Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

OMB No 1545 0047

2009

Open to Public Inspection

For the 2009 calendar year, or tax year beginning 10/01 **, 2009, and ending** 9/30 **, 2010**

B Check if applicable
- [ ] Address change
- [ ] Name change
- [ ] Initial return
- [ ] Termination
- [ ] Amended return
- [ ] Application pending

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

C
THE BOYS CLUB OF WICHITA FALLS, INC.
DBA BOYS & GIRLS CLUBS OF WICHITA FALLS
1318 SIXTH STREET
WICHITA FALLS, TX 76301

D Employer Identification Number: 75-0883102

E Telephone number: 940-322-6908

G Gross receipts $ 2,552,249.

F Name and address of principal officer: SAME AS C ABOVE

H(a) Is this a group return for affiliates? [ ] Yes [X] No

H(b) Are all affiliates included? [ ] Yes [ ] No
If 'No,' attach a list (see instructions)

H(c) Group exemption number ►

I Tax-exempt status [X] 501(c) (3)◄ (insert no.) [ ] 4947(a)(1) or [ ] 527

J Website: ► WWW.BGCWF.COM

K Form of organization [X] Corporation [ ] Trust [ ] Association [ ] Other►

L Year of Formation 1929 **M** State of legal domicile TX

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities. TO INSPIRE AND ENABLE ALL YOUNG PEOPLE, ESPECIALLY THOSE WHO NEED US MOST, TO REALIZE THEIR FULL POTENTIAL AS PRODUCTIVE, RESPONSIBLE AND CARING ADULTS.

2 Check this box ► [ ] if the organization discontinued its operations or disposed of more than 25% of its assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	36
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	36
5	Total number of employees (Part V, line 2a)	5	86
6	Total number of volunteers (estimate if necessary)	6	677
7a	Total gross unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	2,284,440.	2,419,783.
	9	Program service revenue (Part VIII, line 2g)	88,039.	38,358.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	7,210.	6,279.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	106,475.	87,829.
	12	Total revenue — add lines 8 through 11 (must equal Part VIII, column (A), line 12)	2,486,164.	2,552,249.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		
	14	Benefits paid to or for members (Part IX, column (A), line 4)		
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,687,468.	1,598,745.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)		
	b	Total fundraising expenses (Part IX, column (D), line 25) ► 65,969.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	1,083,321.	874,728.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	2,770,789.	2,473,473.
	19	Revenue less expenses Subtract line 18 from line 12	-284,625.	78,776.

			Beginning of Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	3,174,811.	3,241,212.
	21	Total liabilities (Part X, line 26)	51,738.	39,363.
	22	Net assets or fund balances. Subtract line 21 from line 20	3,123,073.	3,201,849.

Part II Signature Block

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

Sign Here

► Rod Tieken — Signature of officer — Date 3-15-11

► ROD TIEKEN, PRESIDENT — Type or print name and title

Paid Preparer's Use Only

Preparer's signature: Pamela Greenwood — Date 3-14-11 — Check if self employed ► [ ] — Preparer's identifying number (see instructions) P00151428

Firm's name (or yours if self-employed), address, and ZIP + 4 ► GANT, MCGEE & BABER, P.C.
4301 MAPLEWOOD SUITE B
WICHITA FALLS, TX 76308

EIN ► 75-2355569
Phone no ► (940) 691-0703

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

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Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission:

TO INSPIRE AND ENABLE ALL YOUNG PEOPLE, ESPECIALLY THOSE WHO NEED US MOST, TO REALIZE THEIR FULL POTENTIAL AS PRODUCTIVE, RESPONSIBLE AND CARING ADULTS.

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

If 'Yes,' describe these new services on Schedule O.

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

If 'Yes,' describe these changes on Schedule O.

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

4a (Code ______) (Expenses $ 1,940,699. including grants of $ ______) (Revenue $ ______)

YOUTH PROGRAMS WHICH PROMOTE EDUCATION, WITH EMPHASIS ON TECHNOLOGY TO EQUIP YOUTH WITH THE SKILLS NECESSARY TO SUCCEED IN TODAYS JOB MARKET. OTHER PROGRAMS INCLUDE DRUG AND VIOLENCE PREVENTION, CITIZENSHIP AND LEADERSHIP DEVELOPMENT AND TEEN COURT.

4b (Code: ______) (Expenses $ 112,251. including grants of $ ______) (Revenue $ ______)

THE CAMP BENEFITS CHILDREN FROM ALL CIRCUMSTANCES BY PROVIDING SOCIAL RECREATION AS WELL AS OUTDOOR AND ENVIRONMENTAL EDUCATION.

4c (Code. ______) (Expenses $ 96,809. including grants of $ ______) (Revenue $ ______)

THE SPORTS PROGRAM PROMOTES CITIZENSHIP AND LEADERSHIP DEVELOPMENT IN ADDITION TO PHYSICAL FITNESS.

4d Other program services. (Describe in Schedule O.)

(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ► 2,149,759.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If 'Yes,' complete Schedule A*	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If 'Yes,' complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities? *If 'Yes,' complete Schedule C, Part II*	4		X
5	**Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.** Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? *If 'Yes,' complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If 'Yes,' complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? *If 'Yes,' complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If 'Yes,' complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If 'Yes,' complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? *If 'Yes,' complete Schedule D, Part V*	10		X
11	Is the organization's answer to any of the following questions 'Yes'? *If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable*	11	X	
	• Did the organization report an amount for land, buildings and equipment in Part X, line 10? *If 'Yes,' complete Schedule D, Part VI*			
	• Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VII*			
	• Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VIII*			
	• Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part IX*			
	• Did the organization report an amount for other liabilities in Part X, line 25? *If 'Yes,' complete Schedule D, Part X*			
	• Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organizaiton's liability for uncertain tax positions under FIN 48? *If 'Yes,' complete Schedule D, Part X*			
12	Did the organization obtain separate, independent audited financial statement for the tax year? *If 'Yes,' complete Schedule D, Parts XI, XII, and XIII*	12	X	
12A	Was the organization included in consolidated, independent audited financial statement for the tax year? *If 'Yes,' completing Schedule D, Parts XI, XII, and XIII is optional* — 12 A: Yes [ ] No [X]			
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If 'Yes,' complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the United States? *If 'Yes,' complete Schedule F, Part I*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If 'Yes,' complete Schedule F, Part II*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If 'Yes,' complete Schedule F, Part III*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If 'Yes,' complete Schedule G, Part I*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If 'Yes,' complete Schedule G, Part II*	18	X	
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If 'Yes,' complete Schedule G, Part III*	19		X
20	Did the organization operate one or more hospitals? *If 'Yes,' complete Schedule H*	20		X

Part IV Checklist of Required Schedules *(continued)*

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

					Yes	No
1a	Enter the number reported in Box 3 of form 1096, Annual Summary and Transmittal of U.S Information Returns. Enter -0- if not applicable	1a	22			
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	86			
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b	X	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* this return. (see instructions)					
3a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?			3a		X
b	If 'Yes' has it filed a Form 990-T for this year? *If 'No,' provide an explanation in Schedule O*			3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a		X
b	If 'Yes,' enter the name of the foreign country. ►					
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?			5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?			6a		X
b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a		X
b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided?			7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		X
d	If 'Yes,' indicate the number of Forms 8282 filed during the year	7d				
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		X
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?			7h		
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			8		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			9a		
b	Did the organization make any distribution to a donor, donor advisor, or related person?			9b		
10	**Section 501(c)(7) organizations.** Enter.					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a				
b	Gross Receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter.					
a	Gross income from other members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12b				

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

Section A. Governing Body and Management

			Yes	No
1a Enter the number of voting members of the governing body	1a 36			
b Enter the number of voting members that are independent	1b 36			
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?		2		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		3		X
4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed? SEE SCH O		4	X	
5 Did the organization become aware during the year of a material diversion of the organization's assets?		5		X
6 Does the organization have members or stockholders?		6		X
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		7a		X
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		7b		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following.				
a The governing body?		8a	X	
b Each committee with authority to act on behalf of the governing body?		8b	X	
9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If 'Yes,' provide the names and addresses in Schedule O*		9		X

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

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

Section C. Disclosures

17 List the states with which a copy of this Form 990 is required to be filed ► NONE

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply

☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. SEE SCHEDULE O

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization.

► JACQUELINE BODKIN 1318 SIXTH ST., WICHITA FALLS, TX 76301 940-322-2012

Part VII **Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organizations's tax year. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees. See instructions for definition of 'key employees.'
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order. individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons.

☐ Check this box if the organization did not compensate any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W 2/1099 MISC)	(E) Reportable compensation from related organizations (W 2/1099 MISC)	(F) Estimated amount of other compensation from the organization and related organizations
ROBERT GUNN CHAIRM./BOARD	1	X		X				0.	0.	0.
ROD TIEKEN VICE PRESIDENT	1	X		X				0.	0.	0.
MARTIN LITTEKEN PAST PRESIDENT	1	X		X				0.	0.	0.
GALE RICHARDSON PRESIDENT	1	X		X				0.	0.	0.
CHARLES VERGAUWEN SEC/TREAS	2	X		X				0.	0.	0.
DOYLE BENTLEY PRESIDENT ELECT	1	X		X				0.	0.	0.
DOUG ARMSTRONG DIRECTOR	1	X						0.	0.	0.
BILL BARNARD DIRECTOR	1	X						0.	0.	0.
GENE HAWKINS DIRECTOR	1	X						0.	0.	0.
CLAY BOLIN DIRECTOR	1	X						0.	0.	0.
DR. DON BOMER DIRECTOR	1	X						0.	0.	0.
JOHN BRADLEY DIRECTOR	1	X						0.	0.	0.
DICK BUNDY DIRECTOR	1	X						0.	0.	0.
HARRY CAMPSEY DIRECTOR	1	X						0.	0.	0.
SHARI CARPENTER DIRECTOR	1	X						0.	0.	0.
PAUL CLARK DIRECTOR	1	X						0.	0.	0.
SHIRLEY CRAFT DIRECTOR	1	X						0.	0.	0.

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

(A) Name and Title	(B) Average hours per week	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W 2/1099 MISC)	(E) Reportable compensation from related organizations (W 2/1099 MISC)	(F) Estimated amount of other compensation from the organization and related organizations
LUCY DAVIS DIRECTOR	1	X						0.	0.	0.
RAY GONZALES DIRECTOR	1	X						0.	0.	0.
AL GUINN DIRECTOR	1	X						0.	0.	0.
BILL GUNN DIRECTOR	1	X						0.	0.	0.
DON HUPP DIRECTOR	1	X						0.	0.	0.
DAVID KIMBELL JR DIRECTOR	1	X						0.	0.	0.
DAVID KIMBELL SR DIRECTOR	1	X						0.	0.	0.
LEO LANE DIRECTOR	1	X						0.	0.	0.
RAY LUNN DIRECTOR	1	X						0.	0.	0.
NANCY MARKS DIRECTOR	1	X						0.	0.	0.
SANDREA MARVEL DIRECTOR	1	X						0.	0.	0.
E.W. MORAN JR DIRECTOR	1	X						0.	0.	0.
JILL PATTERSON DIRECTOR	1	X						0.	0.	0.
1b Total ►								87,228.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 in reportable compensation from the organization ► 0

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization.

(A) Name and business address	(B) Description of Services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 in compensation from the organization ► 0

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS 1a Federated campaigns	1a	74,817.				
b Membership dues	1b	42,553.				
c Fundraising events	1c					
d Related organizations	1d					
e Government grants (contributions)	1e	152,885.				
f All other contributions, gifts, grants, and similar amounts not included above	1f	2,149,528.				
g Noncash contribns included in lns 1a-1f	$					
h **Total.** Add lines 1a-1f ►			2,419,783.			
PROGRAM SERVICE REVENUE		Business Code				
2a SPORTS			31,705.	31,705.		
b TEEN COURT FEES			4,360.	4,360.		
c CAMP FEES			1,525.	1,525.		
d YOUTH AWARD BANQUET			768.	768.		
e						
f All other program service revenue						
g **Total.** Add lines 2a-2f ►			38,358.			
OTHER REVENUE 3 Investment income (including dividends, interest and other similar amounts) ►			3,159.			3,159.
4 Income from investment of tax-exempt bond proceeds ►						
5 Royalties ►			23,859.			23,859.
	(i) Real	(ii) Personal				
6a Gross Rents	14,020.					
b Less. rental expenses						
c Rental income or (loss)	14,020.					
d Net rental income or (loss) ►			14,020.			14,020.
	(i) Securities	(ii) Other				
7a Gross amount from sales of assets other than inventory	3,120.					
b Less cost or other basis and sales expenses						
c Gain or (loss)	3,120.					
d Net gain or (loss) ►			3,120.			3,120.
8a Gross income from fundraising events (not including $ ____ of contributions reported on line 1c) See Part IV, line 18	a	17,052.				
b Less direct expenses	b					
c Net income or (loss) from fundraising events ►			17,052.			17,052.
9a Gross income from gaming activities. See Part IV, line 19	a					
b Less. direct expenses	b					
c Net income or (loss) from gaming activities ►						
10a Gross sales of inventory, less returns and allowances	a					
b Less. cost of goods sold	b					
c Net income or (loss) from sales of inventory ►						
Miscellaneous Revenue		Business Code				
11a BLDG USE FEES, VEND.			30,473.			30,473.
b SNACK & LUNCH SALES			2,425.			2,425.
c						
d All other revenue						
e **Total.** Add lines 11a-11d ►			32,898.			
12 **Total revenue.** See instructions ►			2,552,249.	38,358.	0.	94,108.

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S See Part IV, line 21				
2 Grants and other assistance to individuals in the U S See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	87,228.	26,168.	61,060.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	1,131,855.	1,023,283.	73,076.	35,496.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	100,011.	86,095.	10,366.	3,550.
9 Other employee benefits	183,734.	157,866.	21,005.	4,863.
10 Payroll taxes	95,917.	82,469.	10,605.	2,843.
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting	7,900.		7,900.	
d Lobbying				
e Prof fundraising svcs. See Part IV, ln 17				
f Investment management fees				
g Other				
12 Advertising and promotion	1,924.		962.	962.
13 Office expenses	16,744.	10,416.	5,625.	703.
14 Information technology	18,349.	18,101.	248.	
15 Royalties				
16 Occupancy	298,109.	264,389.	28,532.	5,188.
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	19,139.	19,139.		
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	192,097.	181,612.	8,239.	2,246.
23 Insurance	16,213.	11,863.	3,941.	409.
24 Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a DIRECT PROGRAM EXPENSE	169,515.	169,515.		
b TRANSPORTATION	59,618.	54,081.	5,010.	527.
c EQUIPMENT REPAIRS	19,078.	18,552.	526.	
d TELEPHONE	10,736.	5,767.	4,526.	443.
e DUES - BGCA	9,953.	8,958.	995.	
f All other expenses	35,353.	11,485.	15,129.	8,739.
25 Total functional expenses. Add lines 1 through 24f	2,473,473.	2,149,759.	257,745.	65,969.
26 Joint costs. Check here ► ☐ if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Part X | Balance Sheet

				(A) Beginning of year		(B) End of year
ASSETS	1	Cash — non-interest-bearing		27,342.	1	23,821.
	2	Savings and temporary cash investments		361,452.	2	551,187.
	3	Pledges and grants receivable, net			3	6,591.
	4	Accounts receivable, net			4	
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L			5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L			6	
	7	Notes and loans receivable, net			7	
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges			9	
	10a	Land, buildings, and equipment. cost or other basis. Complete Part VI of Schedule D	10a 8,225,117.			
	b	Less. accumulated depreciation	10b 5,566,004.	2,785,517.	10c	2,659,113.
	11	Investments — publicly-traded securities		500.	11	500.
	12	Investments — other securities. See Part IV, line 11			12	
	13	Investments — program-related See Part IV, line 11			13	
	14	Intangible assets			14	
	15	Other assets See Part IV, line 11			15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		3,174,811.	16	3,241,212.
LIABILITIES	17	Accounts payable and accrued expenses		36,588.	17	24,213.
	18	Grants payable			18	
	19	Deferred revenue			19	
	20	Tax-exempt bond liabilities			20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D			21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L			22	
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities Complete Part X of Schedule D		15,150.	25	15,150.
	26	**Total liabilities.** Add lines 17 through 25		51,738.	26	39,363.
NET ASSETS OR FUND BALANCES		**Organizations that follow SFAS 117, check here ► [X] and complete lines 27 through 29 and lines 33 and 34.**				
	27	Unrestricted net assets		3,023,427.	27	3,078,266.
	28	Temporarily restricted net assets		49,646.	28	62,583.
	29	Permanently restricted net assets		50,000.	29	61,000.
		Organizations that do not follow SFAS 117, check here ► [ ] and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building, and equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		3,123,073.	33	3,201,849.
	34	Total liabilities and net assets/fund balances.		3,174,811.	34	3,241,212.

Part XI Financial Statements and Reporting

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

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

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

OMB No 1545 0047

2009

Open to Public Inspection

Name of the organization	Employer identification number
THE BOYS CLUB OF WICHITA FALLS, INC. DBA BOYS & GIRLS CLUBS OF WICHITA FALLS	75-0883102

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

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

1 [ ] A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i).**

2 [ ] A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)

3 [ ] A hospital or cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 [ ] A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state.

5 [ ] An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 [ ] A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 [X] An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 [ ] A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II)

9 [ ] An organization that normally receives. (1) more than 33-1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions — subject to certain exceptions, and (2) no more than 33-1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

10 [ ] An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**

11 [ ] An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a [ ] Type I b [ ] Type II c [ ] Type III — Functionally integrated d [ ] Type III— Other

e [ ] By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

f If the organization received a written determination from the IRS that is a Type I, Type II or Type III supporting organization, check this box [ ]

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

			Yes	No
(i)	a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g (i)		
(ii)	a family member of a person described in (i) above?	11g (ii)		
(iii)	a 35% controlled entity of a person described in (i) or (ii) above?	11g (iii)		

h Provide the following information about the supported organizations

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

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

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include 'unusual grants')	3,001,025.	2,910,948.	2,517,282.	2,330,490.	2,419,783.	13,179,528.
2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf						0.
3 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge						0.
4 **Total.** Add lines 1 through 3	3,001,025.	2,910,948.	2,517,282.	2,330,490.	2,419,783.	13,179,528.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						661,362.
6 **Public support.** Subtract line 5 from line 4						12,518,166.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	3,001,025.	2,910,948.	2,517,282.	2,330,490.	2,419,783.	13,179,528.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income form similar sources	47,927.	68,541.	48,963.	45,885.	41,038.	252,354.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						0.
11 **Total support.** Add lines 7 through 10						13,431,882.

12 Gross receipts from related activities, etc. (see instructions) | 12 | 0.

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f) | 14 | 93.2 %

15 Public support percentage from 2008 Schedule A, Part II, line 14 | 15 | 93.9 %

16a **33-1/3 support test — 2009.** If the organization did not check the box on line 13, and the line 14 is 33-1/3 % or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☒

b **33-1/3 support test — 2008.** If the organization did not check a box on line 13, or 16a, and line 15 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization. ► ☐

17a **10%-facts-and-circumstances test — 2009** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test The organization qualifies as a publicly supported organization. ► ☐

b **10%-facts-and-circumstances test — 2008.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization. ► ☐

18 **Private foundation.** If the organization did not check a box on line, 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► ☐

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

(Complete only if you checked the box on line 9 of Part I)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include 'unusual grants.')						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in a activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income form similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included inline 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 **Total support.** (add lns 9, 10c, 11, and 12)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► ☐

Section C. Computation of Public Support Percentage

15	Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16	Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2009** (line 10c, column (f) divided by line 13, column (f))	17	%
18	Investment income percentage from **2008** Schedule A, Part III, line 17	18	%

19a **33-1/3 support tests – 2009.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

b **33-1/3 support tests – 2008.** If the organization did not check a box on line 14 or 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ► ☐

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

► Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11, or 12.
► Attach to Form 990. ► See separate instructions

OMB No 1545 0047

2009

Open to Public Inspection

Name of the organization

THE BOYS CLUB OF WICHITA FALLS, INC.
DBA BOYS & GIRLS CLUBS OF WICHITA FALLS

Employer Identification number

75-0883102

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

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

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

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (e g , recreation or pleasure)
☐ Protection of natural habitat
☐ Preservation of open space
☐ Preservation of an historically important land area
☐ Preservation of certified historic structure

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

		Held at the End of the Year
a Total number of conservation easements	2a	
b Total acreage restricted by conservation easements	2b	
c Number of conservation easements on a certified historic structure included in (a)	2c	
d Number of conservation easements included in (c) acquired after 8/17/06	2d	

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

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

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

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

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

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

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

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

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

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

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

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

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

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

b Assets included in Form 990, Part X ► $ ______

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

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

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

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

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

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

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

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

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

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

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

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

a Board designated or quasi-endowment ► ______ %

b Permanent endowment ► ______ %

c Term endowment ► ______ %

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

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

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

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

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated Depreciation	(d) Book Value
1a Land		32,365.		32,365.
b Buildings		6,607,957.	4,174,247.	2,433,710.
c Leasehold improvements		394,185.	364,134.	30,051.
d Equipment		1,190,610.	1,027,623.	162,987.
e Other				
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ►				2,659,113.

Part VII Investments—Other Securities See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Financial derivatives		
Closely-held equity interests		
Other		
Total. *(Column (b) must equal Form 990 Part X, col. (B) line 12.)* ►		

Part VIII Investments—Program Related (See Form 990, Part X, line 13) N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total *(Column (b) must equal Form 990, Part X, Col (B) line 13)* ►		

Part IX Other Assets (See Form 990, Part X, line 15) N/A

(a) Description	(b) Book value
Total. *(Column (b) must equal Form 990, Part X, col (B), line 15)* ►	

Part X Other Liabilities (See Form 990, Part X, line 25)

(a) Description of Liability	(b) Amount
Federal Income Taxes	
DEFERRED INCOME	15,150.
Total *(Column (b) must equal Form 990, Part X, col. (B) line 25)* ►	15,150.

2. FIN 48 Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48.

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	2,552,249.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2,473,473.
3	Excess or (deficit) for the year Subtract line 2 from line 1	78,776.
4	Net unrealized gains (losses) on investments	
5	Donated services and use of facilities	
6	Investment expenses	
7	Prior period adjustments	
8	Other (Describe in Part XIV)	
9	Total adjustments (net) Add lines 4 through 8	
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	78,776.

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

1	Total revenue, gains, and other support per audited financial statements			1	2,606,939.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a			
b	Donated services and use of facilities	2b	54,690.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines 2a through 2d			2e	54,690.
3	Subtract line 2e from line 1			3	2,552,249.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1.				
a	Investments expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV)	4b			
c	Add lines 4a and 4b			4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)			5	2,552,249.

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

1	Total expenses and losses per audited financial statements			1	2,493,519.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25				
a	Donated services and use of facilities	2a	54,690.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines 2a through 2d			2e	54,690.
3	Subtract line 2e from line 1			3	2,438,829.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investments expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV) SEE PART XIV	4b	34,644.		
c	Add lines 4a and 4b			4c	34,644.
5	Total expenses. Add lines 3 and 4c (This must equal Form 990, Part I, line 18)			5	2,473,473.

Part XIV Supplemental Information

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

Part XIV **Supplemental Information** *(continued)*

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered'Yes' to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than $15,000 on Form 990-EZ, line 6a.
► Attach to Form990 or Form 990-EZ. ► See separate instructions.

OMB No 1545 0047
2009
Open to Public Inspection

Name of the organization THE BOYS CLUB OF WICHITA FALLS, INC.
DBA BOYS & GIRLS CLUBS OF WICHITA FALLS

Employer identification number
75-0883102

Part I **Fundraising Activities.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 17
Form 990EZ filers are not required to complete this part

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

- [ ] Mail solicitations
- [ ] Internet and email solicitations
- [ ] Phone solicitations
- [ ] In-person solicitations
- [ ] Solicitation of non-government grants
- [ ] Solicitation of government grants
- [ ] Special fundraising events

2a Did the organization have written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? [ ] Yes [X] No

b If 'Yes,' list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization.

(i) Name of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col.(i)	(vi) Amount paid to (or retained by) organization
Total ►						0.

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

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

		(a) Event #1 TEEN COURT PRO (event type)	(b) Event #2 (event type)	(c) Other Events (total number)	(d) Total Events (Add col. (a) through col (c))
REVENUE	1 Gross receipts	16,808.			16,808.
	2 Less Charitable contributions				
	3 Gross income (line 1 minus line 2)	16,808.			16,808.
DIRECT EXPENSES	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs				
	7 Food and beverages				
	8 Entertainment				
	9 Other direct expenses				
	10 Direct expense summary Add lines 4- through 9 in column (d) ►				
	11 Net income summary. Combine lines 3, column (d) and line 10 ►				16,808.

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

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col. (a) through col. (c))
REVENUE	1 Gross revenue				
DIRECT EXPENSES	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	
	7 Direct expense summary Add lines 2 through 5 in column (d) ►				
	8 Net gaming income summary. Combine lines 1, column (d) and line 7 ►				

		YES	NO
9 Enter the state(s) in which the organization operates gaming activities. ____			
a Is the organization licensed to operate gaming activities in each of these states?	9a		
b If 'No,' explain			
10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	10a		
b If 'Yes,' explain.			
11 Does the organization operate gaming activities with nonmembers?	11		
12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?	12		

			YES	NO
13 Indicate the percentage of gaming activity operated in				
a The organization's facility	**13a**	%		
b An outside facility	**13b**	%		

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

Name ►

Address ►

		YES	NO
15a Does the organization have a contact with a third party from whom the organization receives gaming revenue?	**15a**		

b If 'Yes,' enter the amount of gaming revenue received by the organization $ ________ and the amount of gaming revenue retained by the third party $ ________ .

c If 'Yes,' enter name and address of the third party.

Name. ►

Address. ►

16 Gaming manager information

Name ►

Gaming manager compensation ► $

Description of services provided. ►

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions

		YES	NO
a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?	**17a**		

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

SCHEDULE J-2 (Form 990)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Form 990

► Attach to Form 990 to list additional information for Form 990, Part VII, Section A, line 1a.
► See instructions for Form 990.

OMB No 1545 0047

2009

Open to Public Inspection

Name of the Organization: THE BOYS CLUB OF WICHITA FALLS, INC.

Employer Identification number: 75-0883102

Part I Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title	(B) Average hours per week	(C) Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W 2/1099 MISC)	(E) Reportable compensation from related organizations (W 2/1099 MISC)	(F) Estimated amount of other compensation from the organization and related organizations
DIANN TAYLOR DIRECTOR	1	X						0.	0.	0.
DR. BILL TIDMORE DIRECTOR	1	X						0.	0.	0.
GLENN TOLE II DIRECTOR	1	X						0.	0.	0.
WILL TUCKER DIRECTOR	1	X						0.	0.	0.
MICHAEL VALVERDE DIRECTOR	1	X						0.	0.	0.
CAROL WAGNER DIRECTOR	1	X						0.	0.	0.
RONNIE LONDON EXEC DIRECTOR	50			X				87,228.	0.	0.

SCHEDULE L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions with Interested Persons

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

OMB No 1545 0047

2009

Open to Public Inspection

Name of the organization THE BOYS CLUB OF WICHITA FALLS, INC.
DBA BOYS & GIRLS CLUBS OF WICHITA FALLS

Employer identification number
75-0883102

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

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

1 (a) Name of disqualified person	(b) Description of transaction	(c) Corrected? Yes	No

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 ► $

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ► $

Part II Loans to and/or From Interested Persons.

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

(a) Name of interested person and purpose	(b) Loan to or from the organization? To	From	(c) Original principal amount	(d) Balance due	(e) In default? Yes	No	(f) Approved by board or committee? Yes	No	(g) Written agreement? Yes	No
Total			► $							

Part III Grants or Assistance Benefitting Interested Persons.

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

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount and type of assistance

Part IV Business Transactions Involving Interested Persons.

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

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction $	(d) Description of transaction	(e) Sharing of organization's revenues? Yes	No
LEO LANE	DIRECTOR	11,442	SALES AND SERVICES		X

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.
► Attach to Form 990.

OMB No 1545 0047

2009

Open to Public Inspection

Name of the organization	Employer identification number
THE BOYS CLUB OF WICHITA FALLS, INC. DBA BOYS & GIRLS CLUBS OF WICHITA FALLS	75-0883102

FORM 990, PART VI, LINE 4 - SIGNIFICANT CHANGES TO ORGANIZATIONAL DOCUMENTS

AMENDED & RESTATED BYLAWS ATTACHED.

FORM 990, PART VI, LINE 11 - FORM 990 REVIEW PROCESS

FORM 990 WAS PROVIDED TO MANAGEMENT FOR REVIEW AND DISCUSSION PRIOR TO FILING.

FORM 990, PART VI, LINE 12C - EXPLANATION OF MONITORING AND ENFORCEMENT OF CONFLICTS

MANAGEMENT REVIEWS STATUS ANNUALLY FOR COMPLIANCE.

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

UPON REQUEST

Name of the organization THE BOYS CLUB OF WICHITA FALLS, INC.
DBA BOYS & GIRLS CLUBS OF WICHITA FALLS

Employer identification number
75-0883102

2009 FEDERAL DEPRECIATION SCHEDULE

CLIENT 7028DS1

BOYS & GIRLS CLUBS OF WICHITA FALLS

3/05/11 02 30PM

NO	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS. PCT	CUR 179 BONUS	SPECIAL DEPR. ALLOW	PRIOR 179/ BONUS/ SP. DEPR	PRIOR DEC. BAL DEPR	SALVAG /BASIS REDUCT	DEPR. BASIS	PRIOR DEPR	METHOD	LIFE	RATE	CURRENT DEPR
	FORM 1120															
	AUTOS															
8	DODGE MAXI VAN	3/01/97	6/18/10	23,715							23,715	23,715	S/L	5		0
	TOTAL AUTOS			23,715		0	0	0	0	0	23,715	23,715				0
	BUILDING & FIXTURES															
1	1308-18 SIXTH STREET	12/01/84		2,475,127							2,475,127	2,289,909	S/L	25		16,501
2	4311-15 HUGHES	12/01/84		697,674							697,674	585,753	S/L	25		4,651
3	3301 ARMORY RD	12/01/84		554,386							554,386	474,556	S/L	25		3,696
4	1402 N BEVERLY	12/01/84		582,452							582,452	542,070	S/L	25		3,883
5	FIXTURES-119 E WICHITA	12/01/84		6,500							6,500	6,500	S/L	10		0
6	LAKE KICKAPOO-CAMP	12/01/84		326,937							326,937	304,652	S/L	25		2,180
7	POOL IMPROVEMENTS	6/01/98		30,019							30,019	13,809	S/L	25		1,201
	TOTAL BUILDING & FIXTURES			4,673,095		0	0	0	0	0	4,673,095	4,217,249				32,112
	EQUIPMENT															
9	REC/ED EQ	4/01/91		3,228							3,228	3,228	S/L	5		0
10	OFFICE FURNITURE	4/01/92		4,204							4,204	4,204	S/L	5		0
11	REC/ED EQUIPMENT	4/01/92		2,013							2,013	2,013	S/L	5		0
12	OFFICE & FURNISHINGS	4/01/93		17,483							17,483	17,483	S/L	5		0
13	REC/ED EQUIPMENT	4/01/93		10,688							10,688	10,688	S/L	5		0
14	OFFICE & FURNISHINGS	4/01/94		10,468							10,468	10,468	S/L	5		0
15	REC/ED EQUIPMENT	4/01/94		21,786							21,786	21,786	S/L	5		0
16	OFFICE EQUIPMENT & FURN	4/01/95		7,419							7,419	7,419	S/L	5		0

2009 FEDERAL DEPRECIATION SCHEDULE

CLIENT 7028DS1

BOYS & GIRLS CLUBS OF WICHITA FALLS

3/05/11 02 30PM

NO	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT	CUR 179 BONUS	SPECIAL DEPR ALLOW	PRIOR 179/ BONUS/ SP. DEPR	PRIOR DEC BAL DEPR	SALVAG /BASIS REDUCT	DEPR. BASIS	PRIOR DEPR	METHOD	LIFE	RATE	CURRENT DEPR
17	REC & ED EQUIPMENT	4/01/95		1,461							1,461	1,461	S/L	5		0
18	OFFICE EQUIPMENT	3/01/96		1,023							1,023	1,023	S/L	10		0
19	FURN & EQUIPMENT	3/01/96		2,120							2,120	2,120	S/L	10		0
20	REC & ED EQUIPMENT	3/01/96		647							647	647	S/L	10		0
21	FURNITURE & EQUIPMENT	3/01/97		10,565							10,565	10,565	S/L	10		0
22	REC & ED EQUIPMENT	3/01/97		15,394							15,394	15,394	S/L	5		0
23	REC & ED SW TEEN CTR	6/01/98		8,002							8,002	8,002	S/L	10		0
24	REC & ED-CAMP	3/01/98		4,803							4,803	4,803	S/L	10		0
25	REC & ED-ROSEWOOD	3/01/98		6,135							6,135	6,135	S/L	10		0
26	REC & ED- MILL ST	8/01/98		300							300	300	S/L	10		0
27	CAMP PLAYGROUND EQUIP	7/01/99		5,360							5,360	5,360	S/L	10		0
28	OFFICE EQUIP & FURN	3/01/99		27,665							27,665	27,665	S/L	5		0
29	EQUIPMENT-REC & ED	3/01/99		14,399							14,399	14,399	S/L	5		0
	TOTAL EQUIPMENT			175,163		0	0	0	0	0	175,163	175,163				0
	FOOTBALL FIELD															
30	SCOREBOARDS ADD 9/98	6/01/96		4,000							4,000	4,000	S/L	10		0
31	LIGHTS	9/01/96		11,433							11,433	11,433	S/L	10		0
32	BLEAHCERS-FOOTBALL FIELD	9/01/99		50,637							50,637	25,530	S/L	20		2,532
	TOTAL FOOTBALL FIELD			66,070		0	0	0	0	0	66,070	40,963				2,532
	TOTAL DEPRECIATION			4,938,043		0	0	0	0	0	4,938,043	4,457,090				34,644
	GRAND TOTAL DEPRECIATION			4,938,043		0	0	0	0	0	4,938,043	4,457,090				34,644

CLIENT 7028DS1

BOYS & GIRLS CLUBS OF WICHITA FALLS

3/05/11 02 30PM

NO	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT	CUR 179 BONUS	SPECIAL DEPR ALLOW	PRIOR 179/ BONUS/ SP DEPR	PRIOR DEC BAL DEPR	SALVAG /BASIS REDUCT	DEPR. BASIS	PRIOR DEPR.	METHOD	LIFE	RATE	CURRENT DEPR.
	DEPRECIATION ASSETS SOLD			23,715		0	0	0	0	0	23,715	23,715				0
	DEPR REMAINING ASSETS			4,914,328		0	0	0	0	0	4,914,328	4,433,375				34,644

2009 FEDERAL DEPRECIATION SCHEDULE

CLIENT 7028DS2

BOYS & GIRLS CLUBS OF WICHITA FALLS

3/05/11 02 31PM

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT	CUR 179 BONUS	SPECIAL DEPR ALLOW	PRIOR 179/ BONUS/ SP DEPR	PRIOR DEC BAL DEPR	SALVAG /BASIS REDUCT	DEPR. BASIS	PRIOR DEPR	METHOD	LIFE	RATE	CURRENT DEPR
	FORM 1120															
	AUTOS															
78	VAN-1999 DODGE MAXI	2/01/00		20,277							20,277	20,277	S/L	5		0
79	2000 DODGE MAXI VAN	10/01/00		21,308							21,308	21,308	S/L	5		0
80	2001 DODGE MAXI VAN	10/01/01		19,952							19,952	19,952	S/L	5		0
81	29 PASS BUS	4/01/04		38,074							38,074	29,915	S/L	7		5,439
82	2003 TOWN & COUNTRY VAN	9/01/04		14,217							14,217	13,979	S/L	5		0
83	PASSENGER BUSSES	7/01/06		30,000							30,000	21,000	S/L	5		6,000
84	'90 FORD (TRINITY MTHDIST	2/01/06		5,500							5,500	2,017	S/L	5		1,100
85	'08 NISSAN TITAN KING CAB	9/01/06		20,556							20,556	8,565	S/L	5		4,111
108	07 CHRYSLER PACIFICA	11/19/07		18,266							18,266	6,697	S/L	5		3,653
123	2008 MAXI VAN	10/31/08		19,396							19,396	3,556	S/L	5		3,879
129	2009 CHEV VAN	1/15/10		24,181							24,181		S/L	5		3,627
	TOTAL AUTOS			231,727		0	0	0	0	0	231,727	147,266				27,809
	CAMP															
86	TRACTOR-CAMP	3/01/00		17,466							17,466	17,466	S/L	7		0
87	ICE MAKER-CAMP	6/01/00		3,574							3,574	3,574	S/L	7		0
88	IMPROVEMENTS	6/01/01		27,712							27,712	22,862	S/L	10		2,771
89	BIG SCREEN TV	6/01/01		500							500	500	S/L	5		0
90	HEATERS	1/01/02		643							643	492	S/L	10		64
91	GOLF CART	1/01/02		1,500							1,500	1,150	S/L	10		150
92	HOBART MIXER	6/01/03		1,250							1,250	781	S/L	10		125
	TOTAL CAMP			52,645		0	0	0	0	0	52,645	46,825				3,110

2009 FEDERAL DEPRECIATION SCHEDULE

CLIENT 7028DS2

BOYS & GIRLS CLUBS OF WICHITA FALLS

3/05/11 02 31PM

NO	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT	CUR 179 BONUS	SPECIAL DEPR ALLOW	PRIOR 179/ BONUS/ SP. DEPR.	PRIOR DEC BAL DEPR.	SALVAG /BASIS REDUCT	DEPR. BASIS	PRIOR DEPR	METHOD	LIFE	RATE	CURRENT DEPR
	CAREER PREP															
93	DELL COMPUTERS	5/01/01		3,816							3,816	3,816	S/L	5		0
94	2 COMPUTERS	8/01/01		2,426							2,426	2,426	S/L	5		0
95	XEROX PRINTER/COPIER	8/01/01		7,151							7,151	7,151	S/L	5		0
96	TV/VCR	8/01/01		327							327	327	S/L	5		0
97	LAPTOP	8/01/01		2,890							2,890	2,890	S/L	5		0
98	PROJECTOR	8/01/01		2,778							2,778	2,778	S/L	5		0
	TOTAL CAREER PREP			19,388		0	0	0	0	0	19,388	19,388				0
	CBG															
60	POOL IMPROVEMENTS	11/01/00		8,663							8,663	3,826	S/L	20		433
61	IMPROVEMENTS/WINDOWS	1/01/01		6,935							6,935	3,006	S/L	20		347
62	WINDOWS	3/01/02		22,000							22,000	6,600	S/L	25		880
63	HEAT/AIR CONDITIONER	2/01/02		9,596							9,596	7,278	S/L	10		960
102	POOL COVER	1/09/08		4,286							4,286	1,500	S/L	5		857
103	WATER FOUNTAIN	8/20/08		1,142							1,142	124	S/L	10		114
130	SIGN	2/24/10		4,536			10				4,526		S/L			0
	TOTAL CBG			57,158		0	10	0	0	0	57,148	22,334				3,591
	CENTRAL EXPANSION															
99	CONSTRUCTION COSTS	8/01/06		2,013,618							2,013,618	100,622	S/L	40		50,340
116	FURN/FIXTURES-EXPANSION	3/31/08		52,936							52,936	7,941	S/L	10		5,294
117	SECURITY SYSTEM (CN)	3/31/08		3,680							3,680	1,104	S/L	5		736
118	EQUIPMENT (CN)	3/31/08		1,116							1,116	335	S/L	5		223
119	COMPUTERS	3/31/08		25,812							25,812	12,906	S/L	3		8,604

CLIENT 7028DS2 BOYS & GIRLS CLUBS OF WICHITA FALLS

3/05/11 02 31PM

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT	CUR 179 BONUS	SPECIAL DEPR ALLOW	PRIOR 179/ BONUS/ SP DEPR	PRIOR DEC. BAL DEPR	SALVAG /BASIS REDUCT	DEPR BASIS	PRIOR DEPR	METHOD	LIFE	RATE	CURRENT DEPR
120	PROJECTOR	5/08/08		3,090							3,090	876	S/L	5		618
122	PA SYSTEM	3/31/08		6,845							6,845	2,054	S/L	5		1,369
	TOTAL CENTRAL EXPANSION			2,107,097		0	0	0	0	0	2,107,097	125,838				67,184
	EQ															
132	COMPUTER	12/08/09		1,415							1,415		S/L	3		393
	TOTAL EQ			1,415		0	0	0	0	0	1,415	0				393
	EQUIPMENT															
1	EQUIPMENT ACCT	10/01/99		3,282							3,282	3,282	S/L	5		0
2	INT & COMP SYSTEMS-ALL	3/01/00		40,937							40,937	40,937	S/L	6		0
3	CARPET BOWLING-CBG	3/01/00		1,440							1,440	1,440	S/L	5		0
4	2 DRINKING FOUNTAINS	2/01/01		2,311							2,311	2,311	S/L	7		0
5	COMPUTER EQUIPMENT	12/01/00	3/01/10	2,208							2,208	2,208	S/L	5		0
6	OFFICE EQUIPMENT	4/01/01		9,146							9,146	9,146	S/L	5		0
7	REC & ED	3/01/01		21,853							21,853	21,853	S/L	5		0
8	50 IBM WIRELESS	6/01/02		100,000							100,000	100,000	S/L	3		0
9	SOFTWARE (MICROSOFT)	6/01/02		75,000							75,000	75,000	S/L	5		0
10	20 GATEWAY COMPUTER	2/01/02		40,000							40,000	40,000	S/L	3		0
11	SOFTWARE (MICROSOFT)	2/01/02		30,000							30,000	30,000	S/L	5		0
12	OFFICE EQUIP PHONE SYST	4/01/02		5,623							5,623	5,556	S/L	7		0
13	REC & ED EQUIPMENT	3/01/02		3,500							3,500	3,458	S/L	7		0
14	REC & ED EQUIPMENT	3/01/02		3,330							3,330	3,290	S/L	7		0
15	BJA 2001 NETWORKING EQUIP	1/01/02		25,000							25,000	24,702	S/L	7		0
16	OFFICE FURN/EQUIP,	3/01/02		5,504							5,504	5,439	S/L	7		0

CLIENT 7028DS2

BOYS & GIRLS CLUBS OF WICHITA FALLS

3/05/11 02 31PM

NO	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT	CUR 179 BONUS	SPECIAL DEPR ALLOW	PRIOR 179/ BONUS/ SP DEPR	PRIOR DEC BAL DEPR	SALVAG /BASIS REDUCT	DEPR BASIS	PRIOR DEPR	METHOD	LIFE	RATE	CURRENT DEPR
17	DESK/CHAIR	7/01/03		333							333	294	S/L	7		39
18	DELL COMPUTER/PRINTER/SOF	9/01/03	3/01/10	2,587							2,587	2,587	S/L	3		0
19	BUFFER (NW)	7/01/03		1,091							1,091	961	S/L	7		117
20	VENT STACKER	9/01/03		742							742	742	S/L	5		0
21	SERVER HARDWARE & SOFT	6/01/03		20,019							20,019	20,019	S/L	3		0
22	FORTRESS SALE	12/01/02		634							634	634	S/L	5		0
23	REC & ED EQ	9/01/03		1,955							1,955	1,955	S/L	5		0
24	LOVESEAT, DVD PLAYER	3/01/03		676							676	676	S/L	5		0
25	REC & ED EQUIP	6/01/03		1,264							1,264	1,264	S/L	5		0
26	DELL COMPUTER (OJP 2003)	5/01/04		10,949							10,949	10,949	S/L	3		0
27	AIR HOCKEY, COMP GAMES	12/01/03		1,500							1,500	1,500	S/L	3		0
28	BASKETBALL SCOREBOARD	1/01/04		3,185							3,185	2,578	S/L	7		455
29	BASKETBALL SCOREBOARD	7/01/04		3,078							3,078	2,308	S/L	7		440
30	20" BUFFER	4/01/04		1,092							1,092	1,073	S/L	5		0
31	MONITOR (DELL)	7/01/04		849							849	849	S/L	3		0
32	6 TABLES/30 CHAIRS	6/01/04		1,674							1,674	1,255	S/L	7		239
33	2 SOFAS (NW)	9/01/04		1,424							1,424	1,424	S/L	5		0
34	2 SOFAS (SE)	8/01/04		1,387							1,387	1,373	S/L	5		0
35	FOOTBALL GOAL (NW)	3/01/04		853							853	468	S/L	10		85
36	4 TABLES/25 CHAIRS (SE)	8/01/04		1,966							1,966	1,451	S/L	7		281
37	SOFAS (CBG)	8/01/04		1,890							1,890	1,890	S/L	5		0
38	FRIG UPRIGHT FREEZER	6/01/04		477							477	357	S/L	7		68
39	DELL COMPUTER (ALL)	10/01/05		12,199							12,199	12,199	S/L	3		0
40	ICE MACHINE (CN)	8/01/05		1,750							1,750	1,458	S/L	5		292
41	DRYER (CN)	9/01/05		1,791							1,791	1,462	S/L	5		329
42	POOL TABLE	6/01/05		1,651							1,651	702	S/L	10		165
43	DELL 7 COMPUTERS	2/01/06		7,742							7,742	6,796	S/L	3		0

CLIENT 7028DS2 BOYS & GIRLS CLUBS OF WICHITA FALLS

3/05/11 02 31PM

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT.	CUR 179 BONUS	SPECIAL DEPR ALLOW.	PRIOR 179/ BONUS/ SP. DEPR.	PRIOR DEC BAL DEPR.	SALVAG /BASIS REDUCT	DEPR BASIS	PRIOR DEPR	METHOD	LIFE	RATE	CURRENT DEPR
44	DELL 2 WORKSTATIONS	2/01/06		2,288							2,288	2,008	S/L	3		0
45	DELL4 COMP	2/01/06		3,600							3,600	3,160	S/L	3		0
46	DELL WORKSTATION	2/01/06		2,292							2,292	2,012	S/L	3		0
47	1 DELL POWEREDGE	8/01/06		3,627							3,627	2,538	S/L	5		725
48	1 DELL POWERVAULT	8/01/06		4,100							4,100	2,870	S/L	5		820
49	1 DELL POWEREDGE	8/01/06		3,439							3,439	2,408	S/L	5		688
50	CARPET BOWLING	6/01/06		1,815							1,815	907	S/L	7		259
51	COMPUTER EQ- TEEN CT	11/01/06		2,201							2,201	1,835	S/L	3		61
52	COMPUTER EQ-CN	11/01/06		6,917							6,917	5,765	S/L	3		192
53	FURN/FIXTS	2/01/07		1,400							1,400	700	S/L	5		280
54	FURN/FITS	3/01/07		1,415							1,415	708	S/L	5		283
55	POOL TABLE/BUMPER POOL	9/01/07		2,362							2,362	983	S/L	5		472
56	COMPUTER (DELL) & EQ	9/01/07		37,948							37,948	25,930	S/L	3		11,595
57	FURN/POOL TABLE	3/01/07		1,250							1,250	1,042	S/L	3		174
58	SIGN (CLAY CO)	3/01/07	8/01/10	1,200							1,200	428	S/L	7		143
59	DELL COMPUTER (TN CT)	9/01/07		1,588							1,588	1,324	S/L	3		264
104	10 DELL COMPS	12/27/07		10,720							10,720	6,253	S/L	3		3,573
105	OFFICE FURNITURE	1/09/08		1,120							1,120	392	S/L	5		224
106	2 DELL COMPS	1/03/08		2,150							2,150	1,195	S/L	3		717
109	1 INTEL CORE 2 DUO-CN	11/20/07		1,719							1,719	1,051	S/L	3		573
110	7 COMPUTERS	4/17/08		5,978							5,978	2,823	S/L	3		1,993
111	DELL COMP (CN)	8/20/08		3,947							3,947	1,426	S/L	3		1,316
112	13 DELL COMPS (SE)	4/22/08		12,364							12,364	5,838	S/L	3		4,121
113	REC & ED-PW BILLIARDS(NW)	6/10/08		1,299							1,299	347	S/L	5		260
114	REC & ED -OLEN (NW)	9/22/08		1,200							1,200	240	S/L	5		240
115	1 DELL COMP (SE)	3/19/08		1,048							1,048	524	S/L	3		349
121	COMPUTER	7/18/08		1,349							1,349	525	S/L	3		450

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BOYS & GIRLS CLUBS OF WICHITA FALLS

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NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT.	CUR 179 BONUS	SPECIAL DEPR ALLOW	PRIOR 179/ BONUS/ SP. DEPR	PRIOR DEC BAL DEPR	SALVAG /BASIS REDUCT	DEPR. BASIS	PRIOR DEPR.	METHOD	LIFE	RATE	CURRENT DEPR.
124	8 COMPUTERS	11/20/08		8,405							8,405	2,335	S/L	3		2,802
125	16 COMPUTERS, ADAPTERS	2/19/09		17,268							17,268	3,358	S/L	3		5,756
126	POWER EDGE SERVER	11/20/08		4,223							4,223	1,173	S/L	3		1,408
128	DOUBLE SIDED PRINTER	9/15/09		1,569							1,569	262	S/L HY	3	.33330	523
131	COMPUTER	12/08/09		1,198							1,198		S/L	3		333
	TOTAL EQUIPMENT			606,891		0	0	0	0	0	606,891	530,206				43,104
	FOOTBALL															
74	SCOREBOARD	7/01/00		4,000							4,000	1,833	S/L	20		200
75	SIDEWALKS/IMPROV	8/01/01		17,705							17,705	5,724	S/L	25		708
76	FENCE AROUND BLEACHERS	5/01/02		2,052							2,052	1,504	S/L	10		205
77	PORT BLDG (OFFICIALS)	3/01/05		2,500							2,500	1,125	S/L	10		250
	TOTAL FOOTBALL			26,257		0	0	0	0	0	26,257	10,186				1,363
	IMPROVEMENTS-SW															
64	ROOF IMPS-SW	3/01/00		13,343							13,343	6,338	S/L	20		667
65	BENCHES (WEIGHT ROOM)	11/01/00		895							895	791	S/L	10		90
66	2 DOOR FREEZER	1/01/01		2,335							2,335	2,025	S/L	10		234
67	CIRCLE DRIVE	4/01/01		14,788							14,788	3,615	S/L	30		493
101	2 HEATERS-GYM	2/28/08		7,777							7,777	1,232	S/L	10		778
127	ROOF TOP UNITS	11/10/08		32,500							32,500	1,625	S/L HY	10	10000	3,250
133	GYM FLOOR	9/30/10		17,500							17,500					0
	TOTAL IMPROVEMENTS-SW			89,138		0	0	0	0	0	89,138	15,626				5,512

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BOYS & GIRLS CLUBS OF WICHITA FALLS

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NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT	CUR 179 BONUS	SPECIAL DEPR ALLOW	PRIOR 179/ BONUS/ SP DEPR	PRIOR DEC BAL DEPR	SALVAG /BASIS REDUCT	DEPR. BASIS	PRIOR DEPR	METHOD	LIFE	RATE	CURRENT DEPR
NE																
70	PORTABLE BLDG	1/01/01		975							975	427	S/L	20		49
	TOTAL NE			975		0	0	0	0	0	975	427				49
NW																
68	PA SYSTEM	10/01/00		671							671	671	S/L	7		0
69	HEATERS	1/01/07		9,300							9,300	3,322	S/L	7		1,329
107	SCOREBOARD	7/30/08		3,050							3,050	356	S/L	10		305
134	GYM FLOOR	9/30/10		17,500							17,500					0
	TOTAL NW			30,521		0	0	0	0	0	30,521	4,349				1,634
SE																
71	GYM FLOOR	12/01/06		33,421							33,421	5,570	S/L	15		2,228
100	2 ROOF TOP UNITS	6/25/08		10,781							10,781	1,348	S/L	10		1,078
	TOTAL SE			44,202		0	0	0	0	0	44,202	6,918				3,306
TEEN CENTER																
72	REMODELING	3/01/00		9,559							9,559	9,081	S/L	10		398
73	COMPUTER EQ, INTERNET EC	2/01/00		7,454							7,454	7,454	S/L	5		0
	TOTAL TEEN CENTER			17,013		0	0	0	0	0	17,013	16,535				398
	TOTAL DEPRECIATION			3,284,427		0	10	0	0	0	3,284,417	945,898				157,453

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BOYS & GIRLS CLUBS OF WICHITA FALLS

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NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT.	CUR 179 BONUS	SPECIAL DEPR ALLOW.	PRIOR 179/ BONUS/ SP. DEPR	PRIOR DEC BAL DEPR.	SALVAG /BASIS REDUCT	DEPR BASIS	PRIOR DEPR.	METHOD	LIFE	RATE	CURRENT DEPR.
	GRAND TOTAL DEPRECIATION			3,284,427		0	10	0	0	0	3,284,417	945,898				157,453
	DEPRECIATION ASSETS SOLD			5,995		0	0	0	0	0	5,995	5,223				143
	DEPR REMAINING ASSETS			3,278,432		0	10	0	0	0	3,278,422	940,675				157,310

AMENDED AND RESTATED BYLAWS
OF
THE
BOYS CLUBS OF WICHITA FALLS

RESOLVED, that the Bylaws of this corporation shall be amended and restated as follows:

ARTICLE I
GENERAL

1.1 Name. The name of the Corporation shall be known as the " BOYS CLUBS OF WICHITA FALLS" (d/b/a "Boys & Girls Clubs of Wichita Falls"), a Texas nonprofit corporation (hereinafter referred to as the "Corporation" or "BGCWF").

1.2 Purpose. The purposes of the Corporation are (i) to inspire and enable youth of all backgrounds, especially those who need it most, to reach their full potential as productive, responsible and caring adults; (ii) to receive, invest and disburse funds and to hold property for the purpose of the Corporation; (iii) to serve any lawful purpose for which a nonprofit corporation may be formed under the Texas Business Organizations Code primarily in or for the benefit of communities within the geographic area of Wichita County, Texas. The Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States law. No part of the income or assets of the Corporation shall inure to the benefit of the Directors and Officers of the Corporation.

1.3 Principal Address. The principal place of business and principal office of BGCWF shall be located in Wichita Falls, Texas, at such place as the Board of Directors shall from time to time determine. The corporation may have such other offices within Texas as the Board of Directors may designate or as the business of the corporation may require from time to time.

1.4 Registered Office and Agent. The registered office shall be maintained in Texas and may be, but need not be, identical with the principal office. The address of the registered office and the identity of the registered agent may be changed from time to time by resolution of the Board of Directors, with proper notice of such change to be given in all cases to the Secretary of State of the State of Texas.

ARTICLE II
MEMBERSHIP

The Corporation shall have no members. The entire voting power for all purposes shall rest with the Board of Directors.

ARTICLE III
BOARD OF DIRECTORS

3.1 General Powers. The Board of Directors shall have all the powers and duties necessary, appropriate, or convenient for the administration of the affairs of the Corporation and for the management and operation of the Corporation's property and activities, and may do and perform all acts and things as are not prohibited by law for directors of non-profit corporations, the Articles of Incorporation, or these Bylaws. Officers shall be appointed by majority action of the Board and shall themselves be members or ex-officio members of the Board of Directors.

3.2 Number and Qualifications. The business, affairs, activities, and property of the Corporation shall be managed, directed, governed, and controlled, and the power of the Corporation shall be vested in and exercised by a board of directors who shall collectively be referred to as the "Board of Directors" or "Board". Each individual director shall be referred to as "Director". The Board of Directors shall be composed of not less than eighteen (18) Directors and not more than thirty-six (36) Directors. This 36-member limit does not apply to ex-officio members. The Board of Directors may change the number of Directors from time to time by resolution adopted by a majority of the Directors present at a meeting duly held at which a quorum is present.

3.3 Terms. The initial Board of Directors shall be the current Directors of the corporation. The terms of the existing Directors shall be the same as now set forth in the Corporate records. Newly-elected Directors shall serve the remaining term of any vacancy or a full three year term as the case may be.

3.4 Election of Directors. Directors shall be elected at the annual meeting of the Corporation. Except as provided otherwise in these Bylaws for current Directors, Directors shall be nominated by the Governance Committee. The names of all persons nominated shall be submitted to the Board of Directors at least ten (10) days prior to the meeting at which Directors are to be elected. Directors shall be elected from the persons nominated upon the affirmative vote of a majority of the Directors of the Board of Directors. Outgoing Directors shall be entitled to vote in election of Directors and for all other purposes at such meeting. The term of office of any new elected Director shall commence immediately after such election upon the acceptance of such office by the newly elected Director. All Directors shall serve until resignation or the expiration of such Director's term of office.

3.5 Term of Office. Except as otherwise provided for the existing Directors in the attached Exhibit A, the term of office of a Director shall be three years, with re-election for additional three-year terms possible. No reduction in the number of Directors shall shorten the term of office of any incumbent Director.

3.6 Resignation; Vacancies; Removal. Any Director may resign at any time by giving written notice to the Chair and President of the Corporation. Such resignation shall take effect at the time specified therein; and unless otherwise specified therein the acceptance of such resignation shall not be necessary to make it effective. Any vacancy occurring on the Board of Directors by reason of resignation, removal, death, or otherwise may, after obtaining the names of possible candidates for the vacant Director position from the Governance Committee, be filled by the affirmative vote of a majority of the remaining Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office. The term of office of a Director elected to fill a vacancy shall commence upon election. Directors may be removed, with or without cause, from office by the affirmative vote of a majority of the Directors of the Board, whenever in its judgment the best interests of the Corporation may be served thereby, but such removal shall be without prejudice to any right of indemnification as provided by these Bylaws or the person so removed.

3.7 Compensation; Reimbursement. With the exception of the CPO/Executive Director, no compensation shall be paid to Directors for their services as such, but Directors may be reimbursed for reasonable actual expenses incurred by them in the performance of their duties and approved by the President or CPO/Executive Director.

3.8 Limitation of Liability. To the full extent permitted by applicable law, no Director of the Corporation shall be liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director, provided that this Section shall not eliminate or limit a Director's liability to the extent he or she is found liable for an act or omission involving the following:

(1) a breach of the Director's duty of loyalty to the Corporation;

(2) an act or omission not in good faith that constitutes a breach of duty of the Director or an act or omission that involves intentional misconduct or a knowing violation of the law;

(3) a transaction from which a Director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the Director's office; or

(4) an act or omission for which the liability of a Director is expressly provided by an applicable statute.

Any repeal or amendment of this Section shall be prospective only, and shall not adversely affect any limitation on the personal liability of a Director existing at the time of such repeal or amendment. In addition to the circumstances in which a Director is not personally liable as set forth in the foregoing provisions of this Section, a Director's personal liability shall be further limited to the full extent permitted by any amendment to the Texas Business Organizations Code or other relevant statutory enactment, or any amendment to such code or statute, without further action by the Corporation.

3.10 Insurance. By action of the Board of Directors, the corporation shall purchase and maintain insurance, in such scope and amounts as the Board deems appropriate, on behalf of any person who is or was a Director, officer, committee member, or agent of the Corporation against any liability asserted against, or incurred by, such person in that capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him against such liability as provided in these Bylaws.

3.11 Conflict of Interest. The Board of Directors shall adopt a Conflicts of Interest Policy for the Corporation. Directors shall adhere to any guidelines established by the Board of Directors regarding conflicts of interest.

ARTICLE IV
MEETINGS OF THE BOARD

4.1 Annual Meeting. The annual meeting of the Board of Directors shall be held at such time and place as determined by the Board of Directors. Notice of such meeting shall be provided in accordance with this article. Failure to hold the annual meeting at the designated time shall not work a dissolution of the Corporation. In the event the Board of Directors fails to call the annual meeting not later than one year after the last annual meeting, any Director may make demand that such meeting be held within a reasonable time, such demand to be made in writing by registered mail directed to any officer of the Corporation. If the annual meeting of the Board of Directors is not called within sixty (60) days following such demand, any Director may compel the holding of such annual meeting by legal action directed against the Board of Directors, and all of the extraordinary writs of common law and of courts of equity shall be available to such Director to compel the holding of such annual meeting.

4.2 Regular Meetings. At least nine regular meetings of the Board of Directors shall be held annually.

4.3 Special Meetings. Special meetings of the Board of Directors may be called at any time by the Chair, the President, or by any five (5) Directors. The person or persons authorized to call special meetings of the Board of Directors may fix the time for holding such special meeting. Unless otherwise provided by a resolution of the Board of Directors, any special meeting must be held at the principal office. Notice for any special meeting shall be provided in accordance with these Bylaws.

4.4 Notice of Meetings. Notice of each annual meeting of the Board of Directors, setting forth the time and place of the meeting, shall be given to each Director not less than five (5) days prior to the time fixed for the meeting. Notice of the regular meetings of the Board of Directors or any committee designated by the Board need not be given. Notice of each special meeting of the Board of Directors or any such committee, setting forth the time and the place of the meeting, shall be given to each Director or committee member not less than five (5) days prior to the time fixed for the meeting. Notice of the meetings may be either given personally, by telephone, by electronic mail, by facsimile or by sending a copy of the notice through the United States mail, to the address of each Director or committee member appearing on the books of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage prepaid thereon. If notice is given by electronic mail, telephone, or facsimile, such notice shall be deemed given upon delivery. Except as otherwise provided in these Bylaws or as required by law, neither the business to be transacted at, not the purpose of, any annual, regular, or special meeting of the Board of Directors or any committee need be specified in the notice or waiver of notice of such meeting.

4.5 Waiver of Notice. A Director may in writing waive notice of any meeting of the Board, either before, at, or after the meeting; and such Director's waiver shall be deemed the equivalent of receiving notice. Attendance of a Director at a meeting of the Board shall constitute waiver of notice of that meeting, unless he or she attends for the express purpose of objecting to the transaction of business because the meeting has not been lawfully called or convened.

4.6 Quorum and Voting. A majority of the number of Directors appointed and serving in office from time to time shall be necessary to constitute a quorum for the transaction of business. Each Director shall have one (1) vote on each matter submitted to a vote of the Board, which vote may be exercised in person or by proxy. Every act or decision done or made by a majority of Directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors, unless a greater number is required by law or by the Articles of Incorporation.

4.7 Proxy. A Director may vote by proxy executed in writing by the Director. The proxy must be filed with the Secretary of the Corporation before or at the time for the meeting to which such proxy is to apply. The proxy is effective when received by the Secretary. No proxy shall be valid after thirty (30) days from the date of its execution.

4.8 Presumption of Assent. A Director who is present at a meeting of the Board of Directors shall be deemed to have assented to the action taken unless such Director's dissent shall be entered in the minutes of the meeting before the adjournment thereof or shall be forwarded by registered mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to the dissent shall not apply to a Director who voted in favor of such action.

4.9 Participation When Not Physically Present in Person or by Proxy. Any Director may participate in a meeting of the Board by means of telephone conference, video conference or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting.

4.10 Action Without a Meeting. Any action required by the Texas Business Organizations Code to be taken at a meeting of the Board of Directors, or any action which may be taken at a meeting of the Board of Directors or any committee, may be taken without a meeting if a consent in writing, setting forth the action to be taken, shall be signed by all the Board of Directors entitled to vote with respect to the subject matter thereof, or all of the members of the committee, as the case may be. Such consent shall have the same force and effect as a unanimous vote.

If the Corporation's Articles of Incorporation or Certificate of Formation so provide, any action required by the Business Organizations Code to be taken at a meeting of the Board of Directors or any action that may be taken at a meeting of the Board of Directors or any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of Board of Directors or committee members as would be necessary to take that action at a meeting at which all of the Board of Directors or members of the committee were present and voted.

Each written consent shall bear the date of signature of each Director or committee member who signs the consent. A written consent signed by less than all of the Board of Directors or committee members is not effective to take the action that is the subject of the consent unless, within sixty (60) days after the date of the earliest dated consent delivered to the Corporation in the manner required by this section, a consent or consents signed by the required number of Board of Directors or committee members is delivered to the Corporation at its registered office, registered agent, principal place of business, transfer agent, registrar, exchange agent, or an officer or agent of the Corporation having custody of the books in which proceedings of meetings of Board of Directors or committees are recorded. Delivery shall be by hand or certified or registered mail, return receipt requested. Deliver to the Corporation's principal place of business shall be addressed to the principal executive officer of the Corporation.

Prompt notice of the taking of any action by Board of Directors or a committee without a meeting by less than unanimous written consent shall be given to all Board of Directors or committee members who did not consent in writing to the action.

If any action by the Board of Directors or a committee is taken by written consent signed by less than all of the Board of Directors or committee members, any articles or documents filed with the Secretary of State as a result of the taking of the action shall state, in lieu of any statement required by this Act concerning any vote of the Board of Directors or committee members, that written consent has been given in accordance with the provisions of the Texas Business Organizations Code and that any written notice required by such Article has been given.

A telegram, telex, cablegram, or similar transmission by a Director or member of a committee or photographic, photostatic, facsimile, or similar reproduction of a writing signed by a Director or member of a committee shall be regarded as signed by the Director or member of a committee for purposes of this section.

ARTICLE V
OFFICERS

5.1 Officers. The officers of the Corporation shall be a Chair, President, President-Elect, Vice President, Secretary, Treasurer and may include such other officers as may be elected in accordance with the provisions of this Article. The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretaries and/or Assistant Treasurers, as it shall deem desirable, to have the authority to perform the duties prescribed from time to time by the Board. All officers of the Corporation shall be natural persons of the age of eighteen (18) years or older. Officers shall serve without compensation, unless otherwise specifically provided.

5.2 Election and Term of Office. The officers of the Corporation shall be elected annually by the Board at the regular annual meeting of the Board of Directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be arranged. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his or her successor shall have been duly elected. Officers may serve consecutive terms; provided, however, that the President shall serve a maximum of two consecutive terms.

5.3 Resignation and Removal. Any officer of the Corporation may resign at any time by giving written notice to the President or to the Secretary of the Corporation. Such resignation shall take effect at the time specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any officer or agent of the Corporation may be removed, with or without cause, by the Board of Directors whenever in its judgment the best interests of the Corporation may be served thereby, but such removal shall be without prejudice to the right of indemnification as provided by these Bylaws, if any, or the person so removed. Except for the right of indemnification, election or appointment of an officer or an agent shall not of itself create contract rights.

5.4 Vacancy. Except as otherwise provided by these Bylaws, when a vacancy occurs in one of the offices of the Corporation by reason of death, resignation or otherwise, it shall be filled by a resolution of the Board of Directors. The officer so selected shall hold office until a successor is chosen and qualified.

5.5 General Duties. All officers and agents of the Corporation, as between themselves and the Corporation, shall have such authority and shall perform such duties in the management of the Corporation as may be provided in these bylaws or as may be determined by resolution of the Board not inconsistent with these bylaws. In all cases where the duties of an officer are not prescribed by the bylaws or by the Board of Directors such officer shall follow the orders and instructions of the President.

5.6 Chair. The Chair shall preside at all meetings of the Executive Committee. In the absence of the Chair, the President shall preside at such meetings.

5.7 President. The President shall preside at all meetings of the Board of Directors. The President shall perform such other powers and duties as may be assigned to him or her from time to time by the Board of Directors or prescribed by these Bylaws.

5.8 President-Elect and Vice President. The President-Elect shall, in the absence of the President, preside at all meetings of the Board and shall exercise and perform such other powers and duties as may be assigned to him or her from time to time by the President, Board or as prescribed by these Bylaws. Upon the President's resignation, death or failure to serve as President, the President-Elect shall perform all duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. In the absence of the President-Elect, the Vice President shall perform any duties that would otherwise be performed by the President-Elect. The Vice President shall likewise exercise and perform such other powers and duties assigned by the Board, President or as prescribed by these bylaws.

5.9 Secretary. The Secretary shall keep, or cause to be kept, in books provided for that purpose the minutes of the meetings of the Board of Directors; shall see that all notices are duly given in accordance with the provisions of these bylaws and as required by law; shall be the custodian of the records; and, in general, shall perform all duties incident to the office of Secretary and such other duties as may, from time to time, be assigned to him or her by the Board of Directors or by the President. The Secretary may also serve as Treasurer.

5.10 Treasurer. The Treasurer shall keep, or cause to be kept, proper and adequate accounting records of the financial transactions of the Corporation. Such accounting records shall at reasonable times be open to inspection by any Director. The Treasurer shall deposit, or cause to be deposited, all funds of the Corporation with such depositories as are designated by the Board of Directors, and shall disburse, or cause to be disbursed, the funds of the Corporation as may be ordered by the Board of Directors. The Treasurer shall periodically render to the Board statements of the financial condition of the Corporation. The Treasurer shall have such other powers and perform such other duties as may be from time to time prescribed by the Board or the President. The Treasurer shall be the Chair of the Audit Committee. The Treasurer may also serve as a Secretary.

5.11 Executive Director/Chief Professional Officer. The Executive Director/CPO shall have responsibility for the supervision, direction and control of the affairs and business of the Corporation, subject to the control of the Board of Directors. The Executive Director/CPO shall be a non-voting member of the Board of Directors and shall be a non-voting member of all standing committees of the Corporation, including the Executive Committee. As a compensated employee of the Board, the Executive Director shall also perform the duties prescribed by the Committee on Personnel and Professional Standards of Boys and Girls Clubs of America.

ARTICLE VI
EXECUTIVE COMMITTEE

6.1 Executive Committee. The Executive Committee shall consist of the Chair, the President, the past President, the President-Elect, the Vice-President, the Secretary and the Treasurer. The Board of Directors by resolution may designate additional members to serve on the Executive Committee as either voting or non-voting members. The Executive Director/CPO shall serve as a non-voting member of the Executive Committee.

6.2 Meetings. The Chair shall preside at meetings of the Executive Committee. Regular meetings of the Executive Committee may be held without notice at such time and place as the Executive Committee may fix from time to time by resolution. Special meetings of the Executive Committee may be called by any member thereof or by the Executive Director/CPO upon not less than three (3) day's notice stating the place, date and hour of the meeting, which notice may be written or oral, and if written may be sent via electronic mail, facsimile or United States mail. If notice is oral or via facsimile or electronic mail, such notice shall be deemed delivered upon receipt. If notice is deposited in the United States mail addressed to the member of the Executive Committee, such notice shall be delivered when deposited in the United States mail. Any member of the Executive Committee may waive notice of any meeting and no notice of any meeting need be given to any member thereof who attends in person. The notice of a meeting of the Executive Committee need not state the business proposed to be transacted at the meeting. Regular minutes of the meeting shall be recorded by the Executive Committee.

6.3 Quorum. A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business at any meeting thereof, and the action of the Executive Committee must be authorized by the affirmative vote of a majority of the members present at a meeting at which a quorum is present.

6.4 Normal Action by Executive Committee. Any action required or permitted to be taken by the Executive Committee at a meeting may be taken without a meeting if a consent in writing, setting forth the actions so taken, shall be signed by all of the members of the Executive Committee entitled to vote.

6.5 Resignation. Any member of the Executive Committee may resign at any time by giving written notice to the President or Secretary of the Corporation.

6.6 Duties and Responsibilities of the Executive Committee. In addition to any other duties and responsibilities that may be prescribed by the Board of Directors by resolution, the Executive Committee shall be (i) responsible for setting the agenda for each meeting of the Board of

Directors and for ensuring that matters to be presented are ready and proper for the Board's consideration, (ii) shall provide guidance to the Executive Director/CPO, shall supervise the Executive Director/CPO and shall perform an annual evaluation of the Executive Director/CPO, (iii) shall, in the absence of the appointment of a hiring committee, be responsible for recruiting and reviewing applicants for the Executive Director/CPO position when vacant, and (iv) shall exercise the authority of the Board of Directors in the management of the business and affairs of the Corporation, all as delegated from time to time by the Board or as necessary in those instances where time constraints require such action. In the absence of a Governance Committee, the members of the Executive Committee or an ad hoc committee appointed by the Executive Committee for such purpose shall act as the Governance Committee and shall prepare a recommended slate of nominees for any Director or officer vacancies and shall present the same to the Board of Directors for their comment and consideration. The President shall, on behalf of the Executive Committee, provide general direction to and supervision of the Executive Director/CPO.

ARTICLE VII
OTHER BOARDS AND COMMITTEES; CUSTODIANS AND AGENTS

7.1 Standing Committees. In addition to the Executive Committee, the Board of Trustees shall establish the following standing committees: Governance Committee, and the Audit, Budget and Finance Committee. The scope, authority, qualifications of members, terms of office, and manner of acting of such committee shall be as specified in the resolution creating such committee, or, if not so specified, shall be in accordance with the rules adopted by the committee.

7.2 Governance Committee. The Governance Committee shall consist of at least five (5) voting members of the Board and appointed by the President. Duties shall include the identification and recruitment of potential Board members, Board training, evaluation of the Board and performance of its members, awards and recognition, and the recommendation of officers and new members.

7.3 Audit, Budget and Finance Committee. The Audit Budget and Finance Committee shall consist of not less than three members, the Treasurer and such other members who shall be appointed annually by the President. This Committee shall make such inquiry into the condition of the Corporation as it shall deem necessary or advisable and shall employ such persons or entities for that purpose as it shall deem appropriate. This committee shall report annually, in writing, its findings to the Board of Directors. Additionally, this committee shall prepare an annual budget and submit the same for Board review and action, monitor expenditures, review the insurance portfolio, and submit financial statements to the Board of Directors.

7.4 Committees. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more additional committees each of which shall consist of one or more Directors. The qualifications of members, terms of office, and rules of procedure of such committee shall be as specified in the resolution creating such committee, or, if not so specified, shall be in accordance with the rules adopted by the committee.

7.5 Committee Procedures. Unless provided otherwise in the establishing resolution, each committee shall elect a residing Chair from its members and may fix its own rules of procedure which shall not be inconsistent with these Bylaws. In the absence of any governing provisions, the meeting, notice, waiver or notice, action without meeting, quorum and voting requirements of the Board of Directors as set forth in these Bylaws shall apply to any committee. Any committee shall, upon request of the Executive Committee or the President, provide periodic reports to the Executive Committee or the Board of Directors.

7.6 Committee Limitations. The Board of Directors may grant to any committee established pursuant to these Bylaws or by resolution, such powers or authority as the Board of Directors may determine, subject, however, to the limitations set forth in the Texas Business Organizations Code, as may be amended from time to time.

7.7 Trustees, Custodians, Agents, Accountants and Attorneys. The Board of Directors from time to time designate, hire or retain such trustees, agents, investment advisors, custodians, accountants and attorneys, as the Board of Directors deems appropriate. The Board of Directors may at any time discontinue use of the services of any such trustee, agent, investment advisory, custodian, accountant or attorney.

ARTICLE VIII
CONTRACTS, CHECKS, LOANS AND DEPOSITS

8.1 Contracts. The Board of Directors may authorize by resolution any officer or officers, agent or agents, employee or employees, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

8.2 Checks. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

8.3 ***Loans.*** No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name, unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

8.4 ***Deposits.*** All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

ARTICLE IX
GIFTS

9.1 ***Completed Gifts.*** Donors may make gifts to the Corporation by naming or otherwise identifying the Corporation, whether or not a trustee, agent, or custodian is designated, to receive the property contributed. Gifts shall vest in the Corporation upon receipt and acceptance by it (whether signified by a Corporation officer, employee or agent); provided, however, that certain gifts may be deemed to be gifts made to the endowment trust heretofore created for the benefit of the Corporation, all in accordance with the Gift Acceptance Policy of the Corporation as amended.

9.2 ***Gifts Subject to Corporation Rules and Regulations.*** Each donor by making a gift to the Corporation accepts and agrees to be bound by all the terms of the Articles of Incorporation, these Bylaws and the Corporation's Gift Acceptance Policy, and provides that any funds so donated shall be subject to the provisions for presumption of donor's intent, for modification of restrictions or conditions, and for amendments and termination, and to all other terms of the Articles of Incorporation or Certificate of Formation, these Bylaws, and any other policies, rules and regulations of the Corporation and any trust, custodian or agent having custody of the funds of the Corporation as from time to time amended.

9.3 ***Power of Modification.*** Notwithstanding any provision in these Bylaws or in any instrument of transfer creating or adding funds to this Corporation, the Board of Directors shall have the power to modify any restriction or condition on the distribution of funds for any specified charitable purposes or to specified organizations if in the sole judgment of the Board such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the charitable needs of the area served.

ARTICLE X
AMENDMENTS

Except as otherwise required by law, these Bylaws may be amended or restated at any annual or regular meeting of the Board of

Directors or at any special meeting called for that purpose, provided that written notice of the proposed amendment shall have been given at least five (5) days prior to such meeting. Any such amendment or restatement shall require an affirmative vote of two-thirds of the members of the Board of Trustees present at a duly constituted meeting.

ARTICLE XI
NONDISCRIMINATION

The officers, directors, committee members, advisory board members, employees and persons served by this Corporation shall be selected entirely on a nondiscriminatory basis with respect to age, sex, race, religion, sexual orientation, or national origin.

ARTICLE XII
INDEMNIFICATION

The Corporation shall indemnify and advance expenses to the fullest extent permitted by the Texas Business Organizations Code and other applicable law, present and former directors, officers, employees, and agents of the Corporation and persons serving or formerly serving at the request of the Corporation as directors, officers, partners, venturers, proprietors, trustees, employees, agents or similar functionaries of another foreign or domestic corporation, employee benefit plan, other enterprise or entity against judgments, penalties (including excise and similar taxes), fines, settlements and reasonable expenses actually incurred by the person in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitrative or investigative, any appeal in such action, suit or proceeding and any inquiry or investigation that could lead to such an action suit or proceeding, because the person is or was acting in one of the capacities set forth above.

ARTICLE XIII
MISCELLANEOUS PROVISIONS

13.1 Fiscal Year. The fiscal year of the Corporation shall be such year as shall be adopted by the Board of Directors.

13.2 Physical Location of Books and Accounts. The books and records of accounts of the Corporation and the minutes of the proceedings of the Board of Directors and any committees having any of the authority of the Board of Directors shall be kept at the principal office of the Corporation unless the Board of Directors by resolution determines otherwise, subject to any requirements of law. All books and records of the Corporation may be inspected by any Director or his or her agent or attorney for any proper purpose at any reasonable time.

13.3 Headings. The headings throughout these Bylaws are for convenience and reference only and shall in no way be deemed to define, limit or add to the meaning of any provision thereof.

13.4 Construction. Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the Texas Business Organizations Code shall govern the construction of these bylaws. For purposes of applying any applicable provisions of the Texas Business Organizations Code to these Bylaws, the following terms or names shall be synonymous: "Board of Directors" and "Governing Persons"; "Director and "Managing Official". Unless the context clearly indicates otherwise, throughout these Bylaws words used in singular include the plural, the plural includes the singular, the feminine includes the masculine, the masculine includes the feminine, and the neuter gender includes both the feminine and the masculine.

ARTICLE XIV
DISSOLUTION

The operations of the Corporation may be dissolved upon a two-thirds (2/3) vote of the Board of Directors at a special meeting called for that purpose where quorum is present; provided, however, that notice of such special meeting shall be given to each Director not less that twenty-five (25) days prior to the time fixed for the meeting. Upon the dissolution or final liquidation of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation as set forth herein, for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future applicable federal law) and to an organization or organizations that are exempt under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future applicable federal law) so that remaining property may be used for and be devoted to the purposes set forth in Article 1.2 hereof within the geographic area of Wichita County, Texas.

I, ________________________, hereby certify that I am the Secretary of the Corporation and that the foregoing Bylaws of the Corporation were duly amended by the Board of Directors of the Corporation on the ____ day of ____________, 2010.

____

____________, Board Secretary

*Approved by unanimous vote of board of directors on September 15, 2010

EXHIBIT A

Current Board of Directors

September 1, 2010

Name	Elected	Term Exp.
Doug Armstrong	89	2010
Bill Barnard	89	2012
Doyle Bentley	94	2011
Clay Bolin	99	2011
Dr. Don Bomer	89	2010
John Bradley	07	2010
Dick Bundy	94	2012
Shari Carpenter	04	2011
Paul Clark	08	2010
Shirley Craft	05	2010
Lucy Davis	04	2010
Ray Gonzalez	99	2011
Al Guinn	96	2011
Robert D. Gunn	70	2011
Bill Gunn	06	2010
Gene Hawkins	93	2012
Don Hupp	88	2011
David Kimbell Jr.	87	2011
David Kimbell Sr.	62	2010
Leo Lane	84	2010
Martin Litteken	81	2012
Ray Lunn	89	2012
Nancy Marks	05	2010
Sandrea Marvel	92	2011
EW Moran Jr.	77	2010
Jill Patterson	00	2011
Gale Richardson	96	2011
Diann Taylor	92	2010

Dr. Bill Tidmore	83	2012
Rod Tieken	01	2012
Glenn Tole II	78	2012
Will Tucker	98	2012
Michael Valverde	02	2010
Charles Vergauwen	02	2011
Carol Wagner	95	2012

SCHEDULE D, PART XIII, LINE 4B
OTHER REVENUE INCLUDED ON FORM 990 BUT NOT INCLUDED IN F/S

DEPR.ON FIXED ASSETS OMITTED FROM F.S.	$	34,644.
TOTAL	$	34,644.

Form **8868**
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **File a separate application for each return.**

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ► [ ]

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

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

Type or print	Name of Exempt Organization THE BOYS CLUB OF WICHITA FALLS, INC. DBA BOYS & GIRLS CLUBS OF WICHITA FALLS	**Employer identification number** 75-0883102
File by the due date for filing your return See instructions	Number, street, and room or suite number If a P O box, see instructions 1318 SIXTH STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions WICHITA FALLS, TX 76301	

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

[X] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[ ] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ► JACQUELINE BODKIN

Telephone No. ► 940-322-2012 FAX No ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 5/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for
► [ ] calendar year 20 ___ or
► [X] tax year beginning 10/01, 20 09, and ending 9/30, 20 10

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	**3a**	$ 0.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	**3b**	$ 0.
c Balance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 0.

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