

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.

2007

Open to Public
Inspection

A For the 2007 calendar year, or tax year beginning JUL 1, 2007 and ending JUN 30, 2008

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization BOYS & GIRLS CLUBS OF MIDDLE TN INC Number and street (or P.O. box if mail is not delivered to street address) Room/suite P. O. BOX 110268 City or town, state or country, and ZIP + 4 NASHVILLE, TN 37222	D Employer identification number 62-0540402
		E Telephone number 615-833-2368
		F Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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).

G Website: WWW.BGCMT.ORG

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

Hand 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 ▶ N/A

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

I Group Exemption Number ▶ N/A

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 4,548,087.

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

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

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	2,182,860.		
	c Indirect public support (not included on line 1a)	1c	123,258.		
	d Government contributions (grants) (not included on line 1a)	1d	1,003,581.		
	e Total (add lines 1a through 1d) (cash \$ 3,289,699. noncash \$ 20,000.)	1e	3,309,699.		
	2 Program service revenue including government fees and contracts (from Part VII, line 93)	2	264,604.		
	3 Membership dues and assessments	3	26,488.		
	4 Interest on savings and temporary cash investments	4	32,270.		
	5 Dividends and interest from securities	5			
	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				
Expenses	8 a Gross amount from sales of assets other than inventory	(A) Securities	442,768.	8a	
	b Less: cost or other basis and sales expenses		422,284.	8b	
	c Gain or (loss) (attach schedule)		20,484.	8c	
	d Net gain or (loss). Combine line 8c, columns (A) and (B)	STMT 2		8d	20,484.
	9 Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>				
	a Gross revenue (not including \$ 55,935. of contributions reported on line 1b)	9a	452,908.		
	b Less: direct expenses other than fundraising expenses	9b	147,875.		
	c Net income or (loss) from special events. Subtract line 9b from line 9a	SEE STATEMENT 3		9c	305,033.
	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	19,350.		
12 Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12	3,977,928.			
Net Assets	13 Program services (from line 44, column (B))	13	2,722,149.		
	14 Management and general (from line 44, column (C))	14	453,308.		
	15 Fundraising (from line 44, column (D))	15	490,692.		
	16 Payments to affiliates (attach schedule)	16			
	17 Total expenses. Add lines 16 and 44, column (A)	17	3,666,149.		
18 Excess or (deficit) for the year. Subtract line 17 from line 12	18	311,779.			
19 Net assets or fund balances at beginning of year (from line 73, column (A))	19	3,459,819.			
20 Other changes in net assets or fund balances (attach explanation)	SEE STATEMENT 4		20	<103,305.>	
21 Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21	3,668,293.			

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.

<i>Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.</i>	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a Grants paid from donor advised funds (attach schedule) (cash \$ <u>0</u> noncash \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>				
22b Other grants and allocations (attach schedule) (cash \$ <u>12,135</u> noncash \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>	12,135.	12,135.		
23 Specific assistance to individuals (attach schedule)				
24 Benefits paid to or for members (attach schedule)				
25a Compensation of current officers, directors, key employees, etc. listed in Part V-A	355,617.	272,933.	59,114.	23,570.
b Compensation of former officers, directors, key employees, etc. listed in Part V-B	38,615.	29,660.	6,400.	2,555.
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)				
26 Salaries and wages of employees not included on lines 25a, b, and c	1,239,378.	961,812.	197,495.	80,071.
27 Pension plan contributions not included on lines 25a, b, and c	40,731.	28,350.	9,110.	3,271.
28 Employee benefits not included on lines 25a - 27	98,640.	68,656.	22,062.	7,922.
29 Payroll taxes	120,810.	84,086.	27,021.	9,703.
30 Professional fundraising fees				
31 Accounting fees				
32 Legal fees				
33 Supplies	111,381.	80,790.	17,385.	13,206.
34 Telephone	45,670.	39,714.	3,659.	2,297.
35 Postage and shipping	5,077.	1,065.	802.	3,210.
36 Occupancy	224,712.	178,883.	24,757.	21,072.
37 Equipment rental and maintenance	25,669.	22,727.	1,386.	1,556.
38 Printing and publications	6,780.	1,110.	531.	5,139.
39 Travel	138,621.	113,927.	10,147.	14,547.
40 Conferences, conventions, and meetings ...	14,566.	8,191.	4,612.	1,763.
41 Interest	45,527.	3,103.	42,424.	
42 Depreciation, depletion, etc. (attach schedule)	194,217.	155,705.	4,256.	34,256.
43 Other expenses not covered above (itemize):				
a				
b				
c				
d				
e				
f				
g SEE STATEMENT 5	948,003.	659,302.	22,147.	266,554.
44 Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	3,666,149.	2,722,149.	453,308.	490,692.

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 ☒ NoIf "Yes," enter (i) the aggregate amount of these joint costs \$ N/A ; (ii) the amount allocated to Program services \$ N/A ;(iii) the amount allocated to Management and general \$ N/A ; and (iv) the amount allocated to Fundraising \$ N/A

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 7		Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
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.)		
a	ALL OF THE BOYS AND GIRLS CLUB'S PROGRAMS AND SERVICES STRIVE TO PROMOTE AND ENHANCE THE DEVELOPMENT OF BOYS AND GIRLS. THESE PROGRAMS INCLUDE CHARACTER LEADERSHIP AND DEVELOPMENT, EDUCATION AND CAREER DEVELOPMENT, HEALTH AND LIFE SKILLS, THE ARTS, AND SPORTS, FITNESS, AND RECREATION.	2,722,149.
	(Grants and allocations \$ 12,136.) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
b		
	(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
c		
	(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
d		
	(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
e	Other program services (attach schedule)	
	(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
f	Total of Program Service Expenses (should equal line 44, column (B), Program services) ►	2,722,149.

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		45
	46 Savings and temporary cash investments	507,700.	46 230,037.
	47 a Accounts receivable 47a 52,971.		
	b Less: allowance for doubtful accounts 47b	60,321.	47c 52,971.
	48 a Pledges receivable 48a 1,027,703.		
	b Less: allowance for doubtful accounts 48b	780,671.	48c 1,027,703.
	49 Grants receivable		49
	50 a Receivables from current and former officers, directors, trustees, and key employees		50a
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)		50b
	51 a Other notes and loans receivable 51a		
	b Less: allowance for doubtful accounts 51b		51c
	52 Inventories for sale or use		52
	53 Prepaid expenses and deferred charges	23,894.	53 44,754.
	54 a Investments - publicly-traded securities <input type="checkbox"/> Cost <input type="checkbox"/> FMV		54a
	b Investments - other securities STMT 11 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	0.	54b 1,123,809.
55 a Investments - land, buildings, and equipment: basis 55a 3,525,656.			
b Less: accumulated depreciation 55b 1,723,235.	1,918,253.	55c 1,802,421.	
56 Investments - other		56	
57 a Land, buildings, and equipment: basis 57a			
b Less: accumulated depreciation 57b		57c	
58 Other assets, including program-related investments (describe ► SEE STATEMENT 8)	882,125.	58 285,360.	
59 Total assets (must equal line 74). Add lines 45 through 58	4,172,964.	59 4,567,055.	
Liabilities	60 Accounts payable and accrued expenses	122,172.	60 201,964.
	61 Grants payable		61
	62 Deferred revenue	51,942.	62 19,629.
	63 Loans from officers, directors, trustees, and key employees		63
	64 a Tax-exempt bond liabilities		64a
	b Mortgages and other notes payable STMT 9	249,533.	64b 250,559.
	65 Other liabilities (describe ► SEE STATEMENT 10)	289,498.	65 426,610.
66 Total liabilities. Add lines 60 through 65	713,145.	66 898,762.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.		
	67 Unrestricted	1,833,204.	67 1,316,553.
	68 Temporarily restricted	1,268,412.	68 1,917,412.
	69 Permanently restricted	358,203.	69 434,328.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.		
	70 Capital stock, trust principal, or current funds		70
	71 Paid-in or capital surplus, or land, building, and equipment fund		71
	72 Retained earnings, endowment, accumulated income, or other funds		72
	73 Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)	3,459,819.	73 3,668,293.
74 Total liabilities and net assets/fund balances. Add lines 66 and 73	4,172,964.	74 4,567,055.	

Form 990 (2007)

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	4,047,698.
b	Amounts included on line a but not on Part I, line 12:		
1	Net unrealized gains on investments	b1	<58,541.>
2	Donated services and use of facilities	b2	25,200.
3	Recoveries of prior year grants	b3	
4	Other (specify): <u>SEE STATEMENT 12</u>	b4	<44,764.>
	Add lines b1 through b4	b	<78,105.>
c	Subtract line b from line a	c	4,125,803.
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): <u>SPECIAL EVENTS EXPENSE</u>	d2	<147,875.>
	Add lines d1 and d2	d	<147,875.>
e	Total revenue (Part I, line 12). Add lines c and d	e	3,977,928.

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

a	Total expenses and losses per audited financial statements	a	3,839,224.
b	Amounts included on line a but not on Part I, line 17:		
1	Donated services and use of facilities	b1	25,200.
2	Prior year adjustments reported on Part I, line 20	b2	
3	Losses reported on Part I, line 20	b3	
4	Other (specify): <u>SPECIAL EVENTS EXPENSE</u>	b4	147,875.
	Add lines b1 through b4	b	173,075.
c	Subtract line b from line a	c	3,666,149.
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	0.
e	Total expenses (Part I, line 17). Add lines c and d	e	3,666,149.

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
BOBBY LEE SMITH P.O. BOX 110268 NASHVILLE, TN 37222	PRESIDENT / CEO 40.00	130,000.	15,035.	0.
ROYCE FENTRESS P.O. BOX 110268 NASHVILLE, TN 37222	VP OF OPERATIONS 40.00	69,293.	9,487.	0.
AMY MADEN P.O. BOX 110268 NASHVILLE, TN 37222	VP FINANCE / ADMINISTRATION 32.00	55,265.	7,011.	0.
ROBERT JACOBS P.O. BOX 110268 NASHVILLE, TN 37222	VP RESOURCE DEVELOPMENT 40.00	16,458.	0.	0.
JIM WILLIAMSON P.O. BOX 110268 NASHVILLE, TN 37222	VP CLUB SERVICES & IMPACT 40.00	46,575.	6,493.	0.
SEE ATTACHED LIST OF NONCOMPENSATED BOARD OF DIRECTORS	DIRECTORS 1.25	0.	0.	0.

Part VI Other Information (continued)

		Yes	No
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	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 25,200.		
83 a	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 <i>quid pro quo</i> contributions?	83b	X
84 a	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? N/A	84b	
85 a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members? N/A	85a	
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? N/A If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.	85b	
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? N/A	85g	
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? N/A	85h	
86	501(c)(7) organizations. 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) organizations. 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		
88 a	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
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ 0.; section 4912 ▶ 0.; section 4955 ▶ 0.		
b	501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b	X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ 0.		
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization ▶ 0.		
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
90 a	List the states with which a copy of this return is filed ▶ TN		
b	Number of employees employed in the pay period that includes March 12, 2007 90b 78		
91 a	The books are in care of ▶ SUSAN GRYPASH Telephone no. ▶ 615-425-7017 Located at ▶ 624 GRASSMERE PLACE, SUITE 8, NASHVILLE, TN ZIP + 4 ▶ 37211		
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 ▶ N/A See the instructions for exceptions and filing requirements for Form TD F 90-22.1 , Report of Foreign Bank and Financial Accounts.		

Form 990 (2007)

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 **N/A**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.

93 Program service revenue:

a **PROGRAM SERVICE FEES**

b

c

d

e

f Medicare/Medicaid payments

g Fees and contracts from government agencies

94 Membership dues and assessments

95 Interest on savings and temporary cash investments

96 Dividends and interest from securities

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

101 Net income or (loss) from special events

102 Gross profit or (loss) from sales of inventory

103 Other revenue:

a **SALES TO MEMBERS/PUBLIC**b **OTHER INCOME**

c

d

e

104 Subtotal (add columns (B), (D), and (E))

105 Total (add line 104, columns (B), (D), and (E))

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 **PROGRAM SERVICE REVENUE, MEMBERSHIP DUES, AND MISCELLANEOUS INCOME**

-94& **WERE USED TO SUPPORT THE ORGANIZATION'S VARIOUS PROGRAMS, SUCH AS,**

103B **CHARACTER LEADERSHIP AND DEVELOPMENT, EDUCATION AND CAREER**

DEVELOPMENT, HEALTH AND LIFE SKILLS, AND RECREATION 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
	%			
N/A	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

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

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.

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

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

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

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

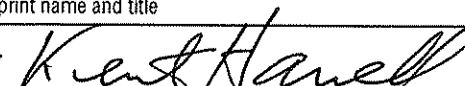
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Please Sign Here

Signature of officer _____ Date _____

Type or print name and title _____

Paid Preparer's Use Only

Preparer's signature  Date 01/30/09 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 KRAFTCPAS PLLC 555 GREAT CIRCLE ROAD, SUITE 200 NASHVILLE, TN 37228-1310

EIN _____ Phone no. (615) 242-7351

Form 990 (2007)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

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

Supplementary Information-(See separate instructions.)

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

OMB No. 1545-0047

2007

Name of the organization

BOYS & GIRLS CLUBS OF MIDDLE TN INC

Employer identification number

62 0540402

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
NONE				
Total number of other employees paid over \$50,000	0			

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	0	

Part II-B

Compensation of the Five Highest Paid Independent Contractors for Other Services

(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See 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	0	

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 ► \$ _____ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.	1	X
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? _____ SEE STATEMENT 13	2b	X
c Furnishing of goods, services, or facilities? _____	2c	X
d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? _____ SEE STATEMENT 14	2d	X
e Transfer of any part of its income or assets? _____	2e	X
3 a Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.) _____	3a	X
b Did the organization have a section 403(b) annuity plan for its employees? _____	3b	X
c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement _____	3c	X
d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services? _____	3d	X
4 a 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? _____ N/A	4b	
c Did the organization make a distribution to a donor, donor advisor, or related person? _____ N/A	4c	
d Enter the total number of donor advised funds owned at the end of the tax year _____ ►		0
e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year _____ ►		0.
f Enter the total number of separate funds or accounts owned at the end of the year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts _____ ►		0.
g Enter the aggregate value of assets in all funds or accounts included on line 4f at the end of the tax year _____ ►		0.

Schedule A (Form 990 or 990-EZ) 2007

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

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

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

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

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

Schedule A (Form 990 or 990-EZ) 2007

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

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	3,432,791.	1,882,045.	2,248,004.	2,062,715.	9,625,555.
16 Membership fees received	17,507.	15,023.	17,827.	15,762.	66,119.
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	479,714.	753,052.	648,340.	449,666.	2,330,772.
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	49,034.	7,341.	37,856.	40,153.	134,384.
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	25,200.	25,200.	26,700.	32,700.	109,800.
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets		17,599.	SEE STATEMENT 15 25,083.		42,682.
23 Total of lines 15 through 22	4,004,246.	2,700,260.	3,003,810.	2,600,996.	12,309,312.
24 Line 23 minus line 17	3,524,532.	1,947,208.	2,355,470.	2,151,330.	9,978,540.
25 Enter 1% of line 23	40,042.	27,003.	30,038.	26,010.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a N/A
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 N/A
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c N/A
d Add: Amounts from column (e) for lines: 18 _____ 19 _____ 22 _____ 26b _____					26d N/A
e Public support (line 26c minus line 26d total)					26e N/A
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f N/A %
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: (2006) 0. (2005) 0. (2004) 0. (2003) 0.					
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) 0. (2005) 0. (2004) 0. (2003) 0.					
c Add: Amounts from column (e) for lines: 15 9,625,555. 16 66,119. 17 2,330,772. 20 _____ 21 109,800.					27c 12,132,246.
d Add: Line 27a total 0. and line 27b total 0.					27d 0.
e Public support (line 27c total minus line 27d total)					27e 12,132,246.
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					27f 12,309,312.
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g 98.5615%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h 1.0917%

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.

NONE

Part V Private School Questionnaire (See page 9 of the instructions.)**N/A****(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?		
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?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?		
	If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)		
32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d	Copies of all material used by the organization or on its behalf to solicit contributions?		
	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?		
b	Admissions policies?		
c	Employment of faculty or administrative staff?		
d	Scholarships or other financial assistance?		
e	Educational policies?		
f	Use of facilities?		
g	Athletic programs?		
h	Other extracurricular activities?		
	If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)		
34 a	Does the organization receive any financial aid or assistance from a governmental agency?		
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.		
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		

Schedule A (Form 990 or 990-EZ) 2007

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 11 of the instructions.)**N/A**(To be completed **ONLY** by an eligible organization that filed Form 5768)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												
		N/A													
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 -															
<table border="0"> <tr> <td>If the amount on line 40 is -</td> <td>The lobbying nontaxable amount is -</td> </tr> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 40</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000</td> </tr> </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		
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														
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.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				N/A (e) Total
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	
45 Lobbying nontaxable amount					0.
46 Lobbying ceiling amount (150% of line 45(e))					0.
47 Total lobbying expenditures					0.
48 Grassroots nontaxable amount					0.
49 Grassroots ceiling amount (150% of line 48(e))					0.
50 Grassroots lobbying expenditures					0.

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:

	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 .)			0.

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

FOOTNOTES

STATEMENT 1

PROPERTY AND EQUIPMENT ARE STATED AT COST, OR AT ESTIMATED FAIR MARKET VALUE AT DATE OF GIFT IF DONATED, LESS ACCUMULATED DEPRECIATION. DEPRECIATION IS COMPUTED ON THE STRAIGHT-LINE METHOD OVER ESTIMATED USEFUL LIVES OF FIVE TO TEN YEARS FOR FURNITURE, EQUIPMENT, VEHICLES, AND BUILDING IMPROVEMENTS, AND FORTY YEARS FOR BUILDINGS.

PROPERTY AND EQUIPMENT CONSISTED OF THE FOLLOWING AT JUNE 30, 2008:

LAND	26,530.
BUILDINGS AND IMPROVEMENTS	2,634,910.
VEHICLES	288,970.
POOL	107,504.
FURNITURE AND EQUIPMENT	456,994.
SOFTWARE	10,748.
	<hr/>
	3,525,656.
LESS ACCUMULATED DEPRECIATION	<1,723,235.>
	<hr/>
TOTAL	1,802,421.
	<hr/>

FORM 990	GAIN (LOSS) FROM NON-PUBLICLY TRADED SECURITIES	STATEMENT	2
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DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED	
SALE OF INVESTMENTS	VARIOUS	VARIOUS	PURCHASED	
NAME OF BUYER	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
	442,768.	416,293.	5,991.	20,484.
TOTAL TO FM 990, PART I, LN 8	442,768.	416,293.	5,991.	20,484.

FORM 990	SPECIAL EVENTS AND ACTIVITIES	STATEMENT	3
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DESCRIPTION OF EVENT	GROSS RECEIPTS	CONTRIBUT. INCLUDED	GROSS REVENUE	DIRECT EXPENSES	NET INCOME OR (LOSS)
YOUTH OF THE YEAR SPRING DINNER	212,500.		212,500.	54,963.	157,537.
FUNDRAISING BREAKFAST	55,935.	55,935.		8,935.	<8,935.>
INGRAM CHALLENGE GOLF TOURNAMENT	35,417.		35,417.	510.	34,907.
DUCK RACE	15,020.		15,020.	8,354.	6,666.
WINE DOWN MAIN STREET	189,971.		189,971.	75,113.	114,858.
TO FM 990, PART I, LINE 9	508,843.	55,935.	452,908.	147,875.	305,033.

FORM 990	OTHER CHANGES IN NET ASSETS OR FUND BALANCES	STATEMENT	4
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DESCRIPTION	AMOUNT
UNREALIZED GAIN/LOSS	<58,541.>
CHANGE IN VALUE OF BENEFICIAL INTEREST	<669.>
LOSS ON DOUBTFUL TEMPORARILY RESTRICTED CONTRIBUTIONS RECEIVABLE	<44,095.>
TOTAL TO FORM 990, PART I, LINE 20	<103,305.>

FORM 990

OTHER EXPENSES

STATEMENT

5

DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
AWARDS & GRANTS	186,877.	186,877.	0.	0.
MISCELLANEOUS				
EQUIPMENT EXPENSE	5,989.	4,563.	1,359.	67.
FOOD PROGRAM EXPENSE	182,341.	182,341.	0.	0.
INSURANCE	67,734.	61,645.	3,799.	2,290.
LICENSES AND PERMITS	1,928.	1,053.	505.	370.
MAINTENANCE SUPPLIES	18,941.	18,752.	113.	76.
COLLABORATIVE FEES				
PAID TO YMCA	50,004.	50,004.	0.	0.
MEMBERSHIP DUES	41,459.	37,958.	25.	3,476.
MISCELLANEOUS	14,007.	9,711.	4,100.	196.
PROFESSIONAL FEES	288,006.	27,421.	11,081.	249,504.
REPAIRS AND				
MAINTENANCE	80,980.	78,977.	1,165.	838.
MARKETING	9,737.	0.	0.	9,737.
TOTAL TO FM 990, LN 43	948,003.	659,302.	22,147.	266,554.

FORM 990	CASH GRANTS AND ALLOCATIONS TO INDIVIDUALS	STATEMENT	6
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CLASS OF ACTIVITY/DONEE'S NAME AND ADDRESS	DONEE'S RELATIONSHIP	AMOUNT
SCHOLARSHIP KANITHIA BAREFIELD AVAILABLE UPON REQUEST	FORMER MEMBER	500.
SCHOLARSHIP RIKKITA ANDERSON AVAILABLE UPON REQUEST	FORMER MEMBER	2,500.
SCHOLARSHIP CARMEN OVERBY AVAILABLE UPON REQUEST	FORMER MEMBER	3,961.
SCHOLARSHIP RASHA HARVEY AVAILABLE UPON REQUEST	FORMER MEMBER	448.
SCHOLARSHIP RAY HARVEY AVAILABLE UPON REQUEST	FORMER MEMBER	1,800.
SCHOLARSHIP JON HARRIS AVAILABLE UPON REQUEST	FORMER MEMBER	500.
SCHOLARSHIP JAMES DICKERSON AVAILABLE UPON REQUEST	FORMER MEMBER	500.
SCHOLARSHIP FUKAYNA HART AVAILABLE UPON REQUEST	FORMER MEMBER	500.
SCHOLARSHIP DECARLOS ROBINSON AVAILABLE UPON REQUEST	FORMER MEMBER	1,426.
TOTAL INCLUDED ON FORM 990, PART II, LINE 22B		12,135.

FORM 990	STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE	STATEMENT	7
	PART III		

EXPLANATION

THE PURPOSE OF THE BOYS & GIRLS CLUBS IS TO ENABLE ALL YOUNG PEOPLE, ESPECIALLY THOSE WHO NEED US MOST, TO REACH THEIR FULL POTENTIAL AS PRODUCTIVE, CARING, AND RESPONSIBLE CITIZENS. THE AGENCY STRIVES TO IMPROVE EACH CHILD'S LIFE BY ENHANCING SELF-ESTEEM AND COURAGE, AND INSTILLING POSITIVE VALUES THROUGH EDUCATIONAL PROGRAMS.

FORM 990	OTHER ASSETS	STATEMENT	8
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DESCRIPTION	BEGINNING OF YEAR	END OF YEAR
INVESTMENTS	566,096.	0.
DEPOSITS	6,099.	6,099.
AGENCY ENDOWMENT	17,430.	16,761.
MEMBERSHIP RIGHTS	292,500.	262,500.
TOTAL TO FORM 990, PART IV, LINE 58	882,125.	285,360.

FORM 990	OTHER NOTES AND LOANS PAYABLE	STATEMENT	9
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LENDER'S NAME	TERMS OF REPAYMENT
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FIRST TN	MONTHLY
----------	---------

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE
--------------	---------------	----------------------	---------------

11/03/04	02/01/08	250,000.	5.00%
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SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
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BUILDING

RELATIONSHIP OF LENDER

NONE

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	BALANCE DUE
CASH	0.	250,559.

TOTAL INCLUDED ON FORM 990, PART IV, LINE 64, COLUMN B	250,559.
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FORM 990	OTHER LIABILITIES	STATEMENT	10
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DESCRIPTION	BEGINNING OF YEAR	END OF YEAR
LINE OF CREDIT	274,601.	414,564.
CAPITAL LEASE PAYABLE	14,897.	12,046.
TOTAL TO FORM 990, PART IV, LINE 65	289,498.	426,610.

FORM 990	OTHER SECURITIES	STATEMENT 11
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SECURITY DESCRIPTION	COST/FMV	OTHER SECURITIES
INVESTMENTS	FMV	1,123,809.
TO FORM 990, LINE 54B, COL B		1,123,809.

FORM 990	OTHER REVENUE NOT INCLUDED ON FORM 990	STATEMENT 12
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DESCRIPTION	AMOUNT
CHANGE IN VALUE OF BENEFICIAL INTEREST	<669.>
LOSS ON DOUBTFUL TEMPORARILY RESTRICTED CONTRIBUTIONS	<44,095.>
TOTAL TO FORM 990, PART IV-A	<44,764.>

SCHEDULE A	EXPLANATION OF TRANSACTIONS	STATEMENT 13
	PART III, LINE 2B	

ONE OF THE BOARD MEMBERS IS A SENIOR OFFICER WITH A FINANCIAL
INSTITUTION WHICH IS THE AGENCY'S PRINCIPAL BANK AND LENDER.

SCHEDULE A	EXPLANATION OF TRANSACTIONS	STATEMENT 14
	PART III, LINE 2D	

DURING THE YEAR, BOYS AND GIRLS CLUB WAS ENGAGED WITH THE YMCA
REGARDING THE REIMBURSEMENT OF OPERATING COSTS FOR A FACILITY THEY
SHARED.

SCHEDULE A	OTHER INCOME			STATEMENT 15
DESCRIPTION	2006 AMOUNT	2005 AMOUNT	2004 AMOUNT	2003 AMOUNT
SALES TO MEMBERS & PUBLIC	0.	3,057.	2,400.	0.
OTHER INCOME	0.	14,542.	22,683.	0.
TOTAL TO SCHEDULE A, LINE 22	0.	17,599.	25,083.	0.



Alumni Scholarship Criteria

I. Youth of the Year Scholarship

- A. The Youth of the Year of Boys & Girls Clubs of Middle Tennessee will be awarded a \$2,500 college scholarship.
- B. For those Youths of the Year not ready for college, the organization will hold the \$2,500 and make the funds available for the individual when he/she reaches college age.
- C. The organization will not add interest to the scholarship funds.

II. Other Scholarships

- A. The organization will award \$500-per-semester college scholarships, as funds are available, to students meeting stated criteria.
- B. 'College' includes post-high school vocational and trade schools.
- C. Criteria:
 - 1. Student must have been a Boys & Girls Club member for at least two years.
 - 2. Student must be in good academic standing with a 2.0 or better GPA.
 - 3. Student must send in proof of grades and school progress.

BOARD OFFICERS	MAILING ADDRESSES	TELEPHONE	COMMITTEE ASSIGNMENT
Kenneth Webb <i>Chairman</i> Credit Marketing Manager Manager Member: 2001	First Tennessee Bank (w) P.O. Box 28100, 37202-8100 kewebb@ftb.com	734-6118 (Asst Kelly 734-6095 (fax) 347-6025 (cell)	<u><i>Executive</i></u> <u><i>Building/Vision</i></u> <u><i>Steering Comm.</i></u> <u><i>(ex-officio)</i></u>
Brian Shipp <i>Chairman-Elect</i> President Member: 2002	HealthAdvisors, LLC 4525 Harding Road, Ste. 200 Nashville, TN 37205 (h) 148 Windsor Drive Nashville, TN 37205 cbshipp@comcast.net	948-0815 356-8493 (h) 620-4488 (f) healthadvisors@comcast.net	<u><i>Executive</i></u> <u><i>Futures (Chair)</i></u> <u><i>Board</i></u> <u><i>Development (co-Chair)</i></u> <u><i>Steering</i></u> <u><i>Committee</i></u>
Nim Chinniah <i>Secretary</i> Deputy Vice Chancellor for Administration and Academic Affairs Member: 2005	Vanderbilt University (w) 421 Kirkland Hall, 37240 nim.chinniah@vanderbilt.edu Copy Laraine Caldwell on all matters laraine.caldwell@vanderbilt.edu	343-0462 (w) 343-7420 (fax) 343-2838 - Ast Laraine	<u><i>Executive</i></u> <u><i>Finance (co-Chair)</i></u>
Phil Woodlief <i>Treasurer</i> VP & CFO Member: 2001	Mars Pet Care Co. (w) P.O. Box 2487 Brentwood, TN 37024-2487 pwoodlief@doanepetcare.com	298-9770 (h) 373-7774 (w) messages 309-1118 (fax)	<u><i>Executive</i></u> <u><i>Finance (Chair)</i></u> <u><i>Investment</i></u>
Holly Sharp <i>Area Council Liaison</i> Community Volunteer Member: 2001	(w) 714 Summerwind Circle, 37215 hollandconner@comcast.net	665-8916 (h) 589-7669 ©	<u><i>Futures</i></u>
D. Scott Turner <i>Immediate Past</i> <i>Chairman</i>	Ajax Turner Company (w) 1045 Visco Drive 37210 sturner@ajaxturner.com	244-2424 (w) 726-2162 (fax) 642-8031 ©	<u><i>Executive</i></u> <u><i>Building/Vision</i></u> <u><i>Board</i></u> <u><i>Development</i></u>

President & CEO	cheata@ajaxturner.com		<u>Steering Committee</u>
Member: 1993		Jean Cheatum - Asst. 727-7648	
DIRECTORS			
Currie Andrews Principal Member: 1982	Andrews Cadillac (w) P.O. Box 427 Brentwood, TN 37024 currieandrews@andrewscadillac.com	373-3800 (w) 661-5823 (fax)	<u>Resource Development</u>
Roger T. Briggs, Jr. Vice Chairman Member: 2001	Morgan Joseph & Co. Inc. (w) 150 4th Avenue North, Ste. 1050, 37219 rbriggs@morganjoseph.com Copy Stephanie Traven on all straven@morganjoseph.com	238-2302 (w - Asst. Stephanie Traven) 238-2301 (fax) 385-7025 (h) 400-9044 (cell)	<u>Executive Investment (Chair)</u>
Lisa H. Campbell			
Scott D. Carey Member: 2006	Baker Donelson 211 Commerce Street, Ste. 1000 Nashville, TN 37201 scarey@bakerdonelson.com 3422 Woodmont Blvd. Nashville, TN 37215	726-7379 (w) 744-7379 (f) 385-2487 (h) Admin. Asst. Susan Ayers 726-7333	<u>Mission/Program Corporate Giving Champion</u>
Charles Cardwell Metropolitan Trustee Member: 1992	Metropolitan Trustee's Office *(w) 800 2nd Avenue North, Ste. 2, 37201 (h) 105 Lea Avenue, Unit 1, 37210 charlie.cardwell@nashville.gov	862-6336 (w) 862-6339 (Asst. Wanda Binkley) 880-3658 (fax) 242-1133 (h)	<u>Finance Steering Committee</u>
Mary Clement	State of Tennessee	741-1276 (w)	<u>Resource Development</u>

Director	Division of Consumer Affairs		<u>Steering Committee</u>
Member: 1999	500 James Robertson Parkway, 37243-0600 mary_clement@comcast.net		
Waverly D. Crenshaw, Jr.	Waller Lansden Dortch & Davis	244-6380 (office)	<u>Executive</u>
Attorney-At-Law	(w) 511 Union St., Suite 2100, 37219	244-6804 (fax)	<u>Human Resources</u>
Member: 2005	(m) P.O. Box 198966, 37219-8966 waverly.crenshaw@wallerlaw.com	579-7978 (cell) Melissa 850-8171	<u>(Chair)</u>
Jana Joustra Davis	(w) HCA	344-1593 (w)	<u>Board</u>
Vice President		344-2291 (f)	<u>Development</u>
Corp. Comm.	1 Park Plaza, Building One Nashville, TN 37203 j2.davis@hcahealthcare.com	Paula Broadway Asst. 344-1594	<u>Steering Committee</u>
Member: 2006	(h) 412 Jackson Blvd. Nashville, TN 37205		<u>(Chair)</u>
Amanda Farnsworth	Hilliard Lyons	297-2211 (Asst. Donna Brooks)	<u>Board</u>
Senior Vice President	(w) 3401 West End Avenue, Ste. 160, 37203 afarnsworth@hilliard.com	297-7164 (fax)	<u>Development</u>
Member: 1997			
Farzin Ferdowsi	Management Resources Company	377-5723 (Asst. Renee Wells)	<u>Building/Vision</u>
President & CEO	(w) 1728 Gen. Geo Patton	373-4299 (fax)	<u>(Chair)</u>
Member: 2003	Brentwood, 37027 fferdowsi@mrco.net	972-9222 (Renee Wells' cell) 481-9070 (cell)	<u>Steering Committee</u>

	Please copy Renee Wells on all matters	rwells@mrco.net	
Brad Gioia Headmaster Member: 1997	Montgomery Bell Academy *(w) 4001 Harding Road 37205 (h) 126 Ensworth Ave. 37205 gioiab@montgomerybell.com	298-5514 (w-Asst. Jennifer Howell) 297-0271 (fax) 463-2255 (h)	<u>Board Development</u>
Ed Goodrich Vice President Member: 2004	Caterpillar Financial Services 2120 West End Avenue Nashville, TN 37203 ed.goodrich@cat.com	341-1005 341-1004 (w-Asst. Amber Wallace) 969-5876 (cell)	<u>Resource Development Steering Committee</u>
Nelson Griffin Vice President, Purchasing & Distribution Member: 2004	Cracker Barrel P.O. Box 787 Lebanon, TN 37088-0787 ngriffin@crackerbarrel.com Please Copy Robyn Avella on all matters	615-443-9256 (Asst. Robyn Avella) 615-443-9525 (fax) 615-838-5967 (cell) ravella@crackerbarrel.com	<u>Mission/Program (Chair)</u> <u>Magness Potter Champion</u>
Joe M. Hall President Member: 2000	Hall Strategies 222 4th Ave North, 37219 joe@hallstrategies.com	242-8856 ext. 11 242-8857 (fax) 330-3289 ©	<u>Executive Marketing & P/R (Chair)</u>
Matt Hamilton Member: 2006	Centerfield Advisors 1083 Lynn Wood Blvd. Nashville, TN 37215 centerfield@comcast.net	545-3356 (w) 665-1457 (h)	<u>Finance Mission/Program Andrew Jackson Champion</u>
Jim Hennessey Marketing Director	United Healthcare 10 Cadillac Dr., Ste. 200 Brentwood, TN 37027	372-3490 (Asst. Becky Walter) 403-8945 (cell) 386-5054 (h)	<u>Marketing & P/R</u>

Member: 2000	jim_hennessey@uhc.com		
Allen L. Hovious Principal	Lattimore, Black, Cain & Morgan (h) 230 Hillwood Drive 37205 5250 Virginia Way - PO Box 1869 Brentwood, TN 37024-1869 - (615) 377-4600	377-4600 (w)	<u><i>Futures</i></u>
Member: 1984	Brentwood, TN 37024-1869 ahovious@LBMC.com		
Jeff Howard Chief Financial Officer	W.L. Hailey & Company (w) 2971 Kraft Drive 37204	255-3161 x 124 (w) 255-3161 x149 (Asst. Terry Beeler) 256-1316 (fax)	<u><i>Finance</i></u>
Member: 2003	jhoward@wlhailey.com		
Orrin Ingram President & CEO	Ingram Industries (w) 4400 Harding Road 37205 orrin.ingram@ingram.com	298-8266 (w) 298-8374 (Asst. Diane Key) 298-7579 (fax)	<u><i>Executive Board Development (Chair)</i></u> <u><i>Steering Committee</i></u>
Member: 1987	Please copy Diane Key on all matters	377-6318 (h) diane.key@ingram.com	
Bob Jacobs	P.O. Box 58505, 37205 bobesusa@comcast.net	403-5999 (cell)	<u><i>Futures Resource Development Individual Giving Champion</i></u>
Member: 2005			
Steve Jackson Director of Admin. Svcs.	Gale Smith & Company (w) 110 Winner Circle Brentwood, TN 37027 sjackson@gs1868.com	377-5150 (w) 263-5850 (f) 790-3077 (h)	<u><i>Futures</i></u>
Member: 2006			
Jamie Jones	Retired (h) 2425 Golf Club Lane 37215 jamiejones1@comcast.net	292-3304 (h)	<u><i>Finance Steering Committee</i></u>
Member: 1989			
Sydney F. Keeble, Jr.	(h) 505 Park Center Drive, 37205	292-4435 (h)	<u><i>Finance</i></u>

Community Volunteer Member: 1961		292-4435 (Carolyn Roberts) 292-1135 (fax)	
Preston Lentz Vice President Member: 1990	Cadinha & Company (w/h) 3635 Valley Vista Road 37205 nplentz@aol.com	383-2223 (w) 385-4702 (Mary Ann) 383-2313 (fax) 385-4702 (h)	<u><i>Executive Resource Development (Chair) Planned Giving Champion</i></u>
C. Phillip Many Executive Director Member: 2005	(w) Foundations Associates, Inc. (h) 109 Evander Street Nashville, 37206 cpmsport@comcast.net	419-3704	<u><i>Resource Dev. (co- Chair) Finance</i></u>
Darrell K. Massengale CFO Member: 1996	Infrastructure Corp. of America 5110 Maryland Way, Brentwood 37027 (h) 9543 Equestrian Lane Brentwood, TN 37027 dmassengale@ica-onramp.com	377-9846 (h) 948-4081 (cell) 377-4730 (w)	
J. Chris Meadows Member: 1990	Willis Corporation (w) 26 Century Boulevard 37214 chris.meadows@willis.com	872-3763 (w) 872-3896 (fax)	<u><i>Resource Development</i></u>
Albert L. Menefee, III Member: 1986	Menefee Equipment Company (w) 203 3rd Avenue North Franklin, TN 37064 overland59t@aol.com	791-4755 (w) 791-7072 (fax) 943-5748 (mobile)	
David Ogilvie Franklin Board Chair Member: 2006	Ogilvie & Williams 908 W. Main Street Franklin, TN 37064 ogilvie@comcast.net	293-3168 (w) 293-3168 ©	<u><i>Executive</i></u>
David Paine CEO Member: 2005	David Paine + Partners 56 Lindsley Avenue, 37210 david@paineandpartners.com	242-5546 (w)	<u><i>Marketing & P/R (co-Chair)</i></u>
Teresa Phillips Athletics Director	Tennessee State University 3500 John A. Merritt Blvd	963-5861 (w) 963-5911 (fax)	

Member: 2004	Nashville, TN 37209 tphillips@tnstate.edu		
Kevin Pigman Director Member: 2006	Dell, Inc. One Dell Parkway, Bldg AM1 Nashville, TN 37217 kevin_pigman@dell.com	715-5751 (w) 776-7966 (h)	<u>Technology (co-Chair)</u>
Scott Portis President Member: 2002	Cannon Restaurant Management Moe's Southwest Grill One Burton Hills Blvd, Suite 300, 37215 scott.portis@moesmiddletn.com	665-0444 (w) 309-6990 (h) 300-3696 (cell) 665-1227 (fax)	<u>Executive Technology (Chair)</u> <u>Steering Committee</u>
Rosemary Ramsey Assoc. Board Liason Member: 2006	Work: American Retirement Corp Home: 125 37th Avenue North Nashville, TN 37209 rosemaryramsey@yahoo.com r Ramsey@arclp.com	479-8336 (c)	<u>Executive Mission/Program Futures</u>
Craig Reavis Area Sales Mgr. Phoenix Club President Member: 2006	Centex Homes 370 Mallory Station Rd., Ste. 500 Franklin, TN 37067 creavis@centexhomes.com	714-2622 © 794-1901 (w) 794-8278 (f)	<u>Marketing & P/R</u>
Ronald L. Samuels Regional President Member: 1983	Regions Bank *(w) 401 Union Street 37219 (h) 405 Georgetown Drive 37205 ron.samuels@regions.com	726-4215 (Asst. Kit Hendrickson) 726-4330 (fax)	<u>Board Development</u> <u>Steering Committee</u>
Lee W. Schaefer Vice President - Condominium Dev. Member: 2002	Bristol Development Group 325 Seaboard Ln, Suite 190 Franklin, TN 37067 lee@bristoldevelopment.com	369-9009 ext. 423 771-0043 (fax) 480-7771 (cell)	<u>Resource Development Building/Vision</u> <u>Steering Committee</u>
Walter Schultz Field Implementation Marketing Director Member: 2003	Sprint PCS 2525 West End Ave, 8th Floor 37203 walter.d.schultz@sprint.com	300-4735 (c) 341-7684 (fax) 341-7844 (w)	<u>Marketing & P/R</u>

Janis Sontany State Representative Member: 2005	TN House of Representatives, Dist. 53 32 Legislative Plaza, 37243 rep.janis.sontany@legislature.state.tn.us Please copy Delano Brent on all matters delano.brent@legislature.state.tn.us	741-6861 (w) 253-0325 (fax) 331-7616 (h) janis.sontany@comcast.net	<u>Mission/Program</u> <u>Thompson Lane Champion</u>
Mark Traylor Young Leader Rep. Member: 2006	Boyle Investment Company 5110 Maryland Way, Ste. 330 Brentwood, TN 37027 mtraylor@boyle.com	370-5123 (w) 370-5130 (f)	<u>Mission/Program</u> <u>Vine Hill Champion</u> <u>Building/Vision Resource Development</u>
Brent Turner Vice President, Treasurer & Investor Relations	Psychiatric Solutions, Inc. 840 Crescent Centre Drive, Suite 460 Franklin, TN 37067	312-5700 (w) 312-5711 (fax)	<u>Finance Investment</u> <u>Foundation Giving Champion</u>
David T. Vandewater President & CEO Member: 1996	Ardent Health Services, LLC *(w) One Burton Hills Blvd., #250 37215 (h) 425 Jackson Blvd. 37205 david.vandewater@ardenthealth.com Please copy Karen West on all	296-3351 (w - Asst. Karen West) 296-6001 (fax) 292-2566 (h) karen.west@ardenthealth.com	<u>Board Development</u> <u>Steering Committee</u>
Jack Wallace Senior Vice President Member: 1985	Willis of Tennessee, Inc. (w) P.O. Box 305025, 37230 jack.wallace@willis.com	872-3850 (w) 351-7278 mobile 872-3896 (fax)	<u>Building/Vision Steering Committee</u>
David Williams, II Vice Chancellor,	Vanderbilt University (w) 305 Kirkland Hall, 37240	322-8331 (Asst. JoAnn Patterson) 343-3930 (fax)	<u>Board Development</u>

Student Life and University Affairs Member: 2001	david.williams@vanderbilt.edu Please copy Joann Patterson on all matters	joann.patterson @vanderbilt.edu	
Don Williamson Managing Partner Member: 1987	Compass Executives (w) 95 White Bridge Rd., #400 Nashville, TN 37205 (h) 1137 Traveler's Ridge Drive 37220 donwilliamson@compassexecutive s.com	354-5757 473-0935 © 371-1084 (h)	<u>Board Development Steering Committee</u>
Ward Wilson Regional President Member: 2006	US Bank 150 4th Ave. N, 3rd Floor Nashville, TN 37219 ward.wilson@usbank.com Diane Bishop Admin. Asst.	251-9253 (w) 251-0729 (f) 661-9180 (h) 251-9224 (Diane)	<u>Finance</u>
Uzi Yemin President & CEO Member: 2005	Delek US Holdings (w) 830-Crescent Centre Dr., Suite 300 Franklin, TN 37067 uzi.yemin@mapcoexpress.com Please copy Julie on all matters Julie?@mapcoexpress.com	224-1121 (w) 224-1185 (fax) 224-1179	<u>Building/Vision</u>
Jack W. Smithwick Member: 1982	(h) 1133 Stonewall Jackson Ct. 37220 HRConsult@bellsouth.net	373-1719 (h) 351-0140 (cell)	
James Hal Conditt Vice President Sales & Bus. Dev. Member: ?	Beecher Carlson 6 Cadillac Drive, Ste. 320 Brentwood 37027	277-9848 (w) 277-9879 (f)	