

Form **990**
 Department of the Treasury
 Internal Revenue Service

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)
 The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047
2011
Open to Public Inspection

A For the 2011 calendar year, or tax year beginning 01-01-2011 and ending 12-31-2011

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization Boy Scouts of America Orange County Council Inc Doing Business As <hr/> Number and street (or P O box if mail is not delivered to street address) Room/suite 1211 E Dyer Road <hr/> City or town, state or country, and ZIP + 4 Santa Ana, CA 92705	D Employer identification number 95-1727660 <hr/> E Telephone number (714) 546-4990 <hr/> G Gross receipts \$ 13,127,296
F Name and address of principal officer Jeffrie Herrmann 1211 E Dyer Road SANTA ANA, CA 92705		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "No," attach a list (see instructions) H(c) Group exemption number ▶ 1761
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (Insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
J Website: ▶ www.ocbsa.org		
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation 1910 M State of legal domicile CA

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities THE BOY SCOUTS OF AMERICA OFFERS EDUCATIONAL PROGRAMS THAT INSTILL VALUES, DEVELOP SOCIAL AND LEADERSHIP SKILLS, PROMOTE PHYSICAL FITNESS AND INCREASE ENVIRONMENTAL AWARENESS THE MISSION IS TO PREPARE YOUNG PEOPLE TO MAKE ETHICAL AND MORAL CHOICES OVER THEIR LIFETIMES			
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets			
	3 Number of voting members of the governing body (Part VI, line 1a)	3		72
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4		72
	5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5		256
	6 Total number of volunteers (estimate if necessary)	6		10,690
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a		0
	b Net unrelated business taxable income from Form 990-T, line 34	7b		
Revenue		Prior Year	Current Year	
	8 Contributions and grants (Part VIII, line 1h)	6,872,909	5,480,074	
	9 Program service revenue (Part VIII, line 2g)	4,742,736	3,202,460	
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	792,370	625,879	
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	750,647	768,525	
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	13,158,662	10,076,938	
Expenses				
	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)		0	
	14 Benefits paid to or for members (Part IX, column (A), line 4)		0	
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	4,680,150	5,141,610	
	16a Professional fundraising fees (Part IX, column (A), line 11e)	66,320	0	
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 779,829			
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	7,563,412	5,739,146	
	18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	12,309,882	10,880,756	
	19 Revenue less expenses Subtract line 18 from line 12	848,780	-803,818	
Net Assets or Fund Balances		Beginning of Current Year	End of Year	
	20 Total assets (Part X, line 16)	71,555,216	69,399,073	
	21 Total liabilities (Part X, line 26)	19,021,208	18,289,061	
	22 Net assets or fund balances Subtract line 21 from line 20	52,534,008	51,110,012	

Part II Signature Block

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

Sign Here	***** Signature of officer	2012-11-09 Date	
	Jeffrie Herrmann Scout Executive Type or print name and title		
Paid Preparer's Use Only	Preparer's signature ▶ Gary R Belz CPA	Date	Check if self-employed <input type="checkbox"/>
	Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ White Nelson Diehl Evans LLP 2875 Michelle Drive Suite 300 Irvine, CA 92606	Preparer's taxpayer identification number (see instructions)	EIN ▶ Phone no ▶ (714) 978-1300

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III Yes No

1 Briefly describe the organization's mission

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, DEVELOP 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 ONE OF THE LARGEST BOY SCOUT COUNCIL'S IN THE UNITED STATES AND ONE OF THE LARGEST YOUTH SERVING AGENCIES IN ORANGE COUNTY, THE COUNCIL SERVES OVER 40,000 YOUNG MEN AND WOMEN WITH OVER 12,000 VOLUNTEERS THE COUNCIL CURRENTLY HAS OVER HUNDREDS OF 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 AND EXPLORING (BOYS & GIRLS AGES 14-20) AND LEARNING FOR LIFE (BOYS & GIRLS AGES 6-20) THE LEARNING FOR LIFE

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ 6,012,926 including grants of \$) (Revenue \$ 2,280,413)

ACTIVITIES - This represents a wide variety of activities and events including district events such as camporee, training for adult leaders and adult leader recognition dinner. Additionally, Council sponsored events and activities are included such as soccer and scouting programs, commissioner college, venturing activities, Exploring activities, Council Philmont Contingent, Scouting for Food, High Adventure Training, Trailblazer (National Youth Leadership Training), Woodbadge, Scout-O-Rama, Eagle Scout Recognition dinner and the Council Annual dinner

4b (Code) (Expenses \$ 2,482,215 including grants of \$) (Revenue \$ 1,470,221)

CAMPING - This represents events and activities at Schoepe Scout Reservation at Lost Valley, Oso Lake, Newport Sea Base and The Irvine Ranch Outdoor Education Center. Thousands of youth and adults use our facilities year round while spending time in the outdoors and learning lifelong skills. Spending time in the outdoors is a key tool to delivering the program that allows youth to have positive experiences with adult mentors. Our facilities provide a unique and safe atmosphere for our youth

4c (Code) (Expenses \$ 160,947 including grants of \$) (Revenue \$ 286,855)

DAY CAMPS - Each of our nine districts conducts a Cub Scout Day Camp in their community. More than 1,700 first-fifth graders attend this week-long activity with their parents and leaders which are often held at City Park Facilities. Scouts are able to play games, make crafts, and learn the safety rules and skills to shoot archery and BB guns. Day camp for many is the highlight of their Scouting year. Hundreds of volunteers help make this program possible

4d Other program services (Describe in Schedule O)
(Expenses \$ including grants of \$) (Revenue \$ 1,647,251)

4e Total program service expenses \$ 8,656,088

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A.</i> <input checked="" type="checkbox"/>	Yes	
2	Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)? <input checked="" type="checkbox"/>	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I.</i>		No
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II.</i>		No
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III.</i>		No
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I.</i> <input checked="" type="checkbox"/>		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? <i>If "Yes," complete Schedule D, Part II.</i> <input checked="" type="checkbox"/>		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III.</i> <input checked="" type="checkbox"/>		No
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV.</i> <input checked="" type="checkbox"/>		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V.</i> <input checked="" type="checkbox"/>	Yes	
11	If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI.</i> <input checked="" type="checkbox"/>	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i> <input checked="" type="checkbox"/>		No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i> <input checked="" type="checkbox"/>		No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX.</i> <input checked="" type="checkbox"/>		No
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i> <input checked="" type="checkbox"/>	Yes	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X.</i> <input checked="" type="checkbox"/>		No
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII.</i> <input checked="" type="checkbox"/>	Yes	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.</i> <input checked="" type="checkbox"/>		No
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E.</i>		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?		No
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Part I.</i>		No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U S? <i>If "Yes," complete Schedule F, Part II and IV.</i>		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U S? <i>If "Yes," complete Schedule F, Part III and IV.</i>		No
17	Did the organization report a total of more than \$15,000, of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I.</i> <input checked="" type="checkbox"/>		No
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II.</i> <input checked="" type="checkbox"/>	Yes	
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III.</i> <input checked="" type="checkbox"/>		No
20a	Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H.</i>		No
b	If "Yes" to line 20a, did the organization attach its audited financial statement to this return? Note. All Form 990 filers that operated one or more hospitals must attach audited financial statements.		
20b			

Part IV Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21		No
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22		No
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to line 25</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		No
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		No
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		No
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	26	Yes	
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	34		No
35a	Is any related organization a controlled entity of the filing organization within the meaning of section 512(b)(13)?	35a		No
b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b		No
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. 75		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. 0		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	Yes	
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return. 256		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		No
3b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.		No
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account or securities account)?		No
b	If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
5c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		No
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		No
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	Yes	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	Yes	
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		No
d	If "Yes," indicate the number of Forms 8282 filed during the year. 7d 0		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		No
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		No
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		No
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	Yes	
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		No
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		No
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		No
10	Section 501(c)(7) organizations. Enter		
10a	Initiation fees and capital contributions included on Part VIII, line 12.		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter		
11a	Gross income from members or shareholders.		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		No
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state.		No
13b	Enter the aggregate amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		
13c	Enter the aggregate amount of reserves on hand.		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		No
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		No

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	Yes	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		No
6	Did the organization have members or stockholders?		No
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		No
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	Yes	
8b	Each committee with authority to act on behalf of the governing body?	Yes	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		No

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	Yes	
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	Yes	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	Yes	
11b	Describe in Schedule O the process, if any, used by the organization to review the Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	Yes	
12b	Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	Yes	
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	Yes	
13	Did the organization have a written whistleblower policy?	Yes	
14	Did the organization have a written document retention and destruction policy?	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	Yes	
15b	Other officers or key employees of the organization	Yes	
	If "Yes," to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		No
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		No

Section C. Disclosure

- 17** List the States with which a copy of this Form 990 is required to be filed CA
- 18** Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request
- 19** Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table.
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization
 Jack Peters
 1211 E DYER ROAD
 SANTA ANA, CA 92705
 (714) 546-4990

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and Title	(B) Average hours per week per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
See Additional Data Table										
1b Sub-Total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)							801,940		53,679	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **▶**5

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3 Yes	
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4 Yes	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5 Yes	

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation
US Most 6320 Canoga Ave Woodland Hills, CA 91367	Construction Service	185,606
Cynthia Akin 1101 W MacArthur Blvd 149 Santa Ana, CA 92707	Printing Services	108,179

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **▶**2

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns 1a 9,878					
	b	Membership dues 1b					
	c	Fundraising events 1c 749,514					
	d	Related organizations 1d 42,000					
	e	Government grants (contributions) 1e 563,160					
	f	All other contributions, gifts, grants, and similar amounts not included above 1f 4,115,522					
	g	Noncash contributions included in lines 1a-1f \$ 65,257					
	h	Total. Add lines 1a-1f ▶ 5,480,074					
Program Service Revenue			Business Code				
	2a	DAY CAMPS 900099 364,143	364,143	364,143			
	b	CAMPING 900099 1,757,076	1,757,076	1,757,076			
	c	ACTIVITIES 900099 1,081,241	1,081,241	1,081,241			
	d	_____					
	e	_____					
	f	All other program service revenue					
g	Total. Add lines 2a-2f ▶ 3,202,460						
Other Revenue	3	Investment income (including dividends, interest and other similar amounts) ▶ 442,346	442,346			442,346	
	4	Income from investment of tax-exempt bond proceeds . . . ▶ 0	0				
	5	Royalties ▶ 0	0				
	6a	(i) Real		(ii) Personal			
		Gross rents	119,051				
		Less rental expenses					
		Rental income or (loss)	119,051				
	d	Net rental income or (loss) ▶ 119,051	119,051	119,051			
	7a	(i) Securities		(ii) Other			
		Gross amount from sales of assets other than inventory	2,216,204				
		Less cost or other basis and sales expenses	2,032,671				
		Gain or (loss)	183,533				
	d	Net gain or (loss) ▶ 183,533	183,533	183,533			
	8a	Gross income from fundraising events (not including \$ 749,514 of contributions reported on line 1c) See Part IV, line 18 a 108,749					
b	Less direct expenses b 217,298						
c	Net income or (loss) from fundraising events . . . ▶ -108,549	-108,549			-108,549		
9a	Gross income from gaming activities See Part IV, line 19 a						
b	Less direct expenses b						
c	Net income or (loss) from gaming activities . . . ▶ 0	0					
10a	(i) Securities		(ii) Other				
	Gross sales of inventory, less returns and allowances a 1,558,412						
	Less cost of goods sold b 800,389						
c	Net income or (loss) from sales of inventory . . . ▶ 758,023	758,023	758,023				
Miscellaneous Revenue		Business Code					
11a	_____						
b	_____						
c	_____						
d	All other revenue						
e	Total. Add lines 11a-11d ▶ 0	0					
12	Total revenue. See Instructions ▶ 10,076,938	10,076,938	4,263,067		333,797		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States See Part IV, line 21	0			
2	Grants and other assistance to individuals in the United States See Part IV, line 22	0			
3	Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	0			
4	Benefits paid to or for members	0			
5	Compensation of current officers, directors, trustees, and key employees	474,337	379,896	60,052	34,389
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7	Other salaries and wages	3,610,216	2,891,422	457,053	261,741
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	0			
9	Other employee benefits	600,264	480,751	75,994	43,519
10	Payroll taxes	456,793	365,846	57,830	33,117
11	Fees for services (non-employees)				
a	Management	0			
b	Legal	7,284	5,834	922	528
c	Accounting	43,900	35,160	5,557	3,183
d	Lobbying	0			
e	Professional fundraising See Part IV, line 17	0			
f	Investment management fees	0			
g	Other	0			
12	Advertising and promotion	57,581	46,117	7,290	4,174
13	Office expenses	961,080	769,729	121,673	69,678
14	Information technology	0			
15	Royalties	0			
16	Occupancy	815,547	653,172	103,248	59,127
17	Travel	249,574	199,884	31,596	18,094
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19	Conferences, conventions, and meetings	90,611	72,570	11,472	6,569
20	Interest	806,468	645,900	102,099	58,469
21	Payments to affiliates	83,095		83,095	
22	Depreciation, depletion, and amortization	1,329,438	1,064,747	168,307	96,384
23	Insurance	135,381	108,427	17,139	9,815
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a	Rental & Maintenance Equip	344,112	275,599	43,565	24,948
b	Recognition Awards	226,119	181,099	28,626	16,394
c	Professional Fees	146,734	117,519	18,577	10,638
d	Printing and Publications	190,576	152,632	24,127	13,817
e	Miscellaneous	137,358	118,251	12,148	6,959
f	All other expenses	114,288	91,533	14,469	8,286
25	Total functional expenses. Add lines 1 through 24f	10,880,756	8,656,088	1,444,839	779,829
26	Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash—non-interest-bearing	1,273,723	1	1,298,725
	2 Savings and temporary cash investments	252,908	2	0
	3 Pledges and grants receivable, net	10,003,803	3	10,604,299
	4 Accounts receivable, net	716,855	4	344,703
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	0
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L		6	0
	7 Notes and loans receivable, net	86,061	7	105,948
	8 Inventories for sale or use	66,038	8	43,386
	9 Prepaid expenses and deferred charges	153,967	9	196,321
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	54,936,782		
	b Less accumulated depreciation	9,445,341	10c	45,491,441
	11 Investments—publicly traded securities	11,582,361	11	10,616,551
	12 Investments—other securities See Part IV, line 11		12	0
	13 Investments—program-related See Part IV, line 11		13	0
	14 Intangible assets	145,484	14	94,820
	15 Other assets See Part IV, line 11	491,687	15	602,879
16 Total assets. Add lines 1 through 15 (must equal line 34)	71,555,216	16	69,399,073	
Liabilities	17 Accounts payable and accrued expenses	1,189,400	17	650,673
	18 Grants payable		18	
	19 Deferred revenue	94,013	19	122,738
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties	14,640,353	23	14,233,604
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	3,097,442	25	3,282,046
	26 Total liabilities. Add lines 17 through 25	19,021,208	26	18,289,061
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	46,875,587	27	45,652,796
	28 Temporarily restricted net assets	602,653	28	401,448
	29 Permanently restricted net assets	5,055,768	29	5,055,768
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	52,534,008	33	51,110,012	
34 Total liabilities and net assets/fund balances	71,555,216	34	69,399,073	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	10,076,938
2	Total expenses (must equal Part IX, column (A), line 25)	2	10,880,756
3	Revenue less expenses Subtract line 2 from line 1	3	-803,818
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	52,534,008
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-620,178
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	51,110,012

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		No
b	Were the organization's financial statements audited by an independent accountant?	Yes	
c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated basis		
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		No

SCHEDULE A
(Form 990 or 990EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2011

Open to Public Inspection

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Department of the Treasury
Internal Revenue Service

Name of the organization
Boy Scouts of America
Orange County Council Inc

Employer identification number
95-1727660

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

- 1 A church, convention of churches, or association of churches **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state

- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 8 A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 9 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 10 An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h
 a Type I b Type II c Type III - Functionally integrated d Type III - Other
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- f If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 (i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?
 (ii) a family member of a person described in (i) above?
 (iii) a 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	4,691,681	7,325,282	11,704,605	6,882,984	5,480,074	36,084,626
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0
4 Total. Add lines 1 through 3	4,691,681	7,325,282	11,704,605	6,882,984	5,480,074	36,084,626
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						1,237,897
6 Public Support. Subtract line 5 from line 4						34,846,729

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4	4,691,681	7,325,282	11,704,605	6,882,984	5,480,074	36,084,626
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	528,405	811,935	653,831	792,370	422,346	3,208,887
9 Net income from unrelated business activities, whether or not the business is regularly carried on	540,107	542,131				1,082,238
10 Other income (Explain in Part IV.) Do not include gain or loss from the sale of capital assets						0
11 Total support (Add lines 7 through 10)						40,375,751

12 Gross receipts from related activities, etc. (See instructions.)**12****13 First Five Years** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here** **Section C. Computation of Public Support Percentage**

14 Public Support Percentage for 2011 (line 6 column (f) divided by line 11 column (f))	14	86.310 %
15 Public Support Percentage for 2010 Schedule A, Part II, line 14	15	82.170 %

16a 33 1/3% support test—2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization **b 33 1/3% support test—2010.** If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization **17a 10%-facts-and-circumstances test—2011.** If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization **b 10%-facts-and-circumstances test—2010.** If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization **18 Private Foundation** If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions

Part III Support Schedule for Organizations Described in IRC 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public Support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11 and 12.)						
14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public Support Percentage for 2011 (line 8 column (f) divided by line 13 column (f))	15	
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2011 (line 10c column (f) divided by line 13 column (f))	17	
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	

- 19a 33 1/3% support tests—2011.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization
- b 33 1/3% support tests—2010.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization
- 20 Private Foundation** If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions

Part IV **Supplemental Information.** Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Explanation

Additional Data

Software ID: 11000144
Software Version: 2011v1.2
EIN: 95-1727660
Name: Boy Scouts of America
 Orange County Council Inc

Form 990, Special Condition Description:

Special Condition Description

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Daniel Whelan Director	1 00	X					0	0	0	
Julie Toledo VC Marketing	1 00	X					0	0	0	
Nathan O Rosenberg Chairman	4 00	X					0	0	0	
David Schmid Director	2 00	X					0	0	0	
Greg Mills Director	1 00	X					0	0	0	
Robert Thiergartner Director	17 00	X					0	0	0	
Charlie Vogelheim Director	1 00	X					0	0	0	
Andy Shibley Director	1 00	X					0	0	0	
Jon Tenney Director	1 00	X					0	0	0	
David O Team Director	1 00	X					0	0	0	
Sandra Hutchens Director	1 00	X					0	0	0	
Ed Reno Director	1 00	X					0	0	0	
Henry Stiepel Director	7 00	X					0	0	0	
Wayne Stelmar Director	1 00	X					0	0	0	
Dr Helen Stainer VC LFL	5 00	X					0	0	0	
Kevin Maloney Director	1 00	X					0	0	0	
Brian Yamaguchi Director	1 00	X					0	0	0	
Dr Frank Rubino Advisor	1 00	X					0	0	0	
Sasha Strauss Director	1 00	X					0	0	0	
Curtis Reese Director	1 00	X					0	0	0	
David Prizio Director	1 00	X					0	0	0	
Jim Pisz Director	1 00	X					0	0	0	
Bob Paul Director	1 00	X					0	0	0	
Rob Neal Exec VC	5 00	X					0	0	0	
John Middleton Director	2 00	X					0	0	0	

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Kevin McKenzie Outdoor Adv	2 00	X						0	0	0
Ron Draper Director	4 00	X						0	0	0
John Fleischman Director	1 00	X						0	0	0
Cathy Green Director	1 00	X						0	0	0
Ed Laird Past Chariman	4 00	X						0	0	0
Robert Kelly Director	1 00	X						0	0	0
Charles Osaki Asst Treasurer	1 00	X						0	0	0
Vince Ferragamo Director	1 00	X						0	0	0
Mark Whitlock Director	1 00	X						0	0	0
David Janes Asst Treasurer	1 00	X						0	0	0
Sandra Jacobs Director	1 00	X						0	0	0
Peter Hitch Director	1 00	X						0	0	0
Dave Hirz Past Chairman	1 00	X						0	0	0
Mike Harrison Past Chariman	19 00	X						0	0	0
Dennis Hardin Director	1 00	X						0	0	0
John Clarey Director	1 00	X						0	0	0
John Nielsen Director	1 00	X						0	0	0
Victoria Gray Director	1 00	X						0	0	0
Ralph Linzmeier Director	1 00	X						0	0	0
Pat Buttress Director	1 00	X						0	0	0
John Lerch Director	1 00	X						0	0	0
Scott Baugh Director	1 00	X						0	0	0
Kathi Koll Director	1 00	X						0	0	0
Mark Engstrom VC Admin	2 00	X						0	0	0
Howard Dutra Director	7 00	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
David Burrill Director	1 00	X						0	0	0
Sterling Brennan Director	1 00	X						0	0	0
Joe Davis Director	1 00	X						0	0	0
Larry Behm VC Member	1 00	X						0	0	0
Parker Kennedy Past Chairman	1 00	X						0	0	0
Bill Bunker Director	1 00	X						0	0	0
Dave Braun Director	1 00	X						0	0	0
Steve Bradley VC Relations	14 00	X						0	0	0
Bill Baker Commissioner	2 00	X						0	0	0
John Hovanesian Director	4 00	X						0	0	0
Robert Andersonschoepe Director	1 00	X						0	0	0
John Hagestad Director	2 00	X						0	0	0
Gary Allen Director	2 00	X						0	0	0
Terry Adams Director	1 00	X						0	0	0
Alan Airth VC Develop	1 00	X						0	0	0
Drew Adams Director	1 00	X						0	0	0
Jeffrie Herrmann Scout Executive	40 00			X				202,815	0	11,556
Derrick Clark Dir Support	40 00			X				87,899	0	7,774
Deirdre Evans Dir of Develop	40 00			X				162,311	0	9,756
David Blankenhorn Treasurer	1 00			X				0	0	0
Jon Maeda Director of Field	40 00					X		127,557	0	10,353
Renzo Martorella Director of Camping	40 00						X	104,732	0	6,229
Lara Fisher Director of Marketing	40 00						X	116,626	0	8,011

SCHEDULE D (Form 990)

OMB No 1545-0047

Supplemental Financial Statements

2011

Open to Public Inspection

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

Department of the Treasury Internal Revenue Service

Name of the organization

Boy Scouts of America Orange County Council Inc

Employer identification number

95-1727660

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows 1-4: Total number at end of year, Aggregate contributions to (during year), Aggregate grants from (during year), Aggregate value at end of year.

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? Yes No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? Yes No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

- 1 Purpose(s) of conservation easements held by the organization (check all that apply): Preservation of land for public use, Protection of natural habitat, Preservation of open space, Preservation of an historically important land area, Preservation of a certified historic structure.

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

Table with 2 columns: Description, Held at the End of the Year. Rows 2a-2d: Total number of conservation easements, Total acreage restricted by conservation easements, Number of conservation easements on a certified historic structure included in (a), Number of conservation easements included in (c) acquired after 8/17/06.

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year

4 Number of states where property subject to conservation easement is located

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)? Yes No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 \$

(ii) Assets included in Form 990, Part X \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 \$

b Assets included in Form 990, Part X \$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a** Public exhibition
- b** Scholarly research
- c** Preservation for future generations
- d** Loan or exchange programs
- e** Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIV and complete the following table

	Amount
1c Beginning balance	
1d Additions during the year	
1e Distributions during the year	
1f Ending balance	

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a Beginning of year balance	11,068,841	10,533,716	9,148,621		
b Contributions	16,180	25,797	35,260		
c Investment earnings or losses	-235,723	552,677	1,387,796		
d Grants or scholarships					
e Other expenditures for facilities and programs	50,649				
f Administrative expenses	200,000	43,349	37,961		
g End of year balance	10,598,649	11,068,841	10,533,716		

2 Provide the estimated percentage of the year end balance held as

- a** Board designated or quasi-endowment ▶ 92 000 %
- b** Permanent endowment ▶ 8 000 %
- c** Term endowment ▶

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

	Yes	No
(i) unrelated organizations	3a(i)	No
(ii) related organizations	3a(ii)	No
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b	No

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		8,212,370		8,212,370
b Buildings		30,668,816	7,521,813	23,147,003
c Leasehold improvements		13,256,387		13,256,387
d Equipment		2,799,209	1,923,528	875,681
e Other				
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)				45,491,441

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	10,076,938
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	10,880,756
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	-803,818
4	Net unrealized gains (losses) on investments	4	-446,415
5	Donated services and use of facilities	5	27,442
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	-201,205
9	Total adjustments (net) Add lines 4 - 8	9	-620,178
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	-1,423,996

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	9,657,965
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	-446,415
b	Donated services and use of facilities	2b	27,442
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	-418,973
3	Subtract line 2e from line 1	3	10,076,938
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total Revenue Add lines 3 and 4c . (This should equal Form 990, Part I, line 12)	5	10,076,938

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	10,797,661
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	10,797,661
4	Amounts included on Form 990, Part IX, line 25, but not on line 1 :		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	83,095
c	Add lines 4a and 4b	4c	83,095
5	Total expenses Add lines 3 and 4c . (This should equal Form 990, Part I, line 18)	5	10,880,756

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b Also complete this part to provide any additional information

Identifier	Return Reference	Explanation
Part XIII, Line 4b	Part XIII, Line 4b Other revenue amounts included on 990 but not included in F/S	Payment to Affiliate \$83095
Part XI, Line 8	Part XI, Line 8 Other Changes in Net Assets or Fund Balances	Decrease in Temporarily Restricted Net Assets \$ -201205
Part V, Line 4	Part V, Line 4 Intended uses of the endowment fund	The Council's endowment fund is made up of four funds established for a variety of purposes Its endowment fund includes both donor restricted funds and unrestricted investment funds designated by the Board of Directors to be included in the endowment fund The Council's investments are governed by a written investment policy, the principal objective is to make investments in a thoughtful and prudent manner so as to preserve and enhance the Council's ability to provide for the benefits of Scouting The oversight of the investment portfolio is the responsibility of the Investment Committee whose members are appointed by the Executive Committee of the Board of Directors, and shall administer the investment portfolio in compliance with all written policies approved by the Board The Investment Committee has contracted with an independent trust company for the purpose of managing the investment and reinvestment of fund assets in a manner consistent with the overall investment policy as approved by the Board

SCHEDULE G (Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No 1545-0047

2011

Open to Public Inspection

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

Attach to Form 990 or Form 990-EZ. See separate instructions.

Department of the Treasury Internal Revenue Service

Name of the organization Boy Scouts of America Orange County Council Inc

Employer identification number 95-1727660

Part I Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
b Internet and e-mail solicitations
c Phone solicitations
d In-person solicitations
e Solicitation of non-government grants
f Solicitation of government grants
g Special fundraising events

2a Did the organization have a written or oral agreement with any individual... Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements...

Table with 6 columns: (i) Name and address of individual or entity (fundraiser), (ii) Activity, (iii) Did fundraiser have custody or control of contributions?, (iv) Gross receipts from activity, (v) Amount paid to (or retained by) fundraiser listed in col (i), (vi) Amount paid to (or retained by) organization.

3 List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events
		<u>AT&T Golf Tournament</u> (event type)	<u>Stars & Stripes Luncheon</u> (event type)	<u>4</u> (total number)	(Add col (a) through col (c))
Revenue	1 Gross receipts	412,920	149,500	295,843	858,263
	2 Less Charitable contributions	338,594	134,550	276,370	749,514
	3 Gross income (line 1 minus line 2)	74,326	14,950	19,473	108,749
Direct Expenses	4 Cash prizes				
	5 Non-cash prizes				
	6 Rent/facility costs	145,852			145,852
	7 Food and beverages		21,648	30,973	52,621
	8 Entertainment	6,350			6,350
	9 Other direct expenses	12,475			12,475
	10 Direct expense summary Add lines 4 through 9 in column (d) ▶				
11 Net income summary Combine lines 3 and 10 in column (d) ▶					-108,549

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming
					(Add col (a) through col (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No	
7 Direct expense summary Add lines 2 through 5 in column (d) ▶					()
8 Net gaming income summary Combine lines 1 and 7 in column (d) ▶					

9 Enter the state(s) in which the organization operates gaming activities _____

a Is the organization licensed to operate gaming activities in each of these states? Yes No

b If "No," Explain _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No

b If "Yes," Explain _____

- 11** Does the organization operate gaming activities with nonmembers? Yes No
- 12** Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No

13 Indicate the percentage of gaming activity operated in

a The organization's facility	13a
b An outside facility	13b

14 Provide the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶

Address ▶

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____

c If "Yes," enter name and address

Name ▶

Address ▶

16 Gaming manager information

Name ▶

Gaming manager compensation ▶ \$

Description of services provided ▶

Director/officer Employee Independent contractor

17 Mandatory distributions

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No

b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Complete this part to provide additional information for responses to question on Schedule G (see instructions.)

Identifier	ReturnReference	Explanation
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Schedule J
(Form 990)

Compensation Information

OMB No 1545-0047

2011

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, question 23.

▶ Attach to Form 990. ▶ See separate instructions.

Department of the Treasury
Internal Revenue Service

Name of the organization

Boy Scouts of America
Orange County Council Inc

Employer identification number

95-1727660

Part I Questions Regarding Compensation

Yes No

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items

- | | |
|---|---|
| <input type="checkbox"/> First-class or charter travel | <input checked="" type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax idemnification and gross-up payments | <input checked="" type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e g , maid, chauffeur, chef) |

b If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all the expenses described above? If "No," complete Part III to explain

1b Yes

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

2 Yes

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director Check all that apply

- | | |
|--|---|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization

a Receive a severance payment or change-of-control payment?

4a No

b Participate in, or receive payment from, a supplemental nonqualified retirement plan?

4b No

c Participate in, or receive payment from, an equity-based compensation arrangement?

4c No

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.

5 For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

a The organization?

5a No

b Any related organization?

5b No

If "Yes," to line 5a or 5b, describe in Part III

6 For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of

a The organization?

6a No

b Any related organization?

6b No

If "Yes," to line 6a or 6b, describe in Part III

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

7 No

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs section 53 4958-4(a)(3)? If "Yes," describe in Part III

8 No

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?

9 No

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 if additional space needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, columns (D) and (E) for that individual

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) Renzo Martorella	(i) (ii)	104,732				6,229	110,961	
(2) Lara Fisher	(i) (ii)	116,626				8,011	124,637	
(3) Jeffrie Herrmann	(i) (ii)	202,815				11,556	214,371	
(4) Deirdre Evans	(i) (ii)	162,311				9,756	172,067	

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
Sch J, Part I, Line 1a	Part I, Line 1a Relevant information in regards to selections on 1a	Rotary Dues

Schedule L (Form 990 or 990-EZ)

Transactions with Interested Persons

OMB No 1545-0047

2011

Open to Public Inspection

Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V lines 38a or 40b. Attach to Form 990 or Form 990-EZ. See separate instructions.

Department of the Treasury Internal Revenue Service

Name of the organization

Boy Scouts of America Orange County Council Inc

Employer identification number

95-1727660

Part I Excess Benefit Transactions (section 501(c)(3) and section 501 (c)(4) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

Table with 3 main columns: (a) Name of disqualified person, (b) Description of transaction, (c) Corrected? (Yes/No)

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958. 3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization.

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a

Table with 7 main columns: (a) Name of interested person and purpose, (b) Loan to or from the organization?, (c) Original principal amount, (d) Balance due, (e) In default?, (f) Approved by board or committee?, (g) Written agreement?

Part III Grants or Assistance Benefitting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

Table with 3 main columns: (a) Name of interested person, (b) Relationship between interested person and the organization, (c) Amount of grant or type of assistance

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions)

Identifier	Return Reference	Explanation
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SCHEDULE M (Form 990)

NonCash Contributions

OMB No 1545-0047

2011

Open to Public Inspection

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

Department of the Treasury Internal Revenue Service

Name of the organization: Boy Scouts of America Orange County Council Inc

Employer identification number: 95-1727660

Part I Types of Property

Table with 4 columns: (a) Check if applicable, (b) Number of Contributions or items contributed, (c) Contribution amounts reported on Form 990, Part VIII, line 1g, (d) Method of determining contribution amounts. Rows include Art, Cars, Boats, Food inventory, etc.

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

29

Table with 3 columns: Question, Yes, No. Rows include 30a, 31, 32a, 33 regarding contribution reporting and policies.

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
Part I, Line 32, Hire and Use of Third Parties		Car Program 3755 Omex Circle Unit #3 Rancho Cordova, CA 95742

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

**Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.**
▶ **Attach to Form 990 or 990-EZ.**

OMB No 1545-0047

2011

**Open to Public
Inspection**

Name of the organization
Boy Scouts of America
Orange County Council Inc

Employer identification number

95-1727660

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 19	Form 990, Part VI, Line 19 Other Organization Documents Publicly Available	The Organization makes its governing documents, conflict of interest policy, and financial statements available to the public upon request
Form 990, Part VI, Line 15b	Form 990, Part VI, Line 15b Compensation Review and Approval Process for Officers and Key Employees	The Council has a volunteer Compensation and Benefits Committee w ho meets each year to review and approve the compensation of all Council employees
Form 990, Part VI, Line 12c	Form 990, Part VI, Line 12c Explanation of Monitoring and Enforcement of Conflicts	All Staff members, at our annual staff planning conference, receive a verbal and written review of the conflict of interest policy All staff are required to sign a page of paper stating that they have review ed and understand the policy
Form 990, Part VI, Line 11	Form 990, Part VI, Line 11 Form 990 Review Process	The Council Audit Committee, which includes members of our board, will review the IRS 990 Form and approve it prior to submittal
Form 990, Part VI, Line 2	Form 990, Part VI, Line 2 Description of Business or Family Relationship of Officers, Directors, Et	Board of director has business relationship w ith Deloitte, LLP, LNR property, and Smith Barney
Form 990, Part III, Line 4d	Form 990, Part III, Line 4d Other Program Services Description	OTHER PROGRAM SERVICES 4 Miscellaneous Scouting Activities

First American Trust, FSB
REALIZED GAINS AND LOSSES
BSA Consolidated Report
 From 12-31-10 Through 12-31-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
01-22-07	12-15-11	25 023	TEMPLETON GLOBAL BD FD CL ADV	272.00	306.79		34.79
02-27-08	12-15-11	3 130	TEMPLETON GLOBAL BD FD CL ADV	37.21	38.37		1.16
06-06-11	12-15-11	29 982	GOLDMAN SACHS COMMODITY ST CL I	194.58	170.90	-23.68	
08-26-10	12-15-11	26.885	TEMPLETON GLOBAL BD FD CL ADV	355.96	329.61		-26.35
TOTAL GAINS						15,958.97	248,727.57
TOTAL LOSSES						-10,915.74	-70,237.78
TOTAL REALIZED GAIN/LOSS						5,043.23	178,489.80

ST 302,157.03 307,200.80
 LT 1,050,512.94 1,829,002.73

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Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
09-25-08	01-18-11	58,172	FHLMC REMIC SERIES 3484 5 500% Due 06-15-35	58,153.95	58,172.13		18.18
04-21-09	02-09-11	5,000	POTASH CORP OF SASKATCHEWAN	414.93	907.62		492.69
05-27-09	02-09-11	55,000	POTASH CORP OF SASKATCHEWAN	6,424.05	9,983.80		3,559.75
09-28-09	02-09-11	470,000	VALE SA ADR	10,840.31	15,696.56		4,856.24
08-26-08	02-09-11	195,000	HONEYWELL INTL INC	9,493.44	11,146.99		1,653.55
11-20-07	02-09-11	150,000	MC DONALDS CORP	8,779.17	11,367.19		2,588.02
02-26-08	02-09-11	45,000	ABBOTT LABORATORIES	2,499.11	2,048.40		-450.71
04-21-09	02-09-11	290,000	ABBOTT LABORATORIES	12,801.27	13,200.83		399.56
08-27-09	02-09-11	55,000	ABBOTT LABORATORIES	2,539.87	2,503.61		-36.26
12-10-10	02-09-11	155,000	APACHE CORP	17,768.66	17,928.27	159.61	
11-25-08	02-09-11	85,000	DBERE & COMPANY	2,817.40	7,945.41		5,128.01
04-21-09	02-09-11	145,000	DBERE & COMPANY	5,431.61	13,553.93		8,122.32
07-18-05	02-09-11	230,000	COCA-COLA CO	9,943.82	14,527.23		4,583.41
11-25-08	02-09-11	120,000	SCHLUMBERGER LIMITED COM	5,594.84	10,547.66		4,952.82
09-25-08	02-15-11	53,137	FHLMC REMIC SBRIES 3484 5.500% Due 06-15-35	53,120.55	53,137.16		16.61
08-24-05	02-22-11	500,000	GENERAL ELEC CAP CORP M/T/N 6 125% Due 02-22-11	536,990.00	500,000.00		-36,990.00
11-25-08	03-10-11	90,000	SCHLUMBERGER LIMITED COM	4,196.13	7,701.26		3,505.13
04-21-09	03-10-11	105,000	SCHLUMBERGER LIMITED COM	4,876.61	8,984.81		4,108.20
09-28-09	03-10-11	240,000	SUNCOR ENERGY INC NEW COM	8,268.02	10,288.02		2,020.00
08-26-08	03-10-11	175,000	VISA INC COM CL A	12,805.00	12,566.15		-238.85
01-18-08	03-10-11	250,000	WAL-MART STORES INC	12,017.00	13,149.02		1,132.02
04-21-09	03-10-11	115,000	WAL-MART STORES INC	5,721.84	6,048.55		326.71
01-18-08	03-10-11	205,000	PPL CORP	10,290.98	5,251.18		-5,039.80
04-21-09	03-10-11	265,000	PPL CORP	7,735.16	6,788.10		-947.06
08-27-09	03-10-11	370,000	NUCOR CORP COM	16,420.68	16,707.95		287.27
12-12-02	03-10-11	205,000	PEPSICO INC COM	8,890.85	13,244.30		4,353.45
08-22-05	03-10-11	200,000	PROCTER & GAMBLE CO COM	11,029.51	12,291.28		1,261.77
05-20-08	03-10-11	185,000	ACE LTD SHS	11,293.31	11,409.17		115.86
05-27-09	03-10-11	95,000	AMAZON.COM	7,521.49	15,843.40		8,321.91
02-22-05	03-10-11	350,000	EXPRESS SCRIPTS INC	3,257.76	18,500.92		15,243.16
04-21-09	03-10-11	40,000	EXPRESS SCRIPTS INC	1,183.28	2,114.39		931.11
04-12-06	03-10-11	620,000	WISCONSIN ENERGY CORP	12,154.17	18,681.48		6,527.31
04-21-09	03-10-11	430,000	WISCONSIN ENERGY CORP	8,621.41	12,956.51		4,335.10
03-02-10	03-10-11	330,000	WISCONSIN ENERGY CORP	8,208.80	9,943.37		1,734.57

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Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
03-03-09	03-10-11	132.272	STRATTON SMALL CAP VALUE FD	3,363.68	6,782.91		3,419.23
04-22-09	03-10-11	37.728	STRATTON SMALL CAP VALUE FD	1,178.62	1,934.69		756.07
03-03-09	03-10-11	310.000	T ROWE PRICE MID CAP VALUE FUND	3,503.00	7,570.20		4,067.20
05-27-09	03-10-11	32.342	GOLDMAN SACHS HIGH YIELD CL I	189.85	240.30		50.45
08-27-09	03-10-11	38.580	COLUMBIA INTL VALUE CL Z	539.73	574.07		34.34
03-03-09	03-10-11	9.156	HARBOR INTL FUND CL I	273.67	561.45		287.78
12-14-10	03-10-11	13.564	JPMORGAN EMERGING MKTS FD CL I	331.10	316.72	-14.38	
08-27-09	03-10-11	22.639	MFS INTL VALUE CL I	518.43	590.88		72.45
11-26-08	03-10-11	16.501	THORNBURG INTL VALUE CL I	304.78	482.49		177.71
08-27-09	03-10-11	14.471	COLUMBIA INTL VALUE CL Z	202.45	215.33		12.88
01-05-09	03-10-11	0.482	HARBOR INTL FUND CL I	19.84	29.56		9.72
03-03-09	03-10-11	3.457	HARBOR INTL FUND CL I	103.33	211.98		108.65
08-27-09	03-10-11	10.190	MFS INTL VALUE CL I	233.35	265.96		32.61
11-26-08	03-10-11	1.032	THORNBURG INTL VALUE CL I	19.06	30.17		11.11
01-05-09	03-10-11	6.067	THORNBURG INTL VALUE CL I	121.64	177.40		55.76
01-25-10	03-10-11	16.456	COLUMBIA INTL VALUE CL Z	234.00	244.87		10.87
01-25-10	03-10-11	3.814	HARBOR INTL FUND CL I	202.45	233.87		31.42
01-25-10	03-10-11	7.880	MFS INTL VALUE CL I	186.60	205.67		19.07
01-25-10	03-10-11	6.813	THORNBURG INTL VALUE CL I	168.89	199.21		30.32
08-26-10	03-10-11	4.000	ISHARES MSCI EMERG MKT ETF	160.16	183.24	23.08	
08-26-10	03-10-11	6.919	HARBOR CAP APPR FUND CL I	206.46	258.91	52.45	
08-26-10	03-10-11	8.104	HARTFORD CAP APPR FUND CL I	230.40	282.34	51.94	
08-26-10	03-10-11	9.299	VANGUARD EQTY INC FUND ADM	343.60	412.13	68.53	
08-26-10	03-10-11	12.555	COLUMBIA INTL VALUE CL Z	160.70	186.82	26.12	
08-26-10	03-10-11	5.635	HARBOR INTL FUND CL I	284.35	345.54	61.19	
08-26-10	03-10-11	8.554	MFS INTL VALUE CL I	191.27	223.26	31.99	
08-26-10	03-10-11	12.798	THORNBURG INTL VALUE CL I	308.95	374.21	65.26	
09-25-08	03-15-11	39,440	FHLMC REMIC SERIES 3484	39,427.48	39,439.80		12.32
09-25-08	04-15-11	27,061	5.500% Due 06-15-35 FHLMC REMIC SERIES 3484	27,052.24	27,060.70		8.46

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09-25-08	05-16-11	32,420	FHLMC REMIC SERIES 3484 5 500% Due 06-15-35	32,409.91	32,420.04		10 13
03-03-09	06-06-11	5.000	CMB GROUP INC COM	880.44	1,343.55		463.11
04-21-09	06-06-11	35.000	CMB GROUP INC COM	7,726.61	9,404.82		1,678.21
03-03-09	06-06-11	25.000	GOOGLE INC CL A	8,135.57	13,114.47		4,978.90
05-27-09	06-06-11	85.000	GOLDMAN SACHS GROUP INC	12,351.75	11,410.37		-941.38
12-10-10	06-06-11	135.000	WATSON PHARMACEUTICALS COM	6,657.26	8,535.52	1,878.26	
12-10-10	06-06-11	555.000	SOUTHWESTERN ENERGY CO COM	19,811.00	24,097.69	4,286.69	
09-28-09	06-06-11	85.000	VALE SA ADR	1,960.48	2,667.77		707.29
12-10-10	06-06-11	455.000	VALE SA ADR	15,297.83	14,280.39	-1,017.44	
07-18-05	06-06-11	245.000	AMERICAN TOWER CORP CL A	5,232.81	12,774.54		7,541.73
12-10-10	06-06-11	200.000	CHECK POINT SOFTWARE ORD	8,893.58	-10,966.46	2,072.88	
12-10-10	06-06-11	215.000	EMERSON ELECTRIC CO	12,329.28	11,076.47	-1,252.81	
09-28-09	06-06-11	1,730.000	FORD MOTOR COMPANY	12,928.29	24,148.25		11,219.96
12-10-10	06-06-11	175.000	FLUOR CORP NEW COM	10,919.18	11,251.91	332.73	
12-10-10	06-06-11	350.000	JUNIPER NETWORKS INC	12,587.37	11,028.42	-1,558.95	
02-26-08	06-06-11	375.000	MORGAN STANLEY CO	16,846.43	8,585.76		-8,260.67
04-21-09	06-06-11	525.000	MORGAN STANLEY CO	12,915.79	12,020.06		-895.73
11-25-08	06-06-11	55.000	NIKE INC CL B	2,709.38	4,416.46		1,707.08
04-21-09	06-06-11	235.000	NIKE INC CL B	12,475.92	18,870.32		6,394.40
03-03-09	06-06-11	615.000	GOLDMAN SACHS GRW OPP FD CL I	6,832.65	15,221.25		8,388.60
08-26-08	06-06-11	1,140.000	ROYCE VALUE PLUS FUND SVC	14,717.40	15,504.00		786.60
04-22-09	06-06-11	730.000	STRATTON SMALL CAP VALUE FD	22,805.20	37,770.20		14,965.00
11-26-08	06-06-11	150.000	HARBOR INTL FUND CL I	5,688.00	9,606.00		3,918.00
12-14-10	06-06-11	275.000	JPMORGAN EMERGING MKTS FD CL I	6,712.75	6,655.00	-57.75	
05-27-09	06-06-11	319.580	GOLDMAN SACHS HIGH YIELD CL I	1,875.93	2,368.09		492.16
12-17-09	06-06-11	140.634	GOLDMAN SACHS HIGH YIELD CL I	976.00	1,042.10		66.10
12-14-10	06-06-11	33.004	GOLDMAN SACHS HIGH YIELD CL I	239.61	244.56	4.95	
11-26-08	06-06-11	24.387	PIMCO INVT GRD CORP FUND CL I	230.94	262.89		31.95
05-23-06	06-06-11	13.703	VANGUARD ST INV GRD FUND ADM	143.20	147.99		4.79
08-21-07	06-06-11	28.649	VANGUARD ST INV GRD FUND ADM	303.11	309.41		6.30
02-20-07	06-06-11	12.385	HARBOR CAP APPR FUND CL I	431.37	472.49		41.12

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08-21-07	06-06-11	24.321	HARBOR CAP APPR FUND CL I	831.29	927.84		96.55
02-27-08	06-06-11	10.422	HARBOR CAP APPR FUND CL I	356.00	397.60		41.60
08-26-08	06-06-11	2.499	HARBOR CAP APPR FUND CL I	83.37	95.34		11.97
08-27-09	06-06-11	20.646	HARTFORD CAP APPR FUND CL I	574.78	700.11		125.33
03-03-09	06-06-11	46.478	ROYCE VALUE PLUS FUND SVC	302.11	632.10		329.99
03-03-09	06-06-11	15.458	STRATTON SMALL CAP VALUE FD	393.10	799.80		406.70
02-21-06	06-06-11	10.439	VANGUARD EQTY INC FUND ADM	518.61	470.38		-48.23
08-21-07	06-06-11	7.423	VANGUARD EQTY INC FUND ADM	403.73	334.48		-69.25
02-27-08	06-06-11	25.453	VANGUARD EQTY INC FUND ADM	1,235.00	1,146.91		-88.09
08-26-08	06-06-11	4.567	VANGUARD EQTY INC FUND ADM	200.00	205.79		5.79
12-17-08	06-06-11	30.796	VANGUARD EQTY INC FUND ADM	1,035.98	1,387.67		351.69
05-23-06	06-06-11	29.240	AMERICAN CENTURY GNMA FUND	291.82	323.98		32.16
12-17-09	06-06-11	70.381	GOLDMAN SACHS HIGH YIELD CL I	488.45	521.52		33.07
03-02-10	06-06-11	150.575	GOLDMAN SACHS HIGH YIELD CL I	1,048.00	1,115.76		67.76
03-03-09	06-06-11	6.953	GOLDMAN SACHS GRW OPP FD CL I	77.25	172.09		94.84
08-26-08	06-06-11	8.811	HARBOR CAP APPR FUND CL I	293.95	336.14		42.19
11-26-08	06-06-11	9.030	HARBOR CAP APPR FUND CL I	207.33	344.49		137.16
08-27-09	06-06-11	5.748	HARTFORD CAP APPR FUND CL I	160.02	194.91		34.89
03-03-09	06-06-11	26.478	ROYCE VALUE PLUS FUND SVC	172.11	360.10		187.99
01-05-09	06-06-11	4.794	STRATTON SMALL CAP VALUE FD	166.63	248.04		81.41
03-03-09	06-06-11	4.256	STRATTON SMALL CAP VALUE FD	108.23	220.21		111.98
02-27-08	06-06-11	4.983	VANGUARD EQTY INC FUND ADM	241.78	224.53		-17.25
08-26-08	06-06-11	3.882	VANGUARD EQTY INC FUND ADM	170.00	174.92		4.92
12-17-08	06-06-11	21.714	VANGUARD EQTY INC FUND ADM	730.45	978.44		247.99
12-14-10	06-06-11	6.168	JPMORGAN EMERGING MKTS FD CL I	150.56	149.27	-1.29	

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01-25-10	06-06-11	75 769	GOLDMAN SACHS HIGH YIELD CL I	529 63	561.45		31 82
03-02-10	06-06-11	155 316	GOLDMAN SACHS HIGH YIELD CL I	1,081.00	1,150 89		69 89
01-25-10	06-06-11	36 718	PIMCO INVT GRD CORP FUND CL I	407.57	395.82		-11 75
01-25-10	06-06-11	23 998	VANGUARD ST INV GRD FUND ADM	256 54	259.18		2 64
01-25-10	06-06-11	7 968	GOLDMAN SACHS GRW OPP FD CL I	159.84	197 21		37 37
01-25-10	06-06-11	27 942	HARBOR CAP APPR FUND CL I	888.55	1,065.99		177 44
01-25-10	06-06-11	15.128	HARTFORD CAP APPR FUND CL I	458 68	512 99		54.31
01-25-10	06-06-11	28 224	ROYCE VALUE PLUS FUND SVC	311 31	383 85		72 54
01-25-10	06-06-11	7.253	STRATTON SMALL CAP VALUE FD	294 98	375 27		80 29
01-25-10	06-06-11	42.686	VANGUARD EQTY INC FUND ADM	1,608.84	1,923.43		314 59
01-25-10	06-06-11	29.025	AMERICAN CENTURY GNMA FUND	312.60	321.60		9.00
12-14-10	06-06-11	6.959	JPMORGAN EMERGING MK'TS FD CL I	169 87	168.41	-1.46	
08-26-10	06-06-11	133 333	GOLDMAN SACHS HIGH YIELD CL I	940.00	988.00	48.00	
08-26-10	06-06-11	29 236	PIMCO INVT GRD CORP FUND CL I	342.94	315.16	-27 78	
08-26-10	06-06-11	23 817	VANGUARD ST INV GRD FUND ADM	258.18	257.22	-0.96	
08-26-10	06-06-11	15 331	HARBOR CAP APPR FUND CL I	457.47	584.88	127.41	
08-26-10	06-06-11	7.833	HARTFORD CAP APPR FUND CL I	222.69	265.62	42.93	
08-26-10	06-06-11	16 454	ROYCE VALUE PLUS FUND SVC	174.74	223.77	49 03	
08-26-10	06-06-11	5.587	STRATTON SMALL CAP VALUE FD	217.00	289.07	72.07	
08-26-10	06-06-11	23 661	VANGUARD EQTY INC FUND ADM	874.27	1,066 16	191 89	
08-26-10	06-06-11	22 311	AMERICAN CENTURY GNMA FUND	246.54	247 21	0.67	
09-25-08	06-15-11	33,295	FHLMC REMIC SERIES 3484	33,284 43	33,294 83		10 40
			5 500% Due 06-15-35				
05-27-09	06-17-11	320.000	AMGEN INC	16,128 77	18,546.65		2,417 88
08-27-09	06-17-11	50.000	AMGEN INC	3,011 26	2,897.91		-113.35
07-18-05	06-17-11	100 000	COCA-COLA CO	4,323 40	6,598.31		2,274.91
08-22-05	06-17-11	100.000	COCA-COLA CO	4,429.58	6,598.32		2,168 74
05-29-07	06-17-11	65 000	COCA-COLA CO	3,384.02	4,288.90		904.88

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09-25-08	07-15-11	40,130	FHLMC REMIC SERIES 3484 5.500% Due 06-15-35	40,117.77	40,130.31		12.54
03-10-11	08-08-11	205.000	COSTCO COMPANIES	15,136.28	14,741.14	-395.14	
08-22-05	08-08-11	180.000	PROCTER & GAMBLE CO COM	9,926.56	10,798.55		871.99
12-10-10	08-08-11	140.000	BECTON DICKINSON & CO COM	11,525.28	10,856.68	-668.60	
08-26-08	08-08-11	165.000	HONEYWELL INTL INC	8,032.91	7,474.83		-558.08
04-21-09	08-08-11	60.000	HONEYWELL INTL INC	1,825.38	2,718.12		892.74
12-10-10	08-08-11	255.000	UNITED HEALTHCARE CORP	9,349.27	10,889.57	1,540.30	
09-28-09	08-08-11	310.000	DISNEY (WALT) COMPANY	8,774.43	10,363.78		1,589.35
03-10-11	08-08-11	295.000	NEXTERA ENRGY INC COM	16,472.66	14,960.75	-1,511.91	
02-22-05	08-08-11	575.000	ORACLE CORPORATION	7,377.25	15,198.04		7,820.79
11-25-08	08-08-11	10.000	QUALCOMM INC	324.94	479.77		154.83
04-21-09	08-08-11	310.000	QUALCOMM INC	12,408.65	14,872.79		2,464.14
09-28-09	08-08-11	350.000	SUNCOR ENERGY INC NEW COM	12,057.54	10,615.75		-1,441.79
05-26-10	08-08-11	305.000	SUNCOR ENERGY INC NEW COM	8,950.16	9,250.86		300.70
04-21-09	08-08-11	55.000	TYCO INTERNATIONAL LTD SHS	1,201.93	2,111.93		910.00
05-27-09	08-08-11	325.000	TYCO INTERNATIONAL LTD SHS	8,913.71	12,479.59		3,565.88
09-25-08	08-15-11	22,092	FHLMC REMIC SERIES 3484 5.500% Due 06-15-35	22,085.26	22,092.16		6.90
09-25-08	09-15-11	14,973	FHLMC REMIC SERIES 3484 5.500% Due 06-15-35	14,968.71	14,973.39		4.68
06-06-11	09-22-11	5.000	SPDR GOLD TRUST GOLD SHS	756.90	843.67	86.77	
03-10-11	09-26-11	1,800.000	AMERICAN CENTURY GNMA FUND	19,620.00	20,196.00	576.00	
06-06-11	09-26-11	6.923	COHEN & STEERS REALTY SHARES FUND	439.61	384.36	-55.25	
06-06-11	09-26-11	31.729	GOLDMAN SACHS COMMODITY ST CL I	205.92	176.73	-29.19	
06-06-11	09-26-11	31.957	PIMCO ALL ASSET FUND CL INST	402.66	370.06	-32.60	
11-26-08	09-26-11	46.186	PIMCO INVT GRD CORP FUND CL I	437.38	485.41		48.03
05-25-05	09-26-11	130.448	PIMCO TOTAL RETURN FD CL I	1,403.62	1,414.06		10.44
08-21-07	09-26-11	20.984	VANGUARD ST INV GRD FUND ADM	222.01	224.11		2.10
12-17-08	09-26-11	15.023	VANGUARD EQTY INC FUND ADM	505.37	621.80		116.43

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First American Trust, FSB
REALIZED GAINS AND LOSSES
BSA Consolidated Report
From 12-31-10 Through 12-31-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
05-23-06	09-26-11	29.341	AMERICAN CENTURY GNMA FUND	292.82	329.21		36.39
08-22-06	09-26-11	12.221	TEMPLETON GLOBAL BD FD CL ADV	131.74	154.96		23.22
06-06-11	09-26-11	2.979	COHEN & STEERS REALTY SHARES FUND	189.17	165.39	-23.78	
06-06-11	09-26-11	13.749	PIMCO ALL ASSET FUND CL INST	173.24	159.21	-14.03	
11-26-08	09-26-11	30.260	PIMCO INVT GRD CORP FUND CL I	286.56	318.03		31.47
12-06-05	09-26-11	19.326	PIMCO TOTAL RETURN FD CL I	203.31	209.49		6.18
02-21-06	09-26-11	36.548	PIMCO TOTAL RETURN FD CL I	381.93	396.18		14.25
05-23-06	09-26-11	16.693	VANGUARD ST INV GRD FUND ADM	174.44	178.28		3.84
01-22-07	09-26-11	2.547	VANGUARD ST INV GRD FUND ADM	26.87	27.20		0.33
12-17-08	09-26-11	6.451	VANGUARD EQTY INC FUND ADM	217.01	267.26		50.25
02-27-08	09-26-11	24.960	AMERICAN CENTURY GNMA FUND	257.84	280.05		22.21
06-06-11	09-26-11	3.110	COHEN & STEERS REALTY SHARES FUND	197.49	172.67	-24.82	
06-06-11	09-26-11	14.361	PIMCO ALL ASSET FUND CL INST	180.95	166.30	-14.65	
01-25-10	09-26-11	21.569	PIMCO INVT GRD CORP FUND CL I	239.42	226.69		-12.73
01-25-10	09-26-11	59.933	PIMCO TOTAL RETURN FD CL I	656.27	649.67		-6.60
01-25-10	09-26-11	6.816	VANGUARD EQTY INC FUND ADM	256.90	282.11		25.21
01-25-10	09-26-11	13.716	AMERICAN CENTURY GNMA FUND	147.72	153.89		6.17
08-26-10	09-26-11	28.908	PIMCO INVT GRD CORP FUND CL I	339.09	303.82		-35.27
08-26-10	09-26-11	63.214	PIMCO TOTAL RETURN FD CL I	728.86	685.24		-43.62
08-26-10	09-26-11	14.642	VANGUARD ST INV GRD FUND ADM	158.72	156.38		-2.34
08-26-10	09-26-11	3.845	VANGUARD EQTY INC FUND ADM	142.07	159.14		17.07
08-26-10	09-26-11	18.632	AMERICAN CENTURY GNMA FUND	205.88	209.05		3.17
08-26-10	09-26-11	14.655	TEMPLETON GLOBAL BD FD CL ADV	194.03	185.83		-8.20
03-10-11	09-28-11	12,878.899	AMERICAN CENTURY GNMA FUND	140,380.00	144,243.67	3,863.67	
09-25-08	10-17-11	42,434	FHLMC REMIC SERIES 3484 5.500% Due 06-15-35	42,420.79	42,434.05		13.26

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						Short Term	Long Term
12-10-10	11-01-11	240 000	CAMERON INTERNATIONAL CORP	11,871.67	11,232.24	-639.43	
11-25-08	11-01-11	20.000	APPLE INC COM	1,821.02	7,905.86		6,084.84
04-21-09	11-01-11	170.000	DBRE & COMPANY	6,368.10	12,387.64		6,019.54
07-18-05	11-01-11	90 000	AMERICAN TOWER CORP CL A	1,922.26	5,168.16		3,245.90
04-21-09	11-01-11	110 000	AMERICAN TOWER CORP CL A	3,515.41	6,316.65		2,801.24
04-21-09	11-01-11	490 000	COMCAST CORP NEW CL A	6,981.67	11,170.75		4,189.08
08-27-09	11-01-11	155 000	COMCAST CORP NEW CL A	2,361.05	3,533.61		1,172.56
09-25-08	11-15-11	30,641	PHLMC REMIC SERIES 3484	30,631.83	30,641.41		9.58
09-25-08	12-15-11	34,534	PHLMC REMIC SERIES 3484 5.500% Due 06-15-35	34,522.77	34,533.56		10.79
04-21-09	12-15-11	180.000	SCHLUMBERGER LIMITED COM	8,359.90	12,133.92		3,774.02
04-21-09	12-15-11	215.000	AMERICAN TOWER CORP CL A	6,871.04	12,521.14		5,650.10
12-10-10	12-15-11	290 000	WATSON PHARMACEUTICALS COM	14,300.77	17,695.37		3,394.60
05-27-09	12-15-11	20.000	AMAZON COM	1,583.47	3,641.19		2,057.72
12-10-10	12-15-11	55.000	AMAZON.COM	9,650.48	10,013.26		362.78
04-21-09	12-15-11	5 000	CME GROUP INC COM	1,103.80	1,195.07		91.27
05-27-09	12-15-11	50.000	CME GROUP INC COM	15,359.84	11,950.65		-3,409.19
12-10-10	12-15-11	40.000	CME GROUP INC COM	12,815.60	9,560.52		-3,255.08
06-06-11	12-15-11	535.000	VIACOM INC NEW CL B	26,667.77	23,147.78	-3,519.99	
08-08-11	12-15-11	245 000	VIACOM INC NEW CL B	10,358.28	10,600.38	242.10	
04-21-09	12-15-11	75.000	EXXON MOBIL CORP	4,938.91	5,999.44		1,060.53
12-14-10	12-15-11	1,620.000	JPMORGAN EMERGING MKTS FD CL I	39,544.20	32,383.80		-7,160.40
03-03-09	12-15-11	644.000	GOLDMAN SACHS GRW OPP FD CL I	7,154.84	13,723.64		6,568.80
03-03-09	12-15-11	923.000	T ROWE PRICE MID CAP VALUE FUND	10,429.90	19,078.41		8,648.51
12-14-10	12-15-11	29.361	JPMORGAN EMERGING MKTS FD CL I	716.70	586.93		-129.77
08-22-06	12-15-11	142 006	TEMPLETON GLOBAL BD FD CL ADV	1,530.82	1,740.99		210.17
08-21-07	12-15-11	22 404	VANGUARD ST INV GRD FUND ADM	237.03	238.15		1.12
06-06-11	12-15-11	37.812	GOLDMAN SACHS COMMODITY ST CL I	245.40	215.53	-29.87	
06-06-11	12-15-11	2.000	SPDR GOLD TRUST GOLD SHS	302.76	305.20	2.44	
08-22-06	12-15-11	38 303	TEMPLETON GLOBAL BD FD CL ADV	412.91	469.59		56.68

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