS

NET ASSETS RELEASED FROM RESTRICTIONS \$ 2,684,451.
TOTAL \$ 2,684,451.

STATEMENT 11
SCHEDULE A, PART I
COMPENSATION OF FIVE HIGHEST PAID EMPLOYEES

NAME AND ADDRESS	TITLE & AVERAGE HOURS WORKED	COMPEN- SATION	CONTRIBUT. EBP & DC	EXPENSE ACCOUNT
GEORGE WOOD 1211 EAST DYER ROAD, SANTA ANA, CA ,	DIR OF NPSB 40.00	93,686.	19,500.	4,534.
DINH THAI 1211 DYER ROAD, SANTA ANA, CA ,	ADFS SO AREA/LF 40.00	81,333.	16,310.	6,265.
WILLIAM GRENELL 1211 DYER ROAD, SANTA ANA, CA ,	SADDLEBACK DIST 40.00	76,696.	5,272.	7,037.
JAMES PETERSON 1211 EAST DYER ROAD, SANTA ANA, CA ,	EL CAMINO REAL 40.00	71,143.	12,907.	7,248.
LANE CALVERT 1211 DYER ROAD, SANTA ANA, CA ,	EXPLORING DIR. 40.00	71,088.	26,941.	5,677.
		TOTAL \$ <u>393,946.</u>	\$ <u>80,930.</u>	\$ <u>30,761.</u>

STATEMENT 12
SCHEDULE A, PART III, LINE 2
TRANSACTIONS WITH TRUSTEES, DIRECTORS, ETC.

IN OCTOBER 2004, THE COUNCIL LOANED FUNDS OF \$200,000 TO THE NEW COUNCIL SCOUT EXECUTIVE AT AN INTEREST RATE OF 4% PER ANNUM IN CONNECTION WITH HIS RELOCATION. PAYMENTS ARE TO BE MADE ANNUALLY IN THE AMOUNT OF \$40,000 THROUGH 2008. THE OUTSTANDING BALANCE AT DECEMBER 31, 2007 IS \$40,000.

Form **8868**

(Rev April 2007)

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service

► 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
- 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).

Section 501(c) corporations 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, REMICS, 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 section 501(c) corporations 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 and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization BOY SCOUTS OF AMERICA ORANGE COUNTY COUNCIL INC.	Employer identification number 95-1727660
	Number, street, and room or suite number. If a P O box, see instructions 1211 E. DYER ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SANTA ANA, CA 92705	

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 (section 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 ► LES BARON -----

Telephone No. ► 714 546-4990 ----- 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) 1761. 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 section 501(c) corporation required to file Form 990-T) extension of time until 8/15, 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 _____, 20____, and ending _____, 20____.

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

3a 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.	3a \$	0.
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.	3b \$	0.
c Balance Due. 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.	3c \$	0.

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.

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev 4-2007)