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EXTENSION GRANTED

Form **990**

Return of Organization Exempt From Income Tax

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

OMB No. 1545-0047

2010

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2010 calendar year, or tax year beginning **JULY 01**, 2010, and ending **JUNE 30**, 2011

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

C Name of organization **YOUTH SERVICES FOR OKLAHOMA COUNTY, Doing Business As**
 Number and street (or P.O. box if mail is not delivered to street address) Room/Suite
201 Northeast 50th
 City or town, state or country, and ZIP + 4
Oklahoma City OK 73105

D Employer identification number
73-0940217

E Telephone number
(405) 235-7537

F Name and address of principal officer:

G Gross receipts \$ **2,647,531**

H(a) Is this a group return for affiliates? Yes 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. 501(c)(3) 501(c)() (insert no.) 4947(a)(1) or 527

J Website: ▶ **www.ysoc.org**

K Form of organization Corporation Trust Association Other ▶

L Year of formation **1972** **M** State of legal domicile **OK**

Part I Summary			
1 Briefly describe the organization's mission or most significant activities: See attachment #1			
2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets			
ACTIVITIES & GOVERNANCE	3 Number of voting members of the governing body (Part VI, line 1a)	3	17
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	17
	5 Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5	83
	6 Total number of volunteers (estimate if necessary)	6	
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	
	7b Net unrelated business taxable income from Form 990-T, line 34	7b	0
	REVENUE	8 Contributions and grants (Part VIII, line 1h)	Prior Year
9 Program service revenue (Part VIII, line 2g)		Current Year	2,578,021
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)			43,656
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)			6,170
12 Total revenue -- add lines 8 through 11 (must equal Part VIII, column (A), line 12)			2,637,264
12 Total revenue -- add lines 8 through 11 (must equal Part VIII, column (A), line 12)			2,647,531
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)		1,822,380
	16a Professional fundraising fees (Part IX, column (A), line 11e)		
	b Total fundraising expenses (Part IX, column (D), line 25) ▶		101,182
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)		823,184	
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)		2,645,564	
19 Revenue less expenses. Subtract line 18 from line 12		-8,300	
19 Revenue less expenses. Subtract line 18 from line 12		235,104	
ASSETS & LIABILITIES	20 Total assets (Part X, line 16)	Beginning of Current Year	854,626
	21 Total liabilities (Part X, line 28)	End of Year	3,786,790
	22 Net assets or fund balances. Subtract line 21 from line 20		184,910
			208,320
			669,716
			3,578,470

Part II Signature Block

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

Sign Here
 Signature of officer: *Elizabeth (Betsy) Mantor* Date: **12/16/11**
 Type or print name and title: *Elizabeth (Betsy) Mantor*

Paid Preparer Use Only
 Print/Type preparer's name: **J Michael Bell** Preparer's signature: *J Michael Bell* Date: **11/9/11** Check if self-employed PTIN:
 Firm's name ▶ **BELL & RHODES, P.C.** Firm's EIN ▶
 Firm's address ▶ **1433 NW 150TH STREET** Phone no.:
EDMOND OK 73013 **(405) 341-2863**

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

SCANNED DEC 29 2011

915
11

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:

See attachment #2

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 \$ 1,265,639 including grants of \$ _____) (Revenue \$ _____)

See attachment #3

4b (Code _____) (Expenses \$ 938,801 including grants of \$ _____) (Revenue \$ _____)

4c (Code _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

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

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

4e Total program service expenses ► \$ 2,204,440

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.	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors? (see instructions).	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		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501 (h) election in effect during the tax year? If "Yes," complete Schedule C, Part II		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III	N/A	
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		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		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		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		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		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	X	
b Did the organization report an amount for investments -- other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII.		X
c Did the organization report an amount for investments -- program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII.	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		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, Parts I and IV.		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, Parts II and IV		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, Parts III and IV.		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 (see instructions)		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		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		X
20a Did the organization operate one or more hospitals? If "Yes," complete Schedule H.		X
b If "Yes" to line 20a, did the organization attach its audited financial statements to this return? Note. Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)	N/A	

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		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		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		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, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? N/A		
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? N/A		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? N/A		
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.		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		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		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? If "Yes," complete Schedule L, Part III		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV.		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV.		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M.	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M.		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		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		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		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	X	
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)?		X
a Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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		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.		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	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? N/A		
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 83		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file. (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
3b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O N/A		
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)?		X
b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T? N/A		
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?		X
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? N/A		
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?		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided? N/A		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year 7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? N/A		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? N/A		
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?		X
9 Sponsoring organizations maintaining donor advised funds.			
a	Did the organization make any taxable distributions under section 4966?		X
b	Did the organization make a distribution to a donor, donor advisor, or related person?		X
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 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	X
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year 12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a	X
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	X

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.

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

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		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?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Does the organization have members or stockholders?		X
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		X
7b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8a	The governing body?	X	
8b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		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?		X
10b	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? N/A		
11a	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	X	
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Does the organization have a written conflict of interest policy? If "No," go to line 13	X	
12b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	X	
13	Does the organization have a written whistleblower policy?	X	
14	Does the organization have a written document retention and destruction policy?	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?		
15a	The organization's CEO, Executive Director, or top management official	X	
15b	Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions.)		X
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?		X
16b	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? N/A		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed ► OK
- 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
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ► See attachment #4

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

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

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 organization's tax year.

- 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, if any. See instructions for definition of "key employee."
- 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 neither the organization nor any related organizations compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply)							(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		I N D I V I D U A L	D I R E C T O R	I N S T I T U T I O N A L	O F F I C E R	K E Y E M P L O Y E E	H I G H E S T C O M P L O Y E E	F O R M E R			
Debbie Forshee CEO	50.00				X	X	X		84,068	0	0
William Alexander CFO	40.00				X	X			83,658	0	0
William J. Bullard Chair of the Board		X							0	0	0
Karen Delaney Vice Chair of the Board		X							0	0	0
Betsy Mantor Treasurer of the Board		X							0	0	0
Ginger Shaw Secretary of the Board		X							0	0	0
JoeVan Bullard Board Member		X							0	0	0
Edwin Amaya Board Member		X							0	0	0
Kris Goforth Board Member		X							0	0	0
Kevin Gordon Board Member		X							0	0	0
Randi Green Board Member		X							0	0	0
Joyce Henderson Board Member		X							0	0	0
Adra Cheek Board Member		X							0	0	0
Shauntae Moham Board Member		X							0	0	0
Kim Nguyen									0	0	0

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply)							(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		INDIVIDUAL	DIRECTOR	TRUSTEE	OFFICER	KEY EMPLOYEE	HIGHEST COMPENSATED	FORMER			
Board Member Susan Porter		X							0	0	0
Board Member Jim Xenos		X							0	0	0
Board Member Randal Zotigh		X							0	0	0
Board Member George E. Young, Sr.		X							0	0	0
Board Member		X							0	0	0
1b Sub-total									167726	0	0
c Total from continuation sheets to Part VII, Section A											
d Total (add lines 1b and 1c)									167726	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 ▶

	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		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		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		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 ▶

Part VIII Statement of Revenue

				(A)	(B)	(C)	(D)	
				Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512, 513, or 514	
OTHER CONTRIBUTIONS AND SIMILAR AMOUNTS	1a	Federated campaigns	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e	2,146,596				
	f	All other contributions, gifts, grants, & similar amounts not included above	1f	431,425				
	g	Noncash contributions included in lines 1a-1f		\$ 56,529				
	h	Total. Add lines 1a-1f		2,578,021				
PROGRAM SERVICE REVENUE				Business Code				
	2a							
	b							
	c							
	d							
	e							
	f	All other program service revenue						
g	Total. Add lines 2a-2f							
OTHER REVENUE	3	Investment income (including dividends, interest, and other similar amounts)		66,952	66,952			
	4	Income from investment of tax-exempt bond proceeds						
	5	Royalties						
	6a			(i) Real				
				(ii) Personal				
	b	Less: rental expenses						
	c	Rental income or (loss)		725				
	d	Net rental income or (loss)		725	725			
	7a			(i) Securities				
				(ii) Other				
	b	Less: cost or other basis and sales expenses						
	c	Gain or (loss)						
	d	Net gain or (loss)						
8a	Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18		a					
b	Less: direct expenses		b					
c	Net income or (loss) from fundraising events							
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	Miscellaneous			1,833	1,833			
b								
c								
d	All other revenue							
e	Total. Add lines 11a-11d			1,833				
12	Total revenue. See instructions			2,647,531	69,510			

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				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	1,343,020	1,212,247	60,000	70,773
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	70,231	59,979	4,800	5,452
9 Other employee benefits	130,152	118,448	5,863	5,841
10 Payroll taxes	143,908	129,875	6,429	7,604
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy	265,135	265,135		
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	1,378		1,378	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization #5	3,365		3,365	
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24f. If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O.)				
a <u>Contractors</u>	217,256	217,256		
b <u>Program Supplies</u>	96,305	96,305		
c <u>Travel</u>	53,688	53,688		
d <u>Insurance</u>	23,647	23,647		
e <u>Equipment Rental/Maint.</u>	20,504	20,504		
f All other expenses #6	43,838	7,356	24,970	11,512
25 Total functional expenses. Add lines 1 through 24f	2,412,427	2,204,440	106,805	101,182
26 Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720). Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A)		(B)
		Beginning of year		End of year
A S S E T S	1 Cash -- non-interest bearing	87,090	1	220,985
	2 Savings and temporary cash investments	60,721	2	320,000
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	270,480	4	182,910
	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)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501 (c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	15,604	9	15,088
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D.	10a 3,515,172		
	b Less: accumulated depreciation	10b 933,577	17,222	10c 2,581,595
	11 Investments -- publicly traded securities	403,509	11	466,212
	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)	854,626	16	3,786,790	
L I A B I L I T I E S	17 Accounts payable and accrued expenses	184,910	17	208,320
	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		25	
	26 Total liabilities. Add lines 17 through 25	184,910	26	208,320
F U N D A S S E T B A L A N C E S	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	266,205	27	3,097,259
	28 Temporarily restricted net assets	334,879	28	400,185
	29 Permanently restricted net assets	68,632	29	81,026
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	669,716	33	3,578,470
34 Total liabilities and net assets/fund balances	854,626	34	3,786,790	

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	2,647,531
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,412,427
3	Revenue less expenses. Subtract line 2 from line 1	3	235,104
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	669,716
5	Other changes in net assets or fund balances (explain in Schedule O)	5	2,673,650
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	3,578,470

Part XII Financial Statements and Reporting

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

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?		X
b Were the organization's financial statements audited by an independent accountant?	X	
c If "Yes" to lines 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?	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 separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> 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?		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 N/A		

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

2010

Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

Name of the organization: **YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.**
Employer identification number: **73-0940217**

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 a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions--subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I
 - b Type II
 - c Type III-Functionally integrated
 - d Type III-Other

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

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

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

	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?		X
(ii) A family member of a person described in (i) above?		X
(iii) A 35% controlled entity of a person described in (i) or (ii) above?		X

h Provide the following information about the supported organization(s)

(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 or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	2,565,936	2,748,483	2,759,563	2,587,438	2,540,919	13,202,339
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3.	2,565,936	2,748,483	2,759,563	2,587,438	2,540,919	13,202,339
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)						
6 Public support. Subtract line 5 from line 4.						13,202,339

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
7 Amounts from line 4	2,565,936	2,748,483	2,759,563	2,587,438	2,540,919	13,202,339
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	4,855	5,124	-38,122	43,656	66,954	82,467
9 Net income from unrelated business activities, whether or not the business is regularly carried on	46,411	36,534	37,601	6,170	2,558	129,274
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						13,414,080
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2010 (line 6, column (f) divided by line 11, column (f))	14	98.42 %
15 Public support percentage from 2009 Schedule A, Part II, line 14	15	97.71 %
16a 33 1/3 % support test -- 2010. If the organization did not check the box on line 13, and line 14 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input checked="" type="checkbox"/>		
b 33 1/3 % support test -- 2009. 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 ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test -- 2010. 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 ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test -- 2009. 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 ▶ <input type="checkbox"/>		
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 ▶ <input type="checkbox"/>		

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, line 6, 7, 8, 9, 10, 11, or 12.**

▶ **Attach to Form 990. ▶ See separate instructions.**

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization
YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.

Employer identification number
73-0940217

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?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can 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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

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 Tax 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, and not on a historic structure listed in the National Register.	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 easements it holds? Yes No

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

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

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 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 (ASC 958), 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 (ASC 958), 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 (ASC 958) 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 the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

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

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

	Amount
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 the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
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:

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

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

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

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

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		491,998		491,998
b Buildings		2,493,315	502,551	1,990,764
c Leasehold improvements		122,249	88,887	33,362
d Equipment		201,089	151,200	49,889
e Other		206,521	190,939	15,582
Total. Add lines 1a through 1e. (Column (d) should equal Form 990, Part X, column (B), line 10(c).)				2,581,595

Part VII Investments -- Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation. Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) 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.

(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.

(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.

1. (a) Description of liability	(b) Amount
Federal income taxes	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	

2. FIN 48 (ASC 740) 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 (ASC 740).

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements		
1	Total revenue (Form 990, Part VIII, column (A), line 12)	2,647,531
2	Total expenses (Form 990, Part IX, column (A), line 25)	2,412,427
3	Excess or (deficit) for the year. Subtract line 2 from line 1	235,104
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	235,104

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return		
1	Total revenue, gains, and other support per audited financial statements	2,609,060
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 56,529
c	Recoveries of prior year grants	2c
d	Other (Describe in Part XIV.)	2d
e	Add lines 2a through 2d	2e 56,529
3	Subtract line 2e from line 1	3 2,552,531
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:	
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a
b	Other (Describe in Part XIV.)	4b 95,000
c	Add lines 4a and 4b	4c 95,000
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5 2,647,531

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return		
1	Total expenses and losses per audited financial statements	2,375,356
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:	
a	Donated services and use of facilities	2a
b	Prior year adjustments	2b
c	Other losses	2c
d	Other (Describe in Part XIV.)	2d 56,529
e	Add lines 2a through 2d	2e 56,529
3	Subtract line 2e from line 1	3 2,318,827
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:	
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a
b	Other (Describe in Part XIV.)	4b 93,600
c	Add lines 4a and 4b	4c 93,600
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5 2,412,427

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.

FORM 990, PART XII, LINE 4b:
 \$95,000 of donation income received from merged entity,
 eliminated from the consolidated financial statements.

FORM 990, PART XIII, LINE 2d
 Donated services not included in income, or corresponding
 expense for the 990.

FORM 990, PART XIII, LINE 4b:
 \$93,600 of rent expense paid to merged entity,
 eliminated from the consolidated financial statements.

SCHEDULE M
(Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

▶ **Complete if the organizations answered "Yes"**
on Form 990, Part IV, lines 29 or 30.

▶ **Attach to Form 990.**

OMB No. 1545-0047

2010

**Open To Public
Inspection**

Name of the organization
YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.

Employer identification number
73-0940217

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art -- Works of art				
2 Art -- Historical treasures				
3 Art -- Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities -- Publicly traded				
10 Securities -- Closely held stock				
11 Securities -- Partnership, LLC, or trust interests				
12 Securities -- Miscellaneous				
13 Qualified conservation contribution -- Historic structures				
14 Qualified conservation contribution -- Other				
15 Real estate -- Residential				
16 Real estate -- Commercial				
17 Real estate -- Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archaeological artifacts				
25 Other ▶ ()				
26 Other ▶ ()				
27 Other ▶ ()				
28 Other ▶ (See attachment #7)				

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

29	
----	--

- 30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?
- b If "Yes," describe the arrangement in Part II.
- 31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?
- 32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?
- b If "Yes," describe in Part II.
- 33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.

	Yes	No
30a		X
31		X
32a		X

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

Schedule M (Form 990) (2010)

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2010

**Open to Public
Inspection**

Name of the organization

YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.

Employer identification number

73-0940217

FORM 990, PART VI, SEC B, QUESTION 11:

A draft copy of the 990 is reviewed by the CFO and then distributed to the Finance Committee of the Board for their review.

FORM 990, PART VI, SEC B, QUESTION 12c:

On the first board meeting of the fiscal year, members must disclose any conflict of interest concerns. During the year, members must alert the Board to any conflicts that develop.

FORM 990, PART VI, SEC B, QUESTION 15b:

The CEO is evaluated annually by the organization's Board. The evaluation is conducted by the Board Governance Committee with comments requested from the entire Board.

FORM 990, PART VI, SEC B, QUESTION 19:

The organization conducts its meetings under the rules and regulations of the Oklahoma Open Meetings Act; thus, all of the organization's financials and policies are available for public inspection.

FORM 990, PART XI, LINE 5

The organization merged with Oklahoma Youth Services Holding Company, an entity with which YSOC has filed consolidated financial statements for more than three years. This amount represents the net assets transferred in the merger.

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2010

Open to Public
Inspection

Name of the organization

YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.

Employer identification number

73-0940217

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
Oklahoma Youth Services Holding Company 201 Northeast 50th Oklahoma City OK 73105 73-1400842	Merged with YSOC effective 6-30-11	Oklahoma	501 (c) (2)	Public	Youth Services of Oklahoma County		X

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

JVA 10 990R1 TWF 39212 Copyright Forms (Software Only) - 2010 TW

Schedule R (Form 990) 2010

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, 35a, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

	Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to other organization(s)		X
c Gift, grant, or capital contribution from other organization(s)	X	
d Loans or loan guarantees to or for other organization(s)		X
e Loans or loan guarantees by other organization(s)		X
f Sales of assets to other organization(s)		X
g Purchase of assets from other organization(s)		X
h Exchange of assets		X
i Lease of facilities, equipment, or other assets to other organization(s)		X
j Lease of facilities, equipment, or other assets from other organization(s)	X	
k Performance of services or membership or fundraising solicitations for other organization(s)		X
l Performance of services or membership or fundraising solicitations by other organization(s)		X
m Sharing of facilities, equipment, mailing lists, or other assets		X
n Sharing of paid employees		X
o Reimbursement paid to other organization for expenses		X
p Reimbursement paid by other organization for expenses		X
q Other transfer of cash or property to other organization(s)		X
r Other transfer of cash or property from other organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved	(d) Method of determining amount involved
Oklahoma Youth Services Holding Company	c		
Oklahoma Youth Services Holding Company	d		

990 PRIMARY EXEMPT PURPOSE

Attachment 1: Form 990 Page 1, Part I

Open to Public Inspection	For calendar year 2010 or tax period beginning	07-01	, and ending	06-30-2011.
Name of Organization YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.				Employer Identification Number 73-0940217

Primary Purpose

YSOC provides varied programs including: 1. Youth counseling center, 2. Family Junction, 3. SKIL Program, 4. Community Intervention Center, 5. Community At Risk Services, and 6. Skills Education Program. The above programs are divided into Residential Programs and Outpatient Programs.

990 PRIMARY EXEMPT PURPOSE

Attachment 2: Form 990 Page 2, Part III

Open to Public Inspection	For calendar year 2010 or tax period beginning	07-01-2010, and ending	06-30-2011.
Name of Organization	YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.		Employer Identification Number 73-0940217

Primary Purpose

YSOC provides varied programs including: 1. Youth counseling center, 2. Family Junction, 3. SKIL Program, 4. Community Intervention Center, 5. Community At Risk Services, and 6. Skills Education Program. The above programs are divided into Residential Programs and Outpatient Programs.

990 PART III - STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENT

Attachment 3: Form 990 Page 2, Part III

Open to Public Inspection	For calendar year 2010, or tax period beginning	07-01-2010, and ending	06-30-2011.
Name of Organization YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.			Employer Identification Number 73-0940217

Part III - Statement of Program Service Accomplishments

Code:	Expenses	1,265,639	including Grants of:	Revenue:
-------	----------	-----------	----------------------	----------

Exempt Purpose Achievements

The Residential Programs include the Community Intervention Center (CIC) and the Family Junction Shelter. YSOC operates the CIC to process, hold, and counsel youths arrested by the community's police force, as an alternative to jail. YSOC receives operation funding from state and local sources. Family Junction is a live-in shelter for youths.

990 PART III - STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENT

Attachment 3: Form 990 Page 2, Part III

Open to Public Inspection	For calendar year 2010, or tax period beginning	07-01-2010, and ending	06-30-2011.
Name of Organization YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.			Employer Identification Number 73-0940217

Part III - Statement of Program Service Accomplishments

Code:	Expenses:	938,801	including Grants of:	Revenue:
-------	-----------	---------	----------------------	----------

Exempt Purpose Achievements

YSOC's Outpatient Programs include Community Based Youth Services which include diagnosis, crisis intervention, counseling, prevention programs, self-care development, life skills, recreational programs, job placement, first-time offender and truancy programs. The Community At Risk Program provides youth with counseling, tutoring, mentoring and independent living subsidies to youth referred by the Oklahoma Juvenile Authority or Oklahoma County Juvenile Bureau.

990 BOOKS ARE IN CARE OF

Attachment 4: Form 990 Page 6, Part VI, Section C, Line 20

Open to Public Inspection	For calendar year 2010 or tax period beginning	07-01	, and ending	06-30-2011.
Name of Organization YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.				Employer Identification Number 73-0940217

Part VI - Line 20

Individual Name William Alexander, CFO
or
Business Name.

Street Address 201 NE 50th

U.S. Address:

Zip code 73105 City Oklahoma City State OK
or

Foreign Address

City

Province or State

Country

Postal code

Phone Number (405) 235-7537

Fax Number

990 SCHEDULE OF DEPRECIATION AND DEPLETION

Attachment 5: Form 990 Page 10, Part IX, Line 22

Open to Public Inspection

For Calendar year 2010, or tax year period beginning 07-01-2010

and ending 06-30-2011

Name of Organization

Employer Identification Number

YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.

73-0940217

Description of Property	Date Acquired	Cost or Other Basis	Prior Year Depreciation	Method of Computation	Rate (%) or Life (Years)	Depreciation This Year
Various Small Equip and Furniture		38,562		SL		3,365
Total:						3,365

990 PAGE 10, OTHER EXPENSES

Attachment 6: Form 990 Page 10, Line 24 - Other Expenses

Open to Public Inspection	For calendar year 2010 or tax period beginning	07-01-2010, and ending	06-30-2011.
Name of Organization YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.			Employer Identification Number 73-0940217

Other Expenses	(A) Total	(B) Program Services	(C) Management and General	(D) Fundraising
Office Supplies/Postage	13,851	13,851		
OAYS Dues	12,472		12,472	
Food	11,605	11,605		
Development Expenses	11,512			11,512
Payroll/Bank Services	10,734	8,000	2,734	
Audit Fees	9,500	6,650	2,850	
Vehicle Expense	7,757	7,757		
Professional Fees	5,943	4,330	1,613	
Staff Training	4,844	4,844		
Data Equipment/Software	2,496	2,496		
Executive Travel	2,400		2,400	
Recruitment Costs	2,031	2,031		
Publications/Subscriptions	1,641	1,641		
Board Meetings	1,468		1,468	
Gifts and Promotions	1,433		1,433	
Memberships	680	680		
Less Non-Cash Donations of	-56,529	-56,529		
Total:	43,838	7,356	24,970	11,512

2010 DETAIL STATEMENTS

YOUTH SERVICES FOR OKLAHOMA CO
73-0940217

STATEMENT #1 - Inv. pub. traded sec. end yr (990-EO PG 11 Line 11b)	Beginning	Ending
	344,736	398,310
	58,773	67,902
TOTAL CARRIED TO 990-EO PG 11 Line 11b.....	403,509	466,212



OKLAHOMA SECRETARY OF STATE

V. Glenn Coffee
Secretary of State

2300 N. Lincoln Blvd., Room 101
Oklahoma City, OK 73105-4897

Mary Fallin
Governor

June 30, 2011

STATEMENT

Page 1 of 1

YOUTH SERVICES FOR OKLAHOMA COUNTY, INC
201 N.E. 50TH
OKLAHOMA CITY OK 73105

Client ID: 31838952

Process Date: 6/30/11

Receive Date: 6/28/11

Document Number	Document Detail	Filing Number	Entity Name	Page Count	Fee
17195950002	Certificate of Merger For Domestic Not For Profit Corporation	2100244485	YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.		\$25.00

Total Document Fees \$25.00

Payment Type	Payment Status	Payment Reference	Amount
Check	Retained	59072	\$25.00
Total Payments Received			\$25.00
Total Amount Charged to Client Account			\$0.00
Total Amount Credited to Client Account			\$0.00

Note: Total Amount Credited to Client Account will be refunded within 15 days of receipt of written request.

Evidence of Filed Document(s) or Orders(s) requested is enclosed.

Please include Client ID number on all correspondence.

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF MERGER WITH RESTATED

WHEREAS,

YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.

*a corporation organized under the laws of the State of OKLAHOMA,
has filed in the office of the Secretary of State duly authenticated evidence of a merger
whereby said corporation is the survivor, as provided by the laws of the State of Oklahoma.*

*NOW THEREFORE, I, the undersigned Secretary of State of Oklahoma, by virtue of
the powers vested in me by law, do hereby issue this Certificate evidencing such filing.*

*IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed
the Great Seal of the State of Oklahoma.*



*Filed in the City of Oklahoma City this
28th day of June, 2011, .*

V. Glenn Coffey

Secretary Of State

**CERTIFICATE OF MERGER
OF
OKLAHOMA YOUTH SERVICES HOLDING COMPANY
INTO
YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.**

TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA:

The undersigned corporation hereby files this Certificate of Merger in accordance with the provisions of Section 1084 of the Oklahoma General Corporation Act (the "Act").

FIRST. The name and state of incorporation of each of the corporations is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Youth Services for Oklahoma County, Inc.	Oklahoma
Oklahoma Youth Services Holding Company	Oklahoma

SECOND. An Agreement of Merger between the parties has been approved, adopted, certified, executed and acknowledged by each of the corporations in accordance with Section 1084 of the Oklahoma General Corporation Act.

THIRD. The name of the surviving entity of the merger is Youth Services for Oklahoma County, Inc.

FOURTH. The merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State.

FIFTH. The executed Agreement of Merger is on file at the principal place of business of the surviving entity. The address of the principal place of business of the surviving entity is 201 N.E. 50th Street, Oklahoma City, Oklahoma 73105.

SIXTH. The Certificate of Incorporation of Youth Services for Oklahoma County, Inc. shall be amended and restated as provided in Exhibit A attached hereto.

Youth Services for Oklahoma County, Inc.,
an Oklahoma not for profit, non-stock corporation

By: *Debra G. Forshee*
Debra G. Forshee, President

ATTEST: *Ginger Shaw*
Ginger Shaw, Secretary

06/28/2011 10:13 AM
OKLAHOMA SECRETARY OF STATE



RECEIVED

JUN 28 2011

OKLAHOMA SECRETARY OF STATE

Certificate of Merger of
Oklahoma Youth Services Holding Company into
Youth Services for Oklahoma County, Inc.



EXHIBIT A

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.**

TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA:

FIRST. The name of the Corporation is Youth Services for Oklahoma County, Inc.

SECOND. The address of its registered office in the State of Oklahoma is: 201 N.E. 50th Street, Oklahoma City, Oklahoma, 73105. The name of its registered agent at such address is: William Alexander.

THIRD. The purpose of the Corporation is to provide systemic deflection from the Juvenile Justice process children that have not committed criminal acts but who are in trouble because of running away from home, being truant from school, being incorrigible with adult authority, and other like behavior, through the provision of social service and mental health counseling assistance in the community of Oklahoma County; and generally to establish, encourage, promote, aid, assist and support and engage in any lawful act or activity for which a not for profit, nonstock corporation may be organized as a religious, charitable, scientific, literary or educational organization under the Act. Youth Services for Oklahoma County will receive referrals from police agencies, District Court, schools, social and religious agencies, parents and children themselves.

FOURTH. The term of this corporation shall be perpetual.

FIFTH. The Corporation has no authority to issue capital stock and is organized on a not for profit basis with Members in lieu of stockholders. No Member, in such capacity, shall have any vested rights in the assets of the Corporation or otherwise be entitled to any pecuniary gain from corporation. Provisions for Members shall be prescribed by the Bylaws of the Corporation. No membership or interest in the Corporation shall be assignable or transferable inter vivos by any Member. No membership or interest shall pass to any legal representative of any deceased Member. Membership shall cease upon the death of the Member or upon such other condition as the Bylaws of the Corporation may prescribe.

SIXTH. The management and operation of the business of the Corporation shall be vested in the Board of Directors. Provisions governing the Board of Youth Services for Oklahoma County, Inc. shall be in such manner as prescribed by the Bylaws of the Corporation.

SEVENTH. In all events and under all circumstances, the following limitations shall apply:

(a) The Corporation shall never be operated for the primary purpose of carrying on a trade or business for profit;

(b) The Corporation shall use and apply the assets of the Corporation, including all income there from, exclusively within the United States or any of its possessions and exclusively for the purposes for which the Corporation is organized;

(c) No part of the Corporation's assets or net earnings shall inure to the benefit of any private individual or noncharitable organization except in furtherance of the exempt purposes set forth above;

(d) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office; and

(e) The Corporation shall not have or exercise any power or authority, either expressly or by operation of law, nor shall it, directly or indirectly, engage in any activity that would prevent the Corporation: (i) from qualifying and continuing to qualify as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (ii) from receiving contributions which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

EIGHTH. (1) To the fullest extent that the Act as it exists on the original date of filing of this Certificate of Incorporation with the Oklahoma Secretary of State ("Effective Date"), permits the limitation or elimination of the liability of directors, no director of this Corporation shall be liable to this Corporation or its Members for monetary damages for breach of fiduciary duty as a director. No amendment to or repeal of this Article EIGHTH shall apply to or have any effect on the liability or alleged liability of any director of this Corporation for or with respect to any acts or omissions of such director occurring prior to the time of such amendment or repeal.

(2) If the Act is amended after the Effective Date to further limit or eliminate liability of this Corporation's directors for breach of fiduciary duty, then a director of this Corporation shall not be liable for any such breach to the fullest extent permitted by the Act as so amended. If the Act is amended after the Effective Date to increase or expand liability of directors of this Corporation for breach of fiduciary duty, no such amendment shall apply to or have any effect on the liability or alleged liability of any director of this Corporation for or with respect to any acts or omissions of such director occurring prior to the time of such amendment or otherwise adversely affect any right or protection of a director of this Corporation existing at the time of such amendment.

NINTH. (1) The Corporation shall indemnify, and advance litigation expenses to, its officers, directors, employees and agents of the Corporation, and persons serving at the request of the Corporation as officers, directors, employees or agents of another corporation, partnership, joint venture, trust or other enterprise to the fullest extent permitted by the Act, as the same exists or may hereafter be amended, and all other laws of the State of Oklahoma. No amendment to or repeal of this Article NINTH shall apply to or have any effect

on the right of a person entitled to indemnification hereunder for or with respect to any acts or omissions of such person occurring prior to the time of such amendment or repeal.

(2) By action of the Board of Directors, notwithstanding any interest of the directors in the action, the Corporation may purchase and maintain insurance, in such amounts as the Board of Directors deems appropriate, on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power or would be required to indemnify him against such liability under the provisions of this Article NINTH or of the Act.

(3) The right to indemnification conferred in this Article NINTH shall be a contract right and shall not be exclusive of any other right which any person may have or hereafter acquire under the Corporation's Certificate of Incorporation, bylaws, or any statute, bylaw, agreement, resolution of Members or directors or otherwise.

TENTH. Except upon the affirmative vote of all the Members of the Corporation, no amendment to this Certificate of Incorporation may be adopted by the Corporation which would impose personal liability for the debts of the Corporation on the Members of the Corporation or which would amend, alter, repeal or adopt any provision inconsistent with this Article TENTH.

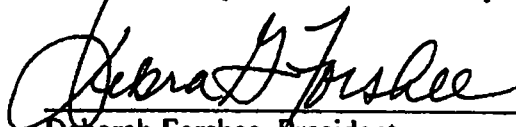
ELEVENTH. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes. Such distribution shall be in such manner as shall satisfy the requirements of Section 507 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) if such Section is applicable to the corporation at the time of dissolution.

TWELFTH. The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation by a vote of a majority of Members present at any Members' meeting, if the amendment shall have been proposed in writing by the Board of Directors and included in the notice of the meeting at which the amendment is proposed to be adopted.

IN WITNESS WHEREOF, Youth Services for Oklahoma County, Inc., an Oklahoma not for profit, non-stock corporation, has caused this Amended and Restated Certificate of Incorporation to be signed by its President and attested by its Secretary, this 14th day of June, 2011.

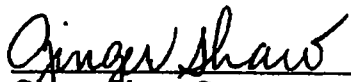
Youth Services for Oklahoma County, Inc.,
an Oklahoma not for profit, non-stock corporation

By:



Deborah Forshee, President

ATTEST:


Ginger Shaw, Secretary

2043612.01

**Meeting of the
Youth Services for Oklahoma County, Inc.
BOARD OF TRUSTEES
June 14, 2011**

MINUTES

A regular meeting of the Board of Trustees of Youth Services for Oklahoma County, Inc. (YSOC) was held at Youth Services for Oklahoma County, Inc. at 201 NE 50th Street, Oklahoma City, Oklahoma on the **14th day of June 2011**. The agenda for this meeting is hereby attached and made a part of the minutes on file in the office of the Executive Secretary of the Board.

Item No. 1 Call to order - Establish Quorum

11:42 a.m.

Chair Bill Bullard called the meeting to order at 11:42 a.m., a quorum having been duly established with 11 of 18 (61%) Trustees in attendance. Present were

Board Members

Adra Cheek	Kim Nguyen
Betsy Mantor	Kris Goforth
Bill Bullard	Randal Zotigh
Jim Xenos	Randi Green
JoeVan Bullard	Shauntae' Moham
Karen Delaney	

Staff

Cass Hayes
Debbie Forshee
Melissa Cox
William Alexander

Guests

Emily Lang

Item No. 2 Introduction of Guest:

Emily Lang from PriceLang Consulting visited with the Board regarding upcoming PR opportunities.

PriceLang will be working on a press release for the selection of Board Officers and New Board Members.

PriceLang will also be working on PR for summer months regarding homeless teens and their meal situations. Also, in July YSOC will be featuring Willie on facebook, Wednesday's with Willie.

Item No. 3 Consider Minutes of the April 26, 2011 Board of Trustee Meeting

Jim Xenos made a motion to approve the Minutes of the April 26, 2011 Board of Trustee Meeting as presented. Adra Cheek seconded the motion, which passed unanimously.

Item No. 4 Consent to merge with the Holding Company

Bill Bullard acted as Chairman of the meeting and he appointed Melissa Cox to serve as Secretary of the meeting.

Adoption of Agreement of Merger

The meeting proceeded to the consideration of an Agreement of Merger between the Corporation and Oklahoma Youth Services Holding Company, an Oklahoma not for profit, non-stock corporation ("Holding"). The Chairman presented this document, attached hereto as Exhibit A, and the Board discussed the same. There being no further discussion, upon motion duly made and seconded, the following resolutions were unanimously adopted:

RESOLVED, that the Board of Directors of the Corporation deem it advisable and in the best interest of the Corporation for Holding to be merged with and into the Corporation with the Corporation to be the surviving entity, pursuant to the terms and provisions of the Agreement of Merger.

FURTHER RESOLVED, that the Agreement of Merger attached hereto as Exhibit A is hereby approved and adopted for and on behalf of this Corporation in all respects.

FURTHER RESOLVED, that, upon approval of the attached Agreement of Merger by the Board of Directors of Holding, the officers of this Corporation shall file Articles of Merger with the Secretary of State of Oklahoma.

FURTHER RESOLVED, that the officers of this Corporation be authorized, empowered and directed in the name and on behalf of this Corporation to execute and deliver all instruments and documents and to do or cause to be done all acts which they or any of them deem necessary or appropriate to fully effect the purposes and intents of all the foregoing resolutions and to consummate the merger of Holding with and into this Corporation.

Randal Zotigh made a motion to consent to the merger of the Holding Company and Youth Services for Oklahoma County, Inc. and authorize CEO Debbie Forshee and Secretary Ginger Shaw to execute the certificate of merger. Karen Delaney seconded the motion, which passed unanimously.

Item No. 5 Consider a Report from the Chief Financial Officer/Chief Operating Officer

Mr. Alexander went over the Balance Sheet as of March 31, 2011 and Profit and Loss Previous Year Comparison for July 2010– May 2011. The Net Ordinary Income as of May 31, 2011 was \$213,725.87

JoeVan Bullard made a motion to approve the financials as presented. Shauntae' Moham seconded the motion, which passed unanimously.

Mr. Alexander also stated that the Finance Committee would need to meet in early July regarding placing assets into a cd at another bank because YSOC will be over the limit according to the FDIC regulations.

Mr. Alexander then stated the Board would need to vote on the 401K Retirement Contribution. In past years it has been a 4% match and Mr. Alexander recommended to the Board that it remains at the 4% level.

Adra Cheek made a motion to approve the 4% 401K Retirement Contribution. Randal Zotigh seconded the motion, which passed unanimously.

Mr. Alexander recommend to the Board that it make a \$10,000.00 contribution to its endowment at the Communities Foundation of Oklahoma. By making the contribution, a matching contribution of \$2,000.00 will also be contributed to our endowment. (A copy of the pass-out can be found with the last Board Report).

Karen Delaney made a motion to make a \$10,000.00 contribution to our Communities Foundation of Oklahoma Endowment. Adra Cheek seconded the motion, which passed unanimously.

Mr. Alexander then stated that the Commercial Insurance Package would need to be ratified by the Board.

JoeVan Bullard made a motion to ratify the Commercial Insurance Package. Randi Green seconded the motion, which passed unanimously.

Mr. Alexander also stated that since the Holding Company and Youth Services would be merging into one corporation, YSOC would now have the responsibility of the 2 rental leases. One is with Oklahoma Association of Youth Services (OAYS) and the other is with National Resource Center for Youth Services (NRCYS).

Bill Bullard asked Melissa Cox to send him copies of the leases so that he may look them over.

Jim Xenos made a motion to approve both rental leases to OAYS and NRCYS. JoeVan Bullard seconded the motion, which passed unanimously.

Mr. Alexander lastly stated that the Board would need to review the Critical Incident Report for the year. He also stated the critical incident report is just informational and does not need a Board vote.

Item No. 6 Consider a Report from Board Governance Committee

Board Governance Committee Chair Karen Delaney went over the Slate of Officers for FY2012 and are listed as follows:

- Chair – Bill Bullard
- Vice Chair – Karen Delaney
- Treasurer – Betsy Mantor
- Secretary – Ginger Shaw

Randi Green made a motion to approve the FY2012 slate of officers as presented. JoeVan Bullard seconded the motion, which passed unanimously.

Board Governance Committee Chair Karen Delaney then went over the two (2) New Board Members:

- Mark Mann
- Valerie Oakley

Betsy Mantor made a motion to approve Mark Mann and Valerie Oakley as New Board of Trustee Members starting the FY2012. JoeVan Bullard seconded the motion, which passed unanimously.

Mr. Alexander then stated with the selection of officers and new Board of Trustee members, the Board would need to vote on a resolution to confirm bank signature cards.

JoeVan Bullard made a motion to approve the resolution to confirm the bank signature cards. Adra Cheek seconded the motion, which passed unanimously.

Item No. 7 Consider a Report from the Development Coordinator

Development Coordinator Cass Hayes report was distributed in the Board Packet.

Cass Hayes also distributed flyers for the Young Professionals in Energy (YPE) charity golf tournament to benefit Youth Services on September 16 at Coffee Creek in Edmond.

Cass Hayes also mentioned that on Tuesday, June 21 at 3:30 p m. the Resource Development Committee will be meeting to go over the Guardians Campaign.

Some Board members were not familiar with the Guardians Campaign, Cass will be emailing more information to Board members regarding this.

Item No. 8 Consider a Report from the President/Chief Executive Officer

President/CEO Debra Forshee report was distributed in the Board Packet for what she had been working on for May and June2011.

Ms. Forshee also handed out attachments that can be found in the acting secretary's office

Item No. 9 New Business

No new business at this time.

Item No. 10 Adjournment

Shauntae' Moham made a motion to adjourn the meeting at 12:52 p.m. Randal Zotigh seconded the motion, which passed unanimously.

SUBMITTED:

MELISSA COX
Acting Secretary for the Board

APPROVED:

BILL BULLARD
Chairman, Board of Trustees

Application for Extension of Time To File an Exempt Organization Return

▶ **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.
 - 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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

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

Type or print	Name of exempt organization YOUTH SERVICES FOR OKLAHOMA COUNTY, INC.	Employer identification number 73-0940217
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P O box, see instructions. 201 Northeast 50th	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Oklahoma City OK 73105	

Enter the Return code for the return that this application is for (file a separate application for each return) **01**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ See attachment #4

Telephone No. ▶ _____ 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 is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ calendar year 20__ or

▶ tax year beginning JULY 01, 20 10, and ending JUNE 30, 20 11.

2 If the tax year entered in line 1 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, 990-T, 4720, or 6069, 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, 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

For Paperwork Reduction Act Notice, see Instructions.