

GOODWILL INDUSTRIES OF MIDDLE TENNESSEE
2012 ANNUAL REPORT



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OUR MISSION

We sell donated goods to provide employment and training opportunities for people who have disabilities and others who have trouble finding and keeping jobs.

These symbols are interactive links:









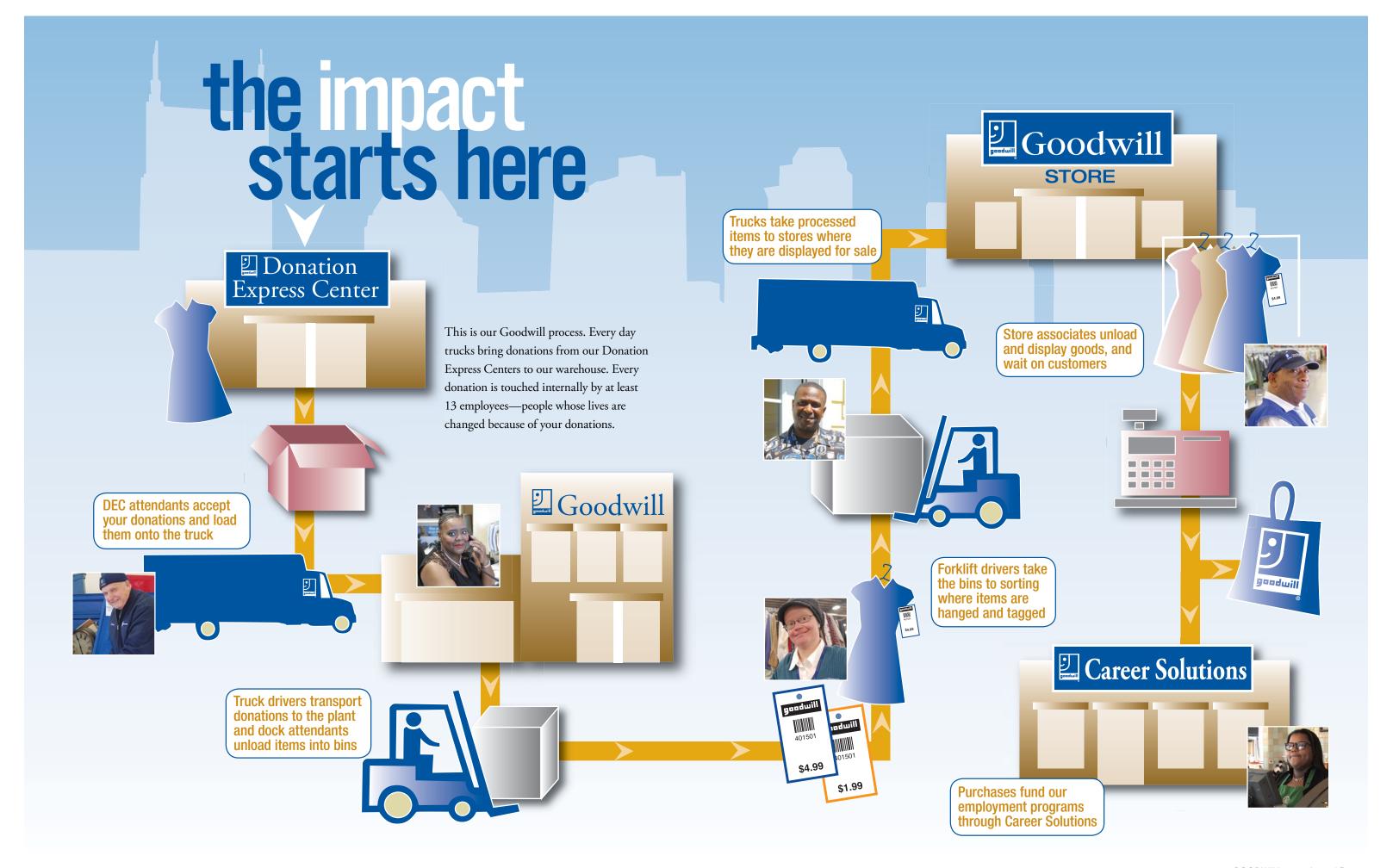
When a person gives to Goodwill Industries of Middle Tennessee, that person gives more than an item or items of no longer wanted clothing, household goods or furniture. The gift begins

a process by which people—clients and employees of Goodwill—learn to work, gain skills through training or get a job. In short, that gift changes lives.

In 2012, more than 3,100 people got jobs as a result of the generous giving of donors who took the time and made the effort to donate still usable but no longer wanted items. In addition, in 2012 more than 16,000 people were served by our Goodwill through assistance with job searches, skilled training classes and direct introductions to employers. Those donations, those gifts, changed lives.

The following pages of this 2012 Annual Report show what a difference you made when you gave to Goodwill. We are grateful to you. We are committed to continuing to earn your support by making sure your gifts benefit the people we are privileged to serve.

Daniel Lighty



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the difference starts here



When you give to Goodwill, you make a difference.

Your donations enabled Goodwill Industries of Middle Tennessee to help a record number of Tennesseans in 2012. Ninety-eight percent of our revenue came from the sale of your donated items. That revenue fulfilled Goodwill's mission of providing employment and training opportunities to those who struggle to find work.

More than 1,350,280 Tennesseans like you supported Goodwill in 2012 by donating gently-used clothing and household goods.

Every donated item, big or small, is significant. Take the simple blue denim dress given to Goodwill by Angela. Her donation made a difference in countless lives because when you join her donation with yours, and your donations with your neighbors, and then add them with all our donors across Middle and West Tennessee, Goodwill has the power to bring about change in people's lives.



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results happen here

77% of people placed in jobs were outside of Goodwill



With the opening of two new stores, six new Donation Express Centers and three Career Solutions centers, we were able to help even more people in communities across Middle Tennessee.

We also expanded our community relations department into West Tennessee. This expansion has allowed us to offer programs that have already proven successful in Nashville, such as Goodwill Cares.

Goodwill served more than 16,000 people through Career Solutions in 2012.

More than 89 cents of every dollar spent by Goodwill goes towards program services that placed 3,154 people into jobs this past year. Only ten cents of every dollar spent by Goodwill goes towards administrative and support services.



The community relations department expanded into West Tennessee.

Our territory includes 48 counties in Middle and West Tennessee.

On average, 3,700 donors dropped off items at our Donation Express Centers each day.

Goodwilly, Goodwill's first mascot, was born.

Six new Donation Express Centers opened.

We have 32 Goodwill stores in 17 counties.

Two of the corporate campus buildings have solar panels installed.

Two new stores opened in Donelson and Brentwood.

Sign Solutions moved to a larger space in Nashville's Germantown neighborhood.

The average number of retail transactions was more than 11,000 each day.

There are 1,100+ employers actively hiring Goodwill clients.

Three new Career Solutions centers opened: Wilma Ruldolph Boulevard in Clarksville, Donelson and Brentwood.

Served 2,390 people during Goodwill Week by holding 28 events including more than a dozen job fairs.

Career Solutions made three new additions: Core Construction Basics, IC3 Computer, and training for ex-offenders.

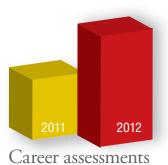
As of December 31, 2012, we employed 2,004 people.

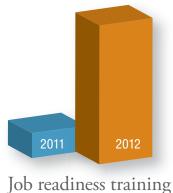
Served 16,159 through Career Solutions and placed 3,154 in jobs.



lives change here







Goodwill believes in the power of work. When our organization opened in 1957, we provided job training and other services primarily to people who had disabilities. In 1994, we expanded our mission to include clients with challenges including no work history, a lapse in their work history, lack of education, those with a criminal record and others who have trouble finding and keeping jobs. Today, 91 percent of our employees are mission related, which means they had a barrier to employment. We continue to be one of Tennessee's largest employers of people with disabilities.

People served in 2012	<i>16,159</i>
People placed who received	
retention services	<i>3,154</i>

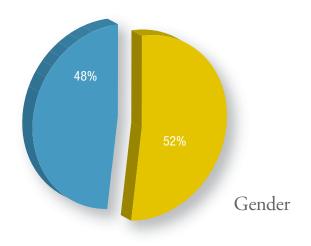
Number of Career Services in 2012*

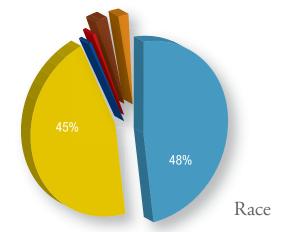
Career assessments	55,697
Job readiness training	75,752
Work skills training	12,571
Goodwill on-the-job training	7,385
Skills class attendants	116,845
Job fair/job center services	5,669

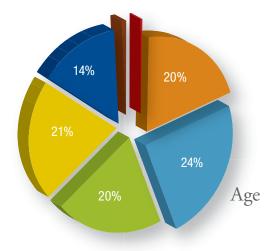
^{*} Most people served participated in more than one career service.

A glossary of terms can be found on page 16.

Gender of people served in programs Race of people served in programs American Indian/Eskimo/Aleut/Native American84 Asian/Pacific Islander93 Unknown or unreported314 Age of people served in programs 15 and under66 55 and over2,249 Unknown or unreported129 History of military services of people served in programs History of military services857 Barrier to employment of people served in programs* Blindness or other visual impairment 107 Deafness or other hearing impairment......84 Other physical disability......691 Neurological disability......266 Learning disability390 Autism......60 Psychiatric and/or emotional disability877 Unemployed/dislocated workers 11,792 Working poor/Incumbent workers/underemployed47 Ex-offenders.......4,800 Non-English speaking/English as a second language........... 173 Lack of literacy......360 Lack of GED/high school equivalency.....2,434







^{*}Many people served reported more than 1 barrier.



community happens here

Goodwill continues to grow because of our generous communities that support us, which is why we continue to look for ways to give back. In 2012, Goodwill was able to employ over 2,000 people who, in turn contribute to their communities through their purchasing power and tax dollars. With our partnerships with other not-for-profits and leadership that maintains a deep commitment to being a good corporate citizen, you can trust that Goodwill values the reputation you have given to us.



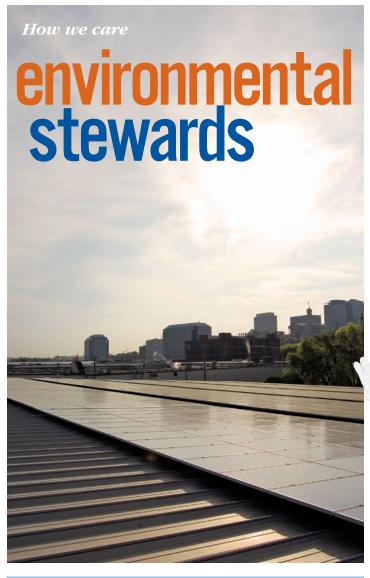
How we belp



In 2012, Goodwill partnered with seven agencies to distribute medical equipment including wheelchairs, walkers, canes, crutches and shower chairs. Goodwill gave more than 1,200 pieces of medical equipment to people who could not afford to buy it.

The Goodwill Cares program also provided more than 1,000 Goodwill gift cards in 2012 to people experiencing hardship, including homeless from a house fire, or domestic violence.

The program also helps organizations that need items such as linens, furniture or books to serve their clients.



Goodwill has been a recycling leader for decades. Think about it: every single item you donate is one less item thrown away. Whether it is your shirt or sunlight, Goodwill is committed to making the most of any resource available.

In mid-April 2012, solar panels were installed on the roofs of two of the corporate buildings in Nashville. Each building has 832 panels. At 1015 Herman Street, those panels will generate 46 percent of the electricity used at that building. At 1000 Herman Street, the number is much higher at 78 percent. These panels will be of benefit to our Goodwill for at least 25 years.

The heart of Goodwill is a sustainable business. Capturing and using the wonderful energy of the sun is yet another step on the road to becoming a more environmentally responsible company.

More Green Efforts

- 25 million pounds of salvageable or recyclable material were diverted from the landfill.
- Goodwill responsibly recycles items, including electronics metals, cords, wires and cables, cell phones, corrugated cardboard, paper, ink jet cartridges, used batteries, and fluorescent bulbs.
- In an effort to conserve paper, Goodwill has cut back on the number of publications we print and now posts all our publications online at giveit2goodwill.org.



and the Donate Movement

In June 2012, Goodwill Industries International launched this global initiative to raise awareness about the importance of donating gently used items and the positive impact those items can have on both people and the community. The Donate Movement brings awareness to social responsibility and environmental stewardship. It bridges Goodwill's mission of changing lives with environmental sustainability. Our Goodwilly mascot is here to help spread the word through local school programs and community events.



opportunity happens here



Career Solutions partners with businesses

When employers partner with Goodwill's Career Solutions, they not only open the door to finding more qualified candidates for open positions, but they also support their community by helping many of their neighbors return to or enter the workforce. Career Solutions already has a wealth of potential employees who are trained, pre-screened and ready for work. It's good business for employers, for Goodwill clients and the community.

There are 23 Career Solutions centers located throughout 46 counties in Middle and West Tennessee. In 2012, Goodwill served 16,159 clients, and 3,154 landed a job. To date, there are more than 1,100 employers who have hired Career Solutions clients.

Current business partners include:

FedEx Dollar General Corporation

Verizon Wireless Call Center Walmart
Cracker Barrel Old Country Store IBEX Global

Tyson Foods Yates Services/Nissan Plant

Randstad CTEL

Standard Candy Company Christian Brands

Burke's Outlet UPS

Aid & Assist at Home Staff Management | SMX

MAPCO Express, Inc./ Macy's Logistics
Delek US Holdings, Inc. and Operations

McDonald's Calsonic Kansei at Nissan



Career Solutions provides job search, job placement, and 90-day follow-up services for people who need help looking for, securing and keeping a job. With the exception of a few programs, all of these services are free.

Training & Certifications

Call Center Training

This 8-12 week course teaches participants how to manage and respond to incoming phone calls from customers and includes training in a call center environment.

Custodial Certification

This program is an intensive two-week class based on the nationally accredited Cleaning Management Institute curriculum and includes both classroom and hands-on training.

Construction Certification

Career Solutions offers digital literacy classes that teach participants the skills needed to compete in today's job market. The digital literacy classes are comprised of three focus areas: computer basics, resume writing and online job search.

Document Archiving

This six-week, National Center for Construction Education and Research (NCCER) certification program provides classroom and hands-on training to individuals interested in pursuing careers in construction.

Document Archiving

This four-week class provides hands-on training in how to securely prepare and archive documents and how to manage electronic files.

Forklift Certification

The forklift certification program is a three-hour course including classroom instruction led by a certified trainer and hands-on training using a forklift.

Health Care Initiatives & Training

This program is a four-week class that provides participants with an overview of health care careers and an introduction of basic medical care education and terminology.

IC3

This certification program is a three-week class taught by a certified trainer, designed for the beginning computer user.

Microsoft Office Specialist Certification

This certification program is a 10-12 week class taught by a Microsoft Office certified trainer, designed for intermediate to advanced computer users.

Retail & Customer Service Certification

The Training for Retail Associate Certification (TRAC) program is designed for participants interested in customer service positions. There are two class levels in this program, TRAC 1 and TRAC 2.

Security Guard Certification

In this program, participants learn the legal powers and limitations of a security guard/officer, emergency procedures, and general duties in an eight-hour class led by a certified trainer.

Transitional Employment Services

For people with a documented physical, mental, or emotional disability, this program provides up to six months of paid employment, either at Goodwill or an employer partner in the community within the retail, hospitality or production/warehousing industries.

Summer Youth Programs

Summer Integration Program

The Summer Integration program offers children, ages 6-15 with a diagnosis of autism, recreational day camp activities for six weeks during the summer.

Summer Work Program

The Summer Work program helps youth ages 16-22 who are still in high school, and who have a disability or may be facing obstacles, engage in part-time, paid work training for up to six weeks each summer.

TRAC Program

The TRAC program for youth teaches students ages 14-18 job readiness skills, problem-solving skills, computer skills, CPR/First Aid certification and other social skills to help them learn more about transitioning from school to work.

2012 FINANCIAL SUMMARY



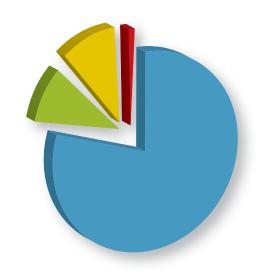
This annual report includes retail and financial data from the 2012 calendar year and program impact from the 2012 program year (January 1, 2012 to December 31, 2012)

THE COMMUNITY GAVE TO GOODWILL (REVENUES)

TOTAL	\$ 67,285,570	100.0%	
Other	321,712	0.5%	
Market value increase (decrease) of investments	161,475	0.2%	
Investment income	199,825	0.3%	
United Way support and other contributions	176,210	0.3%	
Fees and grants for professional rehabilitation services	495,424	0.7%	
Sales of goods contributed by the community	\$ 65,930,924	98.0%	

GOODWILL GAVE BACK TO THE COMMUNITY (EXPENSES)

Sales Program	\$ 47,978,277	79.0%	
Career Solutions	6,088,249	10.0%	
General and Administrative	6,081,700	10.0%	
Fundraising	625,085	1.0%	
TOTAL	\$ 60,773,311	100.0%	



NET REVENUES

Resources for future investment in the community

\$6,512,259

2012 BOARD OF DIRECTORS

OFFICERS

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Vice Chairman Donna B. Yurdin

Credo Management Consulting

Secretary

Christopher S. Dunn

Attorney

Waller Lansden Dortch & Davis, LLP

Treasurer Philip G. Hull

CFO - Community Education Partners

Legal Counsel Waller Lansden Dortch & Davis, LLP

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Tammy B. Glass Vice President and COO Goodwill Industries of Middle Tennessee, Inc.

Betty J. Johnson Vice President and CPO Goodwill Industries of Middle Tennessee, Inc.

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J. B. Baker Chairman Volunteer Express, Inc.

Caroline G. Blackwell Executive Director Metro Human Relations Commission

Barry A. Callender Vice President, Client Solutions Global Novations

E. Steele Clayton, IV Bass, Berry & Sims, PLC

Partner

David L. Condra Chairman

Amplion Clinical Communications, Inc.

Gary W. Cordell State of Tennessee

Director of Consumer Affairs

Andrew Davidson Account Executive Frank E. Neal & Co., Inc.

Robert W. Duthie Founder **Duthie Learning**

Dave M. Fentress

Vice President – Internal Audit Dollar General Corporation, Inc.

James B. Foley Associate CB Richard Ellis

Elizabeth H. Foss General Counsel

Southeast Financial Credit Union

Kathryn S. Gibson Sr. Accounting Manager Vanderbilt University Medical Center Department of Finance

John C. Greer Vice President TennComm, LLC

Chad M. Grout Principal Broker Urban Grout Commercial Real Estate

Jeffrey A. Hoffman Richelieu America, Ltd.

Decosta E. Jenkins President and CEO Nashville Electric Service

R. Craig Laine Senior Vice President CB Richard Ellis

Ryan R. Loyd Director, Financial Reporting IASIS Healthcare

Kevin P. McDermott Partner KPMG LLP

Jenny W. Newman Director of Development Nashville State Community College Foundation

Ty H. Osman President Solomon Builders

Christine E. Skold VP - Investor Relations Strategy/Continuous Improvement Tractor Supply Company

Todd A. Spaanstra CPA/Partner Crowe Horwath, LLP

John W. Stone, III Partner White & Reasor, PLC

Kathryn I. Thompson Founder/Director of Research Thompson Research Group

John C. Tishler Chairman Waller Lansden Dortch & Davis, LLP

John Van Mol Chairman and CEO DVL Public Relations and Advertising

Julie F. Wilson Sr. VP, Asset Management Healthcare Realty Trust, Inc.

YOUNG LEADERS **COUNCIL INTERN**

Bryan L. Bean Vice President Commercial Banking SunTrust Bank

TRUSTEES

Fred T. McLaughlin Trustee Chair Branch Manager, Sr. VP Investments Robert W. Baird & Co. Inc.

Robert B. Kennedy Account Executive The Crichton Group

James L. Knight President (Retired) Check Printers, Inc.

GLOSSARY OF TERMS

Career assessments: Counselors help clients determine skills and aptitudes they have for successful employment.

Career Solutions: Provides assessments, job readiness training and one-on-one counseling to anyone who needs help finding a job.

Digital literacy program: Teaches participants basic computer skills, allowing them to create a resume and search for jobs.

Goodwill on-the-job training: Goodwill counselors and staff teach clients to perform basic job-related tasks while the client earns a paycheck.

Job placement help: Counselors help clients find work at Goodwill or other community-based employers.

Job readiness training: Instructors teach clients skills including how to fill out an application and job interview tips.

Participants: People who are provided information for a potential path in employment or job training.

Retention Services: Counselors provide support to clients after the clients are hired.



GOODWILL INDUSTRIES OF MIDDLE TENNESSEE, INC.

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