

Charter Coversheet

Complete this page for the sponsoring entity.

THE EXCEL CENTER GOODWILL INDUSTRIES OF CENTRAL TEXAS
Proposed Adult Education Charter School Name Name of Sponsoring Entity

Note: The sponsoring entity's name must appear exactly as it appears in the Articles of Incorporation or any amendments thereto.

Chairperson of Governing Body of Sponsoring Entity: MARK FINGER

CEO of Sponsoring Entity: GERALD L. DAVIS

CEO/Superintendent of Proposed Adult Education Charter School:
GERALD L. DAVIS

Applicant Mailing Address (This address will be used for contact regarding this application):
1015 NORWOOD PARK BOULEVARD, AUSTIN, TX, 78753

Physical Address of Proposed Administrative Offices (if different from above):
NOT APPLICABLE

Physical Address of Proposed Campus: (Please include street address, city, state, zip, and country.) If the specific address is unknown at this time, please provide the county and general location of the proposed campus.
1015 NORWOOD PARK BOULEVARD, AUSTIN, TX, 78753 (USA)

Contact Name: TRACI BERRY Contact Role: PREPARER
Contact Phone #: 512.748.1049 Contact Email Address: traci.berry@austingoodwill.org

State the maximum enrollment and all grade levels to be served for each school year.

Year 1: Proposed Enrollment 150
 9 10 11 12

Year 2: Proposed Enrollment 150
 9 10 11 12

Year 3: Proposed Enrollment 150
 9 10 11 12

Year 4: Proposed Enrollment 150
 9 10 11 12

Year 5: Proposed Enrollment 150
 9 10 11 12

At Capacity: Maximum Enrollment 150

I certify that I have the authority to submit this application and that all information is herein complete, accurate, and original realizing that any misrepresentation could result in the disqualification from the application process or revocation after award.

Gerald L. Davis
(BLUE INK) Signature of Chief Executive Officer of Sponsoring Entity

2/10/2014
Date

GERALD L. DAVIS
Printed Name

Traci Berry
(BLUE INK) Signature of Application Preparer

2/10/2014
Date

TRACI BERRY, CFRE
Printed Name

With what company is the application preparer associated?

GOODWILL INDUSTRIES OF CENTRAL TEXAS

Was the preparer paid? Yes No

Application Team Member Information

Names, roles, and current employment of all persons on applicant team (add lines as needed):

Full Name	Current Job Title and Employer	Position with Proposed School
Traci Berry	Senior VP, Community Engagement Goodwill Industries of Central Texas	same, support capacity; fully funded by Goodwill Industries of Central Texas
Dodie Brown	VP, Financial Services Goodwill Industries of Central Texas	same, support capacity; fully funded by Goodwill Industries of Central Texas
Jenny Fritz	Director of Grants Goodwill Industries of Central Texas	same, support capacity; fully funded by Goodwill Industries of Central Texas
Laura Grabel	Director of Youth Services Goodwill Industries of Central Texas	same, support capacity; fully funded by Goodwill Industries of Central Texas
Roberta Schwartz	VP, Property Services and Contract Administration Goodwill Industries of Central Texas	same, support capacity; fully funded by Goodwill Industries of Central Texas

Does this applicant team have charter school applications under consideration by any other authorizer(s) in the United States? Yes No

If yes, complete the table below, adding lines as needed.

State	Authorizer	Proposed School Name	Application Due Date	Decision Date
	Not Applicable			

Does this applicant team have new schools or campuses scheduled to open elsewhere in the United States in the 2014-2015 or 2015-2016 school years? Yes No

If yes, complete the table below, adding lines as needed.

Proposed School Name	City	State	Opening Date
Not Applicable			

Does this applicant team have new schools or campuses approved but scheduled to open in years beyond 2015-2016? Yes No

If yes, complete the table below, adding lines as needed.

Authorizer	# of Schools	City	State
Not Applicable			

Do any of the following describe your organization, or the charter proposed in this application?

- Already operates schools elsewhere in the US.
- Will contract or partner with a public junior college to provide career and technology courses.
- Will contract or partner with a charter management organization (CMO), management company, or other organization to provide school management services. If yes, include the provider's portfolio in answering the above questions regarding pending applications and school openings.
If contracting with a CMO, identify the provider: Not Applicable
Provide as Attachment A a copy of the management contract.
- This provider currently manages schools in Texas or elsewhere in the US.
If currently managing please state where: Not Applicable

Charter Overview

Note: The Charter Overview has a 5 page limit restriction (excluding Attachments)

The Charter Overview should provide a concise summary of the following:

- the proposed plan for the school, including core values/beliefs;
- the population considerations of the school environment;
- the challenges particular to those considerations; and
- the applicant team's capacity to successfully open and operate a high quality school given the above considerations.

1. **Mission and Vision.** State the mission and vision of the proposed school. The mission is a statement of the fundamental purpose of the school, describing why it exists. The vision statement outlines how the school will operate and what it will achieve in the long term. The mission and vision statement provide the foundation for the entire proposal. The mission and vision statements, taken together, should identify the students and community(s) to be served and illustrate what success will look like.
2. **Community Engagement.** Describe the relationships that you have established to generate community engagement in and support for the proposed school and how you have assessed demand and/or solicited support for the school. Briefly describe these activities and summarize their results.
3. **Educational Need and Anticipated Student Population.** Describe the anticipated student population and the rationale for serving these students; their anticipated educational needs; and non-academic challenges the school is likely to encounter. Describe the rationale for selecting the location, including resources for students currently available. Identify any enrollment priorities on which the program is based and explain how they are consistent with applicable restrictions on enrollment eligibility and selection.
4. **Education Plan/School Design.** Provide an overview of the education program of the proposed school, including major instructional methods and assessment strategies and non-negotiables of the school model. Describe the evidence that demonstrates the school model will be successful in improving academic achievement for the targeted student population.
5. **Leadership and Governance.** Provide as Attachment B, a *Board Member Information Form* for the current members of the proposed school's leadership team and governing board, including their roles and their current professional affiliation. Also include in Attachment B, résumé/curriculum vitae, and professional biography for each proposed board member. *Do not list members of the applicant team who will not have an official leadership role with the school going forward, such as consultants.*
6. Provide as Attachment C the signed *Assurances of compliance*.

LABEL YOUR RESPONSE, CHARTER OVERVIEW AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

CHARTER OVERVIEW

The mission of The Excel Center is to provide individuals who have dropped out of high school with the opportunity and support to earn a high school diploma and begin postsecondary education. Students, ages 19-50, will also develop career paths in sectors of the local economy that offer high employment and growth opportunities. The school will meet students where they are in their education by providing a flexible structure and curriculum delivery, and by helping students to develop supportive relationships that will help them manage work, life, and family responsibilities as they achieve their academic and career goals.

Goodwill envisions a world where every person has access to meaningful work, and we believe that education is the key to addressing some of our most challenging social problems. Although the definition of "meaningful" work is different for everyone, each of us wants to be engaged in employment that provides the means to support ourselves and our families. A macro-level cascade of positive effects results from the power of work—the local workforce and local economy are strengthened and poverty and unemployment are greatly reduced. A high school diploma increases the quality of life of not only individuals, but also the greater community, resulting in upward mobility. Generational impact becomes evident, as children who would have otherwise matured in an environment of deprivation instead have strong role models, as well as opportunities afforded through the increased resources available to their families. The Excel Center drives this vision, with the power to produce transformative change in our community.

As evidence of our commitment, Goodwill will put forth a \$1.1M start-up capital investment for the building and operation of the school as well as ongoing annual operating support. Goodwill is currently recognized as a crucial piece of the education continuum, filling a gap between education and career for disconnected youth and adults. Because work is the cornerstone of Goodwill's mission, we know that people absolutely must have a solid education, coupled with strong career readiness/life skills, in order to be productive working adults. In the nearly six decades of the organization's existence, Goodwill has honed its expertise in providing services to prepare people for success in the workplace. As we continue to enhance all of our award-winning programs and services to strengthen our community, we aim to specifically address individuals who lack education by providing a way for adults between ages 19-50 to earn their high school diploma and postsecondary certifications.

As Goodwill began to develop this vision, our sister Goodwill organization in Indianapolis, Indiana opened a charter school with a parallel mission. This successful dropout recovery school has served as a prototype for replication in Central Texas, allowing Goodwill to build on a proven model, adapted to meet the needs of older adults as well as youth, while making adjustments to meet Texas needs, environment, and requirements. We believe it is imperative to reconnect these individuals to not only achievable academic and career goals, but also to re-engage them in the community and the prospect of a better future for themselves and their families.

The Indianapolis Excel Centers have demonstrated strong results. Since 2010, 426 diplomas have been awarded to a historically unsuccessful young adult population. Students often face multiple challenges: 80% have incomes below 185% of the federal poverty level, 48%

have minor children, and 67% are on some form of public assistance.

The successful Indianapolis adult charter program we have modeled ourselves after has grown to nine campuses and approximately 3,000 students in just four years. They anticipate graduating 540 students in 2014, with 63% of students graduating with dual college credits or an industry certification and 58% of students enrolling in college after graduation (full time or part time). In an economic impact study of The Excel Center in Indianapolis conducted by Dr. Michael J. Hicks at Ball State University, the overall impact of this model was concluded to be quite significant, for all enrolled. According to the study, "wage growth of those non-high school graduates who attended Excel, but did not graduate were more than \$2,830 greater than the average Indiana adult without a high school diploma. Those who graduated saw wages of more than \$4,550 higher after graduation than the typical adult without a High School diploma."

The Excel Center will leverage Goodwill's unique, well-defined strengths—its infrastructure, established community presence, stability and experience launching and operating large programs with complex funding streams. Our Ready to Work program, for example, serves 650 people living in poverty each year, tracks contributing funding streams totaling over \$1 million annually (each with their own stringent match and allowable expense criteria) and fulfills the performance outcomes, audit/site visits, and reporting stipulations of each entity. It is not by chance that Goodwill has successfully administered grants of up to \$2.2 million—the organization recognizes that, in today's competitive funding environment, it is of critical importance to closely adhere to our funders' regulations and requirements.

Workforce Investment Act (WIA) Youth Services, funded by Workforce Solutions Capital Area since 1999, provides academic tutoring, internships, case management, support services, GED tutoring and testing assistance, job placement, and vocational skills training to over 600 at-risk youth between the ages of 14-21 each year. The program must adhere to stringent performance measures, including attainment of degree or certificate, placement in employment or postsecondary education, and improvements in literacy and numeracy. In the last six years, all performance measures were exceeded, including educational achievement (attainment of degree/certificate, including GED & HS diploma) of 77.13%, placement in employment or education (75.11%), and literacy & numeracy gains (81.25%). The program successfully supported 122 individuals to graduate from GED or high school in 2013.

The anticipated student population of The Excel Center is adults ages 19-50. We expect that the majority of students will be living below 200% of the federal poverty level, most will have minor children, and most will have a history of employment in jobs paying below a living wage. The Excel Center will address the staggering societal costs that high school dropouts incur. Individuals with a high school diploma have lifetime earnings of \$400,000 more than those without one.¹ Vocational skills training further expands the potential pool of higher-wage job opportunities; a June 2012 report from the Center on Education and the Workforce at Georgetown University determined that a postsecondary certificate added an average of \$240,000 in lifetime earnings over a high school diploma alone.² Over one's lifetime, the

¹ Social Impact Research, Youth Career Development, 2012, <http://rootcause.org/documents/YCDIssue-Final.pdf>.

² Carnevale, Anthony, Stephen Rose, and Andrew Hanson. *Certificates: Gateway to Gainful Employment and College Degrees*, Georgetown University Center on Education and the Workforce, June 2012.

expense of a dropout to the government is \$306,906.³ Graduates, on the other hand, contribute over \$250,000 to society through taxes. Unfortunately, as Goodwill has seen all too often evidenced in the people who come through our doors, there are few options for high school dropouts to continue their education—programs struggle to meet demand, and students often lack the support and encouragement necessary to establish and achieve their academic and career goals. Adults over the age of 26 have not had the opportunity to even attempt to earn their diploma—the potential of this population has been severely limited until the development of this innovative charter school pilot.

The Excel Center was developed acknowledging that many students will be experiencing multiple non-academic challenges, including transportation and child care, housing, lacking identification, and for undocumented students, difficulty accessing postsecondary education and health resources. One of the reasons life coaches are so critical to the model is the guidance they will provide to ensure each student can access the resources they need to achieve stability and focus on their studies. Goodwill also has extensive experience serving individuals with significant barriers to employment and education. For example, in 2012, Goodwill served 2,455 people with disabilities, 243 with a history of substance abuse, 1,646 working poor, 933 welfare recipients, 1,346 at-risk youth, 7,479 person with a criminal background, 1,009 homeless, 234 non English-speaking/ESL, and 184 lacking literacy.

Goodwill has longstanding relationships and formal partnerships with many community organizations, stakeholder groups, members of local and state government, and businesses. Throughout the charter school preparation and planning process, we met with dozens of individuals and organizations we identified as being key to contributing to a successful application and engaging as a continued partner in our journey towards opening and operating The Excel Center. We connected with many individuals and groups to share our vision for The Excel Center, including representatives from Workforce Solutions Capital Area, Austin Independent School District, Austin Community College, Communities in Schools, LifeWorks, multiple large and small employers, local and state government officials, neighborhood associations, community groups, and client stakeholders. Our visits were met with strong enthusiasm and a desire to fully support this endeavor.

In February 2013, Goodwill held a public hearing at the Goodwill Community Center to gauge support and solicit feedback from the community. More than a dozen individuals offered support for the initiative, including community and business leaders, current and former Goodwill clients, representatives from other nonprofits, vocational training providers, Goodwill Board Directors, funders, and volunteers. Comments were made on the strength of Goodwill's reputation, the need for schools like The Excel Center and the lack of current available training options. In many cases, the speaker expressed how the lack of career and educational options had presented obstacles to life success for themselves, their loved ones, friends, or clients.

The proposed charter school location, at 1015 Norwood Park Boulevard in Austin, Texas (Travis County) was identified after careful consideration. Key reasons for choosing this location include a mission-rich surrounding neighborhood, accessibility, and available space and resources at the existing Goodwill Community Center. Travis County is centrally located in

³ McLaughlin, Joseph, *The Fiscal Returns to Completing High School and Additional Years of Schooling Beyond High School in the U.S and Massachusetts*, Center for Labor Market Studies, Northwestern University, 2012.

Goodwill's territory, which includes the counties of Travis, Williamson, Hays, Bastrop, Caldwell, Mason, Llano, Gillespie, Burnet, Blanco, Lee, Fayette, Gonzalez, Lavaca, and DeWitt. We anticipate the majority of students will be from Travis, Williamson, Bastrop, and Hays Counties. Within these four counties, an estimated 177,953 individuals between the ages of 18-44 lack a high school diploma.⁸ The surrounding St. John neighborhood was specifically chosen based on the following factors:

- Population diversity, including people who are of Hispanic (70%) and African American (13%) descent⁹
- 28% dropout rate at Reagan High School¹⁰, just two miles from the proposed charter
- 30% of neighborhood residents ages 18-64 live in poverty¹¹
- 48% of the population over 25 lacks a high school diploma or GED (Austin: 7%)¹²
- 30% of the population over 25 have attended some college (Austin: 65%)¹³
- Crime rate is 8.1/100 residents (Austin: 6.1/100)¹⁴
- Proximity Lyndon B. Johnson and Eastside Memorial High Schools—each has scored at unacceptable levels in the last four years.¹⁵

We envision that the life coaches and case management services available through The Excel Center will assist students with developing the connections needed to increase engagement with and connection to the community. The Excel Center will ensure the students attain their educational goals in a highly supportive and accelerated environment, playing an important role in stabilizing the neighborhood educational environment.

The school will be part of a continuum of educational and social services. Below are some of the many resources that will be available to students and their families through Goodwill's existing partnerships and community agencies.

- **Best Single Source (BSS):** The BSS collaborative is composed of 12 agencies including Goodwill and it is designed to help keep individuals and families housed. For students experiencing a housing crisis or short-term homelessness, BSS may be able to provide the necessary financial assistance to keep the student housed.
- **Central Health's Medical Assistance Program (MAP):** MAP will assist students to gain the health care they need, including preventative care, dental care, and emergency care.

⁸ *Educational Attainment by County*, American Community Survey 2012 3-year Estimates.

⁹ City of Austin, St. John/Coronado Hills Combined Neighborhood Plan, 2012.

¹⁰ Texas Education Agency, Five-Year Extended Longitudinal Graduation and Dropout Rates, Class of 2010, Reagan High School, http://www.tea.state.tx.us/acctres/dropcomp_index.html.

¹¹ 2007-2011 American Community Survey 5-Year Estimates, Poverty Status in the Past 12 Months, U.S. Census Bureau.

¹² City of Austin, St. John/Coronado Hills Combined Neighborhood Plan, 2012.

¹³ *Ibid.*

¹⁴ *Ibid.*

¹⁵ Austin Independent School District, TEA District and Campus Performance Data,

<http://archive.austinisd.org/inside/accountability/reviews/>.

- **City of Austin Community Centers:** The St. John, Gus Garcia, and Virginia Brown Recreation Centers provide an array of social services, including food pantries, clothing closets, notary services, case management, health services, and referrals.
- **Foundation Communities:** Foundation Communities manages fourteen affordable housing properties, seven Community Tax Centers, and six Community Learning Centers. Students and their families will have access to financial coaching throughout the year and free tax preparation if income eligible.
- **Housing Authority of the City of Austin (HACA):** For students living in public housing, HACA provides youth programs, health fairs, computer training, and family self sufficiency programs. HACA operates five housing properties that are within a five mile radius of The Excel Center.
- **Travis County Family Support Services:** Seven centers provide financial assistance, counseling services, help applying for public assistance, and case management services.
- **Workforce Solutions Capital Area:** Three centrally located centers offer job seekers a variety of services and programs including paid job training through the Workforce Investment Act (WIA), job readiness workshops, Choices program for TANF recipients, veterans services, job clubs, and job search assistance. In addition to the Youth WIA contract, Goodwill is a partner within the Workforce and Education Readiness Consortium (WERC), which is a network of 11 community partners providing education and workforce services. Designed to seamlessly provide job readiness and occupational skills training, WERC connects 38 provider locations to create "no wrong door" for workforce and education services.

The Excel Center is unlike any current dropout recovery program in Central Texas. This unique model distinguishes itself by filling a very current and critical gap while enhancing the academic outcomes for students in tremendously underserved populations. We will implement an approach specifically geared toward adult dropouts by which students will complete their high school education in alignment with TEKS and Texas standards while establishing their own postsecondary goals in a supportive environment. Through a blend of traditional high school course requirements and skills training, students will earn credentials that facilitate access to employment with higher wages and career prospects. The school will operate year-round allowing students to complete their education requirements and begin their postsecondary employment journey on an expedited timetable.

Enrollment will be available to individuals between the ages of 19-50. Goodwill retains the right to exclude a student from admission who has a documented history of a criminal offense under TEC Subchapter A, Chapter 37.

Goodwill is led by a strong and committed community Board of Directors. Their backgrounds are shared in Attachment B. Their signed assurances of compliance are included as Attachment C.

Application Response

Section One - Educational Plan

Note: While this section alone has no page limit restriction, sections one – four when taken as a whole have a maximum of 60 pages allowed for response.

Program Overview

Explain the educational philosophy that guides the design of the school, and describe how it aligns with the education program, including primary instructional methods and assessment strategies. Describe any non-negotiable elements of the school model. Briefly describe the evidence that promises success for this program with the anticipated student population.

LABEL YOUR RESPONSE, EDUCATIONAL PLAN; PROGRAM OVERVIEW AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

EDUCATIONAL PLAN: PROGRAM OVERVIEW

As Central Texas's premier provider of vocational services, Goodwill has 55 years of collective knowledge of the impact of education, employment, and fulfilled individual potential. We have witnessed the damage a lack of education has on the ability to earn a living wage from the tens of thousands of people who walk through our doors. Educational attainment is linked to lower unemployment rates and higher pay. Without a high school diploma, only the most menial, lowest-paying positions are available to an individual, yet 18.6% of adult Texans are lacking this certification—almost 3.5 million people.¹⁶

The Excel Center's innovative model takes the solution to the next level by offering a college and career ready curriculum focusing on students 19 – 50 years of age who have dropped out of high school. We will create an environment where every student is supported and has a flexible and individualized plan that fully engages them in their educational journey. Through the career and college readiness curriculum, each student will form new links between education and employment.

The Excel Center is built to accommodate the life circumstances of adults by providing holistic life supports; students will balance their education with life demands, such as taking care of family members and securing work. The Excel Center is designed to support students in critical areas so that they can persist in their education in order to secure sustainable employment and achieve economic self-sufficiency for themselves and their families.

The Excel Center distinguishes itself by filling a very current and critical gap while enhancing the academic outcomes for students who formerly had little or no options. The Excel Center:

- Provides individualized case management designed to help students overcome barriers outside of the classroom, using life coaches and targeted resources to keep students in class and focused despite the out-of-class challenges they may face. They have dropped out once before - our goal is to not allow history to repeat itself.
- Removes the two greatest barriers to success by providing child care and unlimited

¹⁶ American Community Survey, 2012 1-year Estimates, Educational Attainment.

monthly bus passes.

- Includes a rigorous, yet individualized curriculum, allowing students to graduate with a high school diploma and postsecondary certifications.
- Meets the scheduling needs of adults: the extended school day and compacted terms allow students to earn credits faster than traditional schools.
- Offers an internship program that, with the support of our many community partners, places our students in a variety of work settings around the Austin area.
- The robust academic program will provide a strong college focus, reintroducing adults to academic possibilities.
- Provides an integrated career and technical education curriculum focused on career readiness and attainment of postsecondary certifications.

The evidence supporting the impact of this adult charter high school is significant. In addition to the data presented earlier from the economic impact study conducted by Dr. Michael J. Hicks at Ball State University, it was concluded that, "while both employed graduates and non-graduates saw income growth, the graduates saw an average of \$1,716 more than non-graduates per year. Far more meaningful was the reemployment effect. The employment effect yielded average differentials of \$4.3 million in additional wages per year for the entire program, or roughly \$3,926 per student (graduate and non-graduate). Recent employment history following the great recession suggests that higher levels of unemployment would be the norm for those with and without a high school diploma. In fact, graduates of The Excel Charter Academy saw modest employment growth, which clearly is in opposition to the trend."

Curriculum and Instructional Design

Propose a framework for instructional design that both reflects the needs of the anticipated population and ensures all students will meet or exceed the Texas Essential Knowledge and Skills (TEKS) standards and any applicable industry certification requirements.

1. Describe the basic learning environment (e.g., classroom-based, independent study), including class size and structure.
 2. Give an overview of the planned curricula, addressing alignment with the TEKS. Describe the evidence that these curricula will be appropriate and effective for the targeted students.
 - a. Provide, as Attachment D, a *Sample Course Scope and Sequence* for one subject the school would offer. Identify course outcomes and demonstrate alignment with the TEKS and industry certification standards, as applicable.
- OR-
- b. If the curriculum is not already developed, provide, as Attachment D, a curriculum development plan, including identification of individuals responsible and the timeline for development and completion, including review to ensure alignment with the TEKS and industry certification standards, as applicable.
3. Describe the primary instructional strategies that the school will expect teachers to use and why they are well-suited for the anticipated student population. Describe the methods and systems teachers will have for providing differentiated instruction to meet the needs of all students.

LABEL YOUR RESPONSE, CURRICULUM AND INSTRUCTIONAL DESIGN AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

CURRICULUM AND INSTRUCTIONAL DESIGN

Adult students returning to school to earn their high school diploma bring with them a wealth of diverse backgrounds and experiences, and designing a successful high school educational plan for these students requires embracing and responding to the diverse needs of the learners. A student-centered, teacher-facilitated classroom provides the quality instructional support and differentiation these students need. Most classrooms utilize a student to teacher ratio of 18:1 to maximize teacher to student contact and to provide the optimum conditions for students to learn content and skills. Lower-level remedial courses in literacy and mathematics demand increased teacher support and thus will maintain a lower student to teacher ratio of 10-12 students per teacher. Students earn most course credits through the student-centered, teacher-facilitated classroom, although students who are close to graduation and need one course or one semester of one course may earn the credit through a research-based, teacher-facilitated individualized online learning environment. Courses are structured into extended blocks, allowing for compacted content and intensive work. Course blocks are 90 minutes or 180 minutes in length and meet daily for the duration of each 8-week term.

Adult learners attending The Excel Center earn the credits required for the Foundation High School Program, and most will earn industry recognized certifications and/or dual credits transferable to postsecondary colleges and universities. While earning industry certification and dual credit is not an absolute graduation requirement, all student plans of study (POS) include at least one certification and/or dual credit opportunity. Excel Center students are encouraged to earn the Foundation plus Endorsement diploma, although this is not a requirement for graduation. We anticipate many will take advantage of the Business and Industry endorsement.

Moving quickly through the high school credit requirements motivates and engages adult learners eager to move into career pathways. The Excel Center educational plan incorporates a year round model of consecutive 8-week terms, with 2 week summer and winter breaks. Students participate in standards-based, intensive, often interdisciplinary coursework, earning multiple credits during each 8-week term.

New Excel Center students take a battery of assessments upon enrolling, the results of which combined with a review of previous high school transcripts determine course placements. Placement assessments include the Scholastic Reading Inventory (SRI), which generates a Lexile score for reading, the Scholastic Phonics Inventory (SPI) for students whose Lexile measure is below 150, and the Test of Adult Basic Education (TABE) for reading, mathematics, and English language proficiency.

Students who meet the pre-requisite requirements based on placement assessment results are placed immediately into high school credit bearing courses. To ensure success in credit bearing English and mathematics courses, students whose placement results indicate that they need accelerated instruction take Developmental Reading and/or Math Lab for 1-2 terms prior to taking the credit-bearing high school course (e.g. English I, Algebra I). All students must complete their core coursework and the five required End of Course STAAR assessments per the Foundation High School Program. Courses labeled with an asterisk are offered as dual credit through an articulation agreement with Austin Community College; students seeking dual credit in these courses must attain a college readiness benchmark based on ACT, ACCUPLACER, or Compass exam scores. Students may earn high school credit in these

courses even if they do not place in the dual credit course. Students whose scores do not indicate college and career readiness will participate in Pearson's accelerated instructional program, My Foundations Lab in addition to the basic high school coursework.

Students earn their remaining elective credits through Career and Technical Education courses within their selected career cluster. Courses will follow the TEKS standards outlined in Chapter 13D, "Texas Essential Knowledge and Skills for Career and Technical Education." The Excel Center aligns all courses to TEKS and industry certification standards and course sequences reflect graduation requirements under the Foundation High School Program. The mathematics curriculum exemplifies this high quality standards-based design; mathematics course offerings utilize the scientifically research-based Agile Mind Mathematics program created and published by The Charles A. Dana Center of The University of Texas at Austin. As students entering the Excel Center typically struggle with success in mathematics, the Algebra I curriculum utilizes the Agile Mind Intensified Algebra I, a proven program designed to bring students who may be 2-3 years behind in mathematics up to mastery of Algebra I standards. Intensified Algebra I therefore aligns to all of the Texas Essential Knowledge and Skills (TEKS) for Algebra I but also reaches down to align to foundational middle school knowledge and skills. In addition to coaching students to master standards-based mathematics goals and objectives, the Agile Mind Mathematics program incorporates goals and objectives "for shaping attitudes toward learning." During this intensive program, Excel Center students enrolled in Algebra I spend 180 minutes per day in class for 2 consecutive terms.

Please see Attachment D, Sample Course Scope and Sequence

Sample Student Plan of Study

This sample student will graduate with dual credits and two industry-recognized certifications. Course offerings allow students to earn multiple certifications and dual credits while students at The Excel Center. This sample student earned 26 credits in 8 terms; most students enter The Excel Center with some high school credits and thus require less time to graduate. The student will graduate having completed a foundation degree plus Business and Industry Endorsement.

Year 1, Term 1

READ 180 – 90 min

Math Lab – 90 min

ICP – 90 Min (1 science credit)

PE – 90 min (1 physical education credit)

(2 credits)

Term 2

World Studies A (English I/World History A) – 180 min (1 English, .5 social studies credits)

Intensified Algebra I A – 180 min (.5 math credits)

EOC – English I

(2 credits)

Term 3

World Studies B (English II/World History B) – 180 min (1 English, .5 social studies credits)

Intensified Algebra I B – 180 minutes (.5 math credits)

EOC – English II

EOC – Algebra I

(2 credits)

Term 4

Geometry – 180 minutes (1 math credit)

Biology and Communication Applications – 180 minutes (1 science, .5 English credits)

EOC – Biology

(2.5 credits)

Term 5

US History – 180 minutes (1 social studies credit)

Statistics – 90 minutes (1 credit)

Career Preparation I – 90 minutes (2 elective, .5 English credits)

EOC – US History

(4.5 credits)

Year 2, Term 1

American Sign Language I – 90 minutes (1 LOTE credit)

Government & Economics – 90 minutes (1 social studies credit)

English III Dual Credit – 180 min (1 English credit)

(3 credits)

Term 2

American Sign Language II – 90 minutes (1 LOTE credit)

Music Appreciation – 90 minutes (1 fine arts credit)

Anatomy and Physiology – 90 minutes (1 science credit)

Health Science – 90 minutes (1 elective credit)

(4 credits)

Term 3

Medical Coding Certification: Medical Terminology, Practicum in Health Science – 180 minutes

(3 elective credits)

Pharmacy Technician Certification – 180 minutes (2 elective credits)

(5 credits)

The Excel Center curricular offerings focus on Career and Technical Education (CTE), responding to the needs of adult learners who seek to build the skills necessary to enter or advance in the workforce. Upon enrolling in The Excel Center, students take a career interest and exploration assessment and work with a life coach and college and career counselor to identify a career goal. Utilizing the career goal as situated within a federally recognized career cluster, the coach, counselor, and student identify a Plan of Study (POS) as outlined by the AchieveTexas College and Career Initiative. As each student enters The Excel Center with different course credits earned and needed, the entrance point to the POS is unique for each individual student. The majority of Excel Center students earn at least one industry recognized certification in addition to the Foundation High School Program diploma. The POS course sequences offer numerous opportunities for students to earn dual credits, and The Excel Center

partners with Austin Community College to ensure that students earn transcribed, transferrable credits through applicable coursework.

The capacity of The Excel Center to offer multiple CTE pathways in year 1 will leverage Goodwill's Career Academy and build upon a partnership with Austin Community College. Both organizations provide The Excel Center students and staff with certified instructors, access to a large catalog of industry-recognized certification courses, and quality preparation for certification exams. Goodwill Career Academy's business advisory group works directly with local employers, creating a direct hiring pipeline for Excel Center graduates. Additionally, current Excel Center students and graduates have access to Goodwill's staffing company for assistance in obtaining temporary, part-time, or full-time permanent jobs.

Initial CTE career pathways offered through The Excel Center include Health Sciences, Information Technology, and Manufacturing. The Excel Center plans to add CTE career pathways as enrollment expands and may alter the certifications based on continuous analyses of local job markets. All CTE pathways offer students multiple career choices; for example, a student of Health Sciences may earn one or more certifications, earn dual credit, and have the choice of an immediate career and/or to pursue a health sciences career requiring additional postsecondary education.

CTE Cluster	Health Sciences	Information Technology	Manufacturing
Industry-Recognized Certifications Offered	Emergency Medical Technician (EMT) Pharmacy Technician (CPHT) Phlebotomy Technician (CPT) Certified Nursing Assistant (CNA) Certified Medical Assistant (CMA) Medical Coding Specialist	Cisco Certified Entry Networking Technician (CCENT) Computer Maintenance – A+ Certification Microsoft Office Specialist (MOS)	American Welding Society SENSE Certification

Teachers structure the classrooms using the gradual release of responsibility instructional approach in which teachers deliver and students interact with new content in a sequence of whole group, teacher-facilitated small group, student-driven small group, and finally independent student practice (Fisher & Frey, 2008).¹⁷ The goal of every course is independent student mastery of the content, skills and standards to which the course is aligned. Teachers at The Excel Center know that all students, but particularly adult high school students, require teacher and peer supports as they practice toward independent mastery. The gradual release of responsibility instructional approach begins with the teacher modeling the

¹⁷ Fisher, D. & Frey, N. (2008). *Better learning through structured teaching: A framework for the gradual release of responsibility*. Alexandria, VA: Association for Supervision and Curriculum Development.

new task, “I do”; next comes “We do it together,” in which the teacher facilitates as groups of students work through the task, often taking turns coming to the whiteboard to model their thought processes. The teacher role is reduced more during the student-driven pair or small group phase of the learning, “You do it together,” when students facilitate one another’s learning with the teacher present as a consultant, posing inquiry questions to students rather than giving answers. Finally, student independent practice leading to independent mastery occurs during the “You do it alone” phase of the lesson. All Excel Center lesson plans explicitly incorporate the gradual release of responsibility instructional strategy and its four phases.

Curriculum and instructional design center around a metacognitive framework that focuses on four dimensions: knowledge-building, cognitive, personal, and social, ensuring that students acquire the schema necessary to build the critical thinking skills needed to comprehend and interact with new content (Collins, 2006).¹⁸ In all courses teachers utilize modeling and speaking metacognitively about the academic tasks. Adult students who have not experienced success in high school require instruction in how to approach math problems, how to make sense of a complex text, and how to more deeply engage with the learning process. All course scope and sequence documents outline the “Goals and Objectives for Shaping Attitudes Toward Learning,” in addition to the subject matter content and skills.

Based on data obtained from nine Excel Center schools in central Indiana, poor literacy skills hinder the academic success of adult learners, an effect compounded for English language learners. Data collected from nine Indiana Excel Center sites as well as scientifically based research performed by the U.S. Department of Education indicate that explicit instruction in disciplinary literacy strategies positively affect reading comprehension and student self-confidence (Lesmeister, 2010¹⁹; U.S. Department of Education, Institute of Education Sciences, 2010).²⁰ Excel Center teachers embed disciplinary literacy strategies into all areas of curriculum and instruction, making it clear to students how an expert reader of a particular discipline reads and makes meaning of text. Incorporating disciplinary literacy strategies with the gradual release of responsibility model requires extensive teacher modeling, leading to independent student mastery.

Teachers plan for differentiation and include differentiation strategies in all lesson and unit plans. Based upon student need, differentiation strategies employed in Excel Center classrooms may include using vertical text sets, student choice, heterogeneous and homogeneous grouping, parallel tasks, and incorporating opportunities for multiple learning modalities. Vertical text sets provide students with opportunities for students to read standards-aligned content at reading levels that match or slightly stretch their reading level. In addition to vertical text sets, students continue to interact with complex disciplinary texts, practicing vocabulary acquisition and improving reading comprehension skills. The gradual release of responsibility instructional strategy described above includes a great deal of cooperative group work, and teachers must select strategic grouping techniques to maximize

¹⁸ Collins, A. (2006). Cognitive apprenticeship. In R.K. Sawyer (Ed.) *The Cambridge handbook of the learning sciences* (pp. 47-59). Cambridge, UK: Cambridge University Press.

¹⁹ U.S. Department of Education, Institute of Education Sciences, National Center for Education Evaluation and Regional Assistance, *What Works Clearinghouse* (2010).

²⁰ Lesmeister, M. B., (2010, February). CTE and literacy: Teaching adults to read with Reading Apprenticeship. *Association of Career and Technical Education, Techniques*. 28-32.

instructional time and to provide for differentiation. For example during a teacher-facilitated small group rotation, teachers select homogeneous grouping to allow for time to work with students of similar abilities, while during student-centered small group work time, heterogeneous grouping allows students to leverage peer expertise. Ensuring that differentiated curriculum and instruction remain aligned to standards, teacher's author parallel tasks, tasks that are aligned to the content of the standard but that utilize a slightly simplified process.

Teachers whose students include English language learners additionally employ the Sheltered Instruction Observational Protocol (SIOP), in which teachers plan explicitly for content adaptations, building background knowledge, creating comprehensible explanations and scaffolded learning experiences, and providing opportunities for review prior to mastery assessments.

Student Performance Standards

Responses to the following items regarding the proposed school's student performance standards must address the TEKS as well as any applicable industry certification standards.

1. If you plan to adopt or develop additional academic standards beyond the TEKS, explain the types of standards (industry certification). Describe the adoption or development process that has taken place or will take place. Describe if the additional standards will be part of the graduation requirements or an addition to such requirements.
2. Explain the policies and standards for promoting students from one grade to the next. If mid-year opportunities for grade advancement will be available, explain and provide the rationale for this option. Discuss how and when promotion and graduation criteria will be communicated to students.
3. Provide, in Attachment E, the school's graduation requirements, certification requirements, and promotion criteria for students to the next grade. The graduation requirements and certification requirements should clearly set forth what students in the last grade served will know and be able to do, if in addition to TEKS.

LABEL YOUR RESPONSE, STUDENT PERFORMANCE STANDARDS AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

STUDENT PERFORMANCE STANDARDS

Excel Center courses align to TEKS, and students earning industry certifications do so within TEKS-aligned CTE courses. Courses leading to industry certification also align to standards set by the regulatory entity of the particular industry; examples include Texas Department of State Health Services – Emergency Medical Technician certification, Texas State Board of Pharmacy – Pharmacy Technician certification, and Cisco Systems, Inc. – Cisco Certified Network Associate certification. Dual credit coursework aligns with TEKS and Austin Community College requirements, leading students to obtain high school credit and transcribed college credits simultaneously.

Students enrolling in The Excel Center enter a grade based upon the high school credits earned and placement test results. Graduation depends upon credits earned, not the grade level placement. Students typically move from one grade level to the next based upon their English I, II, and III completion, and grade level advancement necessarily occurs during any term

of the school year. Five 8-week terms comprise the school year, and students earn multiple credits during each term; therefore, grade advancement must occur within the school year.

The Excel Center employs life coaches and college career readiness coaches, and students meet with coaches throughout each term. Prior to the start of the first term in which they enroll, students meet with their coaches to discuss their plan of study, their course schedule and the specific requirements for their graduation. Throughout each term, coaches assist students with monitoring grade point averages, credits earned, and credits needed. In addition to progress monitoring with coaches, students have an account in the school's student information system and can login to review their course progress, plan of study and test scores. Attachment E provides The Excel Center's graduation and certification requirements.

High School Graduation Requirements

The adult education charter school will be expected to meet the requirements of the adult high school diploma and industry certification by meeting the applicable criteria of the Foundation High School Program as outlined in Texas Education Code (TEC) §28.025.

1. Establish specific, objective standards for receiving a high school diploma.
2. Describe how the school will meet Texas graduation requirements. Explain how students will earn credit hours, how grade-point averages will be calculated, and what elective courses will be offered. If graduation requirements for the school will exceed state standards, explain the additional requirements.
3. Explain how the graduation requirements will ensure student readiness for college or other postsecondary opportunities (trade school, military service, or entering the workforce).
4. Explain what systems and structures the school will implement for students at risk of not meeting the proposed graduation requirements.

LABEL YOUR RESPONSE, HIGH SCHOOL GRADUATION REQUIRMENTS AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

HIGH SCHOOL GRADUATION REQUIREMENTS

Attachment E outlines the graduation requirements for students attending The Excel Center. Students must meet all criteria of the Foundation High School Program as required by Texas Education Code (TEC) §28.025.

Students must pass a minimum of 22 credits of coursework and pass the five STAAR End of Course Assessments outlined in Attachment E. Students will be encouraged to complete an Endorsement diploma earning 26 credits.

Students must earn at least 60% in a class to pass the course with a grade of D-. Course grades are calculated using the following weighted grading system: 20% Final Exam; 10% Midterm Exam; 50% Other Assessments (Tests, Quizzes, and Performance Tasks); and 20% Skill Practice (In-class and Homework Assignments).

Student grade point average (GPA) is calculated on a 4-point scale, with dual credit college courses receiving an additional weight of 1.0. Courses leading to an industry recognized certification qualify for the weight only if they are dual credit courses. GPA is calculated at the end of each term and is averaged across terms to calculate GPA at graduation. Most students who enroll in The Excel Center have earned high school credits and thus have a GPA on their transcript. The Excel Center uses previously earned grades and credits in its GPA calculations.

Non-credit bearing courses such as Math Lab and Developmental Reading earn no credits and thus do not count toward a student's GPA.

Grade Point Average (GPA) Calculation Procedure

Numerical Course Grade (%)	Letter Grade	Grade Points	Dual Credit Grade Points
94-100	A	4.0000	5.0000
90-93	A-	3.6667	4.6667
87-89	B+	3.3333	4.3333
84-86	B	3.0000	4.0000
80-83	B-	2.6667	3.6667
77-79	C+	2.3333	3.3333
74-76	C	2.0000	3.0000
70-73	C-	1.6667	2.6667
67-69	D+	1.3333	2.3333
64-66	D	1.0000	2.0000
60-63	D-	0.6667	1.6667
Below 60	NC (no credit)	No grade points	

Calculation:

GPA Per Course = Number of Credits Earned in the Course x GPA (from table) + 1 (For Dual Credit Course)

Term GPA = Sum of all Per Course GPAs / Number of Credits Earned in the Term

Sample Calculation of GPA:

Courses Completed This Term	Number of Credits Earned	Course Grade	GPA for Course
American Sign Lang. I	1.0	B+	1 x 3.3333 = 3.3333
Government & Economics	1.0	A-	1 x 3.6667 = 3.6667

English III Dual Credit	1.0	B-	$1 \times 3.6667 = 3.6667$
GPA Sum			10.6667
GPA FOR TERM			$10.6667 / 3 \text{ credits} = 3.5556$

Students earn credit hours through demonstrating mastery of the standards to which the course aligns. The Excel Center maintains standards-aligned final exams for teachers to administer at the end of each term.

Excel Center students all must enroll in a TEKS-aligned course Career Preparation I, to which .5 English credits are awarded, as the curriculum adds technical writing and research requirements to the course. Student must select their other elective coursework through one of four career cluster pathways: Health Sciences; Information Technology; and Manufacturing. The Excel Center plans to increase the number of career pathway options for students in subsequent years of operation, according to local industry employment needs.

Aligning all coursework with Texas College and Career Readiness Standards, in addition to TEKS content standards, ensures that students passing these courses and end of course assessments will be ready for college and careers. All CTE coursework aligns with TEKS and/or industry standards, and students must pass assessments to demonstrate mastery of these expectations, and Excel Center curriculum and instruction undergoes continuous analysis and revision to meet changing post-secondary expectations.

Teachers collect student performance data in the form of classroom assignments and benchmark assessments, and teachers, coaches, and the Head of School hold weekly data meetings to analyze student data and instructional strategies. Teachers and coaches extend the professional learning community to include regular communication with students regarding their levels of mastery of particular skills, set goals, and monitor progress.

Students place into coursework based on the diagnostic assessments they take upon enrollment. Students needing remediation find greater success when placed into remedial reading and/or math coursework during their first term and immediately begin tracking their own progress. Students move through the course sequence when ready based on their reading level (Lexile score), passing prerequisite courses, and passing end of course assessments. While some students may not meet the graduation requirements in the timeframe planned for them, The Excel Center offers individualized intensive remediation in the form of tutoring sessions before, during and after school.

Supplemental Programming

1. Describe the programs or strategies to address student mental, emotional, and social development and health.
2. If applicable, describe any other student-focused activities and programs that are integral to the educational and student-development plans.

LABEL YOUR RESPONSE, SUPPLEMENTAL PROGRAMMING AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

SUPPLEMENTAL PROGRAMMING

Adults returning to school face a number of challenges that take place outside of the classroom. The 2006 Gates Foundation report, "The Silent Epidemic," indicates that only 35% of high school dropouts said their classroom performance was the primary reason they dropped out. Most students left school for other than academic reasons—in particular, life circumstances such as needing to work, pregnancy and parenting, or caring for other family members.

The Excel Center provides targeted supports for students to ensure that factors outside the classroom do not impede educational progress. Life coaching, transportation assistance, and onsite child care will remove obstacles that can keep students from attending class. In addition, The Excel Center provides training and support to ensure that students are developing personal skills that will keep them engaged in school, employed in their future positions, and resilient.

Life Coaches promote continued student engagement, meeting individually with students to assist them in learning how to overcome personal barriers to educational progress. The Excel Center coaches are responsible for keeping students engaged and motivated in the school. The relationship that coaches create with each student is a critical factor in student success, as that relationship will provide security, confidence and encouragement for students to continue when the schoolwork becomes difficult and life barriers become difficult to manage. Coaches will work with students to identify potential barriers to students' continued education, whether through short-term barriers (such as housing and child care) or long-term challenges (including student self-efficacy and self-confidence).

With The Excel Center's accelerated pace of instruction, a student who does not attend classes regularly will fall behind and will find it extremely difficult to catch up. Coaches aggressively find solutions to student challenges in order to allow them to show up each and every day. If a student misses a class, the coach will call the student the same day to determine why he/she was not at school. A life coach will help each student develop problem-solving skills to overcome life challenges, instilling the confidence they need to succeed in educational environments and motivating them to take proactive steps to overcome life and work barriers. The life coach will work closely with college and career counselors to facilitate access to internships and postsecondary education.

Although there are a wide variety of obstacles that may impede a student's progress, the two most significant barriers to student attendance are a lack of transportation and child

care options. The Excel Center provides targeted resources to meet both of those needs. The Excel Center will provide transportation assistance to students who cannot drive themselves to school every day. The school will distribute bus passes to students who remain in good academic standing, giving the students the ability to get around town, to work, and to class. Some Excel Center students will have to take care of their children while also trying to continue their education. To help students continue their education, The Excel Center operates a child drop-in center. This center allows for children of students to be cared for while his/her parent is involved at the school. The primary focus of the drop-in center is to give students who are parents the opportunity to focus on their education knowing that their children are in a safe and secure environment. Due to licensing requirements, parents will be able to drop off their children for a maximum of four hours each day. In addition, parents will provide all necessary care materials (including diapers, wipes, or formula) for their children, and the drop-in center will not provide any meals for participating children.

Some parents will need more robust child development opportunities for their children beyond the scope of what The Excel Center can provide. Parents are encouraged to find other childcare options that are able to care for children for longer periods of time. A student with this challenge will present these issues to his/her coach, and the coach will work with community partners and other infrastructure in order to meet that need for his/her students.

Soft Skills Instruction and AYD: In addition to its core academic content, The Excel Center also devotes considerable time developing soft skills and motivation within. The Excel Center will use the scope and sequence used by the Academic Youth Development initiative to ensure that Excel Center students are making progress on their goals. Developed by the University of Texas Charles A. Dana Center, *Academic Youth Development* (AYD) is a research-based program that enhances student learning and engagement, reshapes students' academic identities and improves academic achievement. Although it was initially created for youth in grades 8-10, AYD has been shown to be effective among adult populations as well. By implementing AYD, The Excel Center anticipates significant gains in mathematics achievement, especially among low-income and minority students. Elements of the AYD curriculum will be enacted throughout The Excel Center's academic year, beginning during the iExcel new student orientation, with standards included throughout the curriculum, most prominently in freshman-level courses.

As students prepare for their graduation, a college and career counselor works with each student to identify possible avenues for career development in industry sectors that offer good growth potential. College and career counselors will design career pathway programs targeting industry driven programs and provide one-on-one support to students throughout the college preparation/application process. Additionally, counselors will work with students to expose them to possible career pathways through training sessions, field trips and by monitoring student progress. In addition, the school will prepare students to learn the general skills necessary to become successful in 21st-century workplaces. The Partnership for 21st Century Skills developed a framework that identified many of the critical competencies and skills essential to students preparing to enter the workforce in the 21st century. These skills include a strong mastery of core subjects and knowledge of 21st century issues; life and career skills; learning and innovation skills; and information, media and technology skills.

Twenty-first century skills are integrated into the school's curriculum in order to prepare students to become workplace-ready. Students will build on themes and case studies applied in workplace contexts, encouraging students to develop and demonstrate skills that will be valuable in workplace environments. Opportunities for students to demonstrate these skills are woven into core content and school progress. The school's emphasis on these skills will enable each student to understand how mastery of the core curriculum can be used as a means to develop skills that will be important in his or her career.

The Excel Center will focus on specific industry sectors where students have strong employment prospects. Achieve Texas has outlined six targeted industry clusters that will continue to serve as the backbone of Texas' continued economic growth:

- Science, Technology, Engineering, and Mathematics
- Law, Public Safety, Corrections & Security
- Health Science
- Information Technology
- Agriculture, Food and Natural Resources

Based on the economic environment in the Austin area, The Excel Center will prioritize careers in these industries, with a priority on health science, information technology, and short-term trainings that help students gain industry-recognized credentials and certifications. Goodwill has experience providing workforce development solutions in high-demand fields. In collaboration with Austin Community College (ACC) and Workforce Solutions – Capital Area, in June 2012, Goodwill launched the Goodwill Career Academy. The Goodwill Career Academy allows Goodwill to work with clients to obtain meaningful occupational certificates in demand industries thereby significantly increasing their earning potential. Certificates Goodwill currently offers are Administrative Assistant, HVAC, PC Tech, Machine Operator, and Certified Nursing Assistant. Goodwill is well known for helping to place people in jobs and providing other supports for people with challenges to finding employment within their local communities. By tapping into the educational expertise of the local community college and workforce board, Goodwill can effectively serve the needs of workers with financial challenges by providing them access to educational opportunities and industry-recognized certifications leading to higher paying and sustainable careers. It is anticipated that many graduates of The Excel Center will also complete trainings through the Goodwill Career Academy (GCA).

The GCA facilitates transformative change for students and strengthens the Central Texas workforce. Goodwill aggressively pursues hiring relationships with local employers that could benefit GCA graduates; employer partners of this initiative include St. David's Healthcare, Athena Manufacturing, ARS, NexxLinx, and Flametech.

Prior to receiving their high school diploma, each student in The Excel Center must complete a graduation portfolio. The Excel Center Graduation Portfolio verifies and ensures that students who graduate from The Excel Center have the necessary tools to be successful at their next stage in life, adequately equipping them for what comes next in their educational/professional future. Students, upon graduating The Excel Center, will continue to face life obstacles which can prevent them from having academic or professional success. In having the student complete a graduation portfolio we will ensure that students have access to

the necessary documents, forms, and information which can provide relief from the obstacles they will encounter.

The graduation portfolio has three primary components:

- 1) Information needed by all graduates, regardless of their future plans
- 2) Information needed by Career focused graduates
- 3) Information needed by College focused graduates

The graduation portfolio will be assessed at three separate times. Coaches will evaluate part of the Graduation Portfolio prior to student transitioning to the College and Career Counselors. Each Excel Center location will then be responsible for creating a process by which to assess graduation portfolios within the confines of their site. After this review, copies of all graduation portfolios will be sent to a Graduation Portfolio Committee. The committee will assess the portfolio's using the Graduation Portfolio Rubric.

Complete graduation portfolios require students to have tangible examples of the skills and resources they will need during the next stage of their careers. This includes:

- Resume
- Completed sample job application
- Cover letter and/or a personal statement
- Appropriate email address, voicemail message, and text signature
- Professional email, text signature, and voicemail greetings
- Letters of Reference

NOTE: Public Schools may not charge "blanket" activity fees. See TEC §11.158 for information on fee restrictions.

Special Populations and At-Risk Students

Schools are responsible for hiring teachers certified to serve students with special education, bilingual education (BE) and English as a Second Language (ESL) needs pursuant to law.

1. Describe the overall plan to serve students with special needs, including but not limited to students with Individualized Education Programs (IEPs) or Section 504 plans; students receiving BE or ESL services; students identified as Gifted and Talented (GT); and students at risk of academic failure or dropping out. Identify the special populations and at-risk groups that the school expects to serve, including an explanation of how those projections were developed (e.g. through data related to a specifically targeted school or neighborhood or more generalized analysis of the population to be served). Discuss how the course scope and sequence, daily schedule, staffing plans, and support strategies and resources will meet or be adjusted for the diverse needs of students.
2. Explain more specifically how you will identify and meet the learning needs of students with mild, moderate, and severe disabilities in the least restrictive environment possible. Specify the programs, strategies, and supports you will provide, including the following:
 - a. Methods for identifying students with special education needs (and avoiding misidentification);
 - b. Specific instructional programs, practices, and strategies the school will employ to provide a continuum of services; ensure students' access to the general education curriculum; and ensure academic success for students with special education needs;

- c. Plans for monitoring and evaluating the progress and success of special education students with mild, moderate, and severe needs to ensure the attainment of each student's goals as set forth in the IEP;
 - d. Plans for promoting graduation for students with special education needs (high schools only); and
 - e. Plans to have qualified staffing adequate for the anticipated special needs population.
3. Explain how the school will meet the needs of students requiring BE or ESL services, including the following:
- a. Methods for identifying these students (and avoiding misidentification);
 - b. Specific BE/ESL instructional programs, practices, and strategies the school will employ to ensure academic success and equitable access to the core academic program for these students;
 - c. Plans for monitoring and evaluating the progress and success of these students, including exiting students from BE/ESL services; and
 - d. Means for providing qualified staffing for these students.
4. Explain how the school will identify and meet the learning needs of students who are performing below grade level and monitor their progress. Specify the programs, strategies, and supports the school will provide for these students.

NOTE: 19 Texas Administrative Code (TAC) Chapter 89, Adaptations for Special Populations, Subchapter BB, Commissioner's Rules Concerning the State Plan for Educating English Language Learners (ELLs) states that all school districts that are required to provide bilingual education and/or English as a second language (ESL) programs establish and operate a Language Proficiency Assessment Committee (LPAC).

LABEL YOUR RESPONSE, SPECIAL POPULATIONS AND AT-RISK STUDENTS AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

SPECIAL POPULATIONS AND AT-RISK STUDENTS

The Excel Center employs an inclusive philosophy that recognizes the value diversity brings to the educational experience. The school will utilize multiple strategies to address the unique, diverse needs of students of all populations.

Goodwill has a long history of serving populations at-risk of not completing their education and unable to secure sustainable employment. The student body of The Excel Center will mirror the client base that Goodwill has served in the Austin community for over 50 years. The Excel Center teachers and resource staff will be trained on strategies to identify students with learning disabilities and other challenges. In addition, since many adults struggle with the stigma of a learning disability and will try to hide that information, the identification process will include each student's life coach to provide emotional support. Like all Excel Center students, students in special education will create individualized learning plans to accomplish their learning goals. However, these plans will include more robust analysis of resources to support their learning. Dedicated special education supports will be available until a student ages out of the special education program at 22. At that time, students may be able to receive additional support through the Department of Assistive and Rehabilitative Services. The Excel Center's coursework will be delivered through teacher-led instruction and online digital curriculum as appropriate instructional materials in fixed length courses. Students will have access to technology in order to access this online material. Students will progress through

learning modules that are designed to teach content aligned to Texas Essential Knowledge and Skills (TEKS).

Highly qualified teachers will work in content area teams to review and validate the content of this material and assess students' mastery of coursework. Students will be able to contact staff through email and instant messaging during the school's operating hours, which include day and evening. Additionally, teachers will share contact information with students so that they may be reached after hours as necessary.

The school will use the APEX online learning systems for students to complete remedial, credit recovery and for courses that cannot be scheduled for in-class instruction. APEX provides a mastery-based online curriculum system aligned with TEKS that encourages a deeper knowledge and application of the material.

As students complete material, licensed teachers will review their progress and provide academic feedback on their course work as well as tutoring when needed. Teachers will also use APEX digital resources as part of a blended learning model for in-class instruction in addition to other standards-aligned, research-based instructional resources.

Although The Excel Center will not offer separate programming for Gifted and Talented students, the school will challenge students on an individual level according to their PoS and through the College Readiness Standards integrated throughout the curriculum. Gifted and Talented students may also take advantage of the dual-enrollment courses, Advanced Placement classes, and online coursework offered through postsecondary educational institutions to accelerate their education according to their own abilities.

The Special Education Director will conduct a full array of assessments to identify students needing Special Education services. He/she will play a significant role in the development of the Individual Education Plan on behalf of these students. The Special Education Director will implement research-based intervention programs with students who have been correctly identified as needing Special Education services. The Director along with the Intervention Specialist, if needed will work with content instructors to develop tutoring activities and provide additional tutoring to students needing extra supports.

Through the iExcel orientation students will be asked to complete a profile whereby they will self-disclose any history of receiving Special Education services. Prior school records will be requested and discussed individually with students who have self-identified as having received and needing Special Education services and this information will be used in developing the IEP. With the students' consent, families may also be engaged in the process to assist in identifying specific tools and supports that have been helpful in supporting the student reaching their academic goals. Faculty and staff will also complete training in the identification of special education students, as well as ongoing related professional training.

Students with disabilities will receive the supports they need to achieve the same high standards as students who do not have disabilities. Strategies that may be used include:

- Varied instructional methods in order to provide individualized learning, including the adjustment of learning styles and pacing.
- The use of assistive technology when appropriate; Goodwill has a fully-equipped assistive technology lab onsite that may be accessed by students. Available equipment includes speech recognition software, magnification software, adaptive keyboards and laser head pointers.

- If needed, additional time to master course material, with flexible evening and weekend hours available.
- Tutoring

Plans of study will be monitored throughout the year to gauge each student's progress towards educational goals and ultimately graduation. The student's life coach will attend all ARD meeting, as well as, when appropriate, parents or guardians. Life Coaches will work closely with students with disabilities to prepare for graduation and to help them develop meaningful relationships among their peers. Special education teachers will be certified as required by law; The Excel Center will place an emphasis on the hiring of passionate, creative educators who desire to work with our student population. All teachers will participate in professional development activities on differentiated instruction.

Based upon the clients Goodwill currently serves, The Excel Center anticipates that some students will have a native language other than English. Faculty and staff will connect BE and ESL students with the resources they need to learn and remain engaged in schoolwork. Some on-line content will be available for Spanish speakers, and there will be bilingual staff available to assist LEP students to access the resources of the school. Students with limited English proficiency will benefit from the school's focus on tangible, skills based coursework. In particular, skills-based training in industry-specific certificate programs will assist limited English speakers with vocabulary and terminology needed to work in particular industries. On-line resources are available in Spanish and other languages as well.

For example, in reading, when a student's native language is one other than English, English language acquisition will build on the foundation of the learner's first language. An English language learner is simultaneously learning to speak, read, and master content in English. To address these multiple areas, instruction will proceed on multiple fronts, including focus on phonemic awareness, phonics, decoding, and work attack skills. Concurrently, students will be learning academic vocabulary and comprehension strategies and skills.

The Excel Center will adhere to all state and federal laws and regulations when working with ESL students. The State of Texas provides specific learning expectations for ESL students, English Language Proficiency Standards (ELPS), which The Excel Center will incorporate into its educational philosophy. The Excel Center will also access a Toolkit offered through local Regional Education Service Centers; the Toolkit offers instructional guidelines and strategies for lesson planning designed for ESL students in mind. The Education Service Centers also offer related professional development. Myriad resources will be used to ensure administrators have a thorough knowledge of cutting-edge policies and directives regarding ESL students.

Other Specific BE/ESL instructional programs, practices, and strategies may be incorporated, including, but not limited to:

- School/home partnerships
- Sheltered instruction, including the SIDP model, which teaches academic content and language concurrently.
- Focus on fluency and cultural aspects connected to learning
- Technology-based learning
- Other student-specific interventions
- Faculty use of common cross-disciplinary instructional vocabulary

- Resourceful use of cooperative learning discussions, graphics, and concept maps
- Vocabulary and comprehension strategies, including Reading Apprenticeship, CLOSE reading, pre and post-reading, and summarization.
- Varying the instructional method as appropriate
- Career-related training
- Both formal and informal assessments
- Careful consideration of course sequences
- Ongoing ELL-related professional development

Teachers will monitor student progress throughout the school year based on multiple indicators. The proficiency of incoming ESL students will have been measured by the LAS Links placement test, unless a current TELPAS score is available. Using the TEA LEP decision chart, the educator will determine the best course of action for the needs of the student. The TELPAS assessment will indicate the capabilities provided in the ELPS student expectations and performance will be reported throughout the year in accordance with the ELPS proficiency level descriptors.

There will be bilingual staff available to assist LEP students to access the resources of the school. Goodwill will also contract with outside providers in order to meet the educational needs of any second language students who do not speak Spanish.

The Excel Center allows each student to be engaged at a pace that fits each student best, and, because students are part of establishing their own schedules, students are able to be physically present in the school at times that fit their needs. The Excel Center celebrates milestones that students have achieved. Students also participate in life skills-related programs, many of which are aligned with 21st century skills. The Excel Center coaches are responsible for keeping students engaged and motivated in the school. The relationship that a coach will create with each student is a critical factor in student success, as that relationship will provide security, confidence and encouragement for students to continue when the work becomes too challenging and life barriers become difficult to manage. Coaches will work with students to identify potential barriers to students' continued education, whether through short-term barriers (such as housing and childcare) or long-term challenges (including student self-efficacy and self-confidence). Coaches will meet with each of their students at least biweekly to check in and identify whether there are additional supports needed to keep each student engaged. Teachers and life coaches monitor and meet with students regularly to provide encouragement and keep students' motivation high. The Excel Center's learning environment is intended to meet the needs of mature learners.

Students who enroll in the Excel Center have the freedom to choose morning, afternoon, evening, and online classes. The motivation to increase their education and create better opportunities to get a good job is central to the academic environment and the culture of the school. The Excel Center's individualized approach requires highly motivated students who can develop the initiative to use the school's various resources and instructional methods in the way that best fits their unique needs.

Educational Program Capacity

1. Identify the key members of the school's educational leadership team. Identify *only* individuals who will play a substantial and ongoing role in school development, governance, and/or management, and will thus share responsibility for the school's educational success. These may include current or proposed governing board members, the school leadership/management team, and any essential partners who will play an important ongoing role in the school's development and operation. Describe the team's individual and collective qualifications for implementing the school design successfully, including capacity in areas such as:
 - a. school leadership, administration, and governance; and
 - b. curriculum, instruction, and assessment.

Describe the group's ties to and/or knowledge of the target community.

2. Identify any organizations, agencies, or consultants that are partners in planning and establishing the school, along with a brief description of their current and planned role and any resources they have contributed or plan to contribute to the school's development. *Do not discuss individuals or groups whose contributions are limited to the development of this application, only those who will make substantial, ongoing contributions to the school in the future.*
3. Identify the principal/head of school candidate and explain why this individual is well-qualified to lead the proposed school in achieving its mission. Summarize the proposed leader's academic and organizational leadership record. Provide specific evidence that demonstrates capacity to design, launch, and manage a high-performing charter school. If the proposed leader has never run a school, describe any leadership training programs that s/he has completed or is currently participating in. Discuss the evidence of the leader's ability to effectively serve the anticipated population. Provide, as **Attachment F**, the *Qualifications*, résumé/curriculum vitae, and professional biography for this individual.

-OR-

If no candidate has been identified, provide as **Attachment F** the job description and qualifications for this role, and discuss here the timeline, criteria, and recruiting and selection process for hiring the school leader.

4. Describe the responsibilities and qualifications of the school's superintendent and *leadership/management team* beyond the principal/head of school. If known, identify the individuals who will fill these positions and provide, as **Attachment G**, the *Qualifications*, résumés/curricula vitae, and professional biographies for these individuals.

-OR-

If these positions are not yet filled, instead provide as **Attachment G** the job descriptions and qualifications for each position, and discuss here timeline, criteria, and recruiting and selection process for each.

5. Explain who will work on a full-time or nearly full-time basis following award of a charter to lead development of the school and the plan to compensate these individuals.

LABEL YOUR RESPONSE, EDUCATIONAL PROGRAM CAPACITY AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

EDUCATIONAL PROGRAM CAPACITY

Goodwill has been serving adults with barriers to employment and education in the Austin community for over 50 years. Our staff has specific knowledge and skills in understanding and working with specific populations including individuals lacking education, people living in poverty and those involved in the criminal justice system. As a CARF accredited organization our service delivery model has been commended in our ability to support these individuals on their journeys from chronically unemployed/underemployed to reaching their goals of becoming qualified members of our workforce.

The Excel Center Head of School will have a Doctorate or Master's Degree in Education, Psychology, Counseling or related field and hold a current license in secondary administration. He or she will bring experience in school management and working with education professionals. The Head of School will also hold a teaching certificate in a subject specialty and have extensive experience in curriculum implementation, instruction, and assessment. Goodwill will utilize the assistance of a search committee to recruit appropriate applicants. Emphasis will be placed on the Head of School's passion for serving adult learners and commitment to The Excel Center's mission.

Goodwill created a Head of School Search Committee and has interviewed search firms as we embark on a state-wide search for a highly-qualified individual who will best represent the organization's culture while meeting the needs of our diverse student population.

The Head of School job description is included as Attachment F.

The Excel Center Head of School will report to Goodwill's Senior Vice President of Mission Services, Michael Willard. Mr. Willard has been with Goodwill since 2011 and has over twenty years of management experience in social and educational services for nonprofit organizations. Mr. Willard leads Goodwill's Mission Services division, overseeing more than 110 employees and more than \$7.3 million in diverse funding streams, including GED, adult education, and workforce development career specific training programs. He has initiated collaborative partnerships to expand educational offerings with Austin Community College, Austin Independent School District, Seton Medical Center, and other local educational organizations. Mr. Willard previously served as the Executive Director of Austin Habitat for Humanity and has a Master's degree in Counseling. From his experience in working to improve the lives of adult and youth high school dropouts, ex-offenders, homeless, and persons with disabilities, he knows the struggles of the charter school's target students. From this knowledge he understands the importance of sound adult education practices to expand, improve, and coordinate delivery of education, career training, workforce development, and support services.

Mr. Willard reports to Goodwill's President and CEO, Gerald L. Davis. Mr. Davis joined Goodwill in 1998 and has led the organization on its exponential growth trajectory, to the \$84 million agency it is as of 2014. Mr. Davis has a background in health services management and

a Master's degree in Occupational Therapy. In recent years, Mr. Davis has been awarded the Greenlights Nonprofit Leader of the Year and Ernst & Young Social Entrepreneur of the Year. His community involvement also includes service on the boards of University Federal Credit Union, Workability International, the Austin Community Advancement Network, the Austin Chamber of Commerce, and Goodwill Industries International. Mr. Davis will also serve as Superintendent of The Excel Center.

Resumes for Mr. Willard and Mr. Davis are included as Attachment G.

Goodwill Industries of Central Texas is joining a network of schools created by Goodwill Education Initiatives. Many of the successes of The Excel Center Network will be replicated at The Excel Center in Austin. The Excel Center model was designed by Goodwill Education Initiatives, Inc. (GEI) a 501c3 nonprofit corporation headquartered in Indianapolis, Indiana. GEI is a nonprofit corporation affiliated with Goodwill Industries of Central Indiana, Inc., a nonprofit organization serving 29 counties in Indiana.

The Excel Center Network provides services for schools to improve their operations, but they do not make any managerial or leadership decisions for their partner schools. The network and its staff will make recommendations based on its experience and results, but decision-making, implementation, and accountability will rest on the school and its Board of Directors. These resources will provide targeted supports in the most critical areas of new school development, enabling local leaders to build on a successful starting platform and benefit from the guidance of experienced leadership in The Excel Center model.

Curriculum Maps: Teachers in The Excel Center will be able to access curriculum maps, lesson plans, and other resources via an online portal maintained by GEI and hosted by EdLine, a Blackboard company. Materials and lessons will be shared online, giving teachers a platform to browse curricular resources, lesson plans, unit plans, exams and other teaching aids that have been implemented in other schools that use The Excel Center model. This platform facilitates information and sharing of best practices among teachers across The Excel Center Network.

Professional Development: Assistance will be given to equip staff in all locations to improve classroom instruction and school operations. Structured sessions will include webinars and attendance at an annual conference for staff that operate in The Excel Center model, including instructors, coaches, college and career counselors, and school leaders.

Data Warehouse: GEI operates a data warehouse to facilitate comparison of school performance across all of the schools that use The Excel Center model. Developed by INI Schools for The Excel Center Network, the data warehouse collects high-level data from the various student management systems in use across the country, importing them into an SQL database for easier analysis and comparison between schools. The data warehouse uses a Tableau software interface to present that data in ways to equip school leaders to make data-informed adjustments to the school's performance. The data warehouse provides services at multiple levels: it gives school leaders the opportunity to perform more robust analysis of school data, looking at patterns and relationships built around the key driving indicators of success in The Excel Center model. The warehouse will aggregate performance information from each of the Excel Center schools, allowing school leaders to benchmark with other

locations to identify best practices across Excel Center sites. This data will include raw performance (of the entire school), in addition to performance among student ability levels, demographics, life barriers, and other factors. In addition, teachers can use reports on classes to organize assessment data, grades, retention, and other factors.

Technical assistance in school start-up and performance management: Staff from Goodwill Education Initiatives in Indianapolis will assist network school leaders in developing start-up plans. In addition, Goodwill Education Initiatives staff will educate the Head of School on the essential elements of The Excel Center Model, equipping the school leader with a working knowledge of each element of the school's structure, including the rationale and success factors that make each element work.

All of the services and resources provided will equip leadership of The Excel Center to operate the school as effectively as possible. No Goodwill Board Director, Goodwill Education Board Director, or Officer of the school is affiliated with Goodwill Education Initiatives, Inc. or The Excel Center Network.

Other key partners will include:

- Jill Kolasinski, founder KIPP Austin Schools has been hired by Goodwill as an education consultant and has supported the development of the education plan, facilities design, and enrollment policies and procedures. She will continue to support The Excel Center in the search for a Head of School as well as identifying potential school board members.
- Workforce Solutions Capital Area is our regional workforce development board. Goodwill is the lead, fiscal agent of the Youth Employment Partnership, the Workforce Investment Act (WIA) Youth Services contractor. The Youth Employment Partnership is a collaboration of workforce development and youth services agencies that include LifeWorks, Communities In Schools, and American YouthWorks. Workforce Solutions Capital Area contracts with C2 Global Professional Services to run three One-Stop career centers, one of which is co-located at the Goodwill Resource Center campus. WIA Adult and Youth Services Programs will offer leveraged resources for The Excel Center students that qualify for WIA services. The Workforce Solutions Career Centers will serve as referral sources. Alan Miller, Executive Director has shared his support and agrees that obtaining a high school diploma is critical for these youth to be successful.
- Austin Community College will provide occupational skills courses in multiple trade and technical industries such as A+ training, Network+ Training, Administrative Assistant Office Specialist, Certified Nurse Assistant + Acute Care Skills, Construction/HVAC.

The Senior Vice President of Community Engagement and the Senior Vice President of Mission Services will lead the efforts to hire the Head of School. Immediately upon hire the Head of School will lead the development of the school. Compensation for the Sr. Vice Presidents will be provided by Goodwill. The Head of School salary is budgeted for in the startup budget.

Review of Charter School Application
 The Excel Center
 Educational Program

Overall assessment

APPROVED DURING CONTINGENCY PROCESS

Overall, the applicant provides a fairly strong educational program. Among the application's strengths are the plan for individualized attention for all students and the focus on career preparation and college readiness. There are some areas, however, that require further clarification or revision, particularly regarding the graduation requirements.

Strengths	Weaknesses
<ul style="list-style-type: none"> • small teacher-to-student ratios for all classes • more personalized instruction for students in remedial literacy and mathematics courses (10-to-1 teacher-student ratio) • emphasis on career and technical education (CTE) programs • availability of multiple CTE pathways • access to a life coach and college and career counselor for students • opportunities for students to enroll in dual credit course options • partnership with local institution of higher education (ACC) • access to employment resources for students • emphasis on critical-thinking skills development • emphasis on maintaining and promoting student engagement and motivation • emphasis on developing soft skills • requirement that students develop and complete a graduation portfolio • emphasis on positive and nurturing school culture 	<ul style="list-style-type: none"> • There is no mention of opportunities for credit by examination. This is an option that the applicant may wish to explore. • The requirement that students complete the Foundation High School Program will not apply to all students. (See Area of Concern #1 below.) • It is unclear how the school will ensure that the instruction provided through online coursework will be 100% aligned with the Texas Essential Knowledge and Skills (TEKS). Please provide additional information explaining how this will be accomplished. • The Sample Student Plan of Study does not address all graduation requirements on the Foundation High School Program. • The requirement that a student earn at least 60% to earn credit is not in compliance with state rule. The Texas Administrative Code (TAC) §74.26(c) stipulates that credit may be earned only if a student earns a 70 on a scale of 100 based on the essential knowledge and skills for each course. • The applicant states that 1/2 credit in English will be awarded to students for the locally required Career Preparation course. This course is not approved to satisfy an English credit. Please provide additional information regarding this issue. • It is unclear how the applicant will ensure that students with disabilities will be served in the least restrictive environment possible. Please provide additional details.

RESPONSE TO WEAKNESSES:

1. There is no mention of opportunities for credit by examination. This is an option that the applicant may wish to explore.

RESPONSE:

Per 19 Tex. Admin. Code §74.24, Students who have not received credit in a course but have received instruction in the course may earn credit by examination if the student earns at least a 70% on the examination. Students who have not received instruction in a course but who wish to earn credit by examination must earn at least a 90% on the examination. In order to ensure quality and fidelity to standards, The Excel Center will purchase exams developed by The University of Texas at Austin K-16 Education Center. Free study guides for these assessments are available to all students. Course credits that may be earned through these examinations include:

Business Information Management IA (§130.14)

Business Information Management IB (§130.14)

English IA (§110.31)

English IB (§110.31)

English IIA (§110.32)

English IIB (§110.32)

English IIIA (§110.33)

English IIIB (§110.33)

English IVA (§110.34)

English IVB (§110.34)

Communication Applications (§110.58)

Health I (§115.32)

Foundations of Personal Fitness IA (§116.52)

Algebra IA (§111.32)

Algebra IB (§111.32)

Geometry A (§111.34)

Geometry B (§111.34)

Algebra IIA (§111.33)

Algebra IIB (§111.33)

IPC A (§112.38)

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IPC B (§112.38)

Biology A (§112.34)

Biology B (§112.34)

Chemistry A (§112.35)

Chemistry B (§112.35)

Physics A (§112.39)

Physics B (§112.39)

US History A (§113.41)

US History B (§113.41)

US Government (§113.44)

Economics (§118.4)

2. The requirement that students complete the Foundation High School Program will not apply to all students. (See Area of Concern #1 below.)

RESPONSE:

See response to Area of Concern #1.

3. It is unclear how the school will ensure that the instruction provided through online coursework will be 100% aligned with the Texas Essential Knowledge and Skills (TEKS). Please provide additional information explaining how this will be accomplished.

RESPONSE:

While the majority of all courses are classroom-based and teacher-led, in some instances students need of a credit may utilize an online course environment for credit recovery purposes. Students will complete online coursework in two ways. First, the APEX Learning Digital Curriculum offers courses designed just for Texas students and that are specifically aligned to the Texas Essential Knowledge and Skills (TEKS); this alignment has been studied and confirmed by The Excel Center Office of Academics.

These courses include:

Algebra I STAAR

Geometry STAAR

Algebra II STAAR

Chemistry STAAR

Biology STAAR

Physics STAAR

English I STAAR

English II STAAR

English III STAAR

English IV STAAR

World Geography STAAR

US History STAAR

World History STAAR

In order to ensure that all online courses are 100% aligned with the Texas Essential Knowledge and Skills (TEKS), The Excel Center Office of Academics will review all online course offerings and will align all lessons to TEKS. Lessons that may be part of a course in the APEX Digital Curriculum that do not align with TEKS will be disabled at the administrative level, and students will not be required to complete these lessons. The Excel Center Office of Academics will collaborate with highly qualified licensed teachers on staff to create digital lessons for any TEKS standards not included in an APEX course. These lessons will be delivered via the Learning Management System, Blackboard Learn. While many of the lessons and assessments will be setup for automatic scoring, some will require grading by a certified instructor assigned to the virtual course.

4. The Sample Student Plan of Study does not address all graduation requirements on the Foundation High School Program.

RESPONSE:

Sample Student Plan of Study – Amended

This sample student will graduate with dual credits and two industry-recognized certifications. Course offerings allow students to earn multiple certifications and dual credits while students attend The Excel Center. This sample student earned 26 credits in 9 terms; in fact, most students enter The Excel Center with some high school credits and thus require less time to graduate. This student will graduate having completed the requirements of the Foundation High School Program, simultaneously earning 2 industry-recognized certifications and 12 college credits.

Year 1, Term 1 - (2 credits earned)

READ 180 – 90 min

Math Lab – 90 min

Integrated Physics and Chemistry – 90 Min (1 science credit-IPC)

PE: Foundations of Personal Fitness (.5 PE credit) and Aerobic Activities (.5 PE credit) – 90 min (1 total physical education credit)

Year 1, Term 2 - (2 credits earned)

World Studies A (English I/World History A interdisciplinary course) – 180 min (1 English, .5 social studies credits)

APPROVED DURING CONTINGENCY PROCESS

Intensified Algebra I A – 180 min (.5 math credits)

EOC – English I

Year 1, Term 3 - (2 credits earned)

World Studies B (English II/World History B Interdisciplinary course) – 180 min (1 English, .5 social studies credits)

Intensified Algebra I B – 180 minutes (.5 math credits)

EOC – English II

EOC – Algebra I

Year 1, Term 4 - (2.5 credits earned)

Geometry – 180 minutes (1 math credit)

Biology and Communication Applications – 180 minutes (1 science, .5 English/speech credits)

EOC – Biology

Year 1, Term 5 - (4 credits earned)

US History – 180 minutes (1 social studies credit)

Mathematical Models with Applications – 90 minutes (1 math credit)

Career Preparation I – 90 minutes (2 elective credits)

EOC – US History

Year 2, Term 1 - (3 credits earned)

American Sign Language I – 90 minutes (1 LOTE credit)

Government & Economics – 90 minutes (1 social studies credit: .5 credits for government and .5 credits for economics)

English III Dual Credit (Austin Community College ENGL 1301 & ENGL 2327) – 180 min (1 English credit)

Year 2, Term 2 - (4 credits earned)

American Sign Language II – 90 minutes (1 LOTE credit)

Music Level I – 90 minutes (1 fine arts credit)

Anatomy and Physiology – 90 minutes (1 science credit)

Health Science – 90 minutes (1 elective credit)

Year 2, Term 3 – (5 credits earned)

Medical Coding Certification: Medical Terminology, Practicum in Health Science – 180 minutes (3 elective credits)

Pharmacy Technician Certification – 180 minutes (2 elective credits)

Year 2, Term 4 – (1 credit earned)

English IV Dual Credit (Austin Community College ENGL 1302 & ENGL 2322) – 180 minutes (1 English credit)

5. The requirement that a student earn at least 60% to earn credit is not in compliance with state rule. The Texas Administrative Code (TAC) §74.26(c) stipulates that credit may be earned only if a student earns a 70 on a scale of 100 based on the essential knowledge and skills for each course.

RESPONSE:

Grade Point Average (GPA) Calculation Procedure – Amended Chart

Numerical Course Grade (%)	Letter Grade	Grade Points	Dual Credit Grade Points
94-100	A	4.0000	5.0000
90-93	A-	3.6667	4.6667
87-89	B+	3.3333	4.3333
84-86	B	3.0000	4.0000
80-83	B-	2.6667	3.6667
77-79	C+	2.3333	3.3333
74-76	C	2.0000	3.0000
70-73	C-	1.6667	2.6667
Below 70	NC (no credit)	No grade points	No grade points

APPROVED DURING CONTINGENCY PROCESS

- E. The applicant states that 1/2 credit in English will be awarded to students for the locally required Career Preparation course. This course is not approved to satisfy an English credit. Please provide additional information regarding this issue.

RESPONSE:

This course has been removed. All students will take English IV, and those who qualify based on placement testing will earn dual credit through Austin Community College.

- 7. It is unclear how the applicant will ensure that students with disabilities will be served in the least restrictive environment possible. Please provide additional details.

RESPONSE:

Students eligible for special education services are identified through the record request process and will have Individualized Education Plans (IEPs) that will be implemented per IDEA with fidelity. These IEPs will be implemented with accommodations that support a student accessing their least restrictive environment. A student's least restrictive environment will be based on a student's disability, accommodations, and goals. This may include time in a resource setting or general education setting.

Areas of Concern

- 1. Throughout this application, references are made to the new Foundation High School Program which is scheduled to be implemented for students who enter ninth grade beginning in the 2014-2015 school year. The Foundation High School Program may also be an option for students who began ninth grade between 2011-2012 and 2013-2014. However, for students who entered high school prior to 2011-2012, the Foundation High School Program will not be an option for high school graduation. Students are subject to the graduation requirements that were in place at the time that they entered ninth grade. Those graduation requirements vary significantly depending upon the year the student originally enrolled in ninth grade. At this time, it seems unlikely that a large number of students aged 19-50 would be eligible to graduate under the Foundation High School Program. TEA staff would need additional clarification regarding the educational program to reflect the varied graduation requirements that potential students would have.

RESPONSE:

Please see the amended Attachment E, which contains a matrix of graduation requirements extending back to 1998. The Excel Center will ensure that each student's individualized learning plan is in compliance with the appropriate graduation requirements based on an analysis of the student's transcripts and the date that they were first enrolled as freshmen. The Excel Center Office of Academics is aware that in some cases additional courses will be required, for example Computer Science. Please see the amended Attachment E for additional details.

- 2. Course Options—the graduation requirements in Attachment E contain some course options that are not currently available. Given the note in #1 above, these graduation requirements will need revision/clarification. For students who are eligible to graduate under the Foundation High

School Program, please note the following information regarding courses identified in your proposed graduation requirements.

- Under English language arts, a Career Prep English course is referenced. There is no such course title. Please clarify.
- Please note that in the mathematics course requirements, the courses Algebraic Reasoning and Statistics courses will not be available until the 2015-2016 school year.
- Under languages other than English, please note that the only courses currently approved for computer programming languages are Computer Science I, II, and III.
- Under fine arts, please note that the Music Studies course will not be an option to satisfy the fine arts credit requirement until the course is implemented in 2015-2016.

RESPONSE:

Please see the amended Attachment E. Course options that are not currently available are listed for future planning purposes only. Course offerings are dictated by the graduation requirements that are appropriate for each student based on the year during which they were freshmen in high school per Texas requirement. The locally developed course, Career Prep English has been removed. All students will take English IV, and those who qualify via placement testing may take the course for dual credit through Austin Community College.

APPROVED DURING CONTINGENCY PROCESS



Graduation Requirements

Graduation requirements for each student's 9th grade year are listed on the following pages.

Course and Credit Requirements (22 Credits)		Assessment Requirements
English/Language Arts	5 credit options 1 Credit: English I 1 Credit: English II 1 Credit: English III 1 Credit: English IV .5 Credit: Communication Applications (speech)	Students must pass the following STAAR End of Course Assessments: English I English II Algebra I Biology US History
Mathematics	6 credit options 1 Credit: Algebra I 1 Credit: Geometry 1 Credit: Mathematical Models with Applications; Algebraic Reasoning*; Statistics*; or Algebra II	
Science	5 credit options 1 Credit: Integrated Physics and Chemistry 1 Credit: Biology 1 Credit: Anatomy and Physiology; Chemistry; or CTE cluster course (e.g., Adv. Biotechnology)	
Social Studies	4 credit options 1 Credit: World History Studies 1 Credit: US History Studies Since 1877 .5 Credit: Government .5 Credit: Economics with Emphasis on the Free Enterprise System and Its Benefits	
Languages Other Than English (LOTE)	6 credit options 1 Credit: Spanish I; American Sign Language I; or Computer Science I 1 Credit: Spanish II; American Sign Language II; or Computer Science II	
Physical Education	3 credit options .5 Credit: Foundations of Personal Fitness .5 Credit: Aerobic Activities 1 Credit: Health	
Fine Arts	2 credit options 1 Credit: Music I 1 Credit: Music Studies: Music Appreciation 1-(1)*	
CTE Electives	Many credit options 1 Credit: Career Preparation I 4 Credits: Students select the remaining 4 Credits from their Career Cluster Pathway; preference should go toward courses leading to industry recognized certification	

*These courses will be offered once they are available, beginning in the 2015-2016 school year.

Students will complete the graduation requirements established from the year they entered 9th grade. The Excel Center graduation requirements mirror the requirements for high school graduation outlined in 19 Tex. Admin. Code §74.11 for the Foundation High School Program, and the crosswalk below explains how The Excel Center's course requirements fulfill graduation requirements from students enrolling in high school in 1998 and beyond. Students who enrolled in 9th grade at some high school prior to 1998 will meet also the graduation requirements established for their academic year. Students who never enrolled in 9th grade, or students who are unable to locate an academic transcript at their last high school will be classified as incoming freshman students in the current school year and will fulfill the Foundation High School Program requirements.

Course titles are truncated in the chart below.

APPROVED DURING CONTINGENCY PROCESS

Minimum Diploma Requirements by student's year of entering 9th Grade.

	2015-16 and beyond	2012-13 through 2013-14*	2010-11 through 2011-12*	2007-08 through 2010-2011	2004-05 through 2006-07	2001-02 through 2003-04	1998-99 through 2000-01
Total Credits	22 Credits	22 Credits	22 Credits	22 Credits	22 Credits	22 Credits	22 Credits
English/Language Arts	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV
Mathematics	3 Credits: Alg I, Geometry, Mathematical Models	3 Credits Alg I, Geometry, Mathematical Models	3 Credits Alg I, Geometry, Mathematical Models	3 Credits Alg I, Geometry, Mathematical Models	3 Credits Alg I, Geometry, Mathematical Models	3 Credits Alg I, Geometry, Mathematical Models	3 Credits Alg I (Geometry), Mathematical Models
Science	3 Credits Biology IPC Chemistry	2 Credits Biology IPC	2 Credits Biology IPC	2 Credits Biology IPC	2 Credits Biology IPC	2 Credits Biology IPC	2 Credits Biology IPC
Social Studies & Economics	3 Credits World History US History US Government Economics	3 Credits World History US History since 1877 US Government Economics (in above Credit total)	2.5 Credits World History US History since 1877 US Government Economics (.5 Credit)	2.5 Credits World History US History since 1877 US Government Economics (.5 Credit)	2.5 Credits World History US History since 1877 US Government Economics (.5 Credit)	2.5 Credits World History US History since 1877 US Government Economics (.5 Credit)	2.5 Credits World History US History since 1877 US Government Economics (.5 Credit)
Academic Elective	N/A	1 elective World Geography	1 elective World Geography	1 elective World Geography	1 elective World Geography	1 elective World Geography	1 Credit World Geography
Physical Education & Health	1 Credit Foundations of	1 Credit Foundations of	1 Credit Foundations of	1 Credit Foundations of	1 Credit Foundations of	1.5 Credits Foundations of	1.5 Credits Foundations of

	Personal Fitness Aerobic Activities	Personal Fitness Aerobic Activities	Personal Fitness Aerobic Activities	Personal Fitness Aerobic Activities	Personal Fitness Aerobic Activities	Personal Fitness Aerobic Activities Health (1 Credit)	Personal Fitness Aerobic Activities Health (1 Credit)
Languages Other Than English (LOTE)	2 Credits Spanish I, II or Computer Programming I, II	N/A	N/A	N/A	N/A	N/A	N/A
Speech	N/A	.5 Credit Comm. Apps.	.5 Credit Comm. Apps.	.5 Credit Comm. Apps.	.5 Credit Comm. Apps.	.5 Credit Comm. Apps.	.5 Credit Comm. Apps.
Technology	N/A	N/A	N/A	N/A	N/A	1 Credit Computer Science I	1 Credit Computer Science I
Fine Arts	1 Credit Music I	1 Credit Music I	1 Credit Music I	N/A	N/A	N/A	N/A
CTE Electives	5 Credits	5.5 Credits	6.5 Credits	7.5 Credits	7.5 Credits	5.5 Credits	5.5 Credits

*Note that students who began ninth grade between 2011-2012 and 2013-2014 may also be eligible to graduate under the Foundation High School Program.

APPROVED DURING CONTINGENCY PROCESS

Recommended High School Program offerings

	2015-16 and beyond (Foundation)	2012-13 through 2014-15	2007-08 through 2011-2012	2004-2005 through 2006-2007	2001-2002 through 2003-2004	1998-99 through 2000-2001
Total Credits	22 Credits	26 Credits	26 Credits	24 Credits	24 Credits	24 Credits
English/Language Arts	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV	4 Credits Eng I, II, III, IV
Mathematics	3 Credits: Alg I, Geometry, Mathematical Models	4 Credits Alg I, Alg II, Geometry, Mathematical Models	4 Credits Alg I, Alg II, Geometry, Mathematical Models	3 Credits Alg I, Alg II, Geometry	3 Credits Alg I, Alg II, Geometry	3 Credits Alg I, Alg II, Geometry
Science	3 Credits Biology IPC Chemistry	4 Credits Biology Chemistry Physics Anatomy/Physiology	4 Credits Biology Chemistry Physics Anatomy/Physiology	3 Credits Biology IPC Chemistry	3 Credits Biology IPC Chemistry	3 Credits Biology IPC Chemistry
Social Studies & Economics	3 Credits World History US History US Government Economics	4 Credits World History World Geography US History since 1877 US Government Economics (counted above)	3.5 Credits World History World Geography US History since 1877 US Government Economics (.5 Credit)	3.5 Credits World History World Geography US History since 1877 US Government Economics (.5 Credit)	3.5 Credits World History World Geography US History since 1877 US Government Economics (.5 Credit)	3.5 Credits World History World Geography US History since 1877 US Government Economics (.5 Credit)
Academic Elective	N/A	N/A	N/A	N/A	N/A	N/A
Physical Education & Health	1 Credit Foundations of Personal Fitness Aerobic Activities	1 Credit Foundations of Personal Fitness Aerobic Activities	1 Credit Foundations of Personal Fitness Aerobic Activities	1 Credit Foundations of Personal Fitness Aerobic Activities	1.5 Credits Foundations of Personal Fitness Aerobic Activities Health I (.5 Credit)	1.5 Credits Foundations of Personal Fitness Aerobic Activities Health I (.5 Credit)
Languages Other Than English (LOTE)	2 Credits Spanish I, II or Computer Programming I, II	2 Credits Spanish I, II	2 Credits Spanish I, II	2 Credits Spanish I, II	2 Credits Spanish I, II	2 Credits Spanish I, II
Speech	.5 Credit Comm. Apps.	.5 Credit Comm. Apps.	.5 Credit Comm. Apps.	.5 Credit Comm. Apps.	.5 Credit Comm. Apps.	.5 Credit Comm. Apps.

APPROVED DURING CONTINGENCY PROCESS

Technology	N/A	N/A	N/A	N/A	1 Credit Computer Science I	1 Credit Computer Science I
Fine Arts	1 Credit Music I	1 Credit Music I	1 Credit Music I	1 Credit Music I	1 Credit Music I	1 Credit Music I
CTE Electives	5 Credits	5.5 Credits	5.5 Credits	5.5 Credits	3.5 Credits	3.5 Credits

APPROVED DURING CONTINGENCY PROCESS

Application Response

Section Two - Operations Plan

Note: While this section alone has no page limit restriction, sections one – four when taken as a whole have a maximum of 60 pages allowed for response.

School Calendar and Schedule

1. Discuss the annual academic calendar for the school. Explain how the calendar reflects the needs of the educational program. In Attachment H, provide the school's proposed *Calendar* for the first year of operation, including total number of days/hours of instruction.
2. Describe the structure of the school day and week. Include the number of instructional hours/minutes in a day for foundation subjects. Note the length of the school day, including start and dismissal times. Explain why the school's daily and weekly schedule will be optimal for student learning. Describe how the instructional day will be structured to ensure adequate coverage of all the TEKS. Provide the minimum number of instructional hours/minutes per day and week that the school will devote to academic instruction in each grade. Provide, also in Attachment H, a sample daily and weekly schedule for the school.
3. Note the number of hours dedicated for teacher planning and collaboration, if applicable.

LABEL YOUR RESPONSE, SCHOOL CALENDAR AND SCHEDULE AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

SCHOOL CALENDAR AND SCHEDULE

The 2014-2015 academic calendar for the school is included as Attachment H. For many adult learners, lengthy timeframes needed to progress through an academic program is a major detriment to their lasting success.²¹ The Excel Center's schedule is designed to reinforce educational success by accelerating the pace in which students can earn credits. The school's class schedule operates on 8-week cycles, using extended teaching times of 90 minutes each, with some courses merging periods together for 3 ¼ hour blocks. This structure gives students the ability to earn credits on a faster pace than in a traditional 15-week semester. Throughout the academic year students will complete their coursework or withdraw from the school, and The Excel Center fills that student's place during the next iExcel at the beginning of the next term. After an 8-week cycle is completed, students are then assigned into a new schedule with new coursework. Students are required to attend a minimum of 4 hours each day of classes.

The Excel Center's 2014-15 calendar includes 198 days of instruction. This schedule includes five eight-week sessions. In future years, the school year will begin in July, increasing the number of school days to over 200.

The Excel Center school week includes four days of fixed-time classroom instruction and two days of self-directed student learning. Scheduled fixed-length classes take place Mondays through Thursdays. Fridays are available for teachers and staff to prepare for classes, hold case conferences, staff meetings, and one-on-one tutoring sessions and meetings with students.

²¹ Complete College America (2011). *Time is the Enemy: The surprising truth about why today's college students aren't graduating ... and what needs to change.* Washington DC: Complete College America.

Monday-Thursday, the school schedule has classes from 8:30 am until 8:45pm. This extended schedule allows for adults to attend classes when their schedules allow, fitting coursework in alongside work or family concerns. A variety of activities will take place in the facility throughout each school day, including classes, one-on-one tutoring, self-directed study, and coaching activities. Resource staff will be available to assist students with specific questions related to their coursework. Schedules will be adjusted at the end of each term. Excel Center staff will adjust schedules to meet the students' credit needs and their ability to attend classes for each term. The weekly schedule – including the amount of academic time devoted to core subjects – is included in Attachment H. In addition two sample student schedules are also included in Attachment H to show possible scheduling options for different students.

The Excel Center operates five periods, each consisting of 90 minutes of instruction. Each day of fixed-time instruction provides 450 minutes (7.5 hours) of instructional time available for students. Each week includes 30 hours of fixed-length instruction. Courses are offered in the foundation subjects during each of the five periods, as shown in Attachment H.

On Friday, students participate in self-directed learning. They are able to continue on online credit recovery courses, take TABE examinations, work with a tutor and/or meet with their instructors in one-on-one meetings.

Each day the Resource Area is open from 8:00am until 8:00pm. The Resource Area is monitored by licensed instructors and has the support of unlicensed resource staff, including coaches. Online credit recovery courses are available to students at all times, so students may continue their education during time they have available. Most students will attend credit recovery for specific periods of the day to ensure that they continue making regular progress on online modules. During the resource area's operating hours, teachers, resource staff and tutors will be accessible to students working on-line. A staff rotation will be created to ensure that there is always a staff person on duty, and any questions asked to staff outside of working hours will have a response by an instructor or resource staff person the next morning.

For parents with children, the child drop-in center within the school will be open from 8:00am to 8:00pm. More information on the drop-in center is included in the Supplemental Programming section.

Depending upon course load, teachers spend 4.5-7.5 hours planning per week. While hours are not dedicated specifically for teacher collaboration, teachers will have frequent opportunities for interdisciplinary collaboration on projects and professional development activities. Teachers will also work collaboratively with life coaches to ensure services are provided in the most effective, efficient manner for students.

School Culture

1. Describe the culture of the proposed school and explain how it will promote a positive academic environment and reinforce student intellectual and social development.
2. Explain how you will create and implement this culture for students, teachers, and administrators, starting from the first day of school. Describe the plan for involving students who enter the school mid-year.
3. Explain how the school culture will take account of and serve students with special needs, including students receiving special education services, BE or ESL services, students at risk of academic failure, and gifted and talented students.

4. Describe a typical school day from the perspective of a student in a grade that will be served in your first year of operation.
5. Describe a typical day for a teacher in a grade that will be served in your first year of operation.

LABEL YOUR RESPONSE, SCHOOL CULTURE AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

SCHOOL CULTURE

The following core values are based upon Goodwill's culture and will also serve as guiding values for The Excel Center's focus, philosophy, and structure.

Everyone Matters: We believe in second chances. Each student will be treated as an individual who has the power to reshape his or her own future. The value of every individual and the contribution each student makes to society is recognized and respected.

A Family Strengthening perspective maximizes the potential for positive outcomes. Recognizing that life concerns and responsibilities will have a tremendous impact on whether a student is able to succeed at The Excel Center, services will encompass supports for the entire family.

Integrity: Goodwill has long had a culture of transparency and honesty regarding all aspects of the agency's operations, from finances to determining client need. The Excel Center will base its operations on the highest code of moral and ethical character, striving to have the most significant impact on the lives of the people we serve.

Collaboration: The Excel Center will leverage Goodwill's extensive network of existing collaborations to reduce duplicity of services and ensure easy client access to services. Through the power of collaboration, we will be able tap into the additional expertise, support, and resources of our many partners.

Lifelong Learning is a central tenet of Goodwill, applied to not only clients of the organization, but also its employees. Each employee is expected and supported to set and achieve ambitious, significant personal and professional goals through career development. Likewise, client services focus on career advancement, the identification of work and education-related goals, and strategies to attain those goals in a realistic timeframe.

In addition to its core values, The Excel Center will follow five operational principles:

Prepare students for what comes next after completion of their high school education. The Excel Center is successful when its students are prepared for their next step beyond high school, whether in postsecondary education, entering a career with valuable skills certification, or developing essential job readiness skills. A diploma in and of itself has little value if students do not have the basic skills they need in their next stage of life.

Address the out-of-school barriers that may keep students from making academic progress. Adult students balance schoolwork with life responsibilities, including caring for family members, working and managing personal and family crises. Each of these areas may hinder a student's academic progress or cause the student to leave school. The Excel Center addresses these life challenges proactively and holistically so that students remain engaged in their education while managing these other aspects of their life.

Equip students to progress as quickly as possible to their goals.

Adults struggle to remain in school when it takes a long time to graduate, because the longer it takes, the more life and its responsibilities can impede their success. The Excel Center is structured to allow students to progress as quickly as possible, earning credits in shorter timeframes and receiving consistent reinforcement that they are making progress.

Adjust the school's instructional design for the unique needs of each student.

Every student has a unique path through The Excel Center, as each student requires different levels of remediation, credits, and supports for life barriers and obligations. A pedagogical approach specifically geared for adult learners, a flexible structure and case management/life coach support will further maximize the potential for success. Based on these factors, The Excel Center must build the best pathway for each student's progress, notwithstanding what may be convenient for staff or administration.

Acknowledge that each student bears the primary responsibility for his/her educational success.

Adults in The Excel Center have made a decision to return to school, and the environment of the school is based around that key commitment. Although The Excel Center can provide an array of supports and structures to assist a student to meet his/her educational goals, success ultimately depends on each individual's personal commitment, persistence and dedication.

The culture of The Excel Center will be woven through every interaction and experience among teachers, administrators, students, and the school. Starting from the very first stages of each student's introduction to The Excel Center, he or she will observe these guiding tenets in action and begin to internalize the school's cultural values. (Excel, orientation, and the student handbook will reflect the described values. Students will sign a student agreement incorporating the school's values and principles. Life Coaches and faculty will serve as role models exemplifying school culture. Teachers will be recruited based in part on personal characteristics that render them a good fit for The Excel Center's culture and will engage in activities that support school culture continuously.

Teachers will be equipped with the knowledge and skills they need to become active decision makers, leveraging their expertise for the benefit of students, with the flexibility they need to make the learning experience meaningful for all students. Through this accountability, teachers will be able to tailor learning plans and offer the one-on-one attention, project-based learning that is so critical.

The Excel Center is based upon an inclusive philosophy that recognizes the value diversity brings to the educational experience. The school culture is that of a fully inclusive model with the understanding that all students benefit from a least restrictive environment and a full array of tools and supports that will be made available throughout their academic experience. The Excel Center will provide a variety of instructional methods that fit each individual's learning style and pace. The culture of The Excel Center was developed taking into account relevance to each and every student.

The school is designed to reflect the characteristics of educational environments that benefit all adult learners, including open discussion, self-directed learning, and personal responsibility. The Excel Center will make learning experiences available through a variety of formats, allowing the student to select instructional methods and schedules that best fit his or her learning needs. The Excel Center will be responsive to students' needs. Students at The

Excel Center will attend when their schedules allow either as full-time or part-time students as indicated in their Plans of Study. There is no one set experience of a typical day for a student, as each student's instructional program, community supports, and resources will create a unique educational experience. However, a typical day for a student with young children could look as follows:

- At 8:30 am, a 30-year-old student arrives at The Excel Center. Before going to class, he drops off his two children at The Excel child care drop-in Center, recognizing that he must pick them up before 12:30pm.
- At 8:45 am, he begins his morning class, American Studies, a three-hour class that when completed with a passing grade will award him 1.5 credits.
- When the class ends at 11:45 am, he stops in to see the college counselor to make certain his FAFSA is complete because he is slated to graduate the next term.
- At 12:30 pm, he picks up his children from the child care drop-in center and they eat lunch; the student then takes his children at his mother's house, so he can study for his Pharmacy Technician class that evening.
- At 6:00 pm, the student returns to The Excel Center to attend his Pharmacy Technician course provided in partnership with Austin Community College.

A typical day for a student who is working an evening job could look as follows:

- At 8:30 am, a 21-year-old student arrives at The Excel Center. Before going to class, she checks in with her life coach because she just picked up her paycheck and realizes she will not be able to pay her rent on Friday. Her life coach offers to help her create a budget to help her better plan her expenses and asks her to return over her lunch break.
- At 8:45 am, she begins her morning class, Algebra II, a compacted three-hour class that when completed with a passing grade after the eight-week term, will award her last math credit for her high school diploma.
- When the class ends at 11:45 am, she returns to her life coach's office and learns that he has found her assistance with her rent for this week. Then they begin to talk about her expenses to create a realistic budget while they both eat a quick lunch.
- This student then goes to her afternoon classes, which begin at 12:30 pm. She is taking a 90-minute Economics class followed by 60 minutes in the resource area where she logs into her computer and works on her online English IV class. This is the last English class she needs to meet her English requirements. She is in a hurry to get this class finished, so she can start getting to work an hour earlier.
- At 3:15 pm, she gets on the bus outside the school and heads to work at her part-time job where she will work until 9:00 pm.

Much like students, teachers in the school will have variable school days. A typical day in the life of an instructor is as follows:

- At 7:00am, an English instructor arrives at the resource area and logs on to her email and instant messaging system. She is the assigned staff member who answers questions that student may send digitally. In the early morning, students have few questions, so

she uses her free time to review her upcoming schedule and plan out writing and project prompts for upcoming portfolio assignments.

- At 9:00am, she begins to meet with students for portfolio check-ins. She meets with students to give constructive feedback on their projects and to assign new projects. She meets with six students in the morning before stopping for lunch at noon.
- At 1:00pm, she leads a class on persuasive writing. About five students are in the small seminar class. The teacher leads students in sharing their work and giving and receiving feedback
- From 3:00pm to 4:00pm she reviews lesson plans and prepares for her next day of work. She grades portfolio writing assignments and leaves work at 4:00pm.

Student Discipline

Describe the school's approach to student discipline summarizing the school's proposed Discipline Policy. State whether the school will exclude from admission students with documented histories of any of the types of misconduct listed in TEC §12.111(a)(5)(A). Provide as Attachment 1 the school's proposed Discipline Policy. Together, the narrative description and the proposed policy should address the following:

1. The code of conduct for the school;
2. Practices the school will use to promote good discipline, including both penalties for infractions and incentives for positive behavior;
3. A list and definitions of the offenses for which students in the school must (where non-discretionary) and may (where discretionary) be suspended or expelled, respectively;
4. An explanation of how the school will take into account the rights of students with disabilities in disciplinary actions and proceedings;
5. Procedures for due process when a student is suspended or expelled as a result of a code of conduct violation, including a description of the appeal process that the school will employ for students facing expulsion and a plan for providing services to students who are expelled or out of school for more than ten days; and
6. Explanation of how students will be informed of the discipline policy.

LABEL YOUR RESPONSE, STUDENT DISCIPLINE AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

SCHOOL DISCIPLINE

The school has a strong emphasis on self-discipline and regulating one's own behavior: students must behave as they would in a professional environment. Nevertheless, discipline issues will likely arise at The Excel Center. Unfortunately, methods of discipline found in traditional high schools are not effective with this student population, because students may simply decide to leave school if they do not agree with the school's decisions. In-school and out-of-school suspensions are used sparingly, because many students will simply elect not to return to school.

In an effort to promote positive behavior The Excel Center will utilize 1Excel Bucks. These are monetary coupons students can earn for good behavior as well as other achievements and use to purchase items from the student store. All students will be encouraged to monitor each other's behavior and performance, acting as peer mentors in driving high standards for all.

A student who is unable to operate in a self-directed learning environment will struggle to be successful long-term in The Excel Center, in postsecondary education and in the workforce. As a result, the school takes a zero tolerance policy towards gross violations of student behavior, including fighting, threats of violence, or other significant violations of student behavior. When gross violations of student conduct occur, students will be expelled.

All students will receive a copy of The Excel Center's discipline policy during iExcel, and the policy is included in the school's student handbook. During iExcel staff discuss the discipline policy with students. For many students, behavioral issues are indicative of problems that occur outside of school environments. Therefore, Excel coaches have the particular challenge of identifying potential issues that might affect student conduct. Where possible, the coach will try to connect the student to community resources or other organizations that might be able to ameliorate some of the deeper issues that can result in poor student behavior.

The school's discipline policy and student code of conduct is included in Attachment I.

Leadership Pipeline

Explain how you have developed or plan to establish a pipeline of potential leaders. If known, identify candidates already in the pipeline for future positions.

LABEL YOUR RESPONSE, LEADERSHIP PIPELINE AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

LEADERSHIP PIPELINE

Developing a pipeline of capable leaders is a critical success factor in The Excel Center. The Head of School of The Excel Center will be selected with the assistance of a search firm. This firm has experience in finding capable leaders for a variety of positions. We do not currently have identified candidates in the pipeline for future positions.

The Head of School will be responsible for establishing a culture that encourages the development of leadership skills throughout the organization. Creating a deep talent pool requires giving each staff person in the school an opportunity to develop leadership skills and participate in decision-making in a variety of elements of The Excel Center's operations. Establishing a pool of leaders also depends on effective evaluation practices, reinforcing behaviors and skill development and highlighting areas of growth for each individual in the organization.

In addition to attracting highly qualified leadership from outside of the organization, The Excel Center cultivates leadership and expertise from within. The Excel Center realizes that there are multiple forms of school leadership, and school administrators facilitate the growth of teachers as leaders. Teachers with strong instructional skills who possess leadership capabilities but who wish to remain classroom teachers rather than become administrators may be selected to become lead teachers, maintaining a partial course load but also mentor teachers and lead professional development. Bonus pay tied to teacher evaluation scores and student achievement results as well as a differential pay scale for lead teachers motivates the teaching staff to commit to continued employment at The Excel Center. In addition, we will encourage select high potential teachers to take part in formal internal and external leadership programs.

The school's 8-week term schedule will require teachers to develop teaching methods that engage adults and allow them to move quickly through coursework; to be successful,

teachers must be creative and inventive about how to encourage students' mastery of curriculum. The Excel Center will develop a fast-paced culture where staff will be asked to be aggressive in addressing challenges, thinking creatively to overcome student barriers, and respond with flexibility based on the specific academic and out-of-class needs of its student body. In this environment, teachers and support staff who take initiative to solve problems will have ample opportunities to pilot new ideas, respond to unique student challenges, and suggest ways of improving The Excel Center's results.

The Excel Center's hiring process will select candidates who have the potential to develop leadership and administrative skills. In addition, The Excel Center's Lead Teacher positions will provide teachers with opportunities to develop administrative skills and learn how to operate an Excel Center, taking on a number of targeted leadership positions while they also hold significant teaching responsibilities. Lead Teachers are selected for their potential to be future heads of school.

The experiences of The Excel Center Network will be extremely useful in building a pipeline of capable future leaders. The Excel Centers in Indiana have grown rapidly, adding eight new locations in three years, developing teachers and coaches into effective Lead Teachers and site directors as they have grown. In order to equip these leaders with the tools they need to be successful, these Excel Centers have invested in infrastructure to support leaders with effective information, business processes, and data services. The Excel Center Network has implemented a Learning Management System that allows teachers to post course materials online, host and distribute curriculum and lesson plans across locations, and provide a system for students to progress through coursework, quizzes and other assessments. This Excel data warehouse will help equip leaders and teachers with interim assessment data, facilitating analysis of student-, classroom- and school-level indicators, including easy comparison between The Excel Center locations.

In addition, The Excel Center staff will be able to attend a conference that will provide a selection of opportunities to discuss best practices among teachers, coaches, special education staff, career pathways and college transition specialists, school leaders and policymakers. Conference presenters share new developments in improving the model and help facilitate peer-to-peer connections with staff who are in different schools, giving staff in Austin the opportunity to explore best practices, make suggestions, and gain the input from leaders in schools across the country.

Organization-Wide Staffing: Please see Attachment J.

The teacher-student ratio will be 1:18. The school's senior administrative team will meet with the rest of the staff on a regular basis (at least once/week school-wide or smaller focused teams). The Head of School is also part of the Goodwill Executive group, which meets on a weekly basis. The senior administrative team will also engage in frequent walk-throughs and classroom observation to ensure students are offered a high-quality, effective educational experience.

Organization-Wide Staffing

1. Provide as Attachment J, a completed table outlining the *Staffing* rollout plan for your adult education campus. The staffing chart and your narrative response should identify the following:
 - a. Year one positions, as well as positions to be added in future years;
 - b. Administrative, instructional, and non-instructional personnel;
 - c. The number of classroom teachers, paraprofessionals, and specialty teachers; and
 - d. Operational and support staff.

Adjust or add functions and titles as needed. Delete rows or tables for grade configurations that do not apply.

Year	Year 1	Year 2	Year 3	Year 4	Year 5
Student enrollment					150
Management Organization Positions					
[specify]					
[specify]					
[specify]					
[specify]					
[specify]					
[specify]					
[specify]					
Total back-office FTEs					
Adult Education Campus Staff					
Principal					
Assistant Principals					
Deans					
Add'l Campus Leadership Position 1 [specify]					
Add'l Campus Leadership Position 2 [specify]					
Add'l Campus Leadership Position 3 [specify]					
Classroom Teachers (Core Subjects)					
Classroom Teachers (Specials)					
Student Support Position 1 (e.g., Social Worker)					
Student Support Position 2 [specify]					
Specialized Campus Staff 1 [specify]					
Specialized Campus Staff 2 [specify]					
Teacher Aides and Assistants					
Campus Operations Support Staff					
Total FTEs at high school campus					
Total organization FTEs					

1. Explain how the relationship between the school's senior administrative team and the rest of the staff will be managed. Note the teacher-student ratio, as well as the ratio of total adults to students for the school.

Staffing Plans, Hiring, Management, and Evaluation

NOTE: PL-107-110 §1119 Teachers in all core academic subjects must be degreed and have demonstrated competency in the subjects in which they will be assigned to teach as required by federal law. Special education teachers, bilingual teachers, and teachers of English as a second language must be certified in the fields in which they are assigned to teach as required in state and/or federal law. Paraprofessionals must be certified as required to meet state and/or federal law.

1. Explain the relationship that will exist between the proposed charter school and its employees, including whether the employees will be at-will and whether the school will use employment contracts. If the school will use contracts, explain the nature and purpose of the contracts. Provide, as Attachment K, any *Personnel Policies* or an *Employee Manual*, if developed.
2. Outline the proposed school's salary ranges and employment benefits for all employees, as well as any incentives or reward structures that may be part of the compensation system. Explain the school's strategy for retaining high-performing teachers.
3. Describe your strategy, plans, and timeline for recruiting and hiring the teaching staff, including the school's plan for hiring "Highly Qualified" staff in accordance with the *Elementary and Secondary Education Act (ESEA)*. Explain other key selection criteria and any special considerations relevant to your school design.
4. Outline the school's procedures for hiring and dismissing school personnel, including conducting criminal background checks.
5. Explain how the school leader will be supported, developed, and evaluated each school year. Provide, in Attachment L any *Leadership Evaluation* tool(s) that you have developed already.
6. Explain how teachers will be supported, developed, and evaluated each school year. Provide, in Attachment M any *Teacher Evaluation* tool(s) that already exist for the school.
7. Explain how the school intends to handle unsatisfactory leadership or teacher performance, as well as leadership/teacher changes and turnover.

LABEL YOUR RESPONSE, STAFFING PLANS, HIRING, MANAGEMENT, AND EVALUATION AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

STAFFING PLANS, HIRING, MANAGEMENT, AND EVALUATION

The Excel Center is committed to attracting, developing, and retaining key personnel to support its mission and vision. We believe our employees are our most valued asset and work together to create trusted relationships throughout the organization that lead to most effectively serving our students. Equally important is the employee wanting to be a member of the team and their performance/organizational need. Employment with The Excel Center is at-will. The Excel Center's Employee Handbook is included as Attachment K.

The Excel Center believes in the approach of "distributed leadership," where leadership is cultivated to ensure that teachers, staff, students' leadership capabilities are developed. The Excel Center recognizes that leadership takes place across the organization and cultivates and rewards leadership, no matter the role of the individual in the organization. Support for colleagues, and the opportunity for playing a role in school leadership, decision-making and evaluation is essential. The school's salary structure builds capacity to place particular teachers

as mentors over other staff positions. The Excel Center implements a differential pay scale based upon the roles of each position in the school. The Excel Center believes that teachers are capable of leading no matter their position in the school, and that taking on leadership responsibilities creates a stronger and more impactful environment.

Position	Salary Range
Head of School	\$69,818 - \$120,000
Office Manager	\$28,000 - \$48,000
Registrar	\$28,000 - \$48,000
Administrative Assistant	\$26,930 - \$37,074
Special Education Director	\$59,000 - \$72,000
Special Education Teacher	\$40,000 - \$52,000
Lead Teacher	\$46,000 - \$55,000
Teacher	\$41,000 - \$50,000
ESL Teacher	\$40,000 - \$54,000
Intervention Specialist	\$38,000 - \$50,000
Drop-in-Center Director	\$35,000 - \$50,000
Drop-in-Center Attendant	\$17,000 - \$24,000
Lead Life Coach	\$35,637 - \$50,000
Life Coach	\$35,000 - \$46,000
Career Counselor	\$35,000 - \$50,000
College Counselor	\$35,000 - \$50,000

The Excel Center includes incentives in order to reward high performing teachers via merit increases. This incentive program aims to reward high-performing teachers by increasing their compensation. Teachers who are identified as "highly effective" during their PDAS evaluation are eligible for a performance-based bonus. In addition, effective and highly effective teachers are eligible for merit-based raises. Ineffective teachers will not be eligible for pay increases.

Additionally, The Excel Center recognizes that pay alone is not the driving factor in teacher retention as noted in a Duke University study. According to the study, "new teachers

are more likely to remain in the profession if they are satisfied with the principal's leadership and school climate. In addition to mentoring programs and salary hikes, principal leadership and school climate must be part of a comprehensive effort to retain well-qualified teachers.¹²

Therefore, The Excel Center will utilize comprehensive peer reviews of the Head of School, uphold an open-door culture, give teachers the flexibility they need to focus on student needs and achievement, and create a collaborative and safe environment. Furthermore, The Excel Center will employ the eight strategies that help boost teacher retention as identified by The New Teacher Project study, "The Irreplaceables: Understanding the Real Retention Crisis in America's Urban Schools." According to the study, "Top teachers who experience two or more of these retention strategies plan to keep teaching at their schools for twice as long."

1. Provide teachers with regular, positive feedback
2. Help teachers identify areas of development
3. Gives teachers critical feedback about performance informally
4. Recognize accomplishments regularly
5. Informs teachers that they are high performing
6. Identify opportunities or paths for teacher leader roles
7. Put teachers in charge of something important
8. Provide teachers with access to additional resources for their classroom

Goodwill and The Excel Center offers a competitive and comprehensive benefits program.

1. Continuing education and leadership development
2. Comprehensive health plan
3. Life, dental and vision plans
4. Short- and long-term disability plans
5. Vacation and sick leave
6. Paid Holidays
7. Employee Assistance Program
8. Tuition reimbursement
9. Pre-tax health spending account, dependent care spending account and premiums
10. Retirement plan with generous match
11. Goodwill store discount – 25%

The Excel Center is committed to hiring highly-qualified teachers. All Excel Center teachers will be degreed, certified, have relevant experience, and the ability to meet students "where they are." He or she employs a student-centered approach, effectively tailoring the service delivery strategies to the individual students' needs, approaching education with creativity and innovation. The teacher must be able to use a variety of teaching styles, including one-on-one instruction, case stories, seminars, self-paced lessons, and computer-based

¹² Principal Leadership, School Climate Critical to Retaining Beginning Teachers (Outside Source), Duke University News (April 12, 2006).

tutorials. The positions will work with the instructional team to meet the educational objectives and adhere to Texas State Standards. Teacher recruitment will be led by the Head of School and will be managed by Goodwill's Organizational Development team, with specialized recruiters utilized as necessary. All local and state resources will be leveraged to attract qualified talent. The team will use a talent acquisition strategies approach that assesses applicants' behaviors, motivations, and technical knowledge necessary to accomplish the objectives of the position.

The Head of School is scheduled to complete all staff hiring and placements 60 days prior to the start of school. The Head of School will interview applicants and make the decision to hire for all positions in the school. The final candidate will need to provide three references and the recruiter will verify references. All applicants must pass a criminal background check and a drug screen. Annual criminal background checks and random drug testing will also be conducted. If an employee fails either their employment will be terminated.

In an effort to maintain a safe and successful climate, The Excel Center will employ a progressive disciplinary action system, which includes a documented verbal warning (counseling statement), a documented written warning, a three-day suspension or demotion and termination of employment.

In order to terminate an employee, the Head of School will place an employee on a suspension pending investigation/termination. In coordination with the Senior Director of Human Resources, the Head of School will conduct an appropriate investigation. The Head of School has the authority to terminate the employee. He/she will notify the employee and the Senior Vice President of Mission Services (SVP-MS).

A job vacancy form must be in order to fill a completed position for an employee whose employment is terminated, quit, received a promotion or transferred. All vacancies must be approved by the Head of School and the SVP-MS).

The evaluation of the Head of School will take place throughout the academic year, with a formal evaluation taking place at the end of the school year. At the end of each eight week term, the Head of School will review their performance on a number of critical indicators, including:

- Student enrollment
- Student attendance and retention
- Credit attainment
 - Number of credits attempted (by subject area)
 - Number of credits earned
 - Percent of credits attempted that are earned
- Number of graduates
- Number of students participating in dual credit or certification training

The Head of School will explain these results for the past eight weeks in each of these indicator areas, including factors that led to their current level of performance. The Head of School will clearly identify the steps they will take to address lagging indicators in order to improve the school's performance. This will be accomplished by comparing campus disaggregated student performance results to state accountability standards and to prior year performance.

The annual evaluation will be conducted by Goodwill's SVP-MS. The Excel Center will use TEA's comprehensive appraisal and professional development system for public school principals. This evaluation will include a rigorous assessment of the Head of School's performance across key standards:

1. **Instructional Leadership:** The Head of School is responsible for ensuring every student receives high-quality instruction.
2. **Human Capital:** The Head of School is responsible for ensuring there are high-quality teachers and staff in every classroom and throughout the school.
3. **Executive Leadership:** The Head of School is responsible for modeling a consistent focus and personal responsibility for improving student outcomes.
4. **School Culture:** The Head of School is responsible for establishing and implementing a shared vision and culture of high expectations for all students.
5. **Strategic Operations:** The Head of School is responsible for implementing systems that align with the school's vision and improve the quality of instruction.

The draft outline of these rules is included as Attachment L. The Goodwill Board and the Goodwill Education Board will perform a comprehensive evaluation, which includes a 360 review, of the SVP-MS, the Head of School and Financial Officer.

Professional development activities will be based on the identified needs of The Excel Center. The Professional Development and Appraisal System (PDAS) will be used as the instrument for appraising our teachers and identifying areas that would benefit from staff development. Cornerstones of the process include a minimum of one 45-minute observation and completion of the Teacher Self-Report form. PDAS includes 51 criteria within eight domains reflecting the Proficiencies for Learner-Centered Instruction revised in 2005. The domains are:

- Active, Successful Student Participation in the Learning Process
- Learner-centered Instruction
- Evaluation and feedback on Student Progress
- Management of Student Discipline, Instructional Strategies, Time/Materials
- Professional Communication
- Professional Development
- Compliance with Policies, Operating Procedures and Requirements
- Improvement of All Students' Academic Performance

All teachers will receive an orientation and in-depth training on the best practices that exist in the domains. Additionally, staff members are invited to request specific training on any topics for which a deeper knowledge is desired. Through the use of Professional Learning Committees (PLCs), job-embedded professional development will take place as Lead Teachers and the Head of School will coach teachers based on the classroom observation and frequent walk-throughs that will be part of the PDAS implementation at The Excel Center. The success of the professional development will be evaluated based on:

- Increase in student achievement and other success indicators
- Observable changes in teacher and/or student behavior observed in walk-throughs or peer visits.

- Inclusion of specific activities from professional development courses observed in walkthroughs or peer visits.
- Lesson plans and assessments created by the teachers which reflect implementation of professional learning.

The results of the evaluation will drive the development of a school-wide professional development program in addition to specific recommendations and plans for each individual teachers. This system allows the staff and board to make decisions regarding the overall quality and needs of the academic program for the next school year. The rubric used for PDAS evaluation is included as Attachment M.

In the event that leadership or teacher performance is unsatisfactory, a number of targeted interventions would take place to improve performance. If the Head of School produces poor results, he or she will be placed on an improvement plan that outlines the timeline and required actions to improve results in order to continue employment. If there is no improvement, then the Head of School will be removed and a new Head of School will be hired. Similarly, poor teacher performance (as demonstrated on PDAS evaluations) will also require placement on an improvement plan. If the teacher is unable to raise performance to satisfactory levels, he/she will be terminated and a new teacher will be hired.

In the case of leadership/teacher changes and turnover, the Board will seek additional resources to assist the Head of School via targeted improvement plans. Lead Teachers and Lead Coaches will bear additional administrative and teaching responsibilities to continue regular school operations until all of the school positions are filled. Goodwill will assist in hiring new staff to replace those who have left.

Professional Development

Describe the school's professional development expectations and opportunities, including the following:

1. Identify the person or position responsible for professional development.
2. Discuss the core components of professional development and how these components will support effective implementation of the educational program. Discuss the extent to which professional development will be conducted internally or externally and will be individualized or uniform.
3. Provide a schedule and explanation of professional development that will take place prior to school opening. Explain what will be covered during this induction period and how teachers will be prepared to deliver any unique or particularly challenging aspects of the curriculum and instructional methods.
4. Describe the expected number of days/hours for professional development throughout the school year, and explain how the school's calendar, daily schedule, and staffing structure accommodate this plan. Include time scheduled for common planning or collaboration and how such time will typically be used.

LABEL YOUR RESPONSE, PROFESSIONAL DEVELOPMENT AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

PROFESSIONAL DEVELOPMENT

The Head of School is responsible for the implementation of the professional development plan and facilitates the professional learning process. He/she will develop materials and resources based on school needs as determined by teacher evaluation and

student achievement results. Lead teacher(s) at the school assist the Head of School in facilitating and modeling professional learning experiences and providing feedback as teachers implement novel practices.

The Excel Center incorporates scientifically-based, research-proven strategies and best practices into all components of professional development, the goal of which is continuous improvement of teaching and learning and increasing student achievement. During year 1, uniform, internal professional development focuses on teachers learning to implement the core instructional strategies essential for meeting the needs of adult high school students. In subsequent years, teacher evaluation results combined with student achievement data will drive the professional development scope and sequence, leading to a professional development plan that includes opportunities for school-wide and individualized professional learning. Essential topics of the Excel Center professional learning plan include: differentiated instruction, the gradual release of responsibility instructional model, secondary disciplinary literacy, data analysis, and sheltered instruction observation protocol (SIOP) for English learners. As discussed earlier in this Educational Plan, students enter the Excel Center with diverse needs, including their educational background, language minority status, cognitive ability, age, confidence, and motivation. Student success in the educational program requires teachers to plan daily for differentiation in the classroom, meeting student needs while delivering high-quality, standards-based instruction. Scientifically based research supports the teacher modeling and metacognitive conversations that are central to both the gradual release of responsibility model and Reading Apprenticeship secondary literacy program, and the Excel Center develops all coursework upon these frameworks. Meeting the needs of English language learners requires additional training beyond classroom differentiated instruction, and teachers receive training in the sheltered instruction observation protocol, increasing student confidence and language acquisition while learning essential content. All Excel Center teachers participate in weekly data analysis meetings and learn data analysis techniques during these weekly meetings; curriculum analysis and horizontal and vertical articulation of curriculum and assessments occurs throughout the school year as part of data analysis work.

The Excel Center teachers attend twenty days of professional development in summer of each year prior to the start of Term 1. In year 1, all teachers experience uniform professional learning, although in subsequent years, five of the twenty days are designed as a new teacher induction program, The Excel Center New Teacher Academy. During summer professional development, teachers work with coaches and experienced instructors of adult high school students to learn about the unique social, cognitive, personal dimensions of the students. Teachers learn about and model using the gradual release of responsibility instructional strategy, and they become deeply familiar with their curricula, as the 8-week terms demand that teachers understand the curricular demands as well as best practices for content delivery. During the first ten days teachers learn how to use the student information system and learning management system, school policies, and student behavior expectations. The intensive ten days of professional learning prepare all teachers and staff for a highly productive first term, with teachers able to implement curriculum using best practice instructional strategies. All professional learning experiences are participant-centered and provide time for interaction, questions, and the development of strategies and materials that may be immediately implemented in the classroom.

Professional Development Schedule – First 20 Days Prior to School Opening

July 21, 2014 Day 1	New teacher orientation Employee policies Characteristics and needs of adult high school students Learning reflection
July 22, 2014 Day 2	Learning management system Access and review curriculum, unit plans, daily plans, and assessments Behavior policy Student goal setting Learning reflection
July 23, 2014 Day 3	Differentiated instruction: Parallel tasks Gradual release of responsibility model (GRR) Learning reflection
July 24, 2014 Day 4	Differentiated instruction: Vertical text sets Formative assessments and data gathering Analyze student placement data Learning reflection
July 25, 2014 Day 5	Metacognitive framework Personal, social, cognitive, knowledge-building dimensions Modeling and planning Learning reflection
July 28, 2014 Day 6	Student information system Student grading policies Teacher evaluation system Teacher goal setting Learning reflection
July 29, 2014 Day 7	Talking to the text Metacognitive conversation Modeling Learning reflection
July 30, 2014 Day 8	Secondary disciplinary literacy strategies Questioning Inquiry lesson design Learning reflection
July 31, 2014 Day 9	English language learners -- needs and characteristics Sheltered instruction observation protocol (SIOP) Learning reflection
August 1, 2014 Day 10	English language learners – needs and characteristics Sheltered instruction observation protocol (SIOP) Learning reflection
August 4, 2014 Day 11	Grouping Collaborative learning

	Planning Learning reflection
August 5, 2014 Day 12	Assessment design Craft standards-aligned assessments Interpreting student data Learning reflection
August 6, 2014 Day 13	Curriculum mapping: diary mapping Unit planning Daily lesson planning Learning reflection
August 7, 2014 Day 14	Building-level technology introduction Technology integration Unit planning and technology integration Learning reflection
August 8, 2014 Day 15	Grading practices Standards-based grading Excel Center report card practices Grade book setup Learning reflection
August 11, 2014 Day 16	Planning: Collaborate to create/edit unit, weekly and daily plans that incorporate school-wide initiatives (gradual release of responsibility, disciplinary literacy, differentiated instruction, English language learner needs) Learning reflection
August 12, 2014 Day 17	Vocabulary acquisition: context clues Design instructional models that include instruction re: context clues Learning reflection
August 13, 2-14 Day 18	Curriculum mapping: Understanding vertical and horizontal curriculum alignment Deconstructing standards: Understanding student outcomes Identifying and acquiring resources Learning reflection
August 14, 2014 Day 19	Career Pathways and Industry Partners Exploration Coaching: Best Practices and Methodologies Teacher-Coach communication Learning reflection
August 15, 2014 Day 20	Community resources and community outreach Planning: Final unit and weekly plans published Learning reflection

Every school day builds in professional meeting time to the daily schedule. The teacher schedule begins at 8:00 a.m. and ends at 4:30 p.m., with classes beginning at 9:00 a.m. and typically ending at 4:00 p.m., thus providing 90 minutes of non-instructional time. Three days

per week teachers utilize this time for planning and grading, and two days per week teachers, coaches, and the Head of School spend this time in professional learning communities, holding data meetings, goal-setting, analyzing curriculum and instruction, and improving instructional techniques.

Lead teachers and coaches lead the data meetings, and because the lead teacher does not teach a full course load, the lead teacher has the time needed to prepare the data, agendas, and purpose of these meetings to maximize their effectiveness.

The Head of School and lead teacher facilitate the instructional improvement meetings, and prepare focused, data driven, highly effective learning experiences for teachers. The Head of School and lead teacher visit classrooms during the week and provide feedback to teachers as they implement instructional strategies.

In addition to the 180 minutes per week of professional learning time, 7 additional full days of professional development occur throughout the school year. As explained above, during year 1, these 7 days include internal, uniform learning experiences for all teachers and address the following essential topics: differentiated instruction, the gradual release of responsibility instructional model, secondary disciplinary literacy, data analysis, and sheltered instruction observation protocol (SIOP) for English learners.

Performance Management

The TEA will evaluate the performance of every charter school annually according to a set of academic, financial, and organizational/governance performance standards that will be incorporated into the charter agreement.

Applicants may propose to supplement the TEA performance standards with school-specific academic, vocational, or organizational goals.

1. Describe any mission-specific educational goals and targets that the school will have. State goals clearly in terms of the measures or assessments you plan to use.
2. Describe any mission-specific industry certification goals and targets that the school will have. State goals clearly in terms of the measures or assessments you plan to use.
3. Describe any mission-specific organizational goals and targets that the school will have. State goals clearly in terms of the measures or assessments you plan to use.
4. In addition to all mandatory assessments, identify the primary interim assessments the school will use to assess student learning needs and progress throughout the year. Explain how these interim assessments align with the school's curriculum, performance goals, and the TEKS.
5. Explain the plan to measure and evaluate academic progress – of individual students, student cohorts, and the school or campus as a whole – throughout the school year, at the end of each academic year, and for the term of the charter contract. Explain the plan to collect and analyze student academic achievement data, use the data to refine and improve instruction, and report the data to the school community. Identify the person(s), position(s), and/or entities that will be responsible and involved in the collection and analysis of assessment data.
6. Who will be responsible for managing the data, interpreting it for classroom teachers, and leading or coordinating professional development to improve student achievement?
7. Explain the training and support that school leadership and teachers will receive in analyzing, interpreting, and using performance data to improve student learning.
8. Describe the corrective actions the school/campus will take if student academic achievement expectations or goals at the school/campus-wide, classroom, or individual student level are not met.

Explain what would trigger such corrective actions and who would be responsible for implementing them.

LABEL YOUR RESPONSE, PERFORMANCE MANAGEMENT AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

PERFORMANCE MANAGEMENT

The Excel Center's anticipated student population faces both academic and non-academic challenges to be overcome as they continue their education. Students will arrive at a variety of academic levels, and The Excel Center's school-specific goals mirror the particular challenges of this target population with the goal of equipping every student with the skills and credentials to be prepared for the modern workforce upon graduation.

In addition to the school performance metrics to be established by TEA, these specific academic, industry certification, and organizational goals outline the critical indicators that will determine The Excel Center's success.

Mission-Specific Educational Goals/Graduation Rates: The Excel Center will measure the total number of diplomas earned by Excel Center students since the school's opening. There are two methods for evaluating The Excel Center's graduation rate:

- **Graduation rate of all enrolled students:** The traditional method of calculating graduation rates, this metric divides the total number of earned diplomas by the total enrollment throughout the academic year. *The Excel Center anticipates a per-student graduation rate of 25%.*
- **Diplomas granted per the number of available spaces:** The Excel Center pilot will operate at a maximum capacity of 150 students. Throughout the academic year, students will complete their coursework or withdraw from the school, and The Excel Center fills that student's place at the beginning of the next term. Therefore, one measurement of the school's graduation rate will reflect the number of diplomas earned to the number of spaces in use by the adult high school pilot project.

This method of calculating the graduation rate changes the focus from the success of each individual student to whether The Excel Center is generating the maximum possible societal return by generating the most graduates in a given year. The Excel Center has set a goal of a space-based graduation rate of 30%.

Mission-Specific Industry Certification Goals and Targets

The ultimate goal of The Excel Center is to prepare students for careers in the workforce and in continuing education. The indicators below reflect progress toward that goal.

- **ACCUPLACER Pass Rate:** Postsecondary Skill Readiness will be measured by performance on the ACCUPLACER exam. ACCUPLACER is a suite of tests that determines a student's knowledge in math, reading and writing as you prepare to enroll in college-level courses. ACCUPLACER is used by Austin Community College to measure the skill levels of its students, and The Excel Center's results on ACCUPLACER are used to

indicate students' readiness for postsecondary-level content. The Excel Center has a goal that 50% of graduates will pass the ACCUPLACER.

- **Percent of Students College and Career Ready:** The Excel Center will prepare students to achieve their individualized academic and career goals. To aggregate performance across multiple domains, this metric will include the total number of graduates divided by the number of graduates who have accomplished at least one of the following:
 - **Passed a Dual Credit Course:** The total number of graduates who have successfully earned college credit through a dual credit course.
 - **Earned an Industry Certification:** The total number of graduates who have earned at least one industry-recognized certification prior to graduating. The Excel Center will develop mechanisms for ensuring that specific certifications have "quality," in that they lead to realistic employment possibilities for that student.

As defined above, The Excel Center has a goal that 80% of its graduates are college and career ready.

Organizational Goals and Targets

- **Enrollment:** The school must reach maximum enrollment in order to establish a full-fledged academic program. The school's ongoing success will depend on operating at full capacity with a maximum enrollment of 150 students in each academic year.
- **Student Retention:** Students who choose to enroll in The Excel Center will soon recognize that their coursework is just as difficult as it was when they were in high school years ago. As a result, The Excel Center staff must work diligently to keep students motivated and engaged in their coursework, especially in instances where earning a high school diploma is many terms away. Performance analysis of The Excel Centers in Indiana indicate that the best predictor of diploma attainment is consistent attendance at school. The Excel Center will set a goal of 80% of its students being retained (or graduating) from one term to the next.

To become eligible for enrollment at Austin Community College and other post-secondary institutions, The Excel Center students must pass the ACCUPLACER test. Students will be able to take the test as many times as required until they pass the test, and they will elect the time when they are able to take the entrance test. ACCUPLACER is used as an assessment test by Austin Community College to ensure that students are ready for postsecondary-level coursework.

Plan to Measure and Evaluate Academic Progress: The Head of School must conduct regular data reviews to review school and student performance. On an ongoing basis, individual students will be monitored on a number of key indicators, including attendance, credit attainment (including intermediate student grades mid-session), and increases in TABE scores over time. Instructors are responsible for reporting on intermediate metrics and logging them in the student management system. Attendance metrics are gathered daily and reported weekly. TABE scores are recorded by remediation and special education staff. These ongoing

metrics will be used by the Head of School, who will evaluate these metrics as a means of monitoring growth.

These indicators will be used to help instructors re-evaluate the student's lesson plans and suggest alternative learning methods to address subjects or areas of concern. Consistently low scores in certain subject areas within the general student population will lead The Excel Center's staff to re-evaluate the basic structure of certain courses by readjusting the default instructional methods available to each student. Students who progress at academic levels above the school's performance standard will be encouraged to take courses at the postsecondary level in order to earn both high school and postsecondary credit.

On an annual basis, The Excel Center measures the progress that students make in reaching their educational goals. In addition to higher-level attendance analysis, the Head of School will lead the staff in evaluating the pace that students are earning credit, noting that a consistent pace of credit attainment towards graduation indicates progress. In addition, for students who are involved primarily in remediation will be evaluated based on the net increase in TABE scores, indicating a growth in skills prior to being able to earn credits. The long-term success of individual students is related to whether students are able to graduate (as measured by credit attainment and passing end of course assessments) and whether students enroll and complete and/or persist in postsecondary education.

On an ongoing basis, school-wide data indicators will be used to monitor whether the school environment is providing sufficient academic opportunities for the people that come in to the school. School-wide attendance metrics, credit attainment, and TABE scores are all used to ensure that the school is operating effectively and that there are no major performance difficulties affecting the school. Annual school-wide indicators provide a report of what the community benefit has been for The Excel Center during its time. The total number of graduates for the given year provides an ongoing metric of how many individuals have achieved

The Excel Center's primary goal is graduating students who have not previously succeeded. The postsecondary enrollment metrics indicate whether students have created plans for continuing their education beyond The Excel Center.

On a term-wide basis, The Excel Center will be evaluated based upon how many individuals are able to complete a high school diploma and how successful they are in postsecondary education. The longer-term view on success will permit The Excel Center and its staff to determine how graduates fare after leaving the school, and whether they are successful in the next stage of their education and/or career. Students who require significant remediation at the postsecondary level are highly unlikely to continue their education, so this metric of postsecondary completion (and persistence, for those students still in school) serves to evaluate how successful The Excel Center's educational program was at preparing students to be successful in college.

Data Responsibilities: The Head of School bears ultimate responsibility for maintaining data systems that are accurate, comprehensive, and completed in a timely manner. The collection, analysis, and sharing of data is critical to the success of The Excel Center. Teachers, staff, and leaders use the WebSmart by JR3 student data management system to collect student data and perform mandatory state reporting for the school. WebSmart is used by dozens of Texas Charter Schools and is fully compliant with requirements in the Student Attendance Accounting Handbook and for PEIMS reporting. WebSmart by JR3 agrees to comply

with the coming requirements for connectivity to the Texas Student Data System. WebSmart has been used by charter schools to successfully complete both Texas Education Agency Desk Audits and full Texas Education Agency onsite audits with no software related data or reporting issues.

JR3 will oversee the training of the school staff who will be responsible for ensuring that data submitted to the WebSmart platform is done so in a timely manner, including the school's registrar and the office manager. The school's registrar will serve as the PEIMS Coordinator for The Excel Center.

Data Entry is the responsibility of staff members. Teachers, coaches, and staff are responsible for collecting and entering student data for the school. During the iExcel intake process, school staff collect student demographic information and organize student data. While classes are underway, teachers will record attendance, grades and view transcripts through WebSmart.

Management of the data is the responsibility of The Excel Center's registrar and office manager. The registrar will review the data entered by staff to ensure that it is accurate and complete. When changes need to be made, the registrar will correct data at the local level in cases where data is incomplete or entered incorrectly. The registrar will also submit all required state reports at the required intervals.

Analysis of student data can be monitored through WebSmart but also through the data warehouse provided by Goodwill Education Initiatives in Indianapolis, Indiana. GEI has developed a data warehouse in use by all schools using The Excel Center model. This warehouse does daily withdrawals of high-level data, presenting data via dashboards implemented by a custom instance of Tableau software. Additionally, GEI's Director of Data Services is available to conduct special analysis projects to answer questions related to school performance, comparing performance across locations, and doing deep analysis into why certain schools perform better than others or ways to improve performance among special student populations.

Professional development using data is a collaborative effort. GEI's leadership team trains staff to analyze, interpret, and make program design changes based on performance data. These trainings will take place on professional development days established in the calendar. The Head of School guides faculty and staff in interpreting the data, comparing progress across multiple Excel Center sites, and training staff on how to use data to improve their own performance.

The Excel Center will use the Professional Development and Appraisal system to generate data on professional development needs at the school. Instructors are using the framework related to data management as a part of the school's plan to improve educational practice. The evaluation of the Head of School will be based in part on their ability to use bring teams together to use data as a basis in making decisions in a transparent manner. The Head of School will establish trainings during which teachers are encouraged to use assessment data to plan their curriculum and for teachers to track student data and analyze progress (PDAS Domain VIII, (A) 2). Their use of data factors into their annual evaluation and their development plans to improve their instruction.

Corrective Actions: The Excel Center will use a number of indicators to measure progress and to refine instruction and organizational performance. These measurements will be

relevant for individual and school-wide levels; however the school will not organize information at the cohort level. A student who has dropped out of school and then returned will be out of his/her cohort; since students will arrive and finish at various times, the cohort-level measurements will have little bearing on the performance of the school.

Poor results on interim assessments will help instructors re-evaluate the student's lesson plans and suggest alternative learning methods to address subjects or areas of concern.

Consequently, poor performance in the school will largely come from a poor implementation of the curriculum the school uses. It is a key priority of The Excel Center's professional development plan to equip school staff to use and analyze data to improve instruction.

Review of School-Level Performance: The Excel Center leadership will review school performance at least every eight weeks as each term finishes. These meetings include the Head of School, lead teacher, and other instructional staff. The primary focus of this data review is to equip Head of Schools to understand and interpret their performance data. At the end of each eight-week term, the Head of School will discuss their performance on a number of critical indicators, including:

- Student enrollment
- Student attendance and retention
- Credit attainment
 - Number of credits attempted (by subject area)
 - Number of credits earned
 - Percent of credits attempted that are earned
- Number of graduates
- Number of students participating in dual credit or certification training

Staff Performance Management: Data are used to monitor progress at the individual student, classroom and school levels. In the event that progress falls short of the Excel Center's goals, an array of strategies will take place to improve student outcomes.

- At the individual level, assessment data will reveal that student progress is not up to proper standards. In these cases, staff will meet to discuss alternate ways of providing supports for students, including increasing the amount of one-on-one attention a student receives; altering the balance of online credit recovery and classroom instruction; working with the coach to identify any potential life barriers that may be impeding academic progress; or altering the pace at which the student is learning.
- At the classroom level, poor performance indicates that instructional staff has not been successful at monitoring and encouraging student growth. If data indicates that students are not demonstrating mastery, then the instructor is in need of additional supports to improve skills and work. Corrective actions are a part of the diagnosis as provided by PDAS. In the rare instance of extremely poor performance, it may be necessary to replace a staff member.
- At the school level, consistently poor performance may be the result of a number of factors, including organizational culture, poor process orientation, and leadership deficiencies. The Goodwill Education Board and Head of School have the ability to assess whether the school is operating in fidelity to The Excel Center model and what particular tools may be needed to improve school performance. The GEB will then be able to schedule intensive trainings, peer mentoring with Indianapolis faculty, and hands-on

management for the school if performance is not successful. In cases where a school consistently falls short of expectations, it may be necessary to find other leadership to operate the school.

Community Involvement

1. Describe the community where the school/campus will be located and provide the rationale for selecting the location. Include the types of resources currently available in the community.
2. Describe what you have done to assess and build community demand for your school, including a brief description of the outcomes from the public hearing.
3. Explain how you will engage community members from the time that the school is approved through opening.
4. Describe the role to date of any community members involved in developing the proposed school.
5. Describe how you will engage community members in the life of the school (in addition to any proposed governance roles described in Section 3 below). Describe any commitments or volunteer activities the school will seek to offer.
6. Explain the plan for distributing to students information related to the qualifications, experience, and certifications of each teacher, including any professional or educational degrees held and a statement of any certification under TEC§21.057 or PL 107-110§1111(h)(6)(B)(i).
7. Discuss the community resources that will be available to students. Describe any partnerships the school will have with community organizations, businesses, or other educational institutions. Specify the nature, purposes, terms, and scope of services of any such partnerships including any fee-based or in-kind commitments from community organizations or individuals that will enrich student learning opportunities. Include, as Attachment N existing *Evidence of Support* from intended community partners such as letters of intent/commitment, memoranda of understanding, and/or contracts.

LABEL YOUR RESPONSE, COMMUNITY INVOLVEMENT AND TYPE YOUR RESPONSE IN THE BOX BELOW. IT WILL EXPAND AS NEEDED.

COMMUNITY INVOLVEMENT

The Excel Center will be located in Northeast Austin at the intersection of Interstate 35 and Highway 183, adjacent to the St. John neighborhood. This neighborhood was chosen because of the significant educational and employment barriers faced by its residents.

Key reasons for choosing this location:

- **Adjacent to the Goodwill Community Center:** The Goodwill Community Center houses staff from all Goodwill programs and will allow students and families to have access to the full array of programs and support services offered by the organization.
- **Mission-rich environment:** The neighborhood meets the needs of the population targeted to be served by The Excel Center – adults seeking to reconnect to school and work.
- **Accessibility:** Public transportation serves this location via two Capital Metro bus routes. The I-H 35 and Highway 183 intersection is easily accessible from the entire city of Austin and surrounding suburbs. Capital Metro continues to expand a high speed rail system that serves the North/Northwest communities and into downtown.
- **Space:** The Community Center has 110,000 square feet of total space. 12,000 square feet is allocated for the pilot program with more space available as needed. Goodwill is highly experienced in the project management and construction of new facilities such as retail stores, transportation hubs, warehouses, and career resource and training centers.

While neighborhood leaders, schools, and community agencies have diligently worked hard to improve conditions in the neighborhood, there is still more to be done. In the recently adopted City of Austin Neighborhood Plan, residents envisioned having more services and amenities to meet the diverse needs of the community. Related, the St. John Community/School Alliance is working to reduce barriers to learning and increase opportunities for success in college and career through coordinated efforts between school and community partners. The Alliance's goals include ensuring youth graduate from high school and that graduates obtain a postsecondary degree, certification, or credential. The Excel Center specifically addresses a foundational community need by providing educational options for disconnected and underserved youth.

We interviewed 21 young adults currently enrolled in our GED program by sharing with them our vision for The Excel Center and asking for their feedback and input. The responses we received were very positive with one student exclaiming, "I wish it were opening sooner so I could get my high school diploma!" Questions ranged from how long will it take to earn a diploma to how will the charter school help someone pass their STAR exam. Again, our answers were met with enthusiasm and a consensus that this school is needed and that there will be a lot of people wanting to attend.

The school will be part of the continuum of education and social services. Below are some of the many services that will be available to students and their families through Goodwill's existing partnerships and community agencies.

- **Best Single Source (BSS):** The BSS collaborative is composed of 12 agencies including Goodwill and it is designed to help keep individuals and families housed. For students experiencing a housing crisis or short-term homelessness, BSS may be able to provide the necessary financial assistance to keep the student housed.
- **Central Health's Medical Assistance Program (MAP):** MAP will assist students to gain the health care they need, including preventative care, dental care, and emergency care.
- **City of Austin Community Centers:** The St. John, Gus Garcia, and Virginia Brown Recreation Centers provide an array of social services, including food pantries, clothing closets, notary services, case management, health services, and referrals.
- **Foundation Communities:** Foundation Communities manages fourteen affordable housing properties, seven Community Tax Centers, and six Community Learning Centers. Students and their families will have access to financial coaching throughout the year and free tax preparation if income eligible.
- **Housing Authority of the City of Austin (HACA):** For students living in public housing, HACA provides youth programs, health fairs, computer training, and family self-sufficiency programs. HACA operates five housing properties that are within a five mile radius of The Excel Center.
- **Travis County Family Support Services:** Seven centers provide financial assistance, counseling services, help applying for public assistance, and case management services.
- **Workforce Solutions Capital Area:** Three centrally located centers offer job seekers a variety of services and programs including paid job training through the Workforce Investment Act (WIA), job readiness workshops, Choices program for TANF recipients, veteran services, job clubs, and job search assistance. In addition to the Youth WIA contract, Goodwill is a partner within the Workforce and Education Readiness Consortium (WERC), which is a network of 11 community partners providing education and workforce services. Designed to seamlessly provide job readiness and occupational skills training, WERC connects 38 provider locations to create "no wrong door" for workforce and education services.

Goodwill continuously partners with multiple agencies/employers to meet community needs. They have all been engaged in The Excel Center development process and support the endeavor. Partners include: Workforce Solutions Capital Area; Lifeworks; Communities In Schools-Central Texas; Doubletree Hotel; Flextronics Manufacturing; H-E-B Grocery; Austin Independent School District; Austin City Council; Greater Austin Chamber of Commerce; The Housing Authority of the City of Austin.

Community involvement is a critical component to engaging students to be successful in their academic and non-academic activities. Led by Goodwill's Senior Vice President of Community Engagement, the robust Community Engagement (CE) team is a resource itself and is committed to the long-term success of The Excel Center. The CE team is responsible for

school and community communications including publicizing teacher qualifications and credentials, open meetings, and school performance.

Involvement of community members will happen at intervals throughout the students' time at The Excel Center. Goodwill's existing partnerships will offer opportunities for job shadowing, internships, volunteerism, leadership development and service learning.

All newly enrolled students will attend iExcel orientation and receive a student handbook. Qualifications, experience and certifications of all faculty will be provided via the student handbook. In addition the school's website, annual report and outreach materials will speak to the qualifications of faculty members.

Capital IDEA provides Occupational Skills Training to a similar population as that served by The Excel Center. We will refer students to Capital Idea for post-secondary training that coincides with their individual career interests and capabilities.

Austin Community College is a current partner offering instruction in many industries including PC Technician, apartment maintenance, administrative and clerical training, to clients of Goodwill. Students of The Excel Center will have the opportunity to earn articulated credits with ACC while enrolled in high school.

Evidence of Support is included under Attachment N.

Student Admission and Enrollment

1. Briefly analyze the competition in the area for the same students. Describe the methods that the proposed school will use to recruit and retain students.
2. Explain how the plan for student recruitment and marketing will provide equal access to all interested students. Specifically describe the plan for outreach to students in poverty, academically low-achieving students, students with disabilities, and students at risk of academic failure.
3. Provide, as Attachment D, the school's *Admissions and Enrollment Policies*, which should include the following:
 - a. The period (both the beginning and the ending dates) during which the applications for admissions will be accepted including a summary of the application process;
 - b. Procedures to be followed in conducting a lottery when a grade or class is oversubscribed including exemptions from the lottery (the charter school may exempt from the lottery returning students, the siblings of returning students, and/or the children of the school's founders and staff.
 - c. The approximate date on which a lottery will be conducted if required;
 - d. Policies and procedures for student waiting lists, withdrawals, re-enrollment, and transfers;
 - e. The non-discrimination statement to be included in the proposed school's admissions policy, *TEC, §12.111(a)(5)*; and
 - f. Enrollment deadlines and procedures.

LABEL YOUR RESPONSE, STUDENT ADMISSION AND ENROLLMENT AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

STUDENT ADMISSION AND ENROLLMENT

This pilot version of The Excel Center is being created as a dropout recovery model for adults ages 19-50, and as such we currently see minimal competition for students and no competition for students over the age of 25. We recognize the good work others are doing in

our community, however not only is the need greater than any one organization, no other school in our area is offering a program with such comprehensive supports.

Goodwill has a natural pipeline of potential students thanks to our extensive workforce development programs, which currently serve more than 14,000 individuals. The primary barriers these youth and adults are experiencing include high levels of poverty, lacking education, involvement with the criminal justice system, and physical, intellectual and emotional disabilities. In addition, Goodwill has a successful history as a strong community collaborator – we will work with our myriad partners throughout the Central Texas region to continuously recruit and enroll students. To ensure equal access to all interested students we will publicize application and enrollment opportunities and timelines on our website and through various publications and media outlets.

- Through our WIA Youth Services Program we host five orientation sessions each month explaining the program eligibility requirements and describing our services, locations, and expectations of enrolled participants. Attendance at these orientation sessions averages 65 to 100 individuals per month and is made up almost entirely of young adults who have experienced academic failure. These individuals are all potential students for The Excel Center.
- Goodwill has a longstanding relationship with neighboring high schools and dropout recovery counselors. We will work closely with them to identify and reach out to the students who have dropped out or stopped attending, becoming a resource to those schools. The partnership will not only help students, but it will be to the school's benefit if their already departing students come directly to The Excel Center, hence these students are not reported as dropouts on annual school performance reports.
- As a partnering agency to Workforce Solutions Capital Area Workforce Development Board, we will actively recruit through their One-Stop Career Centers and work with their case managers under the various programs such as SNAP, CHOICES, and WIA Adult (services 18 and over) to conduct outreach and recruitment activities. A Workforce Solutions One-Stop is co-located at Goodwill's Resource Center in South Austin.
- Goodwill operates nine Job Help Centers and has staff co-located within more than a dozen government agencies and social service organizations throughout Central Texas. Staff at these sites work with thousands of community members each year and they will assist with recruitment efforts for The Excel Center. In addition, staff regularly attend outreach events at schools and neighborhood centers.

Attachment D outlines The Excel Center's Admissions and Enrollment policies.

Note: If a charter is granted, the sponsoring entity will be required to submit a copy of its admissions policy, admissions application, and enrollment form(s) for review during the contingency process.

Start-Up & Ongoing Operations

1. Provide, as Attachment P, a detailed start-up plan for the school, specifying tasks, timelines, and responsible individuals. This plan should align with the *Start-up Budget* in the Financial Plan Workbook (Year-0 Start-Up Budget).

2. Explain the school's plan to provide transportation services for qualified students. Explain if the charter will continue to provide transportation for students over the age of 22.
3. Provide the school plan for the safety and security for students, the facility, and property. Explain the types of security personnel, technology, equipment, and policies that the school will employ.

NOTE: At the elementary and secondary educational level, a "qualified student with a disability" is a student with a disability who is: of an age at which students without disabilities are provided elementary and secondary educational services; of an age at which it is mandatory under state law to provide elementary and secondary educational services to students with disabilities; or a student to whom a state is required to provide a free appropriate public education under the Individuals with Disabilities Education Act (IDEA).

LABEL YOUR RESPONSE, START-UP & ONGOING OPERATIONS AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

START-UP & ONGOING OPERATIONS

A detailed start-up action plan that aligns with the budget is included as Attachment P.

The Excel Center will provide transportation to students eligible for special education and related services as required by their Individualized Education Program and in accordance with TEA regulations. The Excel Center will also provide public transportation vouchers to students demonstrating need.

The Excel Center plan for safety and security for students has been developed to reflect and communicate a proactive safety attitude that we need to maintain. We will comply with appropriate safety and security laws and regulations such as those established by:

- The Occupational Safety and Health Act (OSHA)
- The Environmental Protection Agency (EPA)
- The Department of Transportation (DOT) and
- All other applicable federal, state, and local safety and regulations.

In addition, our corporate safety philosophy includes the following vision statement: "We believe that the safety of our employees is of utmost importance, along with quality, production, and cost-control. Maintenance of safe operating procedures at all times is both monetary and human value, with the human value being far greater to Goodwill, the employee, and the community."

Providing a safe and secure learning environment is essential. The Excel Center will ensure the safety of our students and faculty through use of a separate entrance to the school with security guards during all hours of operation. There will also be security cameras placed throughout the facility. Comprehensive school policies, a strict discipline policy and continuous engagement with life coaches will add to a positive and safe environment.

Operations Capacity

1. Identify the key members of the school's operational leadership team. Identify only individuals who will play a substantial and ongoing role in school development, governance, operations, and/or management, and will thus share responsibility for the school's operational success. These may include current or proposed governing board members, the school leadership/management team, and any essential partners. Do not discuss individuals or groups whose contributions are limited to the

Development of this application. Describe the team's individual and collective qualifications for implementing the Operations Plan successfully, including capacity in areas such as the following:

- a. Staffing;
- b. Parent and community engagement;
- c. Professional development;
- d. Performance management;
- e. PEIMS management; and
- f. General operations.

LABEL YOUR RESPONSE, OPERATIONS CAPACITY AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

OPERATIONS CAPACITY

Goodwill will leverage its full resources to operate a recognized and impactful charter school. Goodwill has a history of successfully deploying new business lines and programs and is committed to ensuring capacity and full operating support.

Goodwill recognizes the critical need to hire a strong Head of School who has a track record of success in working with our target population and leading a school. A strong leader will have a clear understanding of the student body The Excel Center will enroll, knowing the barriers, challenges, and motivations of young adult students. As the sixth-largest nonprofit in Central Texas, Goodwill has experience recruiting for highly-skilled, specialized positions that require candidates of the highest caliber. We will invest the time and resources necessary to hire the best and right person to serve as the Head of School.

Anticipated Human resources include School Board Members; CEO/Superintendent; Senior VP of Mission Services; Senior VP of Community Engagement; and Head of School

The Excel Center will have three layers of leadership that include the President/CEO (Superintendent), Senior Vice President - Mission Services (SVP-MS), and the Head of School. The President and CEO, as well as the SVP-MS are current leaders of Goodwill Industries of Central Texas. As such, when The Excel Center opens, both leaders of Goodwill will add school administrative support responsibilities to their current duties. Both of these positions will continue to be fully paid by Goodwill Industries of Central Texas, and not through taxpayer funds received through the school.

The President/CEO of Goodwill will be the Superintendent of The Excel Center. Only the President/CEO will report directly to the Goodwill Board.

The two leaders of Goodwill, the President/CEO and the SVP-MS, will work closely with the Head of School, who will have direct oversight of the performance of the school and the students of The Excel Center.

All three positions will have interaction with both the Goodwill Board and the Goodwill Education Board in order to maintain responsibility for and oversight of school and student performance, as follows:

- The current President/CEO of Goodwill will lead the entire efforts of the Goodwill Board.
- The Head of School will work closely with the Goodwill Education Board, with support from the SVP-MS.

- The Goodwill Education Board will report to the Goodwill Board on all compliance-related issues, such as student performance, management and administrative practices, student attendance accounting reporting requirements, compliance with generally accepted accounting principles (GAAP) and other guidelines for financial accounting and fiscal management, compliance with special education and bilingual/ESL program requirements, financial and grant reporting requirements, reporting requirements through PEIMS, reporting annual school and student performance to all constituents and the public, and distributing information to parents regarding teacher qualifications.

The Senior VP of Community Engagement will offer support in governance, policy, marketing and fundraising. This position is compensated solely by Goodwill.

Goodwill has long-standing relationships and formal partnerships with many community organizations, stakeholder groups, and businesses. We will engage with these entities to recruit students by hosting outreach events at their locations. In addition, we will partner with Austin Community College to offer students the opportunity to earn articulated credits in Career and Technical Education courses. Many students in our population will be eligible to receive services under the Workforce Investment Act. Our partnership with Workforce Solutions Capital Area Workforce Development Board will allow seamless coordination for dual enrollment.

Goodwill has demonstrated the capacity to successfully implement large human services initiatives. For example, our Ready to Work Program has served 277 people YTD (goal of 268), with 89% exceeding increased income targets (goal is 67%). Operation: GoodJobs, funded by the Walmart Foundation, with a target population of veterans ages 18-25, has served 219 individuals YTD (target 200), placing 110 (target 103). In each of these programs, participant data has been gathered accurately.

We expect parent involvement to be fairly limited as the targeted student body is adult aged. Parents as well as children and families of students will be invited to attend student activities and be as involved in the school experience as students desire.

Continuous improvement and creating a workplace of excellence is a priority for Goodwill. This will be extended into The Excel Center where the Head of School is ultimately responsible for the professional development of all faculty and staff. He/she will utilize all local and state resources available including Region XIII and Texas Association of Charter Schools. Additionally, they will be able to take full advantage of Goodwill's robust internal training program and resources, with the ability to bring in outside consultants and experts.

There is nothing more important than the success of our students. On an annual basis, The Excel Center measures the progress that students make in reaching their educational goals. In addition to higher-level attendance analysis, the Head of School will lead the staff in evaluating the pace that students are earning credit, noting that a consistent pace of credit attainment towards graduation indicates progress. The Head of School will monitor student performance metrics and report to the SVP-MS, Superintendent and the GEB, with the GEB reporting to the Goodwill board.

We will use the Indiana Excel Center Network data warehouse, performance data from schools across the country, giving The Excel Center staff and leaders valuable information about which schools are high-performing in areas like student achievement, student retention,

graduation rates, college and career readiness performance, and others. The data warehouse will highlight high-performing schools in each of these areas, giving The Excel Center leadership the opportunity to request assistance from the Indianapolis schools in implementing best practices and making measurable improvements.

As PEIMS reporting is so critical we are investing in resources to ensure accuracy. The Excel Center will use WebSmart software by JR3 to track and report student attendance. This software is used by over 60 Texas Charter Schools and is fully compliant with requirements in the Student Attendance Accounting Handbook and for PEIMS reporting. Student attendance reports will be generated for Board review at regular meetings.

JR3 will also oversee the training of the school staff responsible for ensuring timely and accurate data submission to the WebSmart platform, including the school's registrar (who will serve as PEIMS coordinator) and the office manager.

One central database provides everything from district-wide reporting to individual assignments in the online Gradebook. Combining innovative technology of a central database and web-based access gives WebSmart SIS users have a true advantage with real time updates as well as multiple years of historical data in an easy to use interface.

Goodwill will engage in continuous learning of best practices and hire experts as necessary to continue our tradition of strong fiscal and operational responsibility including:

- Fifteen years of "unqualified" external audits (no deficiencies found), and all A-133 audits found to be in compliance.
- Applying expertise gained from serving as the fiscal agent for more than a dozen other organizations for multiple grants.

Goodwill has extensive experience successfully fulfilling fiscal and performance requirements of large state and federal grants. Dedicated grants accounting staff, including a Director of Grants Accounting who is a licensed CPA, closely monitor grant expenditures, ensure expenses are allowable, and examine tracking benchmarks on a monthly basis.

The Excel Center will have separate accounting software from Goodwill. The back office functions, including payroll, accounts payable, and general ledger will be outsourced to JR3 as well. The Excel Center will also have a separate bank account and separate financial audits.

In addition to the capacity to support general operations of the school in terms of accounting, staffing, monitoring and developing staff, Goodwill has experienced staff who are responsible for safety, security, building maintenance and facility operations. They have been fully responsible for managing the Goodwill Community Center since its opening in 2004 as well as approximately 500,000 square feet of other retail, office, classroom, warehouse and industrial space. Due to the fact that the school will be a separate area in the existing facility, current Goodwill staff will be able to fully support school operations. Associated financial resources will be provided by Goodwill, at no cost to taxpayers.

Application Response

Section Three - Governance Plan

Note: While this section alone has no page limit restriction, sections one – four when taken as a whole have a maximum of 60 pages allowed for response.

Legal Status and Governing Documents

Briefly describe the sponsoring entity's legal status, including the type of entity and corporate qualifications, if applicable. Submit any governing documents beyond those provided with the Eligibility Documentation which are already adopted, such as *Board Policies*, in Attachment Q. Also in Attachment Q, submit the completed and signed Statement(s) of Assurances.

LABEL YOUR RESPONSE, LEGAL STATUS AND TYPE YOUR RESPONSE IN THE BOX BELOW. IT WILL EXPAND AS NEEDED.

LEGAL STATUS

The sponsoring entity is Goodwill Industries of Central Texas (Goodwill). Goodwill was incorporated on May 26, 1958. Goodwill was formed exclusively to further and promote charitable, scientific and educational purposes, and the business and objectives to be carried on and promoted by it are to provide job-related services and perform any activities which are permitted to be performed by corporations that are: (i) formed under the general laws of the State of Texas; and (ii) exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue Law (the "Code").

The Corporation is not organized for profit and no part of the net earnings of the Corporation will inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons.

A copy of adopted eligibility documentation, including Board Policies, are incorporated herein as Attachment Q:

- i. Determination letter from the Internal Revenue Service
- ii. Articles of Incorporation, including all amendments
- iii. Bylaws
- iv. Board policies
- v. Statement of Assurances

The Goodwill Board of Directors are listed under the "Governing Board" section of the application.

Organization Charts

Submit, as Attachment R, *Organization Charts* that show the school governance, management, and staffing structure in: a) year one and b) at capacity.

The organization charts should clearly delineate the roles and responsibilities of – and lines of authority and reporting among – the governing board, staff, any related bodies (such as advisory bodies), and any

external organizations that will play a role in managing the school. The organization charts should also document clear lines of authority and reporting within the school.

ORGANIZATION CHARTS

Organization Charts: Please see Attachment R.

Governing Board

1. Explain the governance philosophy that will guide the board, including the nature and extent of involvement by key stakeholder groups.
2. Describe the governance structure of the proposed school, including the primary roles of the governing board and how it will interact with the principal/head of school and any advisory bodies.
3. Describe the size, current and desired composition, powers, and duties of the governing board. Identify key skills, areas of expertise, and constituencies that will be represented on the governing board.
4. Explain how this governance structure and composition will help ensure that:
 - a. the school will be an educational success and that annual school and student performance will be reported to students and the community;
 - b. the school will be an operational success, including complying with all required reporting, including attendance, PEIMS, governance, and grant reporting;
 - c. the board will evaluate the success of the school and school leader; and
 - d. there will be active and effective representation of key stakeholders.
5. List all current and identified board members and their intended roles. Summarize members' interests in and qualifications for serving on the school's board.
6. If the current applicant team does not include the initial governing board, explain how and when the transition to the governing board will take place.
7. If this application is being submitted by an existing non-profit organization whose sole purpose is not the oversight of the charter school, respond to the following:
 - a. Will the existing non-profit's board govern the new school/campus, or has the school formed a new non-profit corporation governed by a separate board?
 - b. If the non-profit's current board will govern the charter school/campus, what steps have been taken to transform its board membership, mission, and bylaws to assume its new duties? Describe the plan and timeline for completing the transition and orienting the board to its new duties.
 - c. If a new board has been formed, describe what, if anything, its ongoing relationship to the existing non-profit's board will be.
8. Explain the procedure by which board members have been and will be selected. How often will the board meet? Discuss the plans for any committee structure.
9. Describe the board's ethical standards and procedures for identifying and addressing conflicts of interest. Provide, as Attachment S, the board's proposed *Code of Ethics and Conflict of Interest* policy. Identify any existing relationships that could pose actual or perceived conflicts if the application is approved; discuss specific steps that the board will take to avoid any actual conflicts and to mitigate perceived conflicts.
10. Describe plans for increasing the capacity of the governing board. How will the board expand and develop over time? How and on what timeline will new members be recruited and added, and how will vacancies be filled? What are the priorities for recruitment of additional board members? What kinds of orientation or training will new board members receive, and what kinds of ongoing development will existing board members receive? The plan for training and development should include a timetable, specific topics to be addressed, and requirements for participation.

11. If the sponsoring entity is an out-of-state organization, state whether or not a majority of the members of the governing body of the sponsoring entity reside within 50 miles of the proposed charter school's designated campus.
12. Describe how a majority of the members of the governing body of the charter school or the governing body of a charter holder meet the requirements of a qualified voter. (TEC§12.1202)
13. Discuss any litigation in which the sponsoring entity has been involved.
14. Disclose whether the sponsoring entity has been sanctioned by any state regulatory agency.
15. Explain your understanding of responsibilities under TEC 12.121 in regards to the management company and the charter's ultimate authority over the school.

NOTE: Family members who are related within the third degree of consanguinity or third degree of affinity are prohibited from serving together on a charter holder or charter school board. In addition, no family member within the third degree of consanguinity or third degree of affinity of any charter holder board member, charter school board member, or school officer shall receive compensation in any form from the charter school, the charter holder, or any management company that operates the charter school unless exempted by TEC §12.1054 (6)(1).

LABEL YOUR RESPONSE, GOVERNING BOARD AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

GOVERNING BOARD

Goodwill Industries of Central Texas was formed exclusively to further and promote charitable, scientific and educational purposes, and the business and objectives to be carried on and promoted by it are to provide job-related services and perform any activities which are permitted to be performed by corporations that are: (i) formed under the general laws of the State of Texas; and (ii) exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue Law (the "Code").

The Corporation is not organized for profit and no part of the net earnings of the Corporation will inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons.

Goodwill envisions a world where every person has access to meaningful work and the Board of Directors has established a clear vision of transforming the lives of 100,000 Central Texas through work. We believe that education is the key to addressing some of our most challenging social problems and have committed ourselves thus. The Excel Center drives this vision, with the power to produce transformative change in our community.

The mission of The Excel Center is to provide young adults who have dropped out of school with the opportunity and support to earn a high school diploma and begin postsecondary education.

The Goodwill Board has established strong organizational leadership. The Excel Center will have three layers of leadership that include the President/CEO, Senior Vice President - Mission Services (SVP-MS), and the Head of School. The President/CEO, as well as the SVP-MS are current leaders within Goodwill Industries of Central Texas. As such, when The Excel Center opens, both leaders will add school administrative support responsibilities to their current

duties and these positions will continue to be fully paid by Goodwill Industries of Central Texas, and not through taxpayer funds received through the school.

All three positions (the CEO, the SVP-MS, and the Head of School) will have interaction with both the Goodwill Board and the Goodwill Education Board (GEB) in order to maintain responsibility for and oversight of school and student performance, as follows:

- The President/CEO of Goodwill will lead the Goodwill Board.
- The Head of School will work closely with the GEB, with support from the SVP-MS.
- The GEB will report to the Goodwill Board (fully responsible) on all compliance related issues, such as student performance, management and administrative practices, student attendance accounting reporting requirements, compliance with generally accepted accounting principles (GAAP) and other guidelines for financial accounting and fiscal management, compliance with special education and bilingual/ESL program requirements, financial and grant reporting requirements, reporting requirements through PEIMS, reporting annual school and student performance to all constituents and the public, and distributing information to parents regarding teacher qualifications.

Furthermore, The Excel Center will be fully supported by the infrastructure and services of Goodwill, including comprehensive client support services, job placement services through Goodwill Staffing Group, Commercial Services, work opportunities and access to clothing via the retail stores, information technology, marketing, human resources, accounting, development, facilities maintenance and performance excellence. It is the duty of the SVP-MS to ensure that all of these shared services are delivered effectively and efficiently in order to best support the staff and students of The Excel Center.

The Head of School will report directly to the SVP-MS, who in turn reports directly to the President/CEO.

The specific duties of the President/CEO in regards to The Excel Center are:

- Organizing the charter school's central administration.
- Approving reports or data submissions required by law.
- Selecting charter school employees and officers.

The SVP-MS will serve as the Central Administration Officer for The Excel Center, as described in the Texas Education Code. His duties will include:

- Recommending the termination, non-renewal, or suspension of the Head of School.
- Submitting a proposed budget to the governing body of the charter holder.
- Preparing recommendations for policies to be adopted by the governing body of the charter holder and overseeing the implementation of adopted policies.
- Developing or causing to be developed appropriate administrative regulations to implement policies established by the governing body of the charter holder.
- Providing leadership for the attainment of student performance in a charter school operated by the charter holder, based on the indicators adopted under TEC, §39.053 and §39.054, or other indicators adopted by the charter holder in its open-enrollment charter.

The SVP-MS will serve as a conduit for the resources and services that Goodwill provides The Excel Center, ensuring that the services and support provided by Goodwill flow smoothly to the school. The SVP-MS will report directly to the President/CEO. With much of the operational oversight addressed, the Head of School will be able to focus on the academic programming and student success, teacher hiring and development, and college and career readiness components.

The Head of School will oversee all academic aspects of The Excel Center, and will report directly to the SVP-MS. According to the Texas Education Code, the Head of School will be the Campus Administration Officer, who acts as a principal. Duties will include:

- Approving teacher or staff appointments for The Excel Center.
- Setting specific education objectives for The Excel Center.
- Developing budgets for The Excel Center.
- Assuming the administrative responsibility or instructional leadership, under the supervision of a Central Administration Officer, for discipline at The Excel Center
- Assigning, evaluating, or promoting personnel assigned to The Excel Center.

The Goodwill Board is a self-perpetuating body. At the Board's Annual Meeting, the Board declares all vacancies occurring during the preceding year, and the remaining directors elect any successors. The Board Chair annually appoints a Board Governance Committee to assist the Board in identifying, recruiting, and recommending new Goodwill Board Directors.

This Committee (a) establishes the required and preferred qualifications, both professional and personal, for consideration as a candidate for the Goodwill Board considering demographic and other information, which it may obtain through Goodwill staff; (b) will identify, recruit, and evaluate candidates for positions on the board, by conducting in-person interviews and inquiries into the backgrounds, qualifications and references of candidates identified by or recommended to the Committee; (c) considers national trends and laws relating to non-profit board composition; and, (d) recommends qualified candidates to the Board for approval. The Committee also evaluates board candidates based on professional areas of expertise and diversity.

The Governance Committee prepares slates of (a) new director candidates and (b) returning director candidates for the board's consideration at the annual meeting. Prior to their nomination, the committee will have confirmed that the director will serve, if elected. The candidates may be voted upon as a slate or as individuals.

The term for each director is three (3) years. Directors are eligible for two additional three (3) year terms.

The officers of Goodwill are the Chair, Vice-Chair, Secretary, and Treasurer of the Board, and the President of the corporation, and such other officers as may be determined and selected by a majority of the board. The President/CEO is not a member of the board, but is an officer of the corporation.

A nominee for a position on the Goodwill Board may not be related to or within the third degree of consanguinity or the third degree of affinity to a current director or to an employee of The Excel Center, or its affiliated corporations.

A director must complete a criminal background check and may not serve as a director if the nominee has been convicted of a felony or a misdemeanor involving moral turpitude as outlined in the provisions of TEC, § 12.120.

No members of the governing body of the sponsoring entity or of the proposed charter school, or any officers have been convicted of a misdemeanor involving moral turpitude or of any felony. As of the date of this application, there are no school employees or volunteers.

As the charter holder, the Goodwill Board has chosen to delegate powers and duties to the Goodwill Education Board as the governing body of the charter school. In order to transform its board membership, mission and bylaws to assume its new duties, the governing board amended its by-laws in 2013 to establish the Goodwill Education Board.

Per 19 TAC, the Goodwill Board will retain certain powers and duties, including:

- Final authority to hear or decide employee grievances, citizen complaints, or parental concerns.
- Final authority to adopt or amend the budget of the charter holder or the charter school, or to authorize the expenditure or obligation of state funds or the use of public property.
- Final authority to direct the disposition or safekeeping of public records, except that the governing body may delegate this function to any person, subject to the governing body's superior right of immediate access to, control over, and possession of such records.
- Final authority to adopt policies governing charter school operations.
- Final authority to approve audit reports under TEC, §44.008(d).
- Initial or final authority to select, employ, direct, evaluate, renew, non-renew, terminate, or set compensation for a chief executive officer.

The Excel Center will be a data-driven, results-focused school. The Goodwill Education Board and the Goodwill Board will utilize data to regularly conduct evaluations and reviews of academic, operational, and financial performance.

The Goodwill governing body consists of the following directors: Mark Finger, Yvonne Suttles, Paula Campbell, Anne L. Morgan, Jamie Lagarde, Francine Breckenridge, Thomas "Ted" Edward Delisi, Leslie "Les" Gage, Cindy G. Goldsberry, Carl Hansen, Ph.D., Ali R. Khataw, P.E., Erica Saenz, Yvonne VanDyke, RN, MSN, Gwendolyn Robinson Greene, Issam Bakir, Michael Lustina, Ph.D.

Notarized biographical affidavits for each board director are submitted as Attachment B.

The Board's proposed Code of Ethics and Conflict of Interest policy is attached hereto as Attachment S.

There are currently no plans to increase the capacity of the governing board. The governing board is a self-perpetuating board and all vacancies are filled in accordance with the by-laws. New Board Directors receive the equivalent of a two-day onboarding and all board directors will comply with the TEA's required training hours.

Goodwill Industries of Central Texas (Goodwill) is not an out-of-state organization. All Goodwill Board Directors reside within 50 miles of The Excel Center's proposed designated geographic boundary.

The sponsoring entity is not currently involved in any litigation nor has it been sanctioned by any state regulatory agency.

Advisory Bodies

Describe any advisory bodies or councils to be formed, including the roles and duties of each body; describe the planned composition of each advisory body; the strategy for achieving that composition; the role of parents, students, and teachers (as applicable); and the reporting structure as it relates to the school's governing body and leadership.

LABEL YOUR RESPONSE, ADVISORY BODIES AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

ADVISORY BODIES

The Goodwill Board (charter holder board and governing body of the sponsoring entity) has created the Goodwill Education Board (GEB) to assist in the discharge of its obligation to run a charter school.

As the charter holder, the Goodwill Board has chosen to delegate powers and duties to the GEB as the governing body of the charter school. The non-delegable duties listed in 19 TAC, §100.1033(c)(7)(C) shall be retained and performed solely by the Goodwill Board as noted previously.

The GEB will function as an advisory body for the charter school and will bring recommendations to the Goodwill board related to management of the business, property and affairs of the charter school in accordance with Goodwill bylaws. The GEB will include members who have a background in education, charter schools, business, and workforce development. Therefore, the GEB will have more direct oversight of school and student performance, academic programming, and direct operations that support the efforts of the school.

The GEB will:

- Be responsible for ensuring that The Excel Center adheres to the school model set forth in the charter application submitted to the Texas Education Agency (TEA).
- Work closely with school leadership in setting The Excel Center annual goals, to be then shared with the Goodwill Board for final approval.
- Review approved budget versus actual revenue and expense.
- Monitor the school's key performance indicators.
- Bring recommendations to the Goodwill Board based on how well the school is performing its set annual goals.
- Serve as ambassadors to the community.

Additional measures to be shared with the GEB will include:

Credit Attainment: The Excel Center will actively track the average number of credits earned per term, the type of credits being earned, and the student success rate of all courses. This will be evaluated at the end of each term and throughout the term so that

adjustments can be made to better serve our students and to ensure the school's goals are being met.

Diploma Quality: The Excel Center will not only be evaluated on its graduation rate but also the type and quality of the diplomas that its graduates are awarded.

Career and Technical Education (CTE) Certifications and Career Pathways:

The Excel Center places a strong emphasis on providing its students with the tools necessary to succeed post-graduation. As such, the school will be evaluated on:

- The number and percentage of its graduates who earn an industry certification and the percentage of its graduates who are in a CTE career pathway that will lead to an industry certification after graduation.
- The number and percentage of students earning credits in CTE courses per term. Tracking this information by term will ensure that the school's students are on track to earn an industry certification and will allow the school to adjust its curriculum and partnership offerings as necessary to ensure that its goals and metrics are being met.

The members of the governing body of the GEB are currently: Thomas "Ted" Delisi; Yvonne Van Dyke; Jamie Lagarde; Les Gage; Paula Campbell. Biographical affidavits are submitted as Attachment B. There will be nine (9) voting Directors of the GEB, which number may from time to time be increased or decreased subject to the limitation that the Board shall never be reduced to less than three (3) nor increased to more than eleven (11) Directors.

The officers of the GEB will consist of a President, a Vice-President, a CEO (Goodwill President/CEO), a Secretary, and such other officers as the Board of Directors may, by resolution, designate from time to time. All officers will be chosen annually by the GEB at the annual meeting of the Board and approved by the Goodwill Board of Directors.

The GEB will (a) establish the required and preferred qualifications, both professional and personal, for consideration as a candidate for the GEB considering demographic and other information, which it may obtain through Goodwill staff; (b) identify, recruit, and evaluate candidates for positions on the board, by conducting in-person interviews and inquiries into the backgrounds, qualifications and references of candidates identified by or recommended to the Committee; (c) consider national trends and laws relating to non-profit board composition; and, (d) recommend qualified candidates to the board for approval. Any vacancy among the elected Directors may be filled through the recruitment and nomination process, or if there is not a quorum, by a member of the Goodwill Board. Any vacancy among the appointed Directors will be filled by the Goodwill board.

The GEB will prepare slates of (a) new GEB Director candidates and (b) returning GEB Director candidates for the Goodwill Board's consideration at the annual meeting. Incumbent Directors will be eligible for re-election or re-appointment; provided, however, no person may serve as a Director for more than three (3) consecutive three (3) year terms.

A nominee for a position on the GEB may not be related to or within the third degree of consanguinity or the third degree of affinity to a current Director or to any employee of The Excel Center, or its affiliated corporations.

A Director must complete a criminal background check and may not serve as a Director if the nominee has been convicted of a felony or a misdemeanor involving moral turpitude as outlined in the provisions of TEC, § 12.120.

Grievance Process

Explain the process that the school will follow should a student or employee have an objection to a governing board policy or decision, administrative procedure, or practice at the school and the method used to communicate the grievance policy to said individuals.

LABEL YOUR RESPONSE, GRIEVANCE PROCESS AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

GRIEVANCE PROCESS

The Excel Center will have a grievance procedure that allows complaints to be heard from parents/guardians, students, employees and citizens at several levels, with the opportunity to be heard by the Goodwill Board, which will exercise final authority in these matters. The appropriate grievance procedure will be outlined in the Student Handbook and will be communicated to students during meetings, conferences, and through written communications. Grievance procedures will also be available on our website under Board policies and procedures.

The Excel Center will encourage all complaints to be heard and resolved at the initial level; however, all have the right to be heard and decided by the Goodwill Board. Should a problem arise, at any point, the following steps will be taken to resolve the grievance:

- Step 1: The person filing the complaint should talk to The Excel Center teacher or staff member about his/her concerns. Students may have an advocate of their choosing (i.e. family member) assist them with the grievance process.
- Step 2: If the grievance is not resolved within five (5) working days, it may be presented in writing to the Head of School. The Head of School will then respond in writing to the grievance within five (5) working days, and both the original grievance and the response will be placed in the student's file.
- Step 3: If the grievance is not resolved satisfactorily by the Head of School, then it should be presented in writing to the Senior Vice President of Mission Services, who will respond in writing to the grievance within five (5) working days. The response will be placed in the student's file.
- Step 4: If the grievance is not resolved after being presented to the Senior Vice President of Mission Services, it may be presented, in writing, to the President/CEO, who will respond within five (5) working days. The response will be placed in the student's file.
- Step 5: If the grievance has not been resolved after being presented to the President/CEO, it will be heard by the Goodwill Education Board at its next regularly scheduled meeting.

- Step 6: If the grievance has not been resolved after being presented to the Goodwill Education Board, it will be heard and decided by the Goodwill Board at its next regularly scheduled meeting. This decision will be final and binding.

Legal Review of Adult Education Charter School Application

Proposed School Name: The Excel Center
 Sponsoring Entity: Goodwill Industries of Central Texas

APPROVED DURING CONTINGENCY PROCESS

Areas Reviewed	Corrections Required
Admissions and Enrollment Policies	<ul style="list-style-type: none"> • If a charter is granted, all brochures and information concerning applications and admissions must be approved prior to distribution. RESPONSE: All brochures and information concerning applications and admission will be submitted to TEA for approval prior to distribution. • There can be no rank order for exemptions to the lottery. RESPONSE: The Excel Center will not rank exemptions to the lottery.
Governance	<ul style="list-style-type: none"> • It appears that the current President & CEO of Goodwill Industries of Central Texas and the current Senior VP- Mission Services for Goodwill Industries of Central Texas will serve The Excel Center school in the same positions. The Application states that these two individuals are paid by Goodwill Industries of Central Texas and will not be paid with public funds flowing to the Excel School. Commissioner rules prohibit a person who receives compensation from the nonprofit holding the charter from serving on the charter holder governing board, therefore these individuals must not serve on the Board of Directors of the Charter Holder. Also on the Biographical Affidavits of these two individuals they indicate the salaries expected to be received but do not indicate that these funds will come from Goodwill not public funds flowing to The Excel Center. RESPONSE: Neither the President/CEO nor SR. VP Mission Services will serve on the charter holder board. Additionally, their salaries will be paid exclusively by Goodwill Industries of Central Texas, no state funds will be used. • Articles of Incorporation- Article Two states that upon dissolution of corporation that the property still remaining after payments of debts will go to United Way/Capitol Area, Travis County, Texas. This is prohibited as any property paid for with public Texas funds, which must remain Texas property held in trust for the school children of Texas and must revert to the state of Texas for another charter school not the United Way/Capitol Area. RESPONSE: The Articles of Incorporation will be amended appropriately prior to the opening of The Excel Center. • By Laws- Article 1.2 states board shall follow guidelines as set forth in Articles of Incorporation which as previously discussed is not allowed under Texas law. RESPONSE: The Articles of Incorporation will be amended appropriately prior to the opening of The Excel Center. • The Articles of Incorporation must be changed to show that any property paid for with public funds will remain property of

Legal Review of Adult Education Charter School Application

	the state of Texas and will revert to the state upon dissolution of the corporation if the charter school is still in existence at that time. RESPONSE: The Articles of Incorporation will be amended appropriately prior to the opening of The Excel Center.
Biographical Affidavits	<ul style="list-style-type: none">• No concerns to address
Nonprofit Status	<ul style="list-style-type: none">• No concerns to address

APPROVED DURING CONTINGENCY PROCESS

Application Response

Section Four - Financial and Business Plan

Note: While this section alone has no page limit restriction, sections one – four when taken as a whole have a maximum of 60 pages allowed for response.

Facilities

1. Describe the process for identifying and securing a facility, including any brokers or consultants you are employing to navigate the real estate market, plans for building or renovations, timelines, and financing.
2. If you currently hold a *facility* or have an MOU or other proof of intent to secure a specific facility, please provide proof of the commitment as Attachment T. Briefly describe the facility including location, size, and amenities. You may also include in Attachment T, up to 10 pages of supporting documents providing details about the facility including pictures, if available. Charter school facilities must comply with applicable local health and safety requirements and must be prepared to follow applicable city planning review procedures.
3. Describe the basic facilities requirements for accommodating your school plan, including anticipated number of classrooms, square footage per classroom, common areas, overall square footage, and amenities.
4. Explain your anticipated specialty classroom needs, including the number of each type and the number of students to be accommodated at one time. Specialty needs may include, but are not limited to, the following: science labs, art room (describe amenities such as kiln), computer labs, library/media center, and other (list).
5. Explain your anticipated administrative/support space needs, including anticipated number of each: main office, satellite office, work room/copy room, supply/storage spaces, teacher work rooms, or other (list).
6. Identify any other significant facilities needs not already specified, including such as large common space for assemblies and other large group meetings, or other special considerations (identify and explain).
7. Does the applicant have a specific desired location(s)?
 Yes No
If yes and the applicant has a specific facility under consideration, identify past or current usage and/or neighborhood.
Desired Location(s): _____

Note: Prior to opening and serving students, the adult education charter holder must provide the TEA with the Certificate of Occupancy with an E rating for their facility. The certificate must be issued by the appropriate local authority.

LABEL YOUR RESPONSE, FACILITIES AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

FACILITIES

Goodwill owns its main campus and headquarters located at 1015 Norwood Park Blvd., Austin, Texas 78753, referred to as the Goodwill Community Center (hereinafter "GCC"). The GCC is located within a key demographic area for our identified student population. Based on its location, the relationship that will exist between Goodwill and the Excel Center, and the

ability to convert existing owned space to accommodate the school through construction renovation, the GCC has been identified as the best location for the Excel Center. Capital Metro maintains a bus stop in front of the main entrance. The site is located off of Anderson Lane/Hwy 183 on the south side and Interstate 35N on the east side. No real estate brokers or consultants were involved in connection with this decision. Architectural and design consulting and space planning is being performed by Marc Bove, principal of the Bommarito Group.

Goodwill owns the facility designated as the location for the Excel Center. The building was built in 2003- 2004 by Goodwill Industries of Central Texas and houses its main administrative offices (executive, accounting, IT, human resources and training, development and marketing, property and maintenance). Also located at the site are mission services offices and programs, training classes for clients and stakeholders for skills training, a Goodwill retail store and a Computer Museum. The space as built and as renovated in 2013 is approximately 110,000 square feet and sits on 8 acres of land. There are currently 273 parking spaces. The building meets current City of Austin code requirements, has been subject to TDLR regulatory reviews and complies with all applicable local health and safety requirements. Any renovations or construction undertaken to accommodate The Excel Center will be subject to approval of city planning review procedures before construction commences and before the space is occupied as renovated.

The site will be a suitable facility for the proposed charter school thanks to the building structure and layout, site plan, access to public transportation and major roadways and demographics. The Excel Center will be located in the first level of building A as identified on the site plan included as Attachment T. The space is 12,000 square feet total and currently contains classrooms and conference rooms. The site plan of the GCC allows The Excel Center to have a completely separate entrance and to separate the identified space from operations in the rest of the facility. There will be 9 classrooms with square footage per classroom of between 400 square feet and 700 square feet. The 12,000 square feet will contain an admission office, Head of School office, meeting space, secured child drop-in center, student lounge and private study areas, breakroom, faculty lounge, teacher offices and life coach/counselor offices.

The Excel Center will house a computer lab that has space for 20 computers and a science lab that will accommodate classes of 15 students. All other classrooms will be multi-purpose and will support between 10 - 20 students at any given time. Two of the classrooms will be adjoined by a moveable wall. This will allow the classrooms to be opened up and used as needed for larger assemblies or group meetings. The GCC building sits on 8 acres of land with sufficient exterior space to enable students to take breaks outside and still feel they are attending school in a self-contained campus. The Excel Center is located to many shopping centers and restaurants for easy access for meals.

Financial Plan

1. Describe the systems, policies, and processes the school will use for financial planning, accounting, purchasing, and payroll, including a description of how it will establish and maintain strong internal controls and ensure compliance with Generally Accepted Accounting Principles (GAAP) and all financial reporting requirements.
2. Describe the roles and responsibilities of the school's administration and governing board for school finances and distinguish between each.

3. Describe the school's plans and procedures for conducting an annual audit of the financial and administrative operations of the school.
4. Describe how the school will ensure financial transparency to the TEA and the public, including its plans for public adoption of its budget and public dissemination of its annual audit and annual financial report on its website.
5. Describe any business services to be outsourced, such as payroll and auditing services, including the anticipated costs and criteria for selecting such services.
6. Provide, as Attachment U, the following documents for the sponsoring entity:
 - a. For organizations in existence for one or more years: a copy of the most recent *unqualified audit report*.

-OR-

For organizations less than one year old: If an audit report is not available, provide an *unaudited financial report* that includes a statement of financial positions, a statement of activity, and a cash flow statement (inception to date). Use the format provided in the most recent version of the Financial Accountability System Resource Guide, Special Supplement-Charter Schools (Module 10) found at <http://www.tea.state.tx.us/index4.aspx?id=1222>.

- b. A credit report of the sponsoring entity. *If the sponsoring entity was incorporated after January 1, 2012, you are not required to provide a credit report and may instead provide a statement that, "No documents are being provided because the sponsoring entity was incorporated after January 1, 2012." If the entity was incorporated prior to January 1, 2012 but has no credit history, a response from one of the credit rating agencies must be attached indicating the entity has no credit history.*
 - c. The sponsoring entity's most recently filed (IRS) Form 990, Form 990-N, or Form 990-EZ. If a Form 990 is not available, provide a statement that explains why a Form 990 (990-N) is not available.
7. Provide the completed *Financial Plan Workbook* as Attachment V. In developing your budget, please use the per-student revenue projections outlined in the TEC 29.295.
8. As Attachment W, present a detailed *Budget Narrative* which includes description of assumptions and revenue estimates, including, but not limited to, the basis and calculations for revenue projections, staffing levels, and expenditures. The narrative response should specifically address the degree to which the school/campus budget will rely on variable income (e.g., grants, donations, fundraising).
 - a. Indicate the amount and sources of funds, property or other resources expected to be available through banks, lending institutions, corporations, foundations, grants, etc. Note which are secured and which are anticipated, and include evidence of commitment for any funds (e.g. grant award letters, LOIs, or loan agreements). Explain the basis for assumptions around unsecured/anticipated funding sources. Demonstration of the amount and source of funds must include the \$1 million dedicated to the adult education pilot program.
 - b. Discuss the school's contingency plan to meet financial needs if anticipated revenues are not received or are lower than estimated.
 - c. Provide a detailed year one cash flow contingency, in the event that revenue projections are not met in advance of opening.

LABEL YOUR RESPONSE, FINANCIAL PLAN AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

FINANCIAL PLAN

Financial Planning: The Excel Center will follow a planning and budgeting process that is compliant with the requirements of The Texas Education Agency. Planning will include identification of education programs to be offered, input from key stakeholders, identification of cost for required programs, and identification of available resources to provide desired programs. The Goodwill Education Board (GEB) and the Head of School will establish the requirements for the budget process to include specific roles and responsibilities. The budget will be prepared by staff and adopted by the GEB to the Goodwill Board of Directors by the deadline set by the State Board of Education, currently August 31. Expenditures will be continually monitored against budget and any required budget amendments will be approved by the governing board before implemented. GEB and Goodwill Board minutes will be used to record adoption of and amendments to the budget and will include a description of approvals and copies of the items adopted. Planning, preparation, and evaluation will be an ongoing and systematic process to ensure the most effective use of financial resources.

Accounting: The Excel Center will follow Generally Accepted Accounting Principles (GAAP). The accounting records of the Excel Center will be maintained separately from those of the sponsoring organization. The financial accounting system adopted will include a standardized account code structure and conform to the minimum requirements issued by the State Board of Education.

Purchasing: Control over the expenditure of funds is a critical component of financial accountability. A process for purchasing that captures required elements in a streamlined and efficient way will be developed. The process will be continually monitored for potential improvement. This process will be documented as a part of the Accounting Policy and Procedure Manual in the Purchasing section and will include at a minimum the following elements:

- Responsibilities (defined by position, staff training)
- Procedure (vendor selection, procurement, purchase orders, required documents, receiving process, document flow and retention, administrative review)

Payroll: The Excel Center will design and implement a payroll process to ensure compliance with applicable regulations. Pay dates will be established that provide for at least monthly payroll for employees exempt from overtime pay provisions of the Fair Labor Standards Act of 1938 and for at least twice monthly payments for employees not exempt from overtime pay provisions. Notices will be posted of the pay dates for employees to view. Wages will be paid in United States Currency, negotiable check, or electronic transfer. Employees must agree to any other form of payment in writing. Detailed procedures for payroll processing will be included in the Accounting Policy and Procedure and Manual.

Internal Control: A strong system of internal control and continual monitoring are essential to the protection of public funds. The Excel Center will develop an Accounting Policy and Procedure Manual including but not limited to: Budget Preparation; Budget Amendments; Financial Reporting; State and Federal Reporting; Financial Audit; Chart of Accounts; Segregation of Duties; Depository Contract; Records Retention and Protection; PEIMS Data Standards; Bank Account Reconciliation; Accounts Payable; Accounts Receivable; Purchase Orders; Cash Control; Disbursements; Procurement Cards; Donated Property; Capital Assets;

Depreciation; Purchasing and Procurement; Contract Signing Authority; Insurance; Employee Access; Nepotism; Conflict of Interest; Capital and Operating Leases; and Mandatory Vacations. The Accounting Policy and Procedure Manual will be updated periodically to ensure compliance with State and Federal regulations. It will also be reviewed and approved by the board at least annually. School officials are responsible for adherence to policy and procedure.

Financial Reporting: The Excel Center recognizes the importance of proper accounting for and reporting on funds received and disbursed and will implement sound accounting procedures and internal controls documented by an Accounting Policy and Procedure Manual. The financial officer of the school is a CPA with over 20 years of accounting experience in government and nonprofit both in an audit and industry capacity. The Excel Center will provide monthly financial reporting to the GEB and Goodwill Board including basic financial statements, schedules of expenses and budgetary comparisons. The Excel Center will comply with all financial reporting requirements applicable to the school including submission of an annual financial audit and a financial and compliance report approved by the GEB and certified by the Goodwill Board with appropriate signatures of officers and indication of approval or disapproval of the contents of the report. The contents of the report will include at a minimum:

- * Sponsoring Organization (Independent Auditor's Report, Statement of Financial Position, Statement of Activities, Statement of Cash Flows, Notes to the Financial Statements)
- * Excel Center (Statement of Financial Position, Statement of Activities, Statement of Cash Flows, Schedule of Expenses, Schedule of Capital Assets, Budgetary Comparison Schedule)
- * Report on Compliance and on Internal Control Over Financial Reporting Based on an Audit of Financial Statements Performed in Accordance with Government Auditing Standards
- * If Applicable: Report on Compliance with Requirements Applicable to Each Major Program and Internal Control over Compliance in Accordance with OMB Circular A-133; Schedule of Findings and Questioned Costs; Corrective Action Plan; Schedule of Expenditure of Federal Awards and related notes

The Senior Vice President of Mission Services (SVP-MS), Head of School, and the Financial Officer are responsible for the planning and development of the budget and daily adherence to financial accounting and reporting requirements. The School Board maintains according to Texas Administrative Code §100.1101 non-delegable duties of final authority to adopt and amend the budget and to authorize the obligation and expenditure of public funds and use of public property.

The Head of School and the Financial Officer are responsible for the safekeeping of public records and the GEB will maintain a superior right of control, possession, and immediate access to these records.

The SVP-MS, Head of School and the Financial Officer are responsible for compliance with policy and procedure outlined in the Accounting Policy and Procedure Manual, monthly financial reporting to the GEB, quarterly reporting to the Goodwill Board and scheduling and coordination of the annual financial audit. The Goodwill Board maintains the final authority to approve the audit reports. The Goodwill Board has the final authority to employ, direct,

evaluate, set compensation and renew or terminate employment for the Chief Executive Officer.

The Excel Center will engage an independent certified public accountant to perform an annual financial audit of the school. The audit will include all required documentation and testing including that of PEIMS data and any applicable single audits for state and federal funding. The audit testing will also include tests of documentation of the training hours required by TAC §§100.1102 through 100.1106 relative to members of the governing body and school officers and business managers. Any failure to comply with the education requirements must be separately disclosed in the audit report. The annual audit is to be completed no later than 150 days after the close of the fiscal year. The engagement letter with the audit firm will require that the firm maintain audit working papers for five years.

The Excel Center will ensure financial transparency to the TEA and the public. The school budget will be adopted on an annual basis. Ten days prior to the board meeting to adopt the budget, the board president will give public notice in a newspaper of the meeting and the school will post a summary of the budget containing required elements of comparison and function areas on their website and have copies available in the school office. Any taxpayer in the district has the right to attend and participate in the board meeting. Annual Financial Reporting and the Annual Audit Report will be posted on the school website.

The Excel Center plans to use WebSmart software and Finance and Student Information Services back office services provided by JR3. The rates for these services are set at four percent of annual state revenue. The selection of this software and service provider was based on recommendations of users, reputation, expertise in the field and the reasonableness of cost.

Goodwill's most recent unqualified audit report is included as Attachment U.

Completed Financial Plan Workbook is included as Attachment V.

Response provided at Attachment W.

Goodwill will provide use of facilities at no cost to the school. Goodwill anticipates spending \$747,000 to build out the facility and equip it for school operations. Goodwill will also provide the funding for all start up costs for the school estimated at \$334,870 and an initial reserve of \$500 per student or \$75,000 for a total initial investment of \$1,156,870. Goodwill will provide this investment from operating funds and will also actively seek out other sources of funding to support the school.

If anticipated revenues for the school are lower than anticipated, Goodwill has a detailed contingency plan to delay expenditures on capital projects in other mission service areas to ensure that the school is funded to provide for student success.

Goodwill developed a risk assessment and contingency plan during budgeting for the 2014 calendar year to ensure that cash would be available to fund the charter school should anticipated organizational revenues not meet plan. Of the \$7 million dollar mission services budget, Goodwill anticipated that 2% of these revenues represent funding that could be re-allocated from other mission services to the pilot charter. Moreover, Goodwill has obtained a

verbal commitment from BBVA Compass for a \$1,000,000 loan to fund the capital improvements and start up costs for the pilot charter should that cash not be provided from operations of Goodwill.

Business Management Capacity

1. Identify the key members of the school's business leadership team. Identify only individuals who will play a substantial and ongoing role in school/campus development, governance, and/or management, and will thus share responsibility for the school's financial success. These may include current or proposed governing board members, the school leadership/management team, and any essential partners who will play an important ongoing role in the school's development and operation. Do not discuss individuals or groups whose contributions are limited to the development of this application. Describe the team's individual and collective qualifications for implementing the Business Plan successfully, including capacity in areas such as the following:
 - a. Financial management;
 - b. Fundraising and development; and
 - c. Accounting and internal controls.
2. Describe the sponsoring entities' capacity and experience in facilities acquisition and management, including managing build-out and/or renovations, as applicable.

LABEL YOUR RESPONSE, BUSINESS MANAGEMENT CAPACITY AND TYPE YOUR RESPONSE IN THE BOX BELOW, IT WILL EXPAND AS NEEDED.

BUSINESS MANAGEMENT CAPACITY

The financial success of The Excel Center is the responsibility of the members of the school board, the Superintendent, the Senior Vice President of Mission Services and the Head of School. JR3 is a contracted entity responsible for supporting financial compensation in accordance with PEIMS student attendance and accounting requirements.

The Directors of the Goodwill Board and the Goodwill Education Board bring more than 60 years of collective business and financial management experience with large corporations, nonprofits and government entities. The Superintendent has grown Goodwill to an \$84M organization in the past 15 years - an increase of \$68M, tripled client services, and earned multiple accreditations.

Financial management, accounting and internal controls are under the responsibility of Goodwill's Vice President of Financial Services who holds a BBA, CPA and CGMA and has served in her current position for 10 years with more than 20 years of audit and accounting experience.

Fundraising and development is directed by the Senior Vice President of Community Engagement (SVP-CE). Having served Goodwill for more than six years, the SVP-CE holds a BA and CFRE and brings more than 18 years of experience in development and marketing. Goodwill currently raises more than \$8M per year and is committed to raising additional resources to meet the demands of our diverse student population.

Goodwill owns and or leases over 600,000 square feet of office, classroom, retail, warehouse, and industrial space. For the past 15 years, Goodwill has managed its owned and leased properties through its in-house maintenance department and commercial services janitorial department. They are responsible for all building maintenance and repairs, cleaning,

landscaping, and security. Since 2006, Goodwill has had a dedicated property department which includes a full in-house maintenance team. The Vice President of Property Services leads this team and brings more than 20 years experience in leasing, real estate development, property management operations, design and construction.

Eligibility Determinations

Eligibility Determinations

Articles of Incorporation and current bylaws are included as Attachment C.

Internal Revenue Service

Department of the Treasury

District
Director

1100 Commerce St., Dallas, Texas 75242

Goodwill Industries of
Central Texas
300 North Lamar Blvd.
Austin, TX 78703

Person to Contact:

EO Technical Assistant
Telephone Number
(214) 767-3526

Field Reply to
EO: TPA: 4940DAL

Date:

JUL 27 1989

Employer Identification
Number: 75-1322808

Dear Sir or Madam:

Our records show that Goodwill Industries of Central Texas is exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code. This exemption was granted October 1960 and remains in full force and effect. Contributions to your organization are deductible in the manner and to the extent provided by section 170 of the Code.

We have classified your organization as one that is not a private foundation within the meaning of section 509(a) of the Internal Revenue Code because you are an organization described in section 170(b)(1)(A)(vi).

If we may be of further assistance, please contact the person whose name and telephone number are shown above.

Sincerely

J. Flowers
EO Technical Assistant



U. S. TREASURY DEPARTMENT
INTERNAL REVENUE SERVICE
DISTRICT DIRECTOR
AUSTIN, TEXAS

October 25, 1960

IN REPLY REFER TO
AUS-EO-60-110
As HJ 8/nh

Goodwill Industries of Austin, Inc.
107 E. 5th Street
Austin, Texas

Gentlemen:

Based on evidence presented you are organized and operated exclusively for charitable purposes, and are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954, for the year 1959, et seq.

You are not required to file income tax returns unless you change the character of your organization, the purposes for which you were organized, or your method of operation. Any such changes should be reported to us immediately. However, you must file an annual information return, Form 990-A.

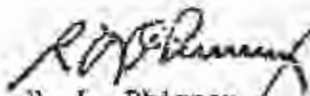
Contributions made to you are deductible by the donors in computing their taxable net income in the manner and to the extent provided by section 170 of the 1954 Code.

Bequests, legacies, devises, or transfers to or for your use are deductible in computing the value of the net estate of a decedent for estate tax purposes in the manner and to the extent provided by sections 2055 and 2106 of the 1954 Code. Gifts of property to you are deductible in computing net gifts for gift tax purposes in the manner and to the extent provided in section 2522 of the 1954 Code.

You are not liable for taxes under the Federal Insurance Contributions Act unless you have filed a certificate of waiver of exemption under section 3121(k) of the 1954 Code. Section 3306(c) provides for your exemption from Federal unemployment tax.

Your exemption will be revoked if any substantial part of your activities consists of carrying on propaganda or otherwise attempting to influence legislation, or if you participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

Sincerely yours,


R. L. Phinney
District Director

Borrower will furnish to SBA for the twelve (12) month period ending each fiscal year and every fiscal year and thereafter (no later than two (2) months following the expiration of any such period) and at such other times and in such form as SBA may prescribe. Borrower's financial and operating statements. Borrower hereby authorizes all Federal, State and municipal authorities to furnish reports of examinations, records, and other information relating to the conditions and affairs of Borrower and any desired information from reports, returns, files, and records of such authorities upon request therefor by SBA.

(d) Borrower shall not execute any contracts for management consulting services without prior approval of SBA.

(e) Distributions and Compensation.—Borrower will not, without the prior written consent of SBA, (a) if Borrower is a corporation, declare or pay any dividend or make any distribution upon its capital stock, or purchase or retire any of its capital stock, or consolidate, or merge with any other company, or give any preferential treatment, make any advance, directly or indirectly, by way of loan, gift, bonus, or otherwise, to any company directly or indirectly controlling or affiliated with or controlled by Borrower, or any other company, or to any officer, director or employee of Borrower, or of any such company, (b) if Borrower is a partnership or individual, make any distribution of assets of the business of Borrower, other than reasonable compensation for services, or give any preferential treatment, make any advance, directly or indirectly, by way of loan, gift, bonus, or otherwise, to any partner or any of its employees, or to any company directly or indirectly controlling or affiliated with or controlled by Borrower, or any other company.

(f) Other Provisions.

(1) Note (SBA Form 147) and all loan documents to be executed by corporate officers authorized to incur the debt in a Resolution of the Board of Directors.

(2) Prior to first disbursement, Borrower shall provide evidence that hazard insurance coverage has been purchased as follows:

a. Fire and extended coverage on contents in amount of \$160,000.

b. Fire and extended coverage on building in amount of \$1,300,000.

A certificate or memorandum of the policy must be furnished to SBA naming SBA as loss payee.

(3) Exception permitted in Counsel's opinion as to validity of lien on real estate for any amount in excess of that expended for construction.

(4) Borrower and/or contractor must obtain interim financing separate from the loan by SBA. Proceeds of the loan for the purpose of construction to be disbursed upon after (a) completion of construction; (b) execution by Borrower and Contractor of an affidavit that construction is complete in accordance with final plans and specifications and that all bills have been paid; (c) transfer of all liens by the Interim Lender to SBA; (d) receipt by SBA of a satisfactory information letter from the Mortgagee Title policy issuer if such a policy is required under Section 3.(c) of this Authorization; and (e) execution of SBA Form 601 (Applicant's Agreement of Compliance) by Borrower and Contractor.



February 6, 2014

Texas Charter School Administration
1701 North Congress Avenue
Austin, TX 78701

To Whom It May Concern:

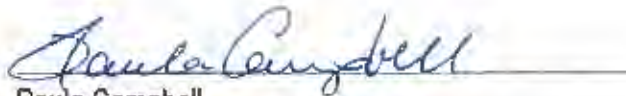
At a full board meeting on Wednesday, January 22, 2014, the Board of Directors of Goodwill Industries of Central Texas approved the 2014 Operating Budget which contained a start-up capital investment of \$1.1 million and ongoing financial support for a proposed charter school, The Excel Center.

Sincerely,



Mark Finger
Board Chair, Goodwill Industries of Central Texas

2-10-14
Date



Paula Campbell
Treasurer, Goodwill Industries of Central Texas

2/10/14
Date

Generating lifelong connections to WORK.



21 GOODWILL INDUSTRIES OF CENTRAL TX
 OPERATING ACCOUNT
 1015 NORWOOD PARK BLVD
 AUSTIN TX 78753-6808

Contacting Us

Available by phone 24/7

Phone 1-800-266-7277

Online bbvacompass.com

Write BBVA Compass
 Customer Service
 P. O. Box 10556
 Birmingham, AL 35296

Summary of Accounts

Deposit Accounts/ Other Products

Account	Account number	Ending balance last statement	Ending balance this statement
TREASURY MANAGEMENT ANALYSIS CHECKING	0014002308	\$558,133.29	\$1,184,985.68
Total Deposit Accounts:		\$558,133.29	\$1,184,985.68

463-1-578-25158

Eligibility Determinations

Goodwill has demonstrated expertise in implementing educational programs, ranging from tutoring to basic literacy to certification/skills attainment. These programs include:

- Workforce Investment Act (WIA) Youth Services, funded by Workforce Solutions Capital Area since 1999, provides academic tutoring, internships, case management, support services, GED tutoring and testing assistance, job placement, and vocational skills training to over 600 at-risk youth between the ages of 14-21 each year. The program must adhere to stringent performance measures, including attainment of degree or certificate, placement in employment or postsecondary education, and improvements in literacy and numeracy. WIA Youth services not only consistently exceeds challenging performance measures, but has also been ranked in the top five programs in the state from 2010 - 2013. In the last six years, all three performance measures were exceeded, including educational achievement (attainment of degree/certificate, including GED & HS diploma) of 77.13%, placement in employment or education (75.11%), and literacy & numeracy gains (81.25%). The program successfully supported 122 individuals to graduate from GED or high school in 2013.
- Goodwill's GED program, through tutoring and testing assistance, has helped 76 in 2012 plus 85 in 2013 youth and adults to earn their GED in the last two years. A GED Instructor works with students individually and in small groups to master critical elements of each of the five required GED exams.
- College readiness preparation (study skills, financial aid assistance, navigating "college life") which is provided by Career Readiness Training Instructors and Case Managers. Sixty percent of individuals who completed college readiness preparation achieved success during their first year of postsecondary education or training.
- The Goodwill Career Academy (GCA), founded in 2012 in partnership with Workforce Solutions Capital Area and Austin Community College, enables low-income individuals to complete education leading to vocational skills certifications in high-growth and high-demand industries such as Accounting/Bookkeeping, Administrative Assistant, Heating/Ventilation/Air Conditioning (HVAC) Technician, Commercial Drivers License (CDL), Machinist, Apartment Maintenance, Nursing Assistant, and PC Technician. Goodwill works closely with area employers to develop these educational offerings that meet their need for a highly-trained workforce while allowing students to gain valuable, marketable career skills. The program has grown exponentially and new courses continue to be developed. In the 18 months of GCA's existence, 239 individuals have enrolled in education/training. 208 completed training (87%). 147 (71%) of those have secured employment, with an average wage of over \$10/hr. GCA students often are facing multiple challenges to education and employment, including intergenerational poverty, single parenting, criminal histories, prior substance abuse, sporadic work histories, child care barriers, and disabilities.

- Reach for Success, a pilot GED and literacy tutoring program for students with very low literacy levels (between 5th and 7th grade) funded by Austin Community Foundation, demonstrated strong initial success, with 31 students demonstrating increased literacy levels, 10 students earning their GED, and 9 enrolling in or completing postsecondary education or training (goals were 20/10/10).

Attachment A – Management Contract

Attachment A is not applicable

The Excel Center will not be utilizing a management company.

**Attachment B – Board Member
Information Form**

ISSAM "SAM" BAKIR, CFP®



Sam Bahir, a Certified Financial Planner, has been president of TNT Financial Services, Inc., located at 106 North Mays Street in Round Rock, Texas 78664, since 1989.

Sam offers full service financial planning to individuals and small business owners, specializing in qualified plans as well as tax planning, retirement planning, estate planning, succession planning and employee incentives.

He graduated from The University of Texas, BSEE, in 1972 and in 1974 he travelled to the Middle East to work with a Houston based company who were consultants to the Oil Consortium where he worked on the design of petrochemical plants. Later while working for a Dutch company, also consultants for the Oil Consortium, he became a specialist in cathodic protection. 1978 Sam managed the Middle East operations for international companies based in the UK and Switzerland. Sam returned to Texas in 1987 where he made a career shift to the financial industry. In 1992 he earned his CFP® designation (Certified Financial Planner) after completing required courses from the College of Financial Planning.

Sam co-founded The Austin Associate Society of The Institute of Certified Financial Planners and served as president for three years. He was instrumental in negotiating a merger between the local chapters of The Institute of Certified Financial Planners and The International Association of Financial Planners. He also served as the President and Chairman of the Greater Austin Financial planning Association. He co-founded The Lone Star Planner's Conference and took a leading role in planning the conference for three years. This conference covered financial planners from the entire State of Texas.

He was a founding member of the Central Texas Financial Literacy Coalition and taught classes on the subject. He has been a speaker at The Texas Association of Business Brokers Annual Convention in Dallas, and at their regional meeting in San Antonio where he presented case studies to members and associates which included lawyers, CPAs, and other professionals. Sam has a great deal of expertise in retirement plans and stays up to date on the latest IRS regulations and plan designs. He has been a speaker on Qualified Plans to the Financial Planning Association.

Sam is active in the Rotary Organization and has served as President of the Rotary Club of Austin-Silicon Hills. For the last 10 years he has been an investor in the Momentum Club which is a sister club to The Round Rock Chamber of Commerce, and he is currently serving on the Board of the Texas Asian Chamber of Commerce and the Texas Asian Foundation.

Sam works closely with business owners and professionals on all aspects of financial planning which includes tax reduction, retirement, distribution, exit and estate planning strategies. Sam helps business owners plan for the single most critically important financial event of their life, the transition out of their business.

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

- Member of the governing body of the sponsoring entity
- Member of the governing body of the charter school
- School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Issam Mahmoud Bakir

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: _____

Maiden name (if female): _____

Other names used at any time: Sam

3. Current home address: 24 Woodland loop, Round Rock, Texas 78664

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas)

4. Current home telephone number: 512-255-1204

5. Education: Dates, Names, Locations and Degrees

College: University of Texas at Austin, BSEE 1972

Graduate Studies: _____

Others: _____

6. List membership(s) in professional societies and associations:

Financial Planning Association (FPA); National Association Of Insurance And Financial Advisors (NAIFA); Financial Services Institute (FSI);

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

President 1989 to present
TNT Financial Services, Inc.
105 East Main Street
Round Rock, Texas 78664

Managing partner 2011 to present
TNT Asset Management, LLC
105 East Main Street
Round Rock, Texas 78664

8. List all businesses or organizations of which you are a partner or in which you have a minority interest:

TNT Financial Services, Inc.
TNT Asset Management, LLC

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

None

10. List all previous experience with any charter school management company including dates, management company, address and position held:

None

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

Insurance License 1987 to present
General Securities license (series 7) 1989 to present
Series 24 1991 to present
Certified financial planner 1992 to present

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive:

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

[Empty box for number of times adjudged bankrupt]

Date of each bankruptcy judgment:

[Empty box for date of each bankruptcy judgment]

Description of the circumstances surrounding each bankruptcy:

[Empty box for description of circumstances surrounding each bankruptcy]

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

[Empty box for details if applicable]

Dated and signed this 10th day of February, 2014.
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

[Signature]

(Signature of Affiant)

VERIFICATION

State of TEXAS

County of TRAVIS

On this day, Issam Mahmoud Bakir (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 10th day of February, 2014.

(SEAL)



[Signature]
(Notary Public)

My commission expires 2/21/17



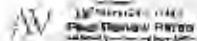
Partner, Austin

STRASBURGER & PRICE, LLP

600 Congress Avenue
Suite 1800
Austin, Texas 78701-2974

512.499.3650
512.636.5734 direct fax

f:francine.breckenridge@strasburger.com



FRANCINE W. BRECKENRIDGE

- Labor & Employment
- Litigation
- Insurance Litigation & Counsel
- International: Trade / Transportation
- Governmental Law
- School Law
- Housing Authorities

Francine Breckenridge is a Board Certified labor and employment attorney practicing primarily in labor and employment law as well as commercial litigation, with significant experience in both state and federal court. She works extensively in drafting employment manuals, employment agreements, releases, and other types of employment contracts. Francine frequently conducts training seminars for managers and non-managerial employees on important issues confronting today's work force. She is a frequent speaker on important employment and labor topics and has published several articles in conjunction with her lectures and has experience in complex insurance coverage disputes. She routinely defends clients in a variety of complex commercial disputes.

Francine handles arbitrations, Fair Labor Standards Act (FLSA) and Department of Labor (DOL) audits, Equal Employment Opportunity Commission (EEOC) and related state statute claims, Texas Workforce (TWC) claims, Occupation Safety & Health (OSHA) matters and assisted employers during Bureau of Immigration and Custom Enforcement (ICE) investigations.

REPRESENTATIVE EXPERIENCE

Francine counsels and represents companies in all areas of labor and employment law, and in a variety of business disputes. Her extensive experience includes:

- Successfully drafted and defended several non compete agreements and provisions.
- Successfully obtained summary judgment for publically traded company in suit involving racial discrimination, FLSA, equal pay act, retaliation and other related claims.
- Successfully negotiated reasonable settlement mid-trial in a breach of contract, quantum meruit suit.
- Successfully negotiated settlement with OSHA and Plaintiff on behalf of client that had a fatality at its facility.

- Successfully defeated a Temporary Injunction request, attempting to enforce an invalid non-compete restricting clients from working in their profession.
- Participated in a variety of insurance coverage disputes.
- Counsel and litigation in all aspects of employment related matters such as race, age, disability and discrimination charges, wrongful termination, wage and hour claims, Fair Labor Standards Act claims.
- Participated in several: 1) OSHA audits; 2) Bureau of Immigration and Custom Enforcement investigations and audits; 3) Department of Labor investigations and audits; 4) internal investigations concerning allegations of violations under Title VII, The Texas Commission on Human Rights Act (TCHRA) and the Texas Labor Code.
- Advice and representation regarding misappropriations of trade secrets, unfair and non-competition matters, qui tam litigation, whistleblower statutes and Sarbanes-Oxley issues.
- Counseling individual employees on EEOC matters, conducting internal investigations into allegations of discrimination and provided training to managers and non managers on various EEOC matters.
- Preparing and arguing appeals before state and federal appellate court.
- Handling multi-plaintiffs class actions on the defense side.

PUBLICATIONS AND PRESENTATIONS

Co-presenter. *The ADAA and FMLA Explained*. Strasburger Employment Law Breakfast Series. 26 May 2010.

Stopping Sexual Harassment, A Legal Forum on Employment Law. San Antonio, Texas. Sept. 2005; and Austin, Texas. June 2005.

Employment In the Workplace, A Legal Forum. Houston, Texas. Jan. 2004; and Austin, Texas. Aug. 2004.

Privacy in the Workplace - Is Big Brother Watching? State Auditor's Office. Austin, Texas. Feb. 2004; and June 2004.

The Employment Process: Hiring Without Liability - Practical Applications of Employment Law. Sterling Educational Services Seminar. Austin, Texas. May 2004.

Fair Labor Standard Act Issues. General Counsel Forum. Dallas, Texas. Oct. 2004.

How to Avoid Pitfalls and Problems under the Fair Labor Standards Act. The National Industrial Transportation League and Transportation Intermediaries Association. Fort Lauderdale, Florida. Nov. 2003.

Handling Harassment. Lorman Education Services. Austin, Texas. July 2002; and Houston, Texas. Nov. 2002.

Hiring and Firing. Ninth Annual Advanced Employment Law Course. Houston, Texas. Feb. 2001.

An Overview of Texas Law, A State by State Employment Law Guide. Defense Research Institute, Jan. 2001

The Employment Process: Hiring Without Liability. Sterling Educational Services Continuing Legal Education, LLC, 2004.

How to Avoid Pitfalls and Problems Under the Fair Labor Standards Act. The National Industrial Transportation League, 2003.

Handling Harassment - Human Resource Audits in Texas. Lorman Business Center, Inc. 2002.

Hiring and Firing: Without Impunity and Without Liability One Can Only Hope! State Bar of Texas, 2001.

Suing and Defending Public Employees Including First and Fourteenth Amendment Claims. State Bar of Texas, 1999-2000.

PROFESSIONAL AFFILIATIONS

- Board Certified in Labor and Employment Law by the Texas Board of Legal Specialization (2011)
- Admitted, Texas: U. S. District Court for the Northern, Southern, Eastern, Western Districts
- Admitted, U. S. Court of Appeals for the Fifth Circuit
- Austin Young Lawyers' Association
- Austin Bar Association (Litigation and Labor and Employment Law Sections)
- American Bar Association (Labor Law Section)
- State Bar of Texas (faculty member for the Advanced Employment Law Course 2001, 2001)
- Fellow, Texas Bar Foundation
- Francine served as an intern to the Hon. Walter Smith, U. S. District Court, Western District of Texas, in the Spring of 1991

EDUCATION

Baylor University School of Law, J.D. 1992
*Order of the Barristers, top ten speaker in Moot Court Competition,
Phi Delta Phi Member.*

The University of Texas at Austin, B.A. 1981, *with honors*

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

- Member of the governing body of the sponsoring entity
- Member of the governing body of the charter school
- School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space herein is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Francine Breakenridge

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: Marriage

Maiden name (if female): Wilkins

Other names used at any time: _____

3. Current home address: 4404 Deepwoods Drive Austin Texas 78731

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-356-9712

5. Education: Dates, Names, Locations and Degrees

College: Bachelor of Arts, University of Texas at Austin 1981

Graduate Studies: Juris Doctor, Baylor University School of Law, Waco, Texas 1992

Others: Licensed in the 5th Circuit and all federal districts in Texas

6. List membership(s) in professional societies and associations:

Board Certified in Labor and Employment law; Life Fellow in the Texas Bar Foundation; member of Travis County Labor and Employment law section

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

Strasburger and Price, 720 Brazos Street STE 700, 78701-2531; 512-499 3630; Current position: Partner; former position Senior Counsel

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

See above

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/chapter holders, addresses and positions held:

None

10. List all previous experience with any charter school management company including dates, management company, address and position held:

None

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

Law License- 1992

Licenses to practice in the Western, Eastern, Southern, and Northern Districts of Texas and the 5th Circuit- 1992

Texas Real Estate and Brokers License- 1982-1990; lapsed as I did not renew because I enrolled in law school.

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive:

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude, a felony, an offense listed in TEC 37.007(a), or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

Date of each bankruptcy judgment:

Description of the circumstances surrounding each bankruptcy:

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

Dated and signed this 5th day of Feb, 2014
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.


(Signature of Affiant)

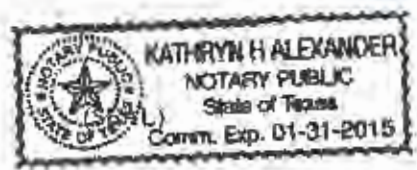
VERIFICATION


State of TEXAS

County of TRAVIS

On this day, FRANCINE W. BRECKENRIDGE (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 5TH day of FEBRUARY, 2014.




(Notary Public)

My commission expires 1-31-2015

Paula J Campbell

5916 Gorham Glen Ln. ■ Austin, TX 78739 ■ Phone: 512-423-1806 ■ Email: pcampbell11@austin.rr.com

Career Goal: Healthcare Accounting

Dedicated executive with experience developing and implementing financial systems, strategies, processes and controls to facilitate company growth. Proven track record in building systems and best practices, cost-reduction, capital procurement, and joint ventures in the healthcare industry. Strive to bring value to a top quality company and seek opportunities to create value for a winning team through hard work and loyalty.

Experience

SETON HEALTHCARE FAMILY — AUSTIN, TX

5/1998 TO PRESENT

Associate CFO and VP of Finance

Oversee finance reporting and planning functions for the leading provider of healthcare services in Central Texas. Supervise staff while performing long range financial planning, financial analysis, performance goals establishment, A/P, cash management, budgeting, projections, and payroll. Develop and manage relationships and strategize to strengthen overall financial performance.

Key results:

- Improved integrity of financial reporting and assimilated new acquisitions.
- Developed robust financial planning process that includes mid-month forecasts, rolling five quarter forecasts, annual operating plan and five year long range financial plan.
- Implemented cost accounting system and improved analytics for improvement opportunities, capital planning and service line management.
- Liaison with Ascension Health financial staff for Seton in financial reporting and planning. Served on multiple workgroups to improve integrity and consistency.
- Evaluated joint venture opportunities and performance.
- Serve on multiple Seton committees to evaluate strategy, new business initiatives and monitor performance.
- Developed capital plans resulting in approval and construction of three new hospitals and expansion of others.

TEXAS HEALTH RESOURCES— DALLAS, TX

9/1997 to 5/1998

CFO and VP of Finance for Presbyterian Hospital of Dallas

Selected for newly created CFO position after the merger of Presbyterian Healthcare System and Harris Methodist Health System, forming Texas Health Resources. Presbyterian Hospital is a 655-bed hospital with budgeted net revenues of approximately \$300 million in 1998.

Key results:

- Facilitated merger of financial activities from Presbyterian system into merged system.
- Developed stand alone financial structure to support Presbyterian Hospital of Dallas

PRESBYTERIAN HOSPITAL OF DALLAS

1990 - 1997

Director of Financial Planning and Operations

Presbyterian Healthcare System was a network of four acute care hospitals, a retirement village and multiple joint ventures. Responsibilities included budgeting, strategic financial planning, cost accounting, accounts payable, payroll and property accounting for the Network. Additional duties included serving as finance liaison to Presbyterian Hospital of Dallas, which entailed participation in senior management meetings, coordination of financial requests with the centralized finance functions in Business Office, General Accounting, Reimbursement and Network CFO.

LEONARD ENTERPRISES — FORT WORTH, TX

1983 - 1990

Controller

Leonard Enterprises was a family-owned business, with consolidated net worth of \$80 million. Business ventures included oil and gas, agriculture, hotel and real estate joint ventures. Responsibilities included general accounting, tax return preparation, cash and debt management, budget and information systems.

Paula J Campbell

5916 Gorham Glen Ln. ■ Austin, TX 78739 ■ Phone: 512-423-1806 ■ Email: pcampbell11@austia.rj.com

Education

TEXAS A&M UNIVERSITY - COLLEGE STATION

Bachelor of Science Accounting 1983

Personal

WILLIAMSON SURGERY CENTER - ROUND ROCK, TX

Board Member, 2010 to Present

GOODWILL INDUSTRIES OF CENTRAL TEXAS — AUSTIN, TX

Board Member, 2001 to 2010

Audit Committee member/chair, 2010 to Present

References available upon request.

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: _____ (State position as defined in TEC. §(12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Paula Jane Campbell

2. Have you ever had your name changed or used another name? Yes No

If Yes, give reason for the change: Marriage

Maiden name (if female): Wilkinson

Other names used at any time: _____

3. Current home address: 5916 Gorham Glen Ln. Austin TX 78739

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-423-1806

5. Education: Dates, Names, Locations and Degrees

College: Texas A&M, B.S. Accounting, 1983

Graduate Studies: _____

Others: _____

6. List membership(s) in professional societies and associations:

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

Sr. Vice President & CFO, Seton Healthcare Family
1998- Present
1345 Phyllomena Street, Suite 402, Austin, Texas 78723

CPA, Presbyterian Hospital of Dallas
1996-1998
8200 Walnut Hill Ln., Dallas, Texas 75231

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

9. List all previous experience with charter schools, include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

10. List all previous experience with any charter school management company including dates, management company, address and position held:

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

CPA License- Texas

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive:

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

Date of each bankruptcy judgment:

Description of the circumstances surrounding each bankruptcy:

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

Dated and signed this 6th day of February, 2014.
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

Paula Campbell
(Signature of Affiant)

VERIFICATION

State of Texas

County of TRAVIS

On this day, Paula Campbell (name of affiant) appeared before me the undersigned notary public and depose that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 6 day of February, 2014

Cynthia G. Grenier
(Notary Public)

My commission expires 1-19-17



Ted Delisi

Partner, Delisi Communications

Spouse: Deirdre

Children: Will, David, Cate

Birth date: 3/5/1973

Education: Vanderbilt University BA (1995)

Interests/Hobbies:

Before I had children, I used to like to play golf.



Bio:

Ted Delisi formed his own government relations and political affairs firm, Delisi Communications, after successfully directing legislative, Congressional and statewide campaigns in Texas and across the nation. He brings more than a decade of experience in political strategy, government relations, media and grassroots advocacy. In 2005, Ted and his wife were named by Texas Monthly as two of the most powerful 25 political leaders in Texas politics.

Ted began his career in electoral politics by successfully directing two State Senate campaigns, which proved decisive in achieving a Republican majority in the Texas Senate for the first time since Reconstruction.

Ted then assisted the first Republican Hispanic candidate to win statewide office in Texas, helping Tony Garza through a successful primary and general election. Ted also served as press secretary and communications director for then-Attorney General John Cornyn, where he managed a large communications and speechwriting staff.

When Karl Rove moved full-time to the Bush Presidential campaign in 1999, Ted purchased Rove's consulting and direct mail company. The new company served as the sole direct mail fundraising firm for the Bush/Cheney campaign in 2000 and coordinated the get out the vote and direct mail efforts in several key battleground states. He additionally served as a direct mail consultant to various Senate, Congressional and national party efforts across the nation.

In 2002, Ted served as the general consultant and chief strategist for John Cornyn's successful campaign for U.S. Senate. He additionally served as the direct mail consultant for Governor Perry's 2002 and 2006 elections. Senator Cornyn won the largest victory for any Republican in an open U.S. Senate race in Texas history and the Washington Post wrote of the management of the race: "Cornyn's race has been virtually error-free."

Ted has continued to serve as a successful political strategist for a variety of political and, increasingly, corporate clients. His recent work includes directing the bipartisan "Yes on 12" lawsuit constitutional amendment on medical liability reform. As a partner in Delisi Communications, Ted provides turnkey solutions for corporate government relations and public relations efforts.

Primary Area of Expertise:

Development, Strategy, Budgeting

Volunteer, Civic, and Professional Associations:

March of Dimes

Annette Strauss Institute Board of Advisors.

Why I have chosen to commit my time to GICT:

I believe in the mission and I hope, in some modest way, to contribute to the continued success of GICT.

I will further GICT's mission, vision and values by:

I believe the first obligation of a board member is to uphold the fiscal responsibility and high standards of integrity that are essential to public trust in a non-profit. The goal of the value of work is one in which I believe strongly and will push to see that we are working to provide to most essential services to those with the greatest need.

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: _____ (State position as defined in TEC, §12.1042.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Thomas Edward Delisi

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: _____

Maiden name (if female): _____

Other names used at any time: _____

3. Current home address: 1704 Windsor Road, Austin TX 78703

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-917-3406

5. Education: Dates, Names, Locations and Degrees

College: Vanderbilt University, B.A., 1995

Graduate Studies: _____

Others: _____

6. List membership(s) in professional societies and associations:

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity: Goodwill Industries of Central Texas

Full Name of Proposed Charter School: The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable): Thomas Edward Delisi

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: _____

Maiden name (if female): _____

Other names used at any time: _____

3. Current home address: _____

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 312-917-3406

5. Education: Dates, Names, Locations and Degrees

College: Vanderbilt University, B.A., 1995

Graduate Studies: _____

Others: _____

6. List membership(s) in professional societies and associations:

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerhips) for the past 10 years including dates, employers, addresses and positions held:

Delisi Communications, President & CEO, 3/1/03 - Present

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

10. List all previous experience with any charter school management company including dates, management company, address and position held:

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive.

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

[Empty box for number of times adjudged bankrupt]

Date of each bankruptcy judgment:

[Empty box for date of each bankruptcy judgment]

Description of the circumstances surrounding each bankruptcy:

[Empty box for description of circumstances surrounding each bankruptcy]

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

[Empty box for details if applicable]

Dated and signed this 6th day of February, 2014.

I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.


(Signature of Affiant)

VERIFICATION

State of Texas

County of Texas

On this day, Thomas Delisi (name of affiant) appeared before me the undersigned notary public and depose that he/she executed the above instrument and that the statements and answers contained herein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 6th day of February, 2014.


(Notary Public)

(SEAL)



My commission expires 2/21/17

Mark Finger

Vice President, Worldwide Human Resources

As vice president of worldwide human resources, Mark Finger works closely with the company's management team to foster a productive working environment through the development of systems to recruit and retain the "best and brightest" employees across the globe. Through these systems, National Instruments has become recognized globally as a preferred employer.

As stated in the company's 100-year plan, the greatest and most sustainable long-term competitive advantage for NI is its culture and employees who directly influence the continued success of the company's key stakeholders.

An important component of the NI culture is the goal to preserve the company's "people advantage." With this strategy, NI meticulously hires the best and brightest employees, nurtures a great work environment, and helps employees optimize their talents and drive their careers through superior development opportunities. Finger is an evangelist for driving the message and actions associated with the people advantage throughout the world.

Today, NI employees in Asia, Europe, Latin America, and North America operate more than 40 branch offices and dozens of additional satellite offices; however, no matter where on the globe, NI maintains the same high level of trust and respect. Finger and other members of the NI management team have successfully pursued long-term growth goals for the company while offering thousands of people at NI offices around the world meaningful careers.

FORTUNE magazine has recognized NI as one of the "100 Best Companies to Work For" in America for the past 12 years. In the past two years, NI has also been named by the Great Place to Work Institute as one of the "100 Best Companies to Work For" in Germany, Italy, Japan, France, Mexico, and the UK. NI was also named one of the top 25 companies to work for in the world on the inaugural World's Best Multinational Workplaces list in 2011.

Before joining NI as director of human resources in 1995, Finger spent 14 years at Fisher-Rosemount, now Emerson Process Management, in a variety of HR positions. He received his bachelor's degree in marketing from St. Cloud University.

Away from work, Finger is a respected service member in the community and currently serves as board chair for Goodwill Industries of Central Texas. In addition, Finger has served on the board of directors for the Capital Area United Way and INROADS organizations. He also enjoys a long-standing relationship with Town & Country Youth Sports, where he has coached 25 youth teams and served as a commissioner of basketball.



**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: _____ (State position as defined in TEC, §12.1013.)

Full Name of Sponsoring Entity: Goodwill Industries of Central Texas

Full Name of Proposed Charter School: The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Mark Allen Finger

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: _____

Maiden name (if female): _____

Other names used at any time: _____

3. Current home address: 9107 Middlebie Dr., Austin TX 78750

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-335-7003

5. Education: Dates, Names, Locations and Degrees

College: St. Cloud University, 12/1979

Graduate Studies: B.S. Marketing

Others: _____

6. List membership(s) in professional societies and associations:

7. List complete employment record, including self-employment (up to and including present) jobs, positions, directorates or officerships for the past 10 years including dates, employers, addresses and positions held:

VP, Global Human Resources 01/97 to Present - National Instruments (1500 N. Mopac Expressway Austin, TX 78759)

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

N/A

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

N/A

10. List all previous experience with any charter school management company including dates, management company, address and position held:

N/A

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

N/A

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive:

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information:

Number of times adjudged bankrupt:

Date of each bankruptcy judgment:

Description of the circumstances surrounding each bankruptcy:

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankrupt, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

Dated and signed this 6th day of February, 2014
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.


(Signature of Affiant)

VERIFICATION

State of Texas

County of Tarrant

On this day, Mark Finger (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this February 6 day of February, 2014


(Notary Public)

My commission expires February 14, 2018



Les Gage

President, Gage Furniture

Education:

University of Texas at Austin, Business

Harvard University, SCMP program

Committees served:

Austin City Council 1969-1972

Chairman of the Town Lake project

President and Chairman of the Board – United Way

Board member – Chase Bank

President – Paramount Theater

Board of Advisors – KHFI-TV and KLRU-TV

Board of Directors – Austin Ballet Society

Executive Committee Member – Austin Council of Churches

Board of Directors – YMCA

Board of Directors – Goodwill Industries of Central Texas

Chairman – Travis County Tax Appraisal District

Awards:

Honored for leading the "Disaster Relief Fund" in Austin and Travis County – American Red Cross

1979 and 1980 award for "Friends of Education"

1967 Austin's "Outstanding Young Man" – Junior Chamber of Commerce

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: _____ (State position as defined in TEC, §(2.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Leslie Leon Gage

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: _____

Married name (if female): _____

Other names used at any time: _____

3. Current home address: 705 Windsong Trail, Austin TX 78746

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512.328.3422

5. Education: Dates, Names, Locations and Degrees

College: University of Texas

Graduate Studies: Harvard University

Others: _____

6. List membership(s) in professional societies and associations:

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerhips) for the past 10 years including dates, employers, addresses and positions held:

Last 10 years as the President of Gage Furniture Company, 7725 Burnet Road, Austin, TX 78725

Last 10 years as the President of LLG-FLP-LP Real Estate Holding Company, P.O. Box 5816, Austin, Tx 78763

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

Gage Furniture Company

LLG-FLP-LP Real Estate Trust

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

None

10. List all previous experience with any charter school management company including dates, management company, address and position held:

None

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

None

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive.

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

[Empty box for number of times adjudged bankrupt]

Date of each bankruptcy judgment:

[Empty box for date of each bankruptcy judgment]

Description of the circumstances surrounding each bankruptcy:

[Empty box for description of circumstances surrounding each bankruptcy]

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

[Empty box for details if applicable]

Dated and signed this 6th day of Feb, 202014
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

Leslie L. Gaag
(Signature of Affiant)

VERIFICATION

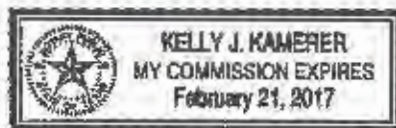
State of TEXAS

County of TRAVIS

On this day, Leslie L. Gaag (name of affiant) appeared before me the undersigned notary public and depose that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 6th day of February, 2014.

(SEAL)



Kelly Kamerer
(Notary Public)

My commission expires 2/21/17

Cindy G. Goldsberry

Cindy G. Goldsberry has over twenty-five years of Training, Marketing and Sales expertise, specifically in developing and implementing sales-generating marketing and business strategies for entrepreneurial endeavors. Strategic planning is translated into powerful tactical projects that motivate teams and integrate traditional, relational and electronic mediums to directly focus on sales revenue generation.

Roles and experience include Partner of her own sales and marketing consulting firm, franchise owner, host of her own 'positive' talk radio show, MarCom leadership for an Internet company IPO, and launch of several online technology applications to include the launch of one of the first national online job banks in the country in 1996. As a manager with Ernst & Young, her 6-year tenure took her through managing office automation projects for law offices and large corporations to primary responsibility for the recruiting, training and systems to track people and knowledge assets for 600 professionals in the Information Technology Group of Ernst & Young's Southeast region.

Boundless Network

VP Sales Strategic Sales and Services

Promotional Product Distributorship

March 2006 to present

Joined the founders of Boundless Network (an AV portfolio company) as VP of Sales & Marketing. Implemented sales infrastructure to support the rapid growth and development of the sales team. This has included a heavy emphasis on culture and training to drive adoption by the sales force and clients of new processes and patented technologies. Accomplishments of our team include:

- 95% retention rate of Sales professionals
- Growth from 11 Sales professionals in 2006 to 140+ in May 2012
- Revenues of \$800K in 2005 to \$6.6MM in 2006 to \$44MM in 2011.
- Started and now lead the Strategic Enterprise Accounts division responsible for managing client's promotional spending through the Boundless Technology Platform. Division has secured multi-million dollar contracts with Fortune 1000 clients. Start-up division in 2009 is now responsible for 30% of contracted Boundless Network revenues. Clients include Baylor Healthcare System, Encompass Home Health, and Time Warner Cable.

Hotlink Inc.

VP Mktg and Business Development

Promotional Product Distributorship

August 2003 to March 2006

HotLink began as a client in 2000 and Cindy joined as an employee in 2003. The CEO of HotLink left to start Boundless and asked her to join him in 2006. Responsible for the positioning, marketing and sales launch strategy for a web-based, online software to manage promotional product procurement and spending for large distributed organizations. Efforts and leadership secured multi-year contracts with leading companies including Travelocity, Sabre-Holdings, Administaff, Frost Banks, and E&J Gallo. HotLink is no longer in business.

Sales Performance Technologies (SPT)

Partner, Founder

Virtual Sales and MarCom Professional Services Firm

1996 to August 2003

Cindy G. Goldsberry

Sample Summary of Projects and Relationships with SPT (Atlanta and Austin)

AcrossFrontiers International, Inc. Acting VP Marketing and Bus Dev 1997-1999

Product was a cross-cultural training on CDROM /web /corporate extranets. Started with business plan while products were still in development. 18 months engaged. NY, NY.

- Product received award for Top 10 Training Product 1999 by HR Executive Magazine. The product was a fully interactive multimedia training course on countries and cultures.
- Full complement of modular print and electronic collateral created, multiple Impression campaigns, tradeshow, cohesive and cost productive advertising contracts. Internet included lead and order processing on-line, effective optimization program, an affiliate program (with what is now cj.com),
- Partnerships and VAR relationships developed including Insurance and Airline industry contacts.
- The evolution of this engagement has become www.atmaglobal.com

HomeCom Communications Acting Director MarCom 1998

Internet Architects and Hosting. Atlanta, GA

- Development of Strategic MarCom plan and hire and implementation of Investor and Public Relations Infrastructure for IPO. Implemented contracts, budgets, reporting and database administration.
- Implemented strategic positioning process and developed new corporate collateral, reengineered website creative and content for new corporate image and outbound communications, facilitated press and industry analyst road show(s). Managed \$900K marketing budget.
- Developed plans for speaking engagements, tradeshow speaking, seminars, and conferences as well as an initial plan and integrated marketing program for sponsoring on-going seminar series.

Jaye Communications, Inc. Acting VP Mktg Operations 1996

Publishers of Technology Content. Atlanta, GA.

Marketing department re-design and management to support the launch of a new print and integrated web publication with events and online job bank. The product has evolved to be www.TechLinks.net, an on-line community and IT resource.

- Project leadership for marketing and sales launch of i.TechSouth printed business publication.
- Product packaging and launch of www.USJob.net, one of the very first subscription-based, Internet job banks (no longer active).
- Project design, management and delivery of profitable High Tech Career Expo, which attracted 36 exhibitors (at \$2,500 a booth) and debuted a "virtual expo" attracting 400 applicants to the job bank.

OTHER EXPERIENCE:

The Winning Attitude Radio Talk Show - Radio Talk Show Host 1994 - 1997

Radio show host and small business promoter of my businesses and others in the community.

- Created, designed, sold and delivered integrated advertising and marketing promotions programs using print, radio, press and Internet for small businesses in Atlanta. Delivered business networking events called "Influence Atlanta".
- Selected guests and interviewed them on radio show, "The Winning Attitude" on 790 AM WQXI in Atlanta. Guests included Seth Godin, Jeff Bezos and Mark Victor Hansen.

Cindy G. Goldsberry

Entourage International / Blozhem Skin Care Centers (Atlanta)

Southeast Region Franchisee

1993 - 1997

Owned and operated two retail (with mail order) skin care centers supported by infomercial advertising.

National Marketing Director

1990-1993

Responsible for increasing the sales volume of 2,000 Independent distributors of skin care and nutritional products. Created all marketing, event, motivational and training programs for success.

Ernst & Young (Houston)

1984 - 1990

Manager in Information Technology Group

- Special Projects management: managed \$350,000 training budget, utilization and staffing reporting, and regional special projects for 20 partners and 600 professionals in the Southeast.
- Designed plan, communication and training vehicles and resource strategy to implement a 16 city-wide process for first integrated and automated time and billing system for the region.
- Personally recruited IT professionals, to include attracting, screening, and managing interview process. Reviewed 2000+ resumes, made 64 offers with 58 accepting positions in 18 months.
- Delivered first high-tech cooperative of professional recruiters (members of other fortune 1000 companies). Project manager of High-Tech Career Fair attracting over 3,000 applicants.
- Voted #1 instructor in 1989 out of field of over 300 instructors (including partners).

Motorola and Syntrex Office Automation (Houston)

Sales Professional

1982-1984

Sales of mini-computers and office automation (pre-PC). 18 month Computer Science, Management Trainee program (selected from field of 150 applicants).

Clear Lake ISD (Houston)

Sixth Grade Teacher

1981-1982

Developer of young, magnificent minds

Community and Volunteer

- o Community Engagement Coordinator, *Step Into Africa* World Vision event attracting 3000 people and sponsoring 500 children in September of 2011 <http://www.worldvisionexperience.org/>
- o Advisor, Young Women's Round Table (YWR) - a Gen Y Women's Networking Group, 2009 to present <https://www.facebook.com/YoungWomensRoundtable>
- o Impact Austin committee member 2010 for 2011 grant awards
- o Bethany United Methodist Church (BUMC) - On Lead Team with Sr. Pastor, 2002 - 2010
- o BUMC - Co-chair of the Long Range Strategic Planning Committee 2002 - 2007

Cindy has been married 25 years to husband, Alan, and has two sons. Declaring survivorship in 2009, she now serves as a support and resource to other breast cancer survivors. Cindy graduated summa cum laude (4.0/4.0) with a Bachelors in Education from Texas A&M University and was Outstanding Education Student of the year for 1981 awarded by Dean of the College of Education. She has lived in Austin, TX since 2000. Personal references and recommendations at <http://www.linkedin.com/in/cgoldsberry>.

cell: 512.695.4435 Boundless email: cgoldsberry@boundlessnetwork.com

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

- Member of the governing body of the sponsoring entity
- Member of the governing body of the charter school
- School officer: _____ (State position as defined in TEC, § 12.1012.)

Full Name of Sponsoring Entity: Goodwill Industries of Central Texas

Full Name of Proposed Charter School: The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space herein is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable): Cindy Gauschy Eidsberry

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: Marriage

Maiden name (if female): Gauschy

Other names used at any time: Cindy Jean Gauschy, Cindy Gauschy Christian

3. Current home address: 12407 Brushy Hollow

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-258-8352

5. Education: Dates, Names, Locations and Degrees

College: Texas A&M University, College Station 1981 Degree in Elementary Education

Graduate Studies: _____

Others: _____

6. List membership(s) in professional societies and associations:

Executive Women's Forum (current president)
Steering Committee member W@A
Mentor AVINDE Business Accelerator
Board of Goodwill Industries of Central Texas

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or memberships) for the past 10 years including dates, employers, addresses and positions held:

2Factor Sales Accelerator, Division of Leader XY Group, Austin TX | 12407 Brushy Hollow Austin, TX 78750
Managing Director and Chief Sales Architect | January 2013 to present.

Boundless Network, Austin, TX | 200 E. 6th Street, Suite 300 Austin, TX 78701
VP Sales Strategic Sales and Services | March 2006 to December 2012

Hotlink, Inc., Austin TX | VP Marketing and Business Development
August 2003 to March 2006 | Hotlink was acquired after I left.

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

LeaderXY Group

Higher State Technology

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

NONE

10. List all previous experience with any charter school management company including dates, management company, address and position held:

NONE

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

NONE

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive,

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(g); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If yes, please provide the following information.

Number of times adjudged bankrupt:

ONE

Date of each bankruptcy judgment:

1997

Description of the circumstances surrounding each bankruptcy:

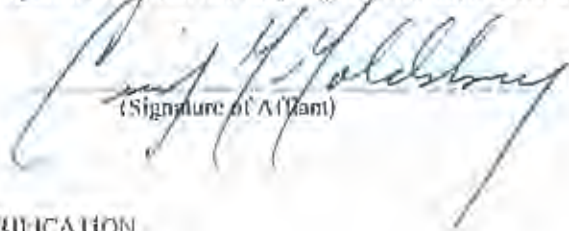
Failed business (Franchisee of a public company that underwent a proxy battle)

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankrupt, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

Dated and signed this 11th day of February, 2014
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.


(Signature of Affiant)

VERIFICATION

State of Texas

County of Texas

On this day, Cindy G. Goldsberry (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 11th day of February, 2014.

(SEAL)




(Notary Public)

My commission expires 2/21/17

Gwendolyn Robinson Greene
2704 Deep River Circle, Round Rock Tx 78665
(h) 512-341-8779
(w) 512-414-0548
greenegr@gmail.com

PROFESSIONAL EXPERIENCE

Austin Independent School District, Austin, TX
Community Schools Program Administrator

2002 – Present

Providing leadership in managing all aspects of Adult Basic Education and English Language Learners' classes at 19 school sites with 59 teachers, 2400 adult students; managing contracts with the City of Austin (2), Travis County, Texas Education Agency and Austin Community College.

Visiting Teacher

Providing counseling and resource referrals to children and families; providing crisis intervention services and participating in parent/teacher conferences to resolve academic and behavioral problems.

Maternal and Child Health Bureau, Washington, DC
Proposal Review Panelist

Periodic

Performed confidential reviews of applications and prepared detailed written reports of strengths and weaknesses of submissions along with recommendations for presentation to other panelists. Assisted in developing final written assessment of all applications submitted to panel for funding.

Women's Educational and Industrial Union, Boston, MA
Vice President of Operations and Programs

1999 – 2002

Provided leadership across multiple and varied lines of business while directing Senior Management staff in the development and implementation of short and long term strategic plans and goals for this 125-years old non-profit organization with a budget of \$5.2 million. Facilitated interdepartmental communications; developed measurements and evaluations to maintain organization's commitment to excellence; directed and managed all technological upgrades; provided guidance in areas of human resources, budgeting and maintenance of physical plant. Worked with Board-level committees to improve program operations, diversity, development and finances.

- ❖ Coordinated development of organizational metrics
- ❖ Developed and delivered on strategic communications for presentation to President and Board members.
- ❖ Coordinated development of eleven additional units of housing for battered women and their children
- ❖ Managed development and implementation of organization's three-year strategic technology plan.
- ❖ Updated and developed job descriptions for all positions; conducted first salary survey with recommendations to Board for salary upgrades and revisions.

Choice Thru Education, Inc., Chelsea, MA
Development and Program Coordinator

1994 - 1998

Developed educational opportunity programming for minorities, disadvantaged youth, pregnant and parenting teens along with adult programs for attaining GED and ESL programs; served as community liaison and case manager. Program Director for Department of Justice's Weed and Seed Program.

- ❖ Wrote successful proposals/grants that were funded; consulted on the implementation of three youth intervention programs
- ❖ Represented organization on city-wide committees to reduce gang recruitment and involvement; increase enrollment in pregnant teen support programs
- ❖ Provided consulting services on staffing, human resources and volunteer recruitment & management

IVESCO, Inc., Boston, MA
Branch Administration Manager

1994 - 1995

Responsible for daily operations for \$10 million electrical distribution center with specific emphasis on asset management, financial analysis, staffing and inside sales productivity. Developed operational procedures for inventory management at local level to reduce shortages and minimize costs associated with inventory levels.

Sears Roebuck and Company

Twenty years of management experience with Sears Roebuck and Company in increasingly responsible positions. Gained diverse experience in operations, financial planning, sales, asset management and human resources.

Regional Operations Manager, Burlington, MA

1988 - 1993

Responsible for operational efficiency and financial profitability of \$132 million dollar computer sales region comprised of 13 field locations from Buffalo to Philadelphia. Consistently exceeded operational goals, named Region Operations Manager of the Year for two consecutive years.

- ❖ Key growth agent and participant in the re-engineering of the company
- ❖ Reduced Region's inventory level from \$6 million to \$570 thousand over 16 months.
- ❖ Instituted first training program for Operations Managers; adopted on national level

Store Manager, Hartford, CT

1985 - 1988

Responsible for sales and profitability of computer stand-alone store in new market; provided sales and service to retail and corporate clients; recruited, hired and trained staff of Account Managers, Network Support Engineers and Administrative staff.

- ❖ Grew sales from \$0 to \$3 million in first year as retail sales organization
- ❖ Recruited, trained and managed out-bound sales force.

Operations Superintendent, Manchester, CT

1979 - 1985

Responsible for profit improvement through employee productivity, expense management, capital improvements in \$19 million full line department store; employed 370 Associates, developed and instituted cost-cutting program to improve expense structure with unit achieving profit goals; ranked second in overall performance for two years

Merchandise Manager, Bridgeport, CT

1974 - 1979

Responsible for sales and merchandising of apparel category in \$21 million full line department store; increased sales performance in targeted departments with development of programs focusing on customer base.

EDUCATION

M.Ed., Counseling Psychology, Cambridge College, Cambridge, MA

BA, Psychology, Boston University, Boston, MA

VOLUNTEER AND COMMUNITY EXPERIENCE

Mentor

Ann Richards School

Austin Alumnae Chapter, Delta Sigma Theta Sorority, Inc

President,

Social Action Committee Chair, Scholarship Committee Chair, Budget and Finance Committee

Member, Membership Committee

Austin Delta Foundation

President, Financial Secretary

YWCA, Austin, TX

Past President, Secretary

Board Member,

Fundraising Volunteer

Volunteer Proposal Reviewer

United Way of Greater Williamson County

Sponsor

Delteers, Austin, TX

President, Board Member

YWCA, Malden, MA

Vice-Chair

Economic Development Board, Chelsea, MA

Member

Board of Christian Education, Emmanuel Baptist Church

Member

Board of Trustees, Emmanuel Baptist Church

Board of Overseers

Boys and Girls Clubs of Boston, Boston, MA

President

Sokolowski School PTO, Chelsea, MA

Advocate

Domestic Violence Roundtable, Cambridge, MA

Senior Proposal Reviewer

Forfeiture Reinvestment Commission, Suffolk County, MA

Member

City Charter Commission, Chelsea, MA

Chair

Community Development Board, Chelsea, MA

Court Appointed Advocate

Children in Placement, Hartford, CT

PUBLIC PRESENTATIONS

YWCA, Malden, MA "Women Achievers of the Year"

1995-2001

Louis Laitner "Women of the Year"

2002

Boys and Girls Clubs of Boston "Decorative Arts and Antiques Show"

1998

Boys and Girls Clubs of Boston "Annual Partners Recognition Dinner"

1998

All-America City Competition

1998

National Black Child Development Institute "Quality Care in Child Care"

1995

FUNCTIONAL SKILLS

MS Office (Word, Excel, PowerPoint, Outlook)

Project Management Experience

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Gwendolyn Louise Robinson Greene

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: Marriage

Maiden name (if female): Robinson

Other names used at any time: Robinson Cofer

3. Current home address: 2704 Deep River Circle, Round Rock, TX 78665

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-341-8779

5. Education: Dates, Names, Locations and Degrees

College: 1969-1973 / Boston University / Boston MA / BA

Graduate Studies: 1993 - 1995 / Cambridge University / Cambridge MA / M.Ed

Others: _____

6. List membership(s) in professional societies and associations:

NONE

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

2002 - Present Austin Independent School District, 1111 W. 6th Street, Austin, TX 78702, Program Administrator

8. List all businesses or organizations of which you are a partner or in which you have a majority interest.

NONE

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held.

NONE

10. List all previous experience with any charter school management company including dates, management company, address and position held.

NONE

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

NONE

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No (If so, please state the compensation you expect to receive.

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(b); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

[Empty box for number of times adjudged bankrupt]

Date of each bankruptcy judgment:

[Empty box for date of each bankruptcy judgment]

Description of the circumstances surrounding each bankruptcy:

[Empty box for description of circumstances surrounding each bankruptcy]

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

[Empty box for details if applicable]

Dated and signed this 10 day of February, 2014
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

Gwendolyn R. Greene
(Signature of Affiant)

VERIFICATION

State of Texas

County of Tarrant

On this day, Gwendolyn R. Greene (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 10th day of February, 2014.



Kelly J. Kamerer
(Notary Public)
My commission expires 2/21/21

CARL E. HANSEN
LICENSED PROFESSIONAL COUNSELOR #038808
LPC APPROVED SUPERVISOR

Vocational Appraisal & Planning
100 Congress, Suite 2100
Austin, Texas 78701
Office: (512) 469-6390

Home Address:
1904 Canonero
Austin, Texas 78746
(512) 327-9652

PROFESSIONAL EXPERIENCE

VOCATIONAL APPRAISAL & PLANNING 1975 to Present

A private business engaged in vocational evaluation, vocational surveys, projecting loss of earning capacity, and rehabilitation counseling.

UNIVERSITY OF TEXAS 1968-1994
Professor (retired)

Director, Rehabilitation Counselor education Program for 15 years
Chairman, Department of Special Education for 7 years
Director, Job Readiness Clinic from 1975 to 1991

- 09/01/84 Appointed by the University of Texas Board of Regents to the College of Education Foundation Advisory Council

SOCIAL SECURITY ADMINISTRATION, BUREAU OF HEARING AND APPEAL 1971-1995
Vocational Consultant

FEDERAL OFFENDERS PROGRAM, Denver, CO 1967-1966
Consultant

CALIFORNIA STATE DEPARTMENT OF REHABILITATION, Sacramento, CA 1965-1967
Rehabilitation Counselor

UNIVERSITY OF NORTHERN COLORADO, Greeley, CO 1963-1964
Assistant, Speech and Hearing Clinic

EDUCATION

University of Northern Colorado, Greeley, CO

B.A., 1963	Major-Audiology and Speech Correction Minor-World History
M.Ed. & Ed.S., 1965	Major-Rehabilitation Counseling
Ed., D., 1968	Major-Rehabilitation Counseling Minor-Education Psychology

Doctor of Education with Honors

SELECT PROFESSIONAL AND BOARD ASSIGNMENTS

CURRENT:

Member, Board of Directors, University Federal Credit Union, Austin, Texas
Member, Board of Directors, Austin Goodwill Industries, Austin, Texas

PAST NATIONAL OFFICES:

Chairman, Board of Directors, Goodwill Industries International, Inc., Bethesda, MD
(7-99 to 7-01)

President, National Rehabilitation Association, Washington, D.C., (1978)

President, National Rehabilitation Counseling Association, Washington, D.C. (1974)

Secretary, Board of Directors, Goodwill Industries of America, Bethesda, MD
(1984-1990)

Treasurer, National Rehabilitation Association, Washington, D.C. (1976)

Secretary, American Rehabilitation Counseling Association, Washington, D.C. (1974)

Chairman, Mary Switzer Research Committee National Rehabilitation Association,
Washington D.C. (1988 -- 2000)

EDITORSHIPS:

Journal of Applied Rehabilitation Counseling - Co-Editor 1972-1977

Editorial Board, Journal of Applied Rehabilitation Counseling 1971

PUBLICATIONS:

- Hansen, Carl E. Attitudes of Selected Rehabilitation Counselors, Rehabilitation Counselor Trainees, and County Welfare Directors Regarding a Guaranteed Annual Income. Unpublished Doctoral Dissertation, University of Northern Colorado, 1968.
- Hansen, Carl E. Better Relations Through Effective Speaking. Journal of Rehabilitation, September-October, 1967.
- Hansen, Carl E. Rehabilitation and the Guaranteed Annual Income. Journal of Rehabilitation, November-December, 1968--NRA Literary Award--Also abstracted in: Rehabilitation Literature, April 1968, Vol. 39, No. 4.
- Hansen, Carl E. The Work Crew Approach to Placement for the Severely Retarded. Journal of Rehabilitation, May-June, 1969.
- Hansen, Carl E. Rehabilitation and the Ombudsman. Journal of Rehabilitation, March-April, 1972--Also abstracted in Dialogue, June 1979.
- Hansen, Carl E. The Role of the Courtesy Counselor in a Work Evaluation Center. Readings In Work Evaluation, 1970, Materials Development Center, Stout State University, Menomonie, Wisconsin 1970.
- Hansen, Carl E. Eligibility--A New Approach. Journal of Rehabilitation, November-December, 1970.
- Hansen, Carl E. The Training-Employment Vacuum Cycle. Journal of Employment Counseling, Vol. VII, No. 3, August, 1970.
- Carnes, G.D., Hansen, C.E. & Parker, H.M. (Editors) Readings in Rehabilitation of the Blind Client, Conference Proceedings for Vocational Planning for the Blind Client, The University of Texas at Austin, January, 1971.
- Hansen, Carl E. Relationship of Vocational Planning to Educational Curriculum. Proceedings of the Advanced Institute in Crippled and other Health Impaired Disorders, Department of Special Education, The University of Texas, 1971.
- Hansen, Carl E. NRCA Research Committee Report. National Rehabilitation Counselor Association News, Doc. XIII, No. 3, May, 1971.
- Hansen, Carl E. The Special Education Counselor: A New Role. Exceptional Children, September, 1971.
- Hansen, Carl E. The NRCA Studies in Rehabilitation. Journal of Applied Rehabilitation Counseling, Summer, 1971, Vol. 2, No. 2.

- Hansen, Carl E. The Rehabilitation Counselor: Training and Employment. Journal of Rehabilitation. May-June, 1971.
- Hansen, Carl E. The County Extension Agent and Rural Rehabilitation. Journal of Rehabilitation, March-April, 1972. Abstracted in Rehabilitation Literature, June, 1972, Vol. 33, No. 6.
- Hansen, Carl E. & Parker, Randall M. A Factor-Analytic Study of Attitudes Among Rehabilitation Counselors, Welfare Directors and Rehabilitation Students Toward Income Maintenance Plans. Rehabilitation Counseling Bulletin, Vol. 33, No. 6.
- Hansen, Carl E. A New Research Direction. Journal of Applied Rehabilitation Counseling, Winter, 1971-72.
- Hansen, Carl E. Rehabilitation Personnel: Their Training and Performance. Goodwill Industries of America, April 1973.
- Hansen, Carl E. What Price Unity? Journal of Applied Rehabilitation Counseling, Spring, 1972.
- Hansen, Carl E. Memorandum. Journal of Applied Rehabilitation Counseling, Spring, 1992.
- Hansen, Carl E. Work Adjustment and the Rehabilitation Counselor. Vocational Evaluation and Work Adjustment Association Bulletin, Vol. E, No. 3, September, 1972. Abstracted in Rehabilitation Literature, December 1972, Vol. 33, No. 12, p. 362.
- Hansen, Carl E. Research Findings in the Rehabilitation of the Public Welfare Recipient. Chapter in Hardy, R. and Cull, J., The Big Welfare Mess, Charles C. Thomas, 1973.
- Hansen, Carl E. & Parker, Randall M. Resistance or Adaption. Journal of Applied Counseling, Vol. 3, No. 3, Fall, 1972.
- Hansen, Carl E. Work Adjustment. Goodwill Industries of America Press, 1972.
- Hansen, Carl E. & Parker, Randall M. Editorial Reflections. Journal of Applied Rehabilitation Counseling, Vol. 4, No. 2, Summer, 1973.
- Hansen, Carl E. The Mark of Maturity. Journal of Rehabilitation, January-February, 1974.
- Hansen, Carl E. San Antonio Joint Rehabilitation-Welfare Project. Handbook of Successful SRS R&D Projects, University of Florida, Regional Rehabilitation Research Institute, August, 1974.
- Hansen, Carl E. Rehabilitation Training Testimony. Oversight Hearings, Select Sub-Committee on Education, House of Representatives, Ninety-third Congress, U.S. Printing Office, November 30, 1973.
- Parker, Randall M. and Hansen, Carl E. Rehabilitation Practices with the Physically Disabled (Book Review). American Corrective Therapy Journal, Vol. 28, No. 3, 1974. Reprinted in Journal of Applied Rehabilitation Counseling, Vol. 5, No. 1, Spring, 1974.

- Hansen, Carl E. Rehabilitation Counselor Certification. Chapter in Jenkins, W., Anderson, R., Dietrich, W., Serving the Severely Disabled Client, Department of Special Education and Rehabilitation, College of Education, Memphis State University, Memphis, Tennessee 1975.
- Hansen, Carl E. On Being a Journal Contributor. Journal of Rehabilitation, July-August, Vol. 41, No. 4, 1975.
- Parker, Randall M. & Hansen, Carl E. Aptitude and Achievement Tests, Chapter in: Bolton, B., Handbook of Measurement and Evaluation in Rehabilitation, University of Maryland Press, 1976.
- Hansen, Carl E. Retirement-Reorganization-And Organization Unity. Journal of Applied Rehabilitation Counseling, Vol. 8, No. 1, 1977.
- Hansen, Carl E. Vocational Rehabilitation, Audio and Video Tape Presentation, State Bar of Texas, Professional Development Program, October 24, 1980, University of Texas School of Law, Austin, Texas.
- Parker, Randall M. & Hansen, Carl E. (Editors) Rehabilitation Counseling. Boston: Allyn & Bacon, 1981.
- Hansen, Carl E. Rehabilitation Counseling, Chapter in: Conference on Job Related Injuries, Texas Trial Lawyers Association, November, 1983, Houston, Texas. Chapter Based on speech given to the Railroad Defense Attorneys Meeting held April 16, 1983, and the Texas Trial Lawyers Meeting November 18, 1983.
- Hansen, Carl E. Vocational Appraisal and the Rehabilitation Counselor, Chapter in Conference on Job Related Injuries, Texas Trial Lawyers Association, 1220 Colorado, Austin, Texas, November 2, 1984.
- Periman, L.G. & Hansen, Carl E. (Eds.) (1988) Rehabilitation of Persons with Long-Term Illness in the 1990's, Alexandria, VA: National Rehabilitation Association Press.
- Hansen, Carl E. & Perlman, L.G. (1988) Mental Illness: Preparing for the 1990's Topic of the 12th Switzer Seminar. Journal of Rehabilitation, Vol. 54, No. 4, p.p. 9-12.
- Hyatt, T., Hansen, Carl E., Dillman, E.G. & Boswell, T.H. (1988) Proof of Personal Injury Damages in Texas. Eau Claire, Wisconsin, Professional Education Systems, Inc.
- Hansen, Carl E. (1988) The Role of the Rehabilitation Expert in Litigation. In T. Hyatt, C. E. Hansen, E.G. Dillman & Boswell, Proof of Personal Injury Damages in Texas (p.p. 101-136) Eau Claire, Wisconsin, Professional Education Systems, Inc.
- Published Interview (1988) Tapaturma Vakuutus, Helsinki, Finland by Kari Riessa, Editor. Interview Conducted in Helsinki, by the Editor of the Professional Journal Dealing with Insurance and Rehabilitation. Topic Dealt with Rehabilitation in America.

Hansen, Carl E. (1989) Book Review: Disabled Policy: America Programs for the Handicapped. Bethesda, Maryland: Goodwill Industries of America, Inc., Press.

Perman, L.G. & Hansen, Carl E., (Eds.) (1989) Technology and Employment of Persons with Disabilities. Alexandria, VA: National Rehabilitation Association Press.

Hansen, C.E. & Perman, L.G. (1989) Technology: A Vital Tool for Persons with Disabilities. Journal of Rehabilitation, Vol. 55, No. 3, p.p. 18-21.

Perman, L.G. & Hansen, Carl E., (Eds.) (1990) Employment and Disability: Trends and Issues for the 1990's. Alexandria, VA: National Rehabilitation Association Press.

Hansen, C.E. & Perman, L.G. (1990) Employment and Disability: Issues and Solutions for the 1990's. Journal of Rehabilitation, Vol. 56, No. 4, p.p. 9-13.

Perman, L.G. & Hansen, C.E. (1991) Aging, Disability & The Nation's Productivity. National Rehabilitation Association. Reston, VA.

Hansen, C.E. & Perman, L.G. (1991) Aging and the Rehabilitation Process: An Overview of the 15th Mary E. Switzer Memorial Seminar. Journal of Rehabilitation, Vol. 57, Nov. 3, p.p. 7-10.

Perman, L.G. & Hansen, C.E. (1992) Rehabilitation Facilities: Preparing for the 21st Century. National Rehabilitation Association, 1810 Association Drive, Reston, VA. 22091.

Hansen, C.E. & Perman, L.G. (1992) Rehabilitation Facilities, the 16th of Mary E. Switzer Memorial Seminar. Journal of Rehabilitation, Vol. 58, No. 3, p.p. 7-12.

Perman, L.G. & Hansen, C.E. (1993) Private Sector Rehabilitation: Insurance, trends & Issues. National Rehabilitation Association, 633 South Washington St., Alexandria, VA 22314.

Hansen, C.E. & Perman, L.G., (1993) Private Sector Rehabilitation, the 17th Mary E. Switzer Memorial Seminar. Journal of Rehabilitation, Vol. 59, No. 3, p.p. 12-16.

Hansen, C.E. (1994) Goodwill Industries: An Education and Training Approach. Forum, Vol. 8, No. 6. Goodwill Industries International, 9200 Wisconsin, Bethesda, Maryland.

Perman, L.G. & Hansen, Carl E. (1995) Vocational Rehabilitation: Planning for the 21st Century. National Rehabilitation Association, 633 South Washington St., Alexandria, VA 22314.

Perman, L.G. & Hansen, Carl E. (1995) The Switzer Memorial Seminars in Vocational Rehabilitation. Journal of Rehabilitation, Vol. 61, No. 3, National Rehabilitation Association, Alexandria, VA.

Hansen, Carl E. & Perman, L.G. (1995) Self Employment As A Rehabilitation Option, Journal of Rehabilitation, Vol. 61, No. 4, National Rehabilitation Association, 633 South Washington St., Alexandria, VA 22314.

Published Interview (1986) *Goodwill Forum*, Vol. 10, Number 2, 1986, Goodwill Industries International, 9200 Wisconsin Avenue, Bethesda, MD 20814.

Hansen, Carl E. & Perlman, L.G. (1996) *The Entrepreneur with a Disability: Self-Employment as a Vocational Goal*, National Rehabilitation Association, 633 South Washington St., Alexandria, VA 22314.

McConnell, L. Robert & Hansen, Carl E. (2000) *Disability Policy: Issues and Implications for The New Millennium*, National Rehabilitation Associates, 633 South Washington Street, Alexandria, VA 22314.

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

- Member of the governing body of the sponsoring entity
- Member of the governing body of the charter school
- School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity: Goodwill Industries of Central Texas

Full Name of Proposed Charter School: The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable): Carl Edwin Hansen

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: _____

Maiden name (if female): _____

Other names used at any time: _____

3. Current home address: 1904 Canenero Dr. Austin, Texas 78746

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-327-9652

5. Education: Dates, Names, Locations and Degrees

College: University of Northern Colorado 1963 BA Education -

Graduate Studies: University of Northern Colorado 1965 MA 1968 Ed.D. Rehabilitation Counseling

Others: _____

6. List membership(s) in professional societies and associations:

National Rehabilitation Association
National Rehabilitation Counseling Association
International Association of Rehabilitation and Professionals

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

1-Professor and Director Rehabilitation Counseling University of Texas 1968-1994 Austin, Texas
2-Vocational Appraisal and Planning Sole Proprietor performing vocational evaluations for persons with disabilities, 1994 to present. 100 Congress Ave. Suite 2100, Austin, Texas 78701

8. List all businesses or organizations of which you are a partner or in which you have a majority interest.

None--Only my business known as Vocational Appraisal and Planning

9. List all previous experience with charter schools. Include open-enrollment schools and/or campuses or program charters including dates, charter schools/charrer holders, addresses and positions held:

None

10. List all previous experience with any charter school management company including dates, management company, address and position held:

None

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

Licensed Professional Counselor (LPC) #3608 issued by the Texas State Board of Examiners of Professional Counselors. Current since 1983.

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive.

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

[Empty box for number of times adjudged bankrupt]

Date of each bankruptcy judgment:

[Empty box for date of each bankruptcy judgment]

Description of the circumstances surrounding each bankruptcy:

[Empty box for description of circumstances surrounding each bankruptcy]

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

[Empty box for details if applicable]

Dated and signed this 5th day of February, 2014.

I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

Carl E Hansen
(Signature of Affiant)

VERIFICATION

State of Texas

County of Travis

On this day, Carl E Hansen (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 5 day of February, 2014.

Marla V. Flores
(Notary Public)

My commission expires 11/20/2015



Ali Khataw, PE

President and CEO
Encotech Engineering Consultants



Spouse: Nahid

Children: Zain, 24, and Salva, 20

Birth date: 2/22/1980

Education: BS, Civil Engineering,
The University of Texas at Austin

Interests/Hobbies:

Photography

Primary Areas of Expertise:

Engineering, Project Management, Business Development

Prior/Current Board Experience:

Greater Austin Asian Chamber of Commerce – 8 years

Greater Austin Chamber of Commerce – 3 years

American Institute of Architects, Austin Chapter – 2 years

Leadership Austin – 3 years

Network of Asian American Organizations – 8 years

Texas Federation of Asian American Chambers of Commerce – 5 years

Goodwill Industries of Central Texas – 2 years

Travis County Central Health – 3 years

Volunteer, Civic, and Professional Associations:

Austin Area Research Organization – 2 years

First Night Austin – 4 years

Islamic Ahlul-Bayt Association – 5 years

Why I have chosen to commit my time to GICT:

I want to promote Goodwill's mission of providing job-related services and opportunities to people with barriers to employment.

I will further GICT's mission, vision and values by:

Offering my leadership strengths to those who need guidance and utilizing my contacts through advocacy.

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

- Member of the governing body of the sponsoring entity
- Member of the governing body of the charter school
- School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Ali Raza Khataw

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: _____

Maiden name (if female): _____

Other names used at any time: _____

3. Current home address: 7914 Bee Cave Road Austin, TX 78746

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-796-9510

5. Education: Dates, Names, Locations and Degrees

College: The University of Texas at Austin

Graduate Studies: B.S., Civil Engineering, 1984

Others: McCombs School of Business Community Minority Business Advancement Program, 2003

6. List membership(s) in professional societies and associations:

American Society of Civil Engineers, Member Texas Society of Professional Engineers, Member, The American Council of Engineering Companies (ACEC) Member

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorships or officerships) for the past 10 years including dates, employers, addresses and positions held:

Encotech Engineering Consultants - Austin and San Antonio, Texas
President and CEO (1990 - Present)

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

N/A

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

N/A

10. List all previous experience with any charter school management company including dates, management company, address and position held:

N/A

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

Registered Professional Engineer, State of Texas, #71548, 1992

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive.

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.002(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

[Empty box for number of times adjudged bankrupt]

Date of each bankruptcy judgment:

[Empty box for date of each bankruptcy judgment]

Description of the circumstances surrounding each bankruptcy:

[Empty box for description of circumstances]

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

[Empty box for details]

Dated and signed this 7th day of February, 2014
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

(Signature of Affiant)

VERIFICATION

State of Texas

County of TRAVIS

On this day, Ali Khatav (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 7th day of February, 2014.



[Signature]
(Notary Public)

My commission expires July 27, 2016

James (Jamie) K. Lagarde Jr.
800 W. 5th Street #1003 Austin, TX 78703

512.773.6858
jlagarde@gmail.com

EXPERIENCE

AdRevolutions, Austin, TX

April 2010 - Present

AdRevolutions provides a one-to-one advertising optimization platform that powers various companies marketing efforts through a variety of digital channels. AdRevolutions displays "Ads people like!" by delivering the right ad to the right person at the right time using an always-learning set of proprietary algorithms that perform millions of calculations per day. www.adrevolutions.com

Chief Operating Officer

Responsible for overall company operations including information technology, client services, accounting and finance, human resources, and shared sales and marketing responsibility with the CEO.

Selected accomplishments:

- Led company transformation from a direct marketing company to a SaaS technology provider in 2010
- Restructured and refocused the organization to increase gross revenue per month from \$500,000 to \$1 million within 7 months
- Increased net income during that time by a factor of 4

Overwatch Systems - Tactical Operations, an operating unit of Textron Corporation, Austin, TX

March 2008 - April 2010

Overwatch is dedicated to the analysis, design, development, and support of complex intelligence, information, and communications systems. Overwatch is a leader in hardware and software C4ISR systems that use industry standards to provide intelligence products that are light-weight, portable, scalable, and interoperable. Overwatch has experience in program management, systems analysis, domains, and hardware/software systems engineering.

Director Combat Systems

July 2009 - April 2010

P&L responsibility for a \$35 million dollar business area that is focused on Command and Control (C2) software systems for the Department of Defense.

- Principle visionary, architect, and initial marketing lead (including the name) for Overwatch's enterprise handheld strategy, SoldierEyes. <http://www.overwatch.com/product/soldiereyes.htm>
- Led a team that managed the FCS program - single largest company contract - \$50+ million per year and over 150 engineers

Sr. Program Manager

March 2008 - July 2009

Responsible for establishing and then managing new relationships and programs with the US Army.

Selected accomplishments:

- Created and led the project to develop Overwatch's enterprise wide cloud computing strategy and software platform
- Developed new relationships with the US Army that were responsible for obtaining two different multi-year multi-million dollar programs with CERDEC Command and Control Directorate
- Acquired Project Management Professional® Certification July 2008

FineTooth Enterprises, Inc., Austin, TX

2005 - 2007

FineTooth enables companies to effectively manage both buy-side and sell-side contracts via an on-demand, Web-based solution. FineTooth products utilize text mining technologies to identify important business information in contracts. www.finetooth.com

President and Chief Operating Officer

Co-founder of FineTooth, a software-as-a-service company. Led company development from inception through early adopter phase. Responsible for all aspects of day-to-day operations for the company. Invented the *MarkBot* technology which is a key component of the company's signature product. Managed 6 direct reports and 14 indirect reports.

Selected accomplishments:

- Secured \$4.5 million in angel capital for Round A
- Designed and led sales and marketing efforts with the goal of signing a reputable and recognizable group of early product adopters. Selected clients included: Gardner Denver, MohiTV, Citrix Online, QuesTel and EmergentBioSolutions.

STI Healthcare, Inc., Austin, TX

2002 - 2005

STI provided tailored solutions to complex document abstraction problems for the healthcare industry. STI's Natural Language Processing (NLP) technology automated the task of abstracting information contained in narrative documents and reports. STI was retained by FineTooth Enterprises in 2005. www.finetooth.com

Co-Founder, President & Chief Operating Officer

Responsible for managing all company operations including sales and marketing. Reported directly to the principal investor/CEO who resided at a remote location. Responsible for all aspects of day-to-day operations for the company.

Selected accomplishments:

- Achieved cash flow positive status within 6 months of founding the company
- Generated \$625,000 in revenue in 2002. Increased Y2 revenues by 92% to \$1.2 million (showed a profit) from both support and maintenance contracts plus new modules that STI designed, built, and sold
- Invented *MarkBot*, a natural language processing-like tool used to identify facts in unstructured text
- Created a patient record analytics application in a software-as-a-service model which generated \$100,000/year in revenue

- Evolved the business into a contract management service based upon market research and forecasting. Co-founded, Finetech, the company that was created to manage and sell the service offering.

Syntheys Technologies, Inc, Austin, TX

1996 – 2001

Syntheys was a "behind the firewall" search engine company which transitioned its product line from a set of general purpose tools to an application suite tailored for medical record and clinical knowledge base management.

Vice President Software Development

2000 – 2001

Developed and maintained relationships with strategic vendors. Managed approximately 17 employees. Served as one of two principle liaisons to clients such as Scott & White Hospital and Luther Midelfort/Mayo Health System and was key development lead on work for Wyeth and GlaxoSmithKline.

Selected accomplishments:

- Promoted to Vice President Software Development because of outstanding performance
- Integrated two diverse development teams immediately following a company-wide downsizing
- Launched a highly aggressive 3-month development cycle to provide advanced modules for a Clinical Data Repository product to the company's largest clients. The advanced modules generated \$600,000 in revenue.
- Provided technical and business requirement oversight and project management control for the development of *MedPharm*, a next-generation multi-million dollar patient records analytics application created in partnership with IMS Health which generated \$250,000 in revenue in its early stages

Custom Applications and Client Relations Manager

1998 – 2000

Managed a 6-member software development team responsible for generating 90% of company's revenue. Team was responsible for all software customization and implementation related tasks required for clients including: Cleveland Clinic, Scott & White Hospital and Clinic, Mayo Clinic, and CRW Medical Foundation. Served as technical sales expert, co-relationship manager, and client liaison.

Systems Integrator, Senior Systems and Network Administrator

1996 – 1998

AFFILIATIONS

Downtown Austin Neighborhood Association (DANA) Austin, TX

2005 - 2011

DANA's mission is to improve the quality of life for those who live, work and play downtown. DANA influences decisions that affect downtown, educates and listens to residents and stakeholders about downtown and issues that affect them, and fosters a downtown community through social events.

President

Jan 2009 - Jan 2011

Selected Accomplishments:

- Major policy areas of focus during term: Downtown Austin Plan, bicycle boulevard, outdoor music venues, street closures, Great Streets Program, Congress Avenue, 2010 Transportation Bond, CoA Comprehensive Plan, and numerous zoning cases
- Increase paid membership of the organization by over 200% during tenure as President
- Revamped communications strategy including website, newsletter, created Twitter and Facebook outreach programs
- Managed a 15 member board, 5 principle committees, \$40,000 annual budget, and over 800 members as of Jan 2011

Director

Jan 2007 - Jan 2009

Active Member

2005-2007

City of Austin's Street Closure Task Force Member - <i>Work resulted in modifications to City Ordinances and Enforcement Guidelines lessening the negative impact of street closures to residents, Churches, and Business while still maintain good roads in Austin.</i>	2008 – 2009
Downtown Austin Alliance (DAA)'s Congress Avenue WDW Committee <i>Ongoing work by the DAA is delivering on the promise of Congress Avenue being the Main Street of Texas. Interim 2010 Results include: Congress Avenue Charlotte and Final Report.</i>	2009 - present
Moderator for the Coordinated Urban City Council Candidate Forum, (DAA, DANA, CNL, APF, APT, QANA)	April 4 th 2009
Capital Metro Dillo' Task Force <i>Work resulted in a complete redesign of the Dillo system</i>	2007 - 2008
Software & Information Industry Association (SIIA) Software Strategy Summit, Steering Committee - <i>Planned 2007</i>	2007
Conference in San Francisco - <i>Black Out Lead - From The Desktop to the Webtop</i>	
Downtown Austin Alliance (DAA)'s Transportation and Streetscapes Committee	2007 - 2009
Team in Training Marathon to Benefit the Leukemia Lymphoma Society, <i>Maratón Fall Marathon Finisher</i>	2005
Capital Campaign Committee Member to Restore the Downtown Austin Cathedral, <i>\$2 million historical project</i>	2003 - 2004
LifeWorks Executives and Professionals (LEAP)	2007 - 2009
Austin Symphony Bots	2007 - 2008
Leadership Austin Graduate	2009

PATENT APPLICATIONS

System and Method of Extracting and Managing Knowledge from Medical Documents (20070055690)

System and Method of Extracting Knowledge from Documents (20070055670)

System and Method of Generating Automated Document Analysis Tool (20070055653)

EDUCATION

University of Mississippi, Oxford, MS

BS, Computer Science and BS, Engineering – Telecommunications

1995

James (Janis) K. Lagarde Jr. Resume

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity: Goodwill Industries of Central Texas

Full Name of Proposed Charter School: The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable): James Kepper Lagarde, Jr.

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: _____

Maiden name (if female): _____

Other names used at any time: _____

3. Current home address: 810 West Johanna Street, Austin TX 78704

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512.773.6858

5. Education: Dates, Names, Locations and Degrees

College: University of Mississippi, 1993, B.S. in Computer Science, B.S. in General Engineering (Telecommunications)

Graduate Studies: N/A

Others: _____

6. List membership(s) in professional societies and associations:

Project Management Institute

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

MajorLeads, LLC
Founder and CEO - 7/2012 to present
A3Revolution
Chief Operating Officer - 4/2010 to 7/2012
Overwatch Systems
Promoted to Business Area Manager - 8/2009 to 4/2010
Sr. Program Manager - 4/2008 to 8/2009
FineTooth Enterprises
Chief Operating Officer - 2/2002 to 8/2007

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

MajorLeads, LLC

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

10. List all previous experience with any charter school management company including dates, management company, address and position held:

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

US Government - Secret Security Clearance - Granted around 7/2009 - Unsure of current status no longer work for government contractor.

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive.

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

Date of each bankruptcy judgment:

Description of the circumstances surrounding each bankruptcy:

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

Synthesys Technologies (2001) - It was a startup software company that closed its doors due to lack of funding. My role was as a technology leader.

Dated and signed this 10th day of February, 2014
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.


(Signature of Affiant)

VERIFICATION

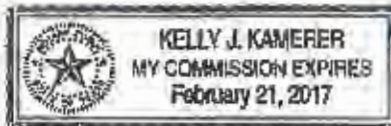
State of TEXAS

County of TARRANT

On this day, James K. Legarde, Sr. (name of affiant) appeared before me the undersigned notary public and depose that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 10th day of February, 2014

(SEAL)




(Notary Public)

My commission expires 2/21/17

Michael J. Lustina
5903 Lost Horizon Drive
Austin, Texas 78759
(512) 560-0741
Michael.Lustina@researchdatainsights.com

VITA

Work Experience

President and COO, Research+Data Insights
Executive Vice President, H+K Strategies

January 2012 – present
January 2011 – present

Serve on the US Executive team for H+K Strategies and manage the global operations of Research+Data Insights (RDI), the organization that provides H+K Strategies clients with data analytics and primary research. RDI provides insights to C-Level executives primarily within fortune 100 companies.

Public Strategies, Inc.

August 2006 – December 2010

Hired as Research Director and promoted to Managing Director. Worked with clients to develop strategic direction for their company and provide consulting around research findings to help clients manage their brand and communication messaging.

Symmetrics Marketing Corporation

March 2001 – July 2006

Hired as an Account Manager and promoted to Senior Account Manager in 2003 then Assistant Vice President in 2005. Position involved managing client relationships with a focus on international research. Responsibilities included designing research studies, managing a project team to complete research, analyzing results, and consulting with clients on applying results to their business decisions. Within one year of promotion to Assistant Vice President, grew largest account from \$3 million to over \$7 million annually.

Millward Brown IntelliQuest

January 2000 – March 2001

Senior Research Executive in the Custom Research Services Department. Responsibilities included managing market research projects and their teams. Project work included writing proposals, creating and managing budgets, writing questionnaires, collecting and analyzing data, writing reports, and presenting results to clients.

Southwest Educational Development Laboratory
January 2000

August 1999

Program Specialist in the Office of Internal Assessment and Evaluation. Worked with SEDL programs to create an evaluation component. The position involved writing evaluation proposals, estimating evaluation time, creating questionnaires, collecting data, and writing reports.

Education

University of Texas	Ph.D. 2005	Quantitative Methods
University of Texas	M.A. 1998	Program Evaluation
Wabash College	B.A. 1995	Psychology

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

- Member of the governing body of the sponsoring entity
- Member of the governing body of the charter school
- School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Michael John Lustina

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: _____

Maiden name (if female): _____

Other names used at any time: _____

3. Current home address: 5903 Lost Horizon Drive, Austin, TX 78759

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

- Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-241-1840

5. Education: Dates, Names, Locations and Degrees

College: Wabash College, BA, Psychology, 1995

Graduate Studies: University of Texas at Austin, Ph.D., Educational Psychology, 2004

Others: _____

6. List membership(s) in professional societies and associations:

None

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

Symmetries Marketing Corporation, March 2001 - July 2006, Assistant Vice President

Public Strategies, August 2006 - December 2011, Managing Director

Hill+Knowlton Strategies, January 2011 - Present, Executive Vice President

Research²Data Insights, January 2012 - Present, President & COO

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

None

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

None

10. List all previous experience with any charter school management company including dates, management company, address and position held:

None

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

None

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive.

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity:

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude, a felony, an offense listed in TEC 37.007(b), or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

[Empty box for number of times adjudged bankrupt]

Date of each bankruptcy judgment:

[Empty box for date of each bankruptcy judgment]

Description of the circumstances surrounding each bankruptcy:

[Empty box for description of circumstances surrounding each bankruptcy]

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

[Empty box for details if applicable]

Dated and signed this 7th day of February, 2014.
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

Michael John Justice
(Signature of Affiant)

VERIFICATION

State of Texas

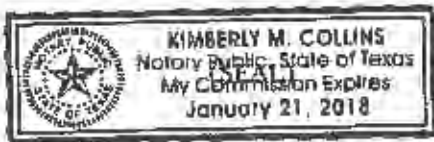
County of Tarrant

On this day Michael Justice (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 7th day of February, 2014.

Kimberly Collins
(Notary Public)

My commission expires 1-21-18





Anne L. Morgan

Anne Morgan is the Deputy City Attorney for the City of Austin. She manages the Law Department, which has approximately 90 employees, and she advises city leaders, employees and volunteers on legal issues. Prior to becoming the Deputy City Attorney Anne was the Chief of Litigation for the City for seven years.

Prior to her city work, Anne worked for the Texas Attorney General's office, first as an Assistant Attorney General, then as the Deputy Division Chief of Tort Litigation. In between those stints, she had her own firm where she concentrated in the areas of medical malpractice and mediation.

Anne is proud to be on the Board of Directors of Goodwill Industries of Central Texas, is a volunteer mediator for the Travis County Bar Association, and is a regional interviewer for Phillips Exeter Academy. Anne is a former board member for non profits Reading is Fundamental and Austin Groups for the Elderly.

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Anne Louise Morgan

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: n/a

Maiden name (if female): n/a

Other names used at any time: n/a

3. Current home address: 2512 Tom Miller, Austin, TX 78723

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: n/a

5. Education: Dates, Names, Locations and Degrees

College: 1980-1983, University of Texas, Austin, Texas, BA

Graduate Studies: 1984-1987, The Washington College of Law at the American University, Washington, D.C., J.D.

Others: n/a

6. List membership(s) in professional societies and associations:

State Bar of Texas
Austin Bar Association
Travis County Women Lawyers Association
Texas City Attorneys Association

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerhips) for the past 10 years including dates, employers, addresses and positions held:

2004-present:
City of Austin, Law Department
301 W 2nd Street, Austin, TX
Deputy City Attorney (2011 to present)
Chief of Litigation (2004-2011)

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

n/a

9. List all previous experience with charter schools, include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

n/a

10. List all previous experience with any charter school management company including dates, management company, address and position held:

n/a

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

State Bar of Texas license: 14432400, issued 1988, current

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

n/a

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive.

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

n/a

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

n/a

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

n/a

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

n/a

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

Date of each bankruptcy judgment:

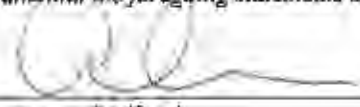
Description of the circumstances surrounding each bankruptcy:

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

Dated and signed this 6th day of February, 2014.
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.



(Signature of Affiant)

VERIFICATION

State of Texas

County of Tarrant

On this day, Anne Morgan (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 6th day of February, 2014.

(SEAL)





(Notary Public)

My commission expires 2/21/17

ERICA SÁENZ

The University of Texas at Austin
Division of Diversity and Community Engagement
1 University Station, Main Building, Room 12
Austin, TX 78712
ericasaenz@austin.utexas.edu

10521 Channel Island Dr.
Austin, TX 78747
(512) 639-8834
ericasaenz3@yahoo.com

PROFESSIONAL EXPERIENCE

Director for Community Relations, Division of Diversity and Community Engagement, The University of Texas at Austin 2011-present

- Provide high-level partnership and sponsorship management for the Office of the Vice President (OVP) including preparation and coordination for meetings, events, programs, initiatives, and other requirements for campus and community partnership and sponsorship commitments.
- Manage 40+ student organization event co-sponsorships per semester to support and foster initiatives of local and global impact.
- Represent the division and serve as contributing member on select division-wide and/or university-wide administrative committees, planning teams, and working groups including division-wide strategic planning efforts.
- Serve as liaison between the OVP and the Community Engagement Center.
- Serve as liaison between the OVP and the Development and External Relations unit. Support the development, writing, editing and dissemination of division-wide communication materials, including printed and online pieces for internal and external correspondence and publication.
- Support community relations initiatives with campus and community service memberships and coordination of event logistics for division-wide events.

Assistant to the Vice President, Division of Diversity and Community Engagement, The University of Texas at Austin 2010-2011

- Provide high-level office management for the Office of the Vice President (OVP), managing the vice president calendar including event and service commitments and managing a pre- and post-briefing system to ensure confirmation, preparation, and presentations for meetings and events, including board membership commitments, and other campus and community affiliations.
- Manage a portion of the partnership and sponsorship process for the OVP.
- Co-manage 40+ student organization event co-sponsorships per semester to support and foster initiatives of local and global impact.
- Serve as liaison between the OVP and the Development and External Relations unit. Support the development, writing, editing and dissemination of division-wide communication materials, including printed and online pieces for internal and external correspondence and publication. Support and drive the coordination of event logistics for division-wide events.

ERICA SAENZ

- Represent the division and serve as contributing member on select division-wide and/or university-wide administrative committees, planning teams, and working groups including division-wide strategic planning efforts.

Senior Program Coordinator, Division of Diversity and Community Engagement, The University of Texas at Austin 2008-2010

- Coordinate logistics for division-wide events as part of the Communications team.
- Serve as the main division liaison to student organizations and programs; assisting with the management of the student organization co-sponsorship process and advising student groups producing diversity and community engagement related events.
- Support the development and distribution process for division-wide promotional and publicity materials for events including developing marketing materials, event emails, distribution lists, and event calendars; assisting with developing, writing, editing and disseminating division-wide communications materials including printed and online materials for division's internal and external publication.
- Represent the division and serve as contributing member on select division-wide and/or university-wide administrative committees, planning teams, and working groups.

Instructor, School of Theater, Film, and Television, University of California in Los Angeles (UCLA) 2007-2008

- Developed curriculum and taught *Theater Arts 30, Dramatic Writing*, an undergraduate course for the Theater Department, during the spring quarter of 2007 and the winter quarter of 2008.

Administrative and Production Assistant, Chancellor's Office and School of Theater, Film, and Television, University of California in Los Angeles (UCLA) 2006-2008

- Communicated and liaised with senior campus officers and campus constituencies on behalf of the assistant chancellor and assistant provost in the UCLA Chancellor's Office. Provided administrative support on matters of policy development, implementation and analysis, and academic personnel. Gained experience in managing emerging areas of campus concern of both external and internal origin.
- Served as production assistant to the Associate Dean and Chair of the MFA Playwriting Program in the UCLA School of Theater, Film, and Television, for a notable reading series on campus. Served as editorial board member for the New Playwrights at UCLA. Duties in both roles included reading productions, managing event planning and operating project funds.

Instructor, East LA Classic Theatre, Los Angeles, CA 2004-2006

- As part of East LA Classic Theatre's *Literacy Through Performing Arts* initiative, I taught student youth academic and art classes within the Los Angeles Unified School District (LAUSD).
- Served as a fostering participant of program which addressed academic needs of underserved students and their teachers by providing them with strategies, exercises and assessments in language arts and arts education within LAUSD.

ERICA SÁENZ

- Conducted Spanish-only information sessions for the parents of youth program participants within LAUSD.

Administrative Office Manager, UCLA Medical Center, Neuropsychiatric Hospital, Quality Management Department 2003-2005

- Managed seven hospital inter-disciplinary committees
- Completed compliance reporting to meet state and federal regulations

Program Coordinator, Carney Educational Services, Los Angeles, CA 2002-2004

- Supervised four instructors of an educational enrichment program within LAUSD

EDUCATION

Master of Fine Arts, 2008
University of California- Los Angeles (UCLA)

Bachelor of Arts, 1998
University of Texas at Austin

LEADERSHIP & SERVICE

Instructor/ Guest Lecturer.....
Austin Creative Alliance, Austin, 2010-present
Young Writers' Workshop, Travis Heights Elementary, 2009-present
Latinas Unidas Por El Arte, Austin, 2007-present
TeatroFest, Guadalupe Cultural Arts Center, San Antonio, 2006
Drama of Diversity, UCLA, 2006-2007
American Indian Studies Center, UCLA, 2007-2008
Patricia Surla Studios, Los Angeles, 2005-2006
Texas Youthful Creations, TEATRO Humanidad, Austin, 1999-2001

Board Member.....
I Live Here, I Give Here, 2012-present
Hispanic Scholarship Consortium, 2012-present
Teatro Vivo, Chair, 2012-present
Texas Exes Hispanic Alumni Steering Committee, 2010-present
Teatro Vivo Artistic Advisory Board, Austin, 2008-2012
New Playwrights at UCLA, Editorial Board, 2006-2008
Community Service Commission, Chair, UCLA, 2006-2007
Director of Community Service, UCLA Graduate Students Assoc., 2006-2007
Student Activities Center Board of Governors, Chair, UCLA, 2006-2007
TEATRO Humanidad, Austin, Deputy Director, 1998-2003
Cabinet of College Councils, Arts Council, Officer, UT-Austin, 1996-1997
Mexican-American Cultural Committee, Officer, UT-Austin, 1997-1998

Member.....
Hispanic Women's Network of Texas, 2011-present
Austin Creative Alliance, Austin, 2010-present

ERICA SÁENZ

Austin Script Works, Austin, 2010–present
FuturoFund Austin, 2009–present
Hispanic Faculty and Staff Association, UT Austin, 2008–present
Las Comadres Para Las Americas, 2008–present
Dramatist Guild of America, 2007–present
Screen Actors Guild, 2004–present
American Federation of Television and Radio Artists, 2003–present
Student Activities Center Board of Governors, UCLA, 2007–2008
Alliance of Los Angeles Playwrights, 2006–2008
New Graduate Student Orientation Planning Committee, UCLA, 2006–2008
Charles E. Young Humanitarian Award Selection Committee, 2006–2007
Latino Comedy Project, 1997–2005
Cabinet of College Councils, Arts Council, UT-Austin, 1995–1997
Mexican-American Cultural Committee, UT-Austin, 1994–1998

AWARDS & ACKNOWLEDGEMENTS

Vice President's Excellence Award, UT-Austin, 2011
Austin Critics' Table Nomination for best new script, 2010
Austin Critics' Table Nomination for best supporting actress, 2010
B. Iden Payne Theater Awards Nomination for best new script, 2010
George Burns and Gracie Allen Award in Comedy, 2007–2008
Hispanic Scholarship Fund: Cheech Marin Endowed Scholarship Scholar, 2007
UCLA Jeffrey L. Hanson Distinguished Service Award, 2007
UCLA Chancellor's Distinguished Students, 2007
Fellow, National Hispanic Foundation for the Arts, 2007–08 & 2006–07
Dude Fellowship in Theater, Film, & TV for the Depiction of Ethnic Diversity, 2006–2007
UCLA Regents Award, 2006–2007
UCLA Graduate Opportunity Fellowship Program, 2005–2006
Austin Critics' Table Nomination for Best Supporting Actress in a Comedy, 2002
B. Iden Payne Theater Awards nomination for Best Comedy for The LCP, 2002
B. Iden Payne Theater Awards nomination for Best Actress in a Comedy, 2001
Austin Critics' Table Award for Best Supporting Actress in a Comedy, 2001
Austin Critics' Table nomination for Best Comedy for The LCP, 2001
Austin Critics' Table nomination for Best Comedy for The LCP, 2000
Morton Brown Drama Scholarship, UT-Austin, Dept. of Theater and Dance, 1998–2000

OTHER QUALIFICATIONS

- Fluent in speaking, reading, and writing Spanish
- Writing for publications, communications materials, public relations, etc.
- Public speaking experience (master of ceremonies, host, moderator, panelist, etc.)
- Advanced user of MS Office software (e.g., Word, Excel, Powerpoint, Access, etc.)
- Knowledgeable about UT-Austin internal operating systems including UT Direct, UT Mainframe, DEFINE, and VIP

Erica Saenz joined The University of Texas at Austin in 2008 and currently serves as Director for Community Relations in the Division of Diversity and Community Engagement. In this role, Erica is responsible for providing program and sponsorship management for campus and community partnerships. Erica holds a Bachelors degree in Theatre from The University of Texas at Austin and a Masters degree in Dramatic Writing from UCLA. Prior to coming to UT-Austin, Erica held various positions at UCLA including serving in the Chancellor's Office where she liaised with campus and community constituencies on behalf of the Assistant Chancellor and Assistant Provost and gained experience in managing emerging areas of campus concern of both external and internal origin. Also, while at UCLA, Erica served as production assistant to the Associate Dean in the School of Theater, Film, and Television and developed curriculum for a Dramatic Writing undergraduate course that she taught in 2007 and 2008. In addition to her work at UCLA, Erica was an instructor for East LA Classic Theatre's Literacy Through Performing Arts Initiative and taught student youth academic and art classes within the Los Angeles Unified School District. Erica is a proud member of the American Federation of Television and Radio Artists, Austin Creative Alliance, Austin Script Works, FuturoFund Austin, and the Screen Actors Guild. She is a member of the Texas Exes Hispanic Alumni Steering Committee and the Hispanic Women's Network of Texas- Austin branch. Erica also serves as board member for the Hispanic Scholarship Consortium, Teatro Vivo and I Live Here, I Give Here.

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: _____ (State position as defined in TEC, §12.012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Erica Saenz

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: married name

Maiden name (if female): Erica González

Other names used at any time: NONE

3. Current home address: 6600 Ed Bluestein Blvd, #619 Austin, TX 78723

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas)

4. Current home telephone number: 512-659-8834

5. Education: Dates, Names, Locations and Degrees

College: 1994-1998, The University of Texas at Austin in Austin, Texas, BA, Bachelor of Arts

Graduate Studies: 2005-2008, The University of California, Los Angeles (UCLA), Los Angeles, MFA, Masters in Fine Arts

Others: _____

6. List membership(s) in professional societies and associations:

Goodwill Industries of Central Texas, 2012-present, board member; Long Center for the Performing Arts, 2012-present, board member; I Live Here, I Give Here, 2012-present, board member; Teatro Vivo, 2012-present, board chair; Texas Exes Hispanic Alumni Network, board member; Community Advancement Network, 2010-present, board member; Austin Involved, 2013-present, board chair; FuturoFund Austin, 2008-present, member; Restore Rundberg Revitalization Team, 2013-present, chair.

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerhips) for the past 10 years including dates, employers, addresses and positions held:

- 2012- present, Assistant Vice President for Community and External Relations, Division of Diversity and Community Engagement, The University of Texas at Austin, in Austin, Texas
- 2011-2012, Director for Community Relations, Division of Diversity and Community Engagement, The University of Texas at Austin, in Austin, Texas
- 2008-2011, Senior Program Coordinator and Assistant to the Vice President, Division of Diversity and Community Engagement, The University of Texas at Austin, in Austin, Texas
- 2003-2008, Administrative Assistant and Office Manager, Chancellor's Office and Medical Center, University of California in Los Angeles (UCLA), in Los Angeles, California

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

NONE

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

2008-present, The University of Texas Elementary School
The University of Texas Elementary public charter school was initiated by The University of Texas System through the Institute for Public School Initiatives to support K-12 education. The charter is held by The University of Texas Board of Regents, approved by the state in 2003. UT Elementary is an academic unit of The University of Texas at Austin and reports to the Division of Diversity and Community Engagement. Since 2008, I have worked in and now oversee the Communications unit for the Division of Diversity and Community Engagement.

10. List all previous experience with any charter school management company including dates, management company, address, and position held:

NONE

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

NONE

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive.

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above,) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude, a felony, an offense listed in TEC 37.007(a), or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

Date of each bankruptcy judgment:

Description of the circumstances surrounding each bankruptcy:

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

Dated and signed this 7th day of February, 2014
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

Erica Saenz
(Signature of Affiant)

VERIFICATION

State of TEXAS

County of TARRANT

On this day, Erica Saenz (name of affiant) appeared before me the undersigned notary public and depose that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 7th day of February, 2014.

(SEAL)



Kelly Kamerer
(Notary Public)

My commission expires 2/21/17

Yvonne M. Suttles

Director of Finance, Applied Materials

Spouse: Marc

Children: Maren (3), Brynn (3), Arnelie (1)

Education:

BA, Economics, University of Dallas

MBA, Corporate Finance, University of Dallas



Interests/Hobbies:

Spending time with her husband and young girls, running and traveling.

GICT Board Tenure: 4 years

Bio:

Yvonne Suttles currently holds the position of Director of Finance for the Applied Global Services division within Applied Materials, the global leader in nano-manufacturing technology solutions. She is responsible for acquisition and ERP integration activity within her division, as well as program management and accounting policy and process improvement activities. Prior to this role, Yvonne was the Service Controller with overall financial management responsibilities across all segments of the business including Semiconductor, Solar, Display, Glass and Web, and Alternative Energy Products. Since joining Applied Materials in June 1997, Yvonne has held positions of increasing responsibility in Operational Finance organizations and supporting the company's business transformation program, the largest SAP implementation at the company and within North America at that time. Prior to joining Applied Materials, Yvonne worked at the Federal Home Loan Bank in Dallas, Texas.

Yvonne grew up in Austin, Texas and graduated with honors from the University of Dallas where she holds a bachelors degree in Economics, and an MBA in Corporate Finance. Yvonne and her husband, Marc, are proud parents to 3 young girls.

Primary Area of Expertise:

Financial/Strategic Management, Business Partnering, Project Management.

Prior/Current Board Experience:

Goodwill Industries of Central Texas 2008-present

Great Hills Homeowners Association, Treasurer 2005-present;

Why I have chosen to commit my time to GICT:

I strongly believe in the vision and mission of GICT and want to be involved with an organization that is vital to the socio-economic development of the Central Texas area.

I will further GICT's mission, vision and values by:

I will give my time, expertise and financial contributions to provide input and suggestions on how GICT can further grow and add value to the greater Central Texas area.

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

- Member of the governing body of the sponsoring entity
- Member of the governing body of the charter school
- School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Yvonne Marie Suttles

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: Marriage

Maiden name (if female): Crawford

Other names used at any time: _____

3. Current home address: 10302 Rising Hills Cir, Austin, TX 78759

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-795-8244

5. Education: Dates, Names, Locations and Degrees

College: 1995 University of Dallas, Bachelor of Science in Economics

Graduate Studies: 1996 University of Dallas, MBA in Corporate Finance

Others: _____

6. List membership(s) in professional societies and associations:

N/A

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerhips) for the past 10 years including dates, employers, addresses and positions held:

Applied Materials, Inc
1997 - Present
9700 US Hwy 209 East, Bldg 34
Austin, TX 78724
Director of Finance Systems and Integrations

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

N/A

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

N/A

10. List all previous experience with any charter school management company including dates, management company, address and position held:

N/A

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

N/A

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive:

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

[Empty box for number of times adjudged bankrupt]

Date of each bankruptcy judgment:

[Empty box for date of each bankruptcy judgment]

Description of the circumstances surrounding each bankruptcy:

[Empty box for description of circumstances surrounding each bankruptcy]

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

[Empty box for details if applicable]

Dated and signed this 10 day of February, 2014
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

[Signature]
(Signature of Affiant)

VERIFICATION

State of TEXAS

County of TRAVIS

On this day, Yvonne M. Sattles (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 10th day of February, 2014



(SEAL)

[Signature]
(Notary Public)

My commission expires 2/21/17



Yvonne VanDyke, RN, MSN

Vice President, Nursing Education, Nursing Practice,
Nursing Research and Administrator, Clinical Education Center
at Brackenridge, Seton Family of Hospitals

Spouse: Thomas Clifton

Children: Charles, 35; Forest, 27

Birth date: 10/2/53

Education: Bachelor's of Science degree in Nursing from Prairie View A& M University
Master of Science degree in Nursing from the University of Texas at Austin

Interests/Hobbies: Reading, Sewing, Attending and Watching Sporting Events, Traveling

Primary Area of Expertise:

Strategy, Visioning, Leadership, Higher Education

Prior/Current Board Experience:

Hospice Austin Board

Volunteer, Civic, and Professional Associations:

Chaplain for the Austin Chapter of Links, Inc.

Church Greeter and Deaconess at Mt. Olive Baptist Church

Why I have chosen to commit my time to GICT:

I want to support Goodwill's mission and I feel I can make a difference.

I will further GICT's mission, vision and values by:

Sharing my time, talents, and advocating for the things that allows GICT to sustain and expand its mission.

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: _____ (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity: Goodwill Industries of Central Texas

Full Name of Proposed Charter School: The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Yvonne Marie VanDyke

2. Have you ever had your name changed or used another name? Yes No

If Yes, give reason for the change: Marriage

Maiden name (if female): Roberson

Other names used at any time: Yvonne Marie Moore

3. Current home address: 1506 New York Avenue

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity of the sponsoring entity is based in Texas).

4. Current home telephone number: 512-614-6372

5. Education: Dates, Names, Locations and Degrees

College: 1971-1975, Prairie View A&M University, Prairie View, Texas, Bachelor's Degree in Nursing

Graduate Studies: 1988-1990, The University of Texas at Austin, Austin, Texas, Master's of Science in Nursing

Others: _____

6. List membership(s) in professional societies and associations:

The American Nurses Association, Texas Nurses Association, The American Organization of Nurse Executives, Central Texas Organization of Nurse Executives

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

Austin Community College, Austin, Texas, 5930 Middle Fiskville Road, Austin, TX 78752
2000-2005 - Position: Dean, Health Sciences
2005-2006-Position: Executive Dean, Health Sciences
Seton Healthcare, Family, 1345 Philomena Street, Austin, Texas 78723
2006-2007 - Position: Director, Nursing Education and Professional Development and Pipeline
2007-2013 -Vice President, Nursing Education, Practice, Research and Administrator, The Clinical Education Center at Brackenridge
2013-Present: Senior Vice President, Nursing; and, The Clinical Education Center at Brackenridge

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

Not applicable

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

Not applicable

10. List all previous experience with any charter school management company including dates, management company, address and position held:

Not applicable

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past/ State date license was issued, issuer of license, date terminated, reasons for termination:

1975-present licensed as Registered Nurse (RN) in Texas

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive:

Also explain any other compensation you expect to receive for services on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt), uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt: _____

Date of each bankruptcy judgment: _____

Description of the circumstances surrounding each bankruptcy: _____

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankrupt, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details: _____

Dated and signed this 7th day of February, 2014.
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

Yvonne Marie Van Dyke
(Signature of Affiant)

VERIFICATION

State of Texas

County of Tarrant

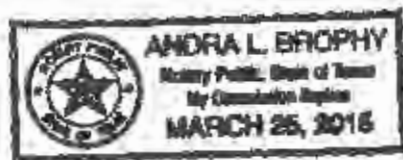
On this day, Yvonne Van Dyke (name of affiant) appeared before me the undersigned notary public and depose that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 7th day of February, 2014.

Andrea L. Brophy
(Notary Public)

(SEAL)

My commission expires 3/25/2015



**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

Member of the governing body of the sponsoring entity

Member of the governing body of the charter school

School officer: CEO/Superintendent (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) GERALD LEE DAVIS

2. Have you ever had your name changed or used another name? Yes No

If Yes, give reason for the change: _____

Maiden name (if female): _____

Other names used at any time: _____

3. Current home address: 5709 GORHAM GLEN LANE, AUSTIN, TX 78739

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-301-3164

5. Education: Dates, Names, Locations and Degrees

College: 1981, THE OHIO STATE UNIVERSITY, COLUMBUS, OHIO, BS (OCCUPATIONAL THERAPY)

Graduate Studies: 1987, DEPAUL UNIVERSITY, CHICAGO, IL, MS (REHAB SVS ADMINISTRATION)

Others: _____

6. List membership(s) in professional societies and associations:

GOODWILL CONFERENCE OF EXECUTIVES-CURRENT
TEXAS ASSOCIATION OF GOODWILLS-CURRENT
GREATER AUSTIN CHAMBER OF COMMERCE - CURRENT
COMMUNITY ADVANCEMENT NETWORK (AUSTIN) - CURRENT

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

1998-PRESENT, PRESIDENT & CEO, GOODWILL INDUSTRIES OF CENTRAL TEXAS, 1015 NORWOOD PARK BLVD., AUSTIN, TX 78753

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

NONE

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

NONE

10. List all previous experience with any charter school management company including dates, management company, address and position held:

NONE

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

OT, 1998-PRESENT, TEXAS # 108728
OT, 1981-1984, 1987-1998, OHIO, IN ESCROW (MOVED TO TEXAS)
OT, 1984-1987, MICHIGAN (REGISTRATION, NO LICENSING AUTHORITY AT THE TIME)
OT, 1981-PRESENT, AM.OT. ASSOC., # 4125363
OT, 1999-PRESENT, NBCOT CERTIFICATION, # AA412536

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive: 316,031

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity:

AT-RISK COMPENSATION (UP TO 35% OF BASE)

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude, a felony, an offense listed in TEC 37.007(a) or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information:

Number of times adjudged bankrupt:

[Empty box for number of times adjudged bankrupt]

Date of each bankruptcy judgment:

[Empty box for date of each bankruptcy judgment]

Description of the circumstances surrounding each bankruptcy:

[Empty box for description of circumstances surrounding each bankruptcy]

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

[Empty box for details if applicable]

Dated and signed this 11th day of February, 2014.

I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.

Gerald Davis
(Signature of Affiant)

VERIFICATION

State of Texas

County of Travis

On this day, Gerald Davis (name of affiant) appeared before me the undersigned notary public and depose that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 11th day of February, 2014.

(SEAL)



Kelly Kamerer
(Notary Public)

My commission expires 2/21/17

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

- Member of the governing body of the sponsoring entity
- Member of the governing body of the charter school
- School officer: Senior Vice President of Mission Services (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Joseph Michael Willard

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: N/A

Maiden name (if female): N/A

Other names used at any time: N/A

3. Current home address: 5417 Apache Creek Cove, Austin, TX 78735

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas).

4. Current home telephone number: 512-385-8452

5. Education: Dates, Names, Locations and Degrees

College: Bachelor of Science, George Peabody College of Vanderbilt University, Nashville, TX; 1982

Graduate Studies: Master of Education, Human Development Counseling Program, Vanderbilt University, TN; 1985

Others: N/A

6. List membership(s) in professional societies and associations:

N/A

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

Goodwill Industries of Central Texas, 1015 Norwood Park Blvd., Austin, TX 78753
Senior Vice President of Mission Services, January 2014 to present
Chief of Mission Services, January 2013 to January 2014
Vice President of Mission Services, July 2011 to January 2012
Austin Habitat for Humanity, 55 N. JR 35, Suite 240, Austin, TX 78702
President & CEO, March 2004 to July 2011
Habitat for Humanity International, 121 Habitat Street, Americus, GA 31709
Senior Director of Special Projects and Initiatives, November 2003 to March 2004
Vice President, Human Resources, March 2001 to November 2003

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

N/A

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

N/A

10. List all previous experience with any charter school management company including dates, management company, address and position held:

N/A

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

N/A

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

N/A

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive: 144,398

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

N/A

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

N/A

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

N/A

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.01(5) Code of Criminal Procedure?

Yes No

If so, give details:

N/A

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information.

Number of times adjudged bankrupt:

N/A

Date of each bankruptcy judgment:

N/A

Description of the circumstances surrounding each bankruptcy:

N/A

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

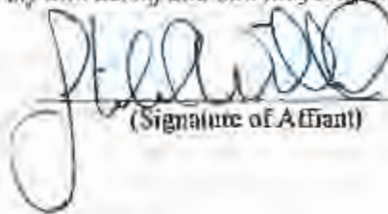
Yes No

If so, give details:

N/A

Dated and signed this 11th day of February, 20 14.

I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.


(Signature of Affiant)

VERIFICATION

State of Texas

County of Travis

On this day, J. Michael Willard (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief

Subscribed and sworn to before me this 11th day of February, 20 14.


(Notary Public)



(SEAL)

My commission expires 2/21/17

**Adult Education Charter Applicant Board Member Information Form
(MUST BE TYPED and NOTARIZED)**

Check all that apply:

- Member of the governing body of the sponsoring entity
- Member of the governing body of the charter school
- School officer: Financial Officer (State position as defined in TEC, §12.1012.)

Full Name of Sponsoring Entity Goodwill Industries of Central Texas

Full Name of Proposed Charter School The Excel Center

In connection with the above-named organization and charter school application, I herewith make representations and supply information about myself as hereinafter set forth. (Attach addendum or separate sheet if space hereon is insufficient to answer any questions fully.)

IF ANSWER IS "NO" OR "NONE", SO STATE.

1. Full Name (Initials Not Acceptable) Dodie Lynn Brown

2. Have you ever had your name changed or used another name? Yes No

If yes, give reason for the change: Marriage

Maiden name (if female): Humphrey

Other names used at any time: Dodie Lynn Hampton; Dodie Hampton Brown

3. Current home address: 6416 Tractor Ct, Austin, TX 78739

If you are a member of the governing body of the sponsoring entity and the sponsoring entity is an out-of-state organization, do you reside within 50 miles of the geographic boundary of the proposed charter school?

Yes No N/A (because I am not a member of the governing body of the sponsoring entity or the sponsoring entity is based in Texas)

4. Current home telephone number: (512) 288-3608

5. Education: Dates, Names, Locations and Degrees

College: Tartleton State University, BBA Accounting

Graduate Studies: N/A

Others: Goodwill Industries International Senior Leader and Executive Development

6. List membership(s) in professional societies and associations:

American Institute of Certified Public Accountants
Texas Society of Certified Public Accountants
Chartered Global Management Accountants
Financial Executives International

7. List complete employment record, including self-employment (up to and including present jobs, positions, directorates or officerships) for the past 10 years including dates, employers, addresses and positions held:

Goodwill Industries of Central Texas, 1015 Norwood Park Blvd, Austin, Texas 78753, Vice President Finance, 2008 to present
Goodwill Industries of Central Texas, 1015 Norwood Park Blvd, Austin, Texas 78753, Controller, 2004 to 2008
Glass & Co., CPAs, P.C., 515 Congress Avenue, Austin, Texas 78701, Manager, 2003 to 2004
Davis, Kinard & Co., P.C., 400 Pine St, Suite 600, Abilene, Texas 79601, Manager 1998 to 2003
Howard Payne University, 1000 Fisk Street, Brownwood, Texas 76801, Controller 1994 to 1998

8. List all businesses or organizations of which you are a partner or in which you have a majority interest:

None

9. List all previous experience with charter schools. Include open-enrollment schools and/or campus or program charters including dates, charter schools/charter holders, addresses and positions held:

None

10. List all previous experience with any charter school management company including dates, management company, address and position held:

None

11. List any professional, occupational, or vocational licenses issued by any public or governmental licensing agency or regulatory authority which you presently hold or have held in the past. State date license was issued, issuer of license, date terminated, reasons for termination:

CPA license - granted October 22, 1997, issuer - State Board of Public Accountancy, status - Active

12. During the last 10 years, have you ever been refused a professional, occupational or vocational license by any public or governmental licensing agency or regulatory authority, or has such license held by you ever been suspended or revoked?

Yes No

If yes, give details:

13. Will you be employed by or contract with the sponsoring entity, the charter school, or the management company of the school?

Yes No If so, please state the compensation you expect to receive.

Also explain any other compensation you expect to receive for service on the governing body of the sponsoring entity.

14. Is any relative within the third degree of consanguinity (i.e., your parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) or within the third degree of affinity (i.e., your spouse or your spouse's parent, grandparent, great-grandparent, child, grandchild, great-grandchild, sibling, aunt, uncle, niece, nephew) a member of the governing body of the sponsoring entity or of the governing body of the charter school?

Yes No

If so, give details:

15. Will any relative(s) within the third degree of consanguinity or affinity (See definitions in Question 14 above.) be employed by or receive any compensation or remuneration from the sponsoring entity, charter school, or the management company of the charter school?

Yes No

If so, give details:

16. Have you ever been convicted of a misdemeanor involving moral turpitude; a felony; an offense listed in TEC 37.007(a); or an offense listed in Article 62.0 (5) Code of Criminal Procedure?

Yes No

If so, give details:

17. Have you ever been adjudged bankrupt? Yes No If so, please provide the following information:

Number of times adjudged bankrupt:

Date of each bankruptcy judgment:

Description of the circumstances surrounding each bankruptcy:

18. Have you ever been an officer, director, trustee, investment committee member, key employee, or controlling stockholder of any business, which, while you occupied any such position or capacity with respect to it, became insolvent, declared bankruptcy, or was placed under supervision or in receivership, rehabilitation, liquidation or conservatorship?

Yes No

If so, give details:

Dated and signed this 6th day of February, 2014
I hereby certify under penalty of perjury that I am acting on my own behalf and that the foregoing statements are true and correct to the best of my knowledge and belief.


(Signature of Affiant)

VERIFICATION

State of TEXAS
~~FLORIDA~~

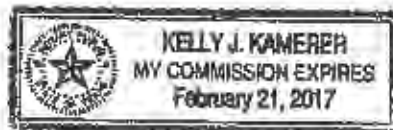
County of TRAVIS

On this day, Dodie Brown (name of affiant) appeared before me the undersigned notary public and deposed that he/she executed the above instrument and that the statements and answers contained therein are true and correct to the best of his/her knowledge and belief.

Subscribed and sworn to before me this 6th day of February, 2014


(Notary Public)

(SEAL)



My commission expires 2/21/17

Attachment C - Assurances of Compliance

GOODWILL INDUSTRIES OF CENTRAL TEXAS

Name of Sponsoring Entity

71-122808
FEI No/Taxpayer ID

THE EXCEL CENTER

Proposed Charter School Name

TEXAS EDUCATION AGENCY

Division of Planning and Grant Reporting

**General Application of Assurances for Federal Programs Administered by the
U.S. Department of Education**

Authority for Data Collection: 20 USC Section 1232e and P. L. 107-110, No Child Left Behind Act of 2001, Title IX, Part C, Section 9306 (a).


Planned Use of Data: The requirements established in United States Code Annotated, Title 20, Education, Chapter 31, Subchapter III, Section 1232e stipulate that "Each local education agency which participates in an applicable program under which federal funds are made available to such agency through a State agency shall submit, to such agency or board, a general application containing the assurances set forth in subsection (b) of this section". The requirements of P. L. 107-110, No Child Left Behind Act of 2001, Title IX, Part C, Section 9306 (a) stipulate that "any applicant, other than a State educational agency that submits a plan or application under this Act, whether separately or pursuant to section 9305, shall have on file with the State educational agency a single set of assurances, applicable to each program for which a plan or application is submitted." The application shall cover the participation by the local educational agency, public agency, nonprofit private agency, institution, organization or Indian tribe in all federal programs administered by the U.S. Department of Education.

Instructions: This general application will be in effect for the duration of participation in federal programs until such time as the requirements change. The superintendent or authorized official must sign the certification and return to the address below. Payment for federally funded applications and contracts cannot be made by this Agency until the general application is received. Payments to grantees for current grants may be delayed if the General Application of Assurances is not received in the time requested. For further information, contact the Division of Planning and Grant Reporting at (512)463-7004.

Certification:

I, the undersigned authorized official for the above-named local educational agency, public agency, nonprofit private agency, institution, organization or Indian tribe in accordance with 20 USC Section 1232e and P. L. 107-110, No Child Left Behind Act of 2001, Title IX, Part C, Section 9306 (a), hereby apply for participation in federally funded education programs.

I certify that the above-named local educational agency, public agency, nonprofit private agency, institution, organization or Indian tribe will adhere to the assurances stated on the reverse side of this form.

Typed Name of Authorized Official or Charter Holder	Date	Telephone	Authorized Original Signature (blue ink)	
MARK FINGER	2-11-14	512.637.7100		
Typed Title of Authorized Official of Charter Holder				
BOARD CHAIR				
Address of Charter Holder:	City	State	Zip Code	
1015 NORWOOD PARK BOULEVARD	AUSTIN	TX	78752	

ASSURANCES

The following assurances are provided in accordance with the United States Code Annotated, Title 20, Education, Chapter 57, Subchapter III, Section 1232e and P. L. 107-110, No Child Left Behind Act of 2001, Title IX, Part C, Section 9306 (a):

Assurance is hereby given that

- (1) the local educational agency will administer each program covered by the application in accordance with all applicable statutes, regulations, program plans, and applications;
- (2) the control of funds provided to the local educational agency under each program, and title to property acquired with those funds, will be in a public agency and a public agency will administer those funds and property;
- (3) the local educational agency will use fiscal control and fund accounting procedures that will ensure proper disbursement of, and accounting for, Federal funds paid to that agency under each program;
- (4) the local educational agency will make reports to the Texas Education Agency or State Board of Education and to the Secretary of Education as may reasonably be necessary to enable the Texas Education Agency or State Board of Education and the Secretary of Education to perform their duties and the local educational agency will maintain such records, including the records required under section 1232f* of this title, and provide access to those records, as the Texas Education Agency or State Board of Education or the Secretary of Education deem necessary to perform their duties;
- (5) the local educational agency will provide reasonable opportunities for the participation by teachers, parents, and other interested agencies, organizations, and individuals in the planning for and operation of each program;
- (6) any application, evaluation, periodic program plan or report relating to each program will be made readily available to parents and other members of the general public;
- (7) in the case of any project involving construction—
 - (A) the project is not inconsistent with overall State plans for the construction of school facilities, and
 - (B) in developing plans for construction, due consideration will be given to excellence of architecture and design and to compliance with standards prescribed by the Secretary of Education under section 794 of Title 29 in order to ensure that facilities constructed with the use of Federal funds are accessible to and usable by individuals with disabilities;
- (8) the local educational agency has adopted effective procedures for acquiring and disseminating to teachers and administrators participating in each program significant information from educational research, demonstrations, and similar projects, and for adopting, where appropriate, promising educational practices developed through such projects; and
- (9) none of the funds expended under any applicable program will be used to acquire equipment (including computer software) in any instance in which such acquisition results in a direct financial benefit to any organization representing the interests of the purchasing entity or its employees or any affiliate of such an organization.

AND

In addition to the above, the following assurances are provided in accordance with P. L. 107-110, No Child Left Behind Act of 2001, Title IX, Part C, Section 9306 (a):

- (1) (A) the control of funds provided under each such program and title to property acquired with program funds will be in a public agency or in a nonprofit private agency, institution, organization, or Indian tribe, if the law authorizing the program provides for assistance to those entities; and
(B) the public agency, nonprofit private agency, institution, or organization, or Indian tribe will administer the funds and property to the extent required by the authorizing statutes;
- (2) the applicant will adopt and use proper methods of administering each such program, including—
 - (A) the enforcement of any obligations imposed by law on agencies, institutions, organizations, and other recipients responsible for carrying out each program; and
 - (B) the correction of deficiencies in program operations that are identified through audits, monitoring, or evaluation;
- (3) the applicant will cooperate in carrying out any evaluation of each such program conducted by or for the State educational agency, the Secretary, or other Federal officials;
- (4) before the application was submitted, the applicant afforded a reasonable opportunity for public comment on the application and considered such comment.

* Section 1232f, United States Code, Title 20, Education

RECORDS

Each recipient of Federal funds under any applicable program through any grant, subgrant, cooperative agreement, loan, or other arrangement shall keep records which fully disclose the amount and disposition by the recipient of those funds, and the total cost of the activity for which the funds are used, the share of that cost provided from other sources, and such other records as will facilitate an effective financial or programmatic audit.

Sponsoring Entity: GOODWILL INDUSTRIES OF CENTRAL TEXAS

Proposed Charter School Name: THE EXCEL CENTER

**Adult Education Charter Application
Special Education Assurances and Development of Policies and Procedures**

Pursuant to the Individuals with Disabilities Education Improvement Act (IDEA 2004) Section 613 (a) (1), each charter school must have on file with the Texas Education Agency (TEA) a plan that provides assurances that it has in effect policies, procedures and programs consistent with State policies and procedures governing special education. Charter schools are required to develop plans using the online Legal Framework for the Child-Centered Process following the guidance below. Posting plans on the Legal Framework is not required, but is strongly encouraged.

Electronic Submission

Region 18 Education Service Center (ESC) in coordination with other ESCs provides leadership in the State in the electronic development of charter policies and procedures through the online **Legal Framework for the Child-Centered Process Phase IV: "Charting the Course"** (Legal Framework-Phase IV) at <http://framework.esc18.net/>.

Applicant Assurance Statement

The sponsoring entity's CEO must sign the assurance statement below certifying that the proposed charter school will have in place upon opening the above-described special education policies and procedures. Once the contract is issued and a county district number is assigned, the charter holder will develop its policies and procedures through the online Legal Framework.

Future Updates to Policies and Procedures

Charters will use the Legal Framework for developing and submitting updated policies and procedures assurances in the future. Guidance from ESCs on updates to policies and procedures will be ongoing.

Technical Assistance

For questions concerning or information about the electronic submission of charter policies and procedures, please consult with your regional ESC special education contact at <http://www.tea.state.tx.us/specialed/escinfo/contact.html>.

Assurance Statement

By signing below, the sponsoring entity assures that the proposed charter school will have in place prior to opening policies and procedures that ensure implementation of IDEA 2004 and all federal regulations, Texas laws, State Board of Education (SBOE) rules, and commissioner's rules concerning students with disabilities receiving special education services and further assures that any future amendments to the regulations, laws, and rules will be incorporated into policies and procedures and implemented by the charter school.

MARK FINGER

Printed Name of Sponsoring Entity Board Chair



Signature of Sponsoring Entity Board Chair
(must sign in blue ink)

2-10-14

Date

SAS 546-14
RFA 701-14-108

Sponsoring Entity: GOODWILL INDUSTRIES OF CENTRAL TEXAS

Proposed Charter School Name: THE EXCEL CENTER

Adult Education Charter Application Special Assurances Document

The chair of the proposed sponsoring entity shall initial each of the following on this page and the next to indicate an understanding of and a commitment to comply with each of following assurances:

MAE Open Meetings Requirements:

The charter holder assures that all meetings in which charter school business is discussed will be posted to provide public notice, held in an open public forum, and any action items voted upon in a public forum as required by the Open Meetings Act in Government Code, Chapter 551.

MAE Furthermore, the charter holder assures that all of the following will be discussed in open meetings and only acted upon with approval of the charter holder board:

- The annual budget and all amendments to the budget,
- Any changes to job descriptions from those submitted in the application for charter, and
- Any changes in compensation from compensation as submitted in the application for charter.

MAE Public Information Requirements:

The charter holder assures that information, that is considered public, requested by anyone will be provided in accordance with Government Code, Chapter 552.

MAE Criminal History Check Requirements:

The charter holder assures that criminal history checks will be completed in accordance with law and that no person will serve as a member of the governing body of a charter holder, as a member of the governing body of the charter school, or as an officer or employee of a charter school if the person has been convicted of a misdemeanor involving moral turpitude, a felony, an offense listed in TEC 37.007(a) or an offense listed in Article 62.01(5) Code of Criminal Procedure.

MAE Annual Training Requirements:

The charter holder assures that all annual training requirements for board members and school administrators will be completed in accordance with law and commissioner rules.

Admission and Enrollment

MAE The charter holder assures that prospective students will not be required to attend an interview or meeting of any kind prior to admitting and/or enrolling a student, or during the time in which the student is enrolled.

MAE The charter holder assures that volunteer hours, or payment in lieu of volunteer hours, will not be required of the student as a requirement for student admission or enrollment.

Sponsoring Entity: GOODWILL INDUSTRIES OF CENTRAL TEXAS

Proposed Charter School Name: THE EXCEL CENTER

MAF The charter holder assures that there will be no specified days designated for enrollment and/or admission. If space is available, a student will be enrolled and admitted on any day at any time of day and must be counted as and considered a charter student immediately. State law does not allow for a trial enrollment period at a public school.

MAF The charter holder understands that a student may be ineligible for enrollment at a charter school based on a history of a criminal offense, a juvenile court adjudication, or discipline problems under Texas Education Code (TEC), Chapter 37, Subchapter A, only if the enrollment prohibition was specifically approved when the charter was originally awarded, or if the charter was amended by the commissioner of education to allow (his) enrollment prohibition. It must be noted that the enrollment prohibition is not allowed for any prior discipline problems, but only those specified in TEC, Chapter 37, Subchapter A.

Withdrawal and Expulsion Issues

MAF The charter holder understands that only the student may withdraw from the charter school, and the only time charter administrators may withdraw a student and use administrative withdrawal as the leaver code is in the rare instances when:

- the district discovers that the student has falsified enrollment information;
- proof of identification is not provided; or
- immunization records are not provided.

MAF The charter holder understands that a student who fails to comply with the charter school's student code of conduct may not be administratively withdrawn. If a student commits an expellable offense, as outlined in the student code of conduct, the charter holder further understands that charter administrators may expel the student only after due process has been afforded the student, and the charter holder board has determined that expulsion is the appropriate consequence.

MAF The charter holder understands that it has an obligation to notify the school district in which the student, age 19 - 21 resides within three business days of any action expelling or withdrawing a student from the charter school. See 19 TAC §100.1211 (c).

I the undersigned hereby certify that the governing body of the charter holder has authorized me to provide these assurances as noted by my initials on this and the previous page.

MARK FINGER
Printed Name of Sponsoring Entity Board Chair


Signature of Sponsoring Entity Board Chair

2-10-14
Date

**Attachment D – Sample Course Scope
and Sequence/Curriculum Development
Plan**

Attachment D - Agile Mind Intensified Algebra I Scope and Sequence

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
Unit 1: Getting Started with Algebra					
1: Exploring problem-solving strategies	3 days	<i>Algebra I</i> A.02.A The student is expected to use symbols to represent unknowns and variables. Supporting Standard <i>Grade 7</i> 7.02.C The student is expected to use models, such as concrete objects, pictorial models, and number lines, to add, subtract, multiply, and divide integers and connect the actions to algorithms. Supporting Standard	2: Describing and Graphing Linear Functions, Equations, and Inequalities	Operations with signed numbers • addition • subtraction Students will • explore, apply, and share problem-solving strategies, and reflect on solutions; • work with important algebra ideas, including variables, patterns, and solutions.	Students will • learn about their teacher, their classmates, and this course; • learn and practice norms and routines to aid collaboration and overall learning.
2: Getting smarter through algebraic reasoning.	2 days	<i>Algebra I</i> A.03.B The student is expected to look for patterns and represent generalizations algebraically. Supporting Standard <i>Grade 7</i> 7.02.C The student is expected to use models, such as concrete objects, pictorial models, and number lines, to add, subtract, multiply, and divide integers and connect the actions to algorithms. Supporting Standard 7.07.A The student is expected to locate and name points on a coordinate plane using ordered pairs of integers. Supporting Standard <i>Grade 8</i>	2: Describing and Graphing Linear Functions, Equations, and Inequalities	Operations with signed numbers • multiplication • division Students will • learn and apply routines to help with mathematical problem solving; • develop conjectures with signed numbers using pattern recognition.	Students will • understand the difference between an entity (fixed) and incremental (malleable) theory of intelligence; • learn basic information about brain structures and how the brain works; • understand the benefits of effective effort and the role of effort in creating new connections in the brain.

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>8.14.B The student is expected to use a problem-solving model that incorporates understanding the problem, making a plan, carrying out the plan, and evaluating the solution for reasonableness.</p>			
3: Foundations of algebra	4 days	<p><i>Algebra I</i> A.02.C The student is expected to interpret situations in terms of given graphs or create situations that fit given graphs. Supporting Standard A.03.A The student is expected to use symbols to represent unknowns and variables. Supporting Standard A.03.B The student is expected to look for patterns and represent generalizations algebraically. Supporting Standard A.04.B The student is expected to use the commutative, associative, and distributive properties to simplify algebraic expressions. Supporting Standard</p>	2: Describing and Graphing Linear Functions, Equations, and Inequalities	<p>Students will</p> <ul style="list-style-type: none"> • use variables to represent unknowns; • create, interpret, and evaluate algebraic expressions; • use the distributive property; • use variables to generalize input-output relationships; • plot points on a graph; • make graphs from tables; • interpret the meaning of points on a graph. 	
Unit 2: Introduction to Functions and Equations					
4: Representing mathematical relationships in multiple ways	3 days	<p><i>Algebra I</i> A.01.D The student is expected to represent relationships among quantities using concrete models, tables, graphs, diagrams, verbal descriptions, equations, and inequalities. Readiness Standard A.01.E</p>	<p>1: Number and Algebraic Methods 2: Describing and Graphing Linear Functions, Equations, and Inequalities.</p>	<p>Students will</p> <ul style="list-style-type: none"> • use words, tables, graphs, and algebraic rules to identify, describe, and analyze patterns and mathematical relationships; • solve problems and model real world situations using 	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>The student is expected to interpret and make decisions, predictions, and critical judgments from functional relationships. Readiness Standard A.03.B</p> <p>The student is expected to identify the mathematical domains and ranges and determine reasonable domain and range values for given situations, both continuous and discrete. Readiness Standard A.03.A</p> <p>The student is expected to use symbols to represent unknowns and variables. Supporting Standard A.03.B</p> <p>The student is expected to look for patterns and represent generalizations algebraically. Supporting Standard A.04.B</p> <p>The student is expected to use the commutative, associative, and distributive properties to simplify algebraic expressions. Supporting Standard A.05.B</p> <p>The student is expected to determine the domain and range for linear functions in given situations. Supporting Standard A.05.C</p> <p>The student is expected to use, translate, and make connections among algebraic, tabular, graphical, or verbal descriptions of linear functions. Readiness Standard</p>	<p>3: Writing and Solving Linear Functions, Equations, and Inequalities</p>	<p>patterns and mathematical relationships;</p> <ul style="list-style-type: none"> • make connections among representations of mathematical relationships, using verbal descriptions, tables, graphs, and algebraic rules; • determine the advantages and limitations of using a particular representation to answer a question; • analyze and create equivalent algebraic expressions and rules; 	
5: Problem solving and metacognition	2 days	Grade 8 8.07.D		Scaling graph axes	Students will <ul style="list-style-type: none"> • understand the role of

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>The student is expected to locate and name points on a coordinate plane using ordered pairs of rational numbers. Supporting Standard 8.14.B</p> <p>The student is expected to use a problem-solving model that incorporates understanding the problem, making a plan, carrying out the plan, and evaluating the solution for reasonableness.</p>		<p>Students will</p> <ul style="list-style-type: none"> • solve a non-routine problem; • practice scaling graph axes; • prepare and present a solution and solution process to a problem; - explore what makes problems 	metacognition in the learning process.
6: Working with functions and equations	4 days	<p><i>Algebra I</i> A.01.A The student is expected to describe independent and dependent quantities in functional relationships. Supporting Standard A.01.C</p> <p>The student is expected to describe functional relationships for given problem situations and write equations or inequalities to answer questions arising from problem situations. Supporting Standard</p>	<p>1: Number and Algebraic Methods</p> <p>2: Describing and Graphing Linear Functions, Equations, and Inequalities;</p> <p>3: Writing and Solving Linear Functions, Equations, and Inequalities</p>	<p>Students will</p> <ul style="list-style-type: none"> • understand the concept of a functional relationship; • identify independent and dependent variables in functional relationships; • represent functions using words, tables, graphs, and symbols — including function notation; • develop equations that arise from functions and solve equations by inspection or "undoing"; • distinguish between proportional and nonproportional situations represented by linear functions. 	
Unit 3: Rate of Change					
7: Exploring rate of change in motion problems	4 days	<p><i>Algebra I</i> A.02.C The student is expected to interpret situations in terms of given graphs or create situations that fit given</p>	2: Describing and Graphing Linear Functions, Equations, and Inequalities;	<p>Students will</p> <ul style="list-style-type: none"> • understand the concepts of speed and rate; • create motion graphs (distance vs. time) and 	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		graphs. Supporting Standard A.06.A The student is expected to develop the concept of slope as rate of change and determine slopes from graphs, tables, and algebraic representations. Supporting Standard	3: Writing and Solving Linear Functions, Equations, and Inequalities	investigate how changes in motion affect the graph; • demonstrate what effect a change in speed or rate has on a motion graph; • find rates for data in tables; • compare different constant rates; • find rates from graphs.	
8: Algebraic thinking and how learning feels	2 days	<i>Grade 8</i> 8.03.B The student is expected to estimate and find solutions to application problems involving percents and other proportional relationships such as similarity and rates. Readiness Standard		Working with unit rates Students will • extend the study of rates to unit rates; • solve non-routine problems involving balance scales, work rates, and job completion.	Students will • think in a reflective way about how it feels to be engaged in a challenging learning task; • understand the learning process to empower them to take on more challenging learning tasks.
9: Exploring rate of change in other situations	3 days	<i>Algebra I</i> A.02.C The student is expected to interpret situations in terms of given graphs or create situations that fit given graphs. Supporting Standard A.03.B The student is expected to look for patterns and represent generalizations algebraically. Supporting Standard A.05.A The student is expected to determine whether or not given situations can be represented by linear functions. Supporting Standard A.05.C	2: Describing and Graphing Linear Functions, Equations, and Inequalities; 3: Writing and Solving Linear Functions, Equations, and Inequalities; 5: Exponential Functions and Equations	Students will • find rates of change for linear functions from tables, graphs, or verbal descriptions; • contrast proportional relationships with nonproportional linear relationships; • identify relationships as linear or nonlinear from tables, graphs, or descriptions; • identify from tables whether a relationship is linear, exponential, quadratic, or inverse variation.	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>The student is expected to use, translate, and make connections among algebraic, tabular, graphical, or verbal descriptions of linear functions. Readiness Standard A.06.G</p> <p>The student is expected to relate direct variation to linear functions and solve problems involving proportional change. Supporting Standard A.11.B</p> <p>The student is expected to analyze data and represent situations involving inverse variation using concrete models, tables, graphs, or algebraic methods. Supporting Standard A.11.C</p> <p>The student is expected to analyze data and represent situations involving exponential growth and decay using concrete models, tables, graphs, or algebraic methods. Supporting Standard</p>			
Unit 4: Linear Functions					
10: Understanding slope and intercepts	4 days	<p><i>Algebra I</i> A.02.C The student is expected to interpret situations in terms of given graphs or create situations that fit given graphs. Supporting Standard A.03.A</p> <p>The student is expected to use symbols to represent unknowns and variables. Supporting Standard A.03.B</p> <p>The student is expected to look for patterns and represent generalizations algebraically. Supporting Standard</p>	<p>2: Describing and Graphing Linear Functions, Equations, and Inequalities.</p> <p>3: Writing and Solving Linear Functions, Equations, and Inequalities</p>	<p>Students will</p> <ul style="list-style-type: none"> • explore linear functions using tables, graphs, and function rules; • use the connection between constant rate of change and slope to analyze and graph linear functions; • use common or first differences to determine if a function is linear; • explore the relationship between the y-intercept of the graph of a linear model and 	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>A.05.A The student is expected to determine whether or not given situations can be represented by linear functions. Supporting Standard</p> <p>A.05.B The student is expected to determine the domain and range for linear functions in given situations. Supporting Standard</p> <p>A.05.C The student is expected to use, translate, and make connections among algebraic, tabular, graphical, or verbal descriptions of linear functions. Readiness Standard</p> <p>A.06.A The student is expected to develop the concept of slope as rate of change and determine slopes from graphs, tables, and algebraic representations. Supporting Standard</p> <p>A.06.B The student is expected to interpret the meaning of slope and intercepts in situations using data, symbolic representations, or graphs. Readiness Standard</p> <p>A.06.C The student is expected to investigate, describe, and predict the effects of changes in m and b on the graph of $y = mx + b$. Readiness Standard</p> <p>A.06.D The student is expected to graph and write equations of lines given characteristics such as two points, a point and a slope, or a slope and y-</p>		<p>the situation being modeled;</p> <ul style="list-style-type: none"> • understand the effects of changing m or b on the graph of $y = mx + b$; • use slope to classify lines as parallel, perpendicular, or neither; • write the equation of a line in different forms (slope-intercept, standard, and point-slope forms). 	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>intercept. Supporting Standard A.06.E The student is expected to determine the intercepts of the graphs of linear functions and zeros of linear functions from graphs, tables, and algebraic representations. Supporting Standard A.06.F The student is expected to interpret and predict the effects of changing slope and y-intercept in applied situations. Readiness Standard</p>			
11: Staying motivated while solving problems	2 days	<p><i>Algebra I</i> A.04.B The student is expected to use the commutative, associative, and distributive properties to simplify algebraic expressions. Supporting Standard A.06.D The student is expected to graph and write equations of lines given characteristics such as two points, a point and a slope, or a slope and y-intercept. Supporting Standard A.06.E The student is expected to determine the intercepts of the graphs of linear functions and zeros of linear functions from graphs, tables, and algebraic representations. Supporting Standard</p>	<p>2: Describing and Graphing Linear Functions, Equations, and Inequalities; 3: Writing and Solving Linear Functions, Equations, and Inequalities</p>	Simplifying expressions, with an emphasis on the use of the distributive property and collecting like terms	<p>Students will</p> <ul style="list-style-type: none"> • understand that maintaining motivation while engaged in a learning task; can result in more effective effort; • understand that setting goals can help maintain motivation; • set useful goals that are specific and measurable, are challenging and realistic, and have clear start and completion times; • set long-term goals and enabling goals to support those long-term goals.
12: Creating linear models for data	3 days	<p><i>Algebra I</i> A.02.A The student is expected to identify and sketch the general forms of linear ($y=mx$) and quadratic ($y=mx^2$)</p>	2: Describing and Graphing Linear Functions, Equations, and Inequalities;	Students will • analyze graphs and tables using rate of change to determine whether a linear model is appropriate for the	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>parent functions. Supporting Standard A.02.C The student is expected to interpret situations in terms of given graphs or create situations that fit given graphs. Supporting Standard A.02.D The student is expected to collect and organize data, make and interpret scatterplots (including recognizing positive, negative, or no correlation for data approximating linear situations), and model, predict, and make decisions and critical judgments in problem situations.</p> <p>Readiness Standard A.01.B The student is expected to look for patterns and represent generalizations algebraically. Supporting Standard A.05.A The student is expected to determine whether or not given situations can be represented by linear functions. Supporting Standard A.05.B The student is expected to determine the domain and range for linear functions in given situations. Supporting Standard A.05.C The student is expected to use, translate, and make connections among algebraic, tabular, graphical, or verbal descriptions of linear functions.</p>	3: Writing and Solving Linear Functions, Equations, and Inequalities	<p>data</p> <ul style="list-style-type: none"> • identify the strength and direction of correlation for approximately linear data; • find a trend line to model a set of data using a manual scatterplot or a graphing calculator; • write an equation for a trend line; • interpret the meaning of a trend line in the context of a problem situation; • transform the parent function $y = x$ to create other linear functions. 	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>Readiness Standard A.06.A The student is expected to develop the concept of slope as rate of change and determine slopes from graphs, tables, and algebraic representations. Supporting Standard A.06.B The student is expected to interpret the meaning of slope and intercepts in situations using data, symbolic representations, or graphs.</p> <p>Readiness Standard A.06.C The student is expected to investigate, describe, and predict the effects of changes in m and b on the graph of $y = mx + b$. Readiness Standard A.06.D The student is expected to graph and write equations of lines given characteristics such as two points, a point and a slope, or a slope and y-intercept. Supporting Standard A.06.E The student is expected to determine the intercepts of the graphs of linear functions and zeros of linear functions from graphs, tables, and algebraic representations. Supporting Standard A.06.F The student is expected to interpret and predict the effects of changing slope and y-intercept in applied situations. Readiness Standard</p>			

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
Unit 5: Linear Equations and Inequalities					
13: Solving linear equations	4 days	<p><i>Algebra I</i> A.04.A The student is expected to find specific function values, simplify polynomial expressions, transform and solve equations, and factor as necessary in problem situations. Readiness Standard</p> <p>A.04.B The student is expected to use the commutative, associative, and distributive properties to simplify algebraic expressions. Supporting Standard</p> <p>A.05.C The student is expected to use, translate, and make connections among algebraic, tabular, graphical, or verbal descriptions of linear functions. Readiness Standard</p> <p>A.07.A The student is expected to analyze situations involving linear functions and formulate linear equations or inequalities to solve problems. Supporting Standard</p> <p>A.07.B The student is expected to investigate methods for solving linear equations and inequalities using concrete models, graphs, and the properties of equality, select a method, and solve the equations and inequalities. Readiness Standard</p> <p>A.07.C The student is expected to interpret and determine the reasonableness of solutions to linear equations and inequalities. Supporting Standard</p>	<p>2: Describing and Graphing Linear Functions, Equations, and Inequalities:</p> <p>3: Writing and Solving Linear Functions, Equations, and Inequalities:</p> <p>4: Quadratic Functions and Equations</p>	<p>Students will</p> <ul style="list-style-type: none"> * analyze situations involving linear functions and formulate linear equations to solve problems; * investigate methods for solving linear equations using concrete models, graphs, and the properties of equality, select a method, and solve the equations; * for given contexts, interpret and determine the reasonableness of solutions to linear equations; * apply techniques for solving equations in one variable to solve literal equations. 	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
14: Problem solving in a community of learners	2 days	<p><i>Algebra I</i> A.06.A The student is expected to develop the concept of slope as rate of change and determine slopes from graphs, tables, and algebraic representations. Supporting Standard</p> <p>A.06.D The student is expected to graph and write equations of lines given characteristics such as two points, a point and a slope, or a slope and y-intercept. Supporting Standard</p>	3: Writing and Solving Linear Functions, Equations, and Inequalities	<p>Working with slope, with an emphasis on slope triangles and the geometric connection to slope</p> <p>Students will</p> <ul style="list-style-type: none"> * use a variety of information sources in order to solve a problem; * communicate mathematical ideas and conclusions through language and representation; * use logical reasoning to make conjectures and verify conclusions. 	<p>Students will</p> <ul style="list-style-type: none"> * identify and define the use of key skills needed on both sides of communication (as a person giving information and a person getting information); * gain an understanding of how to use and apply these communication skills.
14: Solving linear inequalities	4 days	<p><i>Algebra I</i> A.04.A The student is expected to find specific function values, simplify polynomial expressions, transform and solve equations, and factor as necessary in problem situations. Readiness Standard</p> <p>A.04.B The student is expected to use the commutative, associative, and distributive properties to simplify algebraic expressions. Supporting Standard</p> <p>A.05.C The student is expected to use, translate, and make connections among algebraic, tabular, graphical, or verbal descriptions of linear functions. Readiness Standard</p> <p>A.07.A The student is expected to analyze situations involving linear functions and</p>	<p>2: Describing and Graphing Linear Functions, Equations, and Inequalities;</p> <p>3: Writing and Solving Linear Functions, Equations, and Inequalities;</p> <p>4: Quadratic Functions and Equations</p>	<p>Students will</p> <ul style="list-style-type: none"> * write inequalities in one and two variables to represent problem situations; * learn how to solve linear inequalities in one variable using tables, graphs, and algebraic operations; * graph solutions to linear inequalities in one variable on a number line; * graph solutions to linear inequalities in two variables on a coordinate plane; * graph solutions to systems of linear inequalities in two variables on a coordinate plane. 	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>formulate linear equations or inequalities to solve problems. Supporting Standard A.07.B</p> <p>The student is expected to investigate methods for solving linear equations and inequalities using concrete models, graphs, and the properties of equality, select a method, and solve the equations and inequalities. Readiness Standard A.07.C</p> <p>The student is expected to interpret and determine the reasonableness of solutions to linear equations and inequalities. Supporting Standard</p>			
Unit 6: Systems of Linear Equations					
16: Formulating and solving systems	3 days	<p><i>Algebra I</i> A.08.A The student is expected to analyze situations and formulate systems of linear equations in two unknowns to solve problems. Supporting Standard A.08.B</p> <p>The student is expected to solve systems of linear equations using concrete models, graphs, tables, and algebraic methods. Readiness Standard A.08.C</p> <p>The student is expected to interpret and determine the reasonableness of solutions to systems of linear equations. Supporting Standard</p>	4: Quadratic Functions and Equations	<p>Students will</p> <ul style="list-style-type: none"> • identify the two variables needed to solve a word problem and write a system of linear equations in those two variables to model the situation; • solve a system of two linear equations by making an appropriate table of values by hand and using technology; • solve a system of two linear equations by graphing the equations and finding their point of intersection, by hand and using technology; • check solutions to a system of two linear equations. 	
17: Mindsets and problem solving	2 days	<p><i>Algebra I</i> A.08.A The student is expected to analyze</p>	4: Quadratic Functions and Equations	Equation solving	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>situations and formulate systems of linear equations in two unknowns to solve problems. Supporting Standard A.08.B</p> <p>The student is expected to solve systems of linear equations using concrete models, graphs, tables, and algebraic methods. Readiness Standard A.08.C</p> <p>The student is expected to interpret and determine the reasonableness of solutions to systems of linear equations. Supporting Standard</p>			
18: Other methods for solving systems	4 days	<p><i>Algebra I</i> A.08.A</p> <p>The student is expected to analyze situations and formulate systems of linear equations in two unknowns to solve problems. Supporting Standard A.08.B</p> <p>The student is expected to solve systems of linear equations using concrete models, graphs, tables, and algebraic methods. Readiness Standard A.08.C</p> <p>The student is expected to interpret and determine the reasonableness of solutions to systems of linear equations. Supporting Standard</p>	4: Quadratic Functions and Equations	<p>Students will</p> <ul style="list-style-type: none"> + solve systems of linear equations using the substitution method; + solve systems of linear equations using the linear combination method; - understand the logic behind the linear combination method; + recognize dependent and inconsistent systems and write the solution set of each. 	
Unit 7: Exponential Relationships					
19: Exponents and exponential models	4 days	<p><i>Algebra I</i> A.11.A</p> <p>The student is expected to use patterns to generate the laws of exponents and apply them in problems solving</p>	5: Exponential Functions and Equations	<p>Students will</p> <ul style="list-style-type: none"> + develop and understand the laws of exponents; + simplify numerical and variable expressions involving 	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>situations. Supporting Standard A.11.C</p> <p>The student is expected to analyze data and represent situations involving exponential growth and decay using concrete models, tables, graphs, or algebraic methods. Supporting Standard</p>		<p>exponent;</p> <ul style="list-style-type: none"> • determine if a relationship represented by a table, rule, graph, or statement can be represented by an exponential function; • learn how to use functions of the form $y = ab^x$ to represent exponential relationships; and • learn how changes in the parameters a and b for $y = ab^x$ affect the graph of an exponential function. 	
20: Attributions and reasoning with quantities	2 days	<p><i>Algebra I</i></p> <p>A.03.B</p> <p>The student is expected to look for patterns and represent generalizations algebraically. Supporting Standard</p>	2: Describing and Graphing Linear Functions, Equations, and Inequalities	<p>Working with scientific Notation</p> <p>Students will</p> <ul style="list-style-type: none"> - analyze data and represent situations involving exponential relationships; - reason about the relative magnitude of quantities; and - use scientific notation to represent quantities and solve problems. 	<p>Students will</p> <ul style="list-style-type: none"> - describe how attributional thinking impacts motivation and school performance
21: Problem solving with exponential functions	3 days	<p><i>Algebra I</i></p> <p>A.11.C</p> <p>The student is expected to analyze data and represent situations involving exponential growth and decay using concrete models, tables, graphs, or algebraic methods. Supporting Standard</p>	5: Exponential Functions and Equations	<p>Students will</p> <ul style="list-style-type: none"> - determine if a table, graph, rule or statement can be represented by a linear or exponential function; • recognize that exponential function values are generated by common multipliers, not additive constants; • understand the roles that the parameters a and b in the 	

Topic	Time Allocation (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
				general form the exponential function $y = a \cdot b^x$ play in determining the starting points and the growth or decay of the function.	
Unit 8: Quadratic Functions and Equations					
22: Quadratic models and equations	4 days	<p><i>Algebra I</i> A.04.A The student is expected to find specific function values, simplify polynomial expressions, transform and solve equations, and factor as necessary in problem situations. Readiness Standard A.04.B.</p> <p>The student is expected to use the commutative, associative, and distributive properties to simplify algebraic expressions. Supporting Standard A.09.A.</p> <p>The student is expected to determine the domain and range for quadratic functions in given situations. Supporting Standard A.09.B.</p> <p>The student is expected to investigate, describe, and predict the effects of changes in a on the graph of $y = ax^2 + c$. Supporting Standard A.09.C.</p> <p>The student is expected to investigate, describe and predict the effects of changes in c on the graph of $y = ax^2 + c$. Supporting Standard A.09.D.</p> <p>The student is expected to analyze</p>	<p>2: Describing and Graphing Linear Functions, Equations, and Inequalities;</p> <p>5: Exponential Functions and Equations</p>	<p>Students will</p> <ul style="list-style-type: none"> • determine if a relationship represented by a table, rule, graph, or statement can be represented by a quadratic function; • learn how to use functions of the form $y = ax^2 + c$ to represent some quadratic relationships; • learn how changes in the parameters a and c for $y = ax^2 + c$ affect the graph of the parent quadratic function $y = x^2$; • solve quadratics by graphing; • identify and make connections between solutions and x-intercepts; • explain the meaning of solutions for given situations; • simplify square roots algebraically and connect the simplified form to the geometric models for square roots; • solve quadratic equations using the quadratic formula; and 	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>graphs of quadratic functions and draw conclusions. Readiness Standard A.10.A</p> <p>The student is expected to solve quadratic equations using concrete models, tables, graphs, and algebraic methods. Readiness Standard A.10.B</p> <p>The student is expected to make connections among the solutions (roots) of quadratic equations, the zeros of their related functions, and the horizontal intercepts (x-intercepts) of the graph of the function.</p> <p>Supporting Standard</p>		<ul style="list-style-type: none"> * use the discriminant to determine the number of solutions for a quadratic equation. 	
23: Polynomial addition and multiplication	2 days	<p><i>Algebra I</i> A.04.A</p> <p>The student is expected to find specific function values, simplify polynomial expressions, transform and solve equations, and factor as necessary in problem situations. Readiness Standard A.04.B</p> <p>The student is expected to use the commutative, associative, and distributive properties to simplify algebraic expressions. Supporting Standard</p>	2: Describing and Graphing Linear Functions, Equations, and Inequalities	<p>Students will</p> <ul style="list-style-type: none"> * classify polynomials by type and degree; * multiply monomials, binomials, and trinomials with a variety of methods, including (but not limited to) using concrete models and directly applying the distributive property; * add and subtract polynomials, simplifying with a variety of methods, including (but not limited to) using concrete models and algebraically combining like terms. 	
24: Factoring and quadratic equations	3 days	<p><i>Algebra I</i> A.04.A</p> <p>The student is expected to find specific function values, simplify polynomial</p>	2: Describing and Graphing Linear Functions, Equations, and	<p>Students will</p> <ul style="list-style-type: none"> * factor quadratic expressions; * solve quadratic equations by factoring; 	

Topics	Time Allotment (1 day = 180 min.)	TEKS Mathematics	STAAR Algebra I Reporting Category	Focus Skills and Mathematics Goals and Objectives	Goals and Objectives for Shaping Attitudes Toward Learning
		<p>expressions, transform and solve equations, and factor as necessary in problem situations. Readiness Standard A.10.A</p> <p>The student is expected to solve quadratic equations using concrete models, tables, graphs, and algebraic methods. Readiness Standard A.10.B</p> <p>The student is expected to make connections among the solutions (roots) of quadratic equations, the zeros of their related functions, and the horizontal intercepts (x-intercepts) of the graph of the function. Supporting Standard</p>	<p>Inequalities.</p> <p>5: Exponential Functions and Equations</p>	<ul style="list-style-type: none"> • explain the meaning of solutions for given situations; • identify and make connections among factors, solutions, x-intercepts, and zeros. 	

Attachment E – Graduation Requirements



Graduation Requirements

Foundation High School Program

Course and Credit Requirements (22 credits)		Assessment Requirements
English/Language Arts	4 credits	Students must pass the following STAAR End of Course Assessments: English I English II Algebra I Biology US History
	1 credit: English I 1 credit: English II 1 credit: English III .5 credit: Communication Applications .5 credit: Career Prep English	
Mathematics	3 credits	
	1 credit: Algebra I 1 credit: Geometry 1 credit: Mathematical Models with Applications; Algebraic Reasoning; Statistics; or Algebra II	
Science	3 credits	
	1 credit: Integrated Chemistry and Physics 1 credit: Biology 1 credit: Anatomy and Physiology; Chemistry; or CTE cluster course (e.g., Adv. Biotechnology)	
Social Studies	3 credits	
	1 credit: World History Studies 1 credit: US History Studies Since 1877 .5 credit: Government .5 credit: Economics with Emphasis on the Free Enterprise System and Its Benefits	
Languages Other Than English (LOTE)	2 credits	
	1 credit: Spanish I; American Sign Language I; or Computer Programming Language 1 credit: Spanish II; American Sign Language II; or 2 nd Computer Programming Language	
Physical Education	1 credit	
	.5 credit: Foundations of Personal Fitness .5 credit: Aerobic Activities	
Fine Arts	1 credit	
	1 credit: Music Studies: Music Appreciation I-II	
CTE Electives	5 credits	
	1 credit: Career Preparation I 4 credits: Students select the remaining 4 credits from their Career Cluster Pathway; preference should go toward courses leading to industry recognized certification	

The Excel Center graduation requirements mirror the requirements for high school graduation outlined in 19 Tex. Admin. Code §74.11 for the Foundation High School Program.

Attachment F – Qualifications: Principal

**Eighteenth Generation Open-Enrollment Charter Application
Supplemental Human Resources Information Form
(MUST be typed)**

ANY areas left blank will result in the application being deemed "INCOMPLETE" during the review process.

Enter the name of the sponsoring entity:

Enter the name of the proposed charter school:

Position: Reports to:

Salary Range:

List any other potential form of remuneration (i.e., car allowance, cell phone, memberships, travel or housing allowance, etc...) to be given to the individual in this position. In none, please state N/A.

Proposed Location (City and County):

Number of Students anticipated in year one: In year five:

Minimum Qualifications Required:

Education Required:

Experience Required:

Certification Required:

Complete the following using information gathered from three different traditional districts comparable in size, student make-up, and location. A traditional district is identified by the abbreviation ISD or CISD. County district numbers may be accessed on line through the Texas Education Directory found at http://mansfield.tea.state.tx.us/TEA_AskTEDWebForm/11home.aspx. Additionally, traditional districts will not have an eight as the fourth digit in the county district number (CDN).

Name of District	CDN	Located in (City)	# of Students Served	Salary Range
HUTTO ISD	246-906	HUTTO	5,669	\$75,098-\$101,603
MANOR ISD	227-907	MANOR	7,723	\$72,893-\$89,991
LAKE TRAVIS ISD	227-913	LAKE TRAVIS	7,412	\$77,186-\$120,704

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Enter the name of the sponsoring entity:

Enter the name of the proposed charter school:

Position: Reports to:

Job Duties: List up to 10 key duties this individual will perform.

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If a charter is awarded, this document becomes part of the original application. Changes to this information must be documented in the minutes of an open meeting of the charter holder board.

**Attachment G – Qualifications:
Superintendent & Leadership and
Management Team**

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Enter the name of the proposed charter school:

Position: Reports to:

Salary Range:

List any other potential form of remuneration (i.e., car allowance, cell phone, memberships, travel or housing allowance, etc...) to be given to the individual in this position. In none, please state N/A.

Proposed Location (City and County):

Number of Students anticipated in year one: in year five:

Minimum Qualifications Required:

Education Required:

Experience Required:

Certification Required:

Complete the following using information gathered from three different traditional districts comparable in size, student make-up, and location. A traditional district is identified by the abbreviation ISD or CISD. County district numbers may be accessed on line through the Texas Education Directory found at http://mansfield.texasstate.tx.us/TEA_Agility/WebsiteForms/onlineajps. Additionally, traditional districts will not have an eight as the fourth digit in the county district number (CDN).

Name of District	CDN	Located in (City)	# of Students Served	Salary Range
HUTTO ISD	246-906	HUTTO	5,669	\$158,000
MANOR ISD	227-907	MANOR	7,723	\$155,251
LAKE TRAVIS ISD	227-913	LAKE TRAVIS	7,412	\$133,514-\$181,448

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Enter the name of the proposed charter school:

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Job Duties: List up to 10 key duties this individual will perform.

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GERALD L. DAVIS

1015 Norwood Park Blvd.
Austin, TX 78753

(512) 637-7157
gerald.davis@austingoodwill.org

EXPERIENCE

1998-Present

PRESIDENT and CEO *Goodwill Industries of Central Texas, Austin, Texas*

- Led \$84M CARF-accredited organization serving over 14,000 clients whose disabilities or social conditions result in unemployment. 1,500 employees. 16th largest operating revenues of 179 Goodwill agencies worldwide. 3 local corporate entities. Named 2010, 2008, 2006 Best Places to Work; 2008 GII Workplace Skills Award; 2007 TCEQ Environmental Excellence Award; 2006, 2002 Casey Family Strengthening Award; 2004 Ethics in Business Award Winner; 2012 Ernst & Young Social Entrepreneur of the Year; 2012 Greenlights Nonprofit Leader of the Year.
- Operated 33 stores, 4 donation centers, 2 transportation centers, 40 state/federal set-aside contracts locations, 28 community based service locations, and a 250-person staffing agency. Known for Electronic Waste Recycling; Goodwill Staffing Services; Youth programs; Retail Training; staff consultants.

1993- 1996

PRESIDENT and CEO *Sandusky Bay Area Goodwill Industries, Sandusky, Ohio*

- Led \$3M CARF-accredited agency serving 450 clients per year. Developed outcome management system.
- Operated 8 stores earning a 31% operating margin on \$1.6M. Sales per square foot doubled. Stores and staff served as community training sites. National prototype processing area. Operated 3 facility-based contract sites earning 36% on operating margin on \$1.3M. Workforce is ability-integrated. 2 new plants. Received 2 quality awards.

1992-1993

ASSOCIATE PROFESSOR *Medical University of Ohio, Toledo, Ohio*

- Developed and lectured on Management, Leadership, Clinical Reasoning in College of Allied Health. Developed and directed MOT Clinical Fieldwork Program.

1990-1992

ASSOCIATE ADMINISTRATOR OF THERAPY SERVICES

St. Francis Rehabilitation Hospital, Green Springs, Ohio

- Responsible for all medical rehabilitation management, development, accreditation and 70 personnel in a \$5M division

1987-1990

DIRECTOR OF REHABILITATION SERVICES (1988-1990)

DIRECTOR OF OCCUPATIONAL THERAPY (1987)

Providence Hospital, Sandusky, Ohio

Developed product-line and expanded all services in a 25 person, \$2.5M department.

1984-1987

DIRECTOR OF OCCUPATIONAL THERAPY *Marquette Regional Medical Center, Marquette, Michigan*

- Managed 8 staff in \$1M inpatient (Acute, Med. Rehab, Psych, and Substance Abuse) and outpatient programs.

1981-1984

OCCUPATIONAL THERAPIST *Medical College of Ohio, Toledo, Ohio*

EDUCATION

- 1987 **MS, Management of Rehabilitation Services**, with distinction
DePaul University, Chicago, Illinois
- 1981 **BS, Allied Medical Professions (Occupational Therapy)**
Ohio State University, Columbus, Ohio

PROFESSIONAL ACTIVITIES and AWARDS

- Greenlights Austin Nonprofit Leader of the Year, 2012.
- Kenneth K. King Awards, Goodwill Industries International, 2012
- Ethics In Business Award, Individual of the Year, Samantan Center (Austin), 2011
- Matthews Entrepreneurial Award, Goodwill Industries International, 2011
- Workability International, Board Director (2011-present), Americas Group Board Director (2009-Present)
- Entrepreneur of the Year, Ernst and Young, Central Texas (Austin), 2010
- Goodwill Industries International Board of Directors (2002-2007), Going Green Co-Chair (2007-Present), Accreditation Committee member (2008-2009); National Retail Task Force member (2007-2008), Immediate Past Board Chair (2006-2007); Board Chair (2005-2006), Board Vice-Chair (2004-2005); Strategic Issues and Planning Chair (2004-2005), E-Waste Subcommittee Chair (2003-2005), Public Policy (2003-2005), Finance and Administration (2003-2004); International/Goodwill Global (2002-2004); GII/GOE COE Planning and Member Advocacy (1998-2003).
- Goodwill Industries Conference of Executives, Computer Works Task Force Co-Chair (2008-2009), Nominations (2006-2009), Executive Council (2002-2006), Annual Conference Host (2006); Executive Council Chair (2003-2004); Conference Planning Chair (2002); Other: Century Symposium Delegate (2000-2001); Executive Certification (1997); Territory (1997-1998)
- Southwest Association of Goodwills (1998-2010), Vice President (2009-2010); President (2002-2003); Vice President (2001-2002); Secretary (2000)
- Texas Association of Goodwills (1998-Present); Treasurer (2005-present), President (2002-2003); Vice-President (2001-2002); Secretary/Treasurer (1999-2000); Public Policy Steering Committee Member (1998-Present)
- Texas Association of Community Rehab Programs, Chair (2002-2004); Vice Chair (2001-2002); Member (2001-2005)
- Occupational Therapist, 1998-Present (TX License #108728); 1981-1984, 1987-1998 (OH licensed; license currently in escrow); 1984-1987 (MI registered); AOTA Member #412536 (1981-Present); NBCOT Certification #AA412536 (1999-Present)
- Youth Opportunities Consortium, 1999-2002 (Austin, Texas, with Urban League, American YouthWorks, Communities In Schools)
- State Use Committee (activities for set-aside contracts for people with disabilities), Texas Industries for the Blind and Handicapped Advisory Board (2000-2002), Ohio CNA Selection Committee; Co-chair, representing the Ohio Alliance of Work Centers (Board member), (1997-1998)
- Erie and Huron County (Ohio) Bureau of Employment Services, Welfare Reform Committee Member (1997-1998),
- Ohio Association of Rehabilitation Facilities, Vice President (1997-1998), Executive Committee (1992, 1994-1998); Medical Section chair (1992)
- Ohio Association of Goodwill Industries, Vice President (1997-1998); Secretary (1994-1997); Board member (1993-1998)

- CARF, the Accreditation Commission, Surveyor (1992-2005)
- Adjunct Associate Professor, Medical College of Ohio, MOT and PT Programs (2000-2002)
- National Association of Rehab Professionals in Private Sector, Member (1990-1994)

COMMUNITY SERVICE and ORGANIZATIONS

- Greater Austin Chamber of Commerce, Board Member (2013-2014)
- Austin Area Research Organization, ad hoc Committee on Workforce Development, (2011-present)
- Austin Achievement Zone Project, ad hoc Committee on Workforce Development, (2011-present)
- University Federal Credit Union, Board Chair (2013-2014), Board Member (2009-present), Associate (2004-2006)
- University of Texas Club, Member (2007-Present)
- Metropolitan Breakfast Club, Member (2007-2010)
- Downtown Rotary Club of Austin, Member (1999-Present) Various committees
- United Way of Austin Agency Directors, Member (1998-2005, 2007-Present)
- Capital Soccer Club Board, Member (1999-2000)
- St. Catherine of Sienna Parish, Various committees (2000-present)
- Master of OT Advisory Board, Medical College of Ohio, Member (1996-1998)
- Information and Referral Network of Erie County, Ohio, Vice President (1997-1998)
- Sts. Peter and Paul Parish, Chair (Facilities Development, 1991-Present); Member (School Advisory Council, 1997-1998)
- Rotary Club of Sandusky, Member (1996-1998)
- LEAD Sandusky, Graduate (1996)
- Boy Scouts, Adult Leader (1990-1994)
- Ohio-North Youth Soccer Association, Licensed coach and Bay Area SA Board Chair/Member(1989-1998)
- Sandusky Area Health Education Council, Board member (1988-1994)

PUBLICATIONS

- Davis GL and Bordieri JE: Perceived autonomy and occupational therapists. *American Journal of Occupational Therapy* 1988, Sep 591-596
- Cole DP, Davis GL, Traunero JE: The Toledo tenodesis prosthesis-A case history utilizing a new concept in prosthetics for the partial hand amputee. *Orthot Prosthet* 1985; 38:13-23.

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Enter the name of the proposed charter school:

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Salary Range:

List any other potential form of remuneration (i.e., car allowance, cell phone, memberships, travel or housing allowance, etc...) to be given to the individual in this position. In none, please state N/A.

Proposed Location (City and County):

Number of Students anticipated in year one: In year five:

Minimum Qualifications Required:

Education Required:

Experience Required:

Certification Required:

Complete the following using information gathered from three different traditional districts comparable in size, student make-up, and location. A traditional district is identified by the abbreviation ISD or CISD. County district numbers may be accessed on line through the Texas Education Directory found at <http://mansfield.ksstate.edu/TEA/AsstEDWeb/forms/home.aspx>. Additionally, traditional districts will not have an eight as the fourth digit in the county district number (CDN).

Name of District	CDN	Located in (City)	# of Students Served	Salary Range
HUTTO ISD	246-906	HUTTO	5,669	\$88,305-\$124,479
MANOR ISD	227-907	MANOR	7,723	\$87,886-\$125,102
LAKE TRAVIS ISD	227-913	LAKE TRAVIS	7,412	\$133,514-\$181,448

**Eighteenth Generation Open-Enrollment Charter Application
Supplemental Human Resources Information Form
(MUST be typed)**

ANY areas left blank will result in the application being deemed "INCOMPLETE" during the review process.

Enter the name of the sponsoring entity:

Enter the name of the proposed charter school:

Position: Reports to:

Job Duties: List up to 10 key duties this individual will perform.

1.
2.
3.
4.
5.
6.
7.
8.
9.
10.

If a charter is awarded, this document becomes part of the original application. Changes to this information must be documented in the minutes of an open meeting of the charter holder board.

J. MICHAEL WILLARD

1015 Worwood Park Blvd.

Austin, TX 78753

michael.willard@austingoodwill.org

EXPERIENCE

Goodwill Industries of Central Texas, Austin, TX

July 2011 to present

Chief Mission Services Officer

Senior Vice President of Mission Services

Vice President of Mission Services

- Responsible for leadership and strategic direction of \$11.2M Mission Services Division consisting of more than 140 employees.
- Formulates strategies for the successful implementation of GICT's mission in conjunction with the organization's strategic and ten-year plans.
- Provides program oversight for more than 20 funding streams, ranging from large government to corporate/private funders.
- Develops strategic goals and metrics and takes action to implement new projects and initiatives.
- Ensures attainment of program goals and objectives.
- Creates and maintains strong working relationships with collaborative partners.

Austin Habitat for Humanity, Austin, TX

March 2004-July 2011

President and CEO

- Responsible for overall operation of the organization including administration, development, family services, construction, volunteer services, and ReStore.
- Reporting to the Board of Directors, responsibilities included development of strategic plan, annual plan, annual budget, supervision of staff and accountability for organizational outcomes.

Habitat for Humanity International, Americus, GA

August 1994-March 2004

Senior Director of Special Projects and Initiatives

Vice President, Human Resources

Director, Program Enhancement

Associate Director, U.S. Affiliates

Other Relevant Experience:

Child and Family Services, Knoxville, TN, 1993-1994

St. Mary's Medical Center, Inc., Knoxville, TN, 1990-1992

Walter S. White and Company, Knoxville, TN, 1989-1990

Beta Home, Inc., Knoxville, TN, 1986-1989

EDUCATION

Masters of Education, Human Development Counseling Program. Vanderbilt University, Nashville, TN, 1985

Major field of study, Counseling and Human Development

Bachelor of Science, George Peabody College of Vanderbilt University. Nashville, TN, 1982.

Cum Laude. Major field of study, Psychology

Attachment H – School Calendar and Schedule

Attachment H (to be included as separate document)

The Excel Center 2014-2015 Academic Calendar

July 14						
Su	M	Tu	W	Th	F	Sa
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

August 14						
Su	M	Tu	W	Th	F	Sa
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

September 14						
Su	M	Tu	W	Th	F	Sa
	1					8
7						13
14					20	
21						27
28						

October 14						
Su	M	Tu	W	Th	F	Sa
						4
5						11
12					18	
19						25
26						

November 14						
Su	M	Tu	W	Th	F	Sa
						1
2						8
9						15
16						22
23			26	27	28	29
30						

December 14						
Su	M	Tu	W	Th	F	Sa
						8
7						13
14						20
21	22	23	24	25	26	27
28	29	30	31			

January 15						
Su	M	Tu	W	Th	F	Sa
			1	2	3	
4						10
11						17
18	19					24
25						31

February 15						
Su	M	Tu	W	Th	F	Sa
						7
8						14
15					21	
22						29

March 15						
Su	M	Tu	W	Th	F	Sa
						7
8						14
15						21
22	23	24	25	26	27	28
29						

April 15						
Su	M	Tu	W	Th	F	Sa
						4
5						11
12						18
19				23	24	25
26						

May 15						
Su	M	Tu	W	Th	F	Sa
						2
3						9
10						16
17						23
24	25					30
31						

June 15						
Su	M	Tu	W	Th	F	Sa
						6
7						13
14						20
21					27	
28	29	30				

July 15						
Su	M	Tu	W	Th	F	Sa
			1	2	3	4
5	6	7	8	9	10	11
12						18
19						25
26						

August 15						
Su	M	Tu	W	Th	F	Sa
						1
2						8
9						15
16						22
23						29
30						

	School Days
	PD Day for Staff
	Staff & Students OFF

5 Terms

1	July 29-Sep 24
2	Sept 30-Nov 26
3	Dec 2-Feb 7
4	Feb 12-Apr 22
5	Apr 28-June 26

EOC Testing 2014-2015

Dec 1-5
Apr 6-10
May 4-8
Jul 6-10

iExcell

Aug 14 & 15
Oct 9 & 10
Dec 4 & 5
Feb 12 & 13
Apr 20 & 21

Excel Center Conference

Oct 17th

Total School Days

198

Total PD Days

16

Total Staff & Students Days Off

25

Excel Center Class Schedule

Weekly Schedule

Period	Time	Monday	Tuesday	Wednesday	Thursday	Friday
Break	8:30am - 8:45am	Prep / A+	Prep / A+	Prep / A+	Prep / A+	STAFF PREP TUTORING A+
Period 1	8:45am - 10:15am	Period 1	Period 1	Period 1	Period 1	
Break	10:15am - 10:30am	Break / A+	Break / A+	Break / A+	Break / A+	
Period 2	10:30am - 12:00pm	Period 2	Period 2	Period 2	Period 2	
Lunch	12:00pm - 12:45pm	Lunch	Lunch	Lunch	Lunch	
Period 3	12:45pm - 2:15pm	Period 3	Period 3	Period 3	Period 3	
Break	2:15pm - 2:30pm	Break / A+	Break / A+	Break / A+	Break / A+	
Period 4	2:30pm - 4:00pm	Period 4	Period 4	Period 4	Period 4	
Break (Ext.)	4:00pm - 5:00pm	Break / A+	Break / A+	Break / A+	Break / A+	
Period 5	5:30pm - 7:00pm	Period 5	Period 5	Period 5	Period 5	
<i>Ongoing Student Services:</i>						
Resource Area	8:00am – 8:00pm, Monday-Friday					
Drop-in Center	8:00am – 8:00pm, Monday-Friday					

Student Support Resources (open each weekday):

- Resource Area: Open 8am to 8:00pm
 - Provides A+ curricular support for self-directed learning
 - Students conduct TABE testing and basic skills
 - Tutoring available for students in need of additional assistance
- Drop-in Center (childcare): Open 8:00am to 8:00pm
 - Available for students' children (4 hour maximum)

Because of the variability of student schedules within the 8-week blocks of courses, a student may not take time in all four subjects during a given period. However, over the course of 16 weeks, a student will have significant time in the course subjects of the school. For a student enrolled in any one of these classes, however, he/she would have minimum instructional times for the following subjects:

- Language Arts: 1 ½ hours (90 minutes)
- Mathematics: 3 hours (180 minutes)
- Science: 3 hours (180 minutes)
- Social Studies: 1 ½ hours (90 minutes)

Daily Schedule and Sample Course Offerings in Foundation Subjects

Schedule d Time	Math		Science	English & Life Skills	Social Studies	Remediation Courses	Credit Recovery
8:30am - 8:45am							
Period 1 8:45am - 10:15am	Algebra I Algebra II	Geometry	Chemistry Biology	Writing Foundations Financial Foundations	World History	Basic Skills Development: Math BSD: Reading Basic Skills Lab	A+
10:15am - 10:30am							
Period 2 10:30am - 12:00pm				English I		Basic Skills Development: Math BSD: Reading Basic Skills Lab	A+
12:00pm - 12:45pm							
Period 3 12:45pm - 2:15pm	Algebra I Algebra II	Geometry	Chemistry Biology	English II	US History	Basic Skills Development: Math BSD: Reading Basic Skills Lab	A+
2:15pm - 2:30pm							
Period 4 2:30pm - 4:00pm				English II	US History	Basic Skills Development: Math BSD: Reading Basic Skills Lab	A+
4:00pm - 5:00pm							
Period 5 5:30pm - 7:00pm	A+		A+	English I	A+	(Certifications)	A+

Sample Student Calendar I

Period	Time	Monday	Tuesday	Wednesday	Thursday	Friday
Break	8:30am - 8:45am	Prep	Prep	Prep	Prep	A+ TUTORING
Period 1	8:45am - 10:15am	English I	English I	English I	English I	
Break	10:15am - 10:30am	Break	Break	Break	Break	
Period 2	10:30am - 12:00pm	US History	US History	US History	US History	
Lunch	12:00pm - 12:45pm	Lunch	Lunch	Lunch	Lunch	
Period 3	12:45pm - 2:15pm	Writing Foundations	Writing Foundations	Writing Foundations	Writing Foundations	
Break	2:15pm - 2:30pm	Break	Break	Break	Break	
Period 4	2:30pm - 4:00pm	Math Lab	Math Lab	Math Lab	Math Lab	
Extended Break	4:00pm - 5:00pm					
Period 5	5:30am - 7:00pm					
in Student Services						
Resource Area		Off	Off	Attends 4:00pm - 6:00pm	Attends 4:00pm - 6:00pm	Attends 8:30am-2:00pm
Child Care		Not needed	Not needed	Not Needed	Not needed	Not Needed

This student attends school from 8:30am until 4:00pm each day. This student's schedule includes classes in English I, US History, a writing composition course and a self-directed Math Lab. The student also attends the Resource Area on Wednesday and Thursday evenings, as well as on Fridays and Saturdays.

Sample Student Calendar II

Period	Time	Monday	Tuesday	Wednesday	Thursday	Friday				
Break	8:30am - 8:45am	A+ TUTORING	Off	Off	Off	Off				
Period 1	8:45am - 10:15am									
Break	10:15am - 10:30am									
Period 2	10:30am - 12:00pm						Reading Lab	Reading Lab	Reading Lab	Reading Lab
Lunch	12:00pm - 12:45pm						Lunch	Lunch	Lunch	Lunch
Period 3	12:45pm - 2:15pm						Math Lab	Math Lab	Math Lab	Math Lab
Break	2:15pm - 2:30pm									
Period 4	2:30pm - 4:00pm									
Extended Break	4:00pm - 5:00pm									
Period 5	5:30pm - 7:00pm									
in Student Services										
Resource Area		Off	Off	Off	Off	Attends 10:30am - 2:30pm				
Child Care		10:30am - 2:30pm	10:30am - 2:30pm	10:30am - 2:30pm	10:30am - 2:30pm	10:30am - 2:30pm				

This schedule accommodates a student with a young child who needs to use the drop-in center for childcare while she attends classes. The student drops off her child at the Drop-in Center from 10:30am until 2:30pm each day (reaching the 4-hour limit on childcare in the drop-in center). During this time, the student is able to attend reading and math labs, as well as a basic skills instruction. In the afternoon – when the student has other child care alternatives – the student takes time away from school to drop off her child at another childcare option. At 7:30pm, the student returns to take her last course of the day. Her day ends at 2:45pm.

Attachment I – Discipline Policy

Attachment I: Discipline Policy and Student Code of Conduct

The purpose of the Code of Student Conduct is to provide fair and reasonable rules and procedures to promote human development and to ensure that students do not engage in conduct that in any way interferes with the education of The Excel Center students. If a student chooses to engage in any of the following behaviors, the student will be dismissed from the Excel Center campus immediately.

- **Respect for building, staff and students**
 - Displaying any behavior that is disruptive to the orderly process of classroom instruction
 - Loitering
 - Cursing
 - Smoking near the entrance or within walk ways
 - Littering trash and/or cigarette butts anywhere on campus
- **Attendance and Tardiness**
 - Failing to attend class without a valid reason
 - Arriving more than 5 minutes late for class without contacting instructor and life coach
 - Persistent tardiness to school or class
 - Leaving the classroom without permission
- **Cell Phones**
 - Answering phone calls in class
 - Cell phones not on silent/vibrate during class
 - Texting in class
- **Dress Code**
 - Clothing that reveals the breasts, midriff or butt area

Expulsion:

After a proper investigation and hearing, a student may be expelled when his or her behavior renders it appropriate. Poor attendance or repeated offenses can lead to expulsion.

When the school director or designee makes a recommendation for expulsion of students, the school director or designee may suspend the students until the conclusion of expulsion proceedings. This may occur if the school director believes that the students must be suspended immediately to prevent or substantially reduce the risk of:

- Interference with an educational function or school purposes or
- A physical injury to themselves, other students, school employees, or visitors to the school

Expulsion is mandatory for:

- Bringing, using, or possessing a weapon. Expulsion from school for a period of not less than one year shall be mandated for a student who is determined to have brought a firearm to school, except that the hearing officer or COO may modify the expulsion order on a case-by-case basis
- Theft or robbery as defined in Texas code

- Commission of an act, which, if committed by an adult, would be first- or second-degree assault as defined in Texas code
- The possession of a drug of controlled substance as defined in Texas code
- Threats, bullying, and intimidation will not be tolerated at school or in connection with students, families, and staff of The Excel Center. Students will be subject to expulsion for verified acts which threaten, bully or intimidate others.
- Fighting will not be tolerated at school. A student who physically strikes another individual will be subject to expulsion.

Building Personal Responsibility at The Excel Center:

The purpose of disciplinary action at The Excel Center is to ensure that both individual students and the school community stay focused on growth and learning. Depending on the nature of the infraction and the student's past performance, any or all of the following consequences may be appropriate:

Student warning, oral or written:

Immediate resolution of the problem or issue is expected.

Participation in Instructional Program:

A student may be expected to: attend a course such as anger management, conflict resolution, peer mediation or stress reduction; participate in group or individual counseling; or attend other programs intended to redirect the student's perceptions and behavior.

Remuneration: A student may be expected to perform service to correct or repair any damages or harm which may have resulted from the student's behavior.

Expulsion: After a proper investigation and hearing, a student may be expelled when their behavior renders it appropriate. Poor attendance or repeated offenses can lead to expulsion.

When the school director or designee makes a recommendation for expulsion of students, the school director or designee may suspend the students until the conclusion of expulsion proceedings, if the school director believes that the students must be suspended immediately to prevent or substantially reduce the risk of:

- A. Interference with an educational function or school purposes, or
- B. A physical injury to themselves, other students, school employees, or visitors to the school

The school director or designee shall file a written charge with the school leader. If the school leader deems that there are reasonable grounds for expulsion, he or she shall appoint a Hearing Examiner.

Threats and Bodily Harm to Others

Threats, bullying and intimidation will not be tolerated at school or in connection with students, families and staff of The Excel Center. Students will be subject to expulsion for verified acts which threaten, bully or intimidate others.

Fighting will not be tolerated at school. A student who physically strikes another individual will be subject to expulsion.

**The Excel Center
Progressive Discipline Standard Operating Procedures**

Purpose:

- To assist the student in understanding that a performance problem and opportunity for improvement exists
- To assist the student in overcoming performance problems and satisfy Center expectations
- To prepare students for conduct that is expected in the workplace
- To provide students with opportunities for due process in disciplinary actions

Progressive Discipline Steps

Counseling / Restatement of Expectations	<p>Counseling by the coach is the initial step to mentor or modify performance</p> <ul style="list-style-type: none"> • Meet with the student and affirm expectations regarding performance. • Discuss the performance deficit or behavioral concern. • Provide a timeline and resources for improvement. • Report consequences for no improvement. • Document in student file.
Verbal Reprimand	<p>After an investigation, follow the procedure outlined above for the counseling process. Discuss previous informal efforts and the current problem. A note should be in the student's file documenting the verbal warning.</p>
Written Reprimand	<p>At this time, the coach or instructor may want to consult the Director. After an investigation, follow the procedure outlined above for the counseling process, with the exception of providing documentation to the employee in the letter of reprimand. The letter should outline previous informal efforts and the current problem. Tools such as attendance improvement plans, behavior improvement plans and performance improvement plans can be used at this stage. These plans can be used at increments of 30, 60 and 90 days. Send copies of the signed letter and improvement plan to appropriate staff and to the student file. Student may be referred for a hearing after two written reprimands.</p>

<p>Short Suspension (or equivalent)</p>	<p>Fully investigate the concern, followed by discussion with the student. Summarize previous progressive discipline and the current problem, and specify the timeframe for suspension in writing. Identify further discipline and possible termination as a potential consequence for not meeting and maintaining standards for improvement. Provide copies as for the written reprimand. Student must have a hearing before returning to the Center. Record of progressive discipline must be submitted to the panel of staff/students sitting in on the hearing.</p>
<p>Long Suspension (or equivalent)</p>	<p>Fully investigate the concern, followed by discussion with the student. Summarize previous progressive discipline and the current problem, and specify the timeframe for suspension in writing. Identify further discipline and possible termination as a potential consequence for not meeting and maintaining standards for improvement. Provide copies as for the written reprimand. Student must have a hearing before returning to the Center. Record of progressive discipline must be submitted to the panel of staff/students sitting in on the hearing.</p>
<p>Expulsion</p>	<p>Expulsion may be necessary when discipline is not successful in improving performance. The coach and/or instructor should review the performance history and record of progressive discipline with the Director. Schedule a final meeting to include the coach and/or instructor, director and the student at which a letter of expulsion is provided. If necessary, the expulsion notice may be sent via certified mail. Provide copies as for previous disciplinary measures.</p>

Hearings:

Hearings should consist of two staff and two students. They are responsible for determining guilt or innocence. They make recommendations for retention or expulsion to the Director. They can impose additional consequences/sanctions. The panel of staff/students will provide documentation of the hearing for the student's file. They are to notify the student of decisions made. They are also responsible for explaining the appeal process.

Appeals:

Students have the right to appeal recommendations made by the panel. An appeal must be made within 30 days of the hearing to the Director.

To initiate an appeal, the student (or the student's guardian) must notify the school director of the appeal in writing within seven (7) calendar days of notice of the expulsion. The board will review the events that transpired prior to the expulsion decision. During the next scheduled Board meeting, the board will review the decision and decide whether the expulsion should be

overturned. The Board will then ask the director to notify the parents or guardians of its decision in writing within five (5) calendar days of when the decision is made.

Discipline with Students with Disabilities:

Students participating in this Adult Education Pilot will be at least 26 years old and therefore ineligible to participate with an Individualized Education Plan (which does not serve students over age 21). Therefore, The Excel Center will not need to continue to make progress on IEP goals for students who are expelled and will not need to contract services for students who are expelled from the pilot. It should be noted, however, that instructors and coaches will work in collaboration to create Section 504 plans for students who are over 21.

In the event that a student with a disability exhibits behavior that would normally warrant expulsion, a committee will meet to determine whether the student's behavior was a direct result of his/her disability. In the event that the behavior was a result of a disability, the student's Section 504 plan will be amended to include a functional behavior plan which outlines the actions a student must take to modify his/her behavior and the timeline in which the modification must take place. The student will be required to sign the functional behavior plan, stating that he/she understands that failure to modify behavior within the specified time period will result in expulsion.

Attachment J – Staffing Rollout Plan

Adjust or add functions and titles as needed. Delete rows or tables for grade configurations that do not apply.

Attachment J - Staffing Rollout

Year	Year 1	Year 2	Year 3	Year 4	Year 5
Student enrollment	150	150	150	150	150
Management Organization Positions					
(These positions are fully funded by the sponsoring entity.)					
CEO/Superintendent	1	1	1	1	1
Senior VP of Mission Services	1	1	1	1	1
VP of Financial Services	1	1	1	1	1
Total back-office FTEs	3	3	3	3	3
Adult Education Campus Staff					
Head of School	1	1	1	1	1
Registrar / office manager	1	1	1	1	1
Career & College Counselor	1	1	1	1	1
Lead Teachers	2	2	2	2	2
Lead Life Coach	1	1	1	1	1
Teachers	6	6	6	6	6
Special Education Director	1	1	1	1	1
Intervention Specialist	1	1	1	1	1
Drop-in Center Director	1	1	1	1	1
Life Coach	2	2	2	2	2
Drop-In Center Staff (3 PT)	1.5	1.5	1.5	1.5	1.5
Total FTEs at high school campus	18.5	18.5	18.5	18.5	18.5
Total organization FTEs	21.5	21.5	21.5	21.5	21.5

**Attachment K – Personnel Policies;
Employee Manual**



Employee Handbook

A Division of Goodwill Industries of Central Texas

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Welcome

On behalf of Goodwill Industries of Central Texas, I welcome you to THE EXCEL CENTER. We all hope your future with us will be long and rewarding for you personally, and that you have a positive impact on all students with whom you work.

This handbook is designed to be a reference to the practices and policies of our schools. If there is anything within that raises a question, please do not hesitate to ask your supervisor. Our success to date can be traced directly to a staff that works together towards common goals. It is important to us that you understand what we are about as a school and how you contribute towards our success.

On the following pages, you will see our mission and our core values. To us, these are not just words on paper. Our aim is to live the mission according to our values every day. We have tried not to create a long set of rules that cover all conceivable situations, but to set out a framework that gives a firm sense of how to work.

Every day, I walk into a building that says in large block letters, "Community Center," and I believe those two words ring even more true now. Our collaborations and partnerships have gotten us here, and will propel us into the future. Through our engaged community members, a passionate board that works tirelessly on our behalf, and a dedicated staff at all levels (My appreciation for our servant leaders knows no bounds) we can make this happen. As we move into the uncharted waters of education, retail, and community partnerships, I believe that Goodwill holds the compass to success, but it will take all of us to navigate our ship safely.

Your future and the future of THE EXCEL CENTER are now intertwined. Your contribution will lead directly to student success, and our efforts as a corporation will allow you to grow professionally and personally. We consider our talented and dedicated employees to be our most valuable resource. Thank you for joining us and helping make this a gratifying and energetic place to work. I look forward to working with you.

Gerald L. Davis, President/CEO
Goodwill Industries of Central Texas



History

Goodwill Industries was founded in 1902 in Boston by Rev. Edgar J. Helms, a Methodist minister and early social innovator. Helms collected used household goods and clothing in wealthier areas of the city, then trained and hired those who were poor to mend and repair the used goods. The goods were then resold or were given to the people who repaired them. The system worked, and the Goodwill philosophy of "a hand up, not a hand out" was born. Since then, Goodwill Industries International has expanded to more than 182 cities in the United States and 34 foreign countries.

Dr. Helms' vision set an early course for what today has become a \$2.4 billion nonprofit organization. Helms described Goodwill Industries as an "industrial program as well as a social service enterprise...a provider of employment, training and rehabilitation for people of limited employability, and a source of temporary assistance for individuals whose resources were depleted." Although all Goodwills share a common philosophy of assisting people with disabilities or other critical needs in their efforts to become meaningfully employed and independent, each Goodwill is autonomous, allowing the individual agencies to respond to the needs of their particular communities.

Goodwill Industries of Central Texas is a private, non-profit, 501(c)3 organization dedicated to the mission of providing job-related services for people with barriers to employment. Established in 1958 in Austin, Goodwill served 69 people in its first year of operation. Goodwill now serves thousands of people annually, helping them to gain new job skills and start new lives of independence. Goodwill works in tandem with a wide variety of human service agencies in order to provide the best support network possible for people with disabilities and disadvantaging conditions who are seeking employment. Every day Goodwill helps 5 Central Texans find a job in our community.



Introduction

This handbook is designed to give a brief and general overview of personnel policies and benefits of THE EXCEL CENTER. Every employee should read, understand, and comply with the provisions of this handbook. It describes many of the responsibilities of employees and outlines benefits available to them. It is important to understand that changes in conditions (internally or externally) may require changes to policies contained in the handbook. Goodwill Industries of Central Texas (GOODWILL) reserves the right to make those adjustments and periodically update the handbook with additions, deletions and revisions. When that occurs, employees will be asked to acknowledge receipt of the changes and agreement with them. This acknowledgment may occur on paper or electronically.

Employment at Will

Employment with THE EXCEL CENTER is at-will. This means that regardless of any provision in this employee handbook, either you or GOODWILL may terminate the employment relationship at any time, for any reason, with or without cause or notice. Nothing in this employee handbook or in any document or statement, written or oral, shall limit the right to terminate employment-at-will. This document is not a contract of employment.

Intent to Return Guidelines

Transparency and open communication are important to our schools' success. To support these goals, we encourage ongoing conversations between all employees and their managers with regard to their career paths. While we hope all our employees enjoy a long career with our organization, we know there may be times when an individual will decide to leave. To ensure a smooth transition for any exiting employee and our students, our Head of School will send a letter of intent annually. To assist in staff planning, each staff member will be asked to provide a reasonable indication of their intention to return for the new school term. As long as you provide this notice and are able to finish the school year, THE EXCEL CENTER will pay you up to the first pay period of the new school year.

Definitions

Throughout this document, some terms are used that have the following definitions:

- **Certified Staff** – Refers to any staff member with a teaching license who participates in the Teachers' Retirement System (TRS) of Texas.
- **Non-Certified Staff** – Refers to all staff members who are not eligible for TRS.
- **School Calendar** – Each school's calendar will be updated and delivered annually to staff.
- **Full Time** – Refers to employees who work at least 30 hours per week and are thus eligible for benefits.
- **Part-Time** – Refers to employees who work 29 or fewer hours per week.
- **Exempt Employee** – Refers to any employee that is exempt from receiving overtime pay in excess of 40 hours per week.
- **Hourly Employee** – Refers to any employee that is paid an hourly rate of pay.



Who We Are

The mission of THE EXCEL CENTER is to provide individuals who have dropped out of high school with the opportunity and support to earn a high school diploma and begin postsecondary education. Students will also develop career paths in sectors of the local economy that offer high employment and growth opportunities. The school will meet students where they are in their education by providing a flexible structure and curriculum delivery, and by helping students to develop supportive relationships that will help them manage work, life, and family responsibilities as they achieve their academic and career goals. We are proud to be part of the GOODWILL family and support the following:

Corporate Mission Statement

Goodwill Industries of Central Texas is a community resource that generates lifelong connections to work.

Vision Statement

We envision a world where every person has access to meaningful work.

Historic Values

- Everyone matters. Each person is valuable, capable, and worthy.
- We conduct ourselves with integrity. We behave ethically, communicate with honesty, and work as a team with trust and accountability.
- We focus on strengthening families as the best way to help individuals.
- We value our planet. We make decisions that honor our commitment as stewards of the environment.
- Retail success allows us to fund our mission and meet the needs of the people we serve and employ.
- Our entrepreneurial spirit drives innovation to create opportunities.
- Collaboration is powerful. We lead efforts among those who serve our local and global community.

Basic Principles

GOODWILL is distinguished through its fully inclusive culture. We maintain a positive and open work environment. Culture starts with a value system, and supporting these values through action is the ultimate challenge.

GOODWILL embraces an important concept called 'servant leadership.' Through this approach, the leaders of the organization are actually at the bottom of an inverted organizational chart. It is their primary duty to serve, coach and enable employees to succeed.

To quote author James A. Autry, "there are five ways of being" that must be fulfilled if one is to embrace this approach—they are not easy: be authentic, be vulnerable, be accepting, be present, and be useful.



Standards of Conduct

The following Standards of Conduct are established to ensure everyone works together efficiently, effectively, and harmoniously. All employees have the responsibility to adhere to these basic standards of conduct and behavior. By doing so, THE EXCEL CENTER becomes a better place to work for everyone. Department or location management will establish necessary guidelines to ensure compliance with these standards. Contact your supervisor if you have questions about these standards or their enforcement.

Behave in a mature, responsible and professional manner consistent with the organization's historic values and basic principles. Never engage in criminal activity, dishonest acts, immoral conduct or unethical behavior, which is detrimental to GOODWILL's operations. This includes but is not limited to adherence to GOODWILL's Corporate Compliance Program.

Develop positive relationships with co-workers, customers, and other people conducting business with THE EXCEL CENTER. Treat others in a respectful and dignified manner and comply with GOODWILL's EEO & Non-Harassment and Grievance Process.

1. Follow specific work rules established by department or location management.
2. Protect the well-being of THE EXCEL CENTER's students and parents. All employees are required to assume a professional role with these individuals and never compromise the reputation of THE EXCEL CENTER through incidents of misconduct, verbal or physical abuse, or other acts deemed to be improper.
3. Follow THE EXCEL CENTER's Drug-Free Workplace Policy. Never be intoxicated or under the influence of a controlled substance while at work. The illegal use, making, possession or sale of a controlled substance in any quantity while on company premises is prohibited.
4. Maintain THE EXCEL CENTER's non-violent requirements, including never threatening, intimidating or coercing fellow employees, customers or guests of THE EXCEL CENTER on or off company premises at any time, for any purpose. Never possess firearms, weapons or explosives on company premises or while on duty.
5. Maintain production or quality standards, and follow instructions properly issued by your manager pertaining to work assignments. Follow all established safety rules.
6. Maintain consistent and dependable patterns of attendance and communicate with your manager immediately if you are unable to report to work on time or as scheduled. Your manager will maintain a record of your attendance and inform you of any concerns regarding your attendance that may lead to disciplinary counseling or action.
7. Maintain the confidentiality of company records, including but not limited to proprietary information, employee records, and student records.



Equal Employment Opportunity & Non-Harassment

EEO

GOODWILL is an Equal Opportunity Employer. We provide equal employment opportunities to all employees and applicants for employment without regard to race, color, religion, sex, national origin, age, disability, genetic information, sexual orientation, status as a Vietnam-era or special disabled veteran, or any other protected status in accordance with applicable federal laws. In addition, Goodwill complies with applicable state and local laws governing nondiscrimination in employment including, but not limited to, hiring, work assignment or placement, promotion, transfer, termination, layoff, leaves of absence, compensation and training opportunities.

Sexual Harassment

We are committed to providing a productive work environment that is free of discrimination of any kind. The law and company policy prohibits any form of harassment that has the purpose or effect of unreasonably interfering with an individual's work performance, or which creates an intimidating, hostile or offensive work environment. You should not be teased, made fun of, put down, joked about, laughed at or made to feel different or an outsider because of your race, color, ethnic background, national origin, sex, religion, age, disability, sexual orientation, marital status, status as a Vietnam veteran, status as a special disabled veteran, or any other protected factor. This policy prohibits harassment in any form, including verbal, written, physical, or visual harassment.

With respect to sexual harassment, we prohibit:

1. Unwelcome sexual advances; requests for sexual favors; and all other verbal or physical conduct of a sexual or otherwise offensive nature, especially where
 - a. Submission to such conduct is made either explicitly or implicitly a term or condition of employment;
 - b. Submission to or rejection of such conduct is used as the basis for decisions affecting an individual's employment; or
 - c. Such conduct has the purpose or effect of creating an intimidating, hostile, or offensive working environment.
2. Offensive comments, jokes, innuendoes, and other sexually oriented statements.
3. An employee in a Supervisory position being involved in a relationship with a subordinate.
4. An employee of THE EXCEL CENTER being involved in a relationship with a student.



What to do if you believe you are experiencing harassment

We encourage employees who believe they have been harassed to firmly and promptly inform the offender directly that his or her behavior is unwelcome. However, we recognize that certain working relationships may make this difficult or impossible. If direct communication between individuals is ineffective or impossible, promptly report the facts of the instance and the names of the individuals involved to their Supervisor, Director of their Department or the Sr. Director of Human Resources (512-637-7547). The Sr. Director of Human Resources or designee will investigate the allegations. If you believe it would be inappropriate to discuss the matter with your Supervisor or Department Director, you should report the incident directly to the Sr. Director of Human Resources. If the complaint involves the Sr. Director of Human Resources, the matter should be reported to the Senior VP of Human Services, 1015 Norwood Park Boulevard, Austin, TX 78753; phone, 512-637-7133; fax, 512-637-7433; email, andrea.salinas@austingoodwill.org.

An investigation will take place and the appropriate corrective action will be taken. Your complaint will be kept confidential to the maximum extent possible. Any employee who is found, after an investigation, to have engaged in sexual or other harassment of another employee will be subject to disciplinary action, up to and including termination. This policy is based in Title VII of the 1964 Civil Rights Act. If you have any questions regarding this policy, or require assistance accessing help, feel free to contact the Human Resource Department.

You may also use the external hotline 1-800-624-9178 if you wish to report unethical behavior.

Open Communication & Grievance Process

The Excel Center will have a grievance procedure that allows complaints to be heard from parents/guardians, students, employees and citizens at several levels, with the opportunity to be heard by the Goodwill Board, which will exercise final authority in these matters. The appropriate grievance procedure will be outlined in the Parent/Student Handbook and will be communicated to parents and students during meetings, conferences, and through written communications. Grievance procedures will also be available on our website under Board policies and procedures.

The Excel Center will encourage all complaints to be heard and resolved at the initial level; however, all have the right to be heard and decided by the Goodwill Board. Should a problem arise, at any point, the following steps will be taken to resolve the grievance:

Step 1: The person filing the complaint should talk to The Excel Center teacher or staff member about his/her concerns. Students may have an advocate of their choosing (i.e. family member) assist them with the grievance process.

Step 2: If the grievance is not resolved within five (5) working days, it may be presented in writing to the Head of School. The Head of School will then respond in writing to the grievance within five (5) working days, and both the original grievance and the response will be placed in the student's file.



Step 3: If the grievance is not resolved satisfactorily by the Head of School, then it should be presented in writing to the Senior Vice President of Mission Services, who will respond in writing to the grievance within five (5) working days. The response will be placed in the student's file.

Step 4: If the grievance is not resolved after being presented to the Senior Vice President of Mission Services, it may be presented, in writing, to the President/CEO, who will respond within five (5) working days. The response will be placed in the student's file.

Step 5: If the grievance has not been resolved after being presented to the President/CEO, it will be heard by the Goodwill Education Board at its next regularly scheduled meeting.

Step 6: If the grievance has not been resolved after being presented to the Goodwill Education Board, it will be heard and decided by the Goodwill Board at its next regularly scheduled meeting. This decision will be final and binding.

You may also use the external hotline 1-800-824-9178 to report unethical behavior.

Drug-Free Workplace Policy

GOODWILL is committed to providing a safe and productive work environment. Employees are expected to report to work each day fit to perform their jobs. To meet these objectives and certain obligations under federal and state laws, a firm and positive stand is taken against substance abuse. This policy is intended to ensure a drug-free work environment for the benefit of employees and customers.

In compliance with the Drug Free Workplace Act of 1992, the use of a controlled substance is inconsistent with the behavior expected of employees, future employees and visitors to our locations. The abuse of controlled substances creates unacceptable safety risks and undermines the company's ability to operate effectively and efficiently. We have a detailed substance abuse policy that is found in this handbook. Please contact the Human Resources Department if any questions arise concerning this policy.

Drug-Free Workplace Act

The Drug-Free Workplace Act of 1992 requires THE EXCEL CENTER to:

1. Establish a drug-free workplace policy that prohibits using, making selling, possessing and/or distributing drugs in the workplace; and to
2. Establish a drug-free awareness program to inform employees of the drug-free workplace policy, inform employees of the adverse effects of drug use, outline penalties that will be imposed for violation of the policy, and provide information concerning the availability of drug counseling, rehabilitation or other assistance programs.

Substance Abuse in the Workplace

According to the U.S. Department of Labor, substance abuse in the workplace is on the rise. The chances a company employs a substance abuser are greater today than in the past several years. Recent studies indicate that 71 percent of all drug users over 18 are employed either part- or full-time.



Research indicates workers with substance abuse problems are more likely to have extended absences from work, show up late, be involved in workplace accidents and file workers' compensation claims costing billions of dollars a year.

Understanding the serious nature of this problem, becoming familiar with applicable laws and regulations, and following the simple steps detailed under "Employee Responsibilities" can help you and THE EXCEL CENTER combat this workplace problem.

Employee Responsibilities

Illegal drug use at work poses a danger to you, to fellow workers and to students and parents. If you use drugs on the job or come to work in an impaired condition, you could endanger those around you. To avoid problems:

1. Never report to work in an impaired condition due to drug or alcohol consumption.
2. Report any such activity on the part of co-workers to your supervisor.
3. If you have a problem with drug abuse or alcoholism, take advantage of counseling or treatment. Resources can be obtained through Goodwill.

Substance abuse can cost you your job. THE EXCEL CENTER legally prohibits the use of drugs and alcohol in the workplace and also prohibits you from coming to work under the influence of drugs and/or alcohol. You may be disciplined or terminated for the use, possession, or distribution of drugs in the workplace.

Drug & Alcohol Testing

We are a federal contractor within the meaning of the Drug-Free Workplace Act of 1992. Consequently, we are required to take certain steps toward maintaining and certifying to federal contractors that we strive to maintain a drug-free workplace. Accordingly, we adopted the following policy:

We prohibit employees and recipients of services (i.e., consumers) from engaging in the unlawful manufacture, distribution, dispensation, possession or use of controlled substances in our workplace. The workplace includes not only our physical facilities, but all sites within the community where our staff and consumers work and/or provide a service. Further, employees and consumers are prohibited from being at work under the influence of any illicit substances.

Any employee or consumer engaged in such prohibited conduct or convicted of a crime involving a workplace drug violation shall be subject to disciplinary action up to and including termination. We will weigh all relevant facts and circumstances in reaching a decision to discipline. In addition, an employee or consumer must report to their supervisor any criminal conviction for a workplace drug violation within five days of the conviction. The term "conviction" means a finding of guilty (including a plea of *nolo contendere*) or imposition of sentence, or both, by any judicial body charged with responsibility to determine violation of state or federal criminal drug statutes.



Within 30 days after receiving notices of such convictions, we will impose the following sanctions or remedial measures on the individual involved: (A) take appropriate disciplinary action up to and including termination, or; (B) require such individual to satisfactorily participate in a drug abuse assistance or rehabilitation program approved for such purposes. Any supervisor being informed of an individual's criminal conviction, as specified in paragraph (1) of the policy, will notify in writing the Human Resources Manager immediately. Within 15 days of such notice, the Sr. Director of Human Resources and the VP of Organizational Development will determine the appropriate disciplinary action to be taken.

Nothing contained in this policy statement concerning employees or consumers shall be construed to limit, or in any way restrict, our treatment of drug-related incidents involving any of our employees or consumers.

You shall be provided with a copy of this policy statement and you shall be required to acknowledge, in writing, receipt of this policy.

Depending on level of your position a drug screen will be required upon hire. Employees must take and pass the drug screen before they can be granted the position. You have 24 hours after notification to take the drug screen. Any employee who does not go within the 24 hour period will not be considered unless they can show good cause.

The following is a list of additional times when you may be asked to go for a drug screen:

- If you have an on the job injury that requires medical attention. For example, if you have an accident while on the job and it requires more than first aid which can administered at the work site, and you seek professional medical attention, you will be required to pass a drug screen. You will not be able to operate a forklift, any other company vehicle, or drive your own vehicle for company business pending the results of the screen. Failure to take a post-accident drug test if mandated by our policies will result in termination of employment.
- If you have an accident while driving a forklift you will be required to go for a drug screen and pass.
- If you have a vehicle accident while driving a company vehicle or driving your own personal vehicle for company business you will be required to take a drug screen immediately after and pass.
- If you report to work visibly impaired, are unable to properly perform required duties, you will not be allowed to work. If in the Supervisor's opinion, you are considered to be under the influence of alcohol or drugs while on the job you will be asked to take a drug or alcohol screen. Whenever possible, the Supervisor should have you observed by a second supervisor or manager before requiring testing. If, in the opinion of the supervisor(s), you are considered impaired, you should be sent to a medical facility by taxi or other safe transportation alternative, accompanied by the Supervisor. If impaired you should not be allowed to drive. Employees who refuse substance testing under these circumstances will be subject to disciplinary action, up to and including, termination.
- If you are chosen by our random drug testing formula, you will be notified by your supervisor of your need to take a random drug screen and will be taken to the drug screening facility. Employees who refuse substance testing under these circumstances will be subject to disciplinary action, up to and including, termination.



Failure to take a post-accident drug test if mandated by our policies will be subject to disciplinary action, up to and including, termination.

Falsification or tampering of any evidence used in a drug screen will be subject to disciplinary action, up to and including, termination.

Employees who test positive in any company mandated drug screen, or whose Breathalyzer alcohol tests results indicate they are under the influence at work, will be subject to disciplinary action, up to and including, termination.

Tobacco Policy

We prohibit the use of tobacco products inside any of our facilities. Designated areas have been set aside for employees who use tobacco products. Employees may use tobacco products only in those areas and only during scheduled break times.

Background Screens / Reference Checks / Physicals

As part of our employment procedures, an applicant or you may be required to undergo a post-employment offer physical. Any offer of employment may be contingent upon, but not limited to, satisfactory completion of a post offer work-related physical examination and a determination by Goodwill that the applicant is capable of performing the essential duties of the position that has been offered. All positions require a background screen and a reference check.

Americans with Disabilities Act

The Americans with Disabilities Act of 1990 and Section 503 of the Rehabilitation Act of 1973, as amended, Public Law 93-112 provides comprehensive civil rights protections for "individuals with disabilities." An individual with a disability is a person who: has a physical or mental impairment that substantially limits one or more major life activities, or has a record of such impairment, or is regarded as having such impairment. "Major life activities" include functions such as caring for one self, performing manual tasks, walking, seeing, hearing, speaking, breathing, learning and working.

We will not discriminate on the basis of a disability against an "individual(s) with a disability" concerning terms, conditions and privileges of employment. We will make "reasonable accommodations" when necessary.

The Americans with Disabilities Act (ADA) prohibits THE EXCEL CENTER from testing applicants for drug use until a conditional offer of employment has been made. Under the ADA, illegal drugs are defined as controlled substances not being taken under the supervision of a licensed health-care professional or otherwise in accordance with federal law. Note that the ADA does not protect current illegal drug users. Current drug users may be fired or not hired for testing positive. The ADA does, however, protect:

- Former drug users who have successfully completed a substance-abuse treatment program;



- Former drug users currently in a substance-abuse treatment program; and,
- Disabled persons who are legally using prescribed drugs.

Alcoholism is treated differently from illegal drug use under the ADA. Alcohol tests given to employees must be job-related and consistent with business necessity.

Special Disabled Veterans & Vietnam Era Veterans

We are a government contractor subject to the Vietnam Era Veterans' Readjustment Assistant Act of 1974, as amended, Public Law 93-508 (codified at 38 USC, 4212), which requires Government contractors to employ and promote qualified personnel without discrimination against any employee or applicant for employment because of a physical or mental disability, disabled veteran status, Vietnam era veteran status or any other protected veteran status.

Nepotism

It is our policy not to employ two or more members of the same immediate family (spouse, mother, father, son, daughter, brother, sister or grandparent) or persons residing at the same address (roommates) who are:

- Related employees or roommates working in the same division.
- Related employees or roommates working in the same department and have the authority to make decisions affecting the work relationship, assignment, or compensation of the other employee.
- A related employee or roommate coordinating, auditing, or monitoring the work of another individual related to or living with them.

It is the responsibility of employees to submit written notification to the Human Resources Department prior to any changes in living arrangements, marital status, or employment that would be in direct violation of this policy. We may, upon the President's approval, make exceptions to this policy.

Conflict of Interest

You must inform your supervisor and the Human Resources Department in writing of any other job appointment. Jobs outside GOODWILL and THE EXCEL CENTER that interfere with the purpose and scope of current duties will be considered a conflict of interest. To avoid any actual or appearance of conflict of interest, if you engage in any remunerative activity in any field directly related to Goodwill work you must have prior written approval from the President/CEO. It is your responsibility to adhere to your assigned work schedule.

Otherwise, you may not work in a position that takes revenue, business or services away from Goodwill. Materials prepared by you in the course of your duties at Goodwill will not be used for private gain by you. You will not use or appear to use information that is not generally available to the public. You are prohibited from employment or participation in commercial activity involving used merchandise or using our equipment for



commercial gain. Personal garage sales that do not involve the resale of Goodwill merchandise are excluded.

You may not represent yourself as a spokesperson for Goodwill without prior approval from the President/CEO. You may not enter into a contract without prior approval.

Personnel Records

All information in your personnel file is considered confidential. Access to information in your personnel file is available to Human Resources personnel, your supervisor, your Director, your VP, Sr. VP, President/CEO, you and those who have need to know.

Personnel Records are the property of Goodwill and are only released at the discretion of the Human Resources Manager.

We realize that employees may require information to be given out on their behalf. For your own protection, Human Resources must have the request in writing. Your signed release must state to whom the information is to be given and which information you are requesting be released.

It is your responsibility to go to onto the employee portal and make any changes in your address or phone number. It is also your responsibility to notify Human Resources of any change(s) that occur regarding the following:

- Legal change in marital status
- Change in the number of dependents
- Change in beneficiary
- Vehicle Tickets (moving violations, parking tickets, and DWIs), Criminal Convictions

Safe Environment for All Students, Staff and Parents

Every aspect of THE EXCEL CENTER should be safe for everybody connected with them. This means students should expect a school environment free from violence and bullying. Staff should feel safe walking the hallways and in the classrooms. Parents should feel secure in leaving their children in our care.

It is everybody's responsibility to help create that safe environment. Staff should take action whenever they hear of a threat, whether that be to themselves or to other students. We have a legal requirement to deal with safety issues that students report to us that originate within their homes. If a staff member feels unsafe for any reason, he/she should report the concern to their supervisor, who will help alleviate the situation.

In addition, the Director of Risk Management functions as our school safety officer, and is responsible for ensuring that all state and local safety guidelines are followed. This position is also the liaison with Goodwill's security officer(s) and with the Austin Police Department. Requests for occupying the building outside of normal hours should all flow through your supervisor in conjunction with the Director of Risk



Management, as should any issues that would require police presence. In the case of extreme danger (i.e. an injury or intruder), an employee can call 911 with an immediate follow-up to the supervisor and the Director of Risk Management.

As part of creating a safe environment, we are committed to providing a drug, alcohol and weapon free workplace. At no time should an employee be at school or attend a school-related event where students are present under the influence of alcohol or any drug. Weapons or illegal firearms are also prohibited on school grounds or at school events. Employees may not transport students if they have any drug or alcohol-related driving offense within a period of five years. If transporting students is a requirement of the job, employment may be denied or terminated.

THE EXCEL CENTER does not require any employee to transport students in his or her personal vehicle. All employees, who own or lease a car, and are required to drive on company business, must maintain current liability insurance. This includes anyone who drives a company vehicle or his/her own vehicle for Goodwill business. Employees who choose to transport a student in a personal vehicle should carry appropriate automobile insurance and liability coverage.

In addition to maintaining current liability insurance, all drivers on the Goodwill driving list must notify their supervisor and the Human Resources Department within 24 hours of any traffic citations, vehicle speeding tickets, DWIs and/or accidents.

On an annual basis Goodwill will run updated Motor Vehicle Reports on all employees whose positions require a clean driving record.

If an employee or student is injured on the job, the incident should be reported immediately to the supervisor, who will then work with the Director of Risk Management to properly document the accident.

Emergency Procedures

The first obligation of all staff is the safety of our students. Detailed instructions for staff responsibilities can be found in THE EXCEL CENTER Emergency Response Procedures given to all staff members at the beginning of each year. These guidelines are meant to provide suggestions for "how to proceed" before and/or during very difficult emergency circumstances that demand a high degree of attention to safety. During a disaster, crisis, or other emergency, it is possible that circumstances will dictate additional, different, or unforeseen responsibilities for school staff. Staff should take whatever action is necessary, given these circumstances, to ensure our students' safety.

Students in a private vehicle are also covered under the employee's personal insurance.

Visitors

Our general liability policy prohibits unaccompanied visitors in THE EXCEL CENTER. Safety must be observed at all times. Visitors may be accompanied by a Goodwill employee.



Dress Code

You will have some contact with the public and therefore represent us in your appearance as well as by your actions. The properly attired employee helps create a favorable image for us. You are expected to dress in a manner that is acceptable. You must ensure that you and your clothes are neat and clean. Clothes should not have holes, stains, paint splatters, or unsightly patches. Hairstyles and facial hair must be neatly cut and trimmed.

You must wear your name badge above your waist, where it is visible, during your scheduled work hours.

Employees will be required to wear business casual attire during work hours.

Business Casual

- Dresses and skirts that fall no more than 3 inches above the top of the knee. Suits, Blazers, Vests, and Pants in business suitable fabrics, including Khakis. Dresses/Blouses/Shirts that do not reveal the midriff or bust or undergarments.
- Any type of business shoe, including dress sandals (except employees working in production).
- Jeans may be worn during the week with appropriate business casual tops. Neatly trimmed hairstyles and facial hair.

INAPPROPRIATE:

- Overalls
- Any jewelry that presents a safety hazard
- Visible tattoos that contain nudity, profanity, gang insignias, or racial/ethnically offensive language.
- Open toed shoes/heels in non-office environments. Exposed undergarments
- Head wear (except Goodwill issued hats where appropriate, and religious hats).
- Torn, discolored or tattered attire.

Personal Belongings

For your protection, it is recommended that you keep all personal belongings locked in your desk or another appropriate locked area. We are not responsible for the loss of any personal belongings at any time.

Goodwill is also not responsible for any loss or damage to an employee's vehicle while parked on company property or at a work location.

E-Mail & Internet Access

You have the right to use our equipment and Internet services in the day to day execution of your job duties and for communicating with others on non-official business provided such communication does not disrupt or interfere with official EXCEL CENTER business, and is kept to a minimum duration and frequency, and is not



of an inappropriate nature. If you come in contact with sexually explicit material or other inappropriate material from the Internet you are required to report the location of such sites to the IT department in the form of the site's URL (Universal Resource Locator) or the news group name. There is no expectation of privacy for anything sent or received through e-mail and we reserve the right to review data at any time without warning should we feel internal security has been compromised or that you have misused the hardware, software, or Internet services. You may not use someone else's password or user ID to enter any Goodwill protected site.

Search Policy

We reserve the right to inspect lockers, purses, handbags, backpacks, and any other personal property and vehicles parked in or near our work areas, which are under the control of the person being searched. We further reserve the right to access, tap, or monitor any electronic communication devices, including but not limited to, e-mails, telephones, faxes, and data storage devices. Any person refusing to permit such search will be subject to disciplinary action, up to and including, termination.

No Weapons Policy

Our policy is to prohibit employees from carrying weapons while at work or at work-related activities. Additionally, we prohibit the possession of concealed handguns, in accordance with Section 32 of the new concealed handgun statute that specifically allows both public and private employers to prohibit persons who are licensed under this article from carrying a concealed handgun on the premises of a business.

We prohibit the possession, concealment, use or transfer of any firearm (including any handgun) or any other weapon (including knives, clubs, or other articles or devices that are primarily used to inflict injury). Under criminal trespass laws we prohibit any person including non-employees, from entering the premises with firearms. Premises include buildings, parking lots, walkways, and any other property owned or leased by us. We reserve the right to search personal property and common areas for justifiable and job-related reasons. Failure to adhere to this policy will result in disciplinary action, up to and including, termination.

Subpoenas, Search Warrants, Request for Information, Witnessing Documents

It is our policy to cooperate with governmental investigations, searches and other external audits. At the same time, it is important that our legal rights and the rights of our employees be appropriately protected. If any governmental agency or other outside party requests information regarding an employee, or consumer, or asks to conduct a search of the premises, please refer them immediately to the appropriate personnel which include the Sr. Director of Human Resources, the Senior VP of Human Services, or the Corporate Compliance Officer (512-637-7100).

Appropriate personnel will then verify authenticity of requesting authority and proceed in accordance with our policies.

You are not to give out any confidential information regarding another employee or Goodwill unless authorized to do so by appropriate personnel.



Severe Weather Hot Line

We maintain a Severe Weather Hot line number. This hot line can be accessed by calling 512-637-7575.

In the event of severe weather conditions, such as snow, ice, or heavy rains, Goodwill employees may call the severe weather hotline to find out if they should report to work or not. If you feel that weather conditions are too severe in your area to report to work you should notify your supervisor immediately. You can use leave time for this excused absence. Employees released from their work place by their supervisor due to severe weather will receive pay for their scheduled hours on that day. Retail and Commercial Services employees should call their managers for information on what their location will be doing.

Orientation Period

Every new employee must complete a 90-day orientation period. This orientation period provides an opportunity for a new employee to evaluate their new job, and in turn, provides their supervisor an opportunity to judge their performance and suitability for continued employment. This orientation period does not represent a guarantee or contract for employment for 90 days or any other period of time.

Hours and Attendance

We have numerous locations and a variety of work sites that require employees to work different schedules. Your supervisor will inform you of the days and times to be worked.

Time Sheets and Time Cards

- It is your responsibility to keep track of your time by following these guidelines: Be sure to review/record your time each day.
- Never let someone else fill out your time card/sheet or swipe your badge.
- Never falsify information on your time card/sheet; this will lead to disciplinary action, up to and including termination.
- SIGN your time card/sheet and submit it to your supervisor.
- Even though you may have a nickname, use your LEGAL name when filling out your time card/sheet.

If you ever have any questions about your time card/sheet, talk to your supervisor as soon as possible.

Absence and Tardiness

It is your responsibility to call and let your supervisor know when you will be absent or late for any reason. It is unacceptable to have anyone else call in for you when you are going to be absent. Employees must call (not text) and talk to their supervisor no later than 30 minutes before their shift is supposed to start. Managers and supervisors that work at a retail location should also call that location and inform the supervisor on duty and

employees of their absence. Janitorial employees who are unable to reach their supervisor may call their Operations Manager or Director and leave a message with him/her. Employees with more than two consecutive absences for illness may be required to provide a doctor's note, in order for the absences to be excused. Employees with excessive absences may be required to furnish documentation regarding their absences.

Illness

You must consult with your immediate supervisor if you feel it is necessary to leave work early due to personal illness.

Breaks

You are granted one, 15-minute break per every four hours worked. Breaks may not be taken in conjunction with lunch or at the beginning or ending of your shift. At least 30 minutes must be taken for lunch if you work six hours or more. If your shift exceeds eight hours, additional time may be taken for lunch. Lunch breaks must be taken during your workday and cannot be taken at the end of your shift. The timing of your breaks must be coordinated with your supervisor.

Compensation and Reimbursements

Pay Period

We are paid every other Friday. The pay period always starts at 12:01 AM on a Sunday and ends two weeks later on a Saturday at midnight. There are 26 pay periods in a year. The hours you are paid for are computed from your time card/sheet.

Overtime Compensation

Our general policy is to avoid overtime. However, sometimes it may be necessary for you to work overtime. You are to work overtime **ONLY** at the request and authorization of your supervisor.

In accordance with the Fair Labor Standards Act (FLSA), employees who qualify as administrators, executives, teaching professionals and outside sales personnel, are exempt from overtime pay and are not subject to this policy. Only non-exempt employees are covered under FLSA and qualify for overtime pay.

Overtime pay is based on hours worked per week in accordance with state and federal requirements. Overtime hours worked in excess of 40 hours a work week, and approved by a supervisor, will be paid one and one half times your base hourly rate of pay. Hours worked means time actually spent on the job. Unpaid leave, personal leave, holidays, or any other time away from work are not considered hours worked.

Payroll Deductions



We are required, by law, to make proper deductions from your earnings on your behalf. The following **MANDATORY** deductions are made until the maximum amount is reached:

- Federal Income Tax Withholdings (Based on the number of exemptions on your W-4 form)
- FICA (Social Security)
- Medicare

No money is ever deducted from your pay unless we are required by law to deduct it, or you have authorized Goodwill to make deductions.

Direct Deposit/Pay Card

We will pay you either through direct deposit into your bank/credit union account or through a Bank Pay Card. You must choose one of these two options during orientation. With direct deposit your paycheck is deposited directly into the checking or savings account of your choice. Forms for electing direct deposit or the Pay Card will be given out during orientation and you must complete the forms within your first three (3) days of employment. Pay Cards become effective on the first pay period. Direct Deposit normally becomes effective on the second pay period following the submission of the form. Your first paycheck will always come on a pay card. No live checks are ever issued. A paycheck receipt will still be received on payday, showing the breakdown of pay deposited to your account or pay card.

Mileage Reimbursement

To be reimbursed for mileage, record the miles traveled onto THE EXCEL CENTER expense form found in the shared drive, fill out, and attach a copy of Google Maps, MapQuest, or similar resource, showing your route. This must be turned into your immediate supervisor for approval. It is then turned into payroll, for reimbursement on your paycheck. Deadline for reimbursement of the previous month is the 5th day of the following month. After the deadline, reimbursements may not be honored.

Reimbursement of Purchases for School

Reimbursements of purchases for the school or individual classrooms must be recorded onto THE EXCEL CENTER expense reimbursement form with an approved purchase order attached. Purchase orders must be approved prior to making the purchase by the supervisor and the controller or head of school, for anything over \$300.00. The reimbursement request must contain the original receipts, and a description of the expense. The form is turned in to the immediate supervisor for approval then to THE EXCEL CENTER accounting department, who will submit it for payment. Sales tax is not reimbursed (with the exception of lodging and restaurants). Deadline for reimbursement is 1 pm on the Wednesday before the end of a given pay period. After the deadline, reimbursements will be disbursed on the next pay period.

Holidays

We observe several holidays each year. Observed holidays vary for the different Goodwill locations. Employees



who are classified as full-time are eligible for holiday pay. To receive pay for a scheduled holiday, you must have worked your regularly scheduled day before and the day after the holiday, or have been on an approved absence.

Those employees who have not completed their 90-day orientation period will not receive holiday pay. Once you successfully complete your 90 days, you will be paid retroactively for those holidays that fell within your 90-day orientation period.

There are some holidays where you may be required to work. In those instances, eligible non-exempt employees (employees who can receive overtime) will receive 8 hours of holiday pay and will be paid overtime for any hours worked on the holiday. Exempt employees (employees who are not eligible for overtime) who work the holiday will receive another day off. Other days off as indicated by the school calendar.

Full Time Hourly Staff Holidays and School Breaks

Full time hourly staff is paid their hourly rate on what hours are worked in a pay period. Full time hourly staff will also be paid for holidays and school breaks according to the average hours worked. Payroll will determine the hours paid based on a look back over the previous four pay periods to determine average hours worked.

To determine the average hours to be paid during a holiday or school break, payroll will add up the hours (313 total hours over the 4 pays) and divide it by 40 (days in the 4 pay periods) to equal the average daily hours to be paid for each day off, which in this case would be 7.82 for each day not worked for holiday and or school break. Any overtime worked during the look back period will not be included in the calculation. The max number of hours per day that a full time hourly employee can be paid when on break or holiday, will be 8 hours.

Part time hourly staff will not be paid for holiday or school breaks.

Leave Time

Eligibility

All employees are eligible to earn leave time. Eligible employees who are in their 90-day orientation period are earning leave time but are not eligible to use it until after successful completion of their orientation period. Once you successfully complete your 90-day orientation period you are eligible to use your accrued leave time at the beginning of the next complete pay period.

Approval of Leave Time

All leave time must be scheduled in advance and be approved by your supervisor, except in cases of illness. Employees are asked to schedule leave time at least 2 weeks in advance, when possible.

Leave Time



All THE EXCEL CENTER employees receive 13 days for 14-15 school year of leave time at the beginning of each school year. Leave time is taken at the supervisor's discretion, other than an emergency or unplanned illness. Leave time hours carry forward each school year. Upon separation from THE EXCEL CENTER, an employee must provide at least two weeks' notice to receive payout of their remaining bank of leave time, not to exceed a maximum of 20 days.

Leave Time Donations

You may voluntarily donate your leave time hours to benefit fellow employees who personally suffer catastrophic injury or illness or who have someone in their immediate family suffer catastrophic injury or illness. The stricken employee's Vice President will notify fellow employees of the need. The manager must approve the donated leave. You can only donate eight hours per payroll period.

Family and Medical Leave of Absence (FMLA) Policy

Goodwill, in compliance with the Family and Medical Leave Act of 1993 (FMLA), must grant an eligible employee up to 12 workweeks of unpaid leave during any 12-month period. We use a "rolling" 12-month period, which is measured backward from the date you use any FMLA leave. Example: An employee starts FMLA February 1, 2012 and uses their 12 weeks of unpaid time off. The employee will not be eligible to use FMLA again until after February 1, 2013.

An eligible employee is defined as:

1. An employee who has worked for Goodwill for a total of at least 12 months.
2. An employee who has worked at least 1,250 hours during the prior 12 months and
3. An employee who has worked at a location where Goodwill employs at least 50 employees within a 75-mile radius.

FMLA is granted for the birth, adoption or foster placement of a child, to care for your parent, spouse or child who has a serious health condition and for medical leave if you are unable to work because of a serious health condition.

Military Leave Entitlement. Eligible employees with a spouse, son, daughter, or parent on active duty or call to active duty status in the National Guard or Reserves in support of a contingency operation may use their 12-week leave entitlement to address certain qualifying exigencies. Qualifying exigencies may include attending certain military events, arranging for alternative childcare, addressing certain financial and legal arrangements, attending certain counseling sessions, and attending post-deployment reintegration briefings.

FMLA also includes a special leave entitlement that permits eligible employees to take up to 26 weeks of leave to care for a covered service member during a 12-month period. A covered service member is a current



member of the Armed Forces, including a member of the National Guard or Reserves, who has a serious injury or illness incurred in the line of duty on active duty that may render the service member medically unfit to perform his or her duties for which the service member is undergoing medical treatment, recuperation, or therapy; or is in outpatient status; or is on the temporary disability retired list.

Definitions

Serious Health Condition

An illness, injury, impairment, or physical or mental condition involving either inpatient care or continuing treatment by a healthcare provider.

Parent, son, or daughter

A son or daughter includes biological, adopted, foster, step, or legal ward. In addition, the definition includes any individual where you have day-to-day responsibility for caring for that individual. This includes children above age 18 who are incapable of self-care because of a mental or physical disability.

We require that you provide certification of a serious condition for your own serious health condition or that of a family member. All certification requests must be submitted to the Human Resources Department in a timely manner.

Such leave will be unpaid by Goodwill unless you have leave time. Your leave time will be used concurrently and count toward the 12-week FMLA entitlement. Benefits will continue through your leave of absence. We will continue to contribute our portion of the premiums for your benefits and you will be responsible for the remainder of the health premium. If you elect not to return to work it is your responsibility to repay us for the appropriate premiums.

Upon return from a family or medical leave, you will be returned either to the same position you had before or a comparable position. You must notify your supervisor or the Human Resources Department before the end of the leave to ensure proper placement.

FMLA leave of absence form may be obtained from your supervisor or the Human Resources Department.

Threats or acts of retaliation against individuals because they, in good faith, report inappropriate conduct pursuant to this policy, or provide information in connection with a report by another individual will not be tolerated. In the event you believe that you have been retaliated against for having made such a report or having provided such information, you should use the above reporting procedures to bring the pertinent facts to the attention of Goodwill promptly. Goodwill will investigate and take appropriate action in the manner described above.

Leave of Absence

THE EXCEL CENTER may also grant an unpaid leave of absence for other reasons not outlined under FMLA.



These requests for leave of absence are handled on a case-by-case basis. All leaves of absence require that employees use their available leave time throughout any unpaid leave of absence. While you are on a leave of absence, we will continue to make our regular contribution toward your benefits. Once you have used your leave time balance you will be responsible for your portion of the premiums.

A leave of absence request form can be obtained from your supervisor or the Human Resources Department. This form must be approved and signed by your supervisor, Director, and the Sr. Director of Human Resources.

Jury Duty Pay

In order to promote community involvement we encourage employees to serve as jury members. You are to notify your Supervisor promptly upon receipt of a jury summons and subsequent notice of selection to serve as a juror. If you are selected to provide this community service you will receive your regular rate of pay up to 30 days, provided you submit proof of the jury duty request to your Supervisor. Your Supervisor must note all absences due to jury duty for each pay period and submit a copy of the jury duty request form with your timecard/sheet. You will be allowed to retain any mileage and other compensation paid by the respective court jurisdiction.

Employee Development Policy

THE EXCEL CENTER is committed to a formal process to ensure the continued effective performance of the organization through the identification, development, retention and transition of talent. This development process enables THE EXCEL CENTER to achieve its strategic objectives by recruiting and retaining a quality workforce that responds effectively to the changing needs of the business. Key objectives include the following:

- Improving the depth and diversity of leadership talent.
- Creating organization plans that anticipate the transition of key employees.
- Identifying leadership competencies necessary for business success.
- Creating individual development plans for all employees.
- Increasing staff productivity, creativity and career opportunity.
- Sustaining a learning culture that reinforces self-development and self-sufficiency.

Responsibilities

All Employees

- Proactively participate in assessment and development opportunities.
- Openly consider the objective feedback received from others.
- Provide constructive feedback to others for their personal development.
- Utilize the development resources provided by THE EXCEL CENTER.
- Link personal and professional growth to THE EXCEL CENTER's business success.

Management Employees

- Objectively assess employee development needs.



- Coach direct reports on completing their individual development plans.
- Provide resources to help employees develop business-related competencies.
- Prepare and present annual review documentation when designated.

Executive Staff

- Measure the effectiveness of employee development in attaining strategic objectives.
- Ensure leadership continuity throughout the organization.
- Implement the annual review process.

Performance Reviews

THE EXCEL CENTER is committed to establishing processes that provide fair, objective ways for job performance to be reviewed by supervisors. These processes are evaluated annually with input from staff and supervisors.

All educators are evaluated on two major components:

- **Professional Practice** – Assessment of instructional knowledge and skills that impact student learning, as measured by competencies set forth in the Indiana Teacher Effectiveness Rubric. All teachers will be evaluated in the domains of Planning, Instruction, Leadership, and Core Professionalism.
- **Student Learning** – Educator's contribution to student academic progress, assessed through multiple measures of student academic achievement and growth, including Indiana Growth Model data as well as progress towards specific student learning objectives using state, district, or school-wide assessments.

Your performance review consists of an evaluation from your supervisor. You and your supervisor will have the opportunity to review the performance review. You will be evaluated approximately ninety (90) days from your hire/promotion date, and yearly from your hire/promotion date. Your evaluation date will not change for reclassifications/transfers. Your completed performance review is approved by your Department Director or District Manager and the Sr. Director of Human Resources and placed in your personnel file.

Salary Rates and Increases

Beginning salaries are set based on a number of criteria, including previous experience and market rates. From that point, salary increases up to 3% are largely based on the performance review but also take into account market factors. Unlike traditional public schools, THE EXCEL CENTER does not use a pre-defined salary scale, but prefers to reward employees based on performance and student outcomes.

If a performance evaluation is given later than the evaluation due date, any wage increases (if appropriate) will be calculated based on closest payroll period start date to evaluation due date.

Transfers and Promotions

Reclassifications/Transfers

If you transfer to a new position with no change in pay, you will not have a change in your annual



performance review date.

Promotions

If you are promoted to a new position with an increase in pay, you will have a performance review at the end of ninety (90) days, one year after the date of promotion, and thereafter on an annual basis. The promotion date then becomes your new annual performance review date.

NOTE: A change in Job Title without a change in duties does not constitute a transfer or a promotion.

Internal Promotions

We promote advancement opportunities for all employees. Once employees have successfully completed their 60-day orientation period they are eligible to apply for other positions within our organization. A listing of all available jobs can be found at 1015 Norwood Park Blvd, all Job Source locations and online at www.austingoodwill.org. If you meet the minimum requirements and are interested in a position you may obtain an in-house application from your Supervisor, the Human Resources Department or online through the employee portal. All in-house applications must be signed by your current Manager and submitted to the Human Resources Department.

Benefits

Eligibility

All Full Time employees who have completed their 60-day orientation period, are in a position designated as Full Time and work a minimum of 30 hours per week are eligible for Full Time Benefits. Part Time employees who are in a position designated as Part Time and work less than 29 hours per week or less are eligible for Part Time Benefits. Temporary employees, including Goodwill Staffing Group temporary employees, interns and seasonal employees, are not eligible for benefits.

ALL EMPLOYEES:

The following is a list of benefit options available to all employees after **SUCCESSFUL COMPLETION** of the 90-day orientation period:

- Employees are eligible to apply for other jobs within our organization for which they are qualified.
- Employees are eligible to charge store purchases.
- Employees may participate in the GED program / bonus.
- Employees may qualify for Goodwill's Emergency Loan Program.
- Employees may qualify to receive the Smoking Cessation Bonus.
- Leave Time (Paid Time Off)
- Medical and Dental Benefits



- Tuition Reimbursement
- Life Insurance

FULLTIME EMPLOYEES:

In addition to the above, Full-Time employees receive the following after **SUCCESSFUL COMPLETION** of the 90-day orientation period:

- Flexible Spending Account.
- Some job titles qualify for Short Term & Long Term Disability.
- Holiday Pay: If any holidays fall within the 60-day orientation period employees will be paid retroactively after successful completion of the 60-day orientation period.

The benefits offered by Goodwill to its employees may change at any time.

Employees may enroll for benefits at the completion of their 60-day orientation period or during Goodwill's annual enrollment period. All employees are eligible for the company retirement plan at time of hire. Some full time positions qualify for short term and long term disability. If you elect benefits, benefits will become effective on the first of the month following your 60-day orientation period. For example, if you complete your 60-day orientation on February 7th you will be able to sign up for benefits in February but actual coverage will not become effective until March 1st.

If you decline coverage at your 60-day enrollment period, according to the Health Insurance Portability and Accountability Act of 1996, you may elect coverage within 30 days of any of the following instances taking place: you or a dependent of yours loses other health coverage, or a person becomes a new dependent through marriage, birth, adoption or placement for adoption. Otherwise you must wait for open enrollment to elect coverage.

If you sign up for coverage and want to drop coverage, you may drop coverage within 30 days of getting on another insurance plan through your spouse or Medicare/Medicaid. You may drop dependent coverage when the dependent ceases to satisfy dependent eligibility. Otherwise they must wait for open enrollment to drop coverage.

At new employee orientation you are given a packet describing benefit options available. You should review this information before attending your 60-day training. As you approach the completion of your 60-day orientation period you will be required to attend 60-day training. At this training, benefit options will be reviewed in detail and you will be asked to elect benefit options.

What if I do not want benefits?

You must still attend the 60-day training and all open enrollment sessions to decline the benefits in writing.



Life Insurance

We carry free life insurance for Full Time employees in the amount of one time the employee's annual salary, up to \$250,000. Only full-time employees are eligible to receive this benefit. We also offer (through an outside provider) the option for employees to purchase additional insurance for themselves, their spouses or domestic partners, and their children. Details and rates are provided at new hire orientation, 90-day training and open enrollment.

Medical Benefits

We offer medical coverage. To help cover the cost of medical premiums, we contribute a percentage toward your medical premiums each month you are covered under our plan (does not include COBRA). Coverage is available for employees, their spouses or domestic partners, and their eligible children.

A breakdown of the medical coverage provided and information regarding the Consolidated Omnibus Budget Reconciliation Act of 1985 (COBRA) to continue coverage after termination, can be found in the benefits packages distributed at new employee orientation.

Dental Insurance

We offer Full Time employees dental insurance. Coverage for dental benefits varies depending on the service performed.

A breakdown of the dental coverage provided and information regarding the Consolidated Omnibus Budget Reconciliation Act of 1985 (COBRA) to continue coverage after termination, will be available during new hire orientation, 90-day training, and open enrollment.

A dental discount plan is also available to Part Time employees.

Teacher Retirement System

THE EXCEL CENTER contributes 7.0% of your income and also picks up the 3.0% mandatory employee contribution. Enrollment eligibility begins immediately if you are already a member, and have a valid teaching license.

Retirement 403(b)

A tax deferred retirement plan, with a company match and vesting schedule, is available to eligible employees. Employees (21 years or older) can elect to start contributing to their retirement plan upon hire. In order to receive the company match, you must have worked at least a year and 1,000 hours by either the January 1 or July 1 open enrollment dates. You must make a minimum contribution of 1% per payroll period to participate. We will contribute \$.50 for every \$1.00 you contribute up to 6% of your gross wages. Your contributions are 100% vested.

The vesting schedule for the contribution match made by Goodwill is as follows:



1 year 2 years 3 years 4 years 5 years or more

20% 40% 60% 80% 100%

You have the ability to direct both your contributions and our matched funds. There are several different retirement options. Those include, but are not limited to: the stock market, fixed, money market, and bond funds.

We partner with an independent financial advisor company that is available to assist you in making contribution allotment decisions.

Tuition Reimbursement

We encourage lifelong learning in our employees. To this end, all Full Time and Part Time employees are eligible for tuition reimbursement in the semester following the successful completion of their 60-day orientation period.

Classes may be work related or non-work related but must be a part of a degree program. Goodwill follows the rate, per class hour, as established by the Texas Tomorrow Fund.

In order to receive tuition reimbursement you must complete the tuition reimbursement forms prior to taking a class. Your manager/director and VP must sign this form. This form is then sent to the Sr. Director of Human Resources for approval.

You will be reimbursed after successful completion of a class. Successful completion is defined as follows:

- A passing grade of C or better for Undergraduate courses
- A passing grade of B or better for Graduate courses

For reimbursement to occur you must have prior approval, submit receipt showing classes were paid by you, and that the courses were passed with grades outlined as above.

Tuition Reimbursement forms are available from your manager or on the employee portal.

If you do not continue employment with us for a full semester after completing class(es) for which you are reimbursed, you will be required to reimburse us for the cost of the class(es).

Wellness Program

Goodwill offers a smoking cessation bonus incentive up to \$200.



Employee Assistance Program

We have an Employee Assistant Program (EAP) which is available to you for referrals to various support services and crisis prevention. It is a confidential source of information and resources to support you and members of your household in resolving personal matters. EAP can help you in a wide range of personal areas in your life – marriage, parenting, family concerns, domestic violence, grief, depression, divorce, anxiety, stress management, trauma, substance abuse and more. EAP can also assist you in locating child care, elder care and financial assistance. All assistance is confidential and is strictly between you and your EAP counselor. You should call the main office at 681-3315 and ask for EAP.

University Federal Credit Union

We offer you an opportunity to become a member of the University Federal Credit Union (UFCU). The services available to you as a Credit Union member include savings accounts, money market accounts, individual retirement accounts (IRA), checking accounts, pulse ATM card, telephone banking, fast cash credit loans, mortgage loans, car loans, home improvement loans, education loans, credit cards, direct deposit, special checks, safe deposit boxes, free notary public service, international services, and U.S. savings bonds. The philosophy of the credit union is "once a member always a member." This means that members of the UFCU are encouraged to retain their membership, even if you are no longer employed with us.

Employee Discount

All employees are eligible for a 25% discount at our retail stores and bookstores. Your family and relatives are not eligible for the discount. If you would like to purchase an item for a family member you must be present and actually make the purchase yourself. Refer to Goodwill Store Purchases.

Payroll Deduction for Store Purchases

After successful completion of your 90-day orientation period you are eligible to use a payroll deduction to pay for store purchases. When you use payroll deduction to pay for a store purchase you do not receive your discount.

Your charges may not exceed the net amount of one paycheck and must receive prior approval from your manager.

If you are terminated or voluntarily quit, any remaining charge balances will be deducted from your final paycheck.

Employee Purchase Policy

Employees, as well as volunteers, are not able to shop, or to buy any item, in the Goodwill store in which they work/volunteer. We have adopted the philosophy: "Since our goods come from public donations, every customer has an equal opportunity to purchase any item for sale. That is why anyone who works or volunteers



in the store is not permitted to shop there for themselves or others. Nor may merchandise be reserved or set aside for anyone." Goodwill employees will receive a 25% you discount on items that are eligible for the discount at any other location besides the location in which they work. Remember, employees may not hide, stash, and/or hold merchandise for purchase, nor may employees call or notify customers, by any means, of merchandise in the store. Violation of the above will lead to disciplinary action, up to and including termination.

All employees making store purchases must be checked out by a supervisor.

Items placed in the trash are still considered Goodwill property and may not be taken. If there is an item that has been thrown away that you feel has value, you should ask your supervisor to review and price the item if necessary.

Disciplinary Program

As an employee of Goodwill you are required to abide by the rules and procedures identified in this handbook and outlined by your Supervisor. Violations of policies and procedures may result in disciplinary action(s) up to, and including, termination.

We reserve the right to take any action deemed appropriate for the violation.

Verbal Warning

A written counseling statement given by your Supervisor that identifies the inappropriate behavior and recommends the action that you need to take to correct that behavior.

Written Warning

A written warning is a statement that is given to you by a Supervisor when the documented verbal warning has not helped modify behavior(s) or when a serious infraction of our policies and procedures occurs.

Three Day Suspension without Pay or Demotion

A three-day suspension or demotion is given to you by a Supervisor when a documented written warning has not helped modify the behavior(s) or when behaviors or violations are considered serious.

Termination is used when the above three steps have been utilized or violations are considered serious. When you are terminated you need to complete all of the steps identified in the termination section of this handbook.

When any of the above actions are taken, a copy of the disciplinary form will be placed in your personnel file.

Termination

If your employment is terminated or you voluntarily quit, you will be required to fulfill the following requirements:

- You must return all keys that were issued to you.
- You must return all equipment that was issued to perform your job. For example: back braces, pagers, cellular phones, security cards, access cards, name badges, laptops, and all other assigned Goodwill property. Employees who do not return assigned Goodwill property will have the replacement amount of the item deducted from their final paycheck.
- Final checks will be deposited into your pay card or bank account.

Resignation Notice

You are expected to give appropriate notice prior to resigning your employment with Goodwill.

- The President/CEO, Sr. Vice President(s), Vice President(s), Directors, and Head of School are expected to give at least 30 calendar days of notice of resignation.
- Teachers and Life Coaches are expected to give at least 30 calendar days of notice of resignations.
- All other positions are expected to give at least 14 calendar days of notice. Leave time may not be counted toward the notice of resignation.
- If a holiday falls within the notice of resignation period, it will be counted as part of the notice.
- Under certain circumstances, the President/CEO reserves the right to waive the notice expectation.
- Full time employees who do not give the appropriate notice, or those whose employment is involuntarily terminated, will not be paid their unused leave time.
- Employees who do not give the appropriate notice will not be eligible for rehire.

Rehire Policy

In order to be eligible for rehire you must follow the same process as all other prospective Goodwill employees. To be considered for rehire you must submit a new application that reflects your current address, phone number, and work history since the last time you were employed with us. The completed application must be submitted to the Human Resources Department. The application will be given to the hiring authority and a decision will be made whether or not your skills match current job opening needs. All rehired employees are required to pass all post-offer requirements for the position and attend a new employee orientation.

Violations

We have established general guidelines to govern the conduct of our employees. No list can include all instances of conduct that can result in discipline and the examples below do not replace sound judgment or



common sense behavior. Depending on the individual circumstances surrounding the violation, we reserve the right to take any action we deem appropriate for the violation.

1. Possessing, using, selling, or being under the influence of unlawful narcotics, controlled substances, or alcohol while on company time or property.
2. Illegal gambling on company time or property.
3. Three unexcused absences or three No Call, No Show's.
4. Repeated absenteeism and tardiness.
5. Misappropriation of materials, property, or funds.
6. Illegal, destructive, or disruptive acts on company time or to company property.
7. Any form of harassment.
8. Lack of required liability insurance for any driver who is on the Goodwill driving list. This includes all employees that are required to drive for Goodwill business whether it is in their own personal vehicle or a Goodwill vehicle.
9. Failure to inform Supervisor of traffic violations, speeding tickets, accidents, or DWIs in writing. This rule applies to all employees listed on the Goodwill driving list.
10. Residing at the same address as another Goodwill employee or working in the same division as one of your relatives, without prior approval from the President/CEO.
11. Falsifying any information on Goodwill paperwork. This includes time card/sheets, applications, mileage logs, petty cash, travels reimbursements, check requests, store merchandise prices, or any other work related documents.
12. Disclosure of confidential information.
13. Fighting while representing Goodwill.
14. Insubordination.
15. Holding or stashing store or company merchandise for purchase.
16. Carrying or bringing weapons to work or implying that you have a weapon at work.
17. Failure to report accidents or injuries within 24 hours to your Supervisor.



18. Smoking in places other than designated smoking areas.
19. Use of abusive language, threats, profanity, improper behavior or gestures.
20. Failure to report property damage.
21. Failure to notify the proper person when absent or tardy.
22. Failure to adhere to your work schedule.
23. Violation of safety codes.
24. Unauthorized removal of Goodwill property.
25. Failure to comply with established procedures.
26. Unauthorized use of company equipment and/or vehicles.
27. Damage or removal of another employee's, customer's, student's, or client's belongings.
28. Failure to check all personal packages, parcels, or bundles at designated areas.
29. Borrowing or lending money to trainees or clients.
30. Inadequate personal care and cleanliness.
31. Failure to report any convictions.
32. Gross misconduct.
33. Job abandonment.
34. Inappropriate use of e-mail or Internet systems.
35. Tampering with security cameras.
36. Loitering or loafing while on duty.
37. Abusing lunch or break periods.
38. Copying company documents for personal use.

39. Concealing defective work.
40. Failure to adhere to the dress code.
41. Failure to perform job duties.

Attachment L – Leadership Evaluation

Text of Proposed New 19 TAC

Chapter 149, Commissioner's Rules Concerning Educator Standards

Subchapter BB, Administrator Standards

§149.2001. Principal Standards

(a) Purpose. The standards, indicators, knowledge, and skills identified in this section shall be used in all of the training, appraisal, and professional development of principals.

(b) Standards.

(1) Standard 1—Instructional Leadership. The leader is responsible for ensuring every student receives high-quality instruction.

(A) Knowledge and skills.

(i) Effective instructional leaders:

(ii) prepare instruction and student achievement by developing and sharing a clear definition of purposeful instruction based on best practices, best research;

(iii) implement a rigorous curriculum aligned with state standards;

(iv) analyze the curriculum to ensure that teachers align content across grades and that essential strategies and sequences meet the particular needs of their diverse student populations;

(v) model instructional strategies and set expectations for the content, form, and structure of lessons and unit plans; and

(vi) develop a plan of activities to monitor and improve instruction in multiple classrooms, giving formative feedback to teachers, and attending ends of team meetings.

(ii) In schools led by effective instructional leaders, data are used to determine instructional decisions and monitor progress. Leaders implement common aligned assessment cycles to track classroom results and determine appropriate interventions. Staff have the capacity to use data to drive effective instructional practice and interventions. The leader's focus on instruction results in a school filled with effective teachers who can describe, plan, and implement strong instruction and classrooms filled with students actively engaged in equitable, challenging and differentiated activities.

(B) Indicators:

(i) Aligned and refined curriculum and assessment. The leader implements aligned curricula and assessments aligned with state standards, including college and career readiness standards, and *coherently*.

(ii) Effective instructional practices. The leader develops high-quality instructional practices among teachers that improve student performance.

(iii) Data-driven instruction and interventions. The leader monitors multiple forms of student data to inform instructional and intervention decisions and to close the achievement gap.

(2) Standard 2—Human Capital. The leader is responsible for ensuring there are high-quality teachers and staff in every classroom and throughout the school.

(A) Knowledge and skills.

Subchapter BB. Administrator Standards

§149.2001. Principal Standards.

(a) Purpose. The standards, indicators, knowledge, and skills identified in this section shall be used to align the training, appraisal, and professional development of principals.

(b) Standards.

(1) Standard 1--Instructional Leadership. The leader is responsible for ensuring every student receives high-quality instruction.

(A) Knowledge and skills:

(i) Effective instructional leaders:

(I) prioritize instruction and student achievement by developing and

sharing a clear definition of high-quality instruction based on best practices from research;

(II) implement a rigorous curriculum aligned with state standards;

(III) analyze the curriculum to ensure that teachers align content across

grades and that curricular scopes and sequences meet the particular needs of their diverse student populations;

(IV) model instructional strategies and set expectations for the content,

rigor, and structure of lessons and unit plans; and

(V) dedicate a part of each day to monitoring and improving instruction by

visiting classrooms, giving formative feedback to teachers, and attending grade or team meetings.

(ii) In schools led by effective instructional leaders, data are used to determine instructional decisions and monitor progress. Leaders implement common interim assessment cycles to track classroom trends and determine appropriate interventions. Staff have the capacity to use data to drive effective instructional practices and interventions. The leader's focus on instruction results in a school filled with effective teachers who can describe, plan, and implement strong instruction and classrooms filled with students actively engaged in cognitively challenging and differentiated activities.

(B) Indicators.

(i) Rigorous and aligned curriculum and assessment. The leader implements:

rigorous curricula and assessments aligned with state standards, including college and career readiness standards, and each other.

(ii) Effective instructional practices. The leader develops high-quality instructional practices among teachers that improve student performance.

(iii) Data-driven instruction and interventions. The leader monitors multiple forms of student data to inform instructional and intervention decisions and to close the achievement gap.

(2) Standard 2--Human Capital. The leader is responsible for ensuring there are high-quality teachers and staff in every classroom and throughout the school.

(A) Knowledge and skills.

(i) Effective leaders of human capital:

- (II) treat faculty/staff members as their most valuable resource and invest in the development, support, and recognition of the staff;
- (III) ensure all staff have clear goals and opportunities that guide them and against which they are assessed;
- (III) appropriate in selecting and hiring candidates whose vision aligns with the school's vision and whose skills match the school's needs;
- (IV) ensure that once hired, teachers develop and grow by providing external supports that include regular observations, actionable feedback, and coaching and school-wide systems so that teachers know how they are performing;
- (V) facilitate professional learning communities to review data and support development;
- (VI) create opportunities for effective teachers and staff to take on a variety of leadership roles and delegate responsibilities to staff and administrators on the leadership team; and
- (VII) use data from multiple points of the year to conduct accurate evaluations of all staff, using evidence from regular observations, stakeholder input, and other sources to rate the effectiveness of teachers and staff.

(ii) In schools with effective leaders of human capital, staff understand how they are being evaluated and what the expectations are for their performance. They can identify areas of strength and have opportunities to practice and receive feedback on growth areas from the leadership team and peers. Staff evaluations data and conclusions based on effectiveness data show improvement across years as developments and retention efforts take effect. Across the school, staff support each other's development through regular opportunities for collaboration, and effective staff hold a variety of leadership roles in the school.

(ii) Leaders:

- (I) Targeted selection, placement, and retention. The leader selects, places, and retains effective teachers and staff.
- (ii) Tailored development, feedback, and coaching. The leader coaches and develops teachers to obtain individualized feedback and aligned professional development.
- (iii) Self-collaboration and leadership. The leader implements collaborative structures and provides leadership opportunities for effective teachers and staff.
- (iv) Systematic evaluation and supervision. The leader conducts rigorous evaluations of all staff using multiple data sources.

15) Standard 3-Executive Leadership. The leader is responsible for modeling a consistent level and personal responsibility for innovative student outcomes.

(A) Knowledge and Skills:

iii) Effective Executive leader:

- (i) make personal responsibility for the success of the school;
- (ii) motivate the school community by modeling a relentless pursuit of excellence.

(i) Effective leaders of human capital:

(II) treat faculty/staff members as their most valuable resource and invest in

the development, support, and supervision of the staff,

(II) ensure all staff have clear goals and expectations that guide them and against which they are assessed;

(III) are strategic in selecting and hiring candidates whose vision aligns with the schools' vision and whose skills match the schools' needs;

(IV) ensure that, once hired, teachers develop and grow by building layered supports that include regular observations, actionable feedback, and coaching and school-wide supports so that teachers know how they are performing;

(V) facilitate professional learning communities to review data and support development;

(VI) create opportunities for effective teachers and staff to take on a variety of leadership roles and delegate responsibilities to staff and administrators on the leadership team; and

(VII) use data from multiple points of the year to complete accurate evaluations of all staff, using evidence from regular observations, student data, and other sources to rate the effectiveness of teachers and staff.

(ii) In schools with effective leaders of human capital, staff understand how they are being evaluated and what the expectations are for their performance. They can identify areas of strength and have opportunities to practice and receive feedback on growth areas from the leadership team and peers. Staff evaluation data show variation based on effectiveness but also show improvement across years as development and retention efforts take effect. Across the school, staff support each other's development through regular opportunities for collaboration, and effective staff hold a variety of leadership roles in the school.

(B) Indicators.

(i) Targeted selection, placement, and retention. The leader selects, places, and retains effective teachers and staff.

(ii) Tailored development, feedback, and coaching. The leader coaches and develops teachers by giving individualized feedback and aligned professional development.

(iii) Staff collaboration and leadership. The leader implements collaborative structures and provides leadership opportunities for effective teachers and staff.

(iv) Systematic evaluation and supervision. The leader conducts rigorous evaluations of all staff using multiple data sources.

(3) Standard 3--Executive Leadership. The leader is responsible for modeling a consistent focus and personal responsibility for improving student outcomes.

(A) Knowledge and skills.

(j) Effective executive leaders:

(I) take personal responsibility for the success of the school;

(II) motivate the school community by modeling a relentless pursuit of excellence;

- (III) are reflective in their practice and strive to continually improve, learn, and grow.
- (IV) acknowledge mistakes while remaining focused on solutions and are not deterred by challenges or setbacks. When a strategy fails, these leaders analyze data, assess implementation, and talk with stakeholders to understand what went wrong and how to adjust strategies moving forward.
- (V) keep staff inspired and focused on the end goal even as they launch effective change management.
- (VI) have strong communication skills.
- (VII) understand how to communicate a message in different ways to meet the needs of various audiences.
- (VIII) are willing to listen (gather and create opportunities for staff and stakeholders to provide feedback) and
- (IX) treat all members of the community with respect and develop some positive relationships with them.

(X) In schools with effective systems, leaders, teachers and staff are inspired and committed to excellence. They are visible in the school's improvement and participate in credit decisions of progress and challenges. They are comfortable providing feedback to the principal and other school leaders as a result of ongoing improvement, and they welcome feedback from students families in terms of improved student outcomes.

(B) Indicators

- (i) Resilience and change management. The leader reframes solution-oriented, acute challenges as opportunities, and supports staff through changes.
- (ii) Commitment to ongoing learning. The leader proactively seeks and acts on feedback, reflects on personal growth opportunities and seeks development opportunities, and accepts responsibility for mistakes.
- (iii) Communication and interpersonal skills. The leader tailors communication strategies to the audience and develops meaningful and positive relationships.

(C) Standard 4-School Culture. The leader is responsible for establishing and implementing a shared vision and culture of high expectations for all students.

(A) Knowledge and skills

(i) Effective culture leaders

- (I) increase school culture to drive intended outcomes and create high expectations.
- (II) establish and implement a shared vision of high achievement for all students and use that vision as the foundation for key decisions and priorities for the school. The vision is explicit, clear, values and expectations for both adult and student behavior that are consistently communicated and reinforced.
- (III) regularly reinforce expectations, hold students and students to consistent consequences when expectations are not met and acknowledge when they are.
- (IV) focus on students' social and emotional development and help students develop resilience and self-advocacy skills and

(III) are reflective in their practice and strive to continually improve, learn, and grow,

(IV) acknowledge mistakes while remaining focused on solutions and are not dismayed by challenges or setbacks. When a strategy fails, these leaders analyze data, assess implementation, and talk with stakeholders to understand what went wrong and how to adapt strategies moving forward;

(V) keep staff inspired and focused on the end goal even as they support effective change management;

(VI) have strong communication skills;

(VII) understand how to communicate a message in different ways to meet the needs of various audiences;

(VIII) are willing to listen to others and create opportunities for staff and stakeholders to provide feedback; and

(IX) treat all members of the community with respect and develop strong, positive relationships with them.

(ii) In schools with effective executive leaders, teachers and staff are motivated and committed to excellence. They are vested in the school's improvement and participate in candid discussions of progress and challenges. They are comfortable providing feedback to the principal and other school leaders in pursuit of ongoing improvement, and they welcome feedback from students' families in support of improved student outcomes.

(B) Indicators:

(i) Resiliency and change management. The leader remains solutions-oriented, treats challenges as opportunities, and supports staff through changes.

(ii) Commitment to ongoing learning. The leader proactively seeks and acts on feedback, reflects on personal growth areas and seeks development opportunities, and accepts responsibility for mistakes.

(iii) Communication and interpersonal skills. The leader tailors communication strategies to the audience and develops meaningful and positive relationships.

(4) Standard 4—School Culture. The leader is responsible for establishing and implementing a shared vision and culture of high expectations for all students.

(A) Knowledge and skills.

(i) Effective culture leaders:

(I) leverage school culture to drive improved outcomes and create high expectations;

(II) establish and implement a shared vision of high achievement for all students and use that vision as the foundation for key decisions and priorities for the school. The vision is translated into values and expectations for both adult and student behavior that are consistently communicated and monitored;

(III) regularly reinforce expectations, holding adults and students to consistent consequences when expectations are not met and acknowledging when they are;

(IV) focus on students' social and emotional development and help students

develop resiliency and self-advocacy skills; and

(V) treat families as key partners to support student learning, creating structures for two-way communication and regular updates on student progress. Regular opportunities exist for both families and the summative/means with the school and participate in school functions.

(iii) In schools with effective culture, leaders, staff believe in and are inspired by the school vision and have high expectations for all students. They take responsibility for communicating the vision in their classrooms and for implementing behavioral expectations throughout the building, primarily in their own classrooms. Teachers regularly communicate with the families of their students to provide updates on progress and actively work with families to support learning at home. Members of the broader community regularly engage with the school community.

(B) Initiatives

(i) Shared vision of high expectations. The leader develops and communicates a shared vision of high expectations for students and staff.

(ii) Culture of high expectations. The leader establishes and communicates clear expectations for adult and student conduct and implements social and emotional supports for students.

(iii) Intentional family and community engagement. The leader engages families and community members in student learning.

(iv) Safe school environment. The leader creates an atmosphere of trust and safety and encourages open communication and support between staff and students.

(v) Discipline. The leader uses a variety of student discipline techniques to meet the behavioral and academic needs of individual students.

(C) Standard 5-Strategic Operations. The leader is responsible for implementing systems that align with the school's vision and improve the quality of instruction.

(A) Knowledge and skills

(i) Effective leaders of strategic operations:

(I) assess the current needs of their schools, reviewing a wide set of evidence to determine the school's priorities and set ambitious and measurable school goals, targets, and strategies that form the school's strategic plan;

(II) with their leadership teams, regularly monitor multiple data points to evaluate progress toward goals, adjust strategies that are proving ineffective;

(III) develop a year-long calendar and a daily schedule that strategically use time to both maximize instructional time and to create regular time for teacher collaboration and data review;

(IV) are deliberate in the allocation of resources (e.g., staff time, dollars, and tools), aligning them to the school priorities and goals, and work to access additional resources as needed to support learning; and

(V) view central office staff as partners in achieving goals and collaborate with staff throughout the district to share policies as needed to meet the needs of students and staff.

(ii) In schools with effective leaders of strategic operations, staff have access to resources needed to meet the needs of all students. They understand the goals and expectations for students, have clear strategies for meeting those goals, and

(V) treat families as key partners to support student learning, creating

structures for two-way communication and regular updates on student progress. Regular opportunities exist for both

families and the community to engage with the school and participate in school functions.

(ii) In schools with effective culture leaders, staff believe in and are inspired by the

school vision and have high expectations for all students. They take responsibility for communicating the vision in their classrooms and for implementing behavioral expectations throughout the building, not only in their own classrooms. Teachers regularly communicate with the families of their students to provide updates on progress and actively work with families to support learning at home. Members of the broader community regularly engage with the school community.

(B) Indicators.

(i) Shared vision of high achievement. The leader develops and implements a shared vision of high expectations for students and staff.

(ii) Culture of high expectations. The leader establishes and monitors clear expectations for adult and student conduct and implements social and emotional supports for students.

(iii) Intentional family and community engagement. The leader engages families and community members in student learning.

(iv) Safe school environment. The leader creates an atmosphere of trust and safety that encourages open communication and support between staff and students.

(v) Discipline. The leader uses a variety of student discipline techniques to meet the behavioral and academic needs of individual students.

(5) Standard 5—Strategic Operations. The leader is responsible for implementing systems that align with the school's vision and improve the quality of instruction.

(A) Knowledge and skills.

(i) Effective leaders of strategic operations:

(I) assess the current needs of their schools, reviewing a wide set of evidence to determine the schools' priorities and set ambitious and measurable school goals, targets, and strategies that form the schools' strategic plans;

(II) with their leadership teams, regularly monitor multiple data points to evaluate progress toward goals, adjusting strategies that are proving ineffective;

(III) develop a year-long calendar and a daily schedule that strategically use time to both maximize instructional time and to create regular time for teacher collaboration and data review;

(IV) are deliberate in the allocation of resources (e.g., staff time, dollars, and tools), aligning them to the school priorities and goals, and work to access additional resources as needed to support learning; and

(V) treat central office staff as partners in achieving goals and collaborate with staff throughout the district to adapt policies as needed to meet the needs of students and staff.

(ii) In schools with effective leaders of strategic operations, staff have access to

resources needed to meet the needs of all students. They understand the goals and expectations for students, have clear strategies for meeting those goals, and

have the capacity to track progress. Members of the staff collaborate with the principal to develop the school calendar. Teacher teams and administrative teams meet regularly to review and improve instructional strategies and analyze student data. Throughout the year, all staff participate in formal development opportunities that build the capacity to identify and implement strategies aligned to the school's improvement goals.

(2) Indicators:

- (i) Strategic planning. The leader outlines and tracks clear goals, targets, and strategies aligned to a school system that improves teacher effectiveness and student outcomes.
- (ii) Maximized learning time. The leader implements daily schedules and a year-long calendar that allow for regular data-driven instruction cycles, plus students access to diverse and rigorous course offerings, and build in time for staff professional development.
- (iii) Fiscal resource management. The leader aligns resources with the needs of the school and effectively realizes the impact on school goals.
- (iv) Policy implementation and advocacy. The leader collaborates with district staff to implement and advocate for district policies that meet the needs of students and staff.

have the capacity to track progress. Members of the staff collaborate with the principal to develop the school calendar. Teacher teams and administrator teams meet regularly to review and improve instructional strategies and analyze student data. Throughout the year, all staff participate in formal development opportunities that build the

capacity to identify and implement strategies aligned to the school's improvement goals.

(B) Indicators.

(i) Strategic planning. The leader outlines and tracks clear goals, targets, and strategies aligned to a school vision that improves teacher effectiveness and student outcomes.

(ii) Maximized learning time. The leader implements daily schedules and a year-long calendar that plan for regular data-driven instruction cycles, give students access to diverse and rigorous course offerings, and build in time for staff professional development.

(iii) Tactical resource management. The leader aligns resources with the needs of the school and effectively monitors the impact on school goals.

(iv) Policy implementation and advocacy. The leader collaborates with district staff to implement and advocate for district policies that meet the needs of students and staff.

Attachment M – Teacher Evaluation

PROFESSIONAL DEVELOPMENT AND APPRAISAL SYSTEM
APPRAISAL FRAMEWORK

Domain I: Active, Successful Student Participation in the Learning Process			
Evaluation Dimensions:			
a. Quantity and quality of active student participation in the learning process is evident.			
b. Students are challenged by instruction and make connections to work and life applications, both within the discipline and with other disciplines.			
EVALUATION CRITERIA			
<i>Exceeds Expectations</i>	<i>Proficient</i>	<i>Below Expectations</i>	<i>Unsatisfactory</i>
ALMOST ALL OF THE	MOST OF THE	SOME OF THE	LESS THAN HALF OF THE
1. Students are actively engaged in learning.	1. Students are actively engaged in learning.	1. Students are actively engaged in learning.	1. Students are actively engaged in learning.
2. Students are successful in learning.	2. Students are successful in learning.	2. Students are successful in learning.	2. Students are successful in learning.
3. Student behaviors indicate learning is at a high cognitive level (e.g., critical thinking, creative thinking, problem solving, etc.)	3. Student behaviors indicate learning is at a high cognitive level (e.g., critical thinking, creative thinking, problem solving, etc.)	3. Student behaviors indicate learning is at a high cognitive level (e.g., critical thinking, creative thinking, problem solving, etc.)	3. Student behaviors indicate learning is at a high cognitive level (e.g., critical thinking, creative thinking, problem solving, etc.)
4. Students are self-directed/self-initiated as appropriate to the lesson objectives.	4. Students are self-directed/self-initiated as appropriate to the lesson objectives.	4. Students are self-directed/self-initiated as appropriate to the lesson objectives.	4. Students are self-directed/self-initiated as appropriate to the lesson objectives.
5. Students are connecting learning to work and life applications, both within the discipline and with other disciplines.	5. Students are connecting learning to work and life applications, both within the discipline and with other disciplines.	5. Students are connecting learning to work and life applications, both within the discipline and with other disciplines.	5. Students are connecting learning to work and life applications, both within the discipline and with other disciplines.

Domain II: Learner-Centered Instruction
Evaluation Dimensions:

- a. The instructional content is based on appropriate goals and objectives.
- b. The instructional content includes basic knowledge and skills, as well as central themes and concepts, both within the discipline and with other disciplines.
- c. The instructional strategies are aligned with learning objectives and activities, student needs, and work and life applications, both within the discipline and with other disciplines.
- d. The instructional strategies promote application of learning through critical thinking and problem solving.
- e. The teacher uses appropriate motivational and instructional strategies which successfully and actively engage students in the learning process.

EVALUATION CRITERIA

<i>Exceeds Expectations</i>	<i>Proficient</i>	<i>Below Expectations</i>	<i>Unsatisfactory</i>
ALMOST ALL OF THE TIME	MOST OF THE TIME	SOME OF THE TIME	LESS THAN HALF OF THE TIME
1. Objectives and goals include basic knowledge/skills and central themes/concepts of the discipline.	1. Objectives and goals include basic knowledge/skills and central themes/concepts of the discipline.	1. Objectives and goals include basic knowledge/skills and central themes/concepts of the discipline.	1. Objectives and goals include basic knowledge/skills and central themes/concepts of the discipline.
2. Instructional content is learner-centered (e.g., relates to the interests and varied characteristics of students).	2. Instructional content is learner-centered (e.g., relates to the interests and varied characteristics of students).	2. Instructional content is learner-centered (e.g., relates to the interests and varied characteristics of students).	2. Instructional content is learner-centered (e.g., relates to the interests and varied characteristics of students).
3. Instructional strategies promote critical thinking and problem solving.	3. Instructional strategies promote critical thinking and problem solving.	3. Instructional strategies promote critical thinking and problem solving.	3. Instructional strategies promote critical thinking and problem solving.
4. Instructional strategies include motivational techniques to successfully and actively engage students in the learning process.	4. Instructional strategies include motivational techniques to successfully and actively engage students in the learning process.	4. Instructional strategies include motivational techniques to successfully and actively engage students in the learning process.	4. Instructional strategies include motivational techniques to successfully and actively engage students in the learning process.
5. Instructional strategies are aligned with the objectives, activities, student characteristics, prior learning, and work and life applications, both within the discipline and with other disciplines.	5. Instructional strategies are aligned with the objectives, activities, student characteristics, prior learning, and work and life applications, both within the discipline and with other disciplines.	5. Instructional strategies are aligned with the objectives, activities, student characteristics, prior learning, and work and life applications, both within the discipline and with other disciplines.	5. Instructional strategies are aligned with the objectives, activities, student characteristics, prior learning, and work and life applications, both within the discipline and with other disciplines.
6. The teacher varies activities appropriately and maintains appropriate pacing and sequencing of instruction.	6. The teacher varies activities appropriately and maintains appropriate pacing and sequencing of instruction.	6. The teacher varies activities appropriately and maintains appropriate pacing and sequencing of instruction.	6. The teacher varies activities appropriately and maintains appropriate pacing and sequencing of instruction.

Domain II: Learner-Centered Instruction, continued

7. The teacher emphasizes the value and importance of the activity/content.	7. The teacher emphasizes the value and importance of the activity/content.	7. The teacher emphasizes the value and importance of the activity/content.	7. The teacher emphasizes the value and importance of the activity/content.
8. The teacher uses appropriate questioning and inquiry techniques to challenge students.	8. The teacher uses appropriate questioning and inquiry techniques to challenge students.	8. The teacher uses appropriate questioning and inquiry techniques to challenge students.	8. The teacher uses appropriate questioning and inquiry techniques to challenge students.
9. The teacher makes appropriate and effective use of available technology as a part of the instructional process.	9. The teacher makes appropriate and effective use of available technology as a part of the instructional process.	9. The teacher makes appropriate and effective use of available technology as a part of the instructional process.	9. The teacher makes appropriate and effective use of available technology as a part of the instructional process.

Domain III: Evaluation and Feedback on Student Progress <i>Evaluation Dimensions:</i> a. The teacher aligns assessment and feedback with goals and objectives and instructional strategies. b. The teacher uses a variety of evaluation and feedback strategies which are appropriate to the varied characteristics of the students.			
EVALUATION CRITERIA			
<i>Exceeds Expectations</i>	<i>Proficient</i>	<i>Below Expectations</i>	<i>Unsatisfactory</i>
ALMOST ALL OF THE TIME	MOST OF THE TIME	SOME OF THE TIME	LESS THAN HALF OF THE TIME
1. Academic progress of students is monitored and assessed. 2. Assessment and feedback are aligned with goals and objectives and instructional strategies. 3. Assessment strategies are appropriate to the varied characteristics of students. 4. Student learning is reinforced. 5. Students receive specific, constructive feedback. 6. The teacher provides opportunities for relearning and re-evaluation of material.	1. Academic progress of students is monitored and assessed. 2. Assessment and feedback are aligned with goals and objectives and instructional strategies. 3. Assessment strategies are appropriate to the varied characteristics of students. 4. Student learning is reinforced. 5. Students receive specific, constructive feedback. 6. The teacher provides opportunities for relearning and re-evaluation of material.	1. Academic progress of students is monitored and assessed. 2. Assessment and feedback are aligned with goals and objectives and instructional strategies. 3. Assessment strategies are appropriate to the varied characteristics of students. 4. Student learning is reinforced. 5. Students receive specific, constructive feedback. 6. The teacher provides opportunities for relearning and re-evaluation of material.	1. Academic progress of students is monitored and assessed. 2. Assessment and feedback are aligned with goals and objectives and instructional strategies. 3. Assessment strategies are appropriate to the varied characteristics of students. 4. Student learning is reinforced. 5. Students receive specific, constructive feedback. 6. The teacher provides opportunities for relearning and re-evaluation of material.

Domain IV: Management of Student Discipline, Instructional Strategies, Time, and Materials
Evaluation Dimensions:

- The teacher effectively implements the discipline-management procedures approved by the district.
- The teacher establishes a classroom environment which promotes and encourages self-discipline and self-directed learning.
- The teacher selects instructional materials which are equitable and acknowledge the varied characteristics of all students.
- The teacher effectively and efficiently manages time and materials.

EVALUATION CRITERIA			
Exceeds Expectations	Proficient	Below Expectations	Unsatisfactory
<p>ALMOST ALL OF THE TIME</p> <ol style="list-style-type: none"> The teacher effectively implements the discipline-management procedures approved by the district. The teacher participates in the development of effective management procedures and offers suggestions for improvement. The teacher establishes a classroom environment which promotes and encourages self-discipline and self-directed learning as appropriate. The teacher interacts with students in an equitable manner, including the fair application of rules. The teacher specifies expectations for desired behavior. The teacher intervenes and redirects off-task, inappropriate or disruptive behavior as needed. The teacher follows agreed behavior when appropriate. The instructional materials selected by the teacher are equitable and acknowledge the varied characteristics of all students. The teacher effectively and efficiently manages time and materials. 	<p>MOST OF THE TIME</p> <ol style="list-style-type: none"> The teacher effectively implements the discipline-management procedures approved by the district. Any lack of effective implementation is rare, infrequent, and does not seriously compromise the needs of students or the effective operation of the classroom or campus. The teacher establishes a classroom environment which promotes and encourages self-discipline and self-directed learning as appropriate. The teacher interacts with students in an equitable manner, including the fair application of rules. The teacher specifies expectations for desired behavior. The teacher intervenes and redirects off-task, inappropriate or disruptive behavior as needed. The teacher reinforces desired behavior when appropriate. The instructional materials selected by the teacher are equitable and acknowledge the varied characteristics of all students. The teacher effectively and efficiently manages time and materials. 	<p>SOME OF THE TIME</p> <ol style="list-style-type: none"> The teacher effectively implements the discipline-management procedures approved by the district. Any lack of effective implementation is rare, infrequent, and does not seriously compromise the needs of students or the effective operation of the classroom or campus. The teacher establishes a classroom environment which promotes and encourages self-discipline and self-directed learning as appropriate. The teacher interacts with students in an equitable manner, including the fair application of rules. The teacher specifies expectations for desired behavior. The teacher intervenes and redirects off-task, inappropriate or disruptive behavior as needed. The teacher reinforces desired behavior when appropriate. The instructional materials selected by the teacher are equitable and acknowledge the varied characteristics of all students. The teacher effectively and efficiently manages time and materials. 	<p>LESS THAN HALF OF THE TIME</p> <ol style="list-style-type: none"> The teacher effectively implements the discipline-management procedures approved by the district. Any lack of effective implementation is rare, infrequent, and does not seriously compromise the needs of students or the effective operation of the classroom or campus. The teacher establishes a classroom environment which promotes and encourages self-discipline and self-directed learning as appropriate. The teacher interacts with students in an equitable manner, including the fair application of rules. The teacher specifies expectations for desired behavior. The teacher intervenes and redirects off-task, inappropriate or disruptive behavior as needed. The teacher reinforces desired behavior when appropriate. The instructional materials selected by the teacher are equitable and acknowledge the varied characteristics of all students. The teacher effectively and efficiently manages time and materials.

NOTE: (1) The "Proficient" Standard in this Domain is **HIGHER** due to needs to continually and actively. **Exceeds Expectations** requires participation in the development of discipline and other management procedures.
NOTE: (2) The criteria in Domain IV relate to the **MANAGEMENT** of student discipline, instructional strategies, time, and materials which create an environment in which learning may take place. These criteria are to be evaluated in the context of student behavior as it impacts student success. The **typical attributes of EACH criterion MUST** be consistently and accurately.

Domain V: Professional Communication			
Evaluation Dimensions:			
a. The teacher uses appropriate and accurate written, verbal, and non-verbal modes of communication with students.			
b. The teacher uses appropriate and accurate written, verbal, and non-verbal modes of communication with parents, staff, community members, and other professionals.			
c. The teacher's interactions are supportive, courteous, respectful, and encouraging to students who are reluctant and having difficulty.			
EVALUATION CRITERIA			
Exceeds Expectations	Proficient	Below Expectations	Unsatisfactory
ALMOST ALL OF THE TIME	MOST OF THE TIME	SOME OF THE TIME	LESS THAN HALF OF THE TIME
1. The teacher uses appropriate and accurate written communication with students.	1. The teacher uses appropriate and accurate written communication with students.	1. The teacher uses appropriate and accurate written communication with students.	1. The teacher uses appropriate and accurate written communication with students.
2. The teacher uses appropriate and accurate verbal and non-verbal communication with students.	2. The teacher uses appropriate and accurate verbal and non-verbal communication with students.	2. The teacher uses appropriate and accurate verbal and non-verbal communication with students.	2. The teacher uses appropriate and accurate verbal and non-verbal communication with students.
3. The teacher encourages and supports students who are reluctant or having difficulty.	3. The teacher encourages and supports students who are reluctant or having difficulty.	3. The teacher encourages and supports students who are reluctant or having difficulty.	3. The teacher encourages and supports students who are reluctant or having difficulty.
4. The teacher uses appropriate and accurate written communication with parents, staff, community members, and other professionals.	4. The teacher uses appropriate and accurate written communication with parents, staff, community members, and other professionals.	4. The teacher uses appropriate and accurate written communication with parents, staff, community members, and other professionals.	4. The teacher uses appropriate and accurate written communication with parents, staff, community members, and other professionals.
5. The teacher uses appropriate and accurate verbal and non-verbal communication with parents, staff, community members, and other professionals.	5. The teacher uses appropriate and accurate verbal and non-verbal communication with parents, staff, community members, and other professionals.	5. The teacher uses appropriate and accurate verbal and non-verbal communication with parents, staff, community members, and other professionals.	5. The teacher uses appropriate and accurate verbal and non-verbal communication with parents, staff, community members, and other professionals.
6. The teacher's interactions are supportive, courteous, and respectful with students, parents, staff, community members, and other professionals.	6. The teacher's interactions are supportive, courteous, and respectful with students, parents, staff, community members, and other professionals.	6. The teacher's interactions are supportive, courteous, and respectful with students, parents, staff, community members, and other professionals.	6. The teacher's interactions are supportive, courteous, and respectful with students, parents, staff, community members, and other professionals.

Domain VI: Professional Development
Evaluation Dimensions:

- The teacher determines and participates in professional development goals and activities that are aligned with the goals of the campus and the goals of the district.
- The teacher correlates professional development activities with assigned subject content and the varied needs of students.
- The teacher exhibits a willingness to collaborate with colleagues and other professionals for continuous growth and development.
- The teacher correlates professional development activities with the prior performance appraisal.

EVALUATION CRITERIA

<i>Exceeds Expectations</i>	<i>Proficient</i>	<i>Below Expectations</i>	<i>Unsatisfactory</i>
ALMOST ALL OF THE TIME	MOST OF THE TIME	SOME OF THE TIME	LESS THAN HALF OF THE TIME
<ol style="list-style-type: none"> The teacher successfully seeks out and engages in professional development activities that positively correlate with the goals of the campus and district. The teacher successfully correlates professional development activities with assigned subject content and the varied needs of students. The teacher successfully engages in professional development activities that positively correlate with the prior performance appraisal. The teacher works collaboratively and constructively with colleagues and other professionals toward the overall improvement of student performance. 	<ol style="list-style-type: none"> The teacher successfully engages in professional development activities that positively correlate with the goals of the campus and district. The teacher successfully correlates professional development activities with assigned subject content and the varied needs of students. The teacher successfully engages in professional development activities that positively correlate with the prior performance appraisal. The teacher works collaboratively and constructively with colleagues and other professionals toward the overall improvement of student performance. 	<ol style="list-style-type: none"> The teacher successfully engages in professional development activities that positively correlate with the goals of the campus and district. The teacher successfully correlates professional development activities with assigned subject content and the varied needs of students. The teacher successfully engages in professional development activities that positively correlate with the prior performance appraisal. The teacher works collaboratively and constructively with colleagues and other professionals toward the overall improvement of student performance. 	<ol style="list-style-type: none"> The teacher successfully engages in professional development activities that positively correlate with the goals of the campus and district. The teacher successfully correlates professional development activities with assigned subject content and the varied needs of students. The teacher successfully engages in professional development activities that positively correlate with the prior performance appraisal. The teacher works collaboratively and constructively with colleagues and other professionals toward the overall improvement of student performance.

Domain VII: Compliance With Policies, Operating Procedures and Requirements
Evaluation Dimensions:
 a. The teacher contributes to making the whole school safe and orderly, and a stimulating learning environment for children.
 b. The teacher respects the rights of students, parents, colleagues, and the community.

EVALUATION CRITERIA

<i>Exceeds Expectations</i>	<i>Proficient</i>	<i>Below Expectations</i>	<i>Unsatisfactory</i>
<p>1. The teacher complies with all policies, operating procedures, and legal requirements (national, state, district, and campus). The teacher participates in the development of operating procedures and offers suggestions for improvement.</p> <p>2. The teacher complies with all verbal and written directives, participates in the development of operating procedures, and offers suggestions for improvement.</p> <p>3. Apart from class/room responsibilities, the teacher consistently contributes to making the whole school safe and orderly, and a stimulating learning environment for all students.</p>	<p>1. The teacher complies with all of the policies, operating procedures, and legal requirements (national, state, district, and campus). Any lack of compliance is rare, inadvertent, and does not seriously compromise the needs of students or the effective operations of the campus/district.</p> <p>2. The teacher complies with all verbal and written directives. Any lack of compliance is rare, inadvertent, and does not seriously compromise the needs of students or the effective operations of the campus/district.</p> <p>3. Apart from classroom responsibilities, the teacher generally contributes to making the whole school safe and orderly, and a stimulating learning environment for all students.</p>	<p>1. The teacher occasionally does not comply with policies, operating procedures, or legal requirements (national, state, district, and campus). In instances of non-compliance, the needs of the students or the effective operations of the campus/district may be compromised.</p> <p>2. The teacher occasionally does not comply with all verbal or written directives. In instances of non-compliance, the needs of the students or the effective operations of the campus/district may be compromised.</p> <p>3. Apart from classroom responsibilities, the teacher seldom contributes to making the whole school safe and orderly, and a stimulating learning environment for all students.</p>	<p>1. The teacher frequently does not comply with policies, operating procedures, or legal requirements (national, state, district, and campus). In instances of non-compliance, the needs of the students or the effective operations of the campus/district are seriously compromised.</p> <p>2. The teacher frequently does not comply with all verbal or written directives. In instances of non-compliance, the needs of the students or the effective operations of the campus/district are seriously compromised.</p> <p>3. Apart from classroom responsibilities, the teacher rarely contributes to making the whole school safe and orderly, and a stimulating learning environment for all students.</p>

Domain VIII: Improvement of Academic Performance of All Students On The Campus

Evaluation Dimensions:

- The teacher diagnoses student needs and provides pertinent feedback related to all appropriate TEKS/TAKS objectives.
- The teacher aligns the planning and delivery of instruction to all appropriate TEKS/TAKS objectives.
- The teacher collaborates with other faculty and administrators to improve TAKS-related performance of all students on the campus.
- The teacher identifies students who are at-risk and develops non-punitive strategies to assist these students.
- The teacher monitors the attendance of all students and intervenes to promote regular attendance.

EVALUATION CRITERIA

(A) Efforts to Enhance Academic Performance*

<i>Exceeds Expectations</i>	<i>Proficient</i>	<i>Below Expectations</i>	<i>Unsatisfactory</i>
ALMOST ALL OF THE TIME	MOST OF THE TIME	SOME OF THE TIME	LESS THAN HALF OF THE TIME
<ol style="list-style-type: none"> The teacher works with colleagues to align instruction to include appropriate TEKS/TAKS objectives to support student achievement in all assigned classes. The teacher works with colleagues to analyze TAKS performance data relevant to all students in assigned classes prior to beginning instruction. The teacher coordinates with others within and outside the teacher's discipline to determine the sequencing of classroom instruction to appropriately incorporate TEKS/TAKS objectives. The teacher collaborates with others within and outside the teacher's discipline to select/adapt instructional materials and activities which are correlated with appropriate TEKS/TAKS objectives. The teacher provides feedback to all students regarding their learning progress on appropriate TEKS/TAKS objectives. 	<ol style="list-style-type: none"> The teacher aligns instruction to include appropriate TEKS/TAKS objectives to support student achievement in all assigned classes. The teacher analyzes TAKS performance data relevant to all students in assigned classes prior to beginning instruction. The teacher adjusts the sequencing of classroom instruction to appropriately incorporate TEKS/TAKS objectives. The teacher selects/adapts instructional materials and activities which are correlated with appropriate TEKS/TAKS objectives. The teacher provides feedback to all students regarding their learning progress on appropriate TEKS/TAKS objectives. 	<ol style="list-style-type: none"> The teacher aligns instruction to include appropriate TEKS/TAKS objectives to support student achievement in all assigned classes. The teacher analyzes TAKS performance data relevant to all students in assigned classes prior to beginning instruction. The teacher adjusts the sequencing of classroom instruction to appropriately incorporate TEKS/TAKS objectives. The teacher selects/adapts instructional materials and activities which are correlated with appropriate TEKS/TAKS objectives. The teacher provides feedback to all students regarding their learning progress on appropriate TEKS/TAKS objectives. 	<ol style="list-style-type: none"> The teacher aligns instruction to include appropriate TEKS/TAKS objectives to support student achievement in all assigned classes. The teacher analyzes TAKS performance data relevant to all students in assigned classes prior to beginning instruction. The teacher adjusts the sequencing of classroom instruction to appropriately incorporate TEKS/TAKS objectives. The teacher selects/adapts instructional materials and activities which are correlated with appropriate TEKS/TAKS objectives. The teacher provides feedback to all students regarding their learning progress on appropriate TEKS/TAKS objectives.

Appraisal Framework for Domain VIII, continued.

<i>Exceeds Expectations</i>	<i>Proficient</i>	<i>Below Expectations</i>	<i>Unsatisfactory</i>
ALMOST ALL OF THE TIME	MOST OF THE TIME	SOME OF THE TIME	LESS THAN HALF OF THE TIME
(B) Efforts to Encourage Student Attendance¹			
6. The teacher monitors attendance of all students in assigned classes and contacts parents, counselors, or other school officials regarding an intervention plan for students with serious attendance problems.	6. The teacher monitors attendance of all students in assigned classes and contacts parents, counselors, or other school officials for students with serious attendance problems.	6. The teacher monitors attendance of all students in assigned classes and contacts parents, counselors, or other school officials for students with serious attendance problems.	6. The teacher monitors attendance of all students in assigned classes and contacts parents, counselors, or other school officials for students with serious attendance problems.
(C) Efforts to Identify and Assist Students in At-Risk Situations			
7. The teacher works with teachers, counselors, and other school professionals to seek information to identify and assess the needs of assigned students in at-risk situations.	7. The teacher identifies and assesses the needs of assigned students in at-risk situations.	7. The teacher identifies and assesses the needs of assigned students in at-risk situations.	7. The teacher identifies and assesses the needs of assigned students in at-risk situations.
8. The teacher meets with parents and/or other teachers of students who are falling or in danger of falling to develop an appropriate plan for intervention.	8. The teacher meets with students who are falling or in danger of falling and develops an appropriate plan for intervention.	8. The teacher meets with students who are falling or in danger of falling and develops an appropriate plan for intervention.	8. The teacher meets with students who are falling or in danger of falling and develops an appropriate plan for intervention.
9. The teacher participates in and/or contributes to campus-wide programs to modify and adapt classroom materials and/or instruction for students in at-risk situations.	9. The teacher modifies and adapts classroom materials and/or instruction for students in at-risk situations.	9. The teacher modifies and adapts classroom materials and/or instruction for students in at-risk situations.	9. The teacher modifies and adapts classroom materials and/or instruction for students in at-risk situations.
(D) Campus Performance Rating			
10. Campus performance includes the most recent: (a) Campus Performance Rating as reported in the State accountability system (SAS) (b) Adequate Yearly Progress (AYP) as designated in the campus AYP report			

¹ These criteria are related to the teacher's efforts to encourage attendance. The criteria do not refer to the attendance level in particular classes.

Attachment N – Community Support

MEMORANDUM OF UNDERSTANDING
Between
GOODWILL INDUSTRIES OF CENTRAL TEXAS
And
AUSTIN COMMUNITY COLLEGE DISTRICT

The following Memorandum of Understanding (MOU) sets forth the terms of agreement between Goodwill Industries of Central Texas (GICT) and Austin Community College District (ACC) regarding the partnership to develop a comprehensive adult education training system for participants of the Goodwill Workforce Development programs

I. Purpose of MOU

It is the purpose of this MOU to establish a cooperative and mutually beneficial relationship between the parties and set forth the relative responsibilities of the parties insofar as they relate to the provision of employment, training, and various wrap-around services. The goal of this agreement is to jointly assist more individuals in our Central Texas service areas by providing them access to training opportunities that may lead to employment by leveraging our strengths and resources.

II. Duration of MOU

This Agreement will be reviewed and renewed every two years, as mutually agreed, no later than two years from the date of signature below

III. Project Description: Goodwill (GICT) Career Academy

Goodwill Industries of Central Texas (GICT) developed a 10 year strategic plan including the development of a college and skills training program based on the C4 initiative. In collaboration with Austin Community College (ACC), GICT plans to develop a career academy in which individuals enrolled in GICT Workforce Development Programs have opportunities to increase their earning potential by obtaining occupational certificates in high demand industries such as certified nursing assistant, construction, computer, electrical, and customer service. GICT is well known for helping to place people in jobs and providing other supports for people with challenges to finding employment within their local communities. By tapping into the educational expertise of ACC, GICT will be able to effectively serve the needs of workers with financial challenges by providing them access to educational opportunities and progress to receive award degrees and training certificates leading to higher paying and sustainable careers.

IV. General Provisions

It is understood by the parties that each should be able to fulfill its responsibilities under this MOU in accordance with the provisions of laws and regulations, which govern their activities. If at any time either party is unable to perform its functions under this MOU consistent with such party's statutory and regulatory mandates, the affected party will immediately provide written notice to the other to establish a date for mutual resolution of the conflict.

V. Responsibilities of the Parties Under Agreement

In consideration of the mutual aims and desires of the parties to this MOU, and in recognition of the public benefits to be derived from the implementation of the programs involved, the parties agree that their responsibilities under this MOU will be as follows:

a. Goodwill Industries of Central Texas will:

1. Make classroom space available at GICT locations for ACC instructors when special course sections are developed, when needed.
2. Recruit, case manage, and refer GICT participants to designated courses offered through ACC's Continuing Education and Credit departments.
3. Ensure that GICT participants enrolled into ACC's education programs meet minimum course requirements by developing an education and service plan with each participant.
4. Ensure that classes that are offered are growing/in-demand jobs as reported by Workforce Solutions, Capital Area.
5. Provide GICT participants enrolled in education courses with wrap-around services.
6. Work with participants to attain high retention and course completion rates.
7. Document and track participant's progress while enrolled in a course.
8. Work with local businesses and other organizations to place participants into jobs after course completion.
9. Communicate as needed with ACC to evaluate progress and/or problems with carrying out the terms of this MOU.

b. Austin Community College District will:

1. Appoint a designated primary point of contact to assume responsibility for coordination with GICT staff on programmatic and fiscal needs.
2. Develop and provide designated education, certification, and special session courses to participants of GICT workforce development programs that consist of flexible course training schedules and allow for additional accommodations.
3. Ensure that classes that are offered are growing/in-demand jobs as reported by Workforce Solutions, Capital Area.
4. Make instructional resources available for GICT participants enrolled into certificate and special sections courses.
5. Provide all training equipment and supplies, consumables, books, and other items when requested.
6. Work with GICT staff to develop procedures for enrolling participants into ACC certificate and special section education courses, when applicable.
7. Assume responsibility for instruction, scheduling, and faculty qualification for all ACC courses that GICT participants are enrolled in.

8. Provide each participant who completes and passes designated education and special section courses with an ACC certificate of completion and national Industry certification, when available.
9. Provide participants with an ACC student transcript when requested.
10. Provide participants with additional training and education information that may become available.
11. Work with GICT staff to recruit students for open courses.
12. Work with GICT staff to market Career Academy program and course opportunities.
13. Work with GICT to maintain data for reporting and improvement purposes.
14. Work with GICT staff to achieve high retention and completion rates.

VI. Equal Opportunity

Both parties agree to:

1. Comply with Title VI of the Civil Rights Act of 1964 (PL 88,352) and in accordance with Title VI of that act, no person in the United States will on the grounds of race, color, or national origin, be excluded from participation in, denied the benefits of, or be otherwise subjected to discrimination in the delivery of services.
2. Comply with Section 504 of the Rehabilitation Act of 1973, as amended, (29 U.S.C. 794), which prohibits discrimination on the basis of handicap.
3. Comply with the requirements of the Americans with Disabilities Act of 1990, PL 101-336, 101 Congress 2nd Session, 104STAT.327 (July 26, 1990).

VII. Amendment or Cancellation of MOU

Both GICT and ACC reserve the right to modify the terms of the agreement at any time and by mutual consent of the parties. The Agreement may be cancelled by either party upon sixty (60) days written notice where the cancellation is for cause and significant breach of the provisions of this Agreement.

VIII. Payment Terms

Payments by GICT to ACC for occupational skills trainings will be negotiated in writing under a separate agreement and affected by how resources such as facilities are shared. Cost for courses and programs will vary depending on length of courses and any additional expenses anticipated ahead of time.

IX. Contacts

Goodwill Industries of Central Texas

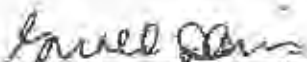
Michael Willard
Senior Vice President of Mission Services
1015 Norwood Park Blvd
Austin, TX 78753
michael.willard@austingoodwill.org
Phone: (512) 637-7583

Austin Community College District

Hector Aguilar, Ph.D.
Executive Dean, Continuing Education
Highland Business Center
5930 Middle Fiskville Rd
Austin, Texas 78752
Phone: (512) 223-7663
haguilar@austincc.edu

APPROVED:

The undersigned parties bind themselves in the faithful performance of this MOU. It is mutually understood that this MOU will not become effective until approved by all parties involved.



Gerald L. Davis
President and Chief Executive Officer
Goodwill Industries of Central Texas

4/4/12

Date



Richard M. Rhodes, Ph.D.
President/CEO
Austin Community College District

3/9/12

Date

**Attachment O – Admissions &
Enrollment Policies**

Attachment O – Admissions & Enrollment Policies

Applications for the 2014-15 school year will be accepted beginning April 15 - June 15. Thereafter, applications will be accepted January 10 - March 10 of each year. Individuals who apply outside the application period (June 16 - January 9 for the 2014-15 school year and March 11 - January 9 for each school year thereafter) will be added to the waiting list for spaces that become available throughout the school year. Applicants who have been placed on the waiting list during the school year who intend to enroll for the next academic year will be required to reapply during the next application window (January 10 - March 10).

Enrollment applications will be available online at www.austingoodwill.org. Families who are not able to access the online application will have the option of mailing or hand-delivering their application directly to the school. All online applications will have a date/time received, and all in-person or mailed applications will have a manually stamped date and time received. Online applicant names will automatically be transferred to a data system that will house all of the applicant's contact information (Student Name, Parent Name, Zoned School and School District, Student's DOB, Last School and Grade Attended, Phone Numbers, and Home Address). All handwritten applicant names will be manually added to the data system.

If there are more applications than seats available, a lottery will be conducted on March 18 or the closest weekday to March 18. For the 2014-15 school year, a lottery will be conducted on June 22 or the closest weekday. The following people will be invited to attend the lottery: one student, one teacher, one board member, the Head of School, the Registrar, and an independent CPA. The public may attend.

The number of available seats will be pre-determined. Each student who has submitted an application for enrollment will have his/her name written on an index card. All completed index cards will be placed in a container and shuffled. The board member will hold the container as the Head of School pulls the names until all slots have been filled. As each name is pulled, the Head of School will read the name aloud and the Registrar will enter the name on a spreadsheet entitled "Admitted." The adult student in attendance will sit or stand in between the Registrar and Head of School; he/she will take the index card after the Head of School has read the name aloud and place it in a Ziploc bag marked "Admitted", and then he/she will look at the spreadsheet that the Registrar is using to enter names and make sure the name has been properly entered onto the spreadsheet.

After ten names have been entered, the Registrar will announce how many names have been entered in total, and how many seats remain. Once all seats have been filled, the Head of School will continue drawing names and all will continue to follow the above procedures, except that the Registrar will begin a new spreadsheet titled "Waiting List" and a new Ziploc bag marked "Waiting List" will be used to place the remaining index cards. At this juncture, names drawn from the container will be added to the waiting list in the order that they are pulled.

At any time during the drawing of names, the Registrar may ask how to properly spell a name, and the Head of School will spell it aloud. At any time the independent CPA may ask to have all names read aloud for clarity. At any time the names in the Ziploc bags may be checked against the list of names on the spreadsheet—either on the “Admitted” or “Waiting List” page.

After all names have been drawn from the container, the Head of School and Registrar will ensure that the same number of names entered on both spreadsheets (“Admitted” and “Waiting List”) is equal to the number of index cards placed in both Ziplocs marked “Admitted” and “Waiting List” in order to make sure no index cards were lost during the lottery. The independent CPA will confirm that all numbers match.

The Excel Center will exempt the following students in the following order:

- Returning students
- Siblings of returning students
- Children of the school’s founders and staff members

A waiting list will be developed for those applicants who were not admitted through the lottery. For those students who applied during the application period, names will be added to the waiting list in the order they were pulled from the container at the lottery. Names received outside the application period will be added in the order they are received by the school via the Website, mail, or in-person. The school will accept applications outside of the designated application period and will admit students if there is space available. If there are no seats available, those applicants will be placed at the end of the waiting list.

The Excel Center will make admission decisions without regard to sex, national origin, ethnicity, religion, disability, academic, artistic, or athletic ability, or the district the student would otherwise attend in accordance with *TEC, §12.111(a)(6)*.

The Excel Center will admit students who have successfully completed the required application materials. The application forms must provide the following information regarding the student and parent/guardian information (where applicable):

- Applicant’s name
- Applicant’s zoned school and school district
- Applicant’s date of birth
- Last school and grade attended
- Contact information
- Home address
- School relationship (i.e. sibling or related to founder/staff)

Residency will be verified within 60 days of enrollment.

Applicants will not be required to provide transcripts or other academic records until after they are offered admission and are enrolling.

Once students are admitted, each one will be called to schedule a time to enroll. Students will be asked to complete and return the enrollment paperwork, which will include the following:

- Birth certificate
- Social Security or state approved alternative identification number
- Driver's license and/or passport (if applicable)
- Student's race
- Student's gender
- Emergency contact information
- Home language survey
- Request for release of school records
- Participation in child care drop-in center
- Transportation needs
- Marketing information (how the student heard about The Excel Center)
- Special Needs Questionnaire

No student will be denied enrollment to The Excel Center based upon failure to provide enrollment information or review with the exception being the determination of false information.

Attachment P – Start-up Plan



GICT Action Plan Template

Strategic Priority: Create lifelong connections to work

10 Year Goal: Empower half of the people in our four target populations to become employed

3 Year Milestone: Implement a career and technical education continuum

Annual Objective: (1b) Implement The Excel Center Pilot

Owner: Traci Berry

Traci Berry, Dodie Brown, Jerry Davis, Rebecca Elizondo, Laura Griebel, Paul Padilla, Roberta Schwartz, Michael Willard, Head of School

Due Date: August 15, 2014

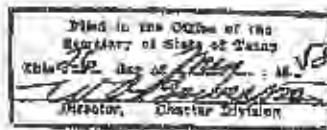
Action #	Action Statement	Owner	Due Date
1.1	Facility Development Begins (Facility project plan & design completed in 2013)	Roberta Schwartz	February 15, 2014
1.2	Construction Begins	Roberta Schwartz	March 15, 2014
1.3	Hire Head of School	Jerry Davis	March 15, 2014
1.4	Registrar Hired	Head of School	April 1, 2014
1.5	Back office systems in place	Dodie Brown	April 1, 2014



GICT Action Plan Template

1.6	Student recruitment begins	Head of School	April 15, 2014
1.7	Complete Policies & Procedures	Head of School	May 1, 2014
1.8	Complete TEA contingencies and contracts	Traci Berry	May 7, 2014
1.9	Facilities Ready for Move-in	Roberta Schwartz	June 1, 2014
1.10	Teachers and Life Coaches hired	Head of School	June 1, 2014
1.11	Student Enrollment Ends	Head of School	June 15, 2014
1.12	Technology and furniture in place	Roberta Schwartz	June 20, 2014
1.13	Student Lottery Held (if necessary)	Head of School	June 22, 2014
1.14	Additional Goodwill Education Board recruited and approved	Traci Berry	June 30, 2014
1.16	Teacher Inservice Begins	Head of School	July 22, 2014
1.17	Curriculum Finalized	Head of School	August 1, 2014
1.18	School Starts	Head of School	August 18, 2014

Attachment Q – Governing Documents



THE STATE OF TEXAS, |
COUNTY OF TRAVIS | KNOW ALL MEN BY THESE PRESENTS:

THAT we, Louis C. Sinder, Louie H. O'Dell, G. B. Smith, O. A. Moaden, David G. Benjamin, Rev. R. K. Neacock, Joe Ricketts, REX Shields, Ed S. St. John, James M. Clay, Aubrey Harrell, John Ledbetter, all citizens of Austin, Travis County, Texas under and by virtue of the laws of this state do hereby voluntarily associate ourselves together for the purpose of forming a private corporation under the terms and conditions hereinafter set out, as follows:

1. The name of this Corporation is Goodwill Industries of Austin.

2. The purposes for which this corporation is formed are to provide for the educational welfare of the handicapped, the needy and the dependent. By providing of industrial education and the opportunity to work, by the encouragement of thrift, by the promotion of cooperation, this corporation shall seek to prevent pauperism, to relieve the temporary distresses of the unfortunate and to train the unemployed and handicapped in self-supporting occupations through which they may maintain their self respect.

3. The place where the business of the corporation is to be transacted is at Austin in Travis County, Texas and throughout the state of Texas with its principal place of business at Austin, Texas.

4. The term for which this corporation is to exist is fifty years from date hereof.

5. The number of directors shall have a maximum of twenty-five, and the names and residences of those who are appointed for the first year are as follows:

Louis D. Sluder, 2615 Galado, Austin, Texas
Lornia H. O'Dell, 204 Oak Plaza, Austin, Texas
C. B. Smith, 3317 Bowman Road, Austin, Texas
C. A. McAden, 5000 Crestway, Austin, Texas
David G. Benjamin, 2305 Tower Drive, Austin, Texas
Rev. R. K. Heacock, 4012 Crescent Dr., Austin, Texas
Joe Ricketts, 3503 Cherry Lane, Austin, Texas
Rex Shields, 3701 Red River, Austin, Texas
Ed J. St. John, 1602 Chelsea, Austin, Texas
James M. Clay, 104 East Mary, Austin, Texas
Aubrey Harrell, 5415 Woodview Ave., Austin, Texas
John Ledbetter, 803 Meridan, Austin, Texas

6. This corporation shall be without capital stock, and shall not be operated for profit; it has no assets.

IN TESTIMONY WHEREOF, we hereunto sign our names this the

22 day of May, 1958.

Louis D. Sluder
Louis D. Sluder

Lornia H. O'Dell
Lornia H. O'Dell

C. B. Smith
C. B. Smith

C. A. McAden
C. A. McAden

David G. Benjamin
David G. Benjamin

Richard K. Heacock
Rev. R. K. Heacock

Joe Ricketts
Joe Ricketts

Rex Shields
Rex Shields

Ed J. St. John
Ed J. St. John

James M. Clay
James M. Clay

Aubrey Harrell
Aubrey Harrell

John Ledbetter
John Ledbetter

THE STATE OF TEXAS

7

COUNTY OF TRAVIS

8

BEFORE ME, the undersigned authority, a Notary Public in and for Travis County, Texas, on this day personally appeared Louis G. Studer, Lonnie H. O'Dell, C. B. Smith, C. A. McAden, David G. Benjamin, Rev. R. K. Hearcock, Joe Ricketus, Rex Shields, Ed J. St. John, James M. Clay, Aubrey Harrell and John Ledbetter, all known to me to be the persons whose names are subscribed to the foregoing instrument, and all of whom are known to me that they executed the same for the purposes and consideration therein expressed.

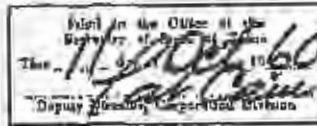
GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 22 day of May, A. D. 1958.



Esie Lambert

Notary Public in and for Travis
County, Texas

THE STATE OF TEXAS)
COUNTY OF TRAVIS)



WHEREAS, at a special meeting of the members of Goodwill Industries of Austin, a corporation duly organized and existing under the laws of the State of Texas, held in the office of said corporation in Austin, Travis County, Texas, on the 11th day of August, 1960, in conformity with the by-laws thereof, a majority of the members voted to adopt the amendment to the Charter of said corporation which is hereinafter fully set out; and

WHEREAS, at a special meeting of the Directors of said corporation, held in the office of said corporation in Austin, Travis County, Texas, on the 11th day of August, 1960, in conformity with the by-laws thereof, a majority of the Directors voted to adopt such amendment; NOW THEREFORE,

KNOW ALL MEN BY THESE PRESENTS, that we, Rex Shields, Lonnie H. O'Dell, Robert M. Kinman, James Clay, Eugene L. Morrill, Jr., Hiram Brown, David G. Benjamin, M. Z. Collins, Eddie Joseph, John Ledbetter, George Rigglin, and G. Kent Rider, being a majority of the Directors of said corporation, in compliance with the action of the members and the Directors aforesaid, do hereby amend the Charter of Goodwill Industries of Austin by adding thereto a new paragraph "3a," reading as follows: "In the event that the work of this corporation shall be abandoned and this corporation cease to exist, the title to all of its property remaining after payment of its debts shall vest in the United Fund of Austin, Travis County, Texas."

We do hereby certify such action to the Secretary of State of the State of Texas.

B-1

IN TESTIMONY WHEREOF, we hereunto subscribe our names
this the 29th day of August, A. D. 1960.

Rex Shields
Rex Shields, Director

Louis H. O'Dell
Louis H. O'Dell, Director

Robert M. Kinman
Robert M. Kinman, Director

James Clay
James Clay, Director

Eugene L. Morrill, Jr.
Eugene L. Morrill, Jr., Director

Hiram Brown
Hiram Brown, Director

David C. Benjamin
David C. Benjamin, Director

H. Z. Collins
H. Z. Collins, Director

Eddie Joseph
Eddie Joseph, Director

John Ledbetter
John Ledbetter, Director

George Riggler
George Riggler, Director

G. Kent Rider
G. Kent Rider, Director

THE STATE OF TEXAS)
)
COUNTY OF TRAVIS)

BEFORE ME, the undersigned authority, on this day personally appeared Rex Shields, Lonnie H. O'Dall, Robert M. Kinman, James Clay, Eugene L. Morrill, Jr., Hiram Brown, David G. Benjamin, M. Z. Collins, Eddie Joseph, John Ledbetter, George Higgin, and G. Kent Rider, Directors of Goodwill Industries of Austin, known to me to be the persons and Directors whose names are subscribed to the foregoing instrument, and each acknowledged to me that he executed the same as the act and deed of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 29th day of August, A. D. 1960.



LaVonne Quinn
Notary Public in and for
Travis County, Texas

Q-3

Non-Profit



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF AMENDMENT
OF
GOODWILL INDUSTRIES OF CENTRAL TEXAS
FORMERLY: GOODWILL INDUSTRIES OF AUSTIN

The undersigned, as Secretary of State of the State of Texas, hereby certifies that Articles of Amendment to the Articles of Incorporation of the above corporation duly signed pursuant to the provisions of the Texas Non-Profit Corporation Act, have been received in this Office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment to the Articles of Incorporation and attaches hereto a copy of the Articles of Amendment.

Dated OCTOBER 05, 1987




Secretary of State

ARTICLES OF AMENDMENT TO THE
CHARTER (ARTICLES OF INCORPORATION)
OF
GOODWILL INDUSTRIES OF AUSTIN

in the Office of the
Secretary of State of Texas

OCT 05 1987

Mark H. G.
Secretary of State

Pursuant to the provisions of Article 1396-4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Charter (Articles of Incorporation), which Articles of Amendment change the name of the corporation from Goodwill Industries of Austin to Goodwill Industries of Central Texas.

ARTICLE ONE: The name of the corporation from the date of its inception to the present has been Goodwill Industries of Austin.

ARTICLE TWO: There being no members having voting rights, the following resolutions were adopted by a majority vote of the directors in office at a meeting duly called and held on September 25, 1987:

RESOLVED, that Paragraph 1 of the Charter (Articles of Incorporation) of this corporation be and hereby is amended to read in its entirety as follows: "1. The name of this corporation is Goodwill Industries of Central Texas.";

RESOLVED, that a new Paragraph 2a be and hereby is added to the Charter (Articles of Incorporation) of this corporation, such Paragraph to read in its entirety as follows: "2a. This corporation is a non-profit corporation.";

RESOLVED, that Paragraph 3a of the Charter (Articles of Incorporation) of this corporation be and hereby is amended to read in its entirety as follows: "3a. In the event that the work of this corporation shall be abandoned and this corporation cease to exist, the title to all of its property remaining after payment of its debts shall vest in the United Way/Capital Area, Travis County, Texas.";

RESOLVED, that a new Paragraph 7 be and hereby is added to the Charter (Articles of Incorporation) of this corporation, such Paragraph to read in its entirety as follows: "7. This corporation shall have no members.";

the liability of a Director for: (1) a breach of a Director's duty of loyalty to the corporation; (2) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law; (3) a transaction from which a Director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the Director's office; or (4) an act or omission for which the liability of a Director is expressly provided for by statute," and

RESOLVED FURTHER, that the President of the Corporation is hereby authorized and directed to execute and file with the Secretary of State of the State of Texas, in the name of and on behalf of the Corporation, Articles of Amendment to the Charter (Articles of Incorporation) of the Corporation, such Articles of Amendment to be in such form as the President may approve, his approval to be evidenced by his execution thereof.

DATED: September 25, 1987.

Goodwill Industries of Austin
(to be renamed Goodwill Industries
of Central Texas)

By: Terry MacFarlane
Terry MacFarlane
President



Office of the Secretary of State

CERTIFICATE OF AMENDMENT
OF

GOODWILL INDUSTRIES OF CENTRAL TEXAS
14692101

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Amendment for the above named entity have been received in this office and have been found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law hereby issues this Certificate of Amendment.

Dated: 04/25/2008
Effective: 04/25/2008



A handwritten signature in cursive script that reads "Phil Wilson".

Phil Wilson
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

APR 25 2008

ARTICLES OF AMENDMENT

Corporations Section

GOODWILL INDUSTRIES OF CENTRAL TEXAS (the "Corporation"), a Texas non-profit corporation, adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE ONE

The name of the Corporation is GOODWILL INDUSTRIES OF CENTRAL TEXAS. The file number of the Corporation is 14692101.

ARTICLE TWO

The Corporation has no members. On March 24, 2006, at a duly called and held meeting of the Board of Directors of the Corporation at which a quorum was present, the Board of Directors adopted this Amendment to the Articles of Incorporation by the vote of a majority of the Directors.

ARTICLE THREE

The Amendment alters or changes Article 4 of the original Articles of Incorporation by deleting Article 4 in its entirety and replacing it with the following:

"4. The period of the Corporation's duration is perpetual."

Dated: April 24, 2008.

GOODWILL INDUSTRIES OF CENTRAL TEXAS

By: Gerald L. Davis
GERALD L. DAVIS,
President and CEO

BY-LAWS
OF
GOODWILL INDUSTRIES OF CENTRAL TEXAS

ARTICLE 1

NAME AND PURPOSE:

1.1 Name

The name of the Corporation is GOODWILL INDUSTRIES OF CENTRAL TEXAS. These by-laws have been adopted pursuant to authority evidenced in the Articles of Incorporation of the State of Texas. The amended articles of incorporation designated the name to be Goodwill Industries of Central Texas (GICT). The principal office of the Corporation is located in the City of Austin, County of Travis and State of Texas.

1.2 Purpose

Our mission is to generate life-long connections to work.

The Corporation is formed exclusively to further and promote charitable, scientific and educational purposes, and the business and objects to be carried on and promoted by it are to provide job-related services and perform any activities which are permitted to be performed by corporations that are: (i) formed under the General Laws of the State of Texas; and (ii) exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue Law (the "Code").

The Corporation is not organized for profit and no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons.

Upon liquidation, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation follow the guidelines as expressed in the Corporation's Articles of Incorporation.

This corporation shall conduct its operation only in: its Goodwill Industries International, Inc. (GII) assigned territory of Mason, Gillespie, Burnet, Travis, Lee, Caldwell, Gonzales, DeWitt, Llano, Blanco, Williamson, Hays, Bastrop, Fayette and Lavaca Counties, Texas; other local Goodwill Industries' territories, with their approval and collaboration, and notice given to GII; and in other countries with like-minded social service organizations, after approval by the Board of Directors (Board) of GICT.

1.3 Relation to Goodwill Industries International, Inc.

GICT is a member of GII. In return for the general supervision and cooperative helpfulness afforded by GII, this corporation will pay GII a monthly fee determined by GII. This fee is to be used in providing services and improving the program and efficiency of all Goodwill organizations, including the expansion of rehabilitation services in areas not served. It is not in liquidation of any loans, supplies, or contributions.

provided by GII. Autonomy of the local members is one of the most valued traits of Goodwill Industries. This autonomy shall be preserved. All ultimate authority concerning the local members which it does not delegate to any other body shall remain vested in local Goodwill Industries. No state funds received as part of the charter school will be used to pay this fee.

ARTICLE 2

BOARD OF DIRECTORS

2.1 Powers, Composition, Qualifications, Terms and Vacancies; Election

Powers. The Board shall have the powers and duties necessary and appropriate for the administration of the affairs of the Corporation. The direction and management of the affairs of the Corporation and the control and disposition of its properties and funds shall be vested in the Board.

Composition. The board will consist of no more than twenty (20) and no fewer than ten (10) Directors.

Qualifications. A nominee for a position on the GICT Board may not be related to or within the third degree of consanguinity or the third degree of affinity to a current Director or to a full-time employee of GICT or to any employee of the charter school, or its affiliated corporations.

Each Director must complete a criminal background check and may not serve as a Director if he or she has been convicted of a felony or a misdemeanor involving moral turpitude as outlined in the provisions of TEC, § 12.120.

Terms and Vacancies. Directors shall be elected at an annual meeting. The term for each Director shall be three (3) years. Directors are eligible for two additional three (3) year terms. After a year's absence, a Director may be nominated to serve again for up to three additional terms. If the Board Chair's third three-year term expires at the end of his or her term as chair, then he or she may serve one additional year. If a Director is also a Director of the Board of GII, then he or she may remain on the GICT Board until his or her GII Board term expires. The Board shall declare a vacancy in any seat on the Board upon the expiration of the occupant's term, the death or resignation of the occupant, the disability of any occupant rendering him/her permanently incapable of participating in the management and affairs of the Corporation, a Director's unexcused absence from 40% of a combined total of Board/Committee meetings in a six month period, or upon the majority vote of the Board.

Election. The Board shall be a self-perpetuating body. The manner of electing successors to the Directors and filling vacancies shall be as follows: At the Board's Annual Meeting, the Board shall declare all vacancies occurring during the preceding year, and the remaining Directors shall elect any successors. The Board Chair shall appoint a Board Governance Committee to assist the Board in identifying, recruiting, and recommending new GICT Board members. This Committee shall (a) establish the required and preferred qualifications, both professional and personal, for consideration as a candidate for the GICT Board considering demographic and other information, which it may obtain through GICT staff; (b) identify, recruit and evaluate candidates for positions on the Board, by conducting in-person interviews and inquiries into the backgrounds, qualifications and references of candidates identified by or recommended to the

Committee; (c) consider national trends and laws relating to non-profit board composition; and, (d) recommend qualified candidates to the Board for approval.

The Governance Committee shall prepare slates of (a) new Director candidates and (b) returning Director candidates for the Board's consideration at the Annual Meeting. Prior to their nomination, the Committee will have confirmed that the Director will serve, if elected. The candidates may be voted upon as a slate or as individuals.

The Goodwill Education Board (GEB) will prepare slates of (a) new GEB Director candidates and (b) returning GEB Director candidates for the GICT Board's consideration at the Annual Meeting. Prior to their nomination, the GEB will have confirmed that the Director will serve, if elected. The candidates may be voted upon as a slate or as individuals.

Upon election, the Board Chair will select standing and ad hoc Committee Chairs and members in consultation with the President, sitting/former chairs, and/or Directors.

2.2 Orientation and Training

Upon election to the Board, each new Director will complete an orientation and training program, with logistical support provided by GICT staff. The program will educate the new Director on responsibilities, including planning, financial, development, and other aspects of GICT that require Board oversight. Additionally, each Director will attend the Board's annual retreat, and will take part in regular training sessions at Full Board and Committee meetings.

Members of the Goodwill and Goodwill Education Boards will be required to undergo training as defined by 19 Texas Administrative Code (TAC), §100.1102.

2.3 Evaluation

The Board Governance Committee will lead the Board Performance Evaluation process annually and will present findings for possible Board discussion and action.

2.4 Meetings

The annual meeting of the Board shall be held within 6 months of the close of the fiscal year on such day and at such time as the Board may select. The Board will elect officers and will conduct other business deemed necessary.

2.5 Regularly-Scheduled Meetings

The Board will meet at least four (4) times per year, but meetings can be held as often as deemed necessary by the Chair.

Special meetings of the Board shall be held whenever called by the Chair or upon written request.

All regularly-scheduled GICT meetings will have a designated time to discuss GEB business and notice will be published in accordance with the Texas Open Meetings Act. In addition, if GEB business is to be

discussed at the GICT special meeting, notice will be provided in accordance with the Texas Open Meetings Act.

2.6 Quorum

A majority of the Directors shall constitute a quorum for the transaction of business at all meetings of the full Board.

2.7 Committee Meetings

Committees generally meet every other month at a time and location determined by the committee. A quorum of board directors on the committee must attend or the meeting will be cancelled.

2.8 Place of Meetings

All board meetings will be held either at the registered office of the Corporation in the State of Texas, or at such other place within the State of Texas as may be designated by the Board and specified in the respective notices or waivers of notice thereof.

2.9 Meeting Attendance by Telephonic

Individuals may attend any GICT Board or committee meeting by telephone conference call as long as all persons participating in the meeting can communicate with each other. GICT Board business relating to the charter school will not be conducted via telephone.

2.10 Notice

Notices of all meetings will be provided at least seven (7) days before the meeting takes place. Proper public notice of GICT Board meetings in relation to charter school business will be conducted and in compliance with the Texas Open Meetings Act.

2.11 Signed Waiver of Notice

Whenever any notice is required to be given under the provisions of the Act or under the provisions of the Articles of Incorporation or the by-laws, a waiver in writing signed by a person entitled to receive a notice shall be deemed equivalent to the giving of the notice. A waiver of notice shall be effective whether signed before or after the time stated in the notice being waived.

2.12 Waiver of Notice by Attendance

The attendance of a person at a meeting shall constitute a waiver of notice of the meeting unless the person attends for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

2.13 Notice by Common Carrier, Facsimile, Special (hand) Delivery, or Electronic Methods

Any notice required or permitted by these by-laws to be given to a Director, Officer, or member of a committee of the Corporation may be given by common carrier, facsimile, special (hand) delivery or electronic methods. If common carrier-mailed, a notice shall be deemed to be mailed when deposited in the United States mail addressed to the person at his/her address as it appears on the records of the Corporation, with postage prepaid. A facsimile or electronic mail/text shall be deemed to be delivered upon (1) confirmation of transmission, or receipt, or (2) lacking 24-hour notice of non-transmission, when received by the sender's machine. Special (hand) delivery mail shall be deemed to be delivered when deposited in the appropriate mailbox or handed to the courier, addressed to the person at his/her address as it appears on the records of the Corporation, with the fee prepaid. A person may change his or her address by giving written notice to the Secretary of the Corporation.

2.14 Use of Experts by the Board

The Board will hire, at its discretion, external advisors, consultants, or other professionals for specific, time-limited tasks.

ARTICLE 3

GENERAL OFFICERS

3.1 Election

The Officers of this Corporation shall consist of the Chair, Vice-Chair, Secretary, Treasurer, and the President of the Corporation, and such other Officers as may be determined and selected by a majority of the Board. The President of the Corporation shall not be a member of the Board but is an Officer of the Corporation. At the annual meeting, the Board will elect the Officers from among the Directors. The Officers will hold office for a period of one (1) year and until their successors are elected and qualify. Board Officers may be elected to three (3) successive terms.

3.2 Duties

The principle duties of the Officers are outlined below:

- a. Chair. The Chair shall preside at all meetings of the Full Board and shall perform such other duties as may be assigned to him/her from time to time by the Board.
- b. Vice-Chair. The Vice-Chair shall discharge the duties of the Chair in the event of his/her absence or disability for any cause whatsoever and shall perform such additional duties as may be prescribed from time to time by the Board.
- c. Secretary. The Secretary shall be responsible for ensuring that notice is given of all meetings of the Board, and that true minutes of all meetings of the Board are taken and maintained. The Secretary shall discharge such other duties as shall be assigned to him/her by the Board.
- d. Treasurer. The Treasurer shall be responsible for financial oversight, including ensuring that appropriate fiscal records are kept and ensuring that all funds are recorded, spent and monitored consistent with funder requirements, legal requirements and sound financial

management. He/she shall also submit a report of the financial condition of the organization at its annual meeting of the Board and as such other times as the Board may designate.

- e. President. The President shall be the chief executive officer of the Corporation and shall be responsible for the day-to-day operations including employment, supervision and termination of all other employees. The President shall keep the Board apprised on a regular basis on the status of the organization. The President may not authorize an expenditure of GICT funds in an amount excess of \$50,000 without having first obtained the prior approval of a majority of the Directors.

3.3 Vacancies

If a vacancy of an Officer other than the President occurs in the Corporation, such vacancy will be filled by the Chair. A new Officer will hold office until the next annual meeting and until his/her successor is elected and qualified. For the office of President, the Board will select an interim replacement through the recruitment process.

3.4 Compensation

No Director shall receive any compensation for his/her service on the Board. Directors may be reimbursed for expenses incurred on behalf of the Corporation with prior approval by the Board. GICT loans of any kind are not permitted to Directors.

3.5 Executive Committee

- (1) The Executive Committee may conduct the business and affairs of the Corporation between regularly scheduled Board meetings. The members include the immediate past Chair of the Board, the current Chair, Vice Chair, Secretary, Treasurer, GEB President, and one additional Board member who serves as a Member-At-Large.
- (2) The Executive Committee shall have the following specifically-designated powers:
 - (a) To act as a study committee to report various findings to the full Board thereby fostering a better and faster turnaround time for Board actions. The committee may act as a preliminary screening agent for future Board actions.
 - (b) To review and act on immediate problems facing GICT in between scheduled Board meetings.
 - (c) To annually evaluate the performance of the CEO and provide a written report and recommendation for approval by the full Board, and give the written report to the Chief Administrative Officer to place the recommendation in his/her personnel file.
 - (d) To annually review and approve the CEO's recommendation for highly-compensated employees, to provide guidance to the CEO, and to report this information to the Board. If it is apparent that the CEO is in noncompliance with federal guidelines, revisionary actions will be taken.

- (e) To act as a Search Committee for a new CEO.
- (3) The Executive Committee may not:
- (a) amend the Articles of Incorporation of the Corporation;
 - (b) amend, alter, or repeal the by-laws of the Corporation or adopt new by-laws of the Corporation;
 - (c) commence the voluntary dissolution of the Corporation or perform an act which would adversely impact its non-profit status;
 - (d) fill vacancies in the Board;
 - (e) fill vacancies in or designate alternative Directors of the Executive Committee;
 - (f) fill any board Directorship to be filled by reason of an increase in the number of Directors;
 - (g) elect or remove Officers or Directors of the Executive Committee;
 - (h) alter or repeal any resolution of the Board of the Corporation;
 - (i) authorize the execution in the name of the Corporation of any contract which would be material to the financial condition of the Corporation (or otherwise incur any indebtedness in the name of the Corporation or secured by the property or assets of the Corporation in an amount in excess of \$50,000) without having first obtained the prior approval of a majority of the Directors of the Board of the Corporation.
- (4) The Chair of the Executive Committee shall be the Chair of the Board.

ARTICLE 4

CONFLICT OF INTEREST:

No Director or family member within the third degree of consanguinity or third degree of affinity of any GICT/GEB member may financially benefit from any contractual relationship with GICT or its affiliates or receive compensation in any form from GICT, the charter school, or any management company that operates the charter school.

The Board shall approve and adopt a Board Covenant that contains this Conflict of Interest Statement, a code of ethics, and a commitment statement. Each Director shall sign this form on an annual basis.

ARTICLE 5

APPOINTED OFFICERS AND AGENTS:

The Board may appoint such Officers and agents in addition to those provided for in Article 2, as may be deemed necessary, who shall have such authority and perform such duties as shall from time to time be prescribed by the Board. All appointed Officers and agents shall hold their respective offices or positions at the pleasure of the Board and may be removed from office or discharged at any time with or without cause, provided that removal without cause shall not prejudice the contract rights, if any, of such Officers and agents.

ARTICLE 8

COMMITTEES:

The Board may create such committees as it shall deem necessary to assist in the discharge of its obligation.

8.1 Standing Committees, Ad Hoc Committees, and Other Special Board Groups

Standing committees will include the Executive Committee, and the Board Governance and Education Committee. Other Committees may include but are not limited to, such additional committees as a Finance and Services Committee, an Audit Committee, and a Development and Community Engagement Committee. The Chair may also form ad hoc committees as needed. Upon completion of its charge, an Ad Hoc committee is dissolved. Other Special Board Groups may include Advisory Councils convened of special populations with which the organization seeks information, advice, or other assistance.

8.2 Membership

All Committees and Groups are chaired by a Director appointed by the Chair. The Committee or Group may elect a vice-chair to serve in the same capacity as the Chair in his/her absence. The Board Chair shall appoint committee members, in consultation with such members, as is appropriate based on their experience and professional expertise.

8.3 Votes

Committees recommend actions in the form of motions to the Board, after careful consideration of the issue at hand. The motion is delivered at the appropriate meeting of the Board by the Committee Chair or his/her designee. The Committee Chair shall ensure that the motion reflects the consensus of committee members. Advisory members have voice but no vote.

8.4 Other Duties

All other duties of the committee are advisory in nature unless delegated to the committee by the Board at a scheduled meeting or defined by the Board in the Committee's Charter. The Committee, unless

expressly authorized in advance by the Board, shall not expend the resources of the organization or create any obligation of the organization. All Committees review applicable Policies.

6.5 Terms

Committee members serve one Board year (June-May) with an unlimited number of terms.

ARTICLE 7 GOODWILL EDUCATION BOARD (GEB)

7.1 Open-Enrollment Charter School Governance

GICT, as the charter holder and governing body of a Texas open-enrollment charter, has the primary responsibility for implementing the public school program authorized by the open-enrollment charter and ensuring the performance of the students enrolled in its charter schools in accordance with the Texas Education Code. See 19 TAC, §100.1101.

GEB. The GICT Board (charter holder board and governing body of the sponsoring entity) has created the GEB as the governing body of the charter school to assist in the discharge of its obligation to run an open-enrollment public charter school and other educational initiatives.

Article 7 applies to the governing body of the charter school.

7.2 Powers, Non-delegable Duties, Composition, Qualifications, Terms and Vacancies, Election

Powers. The GEB shall manage the business, property and affairs of the charter school pursuant to 19 TAC, §100.1033(c)(7)(C).

Non-delegable duties. The non-delegable duties listed in 19 TAC, §100.1033(c)(7)(C) shall be retained and performed solely by the GICT Board.

Composition. There shall be nine (9) voting Directors of the GEB, which number may from time to time be increased or decreased subject to the limitation that the Board shall never be reduced to less than three (3) nor increased to more than eleven (11) Directors. Except as otherwise provided in these by-laws, all Directors shall have, and be subject to, the same and equal qualifications, rights, privileges, duties, limitations, and restrictions; provided, however, the President of the Corporation shall be an ex-officio member of the GEB but shall not vote, and shall not be counted as a Director for purposes of quorums, majority voting, and similar issues.

Qualifications. A nominee for a position on the GEB may not be related to or within the third degree of consanguinity or the third degree of affinity to a current Director or to a full-time supervisory level employee of GICT, or any employee of the charter school, or its affiliated corporations. Directors must complete a criminal background check and may not serve as a Director if he or she has been convicted of a felony or a

misdemeanor involving moral turpitude as outlined in the provisions of Texas Education Code (TEC), § 12.120.

Terms and Vacancies. The term shall be staggered. At the first meeting of the Board, the Directors will draw lots to determine the length of their term. The Elected Directors shall be divided into three classes as nearly equal in number as possible. The terms of Elected Directors in the first group expire at the first annual meeting of the Directors after their election, the terms of the second group expire at the second annual meeting of the Directors after their election, and the terms of the third group expire at the third annual meeting of the Directors after their election. At each annual meeting of the Directors held thereafter, Directors shall be chosen for a term of three (3) years to succeed those whose term expires. Incumbent Directors shall be eligible for re-election or re-appointment; provided, however, no person may serve as a Director for more than three (3) consecutive three (3) year terms.

Any vacancy among the Elected Directors may be filled by the remaining Board, or if the Directors remaining in office constitute fewer than a quorum, by the affirmative vote of a majority of the Directors remaining in office. Any vacancy among the Appointed Directors shall be filled by the GICT board. A Director elected to fill a vacancy shall hold office until the expiration of the term of the Director causing the vacancy and until a successor shall be elected and qualified.

The Board shall declare a vacancy in any seat on the Board upon the expiration of the occupant's term, the death or resignation of the occupant, the disability of any occupant rendering him/her permanently incapable of participating in the management and affairs of the Corporation, a Director's unexcused absence from 40% of a combined total of Board/Committee meetings in a six (6) month period, or upon the majority vote of the Board. If a Director no longer meets qualifications to be a board member, removal shall be immediate.

Election. One-half (rounded down to the nearest whole number) plus one of the members of the GEB (the "Appointed Directors") shall be current GICT Board Directors in good standing and shall be appointed by the GICT board. The remaining members of the GEB (the "Elected Directors") shall be recommended and approved as provided in Article 2 of the GICT by-laws.

7.3 Orientation and Training

Upon election to the GEB, each new Director will complete an orientation and training program, with logistical support provided by GICT staff. The program will educate the new Director on responsibilities, including planning, financial, development, and other aspects of GICT that require Board oversight.

Members of the GEB will be required to undergo training as defined by 19 TAC, §100.1102.

7.4 Meetings

Upon GICT's designation as a holder of an Open-Enrollment Charter, all GEB meetings shall be conducted in accordance with the provisions of the Texas Education Code and are subject to the requirements of the Texas Open Meetings Act.

7.5 Annual Meetings

The annual meeting of the GEB shall be held within six (6) months of the close of the fiscal year on such day and at such time as the Board President appoints. This meeting will be held in compliance with the Texas Open Meetings Act.

7.6 Regular Meetings

The Board will meet at least four (4) times per year, but meetings can be held as often as deemed necessary by the President. All meetings will be held in compliance with the Texas Open Meetings Act.

7.7 Special Meetings

Special meetings of the GEB shall be held whenever called by the Chair of the GICT Board or the President of GEB. The notice for a special meeting of either the GEB or GICT Board for the purpose of charter school business will be in compliance with the Texas Open Meetings Act.

7.8 Emergency Meetings

In the event of an emergency as defined in the Texas Open Meetings Act, a meeting may be conducted by telephone conference call. If a meeting involves telephonic participation, the telephonic participation must be by conference call in which all persons participating can be heard by all other participants and the public.

7.9 Quorum

A majority of the Directors shall constitute a quorum for the transaction of business at all meetings of the full GEB.

At no time shall a quorum of the GEB or GICT board meet to deliberate any issues or business related to the charter school without posting the meeting in accordance with the Texas Open Meetings Act.

7.10 Place of Meetings

All GEB meetings will be held either at the registered office of the Corporation in the State of Texas, or at such other place within the State of Texas as may be designated by the Board of Directors and specified in the respective notices thereof.

7.11 Notice of Meetings

Board Director Notice:

Notice of all meetings of the GICT and GEB, except as herein otherwise provided, shall be given by mailing the same (whether by post or by electronic mail), by telephoning, or delivering personally the same at least seven (7) days before the meeting to the usual business or residence address of the Director as shown upon the records of the Corporation. Notice of any meeting of the Board of Directors may be waived in a document filed with the Secretary by any Director if the waiver sets forth in reasonable detail the purpose or purposes for which the meeting is called and the time and place of the meeting. Attendance at any meeting of the Board of Directors shall constitute a waiver of notice of that meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Posting of Notice:

Notice of any GEB meeting shall be posted in a conspicuous place at the principal office of the Corporation or at the Board's meeting place at least 72 hours prior to the meeting. Notice of any meeting shall at all times conform to the requirements of Texas Open Meetings Act.

Emergency Notice:

Emergency meetings as allowed under the Texas Open Meetings Act may be posted up to two (2) hours before such meeting.

Closed Meetings:

The agenda shall clearly state whether the board intends to convene in a closed meeting and shall identify separately each matter to be deliberated in the closed meeting and whether the board may take action on any such matter upon returning to the open meeting.

7.12 Agenda

All regular meetings of the GEB and charter school business meetings of the GICT Board, the order of business shall be established in an agenda approved by the GEB President and presented in the notice of meetings. However, the President may modify the order of the business. The agenda shall identify all matters to be presented to and considered by the Board. Matters not disclosed on the agenda and meeting notice available to the public shall not be deliberated or be considered by the Board, except as permitted by the Texas Open Meetings Act.

7.13 Resolutions

All motions and resolutions of the GEB will be recorded in the minutes of the Board, signed by the Secretary, and placed in a journal of proceedings of the Board. Such records will be maintained in accordance with state law and Article 7.13 herein.

7.14 Records

The Corporation will maintain at its principal office all financial books and records of account, all minutes of the Board and committee meetings, the list of Directors, and copies of all other material as required by law. All records will be made available for inspection at any reasonable time during usual business hours for any

lawful purpose to any officer, Director, or person authorized by law or the Board to inspect such records. The Corporation shall also comply with the Texas Public Information Act for all charter school related business.

GENERAL OFFICERS

Election. The officers of the GEB shall consist of a President, Vice-President, Secretary, and such other officers as the Board of Directors may, by resolution, designate from time to time. Any two (2) or more offices may be held by the same person, except for the offices of President and Secretary. The Board of Directors may, by resolution, create, appoint and define the duties of such officers and agents as, in its discretion, is deemed necessary, convenient or expedient for carrying out the purposes for which the GEB is formed; provided, however, that officers and agents shall be compensated, if at all, only for actual services performed on behalf of the Corporation. The GICT CEO shall also serve as an officer.

All officers shall be chosen annually by the GEB at the annual meeting of the Board and approved by the GICT Board of Directors. Each officer shall hold office (unless the officer resigns, is removed, or dies) until the next annual meeting of the Board of Directors or until a successor is chosen and qualified.

Duties

The principal duties of the officers are outlined below:

- a. **President.** The President will preside at all meetings of the GEB, will appoint the chairperson and members of all standing and temporary committees, subject to the review of the GICT and GEB of Directors, and shall do and perform such other duties as these By-Laws provide or as may be assigned by the GICT and GEB. The President will also serve on the GICT Executive committee.
- b. **Vice-President.** The Vice-President will preside at all meetings of the Board if the President is not present and shall do and perform such other duties as these By-Laws provide or as may be assigned by the GICT and GEB.
- c. **Corporation's Chief Executive Officer.** The CEO shall have and exercise general charge and supervision of the affairs of the Corporation; and shall do and perform such other duties as these By-Laws provide or as may be assigned by the GICT and GEB of Directors. The CEO shall be an ex-officio member of the Board of Directors, but shall not have a vote.
- d. **Secretary.** The Secretary shall have the custody and care of the corporate records and the minutes book of the GEB. The Secretary shall attend all meetings of the GEB, and shall keep, or cause to be kept, a true and complete record of the proceedings of such meetings, and shall perform a like duty for all standing committees of the GEB, when required. The Secretary shall attend to the giving and serving of all notices of the GICT and GEB, shall file and take care of all papers and documents belonging to the GEB, shall authenticate records of the GEB as necessary, and shall perform such other duties as may be required by the By-Laws or as may be prescribed by the GICT and GEB. The Secretary shall prepare and maintain all the materials necessary to comply with the provisions of Texas Open Meetings Act and The Texas Public Information Act.

- e. Assistant Officers. The GEB may from time to time designate assistant officers who shall exercise and perform such powers and duties as the officers for whom they are elected to assist shall specify and delegate to them, and such other powers and duties as may be prescribed by the By-Laws, the Board of Directors.

Vacancies

If a vacancy of an Officer other than the President occurs in the Corporation, such vacancy will be filled by the President. A new Officer who will hold office until the next annual meeting and until his/her successor is elected and qualified. For the office of Corporation's President, the Board will select an interim replacement through the recruitment process.

Compensation

No Director shall receive any compensation for his/her service on the GEB. Directors may be reimbursed for expenses incurred on behalf of the Corporation with prior approval by the Board. GICT loans of any kind are not permitted to Directors.

Finances

Contracts. Only the GICT Board may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the GEB, and such authority may be general or confined to a specific instance; and unless so authorized by the GICT Board, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement, or to pledge its credit or render it liable pecuniary for any purpose or to any amount. The Board is specifically authorized to enter into (and from time to time amend) one or more "Charter School Agreements" with the Texas Education Agency.

Payments and Investments. The Board shall by resolution designate officers, agents or employees of the Corporation who may, in the name of the Corporation, execute drafts, checks and orders for the payment of money in its behalf, provided, however, that any expenditure in excess of fifty-thousand dollars (\$50,000.00) that is outside the ordinary course of operation shall comply with all by-laws. The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the GEB.

Audited Financial Statements. The Corporation shall maintain financial statements prepared in accordance with the unified accounting system prescribed by the State Board of Education and State Board of Accountants and shall engage an independent certified public accountant to audit such financial statements.

Texas Open Meetings Act

The Corporation and the charter school will comply with the Texas Open Meetings Act.

Texas Public Information Act

The Corporation and the charter school will appropriately respond to all Texas Public Information Act requests.

ARTICLE 8

SEAL

This GICT shall have a common seal, being a circular seal of the following description, viz: GOODWILL INDUSTRIES OF CENTRAL TEXAS around the circle and date of organization in inner circle. The seal shall be in the custody of the President.

ARTICLE 9

AMENDMENTS:

These by-laws may be amended by the Board at any meeting of the Board by the affirmative vote of a majority of the Directors of the Board.

ARTICLE 10

REVERSION CLAUSE:

In the event that the work of the Corporation shall be abandoned and this Corporation ceases to exist, the title to all its property remaining after payment of its debts will be distributed as outlined in the Articles of Incorporation.

APPROVED at a scheduled meeting of the GICT Board held at the Goodwill Community Center, Austin, Texas on the 22nd day of February, 2013.



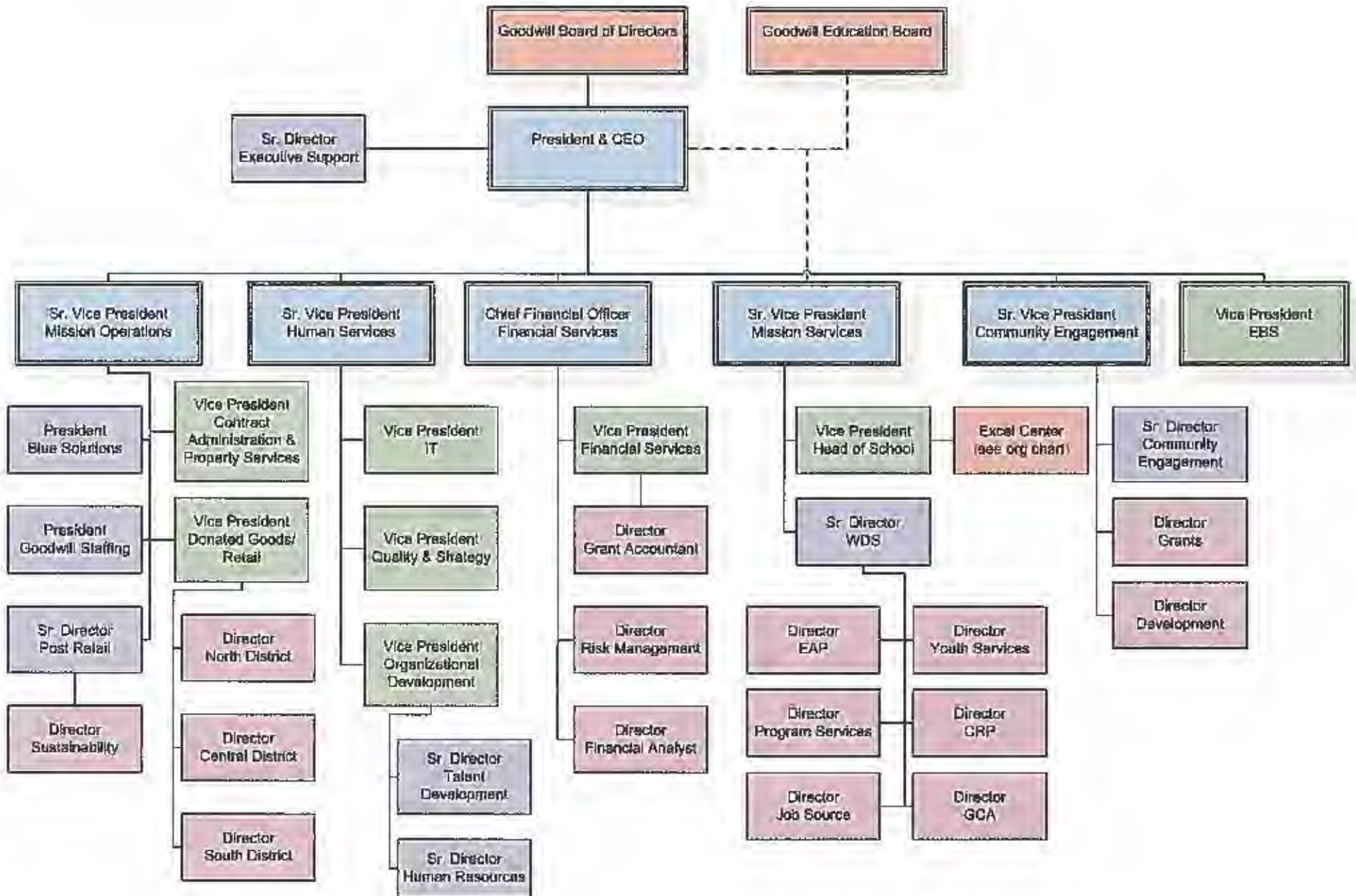
Chair: Mark Finger



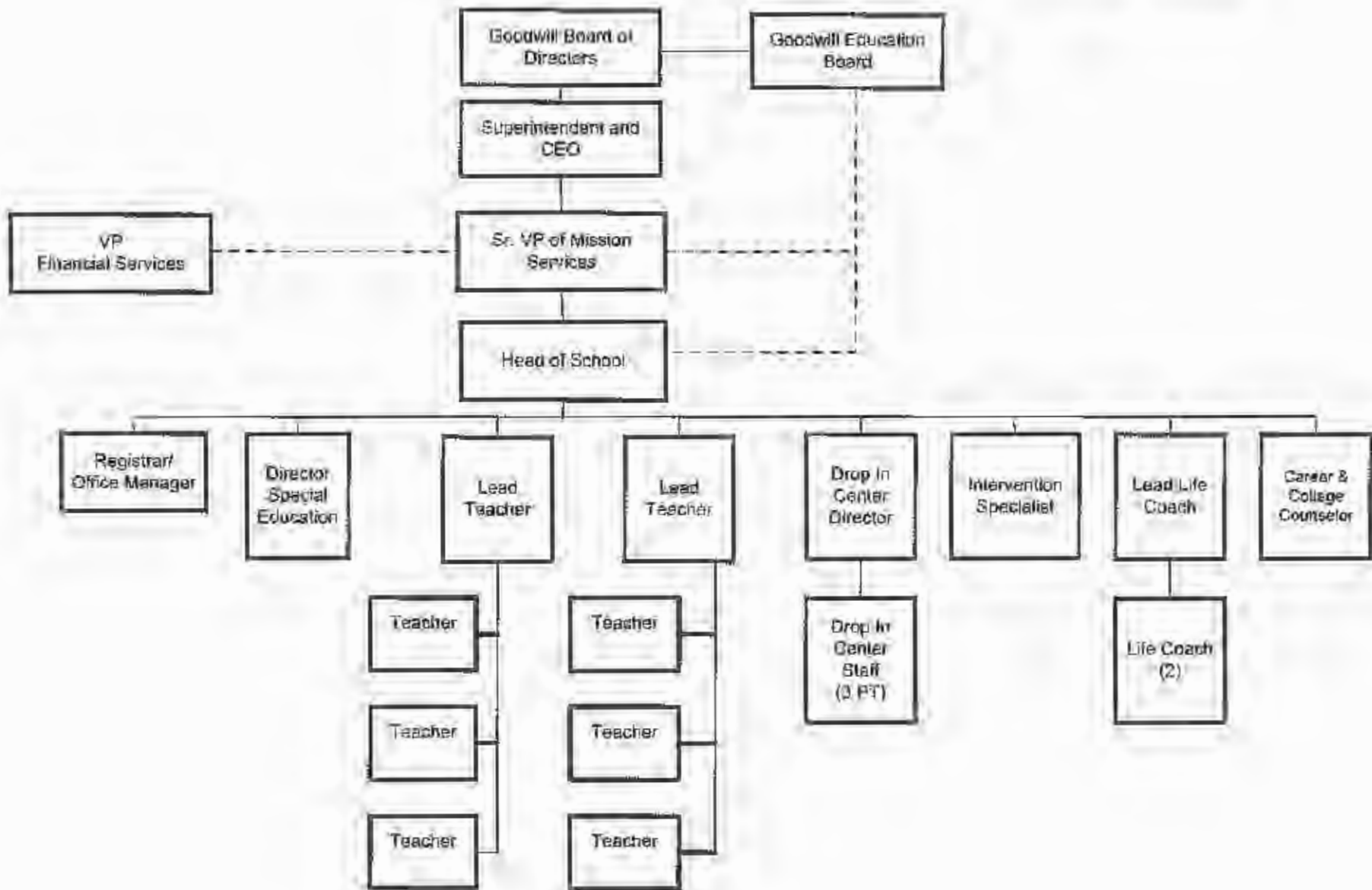
Secretary: Anne Morgan

Attachment R – Organization Charts

Goodwill Industries of Central Texas



Excel Center



**Attachment S – Code of Ethics and
Conflict of Interest Policy**

Board Director Covenant

MISSION: Goodwill's mission is generating lifelong connections to work.

TERM: Election to a three-year term. Exception: Term will be shortened to stay on cycle when filling a non-expired term of an election occurs mid-year. Directors subject to re-election.

MEETING

ATTENDANCE: Quarterly Board Meetings (4-5 per year)
Standing Committee Meetings (4-6 per year)
Ad hoc Committee Meetings (as needed)

RESPONSIBILITIES:

1. Advocate Goodwill's mission
2. Ensure effective fiscal and risk management policies
3. Engage in strategic planning
4. Select, support and annually review the chief executive's performance
5. Monitor Goodwill's performance
6. Actively participate in fund development
7. Identify, recruit and orient new board directors and committee members
8. Understand and respect the relationship between board and staff
9. Promote Goodwill's public image
10. Ensure that the board continuously improves its performance

CODE OF ETHICS:

- I will do my best to meet the needs of those with barriers to employment.
- I will make my work client-driven whenever possible.
- I will treat others with respect.
- I will be a responsible steward of Goodwill Industries of Central Texas (GICT)'s resources.
- I will take no actions that could benefit me personally at the unwarranted expense of GICT.
- I will uphold all applicable laws and regulations.
- I will refrain from doing anything that may bring discredit to GICT.
- I will represent GICT in a fashion that is truthful and merits the public's trust.
- I will strive for personal and professional growth to improve my effectiveness.

CONFLICT OF INTEREST:

It is the express intent of the Board Directors ("Directors") to ensure that no questions relating to a conflict of interest can ever be raised by members of the general public. This is especially important because GICT relies on public donations to provide its services to the community. Therefore all Directors agree that, to avoid any appearance of impropriety, no Director or immediate family

member of a Director may (1) financially benefit from any contractual relationship with GICT or its affiliates, or (2) serve as a supervisory level employee of GICT or affiliates, during, and for a period of one (1) year following, the Director's service on the Board.

Only the Board may allow an exception to this policy, and may do so only by resolution approved by at least two-thirds of all Directors, based upon a finding that the contractual or employment relationship will assist GICT and is in the overall best interest of GICT and its mission. The Director who would, or whose immediate family member would, financially benefit from the contractual relationship or be hired as a supervisory level employee shall fully disclose the potential conflict prior to the Board's vote, and shall abstain from participation in that vote.

COMMITMENT:

As a member of the Goodwill Industries of Central Texas Board of Directors, I commit to the following for the 2013-2014 board term:

- I will sign the Annual Covenant.
- I will attend Full Board Meetings.
- I will attend Committee Meetings.
- I will attend the Board Retreat.
- I will commit to a \$1000 cash contribution per board year (June-May).
- I will attend a minimum of 2 (two) GICT events.*
- I will submit and cultivate one name as board prospect
- I will send a minimum of 10 (ten) guests to attend The Real Goodwill tour per board year (June-May)
- I will commit to filling at least 1 (one) table with 10 (ten) individuals at the annual Hall of Honor.**
- I will participate in at least 3 (three) board learning opportunities.***

I understand and accept this covenant as a Director of the Goodwill Industries of Central Texas Board.

Signature

Printed Name

Date

Board Secretary

Date

- * GICT events include store opening, sponsored luncheon, Hall of Honor, Thanksgiving potluck, holiday party, GCC or GRC plant meeting, etc.

^{**} At least half of the Hall of Honor guests per table have attended The Real Goodwill tour, 1 (one) must have the potential to become a GoodWorks Society member.

^{***} As defined under Responsibilities in 2013-2014 Board Director Notebook;

Attachment T – Facilities



CITY OF AUSTIN
Watershed Protection
and
Development Review Department

Building Permit No. **04018479**
 Original Certificate of Occupancy Date **03/24/2006**

***** GENERAL BUILDING / PROPERTY INFORMATION *****

Building Address: **1015 NORWOOD PARK BLVD UNIT C**
 Legal Description: **Subdivision: NORWOOD PARK; REPLAT OF; Lot: 6**
 Proposed Occupancy: **TENANT FINISH OUT TO CREATE RETAIL**
 Building Group/Division: **M**
 Building Area Square Footage: **17900** Type of Construction: **2N**

Owner: **GOODWILL INDUSTRIES**
 Contractor: **HARVEY-CLARY**

***** CERTIFICATE OF OCCUPANCY *****

This is to certify, that the building or structure at the address listed above has been inspected for compliance with the requirements of the Austin City Code for the Group and Division of occupancy listed above.

Neither the issuance of this certificate nor the inspection shall release the responsibility for liability of any person, firm or corporation, owner, operator, contractor, or installer of any appliance or material for fire protection or doing any work whatsoever on such premises.

The City of Austin does not assume any responsibility or liability by reason of the inspection, or reinspection of the premises; or the issuance of this "Certificate of Occupancy" or by any reason of any approval or disapproval.

Remark: **CODE:TIM LANGAN**

For the Building Official by:



Date: **24 February 2006**

Mailing Address

GOODWILL INDUSTRIES
300 N. LAMAR

AUSTIN TX 78703



City of Austin

CERTIFICATE OF OCCUPANCY

BUILDING PERMIT NO. 2009-127758 BP

ISSUE DATE: 12/18/2009

BUILDING ADDRESS: 1015 NORWOOD PARK BLVD UNIT 300

LEGAL DESCRIPTION:

PROPOSED OCCUPANCY:

C-1000 Commercial Remodel

Remodel - Interior remodel to existing Admn/Bus/Prof Office. (2nd & 3rd floor)

BUILDING GROUP / DIVISION: B Business offices

REMODEL BUILDING SQUARE FOOTAGE: 3725 SQ. FT.

SPRINKLER SYSTEM: Pull

CODE YEAR: 2003

CODE TYPE: IBC

FIXED OCCUPANCY: 0

NON FIXED OCCUPANCY: 40

TYPE OF CONSTRUCTION:

CONTRACTOR: Burt-Walks Industries, Inc.

***** CERTIFICATE OF OCCUPANCY *****


THIS IS TO CERTIFY THAT THE BUILDING OR STRUCTURE AT THE ADDRESS LISTED ABOVE HAS BEEN INSPECTED FOR COMPLIANCE WITH THE REQUIREMENTS OF THE AUSTIN CITY CODE FOR THE GROUP AND DIVISION OF OCCUPANCY LISTED ABOVE.

NEITHER THE ISSUANCE OF THIS CERTIFICATE NOR THE INSPECTIONS MADE SHALL LESSEN THE RESPONSIBILITY OR LIABILITY OF ANY PERSON, FIRM OR CORPORATION

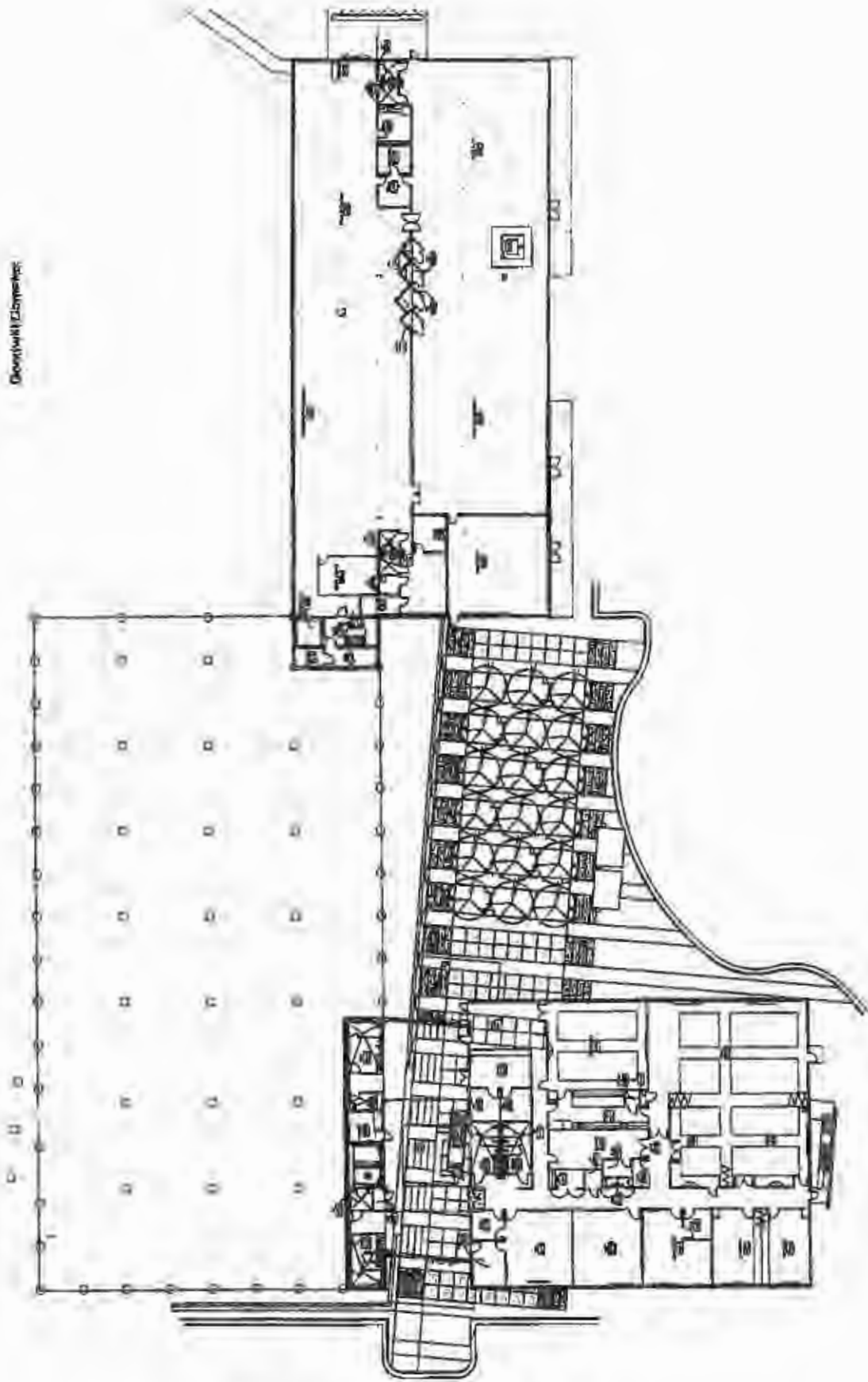
OWNING, OPERATING, CONTROLLING OR INSTALLING ANY APPLIANCE OR MATERIAL UPON THE PREMISE, OR DOING ANY WORK WHATSOEVER ON SUCH PREMISE.

THE CITY OF AUSTIN DOES NOT ASSUME ANY RESPONSIBILITY OR LIABILITY BY REASON OF THE INSPECTION OR REINSPECTION OF THE PREMISE; OR THE ISSUANCE OF THIS "CERTIFICATE OF OCCUPANCY", OR BY ANY REASON OF ANY APPROVAL OR DISAPPROVAL.

BUILDING CODE REVIEWER: Ron Menard


Ron Leon Barba, Building Official

Goodwill/Excel Center



SPECIAL WARRANTY DEED

STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

KNOW ALL MEN BY THESE PRESENTS:

THAT GREENWAY-NORWOOD PARK, LTD., a Texas limited partnership ("Grantor"), for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and confessed, has GRANTED, BARGAINED, SOLD and CONVEYED and by these presents does GRANT, BARGAIN, SELL and CONVEY unto GOODWILL INDUSTRIES OF CENTRAL TEXAS, a Texas non-profit corporation ("Grantee"), whose address for the purposes hereof is 300 N. Lamar Blvd., Austin, Texas 78703-4611, that certain tract or parcel of land located in Travis County, Texas, and being more particularly described in Exhibit A attached hereto and incorporated herein by this reference for all purposes, together with all and singular the improvements, buildings, structures and fixtures located thereon or attached thereto (all of such land, improvements and property are collectively referred to herein as the "Property"); provided, however, that this conveyance is made and accepted subject to all those certain easements, covenants, restrictions and other matters more particularly described in Exhibit B attached hereto and incorporated herein by this reference for all purposes, to the extent that same are valid and subsisting and affect the Property (the "Permitted Exceptions").

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereto in anywise belonging unto Grantee, its successors and assigns forever, and Grantor does hereby bind itself, its successors and assigns to WARRANT AND FOREVER DEFEND all and singular the title to the Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the Property or any part thereof, by, through or under Grantor, but not otherwise, subject, however, to the Permitted Exceptions.

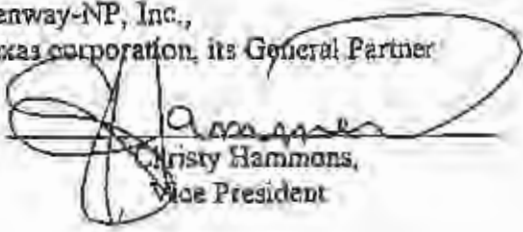
For the same consideration, Grantor hereby conveys unto Grantee, all interest, if any, of Grantor in strips and gores between the Property and abutting properties and any land lying in or under the bed of any street, alley, road or right-of-way, open or proposed, abutting or adjacent to the Property; provided, however, this conveyance pursuant to this paragraph is made subject to all existing reservations from and exceptions to title and is made without express or implied warranty, and all warranties that might arise by common law and the warranties in §5.023 of the Texas Property Code (or its successor) are hereby expressly excluded.

Grantee assumes and agrees to pay taxes for 2003 and subsequent years.

EXECUTED effective as of the 14th day of October, 2003.

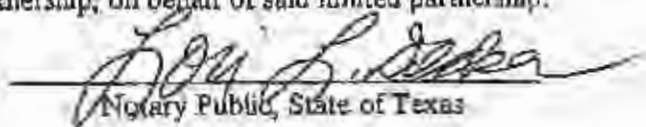
GREENWAY-NORWOOD PARK, LTD.,
a Texas limited partnership

By: Greenway-NP, Inc.,
a Texas corporation, its General Partner

By: 
Christy Hammons,
Vice President

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on October 13 2003, by Christy Hammons, Vice President of Greenway-NP, Inc., a Texas corporation, as General Partner of Greenway-Norwood Park, Ltd., a Texas limited partnership, on behalf of said limited partnership.


Notary Public, State of Texas



My Commission Expires:
June 11, 2004

EXHIBIT "A"

LOT 5, REPLAT OF NORWOOD PARK, a subdivision in Travis County, Texas, according to the map or plat thereof recorded in Volume 87, Pages 99B-99D of the Plat Records of Travis County, Texas.

\\dvey\shared\g\601590\031003\swd.wpd

EXHIBIT "B"

The following restrictive covenants of record itemized below:

Volume 87, Page(s) 99B-99D of the Plat Records, Volume 12337, Page 1791, Volume 12063, Page 120 as amended in Volume 12259, Page 576, Volume 12337, Page 1785, Volume 12381, Page 504, Volume 12407, Page 704 and Volume 12932, Page 1955 of the Real Property Records and Document No. 2001174562 of the Official Public Records, all of Travis County, Texas.

Public utility easement 7.5 feet in width along the most westerly, the south and the most easterly west property line(s), as shown by the Plat recorded in Volume 87, Pages 99B-99D of the Plat Records of Travis County, Texas.

Public utility easement 10 feet in width along the Norwood Park Boulevard frontage property line(s), as shown by the Plat recorded in Volume 87, Pages 99B-99D of the Plat Records of Travis County, Texas.

A 15 foot public utility easement across the most southerly portion of the subject property as shown on the Plat recorded in Volume 87, Pages 99B-99D of the Plat Records of Travis County, Texas.

A 10 foot underground electric and telephone lines and systems easement granted to City of Austin, by instrument dated April 6, 1987, recorded in Volume 10265, Page 56 of the Real Property Records of Travis County, Texas.

Communications equipment station and a 20 foot access easement granted to Southwestern Bell Telephone Company, by instrument dated October 28, 1987, recorded in Volume 10485, Page 343 of the Real Property Records of Travis County, Texas.

Building setback line 50 feet in width along the Clock Tower Drive and the Norwood Park Boulevard frontage property line(s), as shown on the Plat(s) recorded in Volume 87, Pages 99B-99D of the Plat Records of Travis County, Texas.

Equipment station easement granted to Southwestern Bell Telephone Company, by instrument dated May 18, 1998, recorded in Volume 13217, Page 46 of the Real Property Records of Travis County, Texas.

EXHIBIT B (continued)

9. The terms, conditions and stipulations set out in that certain City of Austin License Agreement dated September 23, 1987, recorded in Volume 10462, Page(s) 634 of the Real Property Records of Travis County, Texas.
10. The terms, conditions and stipulations set out in that certain Permit to Appropriate State Water dated September 8, 1986, recorded in Volume 10051, Page 923 of the Real Property Records of Travis County, Texas.
11. Assessments payable to Norwood Park Owners Association, Inc., as set forth and secured by a lien in instrument recorded in Volume 12337, Page 1791 of the Real Property Records of Travis County, Texas.
12. Terms, provisions, conditions, sign easement, and access easement contained in that certain Reciprocal Easement Agreement With Covenants and Restrictions dated November 15, 1993, recorded in Volume 12063, Page 120 as amended in Volume 12259, Page 576 of the Real Property Records and under Document No. 2001174562 of the Official Public Records and as further affected by instrument recorded in Volume 12932, Page 1920 of the Real Property Records of Travis County, Texas.
13. Rights of parties in possession.
14. Encroachment of curbing into the 10 foot public utility easement along Norwood Park Boulevard R.O.W. property line as shown on survey dated July 9, 2003, prepared by John T. Bilinski, Registered Professional Land Surveyor No. 4998 ("the Survey").
15. Encroachment of curbing into the 10 foot electric and telephone easement along the Clock Tower Drive R.O.W. property line and into the 15 foot public utility easement and the 7.5 foot public utility easement along the south and most easterly west property lines as shown on the Survey.

**Attachment U – Unqualified Audit
Report**



Montemayor Hill & Company, P.C.
CERTIFIED PUBLIC ACCOUNTANTS

GOODWILL INDUSTRIES OF CENTRAL TEXAS

**CONSOLIDATED FINANCIAL STATEMENTS
WITH SUPPLEMENTARY INFORMATION
AND
INDEPENDENT AUDITOR'S REPORTS**

DECEMBER 31, 2012



Arturo Montemayor III
President & CEO

Pamela Hill
Shareholder

Montemayor Hill & Company, P.C.
CERTIFIED PUBLIC ACCOUNTANTS

Stacy Brinos
Shareholder

Sean Bender
Shareholder

Board of Directors
Goodwill Industries of Central Texas

INDEPENDENT AUDITOR'S REPORT

We have audited the accompanying consolidated financial statements of Goodwill Industries of Central Texas (GICT), a nonprofit organization, which comprise the consolidated statement of financial position as of December 31, 2012, and the related consolidated statements of activities and cash flows for each year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the Standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and

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MUSTON, TEXAS 78704
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FAX 512.442.0857
www.montemayorhill.com

GOODWILL INDUSTRIES OF CENTRAL TEXAS
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
DECEMBER 31, 2012
(WITH COMPARATIVE TOTALS FOR DECEMBER 31, 2011)

ASSETS	2012	Memo only 2011
CURRENT ASSETS		
Cash and cash equivalents	\$3,969,200	\$5,940,373
Receivable, net of allowance for doubtful accounts of \$57,117	3,853,158	1,940,237
Inventory	577,748	516,391
Other	<u>868,159</u>	<u>707,811</u>
Total Current Assets	9,268,265	9,104,812
INVESTMENTS	340,696	207,986
DEBT ISSUANCE COSTS	148,657	79,913
LONG-TERM RECEIVABLES	310,917	255,230
PROPERTY AND EQUIPMENT	<u>44,500,243</u>	<u>30,770,362</u>
TOTAL ASSETS	<u>\$54,568,778</u>	<u>\$40,418,303</u>
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES		
Accounts payable	\$1,751,593	\$1,285,975
Accrued liabilities	3,597,806	3,386,719
Current portion of long-term debt	<u>1,922,755</u>	<u>708,493</u>
Total Current Liabilities	7,272,154	5,381,187
LONG-TERM LIABILITIES		
Other long-term liabilities	310,917	242,488
Interest rate swap	403,173	1,203,238
Long-term debt, net of current portion	<u>18,369,120</u>	<u>10,050,074</u>
Total Long-Term Liabilities	<u>19,083,210</u>	<u>11,495,792</u>
TOTAL LIABILITIES	<u>26,355,364</u>	<u>16,876,979</u>
NET ASSETS		
Unrestricted:		
Undesignated	27,705,441	23,125,495
Board designated endowment funds	<u>340,696</u>	<u>307,998</u>
	28,046,137	23,433,493
Temporarily restricted	<u>167,277</u>	<u>107,831</u>
TOTAL NET ASSETS	<u>28,213,414</u>	<u>23,541,324</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$54,568,778</u>	<u>\$40,418,303</u>

The accompanying notes are an integral part of this financial statement presentation.

GOODWILL INDUSTRIES OF CENTRAL TEXAS

CONSOLIDATED STATEMENT OF CASH FLOWS

YEAR ENDED DECEMBER 31, 2012

CASH FLOWS FROM OPERATING ACTIVITIES

Change in net assets	\$4,672,090
Depreciation and amortization	2,567,324
Bad debt	172,881
Net loss on disposal of fixed assets	43,505
Change in fair value of interest rate swaps	(24,488)
Loss on acquisition of swap	403,173
Unrealized gain (loss) on investment	(32,710)
(Increase) decrease in assets:	
Receivables	(2,085,802)
Inventory	(61,357)
Other assets	(160,348)
Long-term receivables	7,901
Increase (decrease) in liabilities:	
Accounts payable and accrued expenses	676,705
Deferred revenue	4,849
Net cash provided by operating activities	<u>6,183,723</u>

CASH FLOWS FROM INVESTING ACTIVITIES

Purchases of fixed assets	(16,270,240)
Proceeds from the sale of fixed assets	9,443
Purchase of investments	(100,000)
Net cash used by investing activities	<u>(16,360,797)</u>

CASH FLOWS FROM FINANCING ACTIVITIES

Proceeds from issuance of debt	29,397,305
Principal payment on debt	(21,042,747)
Debt issuance costs	(148,657)
Net cash provided by financing activities	<u>8,205,901</u>

NET CHANGE IN CASH 15,971,173

BEGINNING CASH AND CASH EQUIVALENTS 5,940,373

ENDING CASH AND CASH EQUIVALENTS 13,969,200

SUPPLEMENTAL INFORMATION:

CASH PAID FOR INTEREST 5540,096

The accompanying notes are an integral part of this financial statement presentation.

GOODWILL INDUSTRIES OF CENTRAL TEXAS

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Temporarily Restricted Net Assets

Support that is restricted by the donor is recorded as an increase in temporarily restricted net assets. When a restriction is satisfied, temporarily restricted net assets are reclassified to unrestricted net assets.

BASIS OF ACCOUNTING

GICT uses the accrual basis method of accounting. Contracts and grants are recorded as revenue when the funds are considered earned. Cost reimbursement contracts are recorded as revenue when the costs are incurred and contributions are recorded as support when the funds are awarded. Deferred revenue is recognized when grant funds are received prior to incurrence of costs on cost reimbursement contracts. Expenses are recognized when incurred.

CONSOLIDATION

As discussed in Note 1, these financial statements are consolidated to include the activities of the subsidiary entities. All intercompany balances have been eliminated for consolidation purposes.

ESTIMATES

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

CASH EQUIVALENTS

Cash equivalents consist of short-term, highly liquid investments that are readily convertible to cash.

INVENTORIES

Inventories are stated at the lower of cost (first-in, first-out) or market. Inventories consist of office supplies, supplies used in performing contracts, and purchased or donated items for resale in the retail stores.

RECEIVABLES

GICT accounts for its accounts receivables based on contract terms. Receivables are considered past due based on contractual terms. GICT provides for uncollectible accounts receivable and pledges receivable through the allowance method of accounting. Under this method, a provision for uncollectible accounts is charged to expense and the allowance account is increased based on past collection history and management's evaluation of accounts receivable. All amounts considered uncollectible are charged against the allowance account and recoveries of previously charged off accounts are added to the account. Grants receivable are considered 100 percent collectible.

GOODWILL INDUSTRIES OF CENTRAL TEXAS

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

INCOME TAXES

GICT and subsidiaries are exempt from income taxes under IRS Code Section 501(c)(3). Therefore, no provision has been made for Federal income taxes in the accompanying consolidated financial statements.

COLLECTIONS

Collections, acquired through purchases and contributions since GICT's inception of the Environmental Business Services Computer Museum, are not recognized as assets on the statement of financial position. Purchases of collection items are recorded as decreases in unrestricted net assets in the year in which the items are acquired or as temporarily or permanently restricted net assets if the assets used to purchase the items are restricted by donors. Contributed collection items are not reflected on the financial statements. Proceeds from de-accessions or insurance recoveries are reflected as increases in the appropriate net asset classes.

COMPARATIVE TOTALS

The financial statements include certain prior-year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with GICT's financial statements for the year ended December 31, 2011, from which the summarized information was derived.

NOTE 3: RECEIVABLES

Accounts receivables at December 31, 2012, are categorized as follows:

Accounts receivable	\$2,746,694
Grants receivable	807,069
Contributions receivable	19,864
Other receivables	401,458
Allowance for doubtful accounts	(221,927)
	<u>\$3,853,158</u>

Contributions receivable at December 31, 2012, are due as follows:

Less than 1 year	\$8,475
1 year to 5 years	<u>116,463</u>
	124,938
Less:	
Allowance for uncollectible contributions receivable	(4,775)
Unamortized discount at .002	(299)
	<u>\$119,864</u>

GOODWILL INDUSTRIES OF CENTRAL TEXAS
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 6: ENDOWMENTS

GICT has elected to have the endowment funds managed and held by Edward Jones @ Investments. Funds are invested in accordance with GICT's investment policies and objectives. To accomplish the organization's investment objectives, based on its time horizon, risk tolerances, performance expectations, and asset class preferences, an optimal portfolio has been identified. The Investment Manager is authorized to utilize portfolios with the following strategic asset allocations:

Asset Class	Lower Limit	Strategic Allocation	Upper Limit
Equities	45%	65%	75%
Large Cap	25%	30%	45%
Small Cap	15%	20%	25%
International	10%	15%	20%
Fixed Income	20%	30%	40%
Cash and Equivalents	0%	5%	10%

Spending of endowment funds and earnings are to be authorized at the discretion of the Board of Directors.

NOTE 7: LEASES

GICT is obligated under various lease agreements for space and equipment. Leases are classified as capital leases whenever the terms of the lease transfer substantially all the risks and reward of ownership to the lessee. All other leases are classified as operating leases.

Assets held under finance leases are recognized as assets of GICT at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the consolidated statement of financial position as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation. Finance charges are charged directly to expense. Assets held under capital leases are included in property, plant and equipment, and depreciation and impairment losses are recognized.

In addition to the foregoing minimum rentals, one operating lease requires the payment of additional rents based upon a percentage of gross sales. Total expense for operating leases in 2012 was approximately \$4,490,000. The following is a schedule of future minimum lease payments for all leases as of December 31, 2012:

	Operating Leases
2013	\$4,274,434
2014	4,336,010
2015	4,195,388
2016	3,068,423
2017	2,238,999
Thereafter	11,131,435
	<u>\$29,344,689</u>

GOODWILL INDUSTRIES OF CENTRAL TEXAS

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 9: DEBT

GICT's loan agreement with the Compass Mortgage Corporation includes various covenants, including:

1. Audited financial statements due within 180 days of the close of each fiscal year.
2. Quarterly financial statements within 45 days of each quarter.
3. Budget within 30 days after the start of each fiscal year.
3. Proper maintenance of properties.
4. Maintain a minimum tangible net worth of at least \$8,200,000, tested quarterly.
5. Maintain as of the end of each fiscal quarter a ratio of indebtedness to tangible net worth of not greater than 2.0 to 1.0.
6. Not becoming a party to a merger or consolidation without the written consent of the lender.
7. Maintain the primary banking relationship with Compass Bank.
7. Obtaining written consent of the lender to pledge or mortgage any of its assets.
8. Not create, incur, permit or assume any indebtedness, other than (a) indebtedness to Compass Bank, (b) indebtedness outstanding on the closing date which has been disclosed to and approved by the bank in writing and (c) indebtedness in an aggregate amount not to exceed \$1,000,000.
9. Maintain a minimum fixed charge coverage ratio of at least 1.10 to 1.00, tested quarterly. (The calculation includes cash less \$1,000,000).

NOTE 10: DEFINED CONTRIBUTION PLAN

GICT offers a 401(k) tax deferred retirement plan. All employees are eligible to participate on their first day of employment. For employees that are 21 years of age or older, GICT will match 50% of an employee's contributions up to 6% of their salary deferral after an employee has been employed for one year and worked 1,000 hours as of January 1 or July 1. Any employee contributions made toward the retirement plan are 100% vested. Participating employees vest employer contributions at 20% per year of service, reaching 100% after five years. Pension expense for the year ended December 31, 2012 was approximately \$262,000.

NOTE 11: INTEREST RATE SWAP

GICT uses interest rate swaps as part of its interest rate management strategy. GICT entered into no-ledge interest rate swap transactions to effectively convert variable rate loans to a fixed rate of 1.83%. The interest rate swap, which expires December 2022, is recorded on the statement of financial position at fair value. Changes in fair value of the interest rate swap are recognized in earnings. The fair value of the interest rate swap was \$403,173 on December 31, 2012 and is reported as a liability on the Consolidated Statement of Financial Position.

NOTE 12: COMMITMENTS

GICT has a deferred compensation agreement with an employee subject to IRS Code 457(f). Under the terms of the agreement GICT will contribute \$30,000 annually to the account maintained for the benefit of the employee less any amounts contributed annually to the 457(b) Eligible Deferred Compensation Plan. The employee does not have a vested interest or entitlement to the account until the earliest of the following events:

- a. April 4, 2013
- b. termination due to physical or mental disability
- c. death

GOODWILL INDUSTRIES OF CENTRAL TEXAS

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 14: TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets consist of:

Restricted for Youth Programs	\$62,190
Restricted for Future Building	9,000
Restricted for Evaluation and Training Programs	76,636
Restricted for Community Education	19,451
Total Temporarily Restricted Net Assets	\$167,277

NOTE 15: COLLECTIONS

The Environmental Business Services Computer Museum collection is made up of computers and computer related equipment of historical significance acquired through donation. The collection is held for educational, research and curatorial purposes. Each item is cataloged, preserved, cared for, and activities verifying their existence and assessment of their condition and historical significance are continually performed.

NOTE 16: CONCENTRATIONS

Amounts held in financial institutions occasionally are in excess of the Federal Deposit Insurance Corporation and Securities Investor Protection Corporation limits. GICT deposits its cash with high quality financial institutions, and management believes GICT is not exposed to significant credit risk on those amounts.

Approximately 48% of receivables are due from various agencies of the State of Texas. Approximately 56% of revenue from assisted employment industrial for 2012 was from various agencies of the State of Texas, and 42% was from the Federal government.

NOTE 17: SUBSEQUENT EVENTS

GICT has evaluated subsequent events as of May 17, 2013, the date the financial statements were available to be issued.

Subsequent to year end GICT has entered into the following:

- GICT has submitted an application to the Texas Education Agency for an open enrollment charter to operate a high school geared toward young adult dropouts. Goodwill has committed an initial startup investment of \$1,100,000 should this charter be granted.
- GICT has partnered with Foundation Communities on a grant application to construct a new South Lamar Goodwill store with an affordable housing 120-unit apartment building on GICT owned property. GICT's commitment is \$1,000,000 for additional land which should be reimbursed by grant project funds.
- GICT has entered into a ten year lease agreement for retail store space in Austin, Texas on Pleasant Valley Rd. Total future commitments are approximately \$1,500,000.



Arturo Montemayor III
President & CEO

Pamela Hill
Shareholder

Montemayor Hill & Company, P.C.
CERTIFIED PUBLIC ACCOUNTANTS

Suecy Braxton
Shareholder

Sean Bender
Shareholder

Board of Directors
Goodwill Industries of Central Texas

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the consolidated financial statements of Goodwill Industries of Central Texas (GICT) which comprise the consolidated statement of financial position as of December 31, 2012, and the related consolidated statements of activities, and cash flows for the year then ended, and the related notes to the consolidated financial statements, and have issued our report thereon dated 17 May 2013.

Internal Control Over Financial Reporting

In planning and performing our audit of the consolidated financial statements, we considered GICT's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of GICT's internal control. Accordingly, we do not express an opinion of the effectiveness of GICT's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify

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President & CEO

Pamela Hill
Shareholder

Montemayor Hill & Company, P.C.
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Stacy Britton
Shareholder

Sean Bender
Shareholder

Board of Directors
Goodwill Industries of Central Texas

**INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE FOR EACH MAJOR PROGRAM
AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY OMB CIRCULAR A-133**

Report on Compliance for Each Major Federal Program

We have audited Goodwill Industries of Central Texas' (GICT) compliance with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on each of GICT's major federal programs for the year ended December 31, 2012. GICT's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of GICT's major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, and OMB Circular A-133, *Audits of States, Local Governments, and Non-profit Organizations*. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about GICT's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of GICT's compliance.

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GOODWILL INDUSTRIES OF CENTRAL TEXAS
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
YEAR ENDED DECEMBER 31, 2012

<u>Federal Grantor/Pass-through Grantor/Program Title</u>	<u>Federal CFDA#</u>	<u>Pass-through Entity Identifying Number</u>	<u>Expenditures</u>
U.S. Department of Labor:			
Texas Workforce Commission			
Capital Area Workforce Development Board			
WIA Title I Youth *	17.259	WIA-Y14211	\$ 420,670
WIA Title I Youth *	17.259	WIA-Y14211	<u>1,197,201</u>
			1,617,871
Goodwill Industries International			
Pathways Out of Poverty G3	17.275	01-19920-10-60A-24	60,592
Total for U.S. Department of Labor			<u>1,678,463</u>
U.S. Department of Health and Human Services:			
The Office of Family Assistance			
Responsible Fatherhood	93.086	90FK0005/02	110,647
Responsible Fatherhood	93.086	90FK0005/01	<u>444,405</u>
Total for U.S. Department of Health & Human Services			<u>555,052</u>
U.S. Department of Justice			
Transitional Housing and Supporting Services for Low-income Domestic/Sexual Violence Victims			
Second Chance	ARRA 16405	2009-EH-S6-0023	28,365
	16.812	2011-CY-BX-0022	<u>154,408</u>
Total U.S. Department of Justice			<u>182,773</u>
U.S. Department of Education			
Department of Assistive and Rehabilitative Services			
Hands on Hospitality	84.390	538-10-7777-000000000208	<u>22,242</u>
Total U.S. Department of Education			<u>22,242</u>
U.S. Department of Housing & Urban Development:			
Housing Authority of the City of Austin			
CDBG/Entitlement Grant	14.218	HACA-099-0152	84,429
CDBG/Entitlement Grant	14.218	HACA-099-0152	<u>16,886</u>
Total U.S. Department of Housing & Urban Development			<u>101,315</u>
			\$ 2,539,843

* Includes \$93,230 in funds passed-through to other entities.

NOTE: See Note 2 to the consolidated financial statements for a summary of significant accounting policies.

See independent auditor's report.



May 17, 2013

Montemayor Hill & Company, P.C.
3001 S. Lamar Blvd, Ste 320
Austin, Texas 78704

This representation letter is provided in connection with your audit of the financial statements of Goodwill Industries of Central Texas (Organization), which comprise the statement of financial position as of December 31, 2012, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements, for the purpose of expressing an opinion as to whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States (U.S. GAAP).

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement. An omission or misstatement that is monetarily small in amount could be considered material as a result of qualitative factors.

We confirm, to the best of our knowledge and belief, the following representations made to you during your audit.

Financial Statements

- We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter dated February 23, 2013.
- The financial statements referred to above are fairly presented in conformity with U.S. generally accepted accounting principles.
- We acknowledge our responsibility for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
- We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.
- Significant assumptions we used in making accounting estimates, including those measured at fair value, are reasonable.

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- Related party relationships and transactions have been appropriately accounted for and disclosed in accordance with the requirements of U.S. GAAP.
- All events subsequent to the date of the financial statements and for which U.S. GAAP requires adjustment or disclosure have been adjusted or disclosed.
- The effects of uncorrected misstatements are immaterial, both individually and in the aggregate, to the financial statements as a whole. A list of the uncorrected misstatements is attached to the representation letter.
- The effects of all known actual or possible litigation, claims, and assessments have been accounted for and disclosed in accordance with U.S. GAAP.
- Material concentrations have been appropriately disclosed in accordance with U.S. GAAP.
- Guarantees, whether written or oral, under which the organization is contingently liable, have been properly recorded or disclosed in accordance with U.S. GAAP.
- With respect to federal award programs:
 - We are responsible for understanding and complying with, and have complied with the requirements of OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*, including requirements relating to preparation of the schedule of expenditures of federal awards.
 - We have prepared the schedule of expenditures of federal awards in accordance with OMB Circular A-133 and have identified and disclosed in the schedule expenditures made during the audit period for all awards provided by federal agencies in the form of grants, federal cost-reimbursement contracts, loans, loan guarantees, property (including donated surplus property), cooperative agreements, interest subsidies, insurance, food commodities, direct appropriations, and other direct assistance.
 - We acknowledge our responsibility for presenting the schedule of expenditures of federal awards (SEFA) in accordance with the requirements of OMB Circular A-133 §310.b, and we believe the SEFA, including its form and content, is fairly presented in accordance with OMB Circular A-133 §310.b. The methods of measurement and presentation of the SEFA have not changed from those used in the prior period, and we have disclosed to you any significant assumptions and interpretations underlying the measurement and presentation of the SEFA.
 - If the SEFA is not presented with the audited financial statements, we will make the audited financial statements readily available to the intended users of the SEFA no later than the date we issue the supplementary information and the auditor's report thereon.
 - We have identified and disclosed to you all of our government programs and related activities subject to OMB Circular A-133.

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- o We are responsible for understanding and complying with the requirements of laws, regulations, and the provisions of contracts and grant agreements related to each of our federal programs and have identified and disclosed to you the requirements of laws, regulations and the provisions of contracts and grant agreements that are considered to have a direct and material effect on each major program.
- o We are responsible for establishing and maintaining, and have established and maintained, effective internal control over compliance requirements applicable to federal programs that provides reasonable assurance that we are managing our federal awards in compliance with laws, regulations, and the provisions of contracts and grant agreements that could have a material effect on our federal programs. We believe the internal control system is adequate and is functioning as intended.
- o We have made available to you all contracts and grant agreements (including amendments, if any) and any other correspondence with federal agencies or pass-through entities relevant to federal programs and related activities.
- o We have received no requests from a federal agency to audit one or more specific programs as a major program.
- o We have complied with the direct and material compliance requirements (except for noncompliance disclosed to you), including when applicable, those set forth in the *OMB Circular A-133 Compliance Supplement*, relating to federal awards and have identified and disclosed to you all amounts questioned and all known noncompliance with the direct and material compliance requirements of federal awards.
- o We have disclosed any communications from grantors and pass-through entities concerning possible noncompliance with the direct and material compliance requirements, including communications received from the end of the period covered by the compliance audit to the date of the auditor's report.
- o We have disclosed to you the findings received and related corrective actions taken for previous audits, attestation engagements, and internal or external monitoring that directly relate to the objectives of the compliance audit, including findings received and corrective actions taken from the end of the period covered by the compliance audit to the date of the auditor's report.
- o Amounts claimed or used for matching were determined in accordance with relevant guidelines in OMB Circular A-122, *Cost Principles for Nonprofit Organizations*, and Subpart C, *Cost Sharing and Matching*, of OMB Circular A-110, *Grants and Agreements with Institutions of Higher Education, Hospitals, and Other Nonprofit Organizations*.
- o We have disclosed to you our interpretation of compliance requirements that may have varying interpretations.

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- We have made available to you all documentation related to compliance with the direct and material compliance requirements, including information related to federal program financial reports and claims for advances and reimbursements.
- We have disclosed to you the nature of any subsequent events that provide additional evidence about conditions that existed at the end of the reporting period affecting noncompliance during the reporting period.
- There are no such known instances of noncompliance with direct and material compliance requirements that occurred subsequent to the period covered by the auditor's report.
- No changes have been made in internal control over compliance or other factors that might significantly affect internal control, including any corrective action we have taken regarding significant deficiencies in internal control over compliance (including material weaknesses in internal control over compliance), have occurred subsequent to the date as of which compliance was audited.
- Federal program financial reports and claims for advances and reimbursements are supported by the books and records from which the basic financial statements have been prepared.
- The copies of federal program financial reports provided you are true copies of the reports submitted, or electronically transmitted, to the respective federal agency or pass-through entity, as applicable.
- We have monitored subrecipients to determine that they have expended pass-through assistance in accordance with applicable laws and regulations and have met the requirements of OMB Circular A-133.
- We have taken appropriate action, including issuing management decisions, on a timely basis after receipt of subrecipients' auditor's reports that identified noncompliance with laws, regulations, or the provisions of contracts or grant agreements to ensure that subrecipients have taken the appropriate and timely corrective action on findings.
- We have considered the results of subrecipient audits and have made any necessary adjustments to our books and records.
- We have charged costs to federal awards in accordance with applicable cost principles.
- We are responsible for and have accurately prepared the summary schedule of prior audit findings to include all findings required to be included by OMB Circular A-133, and we have provided you with all information on the status of the follow-up on prior audit findings by federal awarding agencies and pass-through entities, including all management decisions.
- We are responsible for and have accurately prepared the auditee section of the Data Collection Form as required by OMB Circular A-133.

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- We are responsible for preparing and implementing a corrective action plan for each audit finding.

Information Provided

- We have provided you with:
 - Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters.
 - Additional information that you have requested from us for the purpose of the audit.
 - Unrestricted access to persons within the entity from whom you determined it necessary to obtain audit evidence.
- All material transactions have been recorded in the accounting records and are reflected in the financial statements.
- We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.
- We have no knowledge of any fraud or suspected fraud that affects the organization and involves:
 - Management,
 - Employees who have significant roles in internal control, or
 - Others where the fraud could have a material effect on the financial statements.
- We have no knowledge of any allegations of fraud or suspected fraud affecting the organization's financial statements communicated by employees, former employees, grantors, regulators, or others.
- We have disclosed to you all known instances of noncompliance or suspected noncompliance with laws and regulations whose effects should be considered when preparing financial statements.
- We have disclosed to you all known actual or possible litigation, claims, and assessment whose effects should be considered when preparing the financial statements.
- We have disclosed to you the identity of the organization's related parties and all the related party relationships and transactions of which we are aware.
- The organization has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral.
- We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us; and we have identified and disclosed to you all laws, regulations and provisions of contracts and grant agreements that we believe have a direct and

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material effect on the determination of financial statement amounts or other financial data significant to the audit objectives.

- Goodwill Industries of Central Texas is an exempt organization under Section 501(c)(3) of the Internal Revenue Code. Any activities of which we are aware that would jeopardize the Organization's tax-exempt status, and all activities subject to tax on unrelated business income or excise or other tax, have been disclosed to you. All required filings with tax authorities are up-to-date.

Signature: [Handwritten Signature]

Signature: [Handwritten Signature]

Title: CFO

Title: President and CEO

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Goodwill Industries of Central Texas
Uncorrected Financial Misstatements
December 31, 2012

<u>Account</u>	<u>Debit</u>	<u>Credit</u>
Accrued liabilities	28,525	
Assisted employment-retail		28,525

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Subcode: 550048

Ordered: 02/06/2014 10:53:45 CST



Transaction Number: C800938638

Search Inquiry: GOODWILL INDUSTRIES OF CENTRAL TEXAS/1015 NORWOOD PARK BLVD/AUSTIN/TX/78753/US/512-637-7501/778178710

Model Description: Intelliscore Plus V2

Business Name GOODWILL INDUSTRIES OF CENTRAL TEXAS			Business Identification Number 778178710
Primary Address: 1015 NORWOOD PARK BLVD AUSTIN, TX 78753-6608		Website: goodwillpfl.org Phone: (512) 637-7501 Tax ID: 74-1322808	
		 This business is the ultimate parent. See the corporate hierarchy by clicking here	




TOP

Risk Scores and Credit Limit Recommendation		Days Beyond Terms	Derogatory Legal	Fraud Alerts
Intelliscore Plus  12 MEDIUM-HIGH RISK Score range: 1 - 100 percentiles Credit Limit Recommendation: \$136,300	Financial Stability Risk  15 MEDIUM RISK	Company DBT  2 Industry DBT: 8	Original Filings  0	High Risk Alerts  0

TOP

Business Facts			
Years on File:	23 (FILE ESTABLISHED 03/1991)	SIC Code:	COMPUTER & SOFTWARE STORES - 5734
State of Incorporation:	TX		SOCIAL SERVICES, NEC - 8399
Date of Incorporation:	05/26/1958		MUSEUMS & ART GALLERIES - 8412
Business Type:	Non-profit	NAICS Code:	Electronics Stores - 443142
Contacts:	MARK FINGER - CHAIRMAN		Other Individual and Family Services - 624190
	PAULA JANE CAMPBELL - TREASURER		Museums, Historical Sites, and Similar Institutions - 712100
	ANNE L MORGAN - SECRETARY	Sales:	\$42,047,000
		Non-Profit:	Yes

TOP

Commercial Fraud Shield		
Evaluation for: GOODWILL INDUSTRIES OF CENTRAL TX, 1015 NORWOOD PARK BLVD, AUSTIN, TX78753-6608		
Business Alerts	Verification Triggers	
Active Business Indicator:  Experian shows this business as active	The primary Business Name, Address, and Phone Number on Experian File were reviewed for High Risk indicators, no High Risk indicators were found.	
Possible OFAC Match:  No OFAC match found		
Business Victim Statement:  No victim statement on file		

Credit Risk Score and Credit Limit Recommendation	
Credit Risk Score: Intelliscore Plus	
Current Intelliscore Plus Score: 12	Risk Class: 4 



This score predicts the likelihood of serious credit delinquencies for this business within the next 12 months. Payment history and public record along with other variables are used to predict future risk. Higher scores indicate lower risk.

Factors lowering the score

- ▶ NUMBER OF COMMERCIAL ACCOUNTS WITH HIGH UTILIZATION
- ▶ MAX DELINQUENCY RPTD IN LAST 4 MOS FOR ADDITIONAL COMM ACCTS
- ▶ BALANCE OF COMMERCIAL ACCOUNTS AT WORST DELINQUENCY
- ▶ BALANCE OF DELINQUENT COMMERCIAL ACCOUNTS

Industry Risk Comparison

11% of businesses indicate a higher likelihood of severe delinquency.

Action or risk based on your company's specific score thresholds: MEDIUM-HIGH RISK

Quarterly Score Trends

Quarterly Score Trends



The Quarterly Score Trends provide a view of the likelihood of delinquency over the past 12 months for this business. The trends will indicate if the score improved, remained stable, fluctuated or declined over the last 12 months.

Credit Risk Score: Financial Stability Risk

Current Financial Stability Risk Score: 15



This score predicts the likelihood of financial stability risk within the next 12 months. The score uses tradeline and collections information, public filings as well as other variables to predict future risk. Higher scores indicate lower risk.

Factors lowering the score

- ▶ NUMBER OF COMMERCIAL COLLECTION ACCOUNTS
- ▶ RISK ASSOCIATED WITH THE COMPANY'S INDUSTRY SECTOR
- ▶ PAST COMMERCIAL DEROGATORY BALANCE
- ▶ PERCENT OF COMMERCIAL ACCOUNTS DELINQUENT

Risk Class: 3

MEDIUM RISK

The risk class groups scores by risk into ranges of similar performance. Range 5 is the highest risk, range 1 is the lowest risk.

Industry Risk Comparison

14% of businesses indicate a higher likelihood of financial stability risk.

Credit Limit Recommendation

Credit Limit Recommendation
\$136,300

This recommendation compares this business against similar businesses in the Experian business credit database. It is based on trade information, industry, age of business and the Intelliscore Plus. The recommendation is a guide. The final decision must be made based on your company's business policies.

Payment and Legal Filings Summary

Payment Performance		Trade and Collection Balance		Legal Filings	
Current DBT:	2	Total trade and collection (26):	\$150,018	Bankruptcy:	No
Predicted DBT as 04/02/2014 :	5	All trades (25):	\$149,800	Tax Lien filings:	0
Monthly Average DBT:	3	All collections (1):	\$218	Judgment filings:	0
Highest DBT Previous 6 Months:	5	Continuous trade (11):	\$34,000	Sum of legal filings:	\$0
Highest DBT Previous 5 Quarters:	4	6 month average:	\$22,700 - \$43,300	UCC filings:	24
Payment Trend Indication:		Highest credit amount extended:	\$30,300	Cautionary UCC filings:	Yes
No payment trend identifiable		Most frequent industry purchasing terms:			
		NET 30.REVOLVE.CREDIT			

Industry Comparison

Industry DBT Range Comparison

The current DBT of this business is 2. 80% of businesses have a DBT range of 0-5.

DBT for this business: 2



DBT Norms

All industry: 9

Same industry: 8

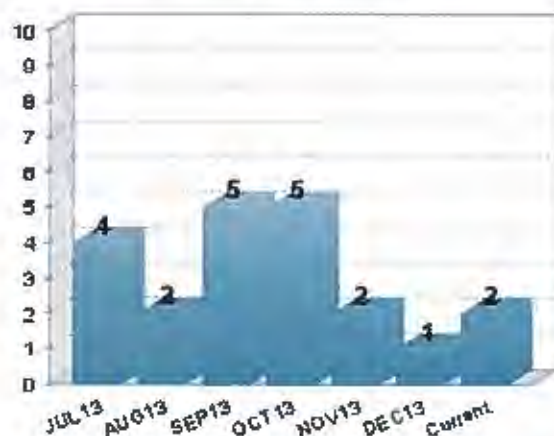
Industry Payment Comparison

Has paid sooner than 50% of similar businesses

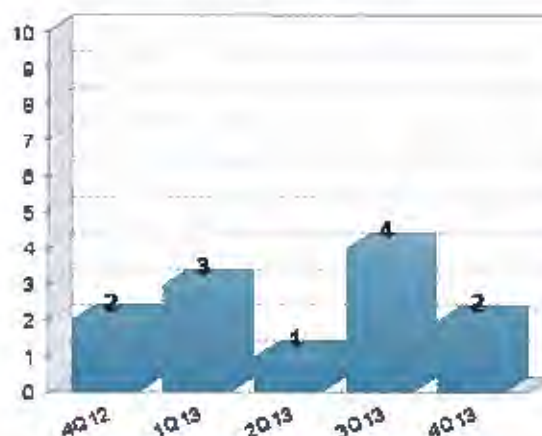
Payment Trending

DBT Trends

Monthly DBT Trends



Quarterly DBT Trends



Monthly Payment Trends

Payment Trends Analysis
COMPUTER & SOFTWARE STORES - 5734Account Status
Days Beyond Terms

Date Reported	Industry DBT		Business DBT	Balance	Cur	Account Status			
	Cur	DBT				1-30	31-60	61-90	91+
CURRENT	N/A	N/A	2	\$34,000	90%	9%		1%	
DEC13	85%	8	1	\$22,700	97%	1%	1%	1%	
NOV13	82%	11	2	\$25,200	94%	4%	2%		
OCT13	82%	10	5	\$34,600	81%	13%	6%		
SEP13	84%	9	5	\$41,800	76%	21%	3%		
AUG13	85%	8	2	\$36,300	88%	11%		1%	

JUL13	83%	8	4	\$43,300	84%	13%	1%	2%
Quarterly Payment Trends								
Payment History - Quarterly Averages				Account Status Days Beyond Terms				
Quarter	Months	DBT	Balance	Cur	1-30	31-60	61-90	91+
Q4 - 13	OCT - DEC	2	\$26,600	90%	7%	3%		
Q3 - 13	JUL - SEP	4	\$38,600	81%	16%	2%	1%	
Q2 - 13	APR - JUN	1	\$34,600	95%	4%	1%		
Q1 - 13	JAN - MAR	3	\$42,500	92%	4%	2%	2%	
Q4 - 12	OCT - DEC	2	\$37,500	93%	4%	3%		

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Collection Experiences						
Date Placed	Status	Original Balance	Outstanding Balance	Date Closed	Agency	Agency Phone
05/2012	Open Account	\$218	\$47		CAINE & WEINER	(818) 251-1718

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Trade Payment Summary									
Trade Line Type	Lines Reported	DBT	Recent High Credit	Balance	Current	01-30	31-60	61-90	91+
Continuous	11	2	\$108,300	\$34,000	90%	9%		1%	
New	0			\$0					
Combined Trade	11	2	\$108,300	\$34,000	90%	9%		1%	
Additional	14		\$168,100	\$115,800	58%	36%	2%		4%
Total Trade	25		\$276,400	\$149,800	86%	30%	1%		3%

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Trade Payment - New and Continuously Reported Trade Details											
Payment Experiences (Trade Lines with an (*) after the date are newly reported)						Account Status Days Beyond Terms					
Business Category	Date Reported	Last Sale	Payment Terms	Recent High Credit	Balance	Cur	1-30	31-60	61-90	91+	Comments
AIR TRANS	02/2014	12/2013	OTHER	\$6,000	\$200	62%	38%				
BLDG MATRL	02/2014	12/2013	CREDIT	\$200	\$100	53%	33%	14%			ACCTCLOSED
COMMUNICTN	12/2013		VARIED	\$8,500	\$1,600	97%	1%	1%	1%		
COMPUTERS	01/2014	03/2008	CREDIT		\$0						ACCTCLOSED
FINCL SVCS	02/2014	01/2014	NET 30	\$17,300	\$12,200	82%	16%	1%		1%	
OFFC EQUIP	01/2014	12/2013	REVOLVE	\$30,300	\$3,000	89%			11%		
PACKAGING	01/2014	12/2013	NET 30	\$15,500	\$1,700	100%					CUST 6 YR
PAINTS	01/2014		OTHER	\$900	\$900		100%				
RENTALS	10/2013	09/2013	NET 30	\$200	<\$100	100%					
RENTALS	11/2013		NET 30	\$13,500	\$100					100%	
TELECOM	01/2014		NET 30	\$15,900	\$14,100	100%					

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Trade Payment - Additional Trade Details											
Payment Experiences (Trade Lines with an (*) after the date are newly reported)						Account Status Days Beyond Terms					
Business Category	Date Reported	Last Sale	Payment Terms	Recent High Credit	Balance	Cur	1-30	31-60	61-90	91+	Comments
ACCT SVCS	08/2013		VARIED	\$5,000	\$0						
AUTO RENTL	01/2014		NET 30	\$49,700	\$30,500	49%	50%	1%			
BUREAU	07/2013	07/2013	NET 30	\$2,300	\$0						

BUS SERVCS	03/2012		VARIED	\$11,800	\$5,900	100%			
CRED CARD	01/2014	01/2008	REVOLVE		\$0				ACCTCLOSED
DP SERVCS	08/2013	11/2012			\$0				CUST 2 YR
ELEC DISTR	11/2011		OTHER		\$0				
FACTOR	10/2011		NET 30	\$1,900	\$0				CUST 4 YR
GLASS	08/2013	06/2013	NET 30	\$300	\$0				
LEASING	01/2014		CONTRCT	\$24,400	\$24,400	100%			
LEASING	01/2014		NET 10	\$70,200	\$53,500	35%	50%	5%	10%
MANUFCTRNG	10/2012	02/2012	NET 30	\$1,000	\$0				
PAPER PROD	08/2011		NET 30	\$1,500	\$1,500	100%			
SAFTY PROD	07/2012		NET30		\$0				CUST 1 YR

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Uniform Commercial Code (UCC) Filings

UCC Filing Summary

Date Range	Year	Cautionary UCCs **	Total Filed	Released / Termination	Continuous	Amended / Assigned
JAN - PRESENT	2014		1			
JUL - DEC	2013		3			
JAN - JUN	2013		9			
JUL - DEC	2012		2			
JAN - JUN	2012		1			
PRIOR TO JAN	2012	4	8	2	2	1
Total		4	24	2	2	1

** Cautionary UCC Filings include one or more of the following collateral: Accounts, Accounts Receivables, Contract Rights, Hereafter Acquired Property, Inventory, Leases, Notes Receivable or Proceeds.

UCC Details

<p>UCC FILED Date: 01/01/2014 Filing Number: 140000014313 Jurisdiction: SEC OF STATE TX Secured Party: U.S. BANK EQUIPMENT FINANCE MN MARSHALL 56258 1310 MADRID ST</p>	<p>UCC FILED Date: 10/08/2013 Filing Number: 130032156637 Jurisdiction: SEC OF STATE TX Secured Party: CISCO SYSTEMS CAPITAL CORPORATION PA WAYNE 19087 1111 OLD EA</p>
<p>UCC FILED Date: 08/29/2013 Filing Number: 130027756182 Jurisdiction: SEC OF STATE TX Secured Party: U.S. BANK EQUIPMENT FINANCE MN MARSHALL 56258 1310 MADRID ST</p>	<p>UCC FILED Date: 08/28/2013 Filing Number: 130027538029 Jurisdiction: SEC OF STATE TX Secured Party: TECHNOLOGY CREDIT CORPORATION CA SAN JOSE 95126 819 THE ALAM</p>
<p>UCC FILED Date: 06/19/2013 Filing Number: 130019471056 Jurisdiction: SEC OF STATE TX Secured Party: U.S. BANK EQUIPMENT FINANCE, A DIVISION MN MARSHALL 56258 1</p>	<p>UCC FILED Date: 06/03/2013 Filing Number: 130017414142 Jurisdiction: SEC OF STATE TX Secured Party: U.S. BANK EQUIPMENT FINANCE, A DIVISION MN MARSHALL 56258 1</p>
<p>UCC FILED Date: 05/30/2013 Filing Number: 130017174499 Jurisdiction: SEC OF STATE TX Secured Party: U.S. BANK EQUIPMENT FINANCE, A DIVISION MN MARSHALL 56258 1</p>	<p>UCC FILED Date: 05/14/2013 Filing Number: 130015262161 Jurisdiction: SEC OF STATE TX Secured Party: U.S. BANK EQUIPMENT FINANCE MN MARSHALL 56258 1310 MADRID ST</p>
<p>UCC FILED Date: 05/02/2013 Filing Number: 130013944439 Jurisdiction: SEC OF STATE TX Secured Party: U.S. BANK EQUIPMENT FINANCE MN MARSHALL 56258 1310 MADRID ST</p>	<p>UCC FILED Date: 05/02/2013 Filing Number: 130013944297 Jurisdiction: SEC OF STATE TX Secured Party: U.S. BANK EQUIPMENT FINANCE, A DIVISION MN MARSHALL 56258 1</p>

 [View Additional UCC Details](#)

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Additional Business Facts

Corporate Registration

THE FOLLOWING INFORMATION WAS PROVIDED BY THE STATE OF TEXAS.

State of Origin: TX
Date of Incorporation: 05/26/1958
Current Status: Active
Business Type: Non-profit
Charter Number: 0014692101
Agent: GERALD L DAVIS
Agent Address: 1015 NORWOOD PARK BLVD AUSTIN, TX

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Corporate Linkage

Business Name	Location	BIN
The Inquired upon business, GOODWILL INDUSTRIES OF CENTRAL TX, is the Ultimate Parent		
GOODWILL INDUSTRIES OF CENTRAL TX	1015 NORWOOD PARK BLVD - AUSTIN, TX	778178710
Subsidiaries of the Inquired upon business:		
GOODWILL STAFFING GROUP	1015 NORWOOD PARK BLVD - AUSTIN, TX	778178711
Branches of the Inquired upon business:		
GOODWILL INDUSTRIES OF CENTRAL TEXAS	5734 MANCHACA RD - AUSTIN, TX	785309292
GOODWILL INDUSTRIES OF CENTRAL TEXAS	2200 N 1ST ST - ABILENE, TX	939348603
GOODWILL INDUSTRIES OF CENTRAL TEXAS	6605 BURLESON RD - AUSTIN, TX	945348271

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Inquiries

Summary of Inquiries

Business Category	FEB14	JAN14	DEC13	NOV13	OCT13	SEP13	AUG13	JUL13	JUN13
BUREAU							1		
GENERAL									2
Totals							1		2

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End of report

1 of 1 report

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Return of Organization Exempt From Income Tax

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

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

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

A For the 2012 calendar year, or tax year beginning 2012, and ending

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

C Name and address of principal officers:
Same As C Above

D Employer identification number: 74-1322808
E Telephone number: 512-637-7112
F Gross receipts \$: 92,153,855

G (a) Is this a group return for affiliates? Yes No
 (b) Are all affiliates included? (If "No," attach a list. (See instructions).) Yes No

H (a) Tax-exempt status: 501(c)(3) 501(c) () (insert no.) 4947(a)(1) or 527
 (c) Group exemption number: _____

I Website: www.austingoodwill.org

K Form of organization: Corporation Trust Association Other _____
 L Year of formation: 1958 M State of legal domicile: TX

Part I Summary

1 Briefly describe the organization's mission or most significant activities: Goodwill Industries of Central Texas (GICT) is dedicated to the mission of providing job-related services and opportunities for people with barriers to employment. We strive to help clients generate life-long connections to work.

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	18
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	18
5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	1,874
6 Total number of volunteers (estimate if necessary)	6	1,587
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
7b Net unrelated business taxable income from Form 990-T, line 34	7b	0

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	37,895,257	43,038,180
9 Program service revenue (Part VIII, line 2g)	3,743,140	5,260,984
10 Investment income (Part VII, column (A), lines 3, 4, and 7d)	-643	-4,764
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	409,774	404,423
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	42,047,528	48,699,823
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	324,014	503,209
14 Benefits paid to or for members (Part IX, column (A), line 4)		
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	22,823,719	27,295,758
16a Professional fundraising fees (Part IX, column (A), line 11e)		
b Total fundraising expenses (Part IX, column (D), line 25) 707,353		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	16,218,816	18,189,396
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	39,366,549	45,988,363
19 Revenue less expenses. Subtract line 18 from line 12	2,680,979	2,710,460

	Beginning of Current Year	End of Year
20 Total assets (Part X, line 15)	34,686,248	43,266,599
21 Total liabilities (Part X, line 25)	22,649,958	32,519,849
22 Net assets or fund balances. Subtract line 21 from line 20	12,036,290	14,746,750

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: Gerald L Davis Date: 10/15/13
 Type of print name and title: Gerald L Davis President & CEO

Paid Preparer Use Only

Print/preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> self-employed <input type="checkbox"/> PTIN
<u>[Redacted]</u>	<u>Self-Prepared</u>		
Firm's name	Firm's EIN	Phone no.	
<u>[Redacted]</u>	<u>[Redacted]</u>	<u>[Redacted]</u>	

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:

Goodwill Industries of Central Texas (GICT) is dedicated to the mission of providing job-related services and opportunities for people with barriers to employment. We strive to help clients generate life-long connections to work.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? See Schedule O [X] Yes [] No

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

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

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

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured 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 \$ 29,273,639, including grants of \$) (Revenue \$ 11,931.)

Assisted Employment Retail

GICT's Retail Services division is the most well-known face of Goodwill in the community. Stores serve the mission by processing, reselling or recycling donations of gently used goods, computers or vehicles through 38 locations in and around Austin. GICT offers different products to the community through three distinct types of retail locations, including: Goodwill Retail Stores, Goodwill Outlet Store, and the Goodwill Computer Works Store. Select locations also house Job Help Centers, which assist Central Texans with job services and programs. Stores also provide employment and training opportunities as well as work experience for individuals with barriers. This division employed 559 individuals with barriers to employment.

4b (Code:) (Expenses \$ 7,992,991, including grants of \$ 503,209.) (Revenue \$ 4,957,538.)

See Schedule O

4c (Code:) (Expenses \$ 425,897, including grants of \$) (Revenue \$ 1,047.)

Environmental Business Services

Provides employment and training opportunities for people with barriers to employment. Our integrated recycling approach diverted 14,506 tons of waste from landfills in 2012.

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

(Expenses \$ 347,295, including grants of \$) (Revenue \$ 290,468.)

4e Total program service expenses \$ 38,039,822.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A.	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I.		X
4 Section 501(c)(3) organizations: Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II.	X	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III.		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I.		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II.		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III.	X	
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV.		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V.	X	
11 If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI.	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII.		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII.		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX.		X
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X.	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X.		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, and XII.		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional.	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E.		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If 'Yes,' complete Schedule F, Parts I and IV.		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV.		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV.		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions).		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II.	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III.		X
20a Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H.		X
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 17? 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 27? 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, and that was issued after December 31, 2002? If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25.	X	
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		X
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		X
d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?		X
25a Section 501(c)(3) and 501(c)(6) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If 'Yes,' complete Schedule L, Part I.		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If 'Yes,' complete Schedule L, Part I.		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest 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 employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If 'Yes,' complete Schedule L, Part III.		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV.		X
b A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV.		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If 'Yes,' complete Schedule L, Part IV.		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If 'Yes,' complete Schedule M.	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M.		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I.		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part II.		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Schedule R, Part I.		X
34 Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1.	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	X	
b If 'Yes' to line 35a, 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.	X	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Part V, line 2.		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 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

		Yes	No
1 a	Enter the number reported in Box 3 of Form 1099. Enter -0- if not applicable. 1 a 245		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. 1 b 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? 1 c	X	
2 a	Enter the number of employees reported on Form W-2, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return. 2 a 1,874		
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) 2 b	X	
3 a	Did the organization have unrelated business gross income of \$1,000 or more during the year? 3 a		X
b	If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O. 3 b		
4 a	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)? 4 a		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.		
5 a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? 5 a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? 5 b		X
c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T? 5 c		
6 a	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 as charitable contributions? 6 a	X	
b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? 6 b	X	
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? 7 a	X	
b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided? 7 b	X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8882? 7 c		X
d	If 'Yes,' indicate the number of Forms 8882 filed during the year. 7 d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 7 e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 7 f		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? 7 g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? 7 h	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? 8		X
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966? 9 a		X
b	Did the organization make a distribution to a donor, donor advisor, or related person? 9 b		X
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12. 10 a		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities. 10 b		
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders. 11 a		
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them). 11 b		
12 a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? 12 a		
b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year. 12 b		
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. 13 a		
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. 13 b		
c	Enter the amount of reserves on hand. 13 c		
14 a	Did the organization receive any payments for indoor tanning services during the tax year? 14 a		X
b	If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O. 14 b		

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
1 a Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	1 a	1 b
b Enter the number of voting members included in line 1a, above, who are independent.	1 b	1 b
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?	2	X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	X
6 Did the organization have members or stockholders?	6	X
7 a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7 a	X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body?	7 b	X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	8 a	X
b Each committee with authority to act on behalf of the governing body?	8 b	X
9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O.	9	X

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

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

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed = None
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 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 during the tax year. See Schedule O
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:
*Cathy Rudzinski 1015 Norwood Park Blvd Austin TX 78753 512-637-7112

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

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

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

To 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 (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(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			
See Schedule O										
(1) Melvin Greene Director	1 0	X					0	0	0	
(2) Mark Finger Chairman	1 0	X					579	0	0	
(3) Joe Farmer Director	1 0	X					0	0	0	
(4) Yvonne Suttles Director	1 0	X					0	0	0	
(5) Michael Pearson Secretary	1 0	X					0	0	0	
(6) Alan Campbell Director	1 0	X					0	0	0	
(7) Ted Delisi Director	1 0	X					0	0	0	
(8) Joyce Hellums Treasurer	1 0	X					0	0	0	
(9) Anne Morgan Secretary	1 0	X					0	0	0	
(10) Paula Campbell Treasurer	1 0	X					0	0	0	
(11) Francine Breckenridge Director	1 0	X					0	0	0	
(12) Les Gage Director	1 0	X					0	0	0	
(13) Cindy Goldsberry Director	1 0	X					0	0	0	
(14) Ali Khatav Director	1 0	X					0	0	0	

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

(A) Name and title	(B) Average hours per week (or any other unit) for which compensation is reported (do not include time for travel)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(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			
(15) Janie Lagarde Director	1 0	X				0	0	0	
(16) Yvonne Vandyke Director	1 0	X				688	0	0	
(17) Carl Hansen Director	1 0	X				0	0	0	
(18) Erica Saenz Director	1 0	X				0	0	0	
(19) Gerald L Davis President & CEO	40 0			X		370,122	0	131,145	
(20) Cathy F Rudzinski CFO	40 0			X		212,754	0	67,480	
(21) Andrea Salinas CAO	40 0				X	207,605	0	80,043	
(22) Mark Riemstra COO	40 0				X	158,291	0	56,306	
(23) Michael Willard CNS	40 0				X	148,969	0	38,656	
(24) Brett Bartschi VP of Retail Svcs	40 0				X	169,512	0	45,210	
(25) Dodie Brown VP of Financial Sv	40 0				X	137,794	0	29,791	
1 b Sub-total						1,406,314	0	448,631	
c Total from continuation sheets to Part VII, Section A						400,164	0	90,739	
d Total (add lines 1b and 1c)						1,806,478	0	539,370	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **10**

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual.	3	0
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes" complete Schedule J for such individual.	4	X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person.	5	0

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. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
Burt Watts 9137 Great Hills Trail Austin, TX 78759	Construction	3,989,339
Aquila Commercial 1717 W 6th ST #450 Austin, TX 78703	Real Estate Develop	208,800
Clean Scapes PO Box 203070 Austin, TX 78710	landscaping	182,714
PCD Network Solutions PO Box 17245 Crescent Springs, KY 41017	computer network	162,599
ASI Protection Services PO Box 270213 Austin, TX 78727	security services	340,764

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 **11**

Part VIII Statement of Revenue

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

		(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	1 a 50,968.				
	b Membership dues	1 b				
	c Fundraising events	1 c 254,457.				
	d Related organizations	1 d				
	e Government grants (contributions)	1 e				
	f All other contributions, gifts, grants, and similar amounts not included above	1 f 42,732,755.				
	g Noncash contributions included in lines 1a-1f: \$	42,104,019.				
	h Total. Add lines 1a-1f		43,038,180.			
PROGRAM SERVICE REVENUE	Business Code					
	2 a Workforce Dev Services	624310	4,957,538.	4,957,538.		
	b Assisted Employment Staff	561300	290,468.	290,468.		
	c Assisted Employ Retail	453310	11,931.	11,931.		
	d Environmental Bus Service	453310	1,047.	1,047.		
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f		5,260,984.			
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)		37,079.		37,079.	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(b) Real	104,251.			
		(c) Personal	3,376.			
		b Less: rental expenses	114,159.			
		c Rental income or (loss)	-9,908.	3,376.		
	d Net rental income or (loss)		-6,532.		-6,532.	
	7 a Gross amount from sales of assets other than inventory	(i) Securities				
		(ii) Other		9,443.		
		b Less: cost or other basis and sales expenses		51,286.		
		c Gain or (loss)		-41,843.		
	d Net gain or (loss)		-41,843.	-41,843.		
	8 a Gross income from fundraising events (not including \$ 254,457. of contributions reported on line 1c). See Part IV, line 18	a	45,819.			
		b Less: direct expenses	b	103,416.		
c Net income or (loss) from fundraising events			-57,597.		-57,597.	
9 a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses	b				
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a	43632690.				
	b Less: cost of goods sold	b	43186171.			
	c Net income or (loss) from sales of inventory		446,519.		446,519.	
Miscellaneous Revenue		Business Code				
11 a miscellaneous		12,906.			12,906.	
b Insurance Proceeds		9,977.			9,977.	
c gain/losses		-850.			-850.	
d All other revenue						
e Total. Add lines 11a-11d		22,033.				
12 Total revenue. See instructions		48,698,823.	5,219,141.	0.	441,502.	

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).

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

Do not include amounts reported on lines 6b, 7b, 8c, 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 United States. See Part IV, line 21.	23,375.	23,375.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22.	479,834.	479,834.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.				
4 Benefits paid to or for members.				
5 Compensation of current officers, directors, trustees, and key employees.	1,062,263.	271,791.	778,159.	12,313.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).	0.	0.	0.	0.
7 Other salaries and wages.	21,090,440.	18,405,827.	2,344,377.	340,236.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions).	1,057,302.	609,208.	447,173.	921.
9 Other employee benefits.	2,419,956.	2,091,695.	285,243.	42,018.
10 Payroll taxes.	1,665,797.	1,423,169.	218,297.	24,331.
11 Fees for services (non-employees):				
a Management.				
b Legal.	63,567.	17,123.	46,444.	
c Accounting.	62,921.	8,250.	54,671.	
d Lobbying.	11,534.	11,534.		
e Professional fundraising services. See Part IV, line 17.				
f Investment management fees.				
g Other. If line 11g amt exceeds 10% of line 25, column (A) amt, list line 11g expenses on Sch O.	778,972.	229,339.	455,036.	93,597.
12 Advertising and promotion.	1,156,745.	1,119,374.	25,899.	11,472.
13 Office expenses.	2,861,101.	2,273,013.	493,261.	94,827.
14 Information technology.	403,976.	171,801.	211,813.	20,362.
15 Royalties.				
16 Occupancy.	7,476,284.	7,121,079.	346,545.	8,660.
17 Travel.	956,217.	772,218.	168,640.	15,359.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19 Conferences, conventions, and meetings.	157,539.	56,759.	92,758.	8,022.
20 Interest.				
21 Payments to affiliates.	159,624.		159,624.	
22 Depreciation, depletion, and amortization.	2,473,025.	1,649,808.	821,103.	2,115.
23 Insurance.	175,259.	111,930.	63,020.	309.
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e; if line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a Training.	502,024.	498,350.	3,611.	64.
b Commissions.	320,181.	320,181.		
c Equip. Maintenance.	273,415.	226,141.	37,766.	9,507.
d Miscellaneous.	210,115.	84,801.	123,577.	1,736.
e All other expenses.	146,896.	63,222.	62,171.	21,504.
25 Total functional expenses. Add lines 1 through 24e.	45,988,363.	38,039,822.	7,241,188.	707,353.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).				

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year	
ASSETS	1 Cash — non-interest-bearing	1,304,396.	1	972,464.	
	2 Savings and temporary cash investments	261,434.	2	261,954.	
	3 Pledges and grants receivable, net	448,553.	3	934,267.	
	4 Accounts receivable, net	379,790.	4	627,936.	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L.			6	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(f)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L.			6	
	7 Notes and loans receivable, net			7	
	8 Inventories for sale or use	516,391.	8	577,748.	
	9 Prepaid expenses and deferred charges			9	
	10 Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D.	10a 58,737,029.			
	10b Less: accumulated depreciation	14,490,996.	30,550,685.	10c	44,246,033.
	11 Investments — publicly traded securities	207,986.	11	340,696.	
	12 Investments — other securities. See Part IV, line 11.			12	
	13 Investments — program-related. See Part IV, line 11.			13	
	14 Intangible assets			14	
	15 Other assets. See Part IV, line 11.	1,017,013.	15	1,305,501.	
16 Total assets. Add lines 1 through 15 (must equal line 34).	34,686,248.	16	49,266,599.		
LIABILITIES	17 Accounts payable and accrued expenses	3,290,111.	17	4,257,451.	
	18 Grants payable		18		
	19 Deferred revenue	3,312.	19	8,329.	
	20 Tax-exempt bond liabilities	8,298,347.	20	20,629,228.	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D.			21	
	22 Loans and other 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	3,565,748.	23		
	24 Unsecured notes and loans payable to unrelated third parties			24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D.	7,492,440.	25	9,624,841.	
	26 Total liabilities. Add lines 17 through 25.	22,649,958.	26	34,519,849.	
NET ASSETS OR FUND BALANCES	27 Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27 Unrestricted net assets	11,928,460.	27	14,579,472.	
	28 Temporarily restricted net assets	107,830.	28	167,278.	
	29 Permanently restricted net assets			29	
	30 Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30 Capital stock or trust principal, or current funds			30	
	31 Paid-in or capital surplus, or land, building, or equipment fund			31	
	32 Retained earnings, endowment, accumulated income, or other funds			32	
33 Total net assets or fund balances	12,036,290.	33	14,746,750.		
34 Total liabilities and net assets/fund balances	34,686,248.	34	49,266,599.		

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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	48,698,823
2	Total expenses (must equal Part IX, column (A), line 25)	2	45,988,363
3	Revenue less expenses. Subtract line 2 from line 1	3	2,710,460
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	12,035,290
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	14,745,750

Part XII Financial Statements and Reporting

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

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a	X
2b Were the organization's financial statements audited by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	X
2c 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.	2c	X
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X
3b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b	X

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SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

DMS No. 1548-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

Name of the organization: **Goodwill Industries of Central Texas** Employer identification number: **74-1322808**

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)(ii). 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)(vii). (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 II.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11a through 11h.
 - a Type I b Type II c Type III — Functionally integrated d Type III — Non-functionally integrated
- 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? 11 g (i)		
(ii) A family member of a person described in (i) above? 11 g (ii)		
(iii) A 35% controlled entity of a person described in (i) or (ii) above? 11 g (iii)		

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

(i) NAME of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-8 above) (IRC section) (see instructions)	(iv) Is the organization in column (i) listed in your governing document?		(v) Did you lobby the organization in column (i) or your support?		(vi) Is the organization in column (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

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

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) *	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	28340285.	32183188.	36157170.	37895257.	43038180.	177614080.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf.						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge.						0.
4 Total. Add lines 1 through 3.	28340285.	32183188.	36157170.	37895257.	43038180.	177614080.
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 1, column (f).						0.
6 Public support. Subtract line 5 from line 4.						177614080.

Section B. Total Support

Calendar year (or fiscal year beginning in) *	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4.	28340285.	32183188.	36157170.	37895257.	43038180.	177614080.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.	34,185.	34,970.	2,542.	5,943.	11,533.	69,174.
9 Net income from unrelated business activities, whether or not the business is regularly carried on.						0.
10 Other income. Do not include gain or loss from the sale of capital assets. (Explain in Part IV.)						0.
11 Total support. Add lines 7 through 10.						177703254.
12 Gross receipts from related activities, etc. (see instructions).					12	25,492,264.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here.						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)).	14	99.95%
15 Public support percentage from 2011 Schedule A, Part II, line 14.	15	99.89%
16a 33-1/3% support test - 2012. If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization.		<input checked="" type="checkbox"/>
b 33-1/3% support test - 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization.		<input type="checkbox"/>
17a 10%-facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization.		<input type="checkbox"/>
b 10%-facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization.		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions.		<input type="checkbox"/>

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 I. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(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 yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(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 line 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 2012 (line 8, column (f) divided by line 13, column (f))	15	
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	

19a 33-1/3% support tests - 2012. 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 - 2011. 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.

Schedule of Contributors

Attach to Form 990, Form 990-EZ, or Form 990-PF

2012

Name of the organization

Goodwill Industries of Central Texas

Employer identification number

74-1322808

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Form 990-PF

Section:

- 501(c)(3) (enter number) organization
- 4947(a)(1) nonexempt charitable trust not treated as a private foundation
- 527 political organization
- 501(c)(2) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1b or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc. purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc. purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc. contributions of \$5,000 or more during the year: = \$

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it must answer 'No' on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

Goodwill Industries of Central Texas

74-1322808

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Capital Area Workforce Development 6505 Airport Blvd, Suite 101E Austin, tx 78752	\$ 1,617,871.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Goodwill Industries of Central Texas

Employer identification number

74-1322808

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8) or (10)

organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter total of exclusively religious, charitable, etc.,

contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) \$ N/A

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2012

For Organizations Exempt From Income Tax Under section 501(c) and section 527

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.**
▶ See separate instructions.

Open to Public Inspection

If the organization answered 'Yes,' to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then:

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered 'Yes,' to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then:

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered 'Yes,' to Form 990, Part IV, line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35a (Proxy Tax), then:

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization Goodwill Industries of Central Texas	Employer identification number 74-1322808
---	---

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures. ▶ \$ _____
- 3 Volunteer hours. _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955. ▶ \$ _____ 0
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955. ▶ \$ _____ 0
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4 Was a correction made? Yes No
- 5 If 'Yes,' describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities. ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities. ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b. ▶ \$ _____
- 4 Did the filing organization file Form 1120-POL for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter 0.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization, if none, enter 0.
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B Check if the filing organization checked box A and 'limited control' provisions apply.

Limits on Lobbying Expenditures (The term 'expenditures' means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals												
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)														
1b Total lobbying expenditures to influence a legislative body (direct lobbying)	13,746.													
1c Total lobbying expenditures (add lines 1a and 1b)	13,746.	0.												
1d Other exempt purpose expenditures	45,974,617.													
1e Total exempt purpose expenditures (add lines 1d and 1e)	45,988,363.	0.												
1f Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.													
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">If the amount on line 1e, column (a) or (b) is:</th> <th style="text-align: left;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>			If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:													
Not over \$500,000	20% of the amount on line 1e.													
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.													
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.													
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.													
Over \$17,000,000	\$1,000,000.													
1g Grassroots nontaxable amount (enter 25% of line 1d)	250,000.	0.												
1h Subtract line 1g from line 1a. If zero or less, enter -0-	0.	0.												
1i Subtract line 1f from line 1c. If zero or less, enter -0-	0.	0.												
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? <input type="checkbox"/> Yes <input type="checkbox"/> No														

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) Total
2a Lobbying non-taxable amount			1,000,000.	1,000,000.	2,000,000.
2b Lobbying ceiling amount (150% of line 2a, column (a))					3,000,000.
2c Total lobbying expenditures			4,407.	13,746.	18,153.
2d Grassroots nontaxable amount			250,000.	250,000.	500,000.
2e Grassroots ceiling amount (150% of line 2d, column (a))					750,000.
2f Grassroots lobbying expenditures					0.

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

	(a)		(b)
	Yes	No	Amount
For each 'Yes' response to lines 1a through 1j below, provide in Part IV a detailed description of the lobbying activity.			
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i.			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If 'Yes,' enter the amount of any tax incurred under section 4912.			
c If 'Yes,' enter the amount of any tax incurred by organization managers under section 4912.			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered 'No' OR (b) Part III-A, line 3, is answered 'Yes.'

1 Dues, assessments and similar amounts from members.	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year.	2a	
b Carryover from last year.	2b	
c Total.	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues.	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions).	5	

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, line 2; and Part II-B, line 1. Also, complete this part for any additional information.

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered 'Yes' in Form 990, Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
Attach to Form 990. See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization:

Employer identification number:

Goodwill Industries of Central Texas

74-1322808

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? <input type="checkbox"/> Yes <input type="checkbox"/> No		
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? <input type="checkbox"/> Yes <input type="checkbox"/> No		

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

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

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

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

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

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

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

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

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

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

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

9 In Part XIII, 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.

1 a 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 XIII, the text of the footnote to its financial statements that describes these items. See Part XIII.

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 XIII. See Part XIII.
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.

- 1 a 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 XIII and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1 c |
| d Additions during the year | 1 d |
| e Distributions during the year | 1 e |
| f Ending balance | 1 f |
- 2 a Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII.

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

	(a) Current	(b) Prior year	(c) Two years	(d) Three years	(e) Four years
1 a Beginning of year balance	307,998.	213,641.	106,137.	102,184.	104,627.
b Contributions		100,000.	100,000.		-2,443.
c Net investment earnings, gains, and losses	32,699.	5,643.	7,444.	4,013.	
d Grants or scholarships					
e Other expenditures for facilities and programs				0.	
f Administrative expenses					
g End of year balance	340,697.	307,998.	213,641.	106,197.	102,184.

2. Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment = 100.00 %
 - b Permanent endowment = _____ %
 - c Temporarily restricted endowment = _____ %
- The percentages in lines 2a, 2b, and 2c should equal 100%.
- 3 a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|---|--------------------------|-------------------------------------|
| (i) unrelated organizations | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (ii) related organizations | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
4. Describe in Part XIII the intended uses of the organization's endowment funds. See Part XIII.

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1 a Land		10,327,350.		10,327,350.
b Buildings		27,539,346.	3,166,699.	24,372,647.
c Leasehold improvements		10,687,356.	5,188,498.	5,498,858.
d Equipment		10,182,377.	6,135,799.	4,046,578.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				44,246,033.

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) -----		
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
(I) -----		
Total. (Column (b) must equal Form 990, Part X, column (B) line 12.)		

Part VIII Investments – Program Related. See Form 990, Part X, line 13. **N/A**

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15. **N/A**

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 15.)	

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

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) 457 Deferred Compensation	310,917.
(3) Intercompany	8,664,343.
(4) Rent Accrual SL	649,579.
(5) Rounding	2.
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 25.)	9,624,841.

2. FIN 48 (ASC 740) Footnote: In Part XIII, 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). Check here if the text of the footnote has been provided in Part XIII.

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return		N/A
1	Total revenue, gains, and other support per audited financial statements	1
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:	
	a Net unrealized gains on investments	2a
	b Donated services and use of facilities	2b
	c Recoveries of prior year grants	2c
	d Other (Describe in Part XIII.)	2d
	e Add lines 2a through 2d	2e
3	Subtract line 2e from line 1	3
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 XIII.)	4b
	c Add lines 4a and 4b	4c
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return		N/A
1	Total expenses and losses per audited financial statements	1
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:	
	a Donated services and use of facilities	2a
	b Prior year adjustments	2b
	c Other losses	2c
	d Other (Describe in Part XIII.)	2d
	e Add lines 2a through 2d	2e
3	Subtract line 2e from line 1	3
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 XIII.)	4b
	c Add lines 4a and 4b	4c
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5

Part XIII 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, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Part III, Line 1a - FIS Footnote For Art, Treasures, Etc.

Collections, acquired through purchases and contributions since Goodwill's inception of the Environmental Business Services Computer Museum, are not recognized as assets on the statement of financial position. Purchases of collection items are recorded as decreases in unrestricted net assets in the year in which the items are acquired or as temporarily or permanently restricted net assets if the assets used to purchase the items are restricted by donors. Contributed collection items are not reflected on the financial statements. Proceeds from deaccessions or insurance recoveries are

Part XIII Supplemental Information (continued)

Part II, Line 1a - F/S Footnote For Art, Treasures, Etc. (continued)

reflected as increases in the appropriate net asset classes.

Part III, Line 4 - Description Of Organization Collections & How Furthers Exempt Purpose

The Environmental Business Services Computer Museum collection is made up of computers and computer related equipment of historical significance acquired through donations.

The collection is held for educational, research and curatorial purposes as well as keeping the equipment out of the landfill. Each of the items is cataloged,

preserved, cared for, and activities verifying the existence and assessment of the condition and historical significance are continually performed.

Part V, Line 4 - Intended Uses Of Endowment Fund

The endowment fund is intended to fund mission services in the future.

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
	Ball of Honor (event type)	Goodwill Ball (event type)	None (total number)	(add column (a) through column (c))
REVENUE				
1 Gross receipts.....	191,192.	109,084.		300,276.
2 Less: Charitable contributions.....	172,573.	81,884.		254,457.
3 Gross income (line 1 minus line 2).....	18,619.	27,200.		45,819.
EXPENSES				
4 Cash prizes.....				
5 Noncash prizes.....				
6 Rent/facility costs.....	3,600.			3,600.
7 Food and beverages.....	18,219.	44,104.		62,323.
8 Entertainment.....		5,922.		5,922.
9 Other direct expenses.....	22,403.	9,168.		31,571.
10 Direct expense summary. Add lines 4 through 9 in column (d).....				103,416.
11 Net income summary. Combine line 3, column (d), and line 10.....				-57,597.

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 column (a) through column (c))
	REVENUE			
1 Gross revenue.....				
EXPENSES				
2 Cash prizes.....				
3 Non-cash prizes.....				
4 Rent/facility costs.....				
5 Other direct expenses.....				
6 Volunteer labor.....	Yes _____ % No _____	Yes _____ % No _____	Yes _____ % No _____	
7 Direct expense summary. Add lines 2 through 5 in column (d).....				
8 Net gaming income summary. Combine lines 1, column (d) and line 7.....				

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: _____

10 a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No
 b If 'Yes,' explain: _____

SCHEDULE I
(Form 990)

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

OMB No. 1545-0047

2012

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

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

Name of the organization

Goodwill Industries of Central Texas

Employer identification number

74-1322808

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. **See Part IV**

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. Part II can be duplicated if additional space is needed.

(1) Name and address of organization or government	(2) EIN	(3) IRC section if applicable	(4) Amount of cash grant	(5) Amount of non-cash assistance	(6) Method of valuation (book, FMV, appraisal, other)	(7) Description of non-cash assistance	(8) Purpose of grant or assistance
(1) -----							
(2) -----							
(3) -----							
(4) -----							
(5) -----							
(6) -----							
(7) -----							
(8) -----							

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **16**

3 Enter total number of other organizations listed in the line 1 table **1**

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
1 Child Care	47	94,956.			
2 Voice Mail Boxes	916	4,580.			
3 Education	89	2,864.			
4 Eye Care	30	710.			
5 Food	204	4,825.			
6 Goal Attainment	2,373	84,997.			
7 Incentive	16	385.			

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

Part I, Line 2 - Procedures for Monitoring Use of Grants Funds in U.S.

Detail support is maintained by the organization for assistance provided to individuals. These confidential records are maintained by individual and document the criteria used to determine the assistance and the program under which the assistance is paid. Grants are segregated by account number so that funds are not commingled. Grant expenses and invoices are reviewed and authorized by both program and accounting management. Sub-grantee funds are monitored by finance staff.

Part III Continuation of Grants and Other Assistance to Individuals in the United States (Schedule I (Form 990), Part III.)

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of each grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
Job Placement	809	19,711.			
Job Retention	1,397	33,646.			
Medical	87	2,865.			
Personal Needs	365	8,133.			
School Supplies	74	1,675.			
Shelter	158	49,601.			
Training	414	29,553.			
Transportation	4,918	86,074.			
Utilities	85	19,633.			
childs clothes	4	55.			
Lap Top Goal Attainment	30		13,590.	fmv	Computer lap top
ID Fees	22	480.			
Work Clothes	2,256	61,209.			
License Renewal	36	1,102.			
USB Flash Drive	17		120.	fmv	Participants received USB Drives
Licenses/Documentation	22	566.			
Counseling Services	13	3,938.			
testing fees	9	2,317.			
job search	2	678.			

SCHEDULE J
(Form 990)

Compensation Information

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

OMB No. 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization answered 'Yes' to Form 990, Part IV, line 23.
Attach to Form 990. See separate instructions.

Name of the organization

Employer identification number

Goodwill Industries of Central Texas

74-1322008

Part I Questions Regarding Compensation

	Yes	No								
<p>1 a 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. Part III</p> <table border="0"> <tr> <td><input type="checkbox"/> First-class or charter travel</td> <td><input type="checkbox"/> Housing allowance or residence for personal use</td> </tr> <tr> <td><input checked="" type="checkbox"/> Travel for companions</td> <td><input type="checkbox"/> Payments for business use of personal residence</td> </tr> <tr> <td><input type="checkbox"/> Tax indemnification and gross-up payments</td> <td><input type="checkbox"/> Health or social club dues or initiation fees</td> </tr> <tr> <td><input type="checkbox"/> Discretionary spending account</td> <td><input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)</td> </tr> </table>	<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use	<input checked="" type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence	<input type="checkbox"/> Tax indemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees	<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)		
<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use									
<input checked="" type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence									
<input type="checkbox"/> Tax indemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees									
<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)									
<p>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)</p>	1 b <input checked="" type="checkbox"/>									
<p>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?</p>	2 <input checked="" type="checkbox"/>									
<p>3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. Part III</p> <table border="0"> <tr> <td><input checked="" type="checkbox"/> Compensation committee</td> <td><input checked="" type="checkbox"/> Written employment contract</td> </tr> <tr> <td><input type="checkbox"/> Independent compensation consultant</td> <td><input checked="" type="checkbox"/> Compensation survey or study</td> </tr> <tr> <td><input checked="" type="checkbox"/> Form 990 of other organizations</td> <td><input checked="" type="checkbox"/> Approval by the board or compensation committee</td> </tr> </table>	<input checked="" type="checkbox"/> Compensation committee	<input checked="" type="checkbox"/> Written employment contract	<input type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study	<input checked="" type="checkbox"/> Form 990 of other organizations	<input checked="" type="checkbox"/> Approval by the board or compensation committee				
<input checked="" type="checkbox"/> Compensation committee	<input checked="" type="checkbox"/> Written employment contract									
<input type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study									
<input checked="" type="checkbox"/> Form 990 of other organizations	<input checked="" type="checkbox"/> Approval by the board or compensation committee									
<p>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:</p>										
<p>a Receive a severance payment or change-of-control payment?</p>	4 a	<input checked="" type="checkbox"/>								
<p>b Participate in, or receive payment from, a supplemental nonqualified retirement plan?</p>	4 b <input checked="" type="checkbox"/>									
<p>c Participate in, or receive payment from, an equity-based compensation arrangement?</p>	4 c	<input checked="" type="checkbox"/>								
<p>If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III. Part III</p>										
<p>Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-8.</p>										
<p>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:</p>										
<p>a The organization?</p>	5 a	<input checked="" type="checkbox"/>								
<p>b Any related organization?</p> <p>If 'Yes' to line 5a or 5b, describe in Part III.</p>	5 b	<input checked="" type="checkbox"/>								
<p>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:</p>										
<p>a The organization?</p>	6 a	<input checked="" type="checkbox"/>								
<p>b Any related organization?</p> <p>If 'Yes' to line 6a or 6b, describe in Part III.</p>	6 b	<input checked="" type="checkbox"/>								
<p>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.</p>	7	<input checked="" type="checkbox"/>								
<p>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.</p>	8	<input checked="" type="checkbox"/>								
<p>9 If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?</p>	9									

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

Schedule J (Form 990) 2012

Part II 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) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable columns (D) and (E) amounts for that individual.

(A) Name and Title		(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 as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other reportable compensation				
1	Gerald L Davis President & CEO	(i) 274,810	(ii) 68,430	(iii) 26,882	106,858	24,287	501,267	68,430
		(ii) 0	(iii) 0	0	0	0	0	0
2	Cathy F Rudzinski CFO	(i) 168,938	(ii) 42,068	(iii) 1,748	58,782	8,598	280,234	42,068
		(ii) 0	(iii) 0	0	0	0	0	0
3	Andrea Salinas CAO	(i) 154,649	(ii) 40,566	(iii) 12,390	53,972	26,071	287,648	40,566
		(ii) 0	(iii) 0	0	0	0	0	0
4	Mark Hiemstra COO	(i) 141,159	(ii) 16,249	(iii) 883	41,916	14,390	214,597	0
		(ii) 0	(iii) 0	0	0	0	0	0
5	Michael Willard CMS	(i) 137,139	(ii) 11,468	(iii) 362	37,550	1,106	187,625	0
		(ii) 0	(iii) 0	0	0	0	0	0
6	Brett Bartschi VP of Retail Svc	(i) 140,868	(ii) 25,054	(iii) 3,590	36,165	9,046	214,722	25,054
		(ii) 0	(iii) 0	0	0	0	0	0
7	Dodie Brown VP of Financial Sv	(i) 116,876	(ii) 20,699	(iii) 219	28,745	1,046	167,585	20,699
		(ii) 0	(iii) 0	0	0	0	0	0
8	Christine Banks VP Environ Bus Sv	(i) 115,003	(ii) 19,314	(iii) 503	29,271	7,198	171,289	19,314
		(ii) 0	(iii) 0	0	0	0	0	0
9	Melvin Capler VP Comm Services	(i) 107,868	(ii) 18,999	(iii) 5,129	21,028	996	154,020	18,999
		(ii) 0	(iii) 0	0	0	0	0	0
10	Traci Berry VP of Development	(i) 113,984	(ii) 19,295	(iii) 69	26,094	5,152	165,594	19,295
		(ii) 0	(iii) 0	0	0	0	0	0
11		(i) 0	(ii) 0	(iii) 0	0	0	0	0
12		(i) 0	(ii) 0	(iii) 0	0	0	0	0
13		(i) 0	(ii) 0	(iii) 0	0	0	0	0
14		(i) 0	(ii) 0	(iii) 0	0	0	0	0
15		(i) 0	(ii) 0	(iii) 0	0	0	0	0
16		(i) 0	(ii) 0	(iii) 0	0	0	0	0

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, for Part II. Also complete this part for any additional information.

Part I, Line 1a - Relevant Information Regarding Compensation Benefits

Payment for spousal travel for two board members to the Goodwill Industries

International Delegate Assembly

Part I, Line 3 - Methods Used By Related Org. To Establish CEO/Exec. Dir. Compensation

The VP of Organizational Development collated data from executive compensation

salary surveys (local, state and national data), 990's and information received from

Goodwill Industries International's annual Executive Compensation Survey. The

information was presented to the compensation committee of the board of directors

who determined the salaries of the CEO and highly compensated staff. Their

recommendations were presented and approved by the full board.

Part I, Line 4 - Received Severance, Supplemental MQ Retirement, Equity-Based Compensation

Gerald Davis participated in a 457f and b plan. \$11,828.98 was put in the 457f plan

and \$17,000 into the 457B.

SCHEDULE K
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information on Tax Exempt Bonds

Complete if the organization answered 'Yes' to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.
 Attach to Form 990. See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

Goodwill Industries of Central Texas

Employer identification number

74-1322808

Part I Bond Issues

	(a) Issuer Name	(b) Issuer EIN	(c) CUSIP #	(d) Date issued	(e) Issue price	(f) Description of purpose	(g) Defeased		(h) On behalf of issuer		(i) Pooled financing	
							Yes	No	Yes	No	Yes	No
A	Newark Cultural Education	26-3769964	none	12/20/2012	20,947,305.	building and structures		X		X		X
B												
C												
D												

Part II Proceeds

	A		B		C		D	
1 Amount of bonds raised								
2 Amount of bonds legally defeased								
3 Total proceeds of issue	20,947,305.							
4 Gross proceeds in reserve funds								
5 Capitalized interest from proceeds								
6 Proceeds in refunding escrows								
7 Issuance costs from proceeds	197,808.							
8 Credit enhancement from proceeds								
9 Working capital expenditures from proceeds								
10 Capital expenditures from proceeds	20,749,497.							
11 Other spent proceeds								
12 Other unspent proceeds								
13 Year of substantial completion	2012							
	Yes	No	Yes	No	Yes	No	Yes	No
14 Were the bonds issued as part of a current refunding issue?	X							
15 Were the bonds issued as part of an advance refunding issue?		X						
16 Has the final allocation of proceeds been made?	X							
17 Does the organization maintain adequate books and records to support the final allocation of proceeds?	X							

Part III Private Business Use

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?		X						
2 Are there any lease arrangements that may result in private business use of bond-financed property?	X							

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

Schedule K (Form 990) 2012

Part III Private Business Use (Continued)

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
3a Are there any management or service contracts that may result in private business use of bond-financed property?		X						
b If 'Yes' to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?		X						
c Are there any research agreements that may result in private business use of bond-financed property?		X						
d If 'Yes' to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?		X						
4 Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government		0.307%						
5 Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government								
6 Total of lines 4 and 5		0.307%						
7 Does the bond issue meet the private security or payment test?								
8a Has there been a sale or disposition of any of the bond-financed property to a nongovernmental person other than a 501(c)(3) organization since the bonds were issued?								
b If 'Yes' to line 8a, enter the percentage of bond-financed property sold or disposed of								
c If 'Yes' to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2?								
9 Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2?		X						

Part IV Arbitrage

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Has the issuer filed Form 8038-T?		X						
2 If 'No' to line 1, did the following apply?								
a Rebate not due yet?								
b Exception to rebate?								
c No rebate due?								
If you checked 'No rebate due' in line 2c, provide in Part VI the date the rebate computation was performed.								
3 Is the bond issue a variable rate issue?	X							
4a Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?	X							
b Name of provider	Banco Bilbao							
c Term of hedge	10.0							
d Was the hedge superintegrated?		X						
a Was the hedge terminated?		X						

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2012

Open To Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organizations answered 'Yes' on Form 990, Part IV, lines 29 or 30.
Attach to Form 990.

Name of the organization: **Goodwill Industries of Central Texas** Employer identification number: **74-1322808**

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	X		2,802,468	sales
5	Clothing and household goods	X		39,151,766	sales
6	Cars and other vehicles	X	169	149,785	sales
7	Boats and planes				
8	Intellectual property				
9	Securities - Publicly traded				
10	Securities - Closely held stock				
11	Securities - Partnership, LLC, or trust interests				
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other				
15	Real estate - Residential				
16	Real estate - Commercial				
17	Real estate - Other				
18	Collectibles				
19	Food inventory				
20	Drugs and medical supplies				
21	Taxidermy				
22	Historical artifacts				
23	Scientific specimens				
24	Archaeological artifacts				
25	Other ()				
26	Other ()				
27	Other ()				
28	Other ()				

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**

	Yes	No
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?		X
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?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
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 (d) is checked, describe in Part II.		

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

Schedule M (Form 990) 2012

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

GMB No. 1545-0007

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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.

Name of the organization

Goodwill Industries of Central Texas

Employer identification number:

74-1322808

Form 990, Part III, Line 2 - New Services

Staffing Services and Contracts were started to assist individuals with
disadvantaging conditions obtain transitional or temporary jobs

Form 990, Part III, Line 4b - Program Service Accomplishments

Workforce Development Services

GICT's Workforce Development programs are the essence of the mission. They are
designed to help participants achieve a level of independence needed to succeed in
the workplace and in life. They focus on meeting individual needs, and ensure each
participant progresses to reach his or her full potential. GICT provides thousands
of job-related services for people with barriers to employment each year.

Participants are regularly assessed and measured by professional, dedicated staff to
achieve successful and desired outcomes. Programs are available to all eligible
persons, regardless of race, gender, age, disability, or religion. The three major
services areas are: Youth Services Programs, which serve youth ages 14 - 21,

Community Rehabilitation Programs, which serve adults with disabilities; and Job
Source Programs, which serve adults with barriers to employment. These barriers may
include: a lack of education and training, unemployment, at-risk youth, advanced
age, criminal backgrounds and language barriers. In 2012 this division served 7,696
individuals with 77,789 workforce development services. They assisted in obtaining
permanent employment for 1,766 persons with barriers to employment.

Form 990, Part III, Line 4d - Other Program Services Description

Staffing Services and Contracts consists of two divisions in our organization. One
division started a mattress recycling transitional program using recently
incarcerated individuals living in a halfway house. In 2012 two individuals were
served in this program. The staffing service placed 321 people with barriers to
employment in transitional jobs in 2012.

Name of the organization

Employer identification number

Goodwill Industries of Central Texas

74-1322808

Form 990, Part VI, Line 11b - Form 990 Review Process

The 990 is prepared by staff and is then posted on the board website and an e-mail is sent out to the board letting them know that the return is posted and requesting their feedback. The 990 is reviewed in the finance committee prior to submission.

Form 990, Part VI, Line 12c - Explanation of Monitoring and Enforcement of Conflicts

Board of Directors attest to relationships annually and recuse themselves from voting if a conflict arises. Employees sign a corporate compliance document annually that discusses conflict of interest in detail.

Form 990, Part VI, Line 15a - Compensation Review & Approval Process - CEO, Top Management

Annual surveys are done by the VP of Organizational Development comparing top level salaries with comparable wages in the for profit and non-profit sections. This information is presented to the compensation committee of the board of directors who then reports and makes recommendation to the full board.

Form 990, Part VI, Line 15b - Compensation Review & Approval Process - Officers & Key Employees

Annual surveys are done by the VP of Organizational Development and is presented to the compensation committee of the board of directors who then reports and makes recommendation to the full board.

Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available

Governing documents and policies would be disclosed upon request. Annual financial statements are posted on the website.

Form 990, Part VII - Compensation Explanation**Gerald L Davis**

Deferred compensation includes \$88,162 in at risk compensation that was earned in 2012 and paid in May 2013. The bonus amount of \$68,429 was earned in 2011 and paid in 2012

Cathy F Rudzinski

Name of the organization

Goodwill Industries of Central Texas

Employer identification number

74-1322808

Form 990, Part VII - Compensation Explanation (continued)

Deferred compensation of \$54,197 is at risk compensation that was earned in 2012 but paid May 2013. The bonus of \$42,068 represents at risk compensation that was earned in 2011 and paid in 2012

Breit Bartschi

Deferred Compensation of \$31,950 represents at risk compensation that was earned in 2012 but paid May 2013. The bonus amount of \$25,054 represents at risk compensation that was earned in 2011

Dodie Brown

Deferred Compensation of \$26,395 represents at risk compensation that was earned in 2012 and paid May 2013. The bonus of \$20,599 is at risk compensation that was earned in 2011 and paid in 2012

Christine Banks

Deferred compensation of 25,857 represents at risk compensation that was earned in 2012 and paid in May 2013. Bonus amount of \$13,314 was at risk that was earned in 2011 and paid in 2012

Melvin Capler

Deferred compensation of \$17,993 represents at risk compensation that was earned in 2012 and paid in May 2013. The bonus amount of \$13,998 was at risk compensation that was earned in 2013 and paid in 2012

Traci Berry

Deferred compensation of \$25,853 represents at risk compensation that was earned in 2012 and paid May 2013. The bonus of \$19,295 was at risk that was earned in 2011 and paid in 2012

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service
Name of the organization

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered 'Yes' to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Goodwill Industries of Central Texas

Employer identification number
74-1322808

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

(a) Name, address, and EIN (if applicable) 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
(1) _____					
(2) _____					
(3) _____					

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Sec. 512(b)(13) controlled entity?	
						Yes	No
(1) Goodwill Temporary Services, Inc 1015 Norwood Park Blvd Austin, TX 78753 74-2750379	Temp placement workers w/ barriers	TX	501 (c) (3)	509(a)(3) I	Goodwill Industries of Central Texas	X	
(2) Blue Solutions 1015 Norwood Park Blvd Austin, TX 78753 31-1730721	Employment of disabled workers	TX	501 (c) (3)		POF		X
(3) _____							
(4) _____							

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Sec. 512(b)(13) controlled entity?	
								Yes	No
(1) _____ _____ _____									
(2) _____ _____ _____									
(3) _____ _____ _____									

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

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

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

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

(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) Goodwill Temporary Services, Inc	a	85,771.	fmv
(2) Goodwill Temporary Services, Inc	e	20,669,228.	Guarantee
(3) Goodwill Temporary Services, Inc	j	85,771.	fmv
(4) Goodwill Temporary Services, Inc	o	209,159.	fmv
(5) Goodwill Temporary Services, Inc	n	85,771.	fmv
(6) Goodwill Temporary Services, Inc	o	253,960.	fmv

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 Form 1065	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1) _____ _____ _____													
(2) _____ _____ _____													
(3) _____ _____ _____													
(4) _____ _____ _____													
(5) _____ _____ _____													
(6) _____ _____ _____													
(7) _____ _____ _____													
(8) _____ _____ _____													

Rental Income Worksheet

Lease of Land for AT&T Tower, Austin TX

Gross Rental Income	\$ 6,318.
Expenses	
Total Expenses	<u>\$ 0.</u>
Net Rental Income or Loss	<u>\$ 6,318.</u>

Billboard rental at Lakeway store

Gross Rental Income	\$ 3,376.
Expenses	
Total Expenses	<u>\$ 0.</u>
Net Rental Income or Loss	<u>\$ 3,376.</u>

Lease with Workforce Solutions

Gross Rental Income	\$ 97,933.
Expenses	
Depreciation	37,580.
Legal and Professional Fees	5,430.
Management Fees	45,132.
Miscellaneous	1,117.
Repairs	8,672.
Supplies	3,020.
Utilities	13,208.
Total Expenses	<u>\$ 114,159.</u>
Net Rental Income or Loss	<u>\$ -16,226.</u>

Computation of Cost of Goods Sold (Form 990)

1. Inventory at start of year	516,391.
2. Purchases	43,247,528.
3. Cost of labor	0.
4. Additional 263A costs	0.
5. Other costs	0.
6. Total (Add lines 1 through 5)	<u>43,763,919.</u>
7. Inventory at end of year	577,748.
8. Cost of goods sold (Subtract line 7 from line 6)	<u>43,186,171.</u>

Form 990, Part IX, Line 11g
Other Fees For Services

	(A) Total	(B) Program Services	(C) Management & General	(D) Fund- raising
consulting fees	179,344.		141,684.	37,660.
consulting fees	84,581.		84,581.	
contract labor	209,159.	160,114.	49,045.	
Professional fees	305,888.	69,225.	180,726.	55,937.
Total	<u>\$ 778,972.</u>	<u>\$ 229,339.</u>	<u>\$ 456,036.</u>	<u>\$ 93,597.</u>

Client GICT

Goodwill Industries of Central Texas

74-1522800

11/12/13

12 DGRM

Form 990, Part IX, Line 24e
Other Expenses

	(A) <u>Total</u>	(B) <u>Program Services</u>	(C) <u>Management & General</u>	(D) <u>Fundraising</u>
Awards	45,740.	4,285.	20,217.	21,239.
Permits/Registrations	101,156.	58,937.	41,954.	265.
Rounding				
Total	\$ 146,896.	\$ 63,222.	\$ 62,171.	\$ 21,504.

Return of Organization Exempt From Income Tax

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

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

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

A For the 2012 calendar year, or tax year beginning **2012**, and ending **2012**

B Check if applicable:

- Address change
- Name change
- Initial return
- Termination
- Amended return
- Application pending

C **Goodwill Temporary Services Inc**
1015 Norwood Park Blvd
Austin, TX 78753

D Employer identification number: **74-2750379**

E Telephone number: **512-637-7100**

G Gross receipts \$ **12,906,878**

F Name and address of principal officer:
Same As C Above

H(a) Is this a group (plan) for affiliates? Yes No

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

I Tax-exempt status: 501(c)(3) 501(c) () (insert no.) 4947(a)(1) or 527

J Website: **www.austingoodwill.org**

K Form of organization: Corporation Trust Association Other

L Year of foundation: **1995** **M** State of legal domicile: **TX**

Part I Summary

1 Briefly describe the organization's mission or most significant activities: Goodwill Temporary Services Inc dba Goodwill Staffing Services (GSS) is a full-service staffing company that provides employment opportunities for people with disabilities and other barriers to employment in temporary jobs or in contract jobs with the State of Texas

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	4
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	2
5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	910
6 Total number of volunteers (estimate if necessary)	6	4
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b Net unrelated business taxable income from Form 990-T, line 34	7b	0

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	105,248	
9 Program service revenue (Part VIII, line 2g)	11,772,500	12,902,860
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	874	-780
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11a)	1,499	3,136
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	11,880,121	12,905,216
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	13,319	5,306
14 Benefits paid to or for members (Part IX, column (A), line 4)		
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	8,784,997	9,465,258
16a Professional fundraising fees (Part IX, column (A), line 11a)		
b Total fundraising expenses (Part IX, column (C), line 25)		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,521,937	1,959,912
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	10,320,253	11,440,476
19 Revenue less expenses. Subtract line 18 from line 12	1,559,868	1,464,740

	Beginning of Current Year	End of Year
20 Total assets (Part X, line 15)	10,442,462	11,929,209
21 Total liabilities (Part X, line 26)	367,586	389,593
22 Net assets or fund balances. Subtract line 21 from line 20	10,074,876	11,539,616

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: Mark Beimstra Date: 10/15/13

Type or print name and title: Mark Beimstra President

Paid Preparer Use Only

Preparer's name: [Redacted] Preparer's signature: Self-Prepared Date:

Check if **PTW** self-employed

Firm's name: [Redacted] Firm's EIN: [Redacted]

Firm's address: [Redacted] Phone no.: [Redacted]

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

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:

Goodwill Temporary Services, Inc is a staffing company that provides employment opportunities for people with disabilities and other barriers to employment in temporary jobs or in contract jobs with the State of Texas

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

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

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

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

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured 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 \$ 7,319,841, including grants of \$ 5,306.) (Revenue \$ 8,896,423.)

Goodwill Temporary Services (GTS) employs individuals with disabilities and other barriers to workforce entry with part-time and full-time temporary jobs with state agencies, municipalities and private businesses. During 2012, GTS provided 1,882 services to individuals seeking employment and also served 564 through employee assistance programs. 797 individuals were placed in temporary positions within the community and 22 individuals obtained permanent employment through their temporary placements

4b (Code:) (Expenses \$ 2,970,611, including grants of \$) (Revenue \$ 4,006,437.)

Goodwill's contract services (CS) department creates employment and job training opportunities for people with disabilities employment by providing contract work to public businesses. These contracts provide employees with work experience and training. At the end of the 2012 there were 141 employees with disabilities working on contracts. Throughout the year 264 people with disabilities were employed.

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

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

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

4e Total program service expenses 10,290,452

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A.	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I.		X
4 Section 501(c)(3) organizations: Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II.		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III.		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I.		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II.		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III.		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV.		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V.	X	
11 If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI.	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 15? If 'Yes,' complete Schedule D, Part VII.		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII.		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX.	X	
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X.		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X.		X
12 a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, and XII.		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional.	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E.		X
14 a 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, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If 'Yes,' complete Schedule F, Parts I and IV.		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV.		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV.		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions).		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II.		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III.		X
20 a Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H.		X
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?		

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 II.	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, and that was issued after December 31, 2002? If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25.		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d 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
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If 'Yes,' complete Schedule L, Part I.		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest 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 employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If 'Yes,' complete Schedule L, Part III.		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV.		X
b A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV.		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If 'Yes,' complete Schedule L, Part IV.		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If 'Yes,' complete Schedule M.		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M.		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I.		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part II.		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Schedule R, Part I.		X
34 Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1.	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If 'Yes' to line 35a, 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.		
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 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

		Yes	No
1 a	Enter the number reported in Box 3 of Form 1099. Enter -0- if not applicable. 1 a 3		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. 1 b 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? 1 c	X	
2 a	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. 2 a 910		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? <i>Note.</i> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file. (see instructions) 2 b	X	
3 a	Did the organization have unrelated business gross income of \$1,000 or more during the year? 3 a		X
b	If 'Yes,' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O. 3 b		
4 a	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)? 4 a		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.		
5 a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? 5 a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? 5 b		X
c	If 'Yes,' to line 5a or 5b, did the organization file Form 8885-T? 5 c		
6 a	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 as charitable contributions? 6 a		X
b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? 6 b		
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? 7 a		X
b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided? 7 b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? 7 c		X
d	If 'Yes,' indicate the number of Forms 8282 filed during the year. 7 d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 7 e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 7 f		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? 7 g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? 7 h		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year? 8		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4956? 9 a		
b	Did the organization make a distribution to a donor, donor advisor, or related person? 9 b		
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12. 10 a		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities. 10 b		
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders. 11 a		
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.) 11 b		
12 a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? 12 a		
b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year. 12 b		
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? <i>Note.</i> See the instructions for additional information the organization must report on Schedule O. 13 a		
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. 13 b		
c	Enter the amount of reserves on hand. 13 c		
14 a	Did the organization receive any payments for indoor tanning services during the tax year? 14 a		X
b	If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O. 14 b		

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
1 a	Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1 b	Enter the number of voting members included in line 1a, above, who are independent.		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7 a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? See Schedule O.	X	
7 b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8 a	The governing body?	X	
8 b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O.		X

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

		Yes	No
10 a	Did the organization have local chapters, branches, or affiliates?		X
10 b	If 'Yes,' did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11 a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
11 b	Describe in Schedule O the process, if any, used by the organization to review this Form 990. See Schedule O.		
12 a	Did the organization have a written conflict of interest policy? If 'No,' go to line 13.	X	
12 b	Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12 c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done. See Schedule O.	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did 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?		
15 a	The organization's CEO, Executive Director, or top management official. See Schedule O.	X	
15 b	Other officers or key employees of the organization. See Schedule O. If 'Yes' to line 15a or 15b, describe the process in Schedule O. (See instructions.)	X	
16 a	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
16 b	If 'Yes,' did the organization follow 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 * None
- 18 Section 5104 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 Other (explain in Schedule O)
- 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 during the tax year. See Schedule O
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:
Cathy Rudzinski 1015 Norwood Park Blvd Austin TX 78753 (512) 637-7112

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

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

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

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 (list any hours for related organizations below dollar line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(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			
(1) Gerald L Davis Chairman	0 40	X					0	373,122	191,149	
(2) Cathy Rudzinski Treasurer	0 40	X					0	212,754	67,480	
(3) Dolores Gonzalez Secretary	0.25 0	X					0	0	0	
(4) AJ Bingham Director	0.25 0	X					0	0	0	
(5) Mark Helmsre President	0 40			X			0	158,291	56,306	
(6) Melvin Capler VP Commercial Svcs	40 0				X		131,996	0	22,024	
(7) Jordan Gouger Temp Employee	40 0				X		112,400	0	5	
(8) Andrea Salinas President	0 40					X	0	207,605	90,043	
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										

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

(A) Name and title	(B) Average hours per week (but any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(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
		Officer	Director/trustee	Key employee	Highest compensated employee	Former officer			
(15)									
(16)									
(17)									
(18)									
(19)									
(20)									
(21)									
(22)									
(23)									
(24)									
(25)									
1 b Sub-total						244,396.	948,772	356,998	
c Total from continuation sheets to Part VII, Section A						0.	0.	0.	
d Total (add lines 1b and 1c)						244,396.	948,772	356,998	

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

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

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

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

Part VIII Statement of Revenue

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

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1a Federated campaigns				
	b Membership dues				
	c Fundraising events				
	d Related organizations				
	e Government grants (contributions)				
	f All other contributions, gifts, grants, and similar amounts not included above				
	g Nontax contributions included in line 1a-1f: \$				
	h Total. Add lines 1a-1f				
PROGRAM SERVICE REVENUE	2a Assisted Employment Staff	561300	8,896,423	8,896,423	
	b Ass't Employment Contract	812900	4,006,437	4,006,437	
	c				
	d				
	e				
	f All other program service revenue				
	g Total. Add lines 2a-2f		12,902,860		
3 Investment income (including dividends, interest and other similar amounts)		882	882		
4 Income from investment of tax-exempt bond proceeds					
5 Royalties					
6a Gross rents	(i) Real				
	(ii) Personal				
	b Less: rental expenses				
	c Rental income or (loss)				
d Net rental income or (loss)					
7a Gross amount from sales of assets other than inventory	(i) Securities				
	(ii) Other				
	b Less: cost or other basis and sales expenses		1,662		
	c Gain or (loss)		-1,662		
d Net gain or (loss)		-1,662		-1,662	
8a Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18.	a				
	b Less: direct expenses	b			
	c Net income or (loss) from fundraising events				
9a Gross income from gaming activities. See Part IV, line 19.	a				
	b Less: direct expenses	b			
	c Net income or (loss) from gaming activities				
10a Gross sales of inventory, less returns and allowances.	a				
	b Less: cost of goods sold	b			
	c Net income or (loss) from sales of inventory				
Miscellaneous Revenue		Business Code			
11a Discounts earned	900099	1,917			1,917
b gain/losses	900099	1,219			1,219
c					
d All other revenue					
e Total. Add lines 11a-11d		3,136			
12 Total revenue. See instructions		12,905,216	12,903,742	0	1,474

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).

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

Do not include amounts reported on lines 5b, 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 United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	5,306.	5,306.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	0.	0.	0.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	8,290,658.	7,698,694.	591,964.	
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)	19,197.	7,767.	11,430.	
9 Other employee benefits	511,828.	367,973.	143,855.	
10 Payroll taxes	643,575.	597,393.	46,182.	
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amt exceeds 10% of line 25, column (A) amt, list line 11g expenses on Sch O.)	5,195.		5,195.	
12 Advertising and promotion	43,263.	2,689.	40,574.	
13 Office expenses	78,220.	31,094.	47,126.	
14 Information technology	11,374.	10,062.	1,312.	
15 Royalties				
16 Occupancy	89,419.	45,909.	43,510.	
17 Travel	131,860.	111,954.	19,906.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	10,928.		10,928.	
20 Interest	4,183.	4,183.		
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	75,732.	47,897.	27,835.	
23 Insurance	2,798.	2,193.	605.	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a Set Aside Fee to TIRE	675,596.	675,596.		
b Postage for contracts	271,160.	271,160.		
c Janitorial Supplies Contracts	234,297.	234,297.		
d Equip Rental	168,192.	160,398.	7,794.	
e All other expenses	167,735.	15,927.	151,808.	
25 Total functional expenses. Add lines 1 through 24e.	11,440,476.	10,290,452.	1,150,024.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year
ASSETS	1 Cash — non-interest-bearing	3,153,346.	1	1,056,029.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	789,115.	4	1,954,034.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other 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). Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	25,961.	9	22,232.
	10a Land, buildings, and equipment, cost or other basis. Complete Part VI of Schedule D.	10a 426,269.		
	b Less: accumulated depreciation	10b 193,698.	10c 190,849.	10c 232,571.
	11 Investments — publicly traded securities		11	
	12 Investments — other securities. See Part IV, line 11.		12	
	13 Investments — program-related. See Part IV, line 11.		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11.	6,283,211.	15	8,664,343.
16 Total assets. Add lines 1 through 15 (must equal line 34).	10,442,462.	16	11,929,209.	
LIABILITIES	17 Accounts payable and accrued expenses	269,708.	17	323,773.
	18 Grants payable		18	
	19 Deferred revenue	168.	19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D.		21	
	22 Loans and other 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	97,710.	23	65,820.
	24 Unsecured notes and loans payable to unrelated third parties.		24	
	25 Other liabilities (including federal income tax payables to related third parties, and other liabilities not included on lines 17–24). Complete Part X of Schedule D.		25	
	26 Total liabilities. Add lines 17 through 25.	367,586.	26	389,593.
NET ASSETS OR FUND BALANCES	27 Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.	10,074,876.	27	11,539,616.
	28 Unrestricted net assets		28	
	29 Permanently restricted net assets		29	
	30 Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.		30	
	31 Capital stock or trust principal, or current funds		31	
	32 Paid-in or capital surplus, or land, building, or equipment fund		32	
	33 Retained earnings, endowment, accumulated income, or other funds	10,074,876.	33	11,539,616.
	34 Total net assets or fund balances	10,442,462.	34	11,929,209.

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	12,905,216
2	Total expenses (must equal Part IX, column (A), line 25)	2	11,440,476
3	Revenue less expenses. Subtract line 2 from line 1	3	1,464,740
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	10,074,876
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	11,539,616

Part XII Financial Statements and Reporting

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

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other		
If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2b	Were the organization's financial statements audited by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2c	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. See Schedule O	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b	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.		

BAA

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

2012

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

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

Name of the organization: **Goodwill Temporary Services Inc** Employer identification number: **74-2750379**

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)(vii). (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(e)(2). (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11a through 11h.
 - a Type I b Type II c Type III - Functionally integrated d Type III - Non-functionally integrated

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).

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:

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

- (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?

	Yes	No
11 g (i)		X
11 g (ii)		X
11 g (iii)		X

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 column (i) listed in your governing document?		(v) Did you verify the organization in column (i) of your support?		(vi) Is the organization in column (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A) Goodwill Industries of Central Texas	74-1322808	7	X		X		X		0
(B)									
(C)									
(D)									
(E)									
Total									0

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

Schedule A (Form 990 or 990-EZ) 2012

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) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any 'unusual grants'.)						
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.						
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.						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4.						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.						
9 Net income from unrelated business activities, whether or not the business is regularly carried on.						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10.						
12 Gross receipts from related activities, etc (see instructions).					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)).	14	%
15 Public support percentage from 2011 Schedule A, Part II, line 14.	15	%
16a 33-1/3% support test - 2012. If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. <input type="checkbox"/>		
b 33-1/3% support test - 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. <input type="checkbox"/>		
17a 10%-facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization. <input type="checkbox"/>		
b 10%-facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization. <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions. <input type="checkbox"/>		

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

(Complete only if you checked the box on line 8 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 yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(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 yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9. Amounts from line 8.						
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 2012 (line 8, column (f) divided by line 13, column (f)).	15	
16. Public support percentage from 2011 Schedule A, Part III, line 15.	15	

Section D. Computation of Investment Income Percentage

17. Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f)).	17	
18. Investment income percentage from 2011 Schedule A, Part III, line 17.	18	

19a. 33-1/3% support tests - 2012. 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 - 2011. 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.

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered "Yes" to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
Attach to Form 990. See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

Employer identification number

Goodwill Temporary Services Inc

74-2750379

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input type="checkbox"/> Yes	<input type="checkbox"/> No

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

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

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 XIII, 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.

1 a 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 XIII, 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 XIII.

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 XIII and complete the following table:

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

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

b If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII.

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

	(a) Current	(b) Prior year	(c) Two years	(d) Three years	(e) Four years
1a Beginning of year balance	307,998.	213,641.	106,197.	102,184.	104,627.
b Contributions		100,000.	100,000.		-2,443.
c Net investment earnings, gains, and losses	32,699.	5,643.	7,444.	4,013.	
d Grants or scholarships					
e Other expenditures for facilities and programs				0.	
f Administrative expenses					
g End of year balance	340,697.	307,998.	213,641.	106,197.	102,184.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment = 100.00 %
- b Permanent endowment = 0 %
- c Temporarily restricted endowment = 0 %

The percentages in lines 2a, 2b, and 2c should equal 100%.

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

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

d Describe in Part XIII the intended uses of the organization's endowment funds. See Part XIII

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		426,269.	193,698.	232,571.
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) 232,571.

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 12.)		

Part VIII Investments – Program Related. See Form 990, Part X, line 13. N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) Intercompany balance with Goodwill	8,664,343
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B), line 15.)	8,664,343

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

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (D) line 25.)	

2. FIN 48 (ASC 740) Footnote. In Part XIII, 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). Check here if the text of the footnote has been provided in Part XIII.

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return		N/A
1	Total revenue, gains, and other support per audited financial statements	1
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:	
a	Net unrealized gains on investments	2a
b	Donated services and use of facilities	2b
c	Recoveries of prior year grants	2c
d	Other (Describe in Part XIII.)	2d
e	Add lines 2a through 2d	2e
3	Subtract line 2e from line 1	3
4	Amounts included on Form 990, Part VII, 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 XIII.)	4b
c	Add lines 4a and 4b	4c
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return		N/A
1	Total expenses and losses per audited financial statements	1
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:	
a	Donated services and use of facilities	2a
b	Prior year adjustments	2b
c	Other losses	2c
d	Other (Describe in Part XIII.)	2d
e	Add lines 2a through 2d	2e
3	Subtract line 2e from line 1	3
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 XIII.)	4b
c	Add lines 4a and 4b	4c
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5

Part XIII 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, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Part V, Line 4 - Intended Uses Of Endowment Fund

To fund mission services in the future

SCHEDULE I
(Form 990)

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

OMB No. 1545-0047

2012

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

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

Name of the organization

Employer identification number

Goodwill Temporary Services Inc

74-2750379

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. **See Part IV**

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. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) -----							
(2) -----							
(3) -----							
(4) -----							
(5) -----							
(6) -----							
(7) -----							
(8) -----							

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table. 0
- 3 Enter total number of other organizations listed in the line 1 table. 0

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
1 Clothing	22	550.			
2 eye care	2	124.			
3 Food	17	375.			
4 Personal needs	18	450.			
5 Rent Assistance	5	2,227.			
6 Transportation	63	1,331.			
7 Utilities	6	249.			

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.**Part I, Line 2 - Procedures for Monitoring Use of Grants Funds in U.S.**

Assistance is given to temporary workers or employees in the contract division based on need. The decision is made by the Workforce Development staff. Detailed support of all assistance is kept in confidential company records. These confidential records are maintained by individual and document the criteria used to determine the assistance and the program under which the assistance is paid. Assistance given out by program staff is reviewed by accounting personnel.

SCHEDULE J
(Form 990)

Compensation Information

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

OMB No. 1545-0047

2012

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

Name of the organization

Employer identification number

Goodwill Temporary Services Inc

74-2750379

Part I Questions Regarding Compensation

	Yes	No
<p>1 a 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.</p> <p><input type="checkbox"/> First-class or charter travel <input type="checkbox"/> Housing allowance or residence for personal use</p> <p><input type="checkbox"/> Travel for companions <input type="checkbox"/> Payments for business use of personal residence</p> <p><input type="checkbox"/> Tax indemnification and gross-up payments <input type="checkbox"/> Health or social club dues or initiation fees</p> <p><input type="checkbox"/> Discretionary spending account <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)</p>		
<p>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.</p>	1b	
<p>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?</p>	2	
<p>3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.</p> <p><input checked="" type="checkbox"/> Compensation committee <input checked="" type="checkbox"/> Written employment contract</p> <p><input type="checkbox"/> Independent compensation consultant <input checked="" type="checkbox"/> Compensation survey or study</p> <p><input checked="" type="checkbox"/> Form 990 of other organizations <input checked="" type="checkbox"/> Approval by the board or compensation committee</p>		Part III
<p>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:</p> <p>a Receive a severance payment or change-of-control payment?</p>	4a	X
<p>b Participate in, or receive payment from, a supplemental nonqualified retirement plan?</p>	4b	X
<p>c Participate in, or receive payment from, an equity-based compensation arrangement?</p> <p>If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.</p>	4c	X
<p>Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.</p>		
<p>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:</p> <p>a The organization?</p>	5a	X
<p>b Any related organization?</p> <p>If "Yes" to line 5a or 5b, describe in Part III.</p>	5b	X
<p>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:</p> <p>a The organization?</p>	6a	X
<p>b Any related organization?</p> <p>If "Yes" to line 6a or 6b, describe in Part III.</p>	6b	X
<p>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.</p>	7	X
<p>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.</p>	8	X
<p>9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?</p>	9	

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

Schedule J (Form 990) 2012

Part II 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) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable columns (D) and (E) amounts for that individual.

(A) Name and Title		(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 as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other reportable compensation				
Gerald L Davis	(i)	0.	0.	0.	0.	0.	0.	0.
1 Chairman	(ii)	274,810.	68,430.	26,882.	106,858.	24,287.	501,267.	68,430.
Cathy Rudzinski	(i)	0.	0.	0.	0.	0.	0.	0.
2 Treasurer	(ii)	168,938.	42,068.	1,748.	58,782.	8,698.	280,234.	42,068.
Mark Heimstra	(i)	0.	0.	0.	0.	0.	0.	0.
3 President	(ii)	141,159.	16,249.	993.	41,916.	14,390.	214,597.	0.
Melvin Capler	(i)	107,868.	18,999.	5,129.	21,028.	996.	154,020.	18,999.
4 VP Comercial Svcs	(ii)	0.	0.	0.	0.	0.	0.	0.
Andrea Salinas	(i)	0.	0.	0.	0.	0.	0.	0.
5 President	(ii)	154,649.	40,566.	12,390.	53,972.	26,071.	287,648.	40,566.
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)							

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, for Part II. Also complete this part for any additional information.

Part I, Line 3 - Methods Used By Related Org. To Establish CEO/Exec. Dir. Compensation

The compensation committee is a committee from the board of directors for Goodwill

Industries of Central Texas. The board of directors of Goodwill Industries of

Central Texas approves the compensation of the CEO and highly compensated staff.

Annual surveys are done by the VP of Organizational Development comparing top level

salaries with comparable wages in the for profit and non-profit sections. This

information is presented to the compensation committee of the board of directors who

then reports and makes recommendation to the full board.

Part I, Line 4 - Received Severance, Supplemental NQ Retirement, Equity-Based Compensation

Gerald Davis participated in a 457f and b plan. \$11,828.98 was put in the 457f plan

and \$17,000 was put into the 457b plan.

SCHEDULE D
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No. 1545-0047

2012

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

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.

Name of the organization

Goodwill Temporary Services Inc

Employer identification number

74-2750379

Form 990 - Additional DEAs

Goodwill Staffing Services

Form 990, Part VI, Line 7a - How Members or Shareholders Elect Governing Body

The Board of Goodwill Industries of Central Texas approves the slate of board members for Goodwill Temporary Services.

Form 990, Part VI, Line 11b - Form 990 Review Process

The 990 was posted on the company website and e-mailed to the Board of Directors of both Goodwill Industries of Central Texas and Goodwill Temporary Services. Responses were requested from the board of directors of Goodwill Temporary Services and the 990 was reviewed by the finance committee of Goodwill Industries of Central Texas.

Goodwill Temporary Services is a supporting organization of Goodwill Industries of Central Texas

Form 990, Part VI, Line 12c - Explanation of Monitoring and Enforcement of Conflicts

Board of Directors attest to relationships annually and recuse themselves from voting if a conflict arises. Employees sign a corporate compliance document that discusses conflict of interest in detail.

Form 990, Part VI, Line 15a - Compensation Review & Approval Process - CEO, Top Management

Annual surveys are done by the VP of Organizational Development comparing top level salaries with comparable wages in the for profit and non-profit sections. This information is presented to the compensation committee of the board of directors who then reports and makes recommendation to the full board.

Form 990, Part VI, Line 15b - Compensation Review & Approval Process - Officers & Key Employees

Annual surveys are done by Vice-President of Organizational Development of Goodwill Industries of Central Texas comparing top level salaries with comparable wages in the for profit and non-profit sections. This information is presented to the compensation committee of the board of directors who then reports and makes

Name of the organization

Employer identification number

Goodwill Temporary Services Inc

74-2750379

Form 990, Part VI, Line 15b - Compensation Review & Approval Process - Officers & Key Employees (continued)
recommendation to the full board.

Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available

Governing documents and policies would be disclosed upon request. Annual financial statements are posted on the website

Form 990, Part XII, Line 2 - Change of Oversight or Selection Process

The audit committee of Goodwill Industries of Central Texas oversees the selection of auditor and the audit of the combined organization.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization

Goodwill Temporary Services Inc

Employer identification number

74-2750379

OMB No. 1545-0047

2012

Open to Public Inspection

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.

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

(a) Name, address, and EIN (if applicable) 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
(1) _____					
(2) _____					
(3) _____					

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Sec 512(b)(13) controlled entity?	
						Yes	No
(1) <u>Goodwill Industries of Central Tex</u> <u>1015 Norwood Park Blvd</u> <u>Austin, TX 78753</u> <u>74-1322808</u>	<u>Social Service Agency</u>	<u>TX</u>	<u>501c3</u>	<u>509 (a) (3) I</u>	<u>N/A</u>		<u>X</u>
(2) _____							
(3) _____							
(4) _____							

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Sec 512(b)(13) (controlled entity)?	
								Yes	No
(1) _____									
(2) _____									
(3) _____									

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

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

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

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

(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) Goodwill Industries of Central Texas	d	20,669,228.	guarantee
(2) Goodwill Industries of Central Texas	k	85,771.	fmv
(3) Goodwill Industries of Central Texas	l	209,159.	fmv
(4) Goodwill Industries of Central Texas	n	85,771.	fmv
(5) Goodwill Industries of Central Texas	o	253,960.	fmv
(6) Goodwill Industries of Central Texas	q	2,124,134.	fmv

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered 'Yes' to Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 Form 1065	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1) _____													
(2) _____													
(3) _____													
(4) _____													
(5) _____													
(6) _____													
(7) _____													
(8) _____													

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No. 1545-0042

2012

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2012, or tax year beginning 2012, and ending 2012

Blue Solutions
1015 Norwood Park Blvd
Austin, TX 78753

A Employee identification number
31-1730721

B Telephone number (see the instructions)
512-637-7112

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **\$ 2,030,019.**

J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (all sch)	2,031,249.			
	2 <input type="checkbox"/> If the foundation is not req to file Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or loss				
	6a Net gain/loss from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit/(loss) (all sch)					
11 Other income (attach schedule)	See Statement 1	1,378.			
12 Total. Add lines 1 through 11		2,032,627.	0.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages	721,102.			721,102.
	15 Pension plans, employee benefits	322,034.			322,034.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch) See St 2	157,471.			157,471.
	17 Interest				
	18 Taxes (attach schedule)				
	19 Depreciation (attach sch) and depletion	7,188.			
	20 Occupancy	24,869.			24,869.
	21 Travel, conferences, and meetings	5,768.			5,768.
	22 Printing and publications				
	23 Other expenses (attach schedule)	See Statement 3	297,303.		297,303.
	24 Total operating and administrative expenses. Add lines 13 through 23		1,535,735.		1,528,547.
	25 Contributions, gifts, grants paid				
26 Total expenses and disbursements. Add lines 24 and 25		1,535,735.	0.	0.	1,528,547.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		496,892.			
b Net investment income (if negative, enter -0-)			0.		
c Adjusted net income (if negative, enter -0-)				0.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash – non-interest bearing		1,221,197	1,678,754	1,678,754
	2	Savings and temporary cash investments				
	3	Accounts receivable	329,623			
		Less: allowance for doubtful accounts		319,322	329,623	329,623
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U.S. and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule)				
	c	Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments – mortgage loans					
13	Investments – other (attach schedule)					
14	Land, buildings, and equipment: basis	38,474				
	Less: accumulated depreciation (attach schedule) See Stmt. 4	16,833	28,829	21,641	21,641	
15	Other assets (describe See Statement 5)			1	1	
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item i.)		1,569,348	2,030,019	2,030,019	
LIABILITIES	17	Accounts payable and accrued expenses		139,191	102,970	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		139,191	102,970	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.		<input checked="" type="checkbox"/>			
	24	Unrestricted		1,430,157	1,927,049	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		<input type="checkbox"/>			
	27	Capital stocks, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)		1,430,157	1,927,049		
31	Total liabilities and net assets/fund balances (see instructions)		1,569,348	2,030,019		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,430,157
2	Enter amount from Part I, line 27a	2	496,892
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,927,049
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,927,049

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)

(b) How acquired
P - Purchase
D - Donation

(c) Date acquired (month, day, year)

(d) Date sold (month, day, year)

1a	N/A		
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gain (column (h) gain minus column (k), but not less than (h)) or Losses (from column (h))
a			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7. If loss, enter -0- in Part I, line 7.	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If loss, enter -0- in Part I, line 8.	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.) N/A

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years (calendar year (or tax year beginning in))	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011			
2010			
2009			
2008			
2007			

2	Total of line 1, column (d)	2	
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions (from Part X), line 6	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b _____		1	0
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 8% of Part I, line 12, column (b) _____			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).		2	0
3 Add lines 1 and 2.		3	0
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.		5	0
6 Credits/Payments:			
a 2012 estimated tax paid and 2011 overpayment credited to 2012	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d.	7		0
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8		
9 Tax due. If the total of lines 3 and 8 is more than line 7, enter amount owed.	9		0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10		
11 Enter the amount of line 10 to be credited to 2013 estimated tax. Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 7120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation, ... = \$ 0. (2) On foundation managers, ... = \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers, ... = \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, column (c), and Part XIV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) _____ TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(d)(3) or 4942(f)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV.</i>	X	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address: <u>www.austingoodwill.org</u>	13	X	
14	The books are in care of <u>Cathy Rudzinski</u> Telephone no. <u>512-637-7112</u> Located at <u>1015 Norwood Park Blvd Austin TX</u> ZIP + 4 <u>78753</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here. <u>N/A</u> <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country.				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years: <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here: <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 25, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(a))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A Yes No

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A

5b	N/A
6b	X
7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 6		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Goodwill Industries of Central Texas 1015 Norwood Park Blvd Austin, TX 78753	Administrative	157,471

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 See Statement 7	1,535,735
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	0
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0
6	Minimum investment return. Enter 5% of line 5	6	0

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	N/A	1
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,528,547
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Sustainability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,528,547
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,528,547

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

N/A

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only				
b Total for prior years: 20 , 20 , 20				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4: \$				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling **3/27/07**

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(f)(3) or 4942(f)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year		Prior 3 years		(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b 85% of line 2a	0.				0.
c Qualifying distributions from Part XII, line 4 for each year listed	1,528,547.	1,530,399.	1,592,154.	1,443,085.	6,094,185.
d Amounts included in line 2c not used directly for active conduct of exempt activities					0.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	1,528,547.	1,530,399.	1,592,154.	1,443,085.	6,094,185.

3 Complete 3a, b, or c for the alternative test relied upon:

a 'Assets' alternative test - enter:

(1) Value of all assets

2,030,019.	1,569,348.	1,147,487.	752,957.	5,499,811.
------------	------------	------------	----------	------------

(2) Value of assets qualifying under section 4942(f)(3)(B)(i)

2,030,019.	1,569,348.	1,147,487.	752,957.	5,499,811.
------------	------------	------------	----------	------------

b 'Endowment' alternative test - enter 2/3 of minimum investment return shown in Part X, line 5 for each year listed

c 'Support' alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(f)(3)(B)(ii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

Note

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

Note

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc. Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XIII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Table with columns: Yes, No. Rows include: Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets; Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations; Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Schedule table with columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1: N/A.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No [X]

b If "Yes," complete the following schedule.

Schedule table with columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1: N/A.

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 taxpayer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee

Date 1/10/13

Title Chairman

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

Paid Preparer Use Only

Form section for paid preparer including fields for firm name, address, phone number, and preparer signature.

BAA

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No. 1545-0047

2012

Name of the organization

Blue Solutions

Employer identification number

31-1730721

Organization type (check one):

Files as:

Form 990 or 990-EZ

Form 990-PF

Section:

- 501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust not treated as a private foundation
 527 political organization
 501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1b or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it must answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to verify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, Schedule B (Form 990, 990-EZ, or 990-PF) 2012 or 990-PF.

Name of organization

Employer identification number

Blue Solutions

31-1730721

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Internal Revenue Service 2021 E Woodward St Austin, TX 78741	\$ 1,902,247.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	AFRC 4601 Fairview Drive Austin, tx 78703	\$ 84,582.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization
Blue Solutions

Employer identification number
31-1730721

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8) or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (d) and the following line entry. For organizations completing Part III, enter total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) \$ N/A
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift	
Transferor's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferor's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferor's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferor's name, address, and ZIP + 4	Relationship of transferor to transferee

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Blue Solutions

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Accounts Payable Discounts	\$ 1,378.		
Total	\$ 1,378.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Management Fee with goodwill.....	\$ 157,471.			\$ 157,471.
Total	\$ 157,471.	\$ 0.	\$ 0.	\$ 157,471.

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Awards.....	\$ 200.			\$ 200.
Background checks.....	991.			991.
Bank Service Charges.....	341.			341.
Contract labor.....	4,109.			4,109.
Data Processing fee.....	10.			10.
Equipment Maint & Repairs.....	4,937.			4,937.
Equipment Rental.....	913.			913.
Medical Screenings.....	212.			212.
Merchant Fees.....	53.			53.
Miscellaneous.....	156.			156.
Set Aside Fee.....	77,812.			77,812.
Supplies.....	207,238.			207,238.
Vehicle Repairs.....	331.			331.
Total	\$ 297,303.	\$ 0.	\$ 0.	\$ 297,303.

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Statement 4
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Machinery and Equipment	\$ 38,474.	\$ 16,833.	\$ 21,641.	\$ 21,641.
Total	\$ 38,474.	\$ 16,833.	\$ 21,641.	\$ 21,641.

Statement 5
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Rounding	\$ 1.	\$ 1.
Total	\$ 1.	\$ 1.

Statement 6
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours For Week Devoted	Compensation	Contri- bution to EBP & DC	Expense Account/ Other
Gerald L Davis 1015 Norwood Park Blvd Austin, TX 78753	Chairman 1.00	\$ 0.	\$ 0.	0.
Cathy F Rudzinski 1015 Norwood Park Blvd Austin, TX 78753	Treasurer 1.00	0.	0.	0.
Terry Macfarlane 1015 Norwood Park Blvd Austin, TX 78753	Vice President 0	0.	0.	0.
Patricia Black 1015 Norwood Park Blvd Austin, TX 78753	Secretary 0	0.	0.	0.
Malvin Capler 1015 Norwood Park Blvd Austin, TX 78753	President 1.00	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

Statement 7
 Form 990-PF, Part IX-A, Line 1
 Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
The organization provides employment opportunities for persons with severe disabilities pursuant to the Javits Wagner Oday Act. Employees with disabilities are employed on Federal Contracts under the Ability One Program. We employed 36 persons with disabilities in 2012.	\$ 1,535,135.

**Attachment V – Financial Plan
Workbook**

The Excel Center

New Applicaton Budget(s) & Cash Flow(s) Template

Lead Applicant Name:	Excel Center
Contact Email:	dodie.brown@austinsgoodwill.org
Contact Phone:	(512) 748-1342
Year One Fiscal Year End:	2015
School Days:	180

A	B	C	D	E
1	NEW TEXAS CHARTER SCHOOL			
3	2014-2015 Estimate of State Aid Entitlement Template			
4		Total - Per Grades - First Year		
5	Pre-Kindergarten (Enter 1/2 of actual enrollment because you will only be funded for 1/2 day per child)			
6	Kindergarten			
7	1st Grade			
8	2nd Grade			
9	3rd Grade			
10	4th Grade			
11	5th Grade			
12	6th Grade			
13	7th Grade			
14	8th Grade			
15	9th Grade		37.00	
16	10th Grade		37.00	
17	11th Grade		35.00	
18	12th Grade		38.00	
19		Total - All Grades		
20	Total Number of Students Enrolled		150	
21	Total Number of High School Students Enrolled		150.00	
22	Percentage Rate of Attendance		89%	
24	Special Education Data:			Extended Year Service
25	Number Enrolled in Homebound		-	-
26	Number Enrolled in Hospital Class		-	-
27	Number Enrolled in Speech Therapy		-	-
28	Number Enrolled in Resource Room		-	-
29	Number Enrolled in Self-Contained Mild/Mod/Sev.		-	-
30	Number Enrolled in Full-Time Early Childhood		-	-
31	Number Enrolled in Off-Home Campus		-	-
32	Number Enrolled in VAC		-	-
33	Number Enrolled from State Schools		-	-
34	Number Enrolled in Residential Care & Treatment		-	-
35	Number Enrolled in Mainstream		-	-
36	Career and Technology (C&T) Data:			Advanced C&T FTE
37	Number Enrolled in One-hour Class		75.00	-
38	Number Enrolled in Two-hour Class		-	-
39	Number Enrolled in Three-hour Class		-	-
40	Number Enrolled in Four-hour Class		-	-
41	Number Enrolled in Five-hour Class		-	-
42	Number Enrolled in Six-hour Class		-	-
43	Gifted and Talented Enrolled		-	-
44	Number of Pregnancy Related Students Enrolled		-	-
45	Number Enrolled in Bilingual/ESL		17.00	-
46	Special Education Error Check			
47	Career and Technology Error Check			
48	Available School Fund ADA		-	
49	Compensatory Education Enrollment		-	
50	Regular Program Transportation Allotment		-	
51	Special Education Program Transportation Allotment		-	
52	Career and Technology Program Transportation Allotment		-	
53	Transportation Total	\$	-	
54				

The Excel Center
ENROLLMENT and STUDENT POPULATION

ENROLLMENT FISCAL YEAR END	Data for following fiscal years must be based on reasonable estimates and projections.				
	2015	2016	2017	2018	2019
PK-Kindergarten (Enter 1/2 of actual enrollment because you will only be funded for 1/2 day per LMSD)					
Kindergarten					
1st Grade					
2nd Grade					
3rd Grade					
4th Grade					
5th Grade					
6th Grade					
7th Grade					
8th Grade					
9th Grade	37.00	37.00	37.00	37.00	37.00
10th Grade	37.00	37.00	37.00	37.00	37.00
11th Grade	38.00	38.00	38.00	38.00	38.00
12th Grade	38.00	38.00	38.00	38.00	38.00
Total Number of High School Students Enrolled	150.00	150.00	150.00	150.00	150.00
Total Number of All Students Enrolled (Average Membership)	250.00	250.00	250.00	250.00	250.00
Average Daily Attendance (ADA)	120.00	120.00	120.00	120.00	120.00
Average Daily Attendance %	80%	80%	80%	80%	80%
Percent change YDY	0%	0%	0%	0%	0%

STUDENT POPULATION	Data for following fiscal years must be based on reasonable estimates and projections.									
	2015	FYE 2016	2016	FYE 2017	2017	FYE 2018	2018	FYE 2019	2019	FYE 2020
Special Education Data:										
Number Enrolled in Homebound										
Number Enrolled in Hospital Class										
Number Enrolled in Speech Therapy										
Number Enrolled in Resource Room										
Number Enrolled in Self-Contained MRG/Mod/Sec										
Number Enrolled in Full-Time Early Childhood										
Number Enrolled in OH-Home Carevis										
Number Enrolled in VAC										
Number Enrolled from State School										
Number Enrolled in Residential Care & Treatment										
Number Enrolled in Mainstream										
Special Education Student Count %										
Percent change YDY	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%
Career and Technology (C&T) Class:										
Number Enrolled in One-hour Class	70.00	Advanced C&T FYE 2016	70.00	Advanced C&T FYE 2016	70.00	Advanced C&T FYE 2017	70.00	Advanced C&T FYE 2018	70.00	Advanced C&T FYE 2019
Number Enrolled in Two-hour Class										
Number Enrolled in Three-hour Class										
Number Enrolled in Four-hour Class										
Number Enrolled in Five-hour Class										
Number Enrolled in Six-hour Class										
Career & Technology Students Enrolled	70.00		70.00		70.00		70.00		70.00	
% of Career & Technology Students	46.67%		46.67%		46.67%		46.67%		46.67%	
Percent change YDY	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%

	Data for following fiscal years must be based on reasonable estimates and projections.				
	2015	2016	2017	2018	2019
Number Gifted and Talented Students Enrolled					
% of Gifted and Talented Students Enrolled					
Number of Pregnancy Related Students					
% of Pregnancy Related Students Enrolled					
Number of Students Enrolled in Bilingual/ESL	17.00	17.00	17.00	17.00	17.00
% of Students Enrolled in Bilingual/ESL	11.33%	11.33%	11.33%	11.33%	11.33%
Special Education (M/F) C&T:					
Career and Technology From Class					
Available State Fund ADA		762,900.00	762,900.00	762,900.00	762,900.00
Comensatory Education Enrollment					

Transportation	Data for following fiscal years must be based on reasonable estimates and projections.				
	2015	2015-16	2016-17	2017-18	2018-19
Regular Program Transportation Allowment	\$ -	\$ -	\$ -	\$ -	\$ -
Special Education Program Transportation Allowment	\$ -	\$ -	\$ -	\$ -	\$ -
Career and Technology Program Transportation Allowment	\$ -	\$ -	\$ -	\$ -	\$ -
Transportation Total	\$ -	\$ -	\$ -	\$ -	\$ -
Percent change YDY	0%	0%	0%	0%	0%

NEW TEXAS CHARTER SCHOOL 2014-2015 Estimate of State Aid Enrollment, Terminal Template Date 08/21/2013-Preliminary		TOTAL
Refined ADA		120.000
HS ADA		120.000
ASF ADA		0.000
SPECIAL EDUCATION FTE		
Number Enrolled in Homebound	0.000	0.000
Homebound Class	0.000	0.000
Speech Therapy	0.000	0.000
Resource Room	0.000	0.000
Self-Contained Mid/Mod/Sev	0.000	0.000
Full-Time Early Childhood	0.000	0.000
DB-Home Caregiver	0.000	0.000
VAC	0.000	0.000
State Schools	0.000	0.000
Residential Care & Treatment	0.000	0.000
TOTAL SPECIAL EDUCATION FTE	0.000	0.000
TOTAL SPECIAL EDUCATION WEIGHTED FTE	0.000	0.000
Career & Technology FTEs	4.500	
Advanced Career & Technology FTEs	0.000	
Regular Program ADA	110.000	
Mainstream ADA	0.000	
Gifted & Talented Enrollment	0.000	
Compensatory Ed Enrollment	-	
Frequency-related FTEs	0.000	
Bilingual ADA	13.000	
Adjusted GYA	0.9731	
TOTAL WEIGHTED AVERAGE DAILY ATTENDANCE (WADA)	155.381	
FUNDING DATA:		
State Average Basic Allotment	\$	6,805
State Average Adjusted Basic Allotment	\$	5,978
State Average Adjusted Allotment	\$	5,162
State Average DTR- Level B		0.03209
State Average DTR- Level B1		0.04686
Available School Fund Rate	\$	-
FUNDING BREAKDOWN BY PROGRAM		
Regular Program Block Grant	\$	879,873
Special Education Block Grant (based 65% of Assum as proposed)	\$	-
Mainstream Special Education (based 85% of Assum as proposed)	\$	-
Residential Care & Treatment (based 65% of Assum as proposed)	\$	-
State Schools (based 50% of Assum as proposed)	\$	-
Extended Year Services, Special Education (EVS) Grant (based 65% of Assum as proposed)	\$	-
TOTAL SPECIAL EDUCATION	\$	-
Career & Technology Grant (based 65% of Assum as proposed)	\$	79,050
Gifted & Talented Ed Grant (based 65% of Assum as proposed)	\$	-
Regular Compensatory Ed (based 65% of Assum as proposed)	\$	-
Frequency Related Services Allocation (based 65% of Assum as proposed)	\$	-
Adj. Allotment	\$	-
Bilingual Education Block Grant (based 65% of Assum as proposed)	\$	6,367
TRANSPORTATION		
Regular Program	\$	-
Special Education	\$	-
Career and Technology	\$	-
TOTAL TRANSPORTATION	\$	-
High School Allotment	\$	35,000
State Share of Tier 1	\$	200,185
Tier II Level 1	\$	49,369
Tier II Level 2	\$	33,259
TOTAL TIER II	\$	73,186
TOTAL FOUNDATION	\$	873,253
OTHER PROGRAMS		
Staff Salary Adjustment	\$	-
Additional State Aid for Tax Reduction (ASATRI)	\$	-
TOTAL OTHER PROGRAMS	\$	-
TOTAL	\$	873,253
TOTAL AVAILABLE SCHOOL FUND (ASFP) (May be zero in first year)	\$	-
TOTAL FOUNDATION SCHOOL FUND (FSF)	\$	873,253

Please note estimates of state aid calculated during the school year are based on projected charter school and school district enrollment estimates, estimated school district maintenance and operations (M&O) fee rates, and estimated fee activities. Estimates of state aid amount can be significantly impacted by factors that are not known to the State Funding Division until the "Final" Summary of Finance (SOF) is submitted in April. It is strongly recommended that charter schools budget conservatively to accommodate these anticipated changes.

1	2008-2010 HB1 Revenue Per WADA *0.8283	\$	4,804,838
2	2008-2010 State Average HB1 Revenue Per WADA*0.8283	\$	4,504,837
3	2013-2014 WADA		155,361
4	2013-2014 Base Target Revenue (Greater of Line 1 or Line 2 or Line 3)	\$	715,381
5	2013-2014 HB3646 Minimum Increase (Line 3 x \$120*0.9283)	\$	17,289
6	2013-2014 Minimum Revenue (Line 4 + Line 5)	\$	732,650
7	Transportation Adjustment	\$	-
8	2013-2014 New Instructional Facility Allotment	\$	-
9	2008-2009 Educator Salary Increase (\$23.63 x 2008-2009 WADA*0.8283)	\$	-
10	2013-2014 Adjusted Minimum Revenue (Line 6 + Line 7 + Line 8 + Line 9)	\$	732,650
11	2013-2014 Tier 1 State Aid	\$	800,105
12	Additional State Aid For Tax Reduction (If Line 11 < Line 10 Then Line 10 - Line 11)	\$	-
13	2013-2014 Revenue @ Compressed Tax Rate/RACR (Line 11 + Line 12)	\$	800,105
14	2013-2014 Revenue per WADA @ Compressed Tax Rate (RACR/WADA) (Line 13/Line 3)	\$	5.159

The Excel Center

REVENUE AND EXPENSE ASSUMPTIONS

2015 2016 2017 2018 2019 2020

REVENUE

TOTAL STATE REVENUES	872,254,881
TOTAL FEDERAL REVENUES	-
TOTAL LOCAL & OTHER REVENUES	667,641
TOTAL REVENUE	1,540,095,881

	2015	2016	2017	2018	2019
TOTAL STATE REVENUES	0.00%	0.00%	0.00%	0.00%	0.00%
TOTAL FEDERAL REVENUES	0.00%	0.00%	0.00%	0.00%	0.00%
TOTAL LOCAL & OTHER REVENUES	0.00%	0.00%	0.00%	0.00%	0.00%
TOTAL REVENUE	0.00%	0.00%	0.00%	0.00%	0.00%



The Excel Center
PROJECTED BUDGET / OPERATING PLAN FOR INITIAL CHARTER PERIOD

SUMMARY					
Total Revenue	1,540,894	1,599,511	1,578,805	1,598,178	1,648,117
Total Expenses	1,540,894	1,599,511	1,578,805	1,597,489	1,647,058
Net Financial Income (Before Depreciation)	-	389	584	689	2,159
Residual Pay Fund	30,571	10,180	10,525	10,555	35,788
Equipment Pay Fund	40,173	10,396	(10,521)	10,650	28,780
	YEAR 1	YEAR 1	YEAR 3	YEAR 4	YEAR 5
	2015	2016	2017	2018	2019
REVENUE					
TOTAL STATE REVENUES	\$ 873,252	\$ 873,252	\$ 873,252	\$ 873,252	\$ 873,252
TOTAL FEDERAL REVENUES	\$ -	\$ -	\$ -	\$ -	\$ -
TOTAL LOCAL & OTHER REVENUES	\$ 667,642	\$ 726,259	\$ 705,553	\$ 724,926	\$ 774,865
TOTAL REVENUE	\$ 1,540,894	\$ 1,599,511	\$ 1,578,805	\$ 1,598,178	\$ 1,648,117

EXPENSES**ADMINISTRATIVE STATE PERSONNEL COSTS**

Executive Management	75,000	75,000	96,000	100,000	105,000
Institutional Management					
Deans, Directors & Coordinators	130,000	142,000	147,000	252,500	257,000
CEO / Director of Finance					
Superintendent / Business Manager	40,000	40,000	41,500	42,440	43,200
Administrative Staff					
Other - Administrative					
TOTAL ADMINISTRATIVE STATE PERSONNEL COSTS	\$ 245,000	\$ 307,000	\$ 384,500	\$ 395,940	\$ 405,200

INSTRUCTIONAL PERSONNEL COSTS

Teachers - Regular	290,000	275,000	280,500	286,500	292,250
Teachers - SPED					
Substitute Teachers					
Teaching Assistants					
Support Teachers	45,000	45,000	46,000	47,750	48,700
Aide					
Therapists & Counselors	33,000	32,750	33,500	40,100	31,100
Other - Instructional					
TOTAL INSTRUCTIONAL PERSONNEL COSTS	\$ 368,000	\$ 352,750	\$ 360,000	\$ 374,350	\$ 372,750

NON-INSTRUCTIONAL PERSONNEL COSTS

Wages					
Director					
Director					
Security					
Other - Non-Instructional	101,200	101,200	105,200	107,200	108,500
TOTAL NON-INSTRUCTIONAL PERSONNEL COSTS	\$ 101,200	\$ 101,200	\$ 105,200	\$ 107,200	\$ 108,500
TOTAL PERSONNEL EXPENSES	\$ 654,200	\$ 760,950	\$ 850,700	\$ 877,490	\$ 886,450

PAYROLL TAXES AND BENEFITS

Social Security	51,285	51,411	53,958	54,406	55,514
Medicare	33,594	33,694	34,973	35,279	35,980
State Unemployment	4,219	4,303	4,389	4,477	4,564
Worker's Compensation Insurance	165	169	170	174	179
Custom Office Tax #1					
Custom Office Tax #2					
Health Insurance	4,272	4,111	4,600	4,774	5,054
Dental Insurance					
Vision Insurance					
Life Insurance					
Retirement Contribution	18,705	17,044	17,355	17,743	18,087
Other Various Employee Benefits	1,235	4,219	3,300	4,880	4,477
Custom Fringe #1					
TOTAL PAYROLL TAXES AND BENEFITS	\$ 95,762	\$ 91,748	\$ 96,672	\$ 99,705	\$ 104,262
TOTAL PERSONNEL TAX & BENEFIT EXPENSES	\$ 190,962	\$ 183,698	\$ 193,372	\$ 199,195	\$ 200,712

CONTRACTED SERVICES

Accounting / Audit	11,000	12,000	12,000	12,000	12,000
Legal	10,000	10,000	10,000	10,000	10,000
Management Consulting Firm					
Printing Services					
Food Service / School Lunch					
Payroll Services					
Specialist Services					
Talent Services (i.e. Intern)					
Web Software and Database Upgrade	24,000	24,000	24,500	24,950	24,950
Contracted Services for Special Ed	10,050	10,050	10,050	10,050	10,050
Custom Contracted Services #2					
TOTAL CONTRACTED SERVICES	\$ 45,050	\$ 46,050	\$ 46,550	\$ 47,000	\$ 47,000

SCHOOL OPERATIONS

Direct Expenses					
Classroom / Teaching Supplies & Materials	10,500	10,500	10,500	10,500	10,500
Special Ed Supplies & Materials	-	-	-	-	-
Textbooks / Workbooks	60,000	60,000	60,000	60,000	60,000
Supplies & Materials - other	11,000	11,000	11,000	11,000	11,000
Equipment / Furniture	-	-	-	-	-
Technology	-	-	-	-	-
Student Testing & Assessment	-	-	-	-	-
Field Trips	-	-	-	-	-
Transportation (LUMIN)	57,000	57,000	57,000	57,000	57,000
Student Services - other	-	-	-	-	-
DRN Expense	25,044	25,044	25,044	25,044	25,044
Staff Development	50,000	50,000	50,000	50,000	50,000
Staff Recruitment	600	600	600	600	600
Student Recruitment / Marketing	-	-	-	-	-
School Meals / Lunch	-	-	-	-	-
Food Staff	13,800	13,800	13,800	13,800	13,800
Funding	-	-	-	-	-
Student Career / Civ Training Activities	12,000	12,000	12,000	12,000	12,000
Continuing Education	54,000	54,000	54,000	54,000	54,000
Custom Operations #1	-	-	-	-	-
TOTAL SCHOOL OPERATIONS	\$ 305,624	\$ 305,624	\$ 305,624	\$ 305,624	\$ 305,624

FACILITY OPERATION & MAINTENANCE

Insurance	20,000	20,000	20,000	20,000	20,000
Janitorial Services	25,500	25,500	25,500	25,500	25,500
Building and Land Rent / Lease	-	-	-	-	-
Repairs & Maintenance	-	-	-	-	-
Security Services	81,250	81,250	81,250	81,250	81,250
Utilities	40,056	40,056	40,056	40,056	40,056
Background Checks and Fingerprinting	2,500	2,500	2,500	2,500	2,500
Custom Facilities Operations #2	-	-	-	-	-
Custom Facilities Operations #3	-	-	-	-	-
TOTAL FACILITY OPERATION & MAINTENANCE	\$ 189,306	\$ 189,306	\$ 189,306	\$ 189,306	\$ 189,306
RESERVES / CONTINGENCY	75,000	75,000	75,000	75,000	75,000
TOTAL EXPENSES	\$ 1,548,872	\$ 1,548,872	\$ 1,578,221	\$ 1,587,448	\$ 1,617,628
NET OPERATING INCOME (before DEPRECIATION)	\$ 2	\$ 282	\$ 526	\$ 221	\$ 1,258
DEPRECIATION & AMORTIZATION	-	-	-	-	-
NET OPERATING INCOME (including Depreciation)	\$ 2	\$ 282	\$ 526	\$ 221	\$ 1,258

The Excel Center
PROJECTED START-UP BUDGET / OPERATING PLAN
FOR INITIAL CHARTER PERIOD

SUMMARY	
Total Revenue	409,870
Total Expenses	409,870
Net Operating Income (before Depreciation)	0

Description of Assumptions:

Start-Up
Period

REVENUE	
TOTAL STATE REVENUES	\$ -
TOTAL FEDERAL REVENUES	\$ -
TOTAL LOCAL & OTHER REVENUES	\$ 409,870
TOTAL REVENUE	\$ 409,870

Goodwill will contribute funds to cover start up budget of \$394,670, cash revenue of \$75,000, and will also fund facility renovation and capital expenditure of \$707,000 to get the facility ready for students. Total investment of \$1,176,670.

EXPENSES**ADMINISTRATIVE STAFF PERSONNEL COSTS**

Executive Management	47,500
Instructional Management	-
Deans, Directors & Coordinators	36,499
CFO / Director of Finance	-
Operation / Business Manager	-
Administrative Staff	16,667
Other - Administrative	-

TOTAL ADMINISTRATIVE STAFF PERSONNEL COSTS \$ 100,666

Head of School only 6 months; CEO and Sr VP relation paid by Goodwill

1 Lead Life Coach; 2 Lead Teachers; 1 Special Education Director 2 months as Drop in Center Dir

This position is paid by Goodwill

Registrar / Office Manager 1 for 5 months

INSTRUCTIONAL PERSONNEL COSTS

Teachers - Regular	45,000
Teachers - SPED	-
Substitute Teachers	-
Teaching Assistants	-
Specialty Teachers	7,500
Aides	-
Therapists & Counselors	6,333
Other - Instructional	-

TOTAL INSTRUCTIONAL PERSONNEL COSTS \$ 58,833

5 Teachers for 2 months

1 Intervention Specialist for 2 months

1 Career and College Counselor for 2 months

NON-INSTRUCTIONAL PERSONNEL COSTS

Nurse	-
Librarian	-
Custodian	-
Security	-
Other - Non-Instructional	12,967

TOTAL NON-INSTRUCTIONAL PERSONNEL COSTS \$ 12,967

2 Life Coaches for 2 months; 3 part time drop in center staff .5 month

TOTAL PERSONNEL EXPENSES \$ 172,466

PAYROLL TAXES AND BENEFITS

Social Security	10,693
Medicare	2,501
State Unemployment	830
Worker's Compensation Insurance	41
Custom Other Tax #1	-
Custom Other Tax #2	-
Health Insurance	1,720
Dental Insurance	-
Vision Insurance	-
Life Insurance	-
Retirement Contribution	3,484
Other Various Employee Benefits	962
Custom Fringe #2	-

TOTAL PAYROLL TAXES AND BENEFITS \$ 20,181

\$480.75 per FT employee per month (est at 1% of payroll)

annualized retirement contribution at 2.02%

Other employee benefits est at .50% of payroll

TOTAL PERSONNEL, TAX & BENEFIT EXPENSES \$ 192,647

CONTRACTED SERVICES

Accounting / Audit	-
Legal	5,000
Management Company Fee	-
Nurse Services	-
Food Service / School Lunch	-
Payroll Services	-
Special Ed Services	-
Titlement Services (i.e. Title I)	-
Web software and backoffice support	-
Contracted Services for Special Ed	-
Custom Contracted Services #3	-

TOTAL CONTRACTED SERVICES \$ 5,000

estimate

Total FSP from latest Summary of Finances (SOF)	\$	873,253	
Prior Year Settle-Up or Audit Adjustments from FSP Ledger	\$	-	
Current Year FSP Payments Year to Date from FSP Ledger	\$	-	
FSP Remaining Balance	\$	873,253	
Number of Remaining FSP Payments	\$	12	
Remaining Balance to be Paid this Month		8.3%	
Payment	\$	72,480	

Payment Month:	Remaining Payments	% of Unpaid Balance	Estimated Payments Schedule
September	12	8.3%	\$ 72,480
October	11	9.1%	\$ 72,870
November	10	10.1%	\$ 73,518
December	9	11.1%	\$ 74,337
January	8	12.4%	\$ 75,337
February	7	14.4%	\$ 76,584
March	6	16.6%	\$ 78,114
April	5	19.9%	\$ 80,009
May	4	25.1%	\$ 82,145
June	3	33.2%	\$ 84,465
July	2	49.7%	\$ 87,465
August	1	100.0%	\$ 93,339
			\$ 873,253

The Excel Center
PROJECTED START-UP BUDGET / OPERATING PLAN FOR INITIAL CHARTER PERIOD

SUMMARY	Month vs. Budget (All in \$K)						TOTAL
	Jan	Feb	Mar	Apr	May	Jun	
Total Revenue	12,841	24,200	18,800	23,583	63,475	63,475	318,020
Total Expenses	12,841	24,200	18,800	23,583	63,475	63,475	318,020
Net Operating Income (before Depreciation)	0	0	0	0	0	0	0
CASH FLOW ADJUSTMENTS:							
BEGINNING CASH BALANCE (cash and cash equivalents)	75,000	75,000	75,000	75,000	75,000	75,000	75,000
ENDING CASH BALANCE (cash and cash equivalents)	75,000	75,000	75,000	75,000	75,000	75,000	75,000
From the monthly period provided in the city of schools.							
REVENUE							\$
TOTAL REVENUE							\$
TOTAL LOCAL & OTHER REVENUE							\$
TOTAL REVENUE							\$

March vs. Budget (All in \$K)

(75,000)

(75,000)

(0)

410,470

410,470

EXPENSES

ADMINISTRATIVE STATE PERSONNEL COSTS

Executive Management	7,917	7,917	7,917	7,917	7,916	47,518
Instructional Management	-	-	-	-	-	-
Bus. Director & Coordinators	-	-	-	16,666	16,666	36,459
CEO / Director of Finance	-	-	-	-	-	-
Operation / Business Manager	3,233	3,233	3,233	3,233	3,233	36,817
Administrative Staff	-	-	-	-	-	-
Office - Administrative	-	-	-	-	-	-

TOTAL ADMINISTRATIVE STATE PERSONNEL COSTS

INSTRUCTIONAL PERSONNEL COSTS

Teachers - Regular	-	-	-	22,500	22,500	25,000
Teachers - SPED	-	-	-	-	-	-
Instructional Technicians	-	-	-	-	-	-
Teaching Assistants	-	-	-	3,750	3,750	7,500
Specialty Teachers	-	-	-	-	-	-
Aides	-	-	-	3,166	3,166	6,333
Therapist & Counselors	-	-	-	-	-	-
Other - Instructional	-	-	-	10,418	10,418	51,852

TOTAL INSTRUCTIONAL PERSONNEL COSTS

NON-INSTRUCTIONAL PERSONNEL COSTS

None	-	-	-	-	-	-
Uniforms	-	-	-	-	-	-
Custodian	-	-	-	-	-	-
Security	-	-	-	-	-	-
Other - Non Instructional	-	-	-	5,833	5,833	12,667

TOTAL NON-INSTRUCTIONAL PERSONNEL COSTS

TOTAL PERSONNEL EXPENSES

PAYROLL TAXES AND BENEFITS

Social Security	451	638	697	3,706	4,192	10,692
Medicare	112	161	163	816	901	2,501
State Unemployment	40	57	57	283	346	846
Workers Compensation Insurance	-	-	-	-	-	-
Custom Officer Tax #1	-	-	-	-	-	-
Custom Officer Tax #2	-	-	-	-	-	-
Health Insurance	78	112	112	621	675	1,220
Dental Insurance	-	-	-	-	-	-
Vision Insurance	-	-	-	-	-	-
Life Insurance	-	-	-	-	-	-
Retirement Contributions	140	227	227	1,226	1,667	3,484
Other Various Employee Benefits	40	58	58	316	354	852
Custom Frags #2	-	-	-	-	-	-

TOTAL PAYABLE TAXES AND BENEFITS

TOTAL PERSONNEL TAX & BENEFIT EXPENSES

CONTRACTED SERVICES

Accounting / Audit	-	-	-	-	-	-
Legal	1,000	1,000	1,000	500	500	5,000
Management Consultancy Fee	-	-	-	-	-	-
Nurse Services	-	-	-	-	-	-
Food Service / School Lunch	-	-	-	-	-	-
Payroll Services	-	-	-	-	-	-
Special Ed Services	-	-	-	-	-	-
Retention Services (1 & 7th V)	-	-	-	-	-	-
Web Software and In/office system	-	-	-	-	-	-
Contracted Services for Special Ed	-	-	-	-	-	-
Custom Contracted Services #3	-	-	-	-	-	-

TOTAL CONTRACTED SERVICES

1. Most of General Exp. (200) will be offset by other funds by Council.

Approved by the Personnel Committee by Consensus

Signature / Office Manager

6 Teachers

Instructional Specialists

2. Use General Exp. and 8PT Drive (200) for 12 hrs

2,428 per \$1,000 of budget

(0)



TEXAS EDUCATION AGENCY
DIVISION OF FINANCIAL ACCOUNTABILITY

APPROVED DURING CONTINGENCY PROCESS

MEMORANDUM

TO: Heather Mauzé, Director
Division of Charter School Administration

THROUGH: Belinda Dyer, Director
Division of Financial Accountability

FROM: Rita Bunton, Reviewer

DATE: March 7, 2014

REFERENCE: Corrective Action Documentation Review_Application Review #
701/14/108/001

A review of the corrective action documentation has been completed in connection with the Application for an Adult Education Charter School (document # 701/14/108/001) (the charter application) filed by Goodwill Industries of Central Texas (FEIN: 74-1322808) (the charter applicant), a Texas nonprofit corporation granted exemption from federal income taxation pursuant to section 501(a) of the Internal Revenue Code (IRC) as an organization described in section 501(c)(3).

The name for the proposed charter school is **The Excel Center**. The corrective action documentation was reviewed to ensure that the charter applicant did not propose to operate a charter school in a manner not consistent with state and federal laws and regulations, and/or that it did not contain any inconsistencies or discrepancies. This memorandum summarizes our observations.

Educational Plan

Concern:

How will the proposed charter school's student attendance be taken/monitored/captured?

Response:

Students who enroll in online classes have periods of their day scheduled to make progress through on-line learning. Students sit in the same classroom while they make academic progress, and no student is expected to do any online coursework while not physically on The Excel Center campus. During each period of online instruction, either a resource staff person or a life coach is physically present in the room at all times. He/she is responsible for recording attendance in WebSmart during each class period.

Concern:

If the students are required to complete some of their classes online are tablets the most practical resource to use to complete the class work online? If tablets will be purchased, will

keyboards and mouse devices also be purchased? Will computers, laptops or tablets be purchased for the teachers, life coaches, career and college counselors or other staff members?

Response:

Students will use desktop computers while teachers and staff will be provided with laptops. Please see attachment V.

Concern:

Per the application, page 26, "...The Excel Center anticipates that some students will have a native language other than English. If all of the online content is not available in the students native language, what course of action will be completed so that that student is presented with the same online content as the English speaking students? How will the course content be translated into a format that the the LEP student is able to understand and learn? Will the online content be offered in languages other than English and Spanish? Are the bilingual staff members teachers? Is the specialty teacher/intervention specialist that is disclosed in the financial plan workbook and budget narrative the same as the ESL teacher? If not, will an ESL teacher be hired?

Response:

The Intervention Specialist will be required to present qualifications and skills that support BE/ESL students. They will be expected to translate/make available all course content in Spanish. Additionally, Goodwill has translators available in several languages at no cost to the Excel Center.

Result of Corrective Action Review:

The responses submitted by Goodwill Industries of Central Texas submitted are sufficient to resolve the concerns.

Operations Plan

Concern:

"Monday through Thursday, the school schedule has classes from 8:30 am until 8:45 pm and on Friday, students participate in self-directed learning" (pg. 33). Where will the self-directed study take place? Will it occur in the Resource Area or in a designated classroom on campus? How will attendance be captured during the self-directed learning time? Will Special Education and Special Needs teachers be available to assist the Special Education, Special Needs and ESL students during the self-directed learning time on each Friday?

Response:

Self-directed study takes place in the Resource Center and Computer Lab. Both are open the same days/hours as the The Excel Center. The Resource Area includes computers, space for one-on-one tutoring, and self-directed instruction. Both areas are monitored by resource staff, and life-coaches, who are responsible for entering attendance information into WebSmart. Additionally, resource staff is available to provide one-on-one tutoring throughout each day. Special Education staff is available throughout the instructional day to work with students as required by their education plans. On Friday, teachers will also be available for one-on-one scheduled visits.

Yes, the Special Education and Special Needs teacher(s) will be available to assist the Special Education, Special Needs and ESL students during the self-directed learning time on each Friday. Active IEPs and Section 504 plans will be monitored by the Director of Special Education and Life Coaches to ensure that students have the required supports in their plans to equip them to make sustained academic progress at the school.

Concern:

What type of transportation will be provided to Special Education students and other Special Needs students? Will the transportation be offered after the Special Education or Special Needs student attains the age of 22?

Response:

Students with disabilities are eligible to receive special transportation through Capital Metro at no cost. Life coaches will assist these students in coordinating pick-up and drop-off. No budget revision is necessary.

Concern:

The Special Education students and Special Needs students are required to complete some courses online. Will software be purchased to accommodate the Special Education and Special Needs students, or will the software be provided through the special education third-party contracted provider?

Response:

Goodwill owns and operates an assistive technology lab that includes appropriate hardware and software. This technology will be fully accessible to all students.

Concern:

The \$3,800 allocated for the recruitment of the head of the school, teachers and support staff does not appear to be feasible; this amount may need to be increased. What is the methodology that was used to determine that the \$3,800 would be sufficient for the recruitment of the 18.5 staff members that the proposed charter school has indicated it will hire?

Response:

The executive search firm retained by Goodwill to hire the head of school will be paid for exclusively by Goodwill. The \$3,800 is meant for recruitment advertising and outreach. Goodwill will utilize its own resources above and beyond this amount in order to hire a highly qualified staff.

Result of Corrective Action Review:

The responses submitted by Goodwill Industries of Central Texas submitted are sufficient to resolve the concerns.

Attachment J - Staffing Rollout Plan

Concern:

The staffing rollout (pg. 260) and the budget narrative (pg. 535) do not disclose an allocation for an ESL teacher. Will an ESL teacher be hired?

APPROVED DURING CONTINGENCY PROCESS

Response:

The Intervention Specialist will be required to present qualifications and skills that support BE/ESL students.

Result of Corrective Action Review:

The response submitted by Goodwill Industries of Central Texas submitted is sufficient to resolve the concern.

Attachment P - Start-up Plan

Concern:

The start-up plan does not reconcile to the allocated start-up budget, disclosed in the Financial Plan workbook. This issue is discussed in detail in the Financial Plan workbook section of this letter.

Response:

Please see response under attachment V. Any resources expended above and beyond the budget to ensure that The Excel Center meets all obligations necessary for a proper start will be fully absorbed by Goodwill.

Result of Corrective Action Review:

The response submitted by Goodwill Industries of Central Texas submitted is sufficient to resolve the concern.

Attachment U - Unqualified Audit Report

Concerns:

The unqualified audit report does not appear to be complete.

The net assets of \$14,746,750 disclosed on IRS Form 990 (pg. 404) do not reconcile to the total net assets of \$28,213,414 disclosed in the AFR (pg. 361).

Result of Corrective Action Review:

Goodwill Industries of Central Texas submitted all pages of the unqualified financial report. The net assets of \$14,746,750 that are disclosed on IRS Form 990 are for GICT only and the \$28,213,414 that is disclosed in the AFR consists of the following, which includes all subsidiaries (operations) of Goodwill Industries of Central Texas:

Goodwill Industries of Central Texas	-	\$14,746,750
Goodwill Temporary	-	\$11,539,616
Blue Solutions	-	<u>\$1,927,049</u>
		\$28,213,415

The corrective action documentation submitted is sufficient to resolve the concern.

Attachment V - Financial Plan Workbook

Concern:

The start-up budget (pg. 524-523), disclosed in the Financial Plan workbook, does not disclose an allocated dollar amount for each of the following expenses: board expenses; supplies and materials; telephone; technology, such as computers for the resource center (However, the budget does include tablets, laser printers, cell phones and a TV under the equipment and furniture line item.); student testing and assessment; staff development; student recruitment and marketing; or background checks and fingerprinting. The board will meet before the proposed charter school opens; supplies and materials will be needed, student testing and assessments will be need to be completed; staff development will more than likely occur before the proposed charter school opens; student recruitment and marketing will occur, per the start-up plan (page 334); and background checks and fingerprinting must occur before the proposed charter school opens.

Response:

Goodwill is prepared to cover all expenses not specifically outlined in the budget.

Board expenses – The board will meet before school starts. Goodwill will fund any expenses related to the board meetings. We budgeted office supply expense in that category.

Supplies and materials – Budgeted in Classroom/Teaching supplies and materials and in office expense. Telephone is included in the Utilities line – note the explanation to the right of the data entry. Technology – Goodwill is contributing the following:

<i>20 computer set ups in 2 labs at \$2,000 ea</i>	<i>40,000</i>
<i>17 Staff Laptops at \$1,300 ea</i>	<i>22,100</i>
<i>9 Smart Boards for classrooms at \$1,950 each</i>	<i>17,550</i>
<i>Software Windows, Office, Anti-Virus, AdobePro, Enterprise SQL Server, etc</i>	<i>50,000</i>
<i>PA System</i>	<i>2,000</i>
<i>Video/Digital Messaging one</i>	<i>1,500</i>
<i>other)</i>	<i>16,550</i>

Student testing and assessment – included in the \$60,000 textbooks and workbooks line item.

Staff development – Goodwill will be responsible for funding all staff training and professional development.

Student recruitment and marketing – Goodwill will be responsible for funding any expenses related to student recruitment and marketing.

APPROVED DURING CONTINGENCY PROCESS

Background checks and fingerprinting - was entered in error in the student career cert training assistance line. \$7,250 needs to move to the correct line for background checks and fingerprinting. See explanation line in the original budget.

Concern:

The budget for the first five years (pg. 519-523), disclosed in the Financial Plan workbook, does not disclose an allocated dollar amount for the following expenses: board expenses; equipment and furniture; telephone; technology; student testing and assessment; student recruitment and marketing; or fundraising. The board is required to meet on a regular basis; equipment and furniture will usually need to be replaced or purchased; student testing and assessments and student recruitment and marketing will occur throughout the year; and fundraising will occur to ensure new funding sources are acquired.

Response:

Goodwill is prepared to cover all expenses not specifically outlined in the budget.

Board expenses - Goodwill will fund board expenses to the extent that are not covered by the office supply budget. Equipment & Furniture - Goodwill is providing the equipment and furniture. Telephone - Telephone is budgeted with Utilities at \$3600 annually. Technology - Provided by Goodwill. Student testing and assessment - included in textbook / workbook line Student recruitment and marketing - Provided by Goodwill. Fundraising expenses - Provided by Goodwill.

Result of Corrective Action Review:

The responses submitted by Goodwill Industries of Central Texas submitted are sufficient to resolve the concerns.

Attachment W - Budget Narrative

Concerns:

Discrepancies between the five year budget and the budget narrative (pg. 535) exist. In addition, the budget narrative states the following, "As a member of the Goodwill Center, the Excel network (which is the proposed charter), the school will be provided with curriculum and services at no cost." Please provide a clarification concerning the aforementioned statement.

Response:

The Excel Center Network is providing curriculum at no cost for the first two years. We will also be leveraging other learning tools and resources as needed; online curriculum is budgeted. Operational support services including marketing, IT, and Human Resources are being provided at no cost.

Contracted Maintenance and Repair:

janitorial calculated 12,000 sq ft @.10per for 12 months

14,400

facility repair and maintenance calculated 12,000 sq ft @.30per yearly - for newly

APPROVED DURING CONTINGENCY PROCESS

<i>renovated</i>	3,600
<i>equipment</i>	1,500
<i>estimate for janitorial paper products and cleaning supply \$500 per month</i>	<u>6,000</u>

Supplies and materials other are stated in the narrative at \$26,400 and in the budget at \$12,000. The budget is correct. Supplies and materials - \$6,000 is included with Janitorial - see above.

Result of Corrective Action Review:

The responses submitted by Goodwill Industries of Central Texas submitted are sufficient to resolve the concerns.

Attachment W – Budget Narrative

Attachment W – Budget Narrative

The budget was developed using the requirements of the plan of study for students and the related administrative, staffing, resource, and facility requirements. The plan for staffing the school and drop in center including annual salaries as follows: Head of School - \$95,000, Registrar / Office Manager - \$40,000, Career and College Counselor - \$40,000, 2 Lead Teachers - \$50,000 each, 6 Teachers at \$45,000 each, Special Education Director - \$60,000, Intervention Specialist - \$45,000, Lead Life Coach - \$40,000, Drop In Center Director - \$38,000, 2 Life Coaches - \$35,000 each, 3 part time Drop In Center Staff - \$20,800. Executive Leadership, Financial Officer, Marketing, Fundraising, and HR resources will be provided by Goodwill at no cost to the school. Payroll taxes, workers compensation, unemployment compensation, teacher retirement and miscellaneous employee benefits are calculated based on wages with appropriate rates for each category. Professional and contracted services per year budget estimates are included as follows: legal - \$10,000, audit - \$12,000, web software and back office support \$34,930 (4% of state revenue), contracted services for special education - \$10,500, tuition reimbursement estimated at 10 staff at \$5,000 each - \$50,000, student tuition other than public schools estimate for career and certification training assistance - \$12,000, contracted janitorial based on 12,000 square feet at \$0.10 and paper supplies - \$19,500, utilities including electric - based on historical data at 12,000 square feet, phone, trash, water, and internet - \$40,056. Rentals and Operating Leases includes rental of copier/fax/scan machines at \$5,322 annually per unit for 2 units - \$10,644. As a member of the Goodwill Center Excel network, the school will be provided with curriculum and services at no cost. Miscellaneous contracted services include continuing education estimate at 18 individuals for 30 hrs at \$100 per hour - \$54,000, online learning programs that will be used within the classroom along with a variety of other traditional instructional methods estimated for 150 students at \$400 each, recruiting costs estimated at \$200 per employee for an average of 3 employees per year after startup, background checks and fingerprinting at \$125 for an average of 20 checks per year, and security cost estimated for security guards and cameras in strategic locations - \$81,250. Supplies and Materials includes operating supplies - \$6,000, reading materials for supplemental reading materials at \$20 for 150 students - \$3,000, testing materials at \$50 for 150 students - \$7,500, general supplies for students - \$26,400. Employee travel and subsistence includes travel, meals, and lodging for 5 staff to Excel fall conference in Indianapolis using air miles at \$0.50 for 1,832 miles, lodging at \$91 per day for 5 days, and meals at \$61 per day for 5 days, and estimated travel to other conferences and professional development and estimated travel, lodging, and meals for additional employees and other development opportunities. Student travel includes bus passes for students calculated using 31 day pass rate for \$32 (12 months each) for 150 students. Insurance and bonding costs are estimated at \$20,000 annually. Goodwill will be providing the facilities and equipment at no cost to the school so there is no depreciation expense provided for in the budget.