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

2007

Open to Public Inspection

A For the 2007 calendar year, or tax year beginning 09/01 **, 2007, and ending** 08/31/2008

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

Please use IRS label or print or type. See Specific Instructions.

C Name of organization
BOYS & GIRLS CLUBS OF METROPOLITAN PHOENIX

Number and street (or P.O. box if mail is not delivered to street address) | Room/suite
2645 NORTH 24TH STREET

City or town, state or country, and ZIP + 4
PHOENIX, AZ 85008-1824

D Employer identification number 86-0107639

E Telephone number (602) 954-8182

F Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) ▶

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

H and I are not applicable to section 527 organizations.

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

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

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

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

I Group Exemption Number ▶

G Website: ▶ BGCMP.ORG

J Organization type (check only one) ▶ ☒ 501(c) (03) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

K Check here ▶ ☐ if the organization is not a 509(a)(3) supporting organization **and** its gross receipts are normally **not** more than $25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

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

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 16,431,735.

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

Revenue	1	Contributions, gifts, grants, and similar amounts received:			
	a	Contributions to donor advised funds	1a		
	b	Direct public support (not included on line 1a)	1b	6,679,905.	
	c	Indirect public support (not included on line 1a)	1c	1,073,250.	
	d	Government contributions (grants) (not included on line 1a)	1d	1,012,691.	
	e	Total (add lines 1a through 1d) (cash $ 7,897,836. noncash $ 868,010.)			1e 8,765,846.
	2	Program service revenue including government fees and contracts (from Part VII, line 93)			2 984,024.
	3	Membership dues and assessments			3 94,838.
	4	Interest on savings and temporary cash investments			4 87,446.
	5	Dividends and interest from securities			5 502,106.
	6 a	Gross rents	6a		
	b	Less: rental expenses	6b		
	c	Net rental income or (loss). Subtract line 6b from line 6a			6c
	7	Other investment income (describe ▶)			7

		(A) Securities		(B) Other
8 a	Gross amount from sales of assets other than inventory	4,106,609.	8a	NONE
b	Less: cost or other basis and sales expenses	4,235,343.	8b	18,939.
c	Gain or (loss) (attach schedule)	-128,734.	8c	-18,939.

	d	Net gain or (loss). Combine line 8c, columns (A) and (B)			8d -147,673.
	9	Special events and activities (attach schedule). If any amount is from **gaming**, check here ▶ ☒			
	a	Gross revenue (not including $ 1,473,362. of STMT 2 contributions reported on line 1b) STMT 3	9a	1,858,247.	
	b	Less: direct expenses other than fundraising expenses	9b	982,193.	
	c	Net income or (loss) from special events. Subtract line 9b from line 9a			9c 876,054.
	10 a	Gross sales of inventory, less returns and allowances	10a		
	b	Less: cost of goods sold	10b		
	c	Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a			10c
	11	Other revenue (from Part VII, line 103)			11 32,619.
	12	**Total revenue.** Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11			12 11,195,260.
Expenses	13	Program services (from line 44, column (B))			13 8,525,470.
	14	Management and general (from line 44, column (C))			14 383,723.
	15	Fundraising (from line 44, column (D))			15 1,193,105.
	16	Payments to affiliates (attach schedule) STMT 4			16 25,188.
	17	**Total expenses.** Add lines 16 and 44, column (A)			17 10,127,486.
Net Assets	18	Excess or (deficit) for the year. Subtract line 17 from line 12			18 1,067,774.
	19	Net assets or fund balances at beginning of year (from line 73, column (A))			19 26,850,502.
	20	Other changes in net assets or fund balances (attach explanation) STMT 5 STMT 6			20 -1,801,968.
	21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20			21 26,116,308.

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

Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. *(See the instructions.)*

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a Grants paid from donor advised funds (attach schedule) (cash $ ______ noncash $ ______) If this amount includes foreign grants, check here ▶ ☐	22a				
22b Other grants and allocations (attach schedule) (cash $ 26,925. noncash $ ______) If this amount includes foreign grants, check here ▶ ☐	22b	26,925.	26,925.	STMT 7	
23 Specific assistance to individuals (attach schedule)	23	49,110.	49,110.	STMT 10	
24 Benefits paid to or for members (attach schedule)	24				
25a Compensation of current officers, directors, key employees, etc. listed in Part V-A	25a	830,343.	347,150.	134,528.	348,665.
b Compensation of former officers, directors, key employees, etc. listed in Part V-B	25b				
c Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	25c				
26 Salaries and wages of employees not included on lines 25a, b, and c	26	3,751,541.	3,449,898.	23,389.	278,254.
27 Pension plan contributions not included on lines 25a, b, and c	27	252,888.	224,244.	3,702.	24,942.
28 Employee benefits not included on lines 25a - 27	28	238,939.	214,700.	3,962.	20,277.
29 Payroll taxes	29	420,679.	356,190.	12,558.	51,931.
30 Professional fundraising fees	30				
31 Accounting fees	31				
32 Legal fees	32				
33 Supplies	33	979,011.	937,936.	12,837.	28,238.
34 Telephone	34	20,178.	6,354.	6,720.	7,104.
35 Postage and shipping	35	16,686.	4,393.	3,180.	9,113.
36 Occupancy	36	696,480.	641,745.	23,404.	31,331.
37 Equipment rental and maintenance	37	172,209.	143,132.	17,043.	12,034.
38 Printing and publications	38	102,096.	38,115.	5,532.	58,449.
39 Travel	39				
40 Conferences, conventions, and meetings	40	213,518.	51,104.	44,431.	117,983.
41 Interest	41	703,460.	703,066.	218.	176.
42 Depreciation, depletion, etc. (attach schedule)	42	976,252.	898,560.	43,850.	33,842.
43 Other expenses not covered above (itemize):					
a PROFESSIONAL FEES	43a	191,662.	113,741.	31,579.	46,342.
b INSURANCE	43b	182,219.	163,073.	9,335.	9,811.
c MISCELLANEOUS	43c	62,774.	19,284.	4,525.	38,965.
d TRAINING	43d	37,591.	35,059.	1,224.	1,308.
e MARKETING	43e	70,655.			70,655.
f TRANSPORTATION	43f	107,082.	101,691.	1,706.	3,685.
g	43g				
44 **Total functional expenses.** Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44	10,102,298.	8,525,470.	383,723.	1,193,105.

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

Are any joint costs from a combined educational campaign and fundraising solicitation reported in **(B)** Program services? ▶ ☐ Yes ☒ No

If "Yes," enter **(i)** the aggregate amount of these joint costs $ ______ ; **(ii)** the amount allocated to Program services $ ______ ;

(iii) the amount allocated to Management and general $ ______ ; and **(iv)** the amount allocated to Fundraising $ ______

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

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

What is the organization's primary exempt purpose? ▶SEE STATEMENT 11 All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	**Program Service Expenses** (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
a SPORTS, FITNESS & RECREATION: PROMOTES PHYSICAL FITNESS, POSITIVE USE OF LEISURE TIME, SKILLS FOR STRESS MANAGEMENT, APPRECIATION OF THE ENVIRONMENT & SOCIAL & INTERPERSONAL SKILLS THROUGH INDIVIDUAL SPORTS, CAMPING, HIKING & TEAM SPORTS. CHILDREN SERVED: 18,916 (Grants and allocations $) If this amount includes foreign grants, check here ▶ ☐	3,353,725.
b HEALTH & LIFE SKILLS: DEVELOPS YOUNG PEOPLE'S CAPACITY TO ENGAGE IN BEHAVIORS THAT NURTURE THEIR OWN WELL-BEING, SET PERSONAL GOALS & ACQUIRE THE SKILLS TO LIVE SUCCESSFULLY AS SELF-SUFFICIENT ADULTS. CLUBS HOST HEALTH FAIRS, OPERATE A DENTAL CLINIC, PROVIDE HOT DINNER DURING SCHOOL YEAR & LUNCHES DURING THE SUMMER. CHILDREN SERVED: 9,925 (Grants and allocations $) If this amount includes foreign grants, check here ▶ ☐	1,729,067.
c EDUCATION & CAREER DEVELOPMENT: ENABLES YOUTH TO BECOME PROFICIENT IN BASIC EDUCATIONAL DISCIPLINES, APPLY LEARNING TO EVERYDAY SITUATIONS & EMBRACE TECHNOLOGY TO OPTIMIZE EMPLOYABILITY THROUGH COMPUTER LABS, EDUCATIONAL GAMES, TUTORING, INTERNET EXPLORATION, GED PREPARATION, CLUB NEWS-PAPERS & CAREER EXPLORATION. CHILDREN SERVED: 9,919 (Grants and allocations $ 26,925.) If this amount includes foreign grants, check here ▶ ☐	1,667,926.
d ARTS CORE PROGRAM ENABLES YOUTH TO DEVELOP CREATIVITY AND VISUAL AWARENESS THROUGH KNOWLEDGE AND APPRECIATION OF VISUAL AND TACTILE ARTS AND CRAFTS, PERFORMING ARTS, AND CREATIVE WRITING. CHILDREN SERVED: 7,522 (Grants and allocations $) If this amount includes foreign grants, check here ▶ ☐	950,682.
e Other program services (attach schedule) SEE STATEMENT 12 (Grants and allocations $) If this amount includes foreign grants, check here ▶ ☐	824,070.
f Total of Program Service Expenses (should equal line 44, column (B), Program services) ▶	8,525,470.

Form **990** (2007)

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

		Note: *Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.*			(A) Beginning of year		(B) End of year
Assets	45	Cash - non-interest-bearing			9,439,824.	45	326,144.
	46	Savings and temporary cash investments			1,616,578.	46	6,680,365.
	47a	Accounts receivable	47a	165,530.			
	b	Less: allowance for doubtful accounts	47b	1,659.	123,597.	47c	163,871.
	48a	Pledges receivable	48a	545,498.			
	b	Less: allowance for doubtful accounts	48b	NONE	969,246.	48c	545,498.
	49	Grants receivable			872,519.	49	878,458.
	50a	Receivables from current and former officers, directors, trustees, and key employees (attach schedule)				50a	
	b	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)				50b	
	51a	Other notes and loans receivable (attach schedule)	51a				
	b	Less: allowance for doubtful accounts	51b			51c	
	52	Inventories for sale or use				52	
	53	Prepaid expenses and deferred charges			101,237.	53	135,685.
	54a	Investments - publicly-traded securities ▶ ☐ Cost ☒ FMV			2,719,872.	54a	5,436,646.
	b	Investments - other securities (attach schedule) ▶ ☐ Cost ☒ FMV			1,600,647.	54b	291,646.
	55a	Investments - land, buildings, and equipment: basis	55a		STMT 13		
	b	Less: accumulated depreciation (attach schedule)	55b			55c	
	56	Investments - other (attach schedule) STMT. 14 .			9,535,339.	56	8,469,503.
	57a	Land, buildings, and equipment: basis	57a	23,370,313.			
	b	Less: accumulated depreciation (attach schedule)	57b	8,898,542.	9,814,551.	57c	14,471,771.
	58	Other assets, including program-related investments (describe ▶ STMT 15)			944,282.	58	799,717.
	59	**Total assets** (must equal line 74). Add lines 45 through 58			37,737,692.	59	38,199,304.
Liabilities	60	Accounts payable and accrued expenses			542,414.	60	1,653,600.
	61	Grants payable				61	
	62	Deferred revenue			69,531.	62	4,139.
	63	Loans from officers, directors, trustees, and key employees (attach schedule)				63	
	64a	Tax-exempt bond liabilities (attach schedule)				64a	
	b	Mortgages and other notes payable (attach schedule) STMT. 16 .			10,272,745.	64b	10,422,757.
	65	Other liabilities (describe ▶ STMT 17)			2,500.	65	2,500.
	66	**Total liabilities.** Add lines 60 through 65			10,887,190.	66	12,082,996.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here** ▶ ☒ and complete lines 67 through 69 and lines 73 and 74.					
	67	Unrestricted			17,581,673.	67	14,420,417.
	68	Temporarily restricted			6,455,304.	68	8,802,815.
	69	Permanently restricted			2,813,525.	69	2,893,076.
		Organizations that do not follow SFAS 117, check here ▶ ☐ and complete lines 70 through 74.					
	70	Capital stock, trust principal, or current funds				70	
	71	Paid-in or capital surplus, or land, building, and equipment fund				71	
	72	Retained earnings, endowment, accumulated income, or other funds				72	
	73	**Total net assets or fund balances.** Add lines 67 through 69 **or** lines 70 through 72. (Column (A) **must** equal line 19 and column (B) **must** equal line 21)			26,850,502.	73	26,116,308.
	74	**Total liabilities and net assets/fund balances.** Add lines 66 and 73			37,737,692.	74	38,199,304.

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

a	Total revenue, gains, and other support per audited financial statements			a	9,514,934.
b	Amounts included on line **a** but not on Part I, line 12:				
1	Net unrealized gains on investments	b1	-739,900.		
2	Donated services and use of facilities	b2	121,642.		
3	Recoveries of prior year grants	b3			
4	Other (specify): SEE STATEMENT 18	b4	3,768.		
	Add lines **b1** through **b4**			b	-614,490.
c	Subtract line **b** from line **a**			c	10,129,424.
d	Amounts included on Part I, line 12, but not on line **a**:				
1	Investment expenses not included on Part I, line 6b	d1			
2	Other (specify): SEE STATEMENT 19	d2	1,065,836.		
	Add lines **d1** and **d2**			d	1,065,836.
e	**Total revenue** (Part I, line 12). Add lines **c** and **d** ▶			e	11,195,260.

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

a	Total expenses and losses per audited financial statements			a	10,249,128.
b	Amounts included on line **a** but not on Part I, line 17:				
1	Donated services and use of facilities	b1	121,642.		
2	Prior year adjustments reported on Part I, line 20	b2			
3	Losses reported on Part I, line 20	b3			
4	Other (specify):	b4			
	Add lines **b1** through **b4**			b	121,642.
c	Subtract line **b** from line **a**			c	10,127,486.
d	Amounts included on Part I, line 17, but not on line **a**:				
1	Investment expenses not included on Part I, line 6b	d1			
2	Other (specify):	d2			
	Add lines **d1** and **d2**			d	
e	**Total expenses** (Part I, line 17). Add lines **c** and **d** ▶			e	10,127,486.

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
SEE STATEMENT 20		719,289.	91,701.	19,353.

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

			Yes	No
75a	Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings ▶ 76			
b	Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s) STMT. 33	75b	X	
c	Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of "related organization." ▶ If "Yes," attach a statement that includes the information described in the instructions.	75c		X
d	Does the organization have a written conflict of interest policy?	75d	X	

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits

(If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
	-0-	-0-	-0-	-0-

Part VI Other Information *(See the instructions.)*

			Yes	No
76	Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change	76		X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.	77		X
78a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?	78a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	78b	N/A	
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79		X
80a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a	X	
b	If "Yes," enter the name of the organization ▶ METROPOLITAN BOYS & GIRLS CLUB FOUNDATION and check whether it is ☒ exempt or ☐ nonexempt			
81a	Enter direct and indirect political expenditures. (See line 81 instructions.) 81a NONE			
b	Did the organization file **Form 1120-POL** for this year?	81b		X

Part VI Other Information *(continued)*

				Yes	No
82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?			82a	X	
b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)	82b	121,642.			
Did the organization comply with the public inspection requirements for returns and exemption applications?			83a	X	
b Did the organization comply with the disclosure requirements relating to *quid pro quo* contributions?			83b	X	
84a Did the organization solicit any contributions or gifts that were not tax deductible?			84a		X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			84b	N/A	
85a *501(c)(4), (5), or (6).* Were substantially all dues nondeductible by members?			85a	N/A	
b Did the organization make only in-house lobbying expenditures of $2,000 or less?			85b	N/A	
If "Yes" was answered to either 85a or 85b, **do not** complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.					
c Dues, assessments, and similar amounts from members	85c	N/A			
d Section 162(e) lobbying and political expenditures	85d	N/A			
e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	N/A			
f Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	N/A			
g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?			85g	N/A	
h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?			85h	N/A	
86 *501(c)(7) orgs.* Enter: **a** Initiation fees and capital contributions included on line 12	86a	N/A			
b Gross receipts, included on line 12, for public use of club facilities	86b	N/A			
87 *501(c)(12) orgs.* Enter: **a** Gross income from members or shareholders	87a	N/A			
b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b	N/A			
88a At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX			88a		X
b At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI ▶			88b		X
501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ NONE ; section 4912 ▶ NONE ; section 4955 ▶ NONE					
b *501(c)(3) and 501(c)(4) orgs.* Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction			89b		X
c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶		NONE			
d Enter: Amount of tax on line 89c, above, reimbursed by the organization ▶		NONE			
e *All organizations.* At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?			89e		X
f *All organizations.* Did the organization acquire a direct or indirect interest in any applicable insurance contract?			89f		X
g *For supporting organizations and sponsoring organizations maintaining donor advised funds.* Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			89g		X

90a List the states with which a copy of this return is filed ▶ AZ,

b Number of employees employed in the pay period that includes March 12, 2007 (See instructions.) 90b 140

91a The books are in care of ▶ THE ORGANIZATION Telephone no. ▶ 602-954-8182

Located at ▶ 2645 N 24TH ST PHOENIX, AZ ZIP + 4 ▶ 85008-1824

		Yes	No
b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	91b		X
If "Yes," enter the name of the foreign country ▶			
See the instructions for exceptions and filing requirements for **Form TD F 90-22.1**, Report of Foreign Bank and Financial Accounts.			

Part VI Other Information *(continued)*

		Yes	No
c At any time during the calendar year, did the organization maintain an office outside of the United States?	91c		X

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

92 *Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of* **Form 1041** - Check here . . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the tax year . . . . ▶ 92 N/A

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

Note: *Enter gross amounts unless otherwise indicated.*	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a PROGRAM SERVICE FEES					677,847.
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies .					306,177.
94 Membership dues and assessments . . .					94,838.
95 Interest on savings and temporary cash investments .			14	87,446.	
96 Dividends and interest from securities . .			14	502,106.	
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property . .					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	-147,673.	
101 Net income or (loss) from special events .			01	876,054.	
102 Gross profit or (loss) from sales of inventory . .					
103 Other revenue: a					
b OTHER INCOME			01	2,699.	
c INSURANCE RECOVERY			01	4,432.	
d CANDY MACHINE			03	11,908.	
e SODA MACHINE			03	13,580.	
104 Subtotal (add columns (B), (D), and (E)) . .				1,350,552.	1,078,862.

105 Total (add line 104, columns (B), (D), and (E)) . . . . ▶ 2,429,414.

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

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

Line No. ▼	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93A	FEES CHARGED FOR PARTICIPATION IN YOUTH PROGRAMS.
93G	REIMBURSEMENT FROM GOVERNMENT FOR MEALS SERVED TO LOW INCOME CHILDREN.
94	DUES PAID BY CHILDREN FOR PARTICIPATION IN YOUTH PROGRAMS.

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

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
STMT 34	%		804,510.	12,423,920.
	%			
	%			
	%			

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

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

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

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

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

		Yes	No
106	Did the reporting organization **make** any transfers **to** a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.		X

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

		Yes	No
107	Did the reporting organization **receive** any transfers **from** a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.		X

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

		Yes	No
108	Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?		X

Please Sign Here

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.

Signature of officer — Date 4/6/09

Type or print name and title: President Amy Gibbons

Paid Preparer's Use Only

Preparer's signature	Date 3/27/2009	Check if self-employed ▶ ☐	Preparer's SSN or PTIN (See Gen. Inst. X)
Firm's name (or yours if self-employed), address, and ZIP + 4	CBIZ MHM, LLC 3101 N. CENTRAL AVE., STE 300 PHOENIX, AZ 85012	EIN ▶ 34-1884125 Phone no. ▶ 602-264-6835	

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

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

Supplementary Information - (See separate instructions.)

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

OMB No. 1545-0047

2007

Name of the organization: BOYS & GIRLS CLUBS OF METROPOLITAN PHOENIX

Employer identification number: 86-0107639

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than $50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
SEE STATEMENT 35				
Total number of other employees paid over $50,000 . . ▶	11			

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

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

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services

(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

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

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

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

			Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ $ NONE (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)	1		X
	Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.			
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? *(If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)*			
a	Sale, exchange, or leasing of property?	2a		X
b	Lending of money or other extension of credit?	2b		X
c	Furnishing of goods, services, or facilities? STMT 36	2c	X	
d	Payment of compensation (or payment or reimbursement of expenses if more than $1,000)? FORM 990, PART V	2d	X	
e	Transfer of any part of its income or assets?	2e		X
3a	Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.) STMT 37	3a	X	
b	Did the organization have a section 403(b) annuity plan for its employees?	3b	X	
c	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement	3c		X
d	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?	3d		X
4a	Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g	4a		X
b	Did the organization make any taxable distributions under section 4966?	4b	N/	A
c	Did the organization make a distribution to a donor, donor advisor, or related person?	4c	N/	A

d Enter the total number or donor advised funds owned at the end of the tax year ▶

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

f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the rights to provide advice on the distribution or investment of amounts in such funds or accounts ▶ NONE

g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶ NONE

Part IV Reason for Non-Private Foundation Status (See pages 4 through 8 of the instructions.)

I certify that the organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

5 ☐ A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).

6 ☐ A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)

7 ☐ A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).

8 ☐ A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).

9 ☐ A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). **Enter the hospital's name, city, and state** ▶

10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)

11a ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)

11b ☐ A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)

12 ☐ An organization that normally receives: **(1) more than 33 1/3%** of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and **(2) no more than 33 1/3%** of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)

13 ☐ An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:

☐ Type I ☐ Type II ☐ Type III - Functionally Integrated ☐ Type III - Other

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

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

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

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

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

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	10,607,780.	6,271,959.	6,364,219.	6,422,236.	29,666,194.
Membership fees received	99,513.	100,990.	92,786.	80,570.	373,859.
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	2,763,739.	2,813,929.	2,675,227.	2,857,052.	11,109,947.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	280,697.	139,999.	92,030.	58,389.	571,115.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	STMT 38 32,502.	49,812.	33,929.	811,233.	927,476.
23 Total of lines 15 through 22	13,784,231.	9,376,689.	9,258,191.	10,229,480.	42,648,591.
24 Line 23 minus line 17	11,020,492.	6,562,760.	6,582,964.	7,372,428.	31,538,644.
Enter 1% of line 23	137,842.	93,767.	92,582.	102,295.	

Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24 ▶ 26a 630,773.

b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. **Do not file this list with your return.** Enter the total of all these excess amounts ▶ 26b 265,080.

c Total support for section 509(a)(1) test: Enter line 24, column (e) ▶ 26c 31,538,644.

d Add: Amounts from column (e) for lines: 18 571,115. 19 ______ 22 927,476. 26b 265,080. ▶ 26d 1,763,671.

e Public support (line 26c minus line 26d total) ▶ 26e 29,774,973.

f **Public support percentage (line 26e (numerator) divided by line 26c (denominator))** ▶ 26f 94.4079 %

27 **Organizations described on line 12:** a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." **Do not file this list with your return.** Enter the sum of such amounts for each year:

NOT APPLICABLE

(2006) ______ (2005) ______ (2004) ______ (2003) ______

b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the **larger** of **(1)** the amount on line 25 for the year or **(2)** $5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) **Do not file this list with your return.** After computing the difference between the amount received and the larger amount described in **(1)** or **(2)**, enter the sum of these differences (the excess amounts) for each year:

(2006) ______ (2005) ______ (2004) ______ (2003) ______

c Add: Amounts from column (e) for lines: 15 ______ 16 ______ 17 ______ 20 ______ 21 ______ ▶ 27c ______

d Add: Line 27a total ______ and line 27b total ______ ▶ 27d ______

e Public support (line 27c total minus line 27d total) ▶ 27e ______

f Total support for section 509(a)(2) test: Enter amount from line 23, column (e) ▶ 27f ______

Public support percentage (line 27e (numerator) divided by line 27f (denominator)) ▶ 27g ______ %

Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) ▶ 27h ______ %

28 **Unusual Grants:** For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. **Do not file this list with your return.** Do not include these grants in line 15.

Part V **Private School Questionnaire** (See page 9 of the instructions.) NOT APPLICABLE
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

		Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	29		
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	30		
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?	31		
If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)			
32 Does the organization maintain the following:			
a Records indicating the racial composition of the student body, faculty, and administrative staff?	32a		
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b		
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c		
d Copies of all material used by the organization or on its behalf to solicit contributions?	32d		
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)			
33 Does the organization discriminate by race in any way with respect to:			
a Students' rights or privileges?	33a		
b Admissions policies?	33b		
c Employment of faculty or administrative staff?	33c		
d Scholarships or other financial assistance?	33d		
e Educational policies?	33e		
f Use of facilities?	33f		
g Athletic programs?	33g		
h Other extracurricular activities?	33h		
If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)			
34a Does the organization receive any financial aid or assistance from a governmental agency?	34a		
b Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.	34b		
35 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation	35		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 11 of the instructions.)

(To be completed **ONLY** by an eligible organization that filed Form 5768) NOT APPLICABLE

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

Limits on Lobbying Expenditures

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

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

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

4-Year Averaging Period Under Section 501(h)

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

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

Part VI-B Lobbying Activity by Nonelecting Public Charities NOT APPLICABLE

(For reporting only by organizations that did not complete Part VI-A) (See page 13 of the instructions.)

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

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

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 14 of the instructions.)

51 Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a Transfers from the reporting organization to a noncharitable exempt organization of:			
(i) Cash	51a(i)		X
(ii) Other assets	a(ii)		X
b Other transactions:			
(i) Sales or exchanges of assets with a noncharitable exempt organization	b(i)		X
(ii) Purchases of assets from a noncharitable exempt organization	b(ii)		X
(iii) Rental of facilities, equipment, or other assets	b(iii)		X
(iv) Reimbursement arrangements	b(iv)		X
(v) Loans or loan guarantees	b(v)		X
(vi) Performance of services or membership or fundraising solicitations	b(vi)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received:

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

52a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ▶ ☐ Yes ☒ No

b If "Yes," complete the following schedule:

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No. 1545-0047

2007

Name of organization
BOYS & GIRLS CLUBS OF METROPOLITAN PHOENIX

Employer identification number
86-0107639

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☒ 501(c)(03) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☐ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.** (**Note:** *Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule - see instructions.)*

General Rule -

☐ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules -

☒ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3 % support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of $5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year.) . . . . ▶ $ ____________

Caution: *Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they* **must** *check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).*

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

Form 8868
(Rev April 2008)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

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

Type or print

File by the due date for filing your return. See instructions

Name of Exempt Organization: BOYS & GIRLS CLUBS OF METROPOLITAN PHOENIX

Employer identification number: 86-0107639

Number, street, and room or suite no. If a P.O. box, see instructions.: 2645 NORTH 24TH STREET

City, town or post office, state, and ZIP code. For a foreign address, see instructions.: PHOENIX, AZ 85008-1824

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

☒ Form 990	☐ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T (sec. 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☐ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ▶ THE ORGANIZATION

Telephone No. ▶ 602 954-8182 FAX No. ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 04/15, 2009, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☐ calendar year ______ or
▶ ☒ tax year beginning 09/01, 2007, and ending 08/31, 2008.

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

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

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

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

RM 990 - GENERAL EXPLANATION ATTACHMENT

FIXED ASSET SCHEDULE
FORM 990, PART IV, LINE 57

DESCRIPTION	AMOUNT
BUILDINGS & IMPROVEMENTS	$14,017,714
LAND & IMPROVEMENTS	1,212,614
FURNITURE & EQUIPMENT	2,196,374
CONSTRUCTION IN PROGRESS	4,602,844
RESTRICTED CIP	1,340,767
TOTAL COST	$23,370,313
ACCUMULATED DEPRECIATION	(8,898,542)
NET PROPERTY & EQUIPMENT	$14,471,771
CURRENT DEPRECIATION	$976,252

STATEMENT 1

FORM 990, PART I - EXCLUDED CONTRIBUTIONS

DESCRIPTION	AMOUNT
TOMORROWS STARS	570,537.
FOOD AND WINE TASTE	819,500.
FALL GOLF TOURNAMENT	83,325.
OTHER SPECIAL EVENTS	
TOTAL	1,473,362.

FORM 990, PART I - SPECIAL FUNDRAISING EVENTS AND ACTIVITIES

DESCRIPTION	GROSS REVENUE	DIRECT EXPENSES	NET INCOME
TOMORROWS STARS	1,314,778.	329,894.	984,884.
FOOD AND WINE TASTE	113,946.	462,479.	-348,533.
FALL GOLF TOURNAMENT	163,865.	129,999.	33,866.
OTHER SPECIAL EVENTS	265,658.	59,821.	205,837.
TOTALS	1,858,247.	982,193.	876,054.

FORM 990, PART I - PAYMENTS TO AFFILIATES

DESCRIPTION	AMOUNT
BOYS & GIRLS CLUBS OF AMERICA 1275 PEACHTREE STREET NE ATLANTA, GA 30309	25,188.
TOTAL	25,188.

FORM 990, PART I - OTHER INCREASES IN FUND BALANCES

DESCRIPTION	AMOUNT
CHANGE IN CASH SURRENDER VALUE OF LIFE INSURANCE POLICY	3,768.
TOTAL	3,768.

FORM 990, PART I - OTHER DECREASES IN FUND BALANCES

DESCRIPTION	AMOUNT
CHANGE IN INTEREST IN THE BOYS & GIRLS CLUBS OF METRO PHOENIX FOUNDATION	1,065,836.
UNREALIZED GAIN ON INVESTMENTS	739,900.
TOTAL	1,805,736.

STATEMENT 6

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRANTS PAID			
CHANTEL SANCHEZ 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	6,481.
SHAUN YINGLING 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	1,251.
ERNEST WARE, JR 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	811.
DAVID MOSLEY 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	748.
STEPHANIE GAINES 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	141.
DANIELLE MOSLEY 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	1,319.

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SHANEESE FREEMAN 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	923.
MELISSA FUENTES 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	91.
TIFFANY MCINERNENY 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	1,000.
ECHOS BLEVINS 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	2,785.
WHITNEY CHEREKOS 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	80.
GINA JUAREZ 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	210.
SAMARA AYERS 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	673.

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BRIANA FREDENDALL 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	REIMBURSEMENT FOR RODEO SCHOOL	1,401.
ARMELIA BENJAMIN 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	500.
VALERIE TELLEZ 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE INDIVIDUAL	TUITION, BOOKS, SUPPLIES	7,311.
AMERICAN HUMANICS PROGRAM, ASU FOUNDATION 2645 NORTH 24TH STREET PHOENIX, AZ 85008	NONE ORGANIZATION	ASU SCHOLARSHIP CAMPAIGN	600.
ASU FOUNDATION 300 E. UNIVERSITY DR. TEMPE, AZ 85281	NONE PUBLIC CHARITY	SCHOLARSHIP PROGRAM	600.
		TOTAL CONTRIBUTIONS PAID	26,925.

ORM 990, PART II - SPECIFIC ASSISTANCE TO INDIVIDUALS

DESCRIPTION	PROGRAM SERVICES
CLOTHING	5,910.
CHRISTMAS SHOPPING	13,496.
BACK TO SCHOOL SHOPPING	4,757.
YOUTH - RELATED	20,752.
MEDICAL/DENTAL/VISION SERVICES	4,195.
TOTALS	49,110.

STATEMENT 10

ORM 990, PART III - ORGANIZATION'S PRIMARY EXEMPT PURPOSE

BOYS & GIRLS OF METROPOLITAN PHOENIX, INC WAS INCORPORATED TO PROVIDE DAY CAMP AND AFTER SCHOOL PROGRAMS IN THE METROPOLITAN PHOENIX AREA. PROGAMS INCLUDE THE DEVELOPMENT AND MAINTENANCE OF HEALTH AND PHYSICAL FITNESS THROUGH PHYSICAL ACTIVITIES TEACHING THE SKILLS OF LIVING, GOOD USE OF LEISURE TIME AND GETTING ALONG WITH PEERS; PROVIDE OPPORTUNITIES FOR PLANNING AND DECISION-MAKING, CIVIC RESPONSIBILITY, AND LEADERSHIP; AND BROADEN THE HORIZONS OF YOUNGSTERS BY ENCOURAGING INTERGROUP UNDERSTANDING, PROVIDE EXPOSURE TO AND DEVELOPMENT OF SKILLS IN VISUAL AND PERFORMING ARTS AND PREVOCATIONAL ACTIVITIES.

FORM 990, PART III - OTHER PROGRAM SERVICES (LINE E)

DESCRIPTION	GRANTS AND ALLOCATIONS	EXPENSES
CHARACTER & LEADERSHIP DEVELOPMENT: CHILDREN SERVED: 9,519		824,070.
TOTALS		824,070.

FORM 990, PART IV - INVESTMENTS - OTHER SECURITIES

DESCRIPTION	ENDING BOOK VALUE	COST OR FMV
CERTIFICATE OF DEPOSITS	97,809.	FMV
MORTGAGED BACKED SECURITIES	112,688.	FMV
MONEY MARKETS ACCOUNTS	78,148.	FMV
ACACIA PROPERTY CORP	2,501.	FMV
SERIES Z PREF. SH TENNENBAUM OPP. FUND V, LLC - VALUE AT THE TIME OF DONATION $500	500.	FMV
TOTALS	291,646.	

FORM 990, PART IV - INVESTMENTS - OTHER

DESCRIPTION	ENDING BOOK VALUE
INTEREST IN NET ASSETS OF BOYS & GIRLS CLUBS OF METRO PHOENIX FOUNDATION	8,469,503.
TOTALS	8,469,503.

FORM 990, PART IV - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE
INSURANCE POLICY	111,928.
DEFERRED FINANCING COSTS	687,789.
TOTALS	799,717.

FORM 990, PART IV - MORTGAGES AND OTHER NOTES PAYABLE

LENDER: CITY OF PHOENIX
DATE OF NOTE: 01/10/2006
MATURITY DATE: 04/19/2016
REPAYMENT TERMS: PRIN FORGIVEN OVER 10YR @ 20%/YR OVER LAST 5 YEARS
SECURITY PROVIDED: REAL ESTATE
PURPOSE OF LOAN: REHAB OF VARIOUS CLUB PROPERTIES

BEGINNING BALANCE DUE	239,335.
ENDING BALANCE DUE	389,347.

LENDER: JP MORGAN CHASE NOTE A
ORIGINAL AMOUNT: 7,173,888.
INTEREST RATE: 6.950000
DATE OF NOTE: 06/01/2007
MATURITY DATE: 06/01/2037
REPAYMENT TERMS: MONTHLY INTEREST PAYMENT
SECURITY PROVIDED: INVESTMENTS AND SHARED USE AGREEMENTS
PURPOSE OF LOAN: BUILD 3 NEW CLUBS

BEGINNING BALANCE DUE	7,173,888.
ENDING BALANCE DUE	7,173,888.

ENDER: JP MORGAN CHASE NOTE B
RIGINAL AMOUNT: 2,859,522.
INTEREST RATE: 0.500000
DATE OF NOTE: 06/01/2007
MATURITY DATE: 06/01/2037
REPAYMENT TERMS: MONTHLY INTEREST PAYMENT
SECURITY PROVIDED: INVESTMENTS AND SHARED USE AGREEMENTS
PURPOSE OF LOAN: BUILD 3 NEW CLUBS

BEGINNING BALANCE DUE	2,859,522.
ENDING BALANCE DUE	2,859,522.

TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE	10,272,745.
TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE	10,422,757.

FORM 990, PART IV - OTHER LIABILITIES

[illegible]SCRIPTION	ENDING BOOK VALUE
DEPOSITS	2,500.
TOTALS	2,500.

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

DESCRIPTION	AMOUNT
CHANGE IN CASH SURRENDER VALUE OF LIFE INSURANCE POLICY	3,768.
TOTAL	3,768.

STATEMENT 18

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

DESCRIPTION	AMOUNT
CHANGE IN INTEREST IN THE BOYS & GIRLS CLUB OF METRO PHOENIX FOUNDATION	1,065,836.
TOTAL	1,065,836.

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WAYNE ALLCOTT 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	VICE CHAIR 6.00	NONE	NONE	NONE
CHARLIE ALLEN 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
JACK BARRY 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
JIM BAZLEN 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
MARK BESH 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
GARLAND BROWN 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GARY BROWN 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
TOM CASTLEBERRY 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
BRYAN COLANGELO 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
MIKE CONNELLY 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 6.00	NONE	NONE	NONE
KEVIN COOK 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
ROD DENNIS 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
AYLA DICKEY	DIRECTOR 2.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824				
TAMI DOBBS 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
SG ELLISON 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
BUDD FLORKIEWICZ 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
STEVE FUSCO 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 6.00	NONE	NONE	NONE
WARNER GABEL 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
SCOTT GAUTHIER 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JEFF GOULDER 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	VICE-CHAIR 6.00	NONE	NONE	NONE
DAVE GROFF 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
BILL GRUWELL 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
KEVIN HALLORAN 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
JOHN HARRIS 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
LEE HATHAWAY 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 3.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LARRY HAYWARD 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	VICE CHAIR 3.00	NONE	NONE	NONE
JOHN HESTER 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
WARD HICKEY 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
GREGORY HIXON 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
JOHN KEMPER 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
JEFF KUNKEL 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
TERRY LEE	DIRECTOR 2.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824				
JEFF LEVINSON 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 6.00	NONE	NONE	NONE
GEORGE LONG 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
BOB LUBOLD 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
PEARLE MARR 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
JOE MARTORI II 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
VICKI MCDONALD 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KEVIN MCHOLLAND 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 6.00	NONE	NONE	NONE
CHRIS MCNICHOL 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
KIM MCWATERS 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	VICE-CHAIR 6.00	NONE	NONE	NONE
TOM MEEKS 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 6.00	NONE	NONE	NONE
LUIS MENDOZA 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
SCOTT MEYER 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DALE MICETIC 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
STEVEN MINDAK 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
AL MOLINA 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
STEVE MONYER 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
JASON MORRIS 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
GREG PAFFORD 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
ALEX PAPAS	DIRECTOR 2.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824				
MARK PETERSON 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
KARL POLEN 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
LINDA POPE 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
LAUREL PRIEB 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
PAT RAY 2645 NORTH 24TH STREET PHOENIX, AZ 85008	CHAIRMAN 6.00	NONE	NONE	NONE
TED RYAN 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
BUZZ SANDS 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
RUSS SCARAMELLA 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
SUZEE SMITH-EVERHARD 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 6.00	NONE	NONE	NONE
JIM STONE 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
DON TAPIA 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
JEFFREY TERRILL 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
CRAIG THORN 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
SCOTT THORN 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DIANA VOWELS 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
JIMMY WALKER 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
IAN WIST 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
JEFF WOODS 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
MARK ZAVRAS 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR 2.00	NONE	NONE	NONE
AMY GIBBONS 2645 NORTH 24TH STREET PHOENIX, AZ 85008	PRES./EXEC DIRECTOR 40.00	173,497.	18,773.	10,815.
ANTHONY SOKOLOWSKI 2645 NORTH 24TH STREET PHOENIX, AZ 85008	VP & EXEC COUN DIRECTOR 40.00	115,669.	14,277.	3,000.
BRADLEY KULURIS 2645 NORTH 24TH STREET PHOENIX, AZ 85008	CHIEF OPERATIONS OFFICER 40.00	91,000.	11,429.	3,000.

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DALE WANEK 2645 NORTH 24TH STREET PHOENIX, AZ 85008	CHIEF FINANCIAL OFFICER 40.00	126,027.	13,673.	NONE
CAROL STERLING 2645 NORTH 24TH STREET PHOENIX, AZ 85008	HUMAN RESOURCES DIR. 40.00	62,837.	8,730.	NONE
LARIANA FORSYTHE 2645 NORTH 24TH STREET PHOENIX, AZ 85008	VP - RESOURCE DEVEL 40.00	76,752.	15,070.	NONE
BRIDGET MCDONALD 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DIRECTOR OF CLUB OPS 40.00	73,507.	9,749.	2,538.
MATT YODER 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
RONALD J BERGAMO 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
JOHN M BROWNE 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SCOTT M COLES 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
THOMAS P LA PORTE 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
CHARLES SCHMIDT 2645 NORTH 24TH STREET PHOENIX, AZ 85008-1824	DIRECTOR 2.00	NONE	NONE	NONE
	GRAND TOTALS	719,289.	91,701.	19,353.

FORM 990, PART V-A RELATIONSHIP SCHEDULE

RELATIONSHIP SCHEDULE

NAME OF OFFICER, DIRECTOR, ETC: CRAIG THORN
NAME OF RELATED ENTITY: SCOTT THORN
TITLE OR ROLE: DIRECTOR
RELATIONSHIP: SIBLING

NAME OF OFFICER, DIRECTOR, ETC: SCOTT THORN
NAME OF RELATED ENTITY: CRAIG THORN
TITLE OR ROLE: DIRECTOR
RELATIONSHIP: SIBLING

FORM 990, PART IX - INFORMATION REGARDING TAXABLE SUBSIDIARIES

NAME AND ADDRESS EMPLOYER IDENTIFICATION NUMBER	PERCENTAGE OWNERSHIP INTEREST	NATURE OF BUSINESS ACTIVITIES	TOTAL INCOME	ENDING ASSETS
BG DEVELOPMENT LLC 2645 NORTH 24TH STREET PHOENIX, AZ 85008 20-8293147	100.000000	BUILD CLUBHOUSES	804,510.	12,423,920.
TOTAL INCOME			804,510.	12,423,920.

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCOUNT
STEVE BEEKMAN 2645 NORTH 24TH STREET PHOENIX, AZ 85008	AREA DIRECTOR	52,889.	7,853.	NONE
ANDREW PUTNAM 2645 NORTH 24TH STREET PHOENIX, AZ 85008	ACCOUNTING MANAGER	53,640.	7,816.	NONE
STEVE DOMERATZKY 2645 NORTH 24TH STREET PHOENIX, AZ 85008	IT SUPPORT	49,670.	7,881.	NONE
JOAN NOLAN 2645 NORTH 24TH STREET PHOENIX, AZ 85008	GRANTS COORDINATOR	56,780.	8,521.	NONE
KIMBERLEY GISE 2645 NORTH 24TH STREET PHOENIX, AZ 85008	DENTIST	129,376.	13,876.	NONE
	TOTAL COMPENSATION	342,355.	45,947.	NONE

SCHEDULE A, PART III - EXPLANATION FOR LINE 2C

CERTAIN OFFICERS, DIRECTORS, KEY EMPLOYEES AND THEIR FAMILIES PURCHASED TICKETS TO FUNDRAISING EVENTS, MADE CONTRIBUTIONS TO THE ORGANIZATION AND PROVIDED INSIGNIFICANT GOODS AND SERVICES TO THE ORGANIZATION DURING THE YEAR.

TRANSACTIONS IN WHICH BOARD MEMBERS AND/OR THEIR COMPANIES RECEIVED COMPENSATION FOR GOODS AND SERVICES PROVIDED:

MOUNTAIN TELECOMMUNICATION: TAXES PAID ON PHONE SYSTEM OF $4,990.16
WIST OFFICE PRODUCTS: OFFICE SUPPLIES OF $12,854.32
COURTESY CHEVROLET: NEW BUS AND REPAIRS $45,447.42
PREMIER GRAPHICS: WELCOME BROCHURE AND NEWSLETTER $10,605.69
COX COMMUNICATION: CABLE SERVICE AT $4,490.05
KFM STRIPING: ADMIN PARKING LOT/TRI-CITY PARKING AT $16,569.98
SCOTTSDALE BUSINESS FORMS: PRINTING FOR EXECUTIVE COUNCIL AND TASTE BROCHURES $33,627.44

[illegible]CHEDULE A, PART III - EXPLANATION FOR LINE 3A

THE ORGANIZATION HAS A SCHOLARSHIP COMMITTEE COMPRISED OF THE CHIEF OPERATIONS OFFICER AND THREE SENIOR FIELD MANAGERS. BRANCH MANAGERS SUBMIT WRITTEN REQUESTS FOR FUNDS FOR CHILDREN THEY HAVE IDENTIFIED AS HAVING A NEED OR A TALENT AND THE FAMILY LACKS THE ABILITY TO PROVIDE FOR IT. THE WRITTEN REQUEST MUST DESCRIBE THE NEED FOR THE SCHOLARSHIP, INCLUDE A STATEMENT FROM A THIRD-PARTY PROFESSIONAL (SUCH AS AN ACADEMIC ADVISOR, MUSICAL INSTRUCTOR, ETC.), AND THE FINANCIAL INFORMATION OF THE FAMILY. THE COMMITTEE REVIEWS THE REQUEST AND AWARDS AN AMOUNT, OR DENIES THE REQUEST IF NEED IS NOT DEMONSTRATED OR IF ANOTHER SOURCE OF AID IS IDENTIFIED. SCHOLARSHIPS ARE PAID EITHER DIRECTLY TO THE ACADEMIC INSTITUTION OR TO THE RECIPIENT BASED ON VALID RECIEPTS FOR PAYMENT OF QUALIFIED EXPENSES. QUALIFIED EXPENSES CAN INCLUDE TUITION, BOOKS, FEES, TUTORING, BOARD, AND OTHER NORMAL LIVING EXPENSES.

SCHEDULE A, PART IV-A - OTHER INCOME

DESCRIPTION	2006	2005	2004	2003	TOTAL
OTHER	1,216.	2,635.	1,591.	2,566.	8,008.
INSURANCE RECOVERY	660.	17,955.	4,591.	689,295.	712,501.
BRD MEMBER ASSESSMENT	NONE	NONE	NONE	93,505.	93,505.
CANDY MACHINE	13,797.	13,488.	12,934.	12,999.	53,218.
SODA MACHINE	16,829.	15,734.	14,813.	12,868.	60,244.
TOTALS	32,502.	49,812.	33,929.	811,233.	927,476.

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

BOYS & GIRLS CLUBS OF METROPOLITAN PHOENIX

Employer identification number

86-0107639

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	**(b)** Date acquired (mo., day, yr.)	**(c)** Date sold (mo., day, yr.)	**(d)** Sales price (see page 40 of the instructions)	**(e)** Cost or other basis (see page 40 of the instructions)	**(f) Gain or (loss)** Subtract (e) from (d)
6a SECURITIES			4,106,609.	4,235,343.	-128,734.

6b. Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -128,734.

Schedule D-1 (Form 1041) 2007

BOYS [illegible] GIRLS CLUBS OF METROPOLITAN PHOENIX 86-0107639

Supplem[illegible] to Form 4797 Part II Detail

Description	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed or Allowable	Cost or Other Basis	Gain or (Loss) for entire year
FIXED ASSETS	VAR	VAR	NONE		18,939.	-18,939.
Totals						-18,939.