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Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**

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

OMB No 1545-0047

2010Open to Public
Inspection

▶ 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 **JUL 1, 2010** and ending **JUN 30, 2011**

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending	C Name of organization ORANGEWOOD CHILDREN'S FOUNDATION		D Employer identification number 95-3616628
	Doing Business As		E Telephone number 714-619-0203
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	G Gross receipts \$ 9,819,646.
	1575 E. 17TH STREET		H(a) Is this a group return for affiliates? ☐ Yes ☒ No
	City or town, state or country, and ZIP + 4 SANTA ANA, CA 92705		H(b) Are all affiliates included? ☐ Yes ☐ No If "No," attach a list (see instructions)
F Name and address of principal officer: CALVIN WINSLOW 1575 E. 17TH STREET, SANTA ANA, CA 92705			H(c) Group exemption number ▶
I Tax-exempt status: ☒ 501(c)(3) ☐ 501(c) () ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527			
J Website: ▶ WWW.ORANGEWOODFOUNDATION.ORG			
K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶			L Year of formation. 1980 M State of legal domicile CA

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: THE ORGANIZATION WAS CREATED TO ELIMINATE CHILD ABUSE AND NEGLECT IN ORANGE COUNTY BY PROMOTING		
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	43
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	43
	5 Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5	96
	6 Total number of volunteers (estimate if necessary)	6	588
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	3,757.
b Net unrelated business taxable income from Form 990-T, line 34	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	5,619,206.	6,727,759.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	757,157.	503,159.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	76,568.	153,007.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	12,339.	9,886.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	6,465,270.	7,393,811.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	1,072,082.	1,159,174.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	3,600,563.	3,675,567.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 535,195.	0.	0.
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	1,903,739.	2,454,290.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	6,576,384.	7,289,031.
Net Assets or Fund Balances	19 Revenue less expenses. Subtract line 18 from line 12	-111,114.	104,780.
	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	9,909,793.	11,196,912.
	22 Net assets or fund balances. Subtract line 21 from line 20	3,560,894.	4,485,882.
		6,348,899.	6,711,030.

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 <i>Christian E. Simonsen, CFO</i>		Date 3-7-2012
	Type or print name and title		
Paid Preparer Use Only	Print/Type preparer's name DAVID REULE	Preparer's signature <i>[Signature]</i>	Date 3/5/12
	Firm's name ▶ KMJ CORBIN & COMPANY, LLP	Firm's EIN ▶ 81-0569753	Check if self-employed ☐ PTIN P00481819
	Firm's address ▶ 555 ANTON BLVD, SUITE 1000 COSTA MESA, CA 92626	Phone no. 714-380-6565	

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

032001 02-22-11 LHA For Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2010)**SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION**

SCANNED MAR 27 2012

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Part III Statement of Program Service Accomplishments

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

☒ X

1 Briefly describe the organization's mission:

THE ORGANIZATION WAS CREATED TO END THE CYCLE OF CHILD ABUSE BY PROVIDING PROGRAMS THAT TRANSITION FOSTER TEENS INTO INDEPENDENT ADULTHOOD, PROVIDE SUPPORT FOR CHILDREN IN FOSTER CARE AT ORANGEWOOD CHILDREN HOME, INCREASE PUBLIC AWARENESS BY COMMUNITY INVOLVEMENT AND

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?

☒ X 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 \$ 2,099,590. including grants of \$) (Revenue \$ 503,159.)

EMANCIPATING AND FORMER FOSTER YOUTHS:

THIS PROGRAM ADDRESSED THE DAY-TO-DAY AND LONG-TERM NEEDS OF CURRENT FOSTER YOUTH AND FORMER FOSTER YOUTH WHO HAVE EMANCIPATED FROM THE FOSTER CARE SYSTEM. DURING FISCAL 2010, ASSISTANCE WAS PROVIDED IN THE FORM OF SUBSIDIZED LIVING ACCOMMODATIONS OR GRANTS FOR LIVING EXPENSES, WORKSHOPS TO ASSIST THE YOUTH TO PREPARE FOR EMANCIPATION, ONE-ON-ONE GUIDANCE FOR THOSE YOUTH THAT NEED EXTRA SUPPORT TO TRANSITION OUT OF THE SYSTEM, PEER MENTORING BY FORMER FOSTER YOUTH, RESOURCES AND PROGRAMS TO ASSIST CURRENT JUNIOR HIGH AND HIGH SCHOOL STUDENTS ACHIEVE THE OPPORTUNITY TO ATTEND COLLEGE, AND A DROP IN CENTER TO ASSIST YOUTH LOCATE JOB OPPORTUNITIES, COLLEGE APPLICATIONS, HOUSING, HEALTH SERVICES AND OTHER NEEDS.

4b (Code:) (Expenses \$ 1,802,187. including grants of \$ 1,099,133.) (Revenue \$)

EDUCATION OF AT-RISK YOUTH

CHILDREN'S TRUST FUND - THIS PROGRAM OFFERS FINANCIAL ASSISTANCE TO CURRENT AND FORMER FOSTER CHILDREN, SCHOLARSHIPS FOR COLLEGE AND TRADE SCHOOL, AND EMERGENCY FUNDS FOR LIVING EXPENSES. IT PROVIDES GRANTS FOR SPECIAL NEEDS TO ELIGIBLE APPLICANTS SUCH AS COUNSELING, SCHOOL SUPPLIES, SPORTS PROGRAMS AND GRADUATION EXPENSES.

GUARDIAN SCHOLARS - THIS IS A PARTNERSHIP WITH LOCAL EDUCATIONAL INSTITUTIONS THAT PROVIDES COMPREHENSIVE SUPPORT AND RESOURCES TO FORMER FOSTER YOUTH IN THEIR EFFORTS TO GAIN A UNIVERSITY, COMMUNITY COLLEGE OR TRADE SCHOOL EDUCATION.

4c (Code:) (Expenses \$ 2,159,101. including grants of \$) (Revenue \$)

COMMUNITY CAPACITY TO PREVENT ABUSE.

CONNECT PARTNERSHIP FOR NONPROFIT SOLUTIONS PROVIDES LEADERSHIP DEVELOPMENT AND COACHING, CAPACITY BUILDING ASSISTANCE, CONSULTATION AND TRAINING TO NONPROFIT ORGANIZATION IN ORANGE COUNTY. CONNECT'S VISION IS THAT ALL ORANGE COUNTY NONPROFIT AND COMMUNITY-BASED ORGANIZATIONS ARE CONNECTED WITH THE ASSISTANCE THEY NEED TO FULFILL THEIR MISSIONS AND REALIZE THEIR FULL POTENTIAL. CONNECT IS CURRENTLY FUNDED BY THE CHILDREN AND FAMILIES COMMISSIONS OF ORANGE COUNTY AND FACT.

FAMILIES AND COMMUNITIES TOGETHER (FACT) IS A PARTNERSHIP AMONG MORE THAN 60 COMMUNITY BASED SOCIAL SERVICE AGENTS AND THE COUNTY OF ORANGE

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

(Expenses \$ 326,377. including grants of \$ 60,041.) (Revenue \$)

4e Total program service expenses 6,387,255.

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)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</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? <i>If "Yes," complete Schedule C, Part II</i>		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? <i>If "Yes," complete Schedule C, Part III</i>		
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? <i>If "Yes," complete Schedule D, Part I</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? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		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? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	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? <i>If "Yes," complete Schedule D, Part VI</i>	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? <i>If "Yes," complete Schedule D, Part VII</i>	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? <i>If "Yes," complete Schedule D, Part VIII</i>		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? <i>If "Yes," complete Schedule D, Part IX</i>	X	
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	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)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		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? <i>If "Yes," complete Schedule F, Parts I and IV</i>		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? <i>If "Yes," complete Schedule F, Parts II and IV</i>		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? <i>If "Yes," complete Schedule F, Parts III and IV</i>		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? <i>If "Yes," complete Schedule G, Part I</i>	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? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>		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)		
20b		

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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
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
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
25b 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):		
28a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	X	
28b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	X	
28c 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 ☐ Yes ☒ 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?	X	

Note. All Form 990 filers are required to complete Schedule O

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Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck 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	77	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	0	
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	96	
b	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	
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	X	
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
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
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
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
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?	X	
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?		X
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		X
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?		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
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	
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	
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	

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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	43	
b Enter the number of voting members included in line 1a, above, who are independent	43	
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
b 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:		
a The governing body?	X	
b 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
b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
11a Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	X	
b 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	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	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?		
a The organization's CEO, Executive Director, or top management official	X	
b Other officers or key employees of the organization	X	
If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions.)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **CA**

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: **CHRISTIAN SIMONSEN - 714-619-0203**
1575 E. 17TH STREET, SANTA ANA, CA 92705

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck 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 organization 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
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
MARK SIMONS DIRECTOR	0.00	X						0.	0.	0.
GREG MARSHALL DIRECTOR	0.00	X						0.	0.	0.
KATHRYN GRANT DIRECTOR	0.00	X						0.	0.	0.
GENERAL WILLIAM LYON EMERITUS MEMBER	0.00	X						0.	0.	0.
DAVID RITCHIE DIRECTOR	0.00	X						0.	0.	0.
BRUCE FETTER CHAIRMAN	0.00	X						0.	0.	0.
GREG DUNLAP TREASURER	0.00	X						0.	0.	0.
WILLIAM HEALEY SECRETARY	0.00	X						0.	0.	0.
ELIZABETH AMENDT DIRECTOR	0.00	X						0.	0.	0.
ROBERT BARTH DIRECTOR	0.00	X						0.	0.	0.
STUART BERNSTEIN DIRECTOR	0.00	X						0.	0.	0.
CINDY DILLION DIRECTOR	0.00	X						0.	0.	0.
TOM DOBYNS DIRECTOR	0.00	X						0.	0.	0.
DAVID DUNN DIRECTOR	0.00	X						0.	0.	0.
STEPHANIE GEHL DIRECTOR	0.00	X						0.	0.	0.
JOEL GOLDBIRSH DIRECTOR	0.00	X						0.	0.	0.
JOHN HAGESTAD DIRECTOR	0.00	X						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 trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
LISA HUGHES DIRECTOR	0.00	X						0.	0.	0.
SANDI JACKSON DIRECTOR	0.00	X						0.	0.	0.
CASEY JOURNIGAN DIRECTOR	0.00	X						0.	0.	0.
MITCH JUNKINS DIRECTOR	0.00	X						0.	0.	0.
JOE LOZOWSKI DIRECTOR	0.00	X						0.	0.	0.
MIKE MCCARTHY DIRECTOR	0.00	X						0.	0.	0.
JAMES MCNAMARA EMERITUS MEMBER	0.00	X						0.	0.	0.
CHRISTYNE SUTTON OLSON DIRECTOR	0.00	X						0.	0.	0.
SHIRLEY PEPYS EMERITUS MEMBER	0.00	X						0.	0.	0.
1b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								878,560.	0.	31,460.
d Total (add lines 1b and 1c)								878,560.	0.	31,460.

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 **6**

- 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
- 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
- 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

	Yes	No
3	X	
4	X	
5		X

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
ANONYMOUS, LLC 9140 IRVINE CENTER DR, IRVINE, CA 92618	FUNDRAISING SERVICES	208,857.
NETCHEMISTRY INC., 4600 CAMPUS DRIVE SUITE 101, NEWPORT BEACH, CA 92660	SOFTWARE DEVELOPMENT	118,313.
JESSICA GARDNER P.O. BOX 2748, FREDRICKSBURG, TX 78624	CONSULTING	108,522.

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 **3**

SEE PART VII, SECTION A CONTINUATION SHEETS

Form 990 (2010)

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

(A) Name and title	(B) Average hours per week	(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 trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
THOMAS L. POWELL DIRECTOR	0.00	X						0.	0.	0.
JEFF ROOS DIRECTOR	0.00	X						0.	0.	0.
TIMOTHY RYAN DIRECTOR	0.00	X						0.	0.	0.
SUSAN SAMUELI DIRECTOR	0.00	X						0.	0.	0.
RICK SHERBURNE DIRECTOR	0.00	X						0.	0.	0.
L. ALLAN SONGSTAD, JR. DIRECTOR	0.00	X						0.	0.	0.
FRANK T. SURYAN, JR. DIRECTOR	0.00	X						0.	0.	0.
SHANNON TARNUTZER DIRECTOR	0.00	X						0.	0.	0.
MARK THOMAS DIRECTOR	0.00	X						0.	0.	0.
VIKKI VARGAS DIRECTOR	0.00	X						0.	0.	0.
HONORABLE GADDI H. VASQUEZ DIRECTOR	0.00	X						0.	0.	0.
PIERO WEMYSS DIRECTOR	0.00	X						0.	0.	0.
CAROL WILKEN DIRECTOR	0.00	X						0.	0.	0.
PEI PEI WANG EX-OFFICIO	0.00	X						0.	0.	0.
KELLY BOZZA EX-OFFICIO	0.00	X						0.	0.	0.
CHRISTIANNE D'AMBROSIO EMERITUS MEMBER	0.00	X						0.	0.	0.
RON DAVIS EMERITUS MEMBER	0.00	X						0.	0.	0.
PATTI EDWARDS EMERITUS MEMBER	0.00	X						0.	0.	0.
PATRICIA L. POSS EMERITUS MEMBER	0.00	X						0.	0.	0.
JOSEPH UEBERROTH EMERITUS MEMBER	0.00	X						0.	0.	0.
Total to Part VII, Section A, line 1c										

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

(A) Name and title	(B) Average hours per week	(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 trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
DAVID WILSON EMERITUS MEMBER	0.00	X						0.	0.	0.
DOUG DECINCES EMERITUS MEMBER	0.00	X						0.	0.	0.
GREG SCOTT DIRECTOR	0.00	X						0.	0.	0.
RICHARD DUTCH DIRECTOR	0.00	X						0.	0.	0.
J. CHRIS WALSH DIRECTOR	0.00	X						0.	0.	0.
CALVIN WINSLOW CEO	50.00			X				200,665.	0.	6,485.
CHRIS SIMONSEN CFO	50.00			X				175,713.	0.	5,455.
ROBERT THEEMLING COO	50.00					X		131,660.	0.	5,877.
CARLOS LEIJA CDO	50.00					X		134,206.	0.	4,753.
MARY ANN SODEN CCPO	50.00					X		104,173.	0.	5,451.
EUGENE HOWARD FORMER CEO-ACADEMY	0.00						X	132,143.	0.	3,439.
Total to Part VII, Section A, line 1c								878,560.		31,460.

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1 a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c	1189972.			
	d	Related organizations	1d				
	e	Government grants (contributions)	1e	2846051.			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	2691736.			
	g	Noncash contributions included in lines 1a-1f \$					
	h	Total. Add lines 1a-1f		6727759.			
Program Service Revenue	2 a	RIISING TIDE INCOME	Business Code 624100	503,159.	503,159.		
	b						
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		503,159.			
	Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		90,517.		
4		Income from investment of tax-exempt bond proceeds					
5		Royalties					
6 a		Gross Rents	(i) Real 133097.				
b		Less: rental expenses	129340.				
c		Rental income or (loss)	3,757.				
d		Net rental income or (loss)		3,757.		3,757.	
7 a		Gross amount from sales of assets other than inventory	(i) Securities 1,425,772.				
b		Less: cost or other basis and sales expenses	1,363,282.				
c		Gain or (loss)	62,490.				
d		Net gain or (loss)		62,490.		62,490.	
8 a		Gross income from fundraising events (not including \$ 1,189,972. of contributions reported on line 1c). See Part IV, line 18					
b		Less: direct expenses	933213.				
c		Net income or (loss) from fundraising events	933213.				
9 a		Gross income from gaming activities. See Part IV, line 19					
b		Less: direct expenses					
c		Net income or (loss) from gaming activities					
10 a		Gross sales of inventory, less returns and allowances					
b	Less: cost of goods sold						
c	Net income or (loss) from sales of inventory						
Miscellaneous Revenue				Business Code			
11 a	OTHER INCOME	624100	6,129.			6,129.	
b							
c							
d	All other revenue						
e	Total. Add lines 11a-11d		6,129.				
12	Total revenue. See instructions.		7393811.	503,159.	3,757.	159,136.	

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	1,159,174.	1,159,174.		
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	402,114.	299,574.	102,540.	
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	3,273,453.	2,695,793.	145,297.	432,363.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting	37,050.	21,429.	9,723.	5,898.
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other	727,586.	705,803.	13,428.	8,355.
12 Advertising and promotion	107,909.	73,759.	16,110.	18,040.
13 Office expenses	90,053.	69,350.	12,466.	8,237.
14 Information technology				
15 Royalties				
16 Occupancy	85,341.	78,565.		6,776.
17 Travel	37,920.	36,538.	318.	1,064.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	19,750.	17,974.	625.	1,151.
20 Interest	69,284.	54,118.	11,716.	3,450.
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	90,863.	85,409.		5,454.
23 Insurance	51,763.	48,310.		3,453.
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 COMMUNITY PROGRAM	446,088.	446,088.	0.	0.
b TRANSITIONAL HOUSING CO	261,408.	261,408.	0.	0.
c TECHNOLOGY	204,485.	198,728.	2,962.	2,795.
d INDEPENDENT LIVING PROG	108,322.	108,322.		
e BANK FEES	56,034.	15,060.	8,649.	32,325.
f All other expenses	60,434.	11,853.	42,747.	5,834.
25 Total functional expenses. Add lines 1 through 24f	7,289,031.	6,387,255.	366,581.	535,195.
26 Joint costs. Check here ☐ 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) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing		1	
	2 Savings and temporary cash investments	195,165.	2	102,226.
	3 Pledges and grants receivable, net	3,356,891.	3	4,219,666.
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), 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	210,057.	9	335,494.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 4,854,786.		
	b Less: accumulated depreciation	10b 1,387,106.	10c	3,467,680.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11	2,484,297.	12	2,430,920.
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	126,142.	15	640,926.
16 Total assets. Add lines 1 through 15 (must equal line 34)	9,909,793.	16	11,196,912.	
Liabilities	17 Accounts payable and accrued expenses	862,252.	17	1,089,827.
	18 Grants payable		18	
	19 Deferred revenue	129,109.	19	160,919.
	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	2,180,000.	23	2,060,000.
	24 Unsecured notes and loans payable to unrelated third parties	105,873.	24	375,634.
	25 Other liabilities. Complete Part X of Schedule D	283,660.	25	799,502.
	26 Total liabilities. Add lines 17 through 25	3,560,894.	26	4,485,882.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ☒ and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	1,998,170.	27	2,040,481.
	28 Temporarily restricted net assets	1,103,141.	28	1,716,750.
	29 Permanently restricted net assets	3,247,588.	29	2,953,799.
	Organizations that do not follow SFAS 117, check here ☐ and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	6,348,899.	33	6,711,030.
	34 Total liabilities and net assets/fund balances	9,909,793.	34	11,196,912.

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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	7,393,811.
2	Total expenses (must equal Part IX, column (A), line 25)	2	7,289,031.
3	Revenue less expenses. Subtract line 2 from line 1	3	104,780.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	6,348,899.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	257,351.
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	6,711,030.

Part XII Financial Statements and Reporting

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

☐

- 1 Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other _____
If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- b Were the organization's financial statements audited by an independent accountant?
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
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:
☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- 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.

	Yes	No
2a		X
2b	X	
2c	X	
3a	X	
3b	X	

Form 990 (2010)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2010

Open to Public
Inspection

Name of the organization

ORANGEWOOD CHILDREN'S FOUNDATION

Employer identification number

95-3616628

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

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

Schedule A (Form 990 or 990-EZ) 2010

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.")	9,329,914.	8,819,643.	5,954,252.	6,376,363.	7,230,918.	37,711,090.
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	9,329,914.	8,819,643.	5,954,252.	6,376,363.	7,230,918.	37,711,090.
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						37,711,090.

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	9,329,914.	8,819,643.	5,954,252.	6,376,363.	7,230,918.	37,711,090.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	208,500.	146,105.	147,027.	114,499.	90,517.	706,648.
9 Net income from unrelated business activities, whether or not the business is regularly carried on					3,757.	3,757.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	419,531.	860,557.	719,001.	21,637.	6,129.	2,026,855.
11 Total support. Add lines 7 through 10						40,448,350.
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 ► ☐						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2010 (line 6, column (f) divided by line 11, column (f))	14	93.23 %
15 Public support percentage from 2009 Schedule A, Part II, line 14	15	91.86 %
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 ► ☒		
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 ► ☐		
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 ► ☐		
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 ► ☐		
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 ► ☐		

Schedule A (Form 990 or 990-EZ) 2010

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

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

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 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2010 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2009 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2010 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2009 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2010. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☐

b 33 1/3% support tests - 2009. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☐

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

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

PART II, SECTION B, LINE 10:

SALE OF STOCKS

MISCELLANEOUS INCOME

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

2010Open to Public
Inspection

Name of the organization

ORANGEWOOD CHILDREN'S FOUNDATION

Employer identification number

95-3616628

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		☐ Yes ☐ No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds 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?		☐ Yes ☐ No

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

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

☐ Preservation of land for public use (e.g., recreation or education)	☐ Preservation of an historically important land area
☐ Protection of natural habitat	☐ Preservation of a certified historic structure
☐ 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
1c	
1d	
1e	
1f	

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

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	2,949,283.	2,999,404.	3,569,625.		
b Contributions	9,811.		5,810.		
c Net investment earnings, gains, and losses	4,516.	248,184.	-406,129.		
d Grants or scholarships					
e Other expenditures for facilities and programs	9,811.	298,305.	169,902.		
f Administrative expenses					
g End of year balance	2,953,799.	2,949,283.	2,999,404.		

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

- a Board designated or quasi-endowment ► _____ %
 b Permanent endowment ► 100.00 %
 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)		X
3a(ii)		X
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

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		1,491,694.		1,491,694.
b Buildings		1,444,267.	395,708.	1,048,559.
c Leasehold improvements		1,189,252.	300,348.	888,904.
d Equipment				
e Other		729,573.	691,050.	38,523.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c))				3,467,680.

Schedule D (Form 990) 2010

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		
(A) FIXED INCOME SECURITIES	99,536.	END-OF-YEAR MARKET VALUE
(B) MUTUAL FUNDS	722,563.	END-OF-YEAR MARKET VALUE
(C) PUBLICLY TRADED		
(D) SECURITIES	1,608,821.	END-OF-YEAR MARKET VALUE
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12.)	2,430,920.	

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
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col (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
(1) ESCROW DEPOSIT ON LAND	500,042.
(2) BENEFICIAL INTEREST IN TRUST	140,884.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 15.)	640,926.

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Amount
(1) Federal income taxes	
(2) CUSTODIAL FUNDS PAYABLE	299,502.
(3) RELATED PARTY NOTES PAYABLE	500,000.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25.)	799,502.

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)	1	7,393,811.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	7,289,031.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	104,780.
4	Net unrealized gains (losses) on investments	4	257,351.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net). Add lines 4 through 8	9	257,351.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	362,131.

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

1	Total revenue, gains, and other support per audited financial statements	1	7,892,936.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	257,351.
b	Donated services and use of facilities	2b	112,434.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	129,340.
e	Add lines 2a through 2d	2e	499,125.
3	Subtract line 2e from line 1	3	7,393,811.
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	
c	Add lines 4a and 4b	4c	0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	7,393,811.

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

1	Total expenses and losses per audited financial statements	1	7,530,805.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	112,434.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	129,340.
e	Add lines 2a through 2d	2e	241,774.
3	Subtract line 2e from line 1	3	7,289,031.
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	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	7,289,031.

Part XIV Supplemental Information

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

PART XII, LINE 2D - OTHER ADJUSTMENTS:

RENTAL EXPENSES 129,340.

PART XIII, LINE 2D - OTHER ADJUSTMENTS:

RENTAL EXPENSES 129,340.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

**Supplemental Information Regarding
Fundraising or Gaming Activities**

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

OMB No 1545-0047

2010

**Open To Public
Inspection**

Name of the organization

ORANGEWOOD CHILDREN'S FOUNDATION

Employer identification number
95-3616628

Part I

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

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

- a ☒ Mail solicitations
b ☐ Internet and email solicitations
c ☐ Phone solicitations
d ☐ In-person solicitations
e ☐ Solicitation of non-government grants
f ☐ Solicitation of government grants
g ☒ Special fundraising events

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

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

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
ANONYMOUS, LLC - 9140 IRVINE CENTER DRIVE, IRVINE, CA	EVENT PLANNING & SHARED NET PROFITS		X	539,530.	106,000.	433,530.
THE GAVEL GROUP - 13805 ALTON PARKWAY SUITE B, IRVINE, CA	AUCTION SERVICES AND AUCTION ITEMS		X	351,882.	29,000.	322,882.
THE MONACO GROUP - 14352 FRANKLIN AVE UNIT B, TUSTIN, CA	DIRECT MAIL SERVICES AND POSTAGE		X	81,715.	42,788.	38,927.
GREATRAKE, MCBRIDE & ASSOCIATES - 17602 17 TH	DIRECT MAIL CONSULTING		X	0.	12,569.	-12,569.
Total				973,127.	190,357.	782,770.

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

CA

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))
		44 WOMEN (event type)	PAL (event type)	1 (total number)	
Revenue	1 Gross receipts	302,204.	901,950.	919,031.	2,123,185.
	2 Less: Charitable contributions	230,859.	331,019.	628,095.	1,189,973.
	3 Gross income (line 1 minus line 2)	71,345.	570,931.	290,936.	933,212.
Direct Expenses	4 Cash prizes				
	5 Noncash prizes	95.	65,112.	6,491.	71,698.
	6 Rent/facility costs	22,505.	210,737.	102,446.	335,688.
	7 Food and beverages				
	8 Entertainment				
	9 Other direct expenses	48,744.	295,083.	181,999.	525,826.
	10 Direct expense summary. Add lines 4 through 9 in column (d)				(933,212)
	11 Net income summary. Combine line 3, column (d), and line 10				0.

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

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1 Gross revenue				
	2 Cash prizes				
Direct Expenses	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No	
	7 Direct expense summary. Add lines 2 through 5 in column (d)				()
	8 Net gaming income summary. Combine line 1, column d, and line 7				

9 Enter the state(s) in which the organization operates gaming activities: _____

a Is the organization licensed to operate gaming activities in each of these states? ☐ Yes ☐ No

b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," explain: _____

- 11** Does the organization operate gaming activities with nonmembers? ☐ Yes ☐ No
- 12** Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No
- 13** Indicate the percentage of gaming activity operated in:
- | | | |
|--------------------------------------|------------|---|
| a The organization's facility | 13a | % |
| b An outside facility | 13b | % |
- 14** Enter the name and address of the person who prepares the organization's gaming/special events books and records.

Name ► _____

Address ► _____

- 15a** Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No

b If "Yes," enter the amount of gaming revenue received by the organization ► \$ _____ and the amount of gaming revenue retained by the third party ► \$ _____.

c If "Yes," enter name and address of the third party:

Name ► _____

Address ► _____

16 Gaming manager information:

Name ► _____

Gaming manager compensation ► \$ _____

Description of services provided ► _____

☐ Director/officer☐ Employee☐ Independent contractor

17 Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No

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

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

SCHEDULE G, PART I, LINE 2B, LIST OF TEN HIGHEST PAID FUNDRAISERS:

(I) NAME OF FUNDRAISER: ANONYMOUS, LLC

(I) ADDRESS OF FUNDRAISER: 9140 IRVINE CENTER DRIVE , IRVINE, CA 92618

(I) NAME OF FUNDRAISER: THE GAVEL GROUP

(I) ADDRESS OF FUNDRAISER: 13805 ALTON PARKWAY SUITE B, IRVINE, CA 92618

(I) NAME OF FUNDRAISER: THE MONACO GROUP

Part IV Supplemental Information (continued)

(I) ADDRESS OF FUNDRAISER: 14352 FRANKLIN AVE UNIT B, TUSTIN, CA 92780

(I) NAME OF FUNDRAISER: GREATRAKE, MCBRIDE & ASSOCIATES

(I) ADDRESS OF FUNDRAISER:

17602 17 TH STREET, #102 - 193 , TUSTIN, CA 92680

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

► Attach to Form 990.

Name of the organization

ORANGEWOOD CHILDREN'S FOUNDATION

Employer identification number
95-3616628

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?**

☒ Yes ☐ No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed

[illegible]

- | | |
|---|--|
| 2 | Enter total number of section 501(c)(3) and government organizations |
| 3 | Enter total number of other organizations |

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

Schedule I (Form 990) (2010)

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
SCHOLARSHIPS OR OTHER SUPPORT TO EMANCIPATING FOSTER YOUTH	300	1,159,174.	0.	N/A	N/A

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

SCHEDULE I, PART I, LINE 2: FOR HIGHER EDUCATION SCHOLARSHIP REQUESTS THE ORGANIZATION GIVES THE MONEY TO THE YOUTH UPON RECEIPT OF CLASS SCHEDULES AND DOES NOT GIVE THE NEXT SEMESTER'S PORTION UNTIL THE ORGANIZATION IS IN RECEIPT OF PRIOR GRADES AND CURRENT CLASS SCHEDULES. IF THE YOUTH DOES NOT MAINTAIN A 2.0 OR BETTER, OR MAINTAIN THE NUMBER OR UNITS REQUIRED FOR THE AMOUNT OF THE GRANT GIVEN, THE NEXT SEMESTER'S PORTION IS REDUCED OR ELIMINATED UNTIL THE GRADES OR NUMBER OF UNITS ARE MADE UP. FOR GRANTS FOR LIVING EXPENSES, THE YOUTH MUST SHOW WHAT THE EXPENSES ARE GOING TO BE USED FOR. FUTURE EXPENDITURES ARE DEPENDENT ON HOW THE YOUTH SPENDS THE INITIAL

Part IV Supplemental Information

FUNDS. FOR OTHER COURSES (DRIVERS EDUCATION OR SCHOOL SUPPLIES) INVOICES
ARE PROVIDED FOR FUNDING.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization

ORANGEWOOD CHILDREN'S FOUNDATION

Employer identification number

95-3616628

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| ☐ First-class or charter travel | ☐ Housing allowance or residence for personal use |
| ☐ Travel for companions | ☐ Payments for business use of personal residence |
| ☐ Tax indemnification and gross-up payments | ☐ Health or social club dues or initiation fees |
| ☐ Discretionary spending account | ☐ Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply.

- | | |
|---|---|
| ☒ Compensation committee | ☐ Written employment contract |
| ☒ Independent compensation consultant | ☒ Compensation survey or study |
| ☒ Form 990 of other organizations | ☒ Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment from the organization or a related organization?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?

If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?

If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes No

1b

2

4a

4b

4c

5a

5b

6a

6b

7

8

9

X

X

X

X

X

X

X

X

X

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

Schedule J (Form 990) 2010

Part III Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation				(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation					
1 CALVIN WINSLOW	(i) 195,565.	0.	5,100.		0.	6,485.	207,150.	0.
	(ii) 0.	0.	0.		0.	0.	0.	0.
2 CHRIS SIMONSEN	(i) 169,713.	0.	6,000.		0.	5,455.	181,168.	0.
	(ii) 0.	0.	0.		0.	0.	0.	0.
3 EUGENE HOWARD	(i) 132,143.	0.	0.		0.	3,439.	135,582.	0.
	(ii) 0.	0.	0.		0.	0.	0.	0.
4	(i)							
	(ii)							
5	(i)							
	(ii)							
6	(i)							
	(ii)							
7	(i)							
	(ii)							
8	(i)							
	(ii)							
9	(i)							
	(ii)							
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

Department of the Treasury
Internal Revenue Service

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

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

2010

Open To Public Inspection

Employer identification number
95-3616628

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

► \$ _____

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

Total	\$		
--------------	----	--	--

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

Schedule L (Form 990 or 990-EZ) 2010

Part IV Business Transactions Involving Interested Persons.

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

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
MITCH JUNKINS	BOARD MEMBER	3,617.	OWNER OF TH		X
DAVE RITCHIE	FORMER BOARD PRESID	0.	EXECUTIVE V		X
SUSAN SAMUELI	BOARD MEMBER	0.	PART OWNER		X
DAVID DUNN	BOARD MEMBER	0.	PART OWNER		X
DJ JACKSON	STAFF MEMBER	0.	COORDINATOR		X

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

SCH L, PART IV, BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS:

(A) NAME OF PERSON: MITCH JUNKINS

(D) DESCRIPTION OF TRANSACTION: OWNER OF THE CDM COMPANY, WHERE

ORGANIZATION PURCHASES PROMOTIONAL ITEMS, SHIRTS, AND BUTTERFLY PINS

(A) NAME OF PERSON: DAVE RITCHIE

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

FORMER BOARD PRESIDENT

(D) DESCRIPTION OF TRANSACTION: EXECUTIVE VICE PRESIDENT OF COMMERCIAL

BANKING WITH WELLS FARGO, WHERE ORGANIZATION MAINTAINS BANK ACCOUNTS,

MORTGAGE, AND LINE OF CREDIT

(A) NAME OF PERSON: SUSAN SAMUELI

(D) DESCRIPTION OF TRANSACTION: PART OWNER OF HONDA CENTER, WHERE

ORGANIZATION HOLDS ONE FUNDRAISING EVENT

(A) NAME OF PERSON: DAVID DUNN

(D) DESCRIPTION OF TRANSACTION: PART OWNER OF ATHLETES FIRST AND

ANONYMOUS LLC, WHICH COORDINATE THE ATHLETES FIRST GALA FOR THE

ORGANIZATION

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions)

(A) NAME OF PERSON: DJ JACKSON

(D) DESCRIPTION OF TRANSACTION: COORDINATOR OF AUXILIARY SERVICES IS THE
SON OF BOARD MEMBER SANDI JACKSON (DJ VOLUNTARILY TERMINATED WITH OCF IN
SEPT 2010)

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

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95-3616628

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	X	3	25,243.	FAIR MARKET VALUE
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 Archeological artifacts				
25 Other ► ()				
26 Other ► ()				
27 Other ► ()				
28 Other ► ()				

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	

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

Schedule M (Form 990) (2010)

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33.
Also complete this part for any additional information

SCHEDULE M, LINE 32B: EMPLOY THE GAVEL GROUP TO ASSIST WITH THE

AUCTION ITEMS FOR THE ATHLETES FIRST EVENT.

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.

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2010

Open to Public
Inspection

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FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

EFFORTS AND SERVICES THAT ENCOURAGE STRONG, HEALTHY FAMILIES AND
SUPPORTIVE COMMUNITIES.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

PREVENTION IN AT-RISK HOMES.

FORM 990, PART III, LINE 3, CHANGES IN PROGRAM SERVICES:

ADDITION OF GIRLS COURT CONTRACT WITH CSP AND HCA; GROWTH IN THE
FEDERAL ARRA GRANT ACTIVITY FOR THE FISCAL YEAR. OTHER PROGRAMS DID
NOT CHANGE IN THE METHOD OF CONDUCT, SEVERAL PROGRAMS GREW AS THE NEEDS
OF THE YOUTH EXPANDED IN THE ECONOMY DIFFICULTIES.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

THE RISING TIDE/TRANSITIONAL HOUSING PROGRAM PROVIDES SELECTED YOUNG
ADULTS WHO HAVE "AGED OUT" OF THE FOSTER CARE SYSTEM AT AGE 18 A UNIQUE
LIVING PROGRAM THAT PROVIDES SUBSIDIZED APARTMENT LIVING, EDUCATION
OPPORTUNITIES AND ONE-ON-ONE MENTORING TO RESIDENTS BY A GROUP OF ADULT
VOLUNTEERS IN AN 18-MONTH PERIOD DESIGNED TO HELP THEM TRANSITION
SUCCESSFULLY INTO LIFE ON THEIR OWN.

INDEPENDENT LIVING PROGRAM PROVIDES WORKSHOPS, SPECIAL EDUCATIONAL
EVENTS AND SUPPORT SERVICES FOR FOSTER YOUTHS, AGES 16-21, TO HELP THEM
PREPARE FOR THEIR RELEASE FROM THE DEPENDENCY SYSTEM. WITH 125

REGULARLY SCHEDULED EVENTS AND ACTIVITIES, SESSIONS FOCUS ON FOUR

Name of the organization

ORANGEWOOD CHILDREN'S FOUNDATION

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AREAS- EDUCATION, CAREER, RELATIONSHIPS AND DAILY LIVING - AND PROVIDE VITAL INFORMATION AND PRACTICE THESE YOUNG PEOPLE WILL NEED WHEN FACING LIFE ON THEIR OWN.

PEER MENTOR PROGRAM BEGAN IN 1992 WHEN CHILDREN'S TRUST FUND RECIPIENTS, FORMER FOSTER CHILDREN THEMSELVES, APPROACHED THE FOUNDATION WANTING TO GIVE BACK AND HELP OTHER YOUNG ABUSE VICTIMS. PEER MENTORS ARE POWERFUL ROLE MODELS WHO CONDUCT MENTORING SESSIONS AT ORANGEWOOD CHILDREN'S HOME AND AT INDEPENDENT LIVING WORKSHOPS.

ORANGEWOOD RESOURCE CENTER IS A DROP-IN CENTER FOR CURRENT AND FORMER ORANGE COUNTY FOSTER YOUTH UP TO AGE 25 OFFERING SERVICES THEY NEED TO BECOME INDEPENDENT ADULTS, INCLUDING EDUCATIONAL ACTIVITIES AND RESOURCES FOR JOBS, COLLEGE, HOUSING, HEALTH, ETC.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:

ACADEMY - THE ORANGEWOOD ACADEMY WILL PROVIDE FOSTER YOUTH AGES 14-18 WITH A RIGOROUS ACADEMIC PROGRAM COMBINED WITH A COTTAGE-STYLE, CAMPUS-BASED LIVING ARRANGEMENT. THE GOAL IS TO HELP BETTER PREPARE THE YOUTH FOR A SELF-SUFFICIENT, SUCCESSFUL ADULTHOOD. THE BASIC PROGRAM AND FACILITY COMPONENTS INCLUDE:

- COTTAGE-STYLE LIVING - STUDENTS WILL EXPERIENCE A FAMILY-LIKE RESIDENTIAL SETTING;

- ACADEMICS - A CHARTER HIGH SCHOOL WILL PROVIDE INTENSIVE INDIVIDUALIZED EDUCATION INSTRUCTION WITH A RICH ARRAY OF EXTRACURRICULAR ACTIVITIES;

- FAMILY CONNECTIONS - YOUTH WILL DEVELOP APPROPRIATE, POSITIVE AND PRODUCTIVE RELATIONSHIPS WITH THEIR BIRTH FAMILIES EVEN THOUGH LIVING

Name of the organization

ORANGEWOOD CHILDREN'S FOUNDATION

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WITH THEM IS NOT AN OPTION; AND

- INDEPENDENT LIVING PREPARATION - YOUTH WILL PARTICIPATE IN
CLASSROOM-BASED TRAINING AND ENGAGE IN REAL-LIFE EXPERIENCES TO PREPARE
THEM FOR INDEPENDENT LIVING.

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS:

SOCIAL SERVICES AGENCY. SINCE 1994, FACT HAS PROVIDED SUPPORT SERVICES
TO CHILDREN AND FAMILIES THROUGH A NETWORK OF LOCAL FAMILY RESOURCE
CENTERS. FACT PARTNERS WORK TOGETHER TO BUILD STRONGER FAMILIES AND
PREVENT CHILD ABUSE.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

CHILDREN IN FOSTER CARE.

THE PROGRAM ALSO SPONSORED CALIFORNIA YOUTH CONNECTION IS A STATE-WIDE
YOUTH LEADERSHIP ORGANIZATION OF YOUNG ADULTS WHOSE MISSION IS TO
ADVOCATE TO LEGAL AND POLITICAL AUTHORITIES ON BEHALF OF FOSTER
CHILDREN THROUGHOUT THE STATE AND NATION. THE FOUNDATION IS THE LOCAL
CHAPTER FOR THIS STATE-WIDE ORGANIZATION.

MENTORING - THE PROGRAM IS PROVIDED FOR SELECTED FOSTER YOUTH WHO HAVE
BEEN IDENTIFIED AS HAVING THE NEED FOR A ONE ON ONE RELATIONSHIP WITH
AN ADULT TO ASSIST THEM TO BE SUCCESSFUL IN MAKING DECISIONS TO BECOME
PRODUCTIVE ADULTS.

ORANGEWOOD CHILDREN'S HOME

WHEN THE FOUNDATION WAS ESTABLISHED IN 1980, ONE OF ITS INITIAL PRIMARY
OBJECTIVES WAS THE CONSTRUCTION OF A FACILITY TO HOUSE ORANGE COUNTY
FOSTER YOUTH THAT NEEDED TEMPORARY RESIDENTIAL AND EDUCATIONAL
ASSISTANCE WHILE AWAITING PERMANENT PLACEMENT IN THE FOSTER CARE

Name of the organization

ORANGEWOOD CHILDREN'S FOUNDATION

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SYSTEM. UPON COMPLETION IN 1985, THE ORANGEWOOD CHILDREN'S HOME (THE "HOME") WAS DEEDED BACK TO THE COUNTY OF ORANGE, WHO IS NOW RESPONSIBLE FOR THE OPERATION AND ADMINISTRATION OF THE HOME. THE FOUNDATION CONTINUES TO PROVIDE ADDITIONAL FINANCIAL SUPPORT TO THE HOME TO ASSIST WITH FACILITY RENOVATIONS, EXTRACURRICULAR ACTIVITIES FOR THE CHILDREN AND OTHER PROJECTS.

EXPENSES \$ 326,377. INCLUDING GRANTS OF \$ 60,041. REVENUE \$ 0.

FORM 990, PART VI, SECTION B, LINE 11: FORM 990 IS REVIEWED BY THE FINANCE COMMITTEE OF THE BOARD.

FORM 990, PART VI, SECTION B, LINE 12C: THE CONFLICT OF INTEREST POLICY IS ADMINISTERED BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS.

FORM 990, PART VI, SECTION B, LINE 15: AN INDEPENDENT CONSULTANT IS HIRED TO PERFORM A MARKET REVIEW OF THE SALARIES OF THE CEO AND CFO. THE RESULTS OF THIS REVIEW ARE PRESENTED TO THE COMPENSATION COMMITTEE OF THE BOARD, WHICH APPROVES THE SALARIES AND ANY ADJUSTMENTS TO THEM.

FORM 990, PART VI, SECTION C, LINE 19: GOVERNMENT DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST.

FORM 990, PART XI, LINE 5, CHANGES IN NET ASSETS:

NET UNREALIZED GAINS ON INVESTMENTS:

257,351.

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.

2010

Open to Public Inspection.

Name of the organization

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ORANGEWOOD CHILDREN'S FOUNDATION

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
ORANGEWOOD EDUCATION LLC - 80-0722749					
1575 E 17TH ST					
SANTA ANA, CA 92705	EDUCATION	CALIFORNIA			N/A
ORANGEWOOD REAL PROPERTY LLC - 90-0720564					
1575 E 17TH ST					
SANTA ANA, CA 92705	REAL ESTATE	CALIFORNIA			N/A
ORANGEWOOD RESIDENTIAL LLC - 80-0722825					
1575 E 17TH ST					
SANTA ANA, CA 92705	FOSTER CARE	CALIFORNIA			N/A

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.)

[illegible]

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

Schedule R (Form 990) 2010

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.**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**b** Gift, grant, or capital contribution to other organization(s)**c** Gift, grant, or capital contribution from other organization(s)**d** Loans or loan guarantees to or for other organization(s)**e** Loans or loan guarantees by other organization(s)**f** Sale of assets to other organization(s)**g** Purchase of assets from other organization(s)**h** Exchange of assets**i** Lease of facilities, equipment, or other assets to other organization(s)**j** Lease of facilities, equipment, or other assets from other organization(s)**k** Performance of services or membership or fundraising solicitations for other organization(s)**l** Performance of services or membership or fundraising solicitations by other organization(s)**m** Sharing of facilities, equipment, mailing lists, or other assets**n** Sharing of paid employees**o** Reimbursement paid to other organization for expenses**p** Reimbursement paid by other organization for expenses**q** Other transfer of cash or property to other organization(s)**r** Other transfer of cash or property from other organization(s)**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	Yes No	
					1a	1b
(1)						
(2)						
(3)						
(4)						
(5)						
(6)						

Part VII. Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)	
Type or print File by the extended due date for filing your return. See instructions	Name of exempt organization ORANGEWOOD CHILDREN'S FOUNDATION
	Employer identification number 95-3616628
	Number, street, and room or suite no. If a P O box, see instructions 1575 E. 17TH STREET
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SANTA ANA, CA 92705

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-BL	02	Form 1041-A	08
Form 990-EZ	01	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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

CHRISTIAN SIMONSEN

• The books are in the care of **1575 E. 17TH STREET - SANTA ANA, CA 92705**

Telephone No **714-619-0203**

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

4 I request an additional 3-month extension of time until **MAY 15, 2012**

5 For calendar year ☐, or other tax year beginning **JUL 1, 2010**, and ending **JUN 30, 2011**

6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return

☐ Change in accounting period

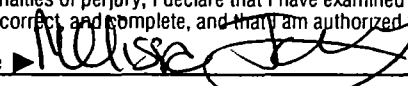
7 State in detail why you need the extension

TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN

8a 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	8a	\$	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 and any amount paid previously with Form 8868	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  Title **CPA**

Date **2/15/12**

Form 8868 (Rev. 1-2011)