

Form **990****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)

OMB No. 1545-0047

2005

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2005 calendar year, or tax year beginning **JUL 1, 2005** and ending **JUN 30, 2006****B** Check if applicable:

- ☐ Address change
☐ Name change
☐ Initial return
☐ Final return
☐ Amended return
☐ Application pending

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

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)

P. O. BOX 110268

Room/suite

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☐ 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 ▶ **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****M** Check ☐ if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).**G** Website: ▶ **WWW.BGCMT.ORG****J** Organization type (check only one) ☒ 501(c) (3) (insert no.) ☐ 4947(a)(1) or ☐ 527**K** Check here ☐ if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS; but if the organization chooses to file a return, be sure to file a complete return. Some states require a complete return.**L** Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **3,886,191.****Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances**

Revenue	1	Contributions, gifts, grants, and similar amounts received:				
	a	Direct public support	1a	834,481.		
	b	Indirect public support	1b	238,625.		
	c	Government contributions (grants)	1c	700,411.		
	d	Total (add lines 1a through 1c) (cash \$ 1,773,517. noncash \$)	1d	1,773,517.		
	2	Program service revenue including government fees and contracts (from Part VII, line 93)		2	193,693.	
	3	Membership dues and assessments		3	15,023.	
	4	Interest on savings and temporary cash investments		4	29,742.	
	5	Dividends and interest from securities		5		
	6a	Gross rents	6a			
	b	Less: rental expenses	6b			
	c	Net rental income or (loss) (subtract line 6b from line 6a)	6c			
7	Other investment income (describe)		7			
Revenue	8a	Gross amount from sales of assets other than inventory	(A) Securities	1,297,258.	8a	
	b	Less: cost or other basis and sales expenses		1,319,659.	8b	
	c	Gain or (loss) (attach schedule)		<22,401.>	8c	
	d	Net gain or (loss) (combine line 8c, columns (A) and (B))	STMT 2		8d	<22,401.>
	9	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>				
	a	Gross revenue (not including \$ 0. of contributions reported on line 1a)	9a	559,359.		
	b	Less: direct expenses other than fundraising expenses	9b	181,366.		
	c	Net income or (loss) from special events (subtract line 9b from line 9a)	SEE STATEMENT 3		9c	377,993.
	10a	Gross sales of inventory, less returns and allowances	10a			
	b	Less: cost of goods sold	10b			
	c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)	10c			
	Expenses	11	Other revenue (from Part VII, line 103)		11	17,599.
12		Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)		12	2,385,166.	
13		Program services (from line 44, column (B))		13	2,233,330.	
14		Management and general (from line 44, column (C))		14	423,394.	
15		Fundraising (from line 44, column (D))		15	289,735.	
16		Payments to affiliates (attach schedule)		16		
17		Total expenses (add lines 16 and 44, column (A))		17	2,946,459.	
18		Excess or (deficit) for the year (subtract line 17 from line 12)		18	<561,293.>	
19		Net assets or fund balances at beginning of year (from line 73, column (A))		19	3,246,126.	
20		Other changes in net assets or fund balances (attach explanation)		SEE STATEMENT 4		
21		Net assets or fund balances at end of year (combine lines 18, 19, and 20)		21	2,669,105.	

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

Form 990 (2005)

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.

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
22 Grants and allocations (attach schedule) ... (cash \$ <u>3,200.</u> noncash \$ <u>0.</u>) If this amount includes foreign grants, check here <input type="checkbox"/>	22 3,200.	3,200.	STATEMENT 7	
23 Specific assistance to individuals (attach schedule)	23			
24 Benefits paid to or for members (attach schedule)	24			
25 Compensation of officers, directors, etc. **	25 375,845.	280,386.	58,955.	36,504.
26 Other salaries and wages	26 1,131,289.	844,028.	179,584.	107,677.
27 Pension plan contributions	27 52,083.	42,101.	6,472.	3,510.
28 Other employee benefits	28 81,056.	65,522.	10,072.	5,462.
29 Payroll taxes	29 121,491.	98,208.	15,096.	8,187.
30 Professional fundraising fees	30			
31 Accounting fees	31			
32 Legal fees	32			
33 Supplies	33 58,969.	50,130.	1,956.	6,883.
34 Telephone	34 48,786.	42,474.	2,920.	3,392.
35 Postage and shipping	35 25,689.	847.	712.	24,130.
36 Occupancy	36 197,401.	159,441.	19,215.	18,745.
37 Equipment rental and maintenance	37 20,683.	17,666.	808.	2,209.
38 Printing and publications	38 4,534.	1,887.	430.	2,217.
39 Travel	39 28,644.	21,362.	4,308.	2,974.
40 Conferences, conventions, and meetings ...	40 9,977.	4,239.	3,328.	2,410.
41 Interest	41 29,787.	0.	29,787.	0.
42 Depreciation, depletion, etc. (attach schedule)	42 158,859.	147,809.	5,525.	5,525.
43 Other expenses not covered above (itemize):				
a	43a			
b	43b			
c	43c			
d	43d			
e	43e			
f	43f			
g SEE STATEMENT 5	43g 598,166.	454,030.	84,226.	59,910.
44 Total functional expenses. Add lines 22 through 43. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44 2,946,459.	2,233,330.	423,394.	289,735.

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

Form 990 (2005)

** SEE STATEMENT 6

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

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

What is the organization's primary exempt purpose? ► <u>SEE STATEMENT 8</u>		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	<u>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.</u>	
(Grants and allocations \$	<u>3,200.</u>) If this amount includes foreign grants, check here ► <input type="checkbox"/>	<u>2,233,330.</u>
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) ►	<u>2,233,330.</u>

Form 990 (2005)

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	168,030.	46 131,389.
	47 a Accounts receivable 47a 41,552.		
	b Less: allowance for doubtful accounts 47b	55,112.	47c 41,552.
	48 a Pledges receivable 48a 326,758.		
	b Less: allowance for doubtful accounts 48b	421,726.	48c 326,758.
	49 Grants receivable		49
	50 Receivables from officers, directors, trustees, and key employees		50
	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	8,073.	53 16,159.
	54 Investments - securities <input type="checkbox"/> Cost <input type="checkbox"/> FMV		54
	55 a Investments - land, buildings, and equipment: basis 55a 3,622,358.		
	b Less: accumulated depreciation 55b 1,655,142.	2,056,234.	55c 1,967,216.
56 Investments - other		56	
57 a Land, buildings, and equipment: basis 57a			
b Less: accumulated depreciation 57b		57c	
58 Other assets (describe <input type="checkbox"/> SEE STATEMENT 9)	908,928.	58 547,929.	
59 Total assets (must equal line 74). Add lines 45 through 58	3,618,103.	59 3,031,003.	
Liabilities	60 Accounts payable and accrued expenses	133,177.	60 93,906.
	61 Grants payable		61
	62 Deferred revenue		62
	63 Loans from officers, directors, trustees, and key employees		63
	64 a Tax-exempt bond liabilities		64a
	b Mortgages and other notes payable		64b
	65 Other liabilities (describe <input type="checkbox"/> NOTE PAYABLE)	238,800.	65 267,992.
66 Total liabilities. Add lines 60 through 65)	371,977.	66 361,898.	
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	2,433,898.	67 2,031,347.
	68 Temporarily restricted	454,025.	68 279,555.
	69 Permanently restricted	358,203.	69 358,203.
	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; column (B) must equal line 21)	3,246,126.	73 2,669,105.
	74 Total liabilities and net assets/fund balances. Add lines 66 and 73	3,618,103.	74 3,031,003.

Form 990 (2005)

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	2,576,004.
b	Amounts included on line a but not on Part I, line 12:		
1	Net unrealized gains on investments	b1	<15,728.>
2	Donated services and use of facilities	b2	25,200.
3	Recoveries of prior year grants	b3	
4	Other (specify):	b4	
	Add lines b1 through b4	b	9,472.
c	Subtract line b from line a	c	2,566,532.
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): SPECIAL EVENTS EXPENSE	d2	<181,366.>
	Add lines d1 and d2	d	<181,366.>
e	Total revenue (Part I, line 12). Add lines c and d	e	2,385,166.

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

a	Total expenses and losses per audited financial statements	a	3,153,025.
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): SPECIAL EVENTS EXPENSE	b4	181,366.
	Add lines b1 through b4	b	206,566.
c	Subtract line b from line a	c	2,946,459.
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	2,946,459.

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
TONY HIGGINBOTHAM P.O. BOX 110268 NASHVILLE, TN 37222	PRESIDENT/CEO 40.00	138,000.	18,722.	0.
SHIRLEY DRESCHER P.O. BOX 110268 NASHVILLE, TN 37222	VP OF RESOURCE DEVELOPMENT 40.00	65,000.	1,448.	0.
ROYCE FENTRESS P.O. BOX 110268 NASHVILLE, TN 37222	VP OF OPERATIONS 40.00	65,000.	7,941.	0.
AMY MADEN P.O. BOX 110268 NASHVILLE, TN 37222	VP FINANCE/ADMINISTRATION 40.00	7,219.	0.	0.
SEE ATTACHED LIST OF NONCOMPENSATED BOARD OF DIRECTORS	DIRECTORS 1.25	0.	0.	0.

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

75 a Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings **51**

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	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
SUSAN HOSBACH P.O. BOX 110268 NASHVILLE, TN 37222	0.	12,580.	1,151.	0.
ANGIE LITTHGOW P.O. BOX 110268 NASHVILLE, TN 37222	0.	55,000.	3,784.	0.

Part V Other Information (See the instructions.)

76 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	
77 Were any changes made in the organizing or governing documents but not reported to the IRS?	
78 a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	
b If "Yes," attach a conformed copy of the changes.	
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	
80 a 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?	
b If "Yes," enter the name of the organization	N/A
81 a Enter direct or indirect political expenditures. (See line 81 instructions.)	0.
b Did the organization file Form 1120-POL for this year?	

Part VII 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 quid pro quo 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?	84b	N/A
85	501(c)(4), (5), or (6) organizations. a 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) 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	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	88	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.
90 a	List the states with which a copy of this return is filed ▶ TN	90b	60
b	Number of employees employed in the pay period that includes March 12, 2005	90b	60
91 a	The books are in care of ▶ AMY MADEN Telephone no. ▶ (615) 833-2368 Located at ▶ P. O. BOX 110268, NASHVILLE, TN ZIP + 4 ▶ 37222		
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)? 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.	91b	X
c	At any time during the calendar year, did the organization maintain an office outside of the United States? If "Yes," enter the name of the foreign country ▶ N/A	91c	X
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

Form 990 (2005)

Form 990 (2005)

BOYS & GIRLS CLUBS OF MIDDLE TN INC

62-0540402 Page 8

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) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a PROGRAM SERVICE FEES					193,693.
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					15,023.
95 Interest on savings and temporary cash investments			14	29,742.	
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			18	<22,401.>	
101 Net income or (loss) from special events			12	377,993.	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a SALES TO MEMBERS/PUBLIC			03	3,057.	
b OTHER INCOME					14,542.
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		0.		388,391.	223,258.
105 Total (add line 104, columns (B), (D), and (E))					611,649.

Note: Line 105 plus line 1d, 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,
103A CHARACTER LEADERSHIP AND DEVELOPMENT, EDUCATION AND CAREER
- B DEVELOPMENT, HEALTH AND LIFE SKILLS, AND RECREATION PROGRAMS.

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

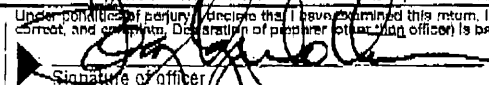
(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			
	%			


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 (a), file Form 8870 and Form 4720 (see instructions).

Please Sign Here:  Date: 1/2/07 Type or print name and title: Larry Hinguboth

Paid Preparer's signature:  Date: 12/22/06 Check if self-employed: ☒ Preparer's SSN or PTIN: _____

Preparer's Use Only: Firm's name (or your 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**

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

2005

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 10	2b	X
c Furnishing of goods, services, or facilities? SEE STATEMENT 11	2c	X
d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? SEE STATEMENT 12	2d	X
e Transfer of any part of its income or assets?	2e	X
3 a Do you make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how you determine that recipients qualify to receive payments.)	3a	X
b Do you have a section 403(b) annuity plan for your employees?	3b	X
c During the year, did the organization receive a contribution of qualified real property interest under section 170(h)?	3c	X
4 a Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?	4a	X
b Do you provide credit counseling, debt management, credit repair, or debt negotiation services?	4b	X

Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions.)

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 supports organizations described in: (1) lines 5 through 12 above; or (2) sections 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). Check the box that describes the type of supporting organization: ☐ Type 1 ☐ Type 2 ☐ Type 3

Provide the following information about the supported organizations. (See page 6 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Line number from above

- 14 ☐ An organization organized and operated to test for public safety. Section 509(a)(4). (See page 6 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) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	2,248,004.	2,062,715.	1,874,142.	1,495,991.	7,680,852.
16 Membership fees received	17,827.	15,762.	31,434.	31,192.	96,215.
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	648,340.	449,666.	494,698.	166,350.	1,759,054.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	37,856.	40,153.	57,683.	<23,060.>	112,632.
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	26,700.	32,700.	32,700.	72,291.	164,391.
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	25,083.		SEE STATEMENT 12		25,083.
23 Total of lines 15 through 22	3,003,810.	2,600,996.	2,490,657.	1,742,764.	9,838,227.
24 Line 23 minus line 17	2,355,470.	2,151,330.	1,995,959.	1,576,414.	8,079,173.
25 Enter 1% of line 23	30,038.	26,010.	24,907.	17,428.	

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 2001 through 2004 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: (2004) 0. (2003) 0. (2002) 0. (2001) 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: (2004) 0. (2003) 0. (2002) 0. (2001) 0.		
c Add: Amounts from column (e) for lines: 15 7,680,852. 16 96,215. 17 1,759,054. 20 _____ 21 164,391.	27c	9,700,512.
d Add: Line 27a total 0. and line 27b total 0.	27d	0.
e Public support (line 27c total minus line 27d total)	27e	9,700,512.
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)	27f	9,838,227.
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))	27g	98.6002%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))	27h	1.1448%

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2001 through 2004, 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 7 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?	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.)		
34 a Does the organization receive any financial aid or assistance from a governmental agency?	34a	
b Has the organization's right to such aid ever been revoked or suspended?	34b	
If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation	35	

Schedule A (Form 990 or 990-EZ) 2005

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions.)
(To be completed ONLY by an eligible organization that filed Form 5768)

N/A

Check ☒ a ☐ if the organization belongs to an affiliated group. Check ☐ b ☐ if you checked "a" and "limited control" provisions apply.**Limits on Lobbying Expenditures**

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

	(a) Affiliated group totals	(b) To be completed for ALL electing organizations
	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 -		
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 11 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				N/A
	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
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 11 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, 2006:

LAND	26,530.
BUILDINGS AND IMPROVEMENTS	2,634,910.
VEHICLES	249,000.
POOL	102,176.
FURNITURE AND EQUIPMENT	609,742.
	<hr/>
	3,622,358.
LESS ACCUMULATED DEPRECIATION	<1,655,142.>
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TOTAL	1,967,216.
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FORM 990 GAIN (LOSS) FROM NON-PUBLICLY TRADED SECURITIES STATEMENT 2

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)
	1,296,466.	1,309,488.	10,171.	<23,193.>
DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED	
GAIN ON DONATED SECURITIES	VARIOUS	VARIOUS	DONATED	
NAME OF BUYER	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
	792.	0.	0.	792.
TOTAL TO FM 990, PART I, LN 8	1,297,258.	1,309,488.	10,171.	<22,401.>

FORM 990 SPECIAL EVENTS AND ACTIVITIES STATEMENT 3

DESCRIPTION OF EVENT	GROSS RECEIPTS	CONTRIBUT. INCLUDED	GROSS REVENUE	DIRECT EXPENSES	NET INCOME
YOUTH OF THE YEAR SPRING DINNER	256,685.	0.	256,685.	105,652.	151,033.
FUNDRAISING BREAKFAST	87,005.	0.	87,005.	12,340.	74,665.
INGRAM CHALLENGE GOLF TOURNAMENT	39,800.	0.	39,800.	710.	39,090.
OTHER EVENTS	175,869.	0.	175,869.	62,664.	113,205.
TO FM 990, PART I, LINE 9	559,359.	0.	559,359.	181,366.	377,993.

FORM 990	OTHER CHANGES IN NET ASSETS OR FUND BALANCES	STATEMENT	4
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DESCRIPTION	AMOUNT
UNREALIZED GAIN/LOSS	<15,728.>
TOTAL TO FORM 990, PART I, LINE 20	<15,728.>

FORM 990	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
AWARDS & GRANTS	82,721.	77,932.	1,581.	3,208.
MISCELLANEOUS				
EQUIPMENT EXPENSE	5,297.	4,830.	262.	205.
FOOD PROGRAM EXPENSE	125,953.	125,953.	0.	0.
INSURANCE	67,505.	58,260.	6,580.	2,665.
LICENSES AND PERMITS	870.	485.	60.	325.
MAINTENANCE SUPPLIES	26,591.	26,449.	77.	65.
COLLABORATIVE FEES				
PAID TO YMCA	51,286.	51,286.	0.	0.
MEMBERSHIP DUES	38,389.	22,937.	9,017.	6,435.
MISCELLANEOUS	4,830.	4,013.	675.	142.
NATIONAL DUES	10,578.	0.	10,578.	0.
PROFESSIONAL FEES	29,531.	7,689.	21,799.	43.
REPAIRS AND				
MAINTENANCE	40,821.	38,985.	918.	918.
VEHICLE REPAIRS AND				
MAINTENANCE	33,013.	33,013.	0.	0.
BAD DEBT EXPENSE	31,439.	0.	31,439.	0.
MARKETING	1,152.	0.	0.	1,152.
PASS THROUGH GRANT				
EXPENSE	3,438.	2,198.	1,240.	0.
CAPITAL CAMPAIGN				
EXPENSE	44,752.	0.	0.	44,752.
TOTAL TO FM 990, LN 43	598,166.	454,030.	84,226.	59,910.

FORM 990

OFFICER COMPENSATION ALLOCATION
PART II, LINE 25

STATEMENT 6

NAME OF OFFICER, ETC.	COMPENSATION	EMPLOYEE BEN. PLANS	EXPENSE ACCOUNTS	TOTALS
TONY HIGGINBOTHAM	138,000.	18,722.	0.	156,722.
A. PROGRAM SERVICES	102,120.	15,135.		117,255.
B. MANAGEMENT AND GENERAL	22,080.	2,327.		24,407.
C. FUNDRAISING	13,800.	1,260.		15,060.

NAME OF OFFICER, ETC.	COMPENSATION	EMPLOYEE BEN. PLANS	EXPENSE ACCOUNTS	TOTALS
SHIRLEY DRESCHER	65,000.	1,448.	0.	66,448.
A. PROGRAM SERVICES	48,100.	1,171.		49,271.
B. MANAGEMENT AND GENERAL	10,400.	180.		10,580.
C. FUNDRAISING	6,500.	97.		6,597.

NAME OF OFFICER, ETC.	COMPENSATION	EMPLOYEE BEN. PLANS	EXPENSE ACCOUNTS	TOTALS
ROYCE FENTRESS	65,000.	7,941.	0.	72,941.
A. PROGRAM SERVICES	48,100.	6,420.		54,520.
B. MANAGEMENT AND GENERAL	10,400.	987.		11,387.
C. FUNDRAISING	6,500.	534.		7,034.

NAME OF OFFICER, ETC.	COMPENSATION	EMPLOYEE BEN. PLANS	EXPENSE ACCOUNTS	TOTALS
ANGIE LITHGOW	55,000.	3,784.	0.	58,784.
A. PROGRAM SERVICES	40,700.	3,059.		43,759.
B. MANAGEMENT AND GENERAL	8,800.	470.		9,270.
C. FUNDRAISING	5,500.	255.		5,755.

NAME OF OFFICER, ETC.	COMPENSATION	EMPLOYEE BEN. PLANS	EXPENSE ACCOUNTS	TOTALS
SUSAN HOSBACH	12,580.	1,151.	0.	13,731.
A. PROGRAM SERVICES	9,309.	930.		10,239.
B. MANAGEMENT AND GENERAL	2,013.	143.		2,156.
C. FUNDRAISING	1,258.	78.		1,336.

NAME OF OFFICER, ETC.	COMPENSATION	EMPLOYEE BEN. PLANS	EXPENSE ACCOUNTS	TOTALS
AMY MADEN	7,219.	0.	0.	7,219.
A. PROGRAM SERVICES	5,342.			5,342.
B. MANAGEMENT AND GENERAL	1,155.			1,155.
C. FUNDRAISING	722.			722.

TOTAL PROGRAM SERVICES				280,386.
TOTAL MANAGEMENT AND GENERAL				58,955.
TOTAL FUNDRAISING				36,504.
TOTAL OFFICER, ETC., COMPENSATION INCLUDED ON PARTS V-A AND V-B				<u>375,845.</u>

FORM 990	CASH GRANTS AND ALLOCATIONS	STATEMENT	7
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CLASSIFICATION	DONEE'S NAME	DONEE'S ADDRESS	DONEE'S RELATIONSHIP	AMOUNT
SCHOLARSHIP	JAVONDRIA ROBINSON	AVAILABLE UPON REQUEST	NONE	3,200.
TOTAL INCLUDED ON FORM 990, PART II, LINE 22				3,200.

FORM 990	STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE PART III	STATEMENT	8
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EXPLANATION

THE GOAL OF THE BOYS AND GIRLS CLUB IS TO INSPIRE AND ENABLE ALL YOUNG PEOPLE, ESPECIALLY THOSE FROM DISADVANTAGED CIRCUMSTANCES, TO REALIZE THEIR FULL POTENTIAL AS PRODUCTIVE, RESPONSIBLE, AND CARING 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	9
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DESCRIPTION	AMOUNT
INVESTMENTS	530,683.
DEPOSITS	2,600.
AGENCY ENDOWMENT	14,646.
TOTAL TO FORM 990, PART IV, LINE 58, COLUMN B	547,929.

SCHEDULE A	EXPLANATION OF TRANSACTIONS	STATEMENT 10
	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 11
	PART III, LINE 2C	

DURING THE YEAR, BOYS AND GIRLS CLUB WAS ENGAGED WITH THE SALVATION
ARMY FOR RENTAL OF SPACE.

SCHEDULE A	EXPLANATION OF TRANSACTIONS	STATEMENT 12
	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 13
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DESCRIPTION	2004 AMOUNT	2003 AMOUNT	2002 AMOUNT	2001 AMOUNT
SALES TO MEMBERS & PUBLIC	2,400.	0.	0.	0.
OTHER INCOME	22,683.	0.	0.	0.
TOTAL TO SCHEDULE A, LINE 22	25,083.	0.	0.	0.

BOARD OFFICERS	MAILING ADDRESSES	TELEPHONE	COMMITTEE ASSIGNMENT
Kenneth Webb <i>Chairman</i> Credit Marketing Manager Member: 2001	First Tennessee Bank (w) P.O. Box 28100, 37202-8100 kewebb@ftb.com	734-6118 (Asst Kelly Matthews) 734-6095 (fax) 347-6025 (cell)	<u><i>Executive</i></u> <u><i>Building/Vision</i></u> <u><i>Steering Comm. (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 Development (co-Chair)</i></u> <u><i>Steering 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> President & CEO Member: 1993	Ajax Turner Company (w) 1045 Visco Drive 37210 sturner@ajaxturner.com cheata@ajaxturner.com	244-2424 (w) 726-2162 (fax) 642-8031 © Jean Cheatum - Asst. 727-7648	<u><i>Executive</i></u> <u><i>Building/Vision</i></u> <u><i>Board Development</i></u> <u><i>Steering Committee</i></u>

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 238-2301 (fax) 385-7025 (h) 400-9044 (cell)	<u>Executive Investment (Chair)</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>
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>
Mary Clement Director Member: 1999	State of Tennessee Division of Consumer Affairs 500 James Robertson Parkway, 37243-0600 mary_clement@comcast.net	741-1276 (w)	<u>Resource Development Steering Committee</u>
Waverly D. Crenshaw, Jr. Attorney-At-Law Member: 2005	Waller Lansden Dortch & Davis (w) 511 Union St., Suite 2100, 37219 (m) P.O. Box 198966, 37219-8966 waverly.crenshaw@wallerlaw.com	244-6380 (office) 244-6804 (fax) 579-7978 (cell) Melissa 850-8171	<u>Executive Human Resources (Chair)</u>
Jana Joustra Davis Vice President Corp. Comm. Member: 2006	(w) HCA 1 Park Plaza, Building One Nashville, TN 37203 j2.davis@hcahealthcare.com (h) 412 Jackson Blvd. Nashville, TN 37205	344-1593 (w) 344-2291 (f) Paula Broadway - Asst. 344-1594	<u>Board Development Steering Committee (Chair)</u>

Amanda Farnsworth Senior Vice President Member: 1997	Hilliard Lyons (w) 3401 West End Avenue, Ste. 160, 37203 afarnsworth@hilliard.com	297-2211 (Asst. Donna Brooks) 297-7164 (fax)	<u>Board Development</u>
Farzin Ferdowsi President & CEO Member: 2003	Management Resources Company (w) 1728 Gen. Geo Patton Brentwood, 37027 fferdowsi@mrco.net Please copy Renee Wells on all matters	377-5723 (Asst. Renee Wells) 373-4299 (fax) 972-9222 (Renee Wells' cell) 481-9070 (cell) rwells@mrco.net	<u>Building/Vision (Chair)</u> <u>Steering Committee</u>
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</u> <u>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</u> <u>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</u> <u>Mission/Program</u> <u>Andrew Jackson Champion</u>

CORPORATE BOARD MEMBERS 06-07

Revised 10/13/2006

Jim Hennessey Marketing Director Member: 2000	United Healthcare 10 Cadillac Dr., Ste. 200 Brentwood, TN 37027 jim_hennessey@uhc.com				<u>Marketing & P/R</u>
Allen L. Hovious Principal Member: 1984	Lattimore, Black, Cain & Morgan (h) 230 Hillwood Drive 37205 5250 Virginia Way - PO Box 1869 - Brentwood, Brentwood, TN 37024-1869 ahovious@LBMC.com	377-4600 (w)			<u>Futures</u>
Jeff Howard Chief Financial Officer Member: 2003	W.L. Hailey & Company (w) 2971 Kraft Drive 37204 jhoward@wlhailey.com	255-3161 x 124 (w) 255-3161 x 149 (Asst. Terry Beeler) 256-1316 (fax)			<u>Finance</u>
Ortin Ingram President & CEO Member: 1987	Ingram Industries (w) 4400 Harding Road 37205 ortin.ingram@ingram.com Please copy Diane Key on all matters	298-8266 (w) 298-8374 (Asst. Diane Key) 298-7579 (fax) 377-6318 (h) diane.key@ingram.com			<u>Executive</u> <u>Board Development (Chair)</u> <u>Steering Committee</u>
Bob Jacobs Member: 2005	P.O. Box 58505, 37205 bobsusa@comcast.net	403-5999 (cell)			<u>Futures</u> <u>Resource Development</u> <u>Individual Giving Champion</u>
Steve Jackson Director of Admin. Svcs. Member: 2006	Gale Smith & Company (w) 110 Winner Circle Brentwood, TN 37027 sjackson@gs1868.com	377-5150 (w) 263-5850 (f) 790-3077 (h)			<u>Futures</u>
Jamie Jones Member: 1989	Retired (h) 2425 Golf Club Lane 37215 jamiejones1@comcast.net	292-3304 (h)			<u>Finance</u> <u>Steering Committee</u>
Sydney F. Keeble, Jr. Community Volunteer Member: 1961	(h) 505 Park Center Drive, 37205 292-4435 (h) 292-4435 (Carolyn Roberts) 292-1135 (fax)				<u>Finance</u>

CORPORATE BOARD MEMBERS 06-07

Revised 10/13/2006

Preston Lentz	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>Executive</u> <u>Resource Development (Chair)</u> <u>Planned Giving Champion</u>
C. Phillip Many	Member: 2005	(h)109 Evander Street Nashville, 37206 cpmsport@comcast.net		<u>Resource Dev. (co-Chair)</u> <u>Finance</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>Resource Development</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>Executive</u>
David Paine	CEO Member: 2005	David Paine + Partners 56 Lindsley Avenue, 37210 david@paineandpartners.com	242-5546 (w)	<u>Marketing & P/R (co-Chair)</u>

Teresa Phillips
Athletics DirectorTennessee State University
3500 John A. Merritt Blvd963-5861 (w)
963-5911 (fax)

Member: 2004	Nashville, TN 37209 tphillips@tnstate.edu		
Kevin Pigman Director	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>
Member: 2006	Please copy Cathy Sisson on all matters	cathy_sisson@dell.com	
Scott Portis President	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) Steering Committee</u>
Member: 2002			
Rosemary Ramsey Assoc. Board Liason Member: 2006	Work: American Retirement Corp Home: 125 37th Avenue North Nashville, TN 37209 rosemaryramsey@yahoo.com rramsey@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 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 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</u> <u>Resource Development</u>
Brent Turner Vice President, Treasurer & Investor	Psychiatric Solutions, Inc. 840 Crescent Centre Drive, Suite 460 Franklin, TN 37067	312-5700 (w) 312-5711 (fax)	<u>Finance</u> <u>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</u> <u>Steering Committee</u>
David Williams, II Vice Chancellor, Student Life and University Affairs Member: 2001	Vanderbilt University (w) 305 Kirkland Hall, 37240 david.williams@vanderbilt.edu Please copy Joann Patterson on all matters	322-8331 (Asst. JoAnn Patterson) 343-3930 (fax) joann.patterson@vanderbilt.edu	<u>Board Development</u>

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@compassexecutives.com	354-5757 473-0935 © 371-1084 (h)	<u>Board Development</u> <u>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 Rossberger on all matters julie.rossberger@mapcoexpress.com	224-1121 (w) 224-1185 (fax) 224-1179	<u>Building/Vision</u>

ETHICS AND CONFLICTS OF INTERESTS

Employees are expected to use good judgment, adhere to high ethical standards and avoid situations that create an actual or perceived conflict between their personal interests and the interests of the Club.

There is no way to develop a comprehensive, detailed set of rules to cover every business situation. The tenets in this policy outline some basic guidelines for ethical behavior at the Club. Whenever employees are in doubt, they should consult Management.

Conflicts of interests or unethical behavior may take many forms including, but not limited to, the acceptance of personal gifts from donors or others without notification to Management. Personal gifts may only be accepted on appropriate occasions (for example, a holiday gift), but Management must be notified of all instances. Employees may engage in outside business activities, provided such activities do not adversely affect the Club or the employee's job performance. Employees are prohibited from engaging in financial participation, outside employment or any other business undertaking that is competitive with, or prejudicial to, the best interests of the Club. Employees may not use proprietary and/or confidential information for personal gain or to the Club's detriment, nor may they use assets or labor for personal use.

If an employee or someone with whom the employee has a close personal relationship has a financial or employment relationship with a competitor, vendor, potential vendor, or donor of the Club, the employee must disclose this fact in writing to the President. The Club will determine what course of action must be taken to resolve any conflict it believes may exist. The Club has sole discretion to determine whether such a conflict of interest exists.

Employees are encouraged to seek assistance from Management on any legal or ethical concerns. However, the Club realizes this may not always be possible. As a result, employees may contact the President to report anything that they cannot discuss with Management.



BOYS & GIRLS CLUBS
of Middle Tennessee

ALUMNI SCHOLARSHIP CRITERIA

- I. Youth of the year scholarship
 - A. The Youth of the year of Boys & Girls Clubs of Middle Tennessee will win a ~~\$1000~~²⁵⁰⁰ college scholarship.
 - B. For those youth of the years not ready for college, the ~~\$1000~~²⁵⁰⁰ will be held and will be available for them when they reach college age.
 - C. Interest will not be added to the scholarship.
- II. Other scholarships
 - A. \$500 per semester college scholarships will be awarded as funds are available to those students who meet the criteria
 - B. College includes post high school vocational and trade schools.
 - C. Criteria
 - 1. Must have been a Boys & Girls Club member for at least two years.
 - 2. Must be a student in good standing with a 2.0 or better GPA.
 - 3. Must send in proof of grades and school progress

August 21, 2000