

- 1. Francis Marion Academy***
- 2. Public Safety Academy***

Prospectus Charter Application

Presented to:

Mayor Greg Ballard

Indianapolis, Indiana

March 21, 2014

A charter proposed by Alternatives in Education, Inc.

Charter Applicant Information Sheet

Name of Proposed Charter School: (1) Francis Marion Academy
(2) Public Safety Academy

Proposed School Address (if known): (1) Francis Marion Academy
Year 1 – 2451 N. Keystone Ave, Indianapolis, IN 46218
Year 2 – 2605 E. 25th St, Indianapolis, IN 46218 and 2451 N. Keystone Ave, Indianapolis, IN 46218
(3) Public Safety Academy - TBD

School District in which Proposed School would be located: Indianapolis Public Schools

Legal Name of Group Applying for the Charter: Alternatives in Education, Inc.

Applicant's Designated Representative: Clark H. Rogers, Judge, Marion Superior Court

Address: City County Building, T-401, 200 E. Washington St.

City: Indianapolis

State: Indiana

Zip code: 46204

Daytime telephone: 317-327-8673

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The proposed school will open in the fall of school year: (2) Francis Marion Academy – Fall 2014
(3) Public Safety Academy – Fall 2016

Proposed Grade Levels & Total Student Enrollment

(1) Francis Marion Academy

Note: Francis Marion Academy will serve students in grades 9-12; however, Francis Marion Academy will also provide educational services to students in grades 6-12 at the Hillside Academy Program located within the Marion County Juvenile Detention Center.

	School Year	Grade Levels	Maximum Student Enrollment
First Year	2014-15	9-12	96 (Hillside Academy program only)
Second Year	2015-16	9-12	296
Third Year	2016-17	9-12	346
Fourth Year	2017-18	9-12	396
Fifth Year	2018-19	9-12	446
Sixth Year	2019-20	9-12	446
Seventh Year	2020-21	9-12	446
Maximum	2021-22	9-12	446

(2) Public Safety Academy

	School Year	Grade Levels	Maximum Student Enrollment
First Year	2016-17	9-10	200
Second Year	2017-18	9-11	250

Third Year	2018-19	9-12	300
Fourth Year	2019-20	9-12	350
Fifth Year	2020-21	9-12	350
Sixth Year	2021-22	9-12	350
Seventh Year	2022-23	9-12	350
Maximum	2023-24	9-12	350

Is this a single-gender or co-educational school?

Co-educational

If single-gender, please indicate who will be served by school:

n/a

Are you planning to work with a management organization?

Alternatives in Education, Inc. does not intend to contract with a full service education management organization; however, it does intend to contract with an experienced education service provider for various administrative functions necessary to the effective operation of the schools.

If so, please indicate the name of management organization:

Indiana Network of Independent Schools (INISchools)

Have you submitted this application to other authorizer(s)?

No

If so, please list the authorizer(s) and the date(s) of submission:

n/a

Do you plan to submit this application to another authorizer before the Mayor's Office makes a final determination on your application?

No

If so, please indicate the name of the authorizer:

n/a

Have you submitted any other applications to an authorizer in the previous five (5) years?

No

If so, please indicate the name of the authorizer, the date, and the name of the school on the application.

n/a

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Narrative

I. Vision

A. Mission

Alternatives in Education, Inc. (AiE) is applying to the Mayor of the City of Indianapolis for two charter schools; one charter is designed to serve students within the Marion County Juvenile Detention Center and students who are serving active expulsions or who are at risk of expulsion and one charter is designed to serve students interested in careers in the public safety field. AiE seeks to serve these target student populations at up to three sites: (1) Marion County Juvenile Detention Center (“MCJDC”), (2) a renovated school adjacent to the MCJDC which will serve students who seek a high school diploma and other certifications and who are not detained in the MCJDC, and (3) a separate location designed to offer students an educational experience with an emphasis on public safety which would result in a high school diploma and a tangible pathway into a career in the public safety sector.

These students will be served through two separate charter schools; the Francis Marion Academy and the Public Safety Academy.

The goal of AiE is to work collaboratively with the juvenile justice system and public safety fields to ensure that those students who have been involved in the juvenile justice system or are at a high risk of being expelled are given the opportunity to redefine themselves and their life choices to become positive, contributing members of the community with a realistic pathway towards an economically self-sufficient life after high school. Additionally, AiE seeks to bring together the juvenile justice system along with other key stakeholders in the public safety sector to provide students interested in public safety careers with firsthand knowledge and experiences that will assist them to successfully enter into public safety programs upon graduation of high school.

Francis Marion Academy

The mission of the Francis Marion Academy is to motivate positive change in the lives of our city’s highest risk youth by providing them with the skills to be positive contributors to the community. The school is designed to provide students who have been in the juvenile justice system, have been expelled, or are at-risk for expulsion with highly structured opportunities to complete high school and earn an industry recognized credential. For students who are detained at the MCJDC, Francis Marion Academy (through its Hillside Academy program) will work to provide youth with a continuum of educational services to ensure that students do not experience a gap in their educations or lose educational ground while being detained at the MCJDC.

Francis Marion Academy is designed to ensure a seamless transition from the Hillside Academy program located at the MCJDC to a more permanent educational setting that focuses on preparing students for life after high school. Whereas no other school in Marion County is open to students serving an active expulsion, Francis Marion Academy will accept all students, including students who are expelled. While enrolled at Francis Marion Academy, students will receive positive behavior support, gain life skills, work toward earning a high school diploma, and make progress toward earning an industry-recognized credential.

Public Safety Academy

The mission of the Public Safety Academy (PSA) is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation’s safest and most desirable cities.

PSA is a school focused on preparing students to be academically and professionally fit for careers in the public safety field. PSA’s rich academic program will feature a standards-based curriculum with a focus on preparing students to successfully enter career paths or further study in the field of public safety upon graduation from high school. Although a portion of Francis Marion Academy’s student body may become interested in a career in public safety and wish to enroll in PSA, the majority of PSA’s student population will likely be students from traditional public and charter schools throughout Marion County.

B. Need

Francis Marion Academy

Nationally, states report upwards of 55% recidivism rates with juvenile offenders 12 months post-release (Clark & Unruh, 2010; Unruh, Gau, & Waintrup, 2008). Males are twice as likely to re-offend, 56% of which return as adult offenders (Indiana Department of Correction, 2012). The top two predictors of delinquency and recidivism with juvenile offenders are employment and education levels (Impact of Education), however studies show the typical juvenile offender holds a 58% school attendance rate prior to arrest (Koyama, 2012), as few as 25% of juveniles enroll in school upon release (Unruh, Gau, & Waintrup, 2008), and as little as 12% actually move on to complete a high school or GED program (Bullis, Yovanoff, Havel, 2004). Employment rates of former juvenile offenders have shown to hover just under 30% (Unruh, Gau, & Waintrup, 2008).

The greatest barriers to reentry into school are that (1) juveniles often are released mid-semester when schools are unprepared to accept new students, (2) they are often below grade-level and have earned few HS credits due to poor attendance, performance, and suspensions or expulsions prior to arrest, and (3) they hold disproportionately higher rates of special education status in comparison with the general adolescent population (Roy-Stevens, 2004). Quality education services during the period of incarceration are crucial to successful reentry into a regular educational environment, not only by providing a continuity of service between placements (Leone, Krezmien, Mason, & Meisel, 2005), but also by influencing the likelihood of return to a general education setting upon release through positive, successful school interactions while detained (Bolson, Quinn, & Nelson, 2004).

Because many of Francis Marion Academy’s students will have been detained in the MCJDC, the school anticipates the demographics of youth going through MCJDC will be indicative of the population of students Francis Marion Academy will serve. Historically speaking, with the exception of English Language Learners, MCJDC’s demographics have been similar to that of Indianapolis Public Schools (IPS). These anticipated demographics (based on IPS data) are provided, below. There is one qualification to these assumptions: both the research referenced above and MCJDC’s records indicate a significantly higher percentage of Special Education students will reside in MCJDC and need to be served by the Francis Marion Academy. Please refer to the school’s special education plan in part D of the Educational Services Provided section.

Demographic	IPS
Poverty	83.8%
Minority	79.8%
Special Education	18.7%

Source: <http://compass.doe.in.gov/dashboard/overview.aspx>

Public Safety Academy

PSA offers an advantage for students pursuing careers in highly competitive fields such law enforcement and firefighting by tailoring their academic experience to incorporate the skills and demands requisite for consideration and entrance into police and fire academies. In addition, PSA will offer a pipeline into some of the most high-

demand fields, as evidenced by the Bureau of Labor Statistics' projected 23% growth rate for EMT and paramedic positions over the next decade, in comparison with the 11% average (Bureau of Labor Statistics, 2014).

Additionally, research indicates that programs intended to bridge youth and law enforcement serve to boost youths' opinions of law enforcement, while serving to increase police sensitivity and understanding in working with younger demographics (Hansford, 2009). Personal experiences with law enforcement, particularly with minority adolescents, are shown to correspond directly with youth perceptions and beliefs regarding the legal system and law enforcement, with positive experiences leading to more compliant attitudes, beliefs, and behaviors (Lee, Steinberg, Piquero, & Knight, 2011). Thus, opportunities afforded by PSA for positive youth and law enforcement interactions would prove mutually beneficial, while promoting the safety and well-being of the surrounding community, as well.

Compared to Francis Marion Academy, PSA projects that it will more broadly serve students throughout Marion County and, as such, reasonably anticipates serving a population of students that is representative of Marion County's overall demographics. These anticipated demographics (based on data from the United States Census Bureau and KIDS COUNT data Center) are provided, below.

Demographic	Marion County
Poverty	67.5%
Minority	37.3%
Special Education	15.0%

Sources: Indiana Department of Education; KIDS COUNT Data Center

General Community Need

While there is a growing number of high performing public school options within Marion County, a large number of students attend low-performing schools (see Attachment B for academic performance data of public high schools in Marion County). The Marion County community demands more high quality school options for students with a variety of needs and interests. In March 2013, IFF, a nonprofit community development institution, released a report indicating that, city-wide, Indianapolis has only 17 schools serving high concentrations of students from low-income families that are high performing (IFF, 2013). The report recommends that Indianapolis needs at least 45,000 additional high quality seats in schools to drastically improve education for its students. Although both Francis Marion Academy and PSA are primarily designed to meet the needs of high risk students and students interested in public safety careers – students who have been traditionally underserved in Marion County – the schools will also be designed to meet the general community need of providing high quality school options for students.

C. Goals

Across both schools, the Board strives to uphold high standards. As such, the goals the Board has created for the school are rigorous yet attainable. The Board has adopted all academic, financial and organizational goals outlined in the Mayor's Performance Framework in addition to the school-specific goals outlined below.

Francis Marion Academy

The student population of Francis Marion Academy will likely come to the school with a history of behavioral issues, having been adjudicated at the MCJDC, serving an expulsion, or being at-risk of expulsion. As such, the school will focus not only on student academic success as goals to help drive its mission, but also consider positive

student behavior as a critical performance goal. In many cases, poor student behavior has been the barrier to student academic success.

To support both student behavioral and academic success, Francis Marion Academy will operate within a very structured environment that supports all levels of student success and rewards students for their behavioral and academic accomplishments (see the “Educational Model” section for more details). The schools’ goals are designed to appropriately reflect these ambitions.

- **Academic Performance Goal 1:** The school motivates students to demonstrate positive behavior.
- **Academic Performance Goal 2:** Students will graduate from Francis Marion Academy prepared to enter into the workforce.
- **Operational Performance Goal 1:** The school maintains a high student retention rate relative to other forms of alternative education.
- **Operational Performance Goal 2:** Teachers who receive “Effective” or “Highly Effective” ratings on summative teacher evaluations return the following school year.

Please see Attachment C for further details, assessment tools and targets used to assess Francis Marion Academy’s performance on these goals.

Public Safety Academy

For PSA, the students enrolled at the school will have a strong desire to enter into the public safety fields. Students will likely come to PSA with fewer behavioral issues than students Francis Marion Academy and, as such, the school-specific goals are less behaviorally-focused in nature. Instead, PSA’s goals are career-focused and aligned to the needs of the fields in which students will likely enter upon graduation, such as the police department, fire department, and emergency medical services.

- **Academic Performance Goal 1:** Students uphold high moral character.
- **Academic Performance Goal 2:** Graduates will be accepted into public safety programs or careers within six months of graduation.
- **Operational Performance Goal 1:** The school maintains a high student retention rate.
- **Operational Performance Goal 2:** Teachers who receive “Effective” or “Highly Effective” ratings on summative teacher evaluations return the following school year.

Please see Attachment D for further details, assessment tools and targets used to assess PSA’s performance on these goals.

II. Educational Services Provided

A. Educational Model

Educational Model

Hillside Academy

Hillside Academy, a program within Francis Marion Academy, is designed for students detained in the MCJDC. The goal of Hillside Academy is to provide quality educational services while students are detained. While in MCJDC, students attend Hillside Academy and are graded on their work and participation in all classes. Once the student is discharged from MCJDC, they are withdrawn from Hillside Academy, and their grades are transferred back to their

home school or to Francis Marion Academy. Hillside Academy provides a quality, standards-based education for each student in residence at MCJDC, continues identified instructional objectives for each student in residence, and provides an instructional transition for students entering and exiting the program.

Francis Marion Academy and Public Safety Academy

The focus of Francis Marion Academy and PSA is to prepare all learners for the transition into post-secondary school life. The educational model of Francis Marion Academy and PSA is rooted in academic rigor, character education, career exploration, and workplace readiness. Francis Marion Academy and PSA are committed to the achievement of each individual learner and individualizing student learning through goal setting and the development of an individualized learning plan (ILP) while creating a learning environment that fosters the ideals of community, scholarship, respect, and responsibility. The basic points of difference between the educational model of Francis Marion Academy and PSA is in their Career & Technical Education (CTE) components and their accelerated paces (additional information is provided in the Career & Technical Education and Accelerated Pace sections below).

The educational model of both schools is adapted from the National High School Center at the American Institutes for Research report, *Goals and Expectations for College and Career Readiness* (2012). Rigorous academics, work readiness skills, career exploration, and work based learning opportunities comprise the cornerstone of the educational model of the schools. Students explore career profiles that align to personal interests, skills, and aspirations, and build knowledge regarding the specific courses, postsecondary alternatives (e.g., internship opportunities, “good fit” colleges), and procedures (e.g., interviews, essays, applications) to pursue those pathways. These core components of the educational model are summarized in the table below.

College and Career Development Organizer

Goals and Expectations for College and Career Readiness		
Core Content	Indiana Academic Standards	English language arts, mathematics, science, and technical standards
Pathways Content	College and Career Knowledge and Access	College and work trajectories, environments, and eligibility requirements
	College and Career Goals	Student-declared education and career aspirations
	Pathway Content Standards	Programs of study standards (e.g., science, technology, engineering, and mathematics; health; business); Career and technical education standards
Lifelong Learning Skills	Social and Emotional Skills	Self management; Responsible decision making; Self awareness; Social awareness; Relationship skills
	Higher-Order Thinking Skills	Problem solving, critical thinking, and reasoning; Synthesis and precision
	Academic Success and Employability Skills	Inquisitiveness and intellectual openness; Organization, study, and research skills; Attendance and engagement; Teamwork and collaboration; Effective communication

	Civic/Consumer/Life Skills	Civic engagement; Financial literacy and management; Information technology and social media skills
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Career & Technical Education

Francis Marion Academy

When students enter Francis Marion Academy they are assigned a Career & Technical Education (CTE) Specialist who will work with them to identify a career pathway and establish their individualized learning plan that identifies the courses they need to earn their Indiana Core 40 diploma and at least one industry-recognized certification. Additionally, many students will earn dual credits through Ivy Tech Community College or Vincennes University. Students begin by taking the Indiana Career Explorer Kuder Assessment, a career Interest inventory. This identifies career clusters and college and career pathways appropriate to their interest. The student works with their coach to select one of the Indiana Department of Education’s Career and Technical Education (CTE) Pathways, which guides the development of the student’s ILP. In addition to the Kuder Assessment results, the CTE Specialist provides students with up to date information regarding careers in Indiana that are most in demand, the training required, and salary and benefit information. Francis Marion Academy recognizes the need to prepare students for fluctuations in the job market, and foundational coursework is broad and allows the student flexibility in their career pathway choices.

Public Safety Academy

Students attending the Public Safety Academy (PSA) have already expressed an interest in pursuing a career in the public safety arena. Students will select from the following Indiana Department of Education Career and Technical Education (CTE) Career Pathways within the Career Cluster, Public Safety: Criminal Justice, EMT/Paramedic, or Fire and Rescue. Careers in the Public Safety cluster may involve planning, managing, and providing legal, public safety and protective services and homeland security. Students at PSA work with a college and career coach from the time they enroll to the time they graduate to select the career pathway within public safety that is the best fit for them. The coach works with the student to craft an individual learning plan that includes Core 40 coursework, public safety certifications, and dual credit opportunities.

Remediation

Francis Marion Academy and PSA address the needs of students who have been unsuccessful in a traditional high school environment. Many such students may require remediation in reading and/or mathematics in order to be successful in core high school coursework in English language arts and mathematics. Scholastic System 44 and READ 180 courses build student skills in reading, ensuring their success in subsequent Core 40 English Language Arts coursework. Students whose placement assessments indicate that they need additional remediation in mathematics to be ready for Algebra I will take Intensified Algebra I, a 180 minute course that is designed to address foundational skills in addition to Algebra I standards.

Accelerated Pace

Francis Marion Academy

Francis Marion Academy design its courses, course progressions, coaching support, and school calendar to maximize the number of high school credits earned during the school year. This unique approach allows students who may have been unsuccessful in high school previously to experience success and progress toward their goals at a more rapid pace. Courses and course sequences are aligned with Indiana Academic Standards, Core 40 diploma requirements, and CTE pathways, often utilizing an interdisciplinary approach that allows students to earn multiple credits within a single course.

Attachment E (Course Progressions) outlines the general course progression and credits earned for each course. Attachment F (Sample Learning Plan) illustrates a 2-year learning plan for a junior who has come to Francis Marion Academy with no earned high school credits. While students will likely come with some credits, they may decide to take some coursework again, for grade replacement purposes. The student in this example came in reading below grade level, and took READ 180 two consecutive terms until his reading level was at or above 1000 Lexile. This student's chosen career pathway is manufacturing and logistics, and upon graduation from Francis Marion Academy with a Core 40 Diploma with Technical Honors, this student will earn 5 industry-recognized certifications and 9 college credits.

Public Safety Academy

At PSA, students in grades 9 and 10 take Core 40 coursework in core subject areas including Mathematics, English, Science, Social Studies, and CTE. In Grades 11 and 12 in addition to their core academic courses, students begin to specialize, taking advanced public safety courses that correspond to their particular career pathway. Through these courses students earn industry-recognized certifications and/or transferable dual credits through Ivy Tech Community College.

Attachment G illustrates the course progressions for all students in Grades 9 and 10 and the specialized pathways that students select in Grades 11 and 12.

Instructional Methods & Practices

At Francis Marion Academy and PSA, all classes are teacher directed and student centered. In some instances students needing to recover a large number of credits may take courses online; however at Francis Marion Academy and PSA the online credit recovery courses are held in a computer lab that is staffed by a highly qualified teacher who provides individual instruction as needed by the students. Later in the students' Career and Technical Education (CTE) Career Pathway, there are opportunities for work based learning, internships, and certification courses that take place off campus and out in the field.

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). The goal of every course is independent student mastery of the content, skills and standards to which the course is aligned. Teachers know that all 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 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 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 4 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; Vygotsky, 1978). 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.

Poor literacy skills hinder the academic success of high school learners, an effect compounded for English language learners. 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, 2010; U.S. Department of Education, Institute of Education Sciences, 2010). Francis Marion Academy and PSA 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 Francis Marion Academy and PSA 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 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, teachers 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.

Hillside Academy

At Hillside Academy, students enter at any time throughout the school year and are in various stages of high school completion. In order to meet the academic needs of all students, courses are delivered through a variety of methods: teacher directed (Art, Physical Education, AYD), blended instruction (System 44, READ 180), and teacher facilitated online learning (English 9, English 10, Expository Writing, Algebra I, Geometry, Algebra II, World History, US History, Economics, Government, Health).

Culture

Developing a positive school environment and a culture of high behavioral expectations is critical to the success of both Francis Marion Academy and PSA.

In Francis Marion Academy, the vast majority of students will enter the school with a history of behavioral problems that have resulted in them being expelled, being at-risk for expulsion, or being involved with the juvenile justice system. The mission of the Francis Marion Academy is to motivate positive change in the lives of our city’s highest risk youth by providing them with the skills to be positive contributors to the community. To fulfill its

mission, Francis Marion Academy will ensure that it maintains a structured school environment that focuses on building a culture of high behavioral expectations.

For PSA, developing a positive school environment and a culture of high behavioral expectations is equally as important. Students will enter PSA with an interest in pursuing a career path in the public safety field. As such, after high school and in their professional careers, these students will be expected to uphold behavioral excellence and be models of high moral character in their communities. To appropriately prepare students for careers in the public safety field, PSA will place an emphasis on high behavioral and academic expectations for all of its students.

At Francis Marion Academy and PSA, students should know, at all times, what is expected of them and, above all, that they are in a safe learning environment and there are individuals in the school who care about their well-being and academic performance. Francis Marion Academy and PSA will strive to develop a school culture that focuses on fulfilling each school's mission and to develop students into young adults with integrity and high moral character. To that end, the schools' culture will be built on four core values: (1) Community; (2) Scholarship; (3) Respect; and (4) Responsibility. The core values are further detailed in the chart below.

CORE VALUES	WHAT WE BELIEVE	OUR ACTIONS
COMMUNITY	<ul style="list-style-type: none"> We believe in being genuinely supportive of one another. We believe in a non-violent, safe environment. We believe that each member of the community is valuable. We believe in collaborating to maximize our potential. We believe in holding each other accountable to reach our goals. 	<ul style="list-style-type: none"> Speak positive language at all times Celebrate each others' successes Protect and keep all spaces and property Act with kindness
SCHOLARSHIP	<ul style="list-style-type: none"> We believe in being prepared to enter the learning community. We believe in learning from our mistakes in an effort to constantly improve. We believe in successfully applying what we learn. We believe in becoming a lifelong learner. We believe in being active thinkers and problem solvers. 	<ul style="list-style-type: none"> Arrive on time Bring necessary materials Ask questions Engage actively Follow through with commitments Push yourself constantly Display a sense of urgency Show quality in your work and thoughts Meet and exceed educational goals
RESPECT	<ul style="list-style-type: none"> We believe that all people are unique and bring value to our community; therefore, we treat others with kindness and dignity. 	<ul style="list-style-type: none"> Maintain an appropriate volume Speak appropriate language at all times Use technology appropriately Respect others' property
RESPONSIBILITY	<ul style="list-style-type: none"> We believe we are responsible for our own success. We believe we are individually 	<ul style="list-style-type: none"> Abide by the uniform code Follow directions the first time given Exhibit integrity

	accountable for meeting school expectations.	<ul style="list-style-type: none"> • Be responsible for your actions • Learn from your mistakes • Accept constructive feedback • Serve as a good role model
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To ensure that both Francis Marion Academy and PSA develop and maintain a consistent and positive school culture focused on the schools' core values, all staff members (led by the School Director) will be responsible for implementing a school-wide Positive Behavior Intervention Supports (PBIS) system.

PBIS includes a school-wide behavior matrix (see the chart above). The behavior matrix is the foundation for the implementation of PBIS. The matrix was created by using the school's core character values--community, scholarship, respect, and responsibility--to create teachable student and staff behaviors. The matrix includes "we believe" statements, which are followed by statements describing "our actions," which are actions we take to live out the behaviors in different spaces in the school. These spaces include 1) classroom; 2) hallways; 3) bathrooms; 4) cafeteria; 5) common areas; and 6) school grounds. As the school implements PBIS, we will use life skills course to create spaces for teachers to teach and coach our students the behaviors we value as school community.

Explicit instruction of the character values is critical to the success of PBIS, key elements of which include identifying the expectations and rationale, providing both positive and negative examples, and providing opportunities for student practice. Students receive grades as part of the PBIS system (See Attachment H for the Career Readiness Scoring Rubric).

Students exhibiting the school's core character values: community, scholarship, respect, and responsibility, earn tickets that enter them into a weekly drawing for gift cards and other prizes. Student names are placed in prominent areas of the school for additional recognition. Additionally, to promote and recognize student excellence, the school utilizes a tiered system of rewards and recognition, "Premier Project." Additional information regarding the Premier Project is provided in Attachment I.

Teachers and staff participate in PBIS professional learning during the summer and throughout the school year.

Recommended intervention strategies include:

- Allow the Student a 'Cool-Down' Break
- Ask Open-Ended Questions
- Assign a Reflective 'Processing' Essay After Misbehavior
- Do Not Get Entangled in Arguments
- Emphasize the Positive in Staff Requests
- Expand the Range of Classroom Behavior Interventions
- Give Praise That is Specific and Does Not Embarrass the Student
- Give Problem Students Frequent Positive Attention
- Increase 'Reinforcement' Quality of the Classroom
- Keep Responses Calm, Brief, and Businesslike
- Listen Actively
- Offer the Student a Face-Saving Out
- Proactively Interrupt the Student's Anger Early in the Escalation Cycle
- Project Calmness When Approaching an Escalating Student
- Relax Before Responding

- Reward Positive Behaviors
- State Teacher Directives as Two-Part Choice Statements
- Use a 'Buddy Teacher' for Brief Student Breaks
- Use Non-Verbal and Para-Verbal Behaviors to Defuse Potential Confrontations
- Use 'Soft' Reprimands
- Validate the Student's Emotion by Acknowledging It

School Calendar

Francis Marion Academy

Francis Marion Academy will operate on a block schedule with some classes lasting 90 minutes and some classes lasting 180 minutes. The school's academic calendar will mirror the school calendar of IPS. Please see Attachment J for a copy of the school's calendar.

Hillside Academy

Hillside Academy is a year round program that will operate on the same calendar as the Marion County Court System, running approximately 242 days out of the year. Please see Attachment J for Hillside Academy's anticipated school calendar for the 2014-2015 school year. Upon a student's intake into MCJDC and the Hillside Academy program, the school will request academic records from the student's home school, including current grades in courses that are in progress. The typical amount of time that it takes the MCJDC to receive these records is 2-3 days, and during this time students will participate in Hillside Academy's Academic Youth Development course (2 periods until student records are obtained and 1 period after that time), Physical Education (1 period), and Art (1 period). On the first day in the school, students will take the Scholastic Reading Inventory (SRI), an assessment that generates a reading comprehension score (Lexile®). Based on their Lexile score, students are placed into either an on grade level English course or a remedial reading program (2 periods until student records are obtained and 1 period after that time).

Once the student's previous school records are obtained, the student is placed into two online courses that correspond to courses in which the student is enrolled at their home school (typically mathematics and social studies). If a student is not currently enrolled in school due to expulsion or drop out status, the school will place students into appropriate courses based upon their transcript.

Sample Student Schedule Prior to Obtaining School Records

Period 1	8:00 – 8:55	English Course Placement Based on SRI Scores: <ul style="list-style-type: none"> • Scholastic System 44 if SRI Score is less than 600 • Scholastic READ 180 if SRI Score is between 600 and 1000 • Online English 9 if SRI Score is between 1000 and 1100 • Online English 10 if SRI Score is between 1100 and 1200 • Online Expository Writing if SRI Score is above 1200
Period 2	9:00 – 9:55	Academic Youth Development (AYD)
Period 3	10:00 -10:55	Physical Education
Period 4	11:00 –11:55	English
Lunch	12:00 – 12:30	
Period 5	12:30 – 1:25	AYD
Period 6	1:30 – 2:25	Art
Period 7	2:30 – 3:25	AYD

Sample Student Schedule After School Record Are Obtained

Period 1	8:00 – 8:55	English Course Placement Based on SRI Scores: <ul style="list-style-type: none"> • Scholastic System 44 if SRI Score is less than 600 • Scholastic READ 180 if SRI Score is between 600 and 1000 • Online English 9 if SRI Score is between 1000 and 1100 • Online English 10 if SRI Score is between 1100 and 1200 • Online Expository Writing if SRI Score is above 1200
Period 2	9:00 – 9:55	Academic Youth Development (AYD)
Period 3	10:00 –10:55	Physical Education
Period 4	11:00 –11:55	Mathematics (Based on transcript or current course load)
Lunch	12:00 – 12:30	
Period 5	12:30 – 1:25	Social Studies (Based on transcript or current course load)
Period 6	1:30 – 2:25	Art
Period 7	2:30 – 3:25	Science (Based on transcript or current course load)

Public Safety Academy

PSA will operate on a traditional bell schedule with classes of 8 periods that are 55 minutes each. The school’s academic calendar will mirror the school calendar of IPS. Please see Attachment K for a copy of the school’s calendar.

A Day in the Life of a Student

Francis Marion Academy

Tonya is a junior in Term 3 of her first year at Francis Marion Academy (FMA). Tonya transferred to Francis Marion Academy after not experiencing success in her neighborhood school and after her school principal explained that due to her history of behavioral issues, she was about to be expelled from school. While she did not bring many credits with her to FMA, she earned 8 credits in the past 16 weeks that she has attended FMA.

- 8:00 Tonya arrives at FMA via IndyGo bus. She reports to her English III class, World Studies A, where she is greeted by her teacher. He gets the materials that he needs for the class, finds his assigned seat, opens his journal, and begins completing the “Do now” journal prompt that her teacher has projected up on the white board. The teacher circulates while students are finishing their journal prompt and gives feedback.
- 8:05 The class engages in whole group reading activities and a discussion of vocabulary words. The topic of the day is the Neolithic Revolution and its impact on mankind. Exploring early civilizations through various texts, Tonya’s class brainstorms common elements that exist in all societies, and her teacher introduces the class to the idea of thinking historically as it applies to their English skills.
- 9:35 Tonya moves to a different classroom for Geometry class. Although Tonya never liked math or felt successful with it, she likes Geometry class because they do a lot of hands on activities and apply their learning to art and the environment.
- 12:35 It is time for lunch, and Tonya eats with new friends in the cafeteria.
- 1:05 Tonya moves to a different classroom for her Academic Youth Development (AYD) class. She enjoys this class because they get to learn about how brains work, and they also get to do role playing with one another. She has already applied her learning outside of school and has practiced communicating with people in more positive ways.
- 4:05 It is the end of the school day, and Tonya decides that she wants to stop by the resource room to get help with a geometry proof that she could not figure out on her own.
- 4:35 Tonya finished getting the help that she needed, and now she is back on the city bus on her way home.

Hillside Academy

Alex is a freshman attending Hillside Academy (HA) while detained at the Marion County Juvenile Detention Center (MCJDC). He has been a student at Hillside for 4 days and will likely be attending Hillside for approximately 14 days when he will be released on probation and will transfer to Francis Marion Academy.

- 8:00 Alex arrives at HA with the rest of his classmates. He reports to his English class, READ 180, where he is greeted by his teacher and coach. He gets the materials that he needs for the class, finds his assigned seat, opens his journal, and begins completing the "Do now" journal prompt that his teacher has projected up on the white board. The teacher circulates while students are finishing their journal prompt and gives feedback and makes edits on the pages.
- 8:05 Alex opens his READ 180 rBook, and he and the class engage in whole group reading activities and a discussion of vocabulary words, and the teacher then dismisses students to their small group rotations. Alex is used to this, as the same structure of three 15-minute rotations happens each day, and he likes knowing and understanding the expectations. He spends the first 15 minutes on a computer by himself, where he has headphones and a microphone and engages in reading activities and assessments. For the next 15 minutes of the rotation, Alex is excited to go to the independent reading area where he gets to sit in a comfortable chair and read a book of his choosing. The last 15 minute rotation is small group work with the teacher, where Alex and 5 other boys work with the teacher on the paragraphs they are writing. The teacher is helping Alex to use correct grammar and verb tense, and he is able to read his paragraph aloud to the other boys in his group. During the last 5 minutes of class, Alex and his classmates put all of their books and headphones away and then listen to the teacher lead a reflection on their learning for the day.
- 8:55 Alex moves to a different classroom for his Academic Youth Development (AYD) class. Alex likes this class because they get to learn about how brains work, and they also get to do role playing with one another.
- 10:00 After two hours of classroom instruction, Alex is excited to go to physical education class and get some physical activity. Today in PE they are learning some passing and shooting techniques for basketball, which is one of Alex's favorite activities. Yesterday his teacher taught them the rules of the game and about the importance of team sports for life-long activity and health.
- 11:00 After getting his body working in physical education class, Alex is ready for math class. He had been enrolled in Algebra I at his home school, and when he got to Hillside Academy he took an assessment on the computer that put him right where he had left off, graphing linear equations. Alex is working on Algebra I using PLATO Courseware on the computer, and he likes how interactive the program is. He and his coach set goals each day about how many lessons he will finish, and Alex keeps track of his progress on a chart in his binder. He knows that his grade in this class is important, and he knows that his effort is part of his class grade. When Alex has trouble with some of the math, he knows that it is his job to ask his teacher, who always comes over and helps him to understand the concept. In math and in all of his classes, Alex is able to earn tickets that can be redeemed for extra privileges, and so he does his best to earn these tickets.
- 12:00 It is time for lunch, and Alex walks with his assigned group to the cafeteria.
- 12:30 Alex walks back to the classroom where he gets on the computer for another online class. This time he gets to learn about human geography in his online Geography and History of the World class. He again sets goals with his coach regarding his progress for today and for the week. Alex asks his teacher for help on a few of the activity sheet questions, and while she is always there to help, Alex finds that many times she responds to him by asking him questions, and then he has to find the answers himself. At first that was a little frustrating, but now Alex likes the confidence that he feels when he finds the answers.
- 1:30 Alex and his class move to the art classroom. Alex gets out the charcoal drawing he has been working on, finds his art materials and begins to work. Some students are already on their second charcoal drawing,

- but Alex is proud of the detail he is putting into his drawing, and he works with his teacher for quite a while during this class, learning how to use the charcoal to illustrate shading and gradients.
- 2:30 Alex enjoys finishing the day with his science course. While much of the content is delivered online, Alex gets to do laboratory investigations in the class with his teacher and coach facilitating. He writes in a science journal, sketching pictures, making charts, and recording his observations.
- 3:25 It is the end of the school day, and Alex and his classmates leave the Hillside Academy classroom area and return to the residential portion of the detention facility.

Public Safety Academy

Manuel is a senior attending the Public Safety Academy. He selected PSA after looking into programs at schools across the city. He has always wanted to become part of the police force in his city, and knows that this program can propel him toward his goal.

- 7:55 Manuel arrives at PSA via IndyGo bus, and he immediately reports to his English class, English 12, where he is greeted by his teacher. He gets the materials that he needs for the class, finds his assigned seat, opens his journal, and begins completing the “Do now” journal prompt that his teacher has projected up on the white board. The teacher circulates while students are finishing their journal prompt and gives feedback and makes edits on the pages.
- 8:05 Manuel spends most of this class revising an essay that he has written about the use of rhetorical devices in Mark Twain’s works. He reviews comments from his teacher and works on peer editing in his small group.
- 9:00 Manuel moves to the math hallway for his Probability and Statistics class. Manuel likes this class because he can apply the learning to other course work and also to his daily life.
- 10:00 Manuel is taking a study hall this year, for the first time ever. He is using his time to complete homework, receive help from the resource room, and complete school and job applications.
- 11:00 Manuel goes to his Government class next, where he is learning not only about the three branches of government but gets to read primary source documents about the founding of our nation’s government.
- 12:00 It is time for lunch, and Manuel eats with his friends and teachers in the cafeteria.
- 12:30 Manuel goes to his Criminal Justice II course, which is a double-period. His class is currently working on learning and applying the operational standards in law enforcement, such as collecting and presenting facts, producing accurate reports, and demonstrating effective listening and speaking skills. During the second half of class his instructor facilitates students’ evaluating professional skills to prepare for job opportunities in the field of criminal justice.
- 2:30 The last two hours of Manuel’s day is his work-based learning internship course. He is currently interning with security at the City County Building downtown Indianapolis. He is learning quite a bit from the officers and writes daily in the journal he keeps for this class.

A Day in the Life of a Teacher

Marion Francis Academy

Mr. Smith is a math teacher at Francis Marion Academy, teaching Intensified Algebra I and Algebra II. He understands the multifaceted needs of a child from a low-income urban community; he focuses on high expectations and is willing to embrace and address the psycho-, socioeconomic and academic needs of the whole child. Mr. Smith recognizes the unique needs of students at Francis Marion Academy and meets daily with the other teachers, coaches to coordinate educational services and student expectations.

- 7:30 Mr. Smith readies his classroom and finishes preparing materials for the day. He projects the agenda for the day on his SMART Board and ensures all of manipulatives are set up and ready to go. He greets

- students as they come into his classroom.
- 8:00 Mr. Smith begins the class with a “Do Now” for his Algebra I students and then invites students to stand for the Pledge of Allegiance and the School Pledge. He reviews the day’s agenda and helps students each record their goals for the day. He begins the whole group instruction part of the lesson where he provides direct, explicit instruction using the Agile Mind program projected on his SMART Board. He circulates and facilitates students as they solve problems together in small groups and then in pairs. He next asks students to work independently on a problem set, and continues to circulate and offer help as needed. After a short break, Mr. Smith begins the first of three work station rotations, and he sets the timer and asks students to move quickly and silently to their first station. Mr. Smith meets with his first group of students who are attempting to solve a “messy” word problem. At the end of 25 minutes, he sets the timer and asks students to rotate to their next station. He then leads the next group which is his struggling group that also contains three special education students. Their lesson involves a set of parallel tasks he created that teach the same concepts as he was addressing during whole group instruction but that use simpler number and operations. He sets the timer one more time, and students move to their last rotation. His final small group lesson provides direct instruction to students on graphing and slope intercept form. At 10:55 Mr. Smith stops the student small group rotations and asks students to update their progress monitoring sheets and to reflect on their learning.
- 11:00 Mr. Jones goes to lunch in the school cafeteria and enjoys spending time with students outside of the classroom.
- 11:30 Mr. Jones greets his Algebra II students as they come in the door. He runs this class much like his Algebra I class, beginning the class with direct instruction, projecting the Agile Mind Algebra II instructional resources and animations on the SMART Board. After small group and then independent work, he divides the remaining class time into three rotations. Students who are not in small group with him are working in pairs or individually on other class work.
- 2:35 Mr. Smith spends the next hour working in the resource room, assisting students who have come in for assistance with their school work.
- 3:30 For the last 30 minutes of the teacher work day, Mr. Smith, the other teachers, coaches, and the school director, meet to discuss the day, including any behavior issues, planning for incoming/exiting students, instructional improvements, and data analysis. Mr. Smith reviews student progress on the individual computer portion of the small group rotations, making notes regarding which students need extra monitoring and intervention. He grades students’ written work, providing high quality academic feedback to all students. Finally, he plans the whole group instruction for tomorrow and selects the small grouping arrangements based on student need.

Hillside Academy

Mrs. Jones is the reading teacher at Hillside Academy, teaching System 44 and READ 180. She understands the multifaceted needs of a child from a low-income urban community. She focuses on high expectations and is willing to embrace and address the psycho-, socioeconomic and academic needs of the whole child. Mrs. Jones recognizes the unique needs of students at Hillside Academy and meets daily with the other teachers, coaches, and MCJDC staff to coordinate educational services and student expectations.

- 7:30 Mrs. Jones has her meeting with the other teachers, coaches, and MCJDC staff. They talk about the skills that will be the focus of the Academic Youth Development course today and how these skills can be emphasized in the other classrooms today. They discuss students coming in and leaving the school, and address any discipline concerns.
- 7:55 Mrs. Jones readies her classroom. She lists on the board the agenda for the day and ensures all of her reading stations are set up and ready to go. She greets students as they come into her classroom.

- 8:00 Mrs. Jones begins the class with a “Do Now” for students and then invites students to stand for the Pledge of Allegiance and the School Pledge. She reviews the day’s agenda and helps students each record their goals for the day. She begins the whole group instruction part of the lesson where she provides direct, explicit instruction and facilitates students as they read, discuss, and respond to a selection in the core reading program. To begin the first work station rotation, she sets the timer and asks students to move quickly and silently to their first station. Mrs. Jones meets with her first group of students who are re-reading a story from yesterday as they work on developing fluency. At the end of 15 minutes, she sets the timer and asks students to rotate to their next station. She then leads the next group which is her struggling group which also contains three English language learners. Their lesson is from the English Language Development program which is a supplement to the READ 180 lesson she just taught in whole group. She revisits the content and the vocabulary while building students’ understanding of sentence structure. She sets the timer one more time, and students move to their last rotation. Her final small group lesson provides direct instruction to students on finding supporting details from a text. At 8:55 Mrs. Jones stops the student small group rotations and asks students to update their progress monitoring sheets and to reflect on their learning.
- 9:00 Mrs. Jones teaches the second of 7 classes for the day. The structure of the course is repeated throughout the day.
- 10:00 Mrs. Jones teaches the third of 7 classes for the day.
- 11:00 Mrs. Jones teaches the fourth of 7 classes for the day.
- 12:00 Mrs. Jones walks with students, other teachers, and coaches to the cafeteria for lunch. To help build personal relationships and to assist with supervision, teachers eat lunch with their students.
- 12:30 Mrs. Jones greets students coming back from lunch and teaches her fifth class of the day.
- 1:30 Mrs. Jones teaches the sixth reading class of the day, following the same format as the previous lessons.
- 3:25 It is the end of the school day, and Mrs. Jones helps to supervise the movement of students out of the Hillside Academy classrooms and hallways.
- 3:30 For the last 30 minutes of the teacher work day, Mrs. Jones, the other teachers, coaches, the school director, and MCJDC staff meet to discuss the day, including any behavior issues, planning for incoming/exiting students, instructional improvements, and data analysis. Mrs. Jones has her prep period during which she and her coach log onto the student management system that is part of READ 180 and System 44, the reading program she teaches. She reviews student progress on the individual computer portion of the small group rotations, making notes regarding which students need extra monitoring and intervention. She grades students’ written work, providing high quality academic feedback to all students. Finally, she plans the whole group instruction for tomorrow and selects the small grouping arrangements based on student need.

Public Safety Academy

Ms. Miller is a science teacher at PSA, Biology and Anatomy and Physiology. Before she decided to go back and become a teacher, Ms. Miller was a research scientist at a local biotech firm. She knew her calling was to work with students who are interested in pursuing a career in public safety, as she came from a family of police officers and fire fighters.

- 7:30 Ms. Miller sets up the biology lab for her students. She gets out microscopes and slides and the samples of one-celled organisms for students to observe.
- 8:00 Ms. Miller begins the class with a “Do Now” for students and then invites students to stand for the Pledge of Allegiance and the School Pledge. She reviews the day’s agenda and helps students each record their goals for the day. Ms. Miller provides whole group instruction for 10 minutes, explaining the directions for the lab. While students work together to complete the lab, she circulates, facilitating and posing questions

to students.

- 9:00 Ms. Miller teaches her second section of Biology and uses the same instructional plan.
- 10:00 Ms. Miller teaches her third section of Biology and uses the same instructional plan.
- 11:00 Ms. Miller has her prep period at this time, and she spends time planning her Biology lesson for tomorrow and grading student labs from her first three periods.
- 12:00 Ms. Miller walks with students, other teachers, and coaches to the cafeteria for lunch. To help build personal relationships and to assist with supervision, teachers eat lunch with their students.
- 12:30 Ms. Miller greets students coming back from lunch and teaches her first Anatomy and Physiology class of the afternoon. She begins with a “Do Now,” and while students are working on this for 5 minutes, she circulates, checking student responses and providing feedback. The next 15 minutes are spend on direct instruction to the whole group, and the rest of the class is small group work. Students are learning about the Krebs Cycle and metabolism, and she has developed a webquest in which students explore a variety of high quality Internet resources to answer questions and investigate human metabolism.
- 1:30 Ms. Miller teaches her second section of Anatomy and Physiology and uses the same instructional plan.
- 2:30 Ms. Miller teaches her third section of Anatomy and Physiology and uses the same instructional plan.
- 3:30 For the last 30 minutes of the teacher work day, Ms. Miller conducts after school tutoring sessions for any PSA student who needs extra help in any of their mathematics or science courses. She typically sees 5-10 students daily.

School Discipline Plan

As previously stated, both Francis Marion Academy and PSA place a special emphasis on positive student behavior. Both schools will adhere to a school discipline plan which addresses how the school will address student behavioral issues, particularly those issues that escalate to a point where they cannot be managed inside the classroom.

Unique to Francis Marion Academy and PSA’s school discipline plans are a ReFocus Center (RC) which provides an opportunity for students to reflect on their behavior and regroup without further disrupting other students.

Please see Attachments L (for Francis Marion Academy) and M (for PSA) for a copy of each schools’ school discipline plan.

B. Curriculum

All Francis Marion Academy and Public Safety Academy courses are aligned to Indiana Academic Standards, and course progressions meet the requirements for the Indiana Core 40 Diploma, Core 40 Honors Diploma, and/or the Core 40 with Technical Honors Diploma. Francis Marion Academy and PSA will implement a rigorous, standards-based curriculum, and various studies indicate that curriculum alignment is a common denominator of high quality schools. “In an array of factors that define high-performing schools, curriculum alignment enjoys a position of exceptional prominence” (Murphy, 2007, p. 75). Francis Marion Academy and PSA will have a guaranteed and viable curriculum aligned to the standards for both schools to achieve high academic performance.

Planning for Francis Marion Academy and the PSA included aligning the curriculum with Indiana Academic Standards for all courses (see Appendix F for sample curriculum maps for Algebra I and English 10). Instructional resources were selected based on a rigorous review of a variety of curriculum, textbooks, and other instructional materials, and the specific instructional resources to be used are included in the curriculum maps. INIschools will help the Board ensure that this aligned curriculum is taught by all teachers and that it is aligned from one grade to the next with an increase in cognitive demand occurring at each grade level. INIschools will conduct a minimum of two comprehensive site visits during the school year and provide an evaluation– which will include an overview of

the success of the curriculum and curriculum alignment – to the Board. The curriculum efforts will ensure the following:

1. Scholars are prepared for the next grade level because they have gained the content knowledge and skills the next year's teacher expects them to have mastered;
2. Scholars remain motivated through increased demand and less repetition in the curriculum; and
3. Inherent alignment to Indiana End of Course Assessments (ECAs) eliminating the misguided belief that educators must "teach to the test."

Overview of Reading and Language Arts Instruction

At the beginning of the year, teachers at Francis Marion Academy and PSA will generate a complete picture of their students' abilities by using baseline data and will follow their progress with curriculum-based assessments. Baseline data is obtained through Scholastic Reading Inventory assessments, where a reading level called a Lexile® score is generated based on student vocabulary acquisition and reading comprehension. Students whose Lexile level is below 1000 require reading remediation and participate in the research-based program, Scholastic READ 180. Students whose reading level is below 600 L take a more intensive research based reading remediation program, Scholastic System 44.

Program Delivery

Francis Marion Academy accelerates course delivery through interdisciplinary courses that integrate social studies and English language arts standards; these courses are outlined in Attachment E. English 5 uses US History and US Government informational texts and related American literature to teach the English skills on the English 10 ECA while presenting the content required for US History US Government. Students will be assessed with the Acuity C exam as a diagnostic pre-test at the beginning of this class. Instructors will assign students specific Acuity lessons addressing their English skill gaps and will use class level data to determine the specific skills that should be emphasized based on the needs of the class as the US History and US Government content and related literature is studied. Writing instruction will focus on informational and persuasive (argument) 5-paragraph (minimum) essays as students apply the 6 + 1 Writing Traits. Reading comprehension will be demonstrated through constructed responses from informational and literary texts. Students will take the Acuity C assessment at the beginning of the class and receive a prescribed set of lessons addressing their specific needs through Acuity. Grammar instruction can also be individualized based on student need using www.noredink.com as well as through feedback provided to students on the 6+1 Writing Traits and the SAS Curriculum Pathways Writing Reviser. The curriculum map for English 5-American Studies A is provided as Attachment N.

PSA courses are designed in a more traditional course sequence, with English 9, English 10, English 11, and English 12 offered for the full year of instruction. These courses are aligned to Indiana Academic Standards for English Language Arts, and students and teachers utilize Acuity assessments and instructional resources, www.noredink.com, 6+1 Writing Traits, and the SAS Curriculum Pathways Writing Reviser. Details are provided in the English 10 curriculum map: Attachment O.

Francis Marion Academy and PSA design their English language arts curriculum around research-based best practices, including:

- Time for independent reading
- Student's choice of their own reading materials
- Exposing students to a wide and rich range of literature
- Teacher modeling and discussing his/her own reading processes
- Teacher keeping his/her own reading tastes and habits private

- Primary instructional emphasis on comprehension
- Teaching reading as a process:
 - Use strategies that activate prior knowledge
 - Help students make and test predictions
 - Structure help during reading
 - Provide after-reading applications
- Social, collaborative activities with much discussion and interaction
- Grouping by interests or book choices
- Silent reading followed by discussion
- Teaching skills in the context of whole and meaningful literature
- Writing before and after reading
- Use of reading in the content fields (e.g. historical novels in social studies)
- Evaluation that focuses on holistic, higher-order thinking processes
- Measuring success of reading program by students’ reading habits, attitudes, and comprehension

Overview of Mathematics Instruction

Francis Marion Academy and PSA’s math classes are effective, standards-based environments that foster understanding of big mathematical ideas, help students make connections between learning experiences, and enable students to see themselves as mathematicians. There are varied “math paths” that scholars follow during their course of study at Francis Marion Academy and PSA.

Program Delivery

While Francis Marion Academy accelerates their math program due to extended length periods, both Francis Marion Academy and PSA provide students with the same 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. Students who may struggle with success in mathematics, take 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 Indiana Academic Standards 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.” See Attachment P for the Agile Mind Intensified Algebra I Scope and Sequence.

Francis Marion Academy and PSA design their mathematics curriculum around research-based best practices, including:

- Lessons designed to address specific standards-based concepts or skills
- Student centered learning activities
- Inquiry and problem solving focused lessons
- Critical thinking and knowledge application skills
- Adequate time, space, and materials to complete tasks
- Varied, continuous assessment, designed to evaluate both student progress and
- Ensure that the use of “real-world” contexts for teaching
- Mathematics maintains a focus on mathematical ideas
- Mathematics should be taught using multiple strategies, however, the teacher is responsible for selecting the strategies appropriate for a specific concept

- Tasks are built on students' prior knowledge
- Provide student access to a variety
- of technology tools
- Integrate the use of technology across all mathematics curricula and courses

Overview of Science Instruction

Francis Marion Academy and PSA will impart all of its students with the scientific knowledge, skills and habits of mind needed to be lifelong-learners, critical thinkers, effective communicators and wise decision-makers. Students will develop and use the skills necessary to engage in our world which is shaped by science and technology.

The vision of Francis Marion Academy and the Public Safety Academy is that all students will:

- Be curious about how the world works.
- Be scientifically honest, willing to reevaluate ideas when new data are presented.
- Respect the world around them and work to protect both the local and global environment.
- Understand that science is not a static body of knowledge but is continually evolving as new information emerges.
- Be able to evaluate scientific ideas from an historical perspective.
- Be adept in the use of electronic technology, choosing the appropriate technology for the problems and tasks with which they are confronted.
- Be able to apply knowledge, skills, and processes from science, math, and technology to solve complex, real-world problems.
- Be tenacious in solving problems.
- Be able to use reason and relevant data to support conclusions and opinions.
- Be able to effectively communicate scientific ideas and information orally, visually, and in writing using a variety of media.
- Be able to work effectively independently and interdependently to solve problems.

Program Delivery

Our Science classrooms will be effective standards-based environments that foster understanding of big ideas and help students make connections between present, past and future. All students take Biology (2 credits) and select from the following 2-credit courses to earn the minimum 6 science credits: Integrated Chemistry and Physics, Chemistry, Anatomy and Physiology, Earth and Space Science, Environmental Science, and Physics.

Overview of Social Studies Instruction

The Francis Marion Academy and PSA Social Studies courses emphasize critical thinking skills, reading primary source documents and investigating fully the contextual elements of historical events. New academic standards are in the process of being adopted by the state of Indiana, and the social studies curriculum will be redesigned to align to the new standards as soon as they are adopted. Attachment N indicates how US History is instructed in an interdisciplinary course at Francis Marion Academy.

Program Delivery

Francis Marion Academy and PSA design their social studies curriculum around research-based best practices, including:

- Providing regular opportunities to investigate topics in depth
- Opportunities to exercise choice and responsibility by choosing their own topics for inquiry
- Teaching should involve exploration of open-ended questions that challenge students' thinking

- Model the exploration of ideas and information
- Engage students with the essential questions of the unit
- Involve students in active participation in the classroom and the wider community to make real the concepts being taught
- Participate in community projects or create plans to address community problems; use community members as a classroom resource for various topics
- Involve students in both independent inquiry and cooperative learning, to build skills and habits needed for lifelong, responsible learning
- Involve students in reading, writing, observing, discussing, and debating to ensure their active participation in learning
- Allocate the majority of class time for these activities. Limit lectures and note taking
- Make connections to events in students' lives, current events, and other content areas. Assess prior knowledge of students for each unit
- Social studies should explore a full variety of the cultures found in America, including students' own backgrounds and understanding of other cultures' approaches to various social studies concepts.
- Integrate cultural perspectives as often as you can as you move through the curriculum. The concept of culture is of great importance at all levels
- Social studies evaluation must reflect the importance of students' thinking, and their preparation to be lifelong responsible citizens, rather than rewarding memorization of decontextualized facts
- Increase authentic assessment opportunities. Test a student's ability to support or defend a position, analyze information and draw conclusions, create and carry out an action plan, for example

Overview of Life Skills Instruction

Francis Marion Academy and PSA implement the research-based program, Academic Youth Development (AYD). AYD is a program designed by cognitive and school psychologists help students understand how their brains work, how they can develop their ability to become smart, and how to set and achieve SMART goals. AYD will be embedded in the curriculum of our College and Career Advising courses taken in a three term sequence as part of the required curriculum. Teachers who teach these classes will also train all teachers in the school in these concepts so that all teachers can be reinforcing these efforts. AYD resources will also be used by the Student Services staff in the Redirection Center.

The Academic Youth Development (AYD) Advisory curriculum was developed by the Charles A. Dana Center at the University of Texas at Austin and is designed to build a powerful cadre of students committed to excelling in high school mathematics and to working with their teachers to create productive learning environments in their classrooms. Through a curriculum inspired by recent advances in developmental psychology, neuroscience, and the learning sciences, student allies.

Through the AYD program students will:

- learn that effort, not innate ability, is the key to their achievement in school;
- develop robust strategies for setting demanding but attainable academic and personal goals;
- develop critical thinking skills; and
- become quiet leaders who help their teachers create a welcoming culture of respect, engagement, and accountability in their schools.

The AYD curriculum was inspired by current research findings in social, developmental, and educational psychology and explicitly incorporates them into its curriculum. In particular, the curriculum reflects the work of both prominent and rising psychologists and neuroscientists, including Joshua Aronson, Carol S. Dweck, Catherine Good, Claude Steele, Bernard Weiner, and Claire Ellen Weinstein. As their research shows, their work holds great potential for transforming youths' identities and skills as scholars. The youth development content of this course was authored by research psychologists Catherine Good and Stacey Rosenkrantz Aronson. The mathematics content of this course was developed by Lisa Brown, Danielle Seabold, Susan May, and Kathi Cook of the Dana Center. See Attachment Q for the Academic Youth Development curriculum map.

Hillside Academy

On their first day at Hillside Academy, students take the Scholastic Reading Inventory (SRI), a computer-based reading assessment that provides research-based, immediate data regarding students' reading levels. The SRI assessment generates a Lexile® score that can be translated to a grade-level equivalency. Students scoring below a 600 Lexile require intensive reading intervention and are placed into the Scholastic System 44 reading program. System 44 is a research-based reading program designed to help students master the foundational reading skills required for reading improvement. Explicit direct instruction in comprehension and writing is accompanied by a personalized learning progression driven by technology.

Students whose Lexile score is between 600 and 1000 continue to require reading remediation before being able to succeed in high school level English language arts courses and are placed into the Scholastic READ 180 program. This research-based program utilizes a blended instructional model in which teachers begin and end each session with whole-group instruction that engages the entire class. In between, students break into groups and rotate through three stations for small-group and independent learning. Students interact with technology, with text, with their teacher, and with each other, building their skills in fluency, reading comprehension, and writing.

Students whose Lexile levels are above 1000 are placed into the appropriate high school English language arts course, and they will take those courses via Plato learning courseware, an engaging online program that includes rich media, graphics, video, and interactivity. Students begin the program by taking a pretest and then receive a prescribed personalized learning path for efficient and effective learning. While most of the coursework and assessments are graded via the Plato software, English courses taken on the Plato system also require students to complete writing assignments, and these are reviewed and scored by the classroom teacher. All Plato online courses offered at Hillside Academy are aligned to Indiana Academic Standards.

Students will work in an online course environment during two of the 6 periods per day. While students are expected to work independently, one highly qualified teacher and one instructional coach are in the classroom and provide individual assistance to students needing additional explanations or assistance. The teacher and coach assist students in setting goals and monitoring progress as they move through their online courses.

Students take one period of Academic Youth Development (AYD) each day, and although students will come into the program at different points, the curriculum is designed in lesson modules that can accommodate students entering the curriculum at different points. The AYD program is a research-based program developed by the Charles A. Dana Center at the University of Texas at Austin. Throughout the AYD curriculum students will: learn that effort, not innate ability, is the key to their achievement in school; develop robust strategies for setting demanding but attainable academic and personal goals; develop critical thinking skills; and become quiet leaders who help their teachers create a welcoming culture of respect, engagement, and accountability in their schools.

Students take two additional teacher-directed courses per day: Physical Education and Art, which are aligned to the Indiana Academic Standards for Physical Education and Visual Art, respectively.

C. Assessment

The discussions held by teachers and administrators are the most important part of monitoring the schools' educational programs. Teachers often meet in teams to discuss what should be taught, how the curriculum gets enacted, and to study student results. These actions are the most important part of the curriculum improvement process. Common assessments will also be monitored, and gains made both in implementation and achievement will be celebrated by both teachers and students.

State Mandated Assessments

The Francis Marion Academy and PSA will administer all state mandated assessments required of Indiana public schools, including LAS Links and End-of-Course Assessments (ECAs).

It is important to note that Hillside Academy students typically will not take state standardized assessments such as the ISTEP+ or ECAs due to the brief time they are enrolled in the program. Student progress is monitored daily in their System 44, READ 180, and Plato online courses, and AYD, physical education and art teachers measure student progress on standards-based learning targets weekly. Student grades, assessment scores, and detailed progress reports are sent to the students' home schools as they are released from MCJDC. Often, Hillside Academy students will transition directly into Francis Marion Academy.

Diagnostic, Progress Monitoring, and Summative Assessments

In addition to state mandated assessments, Francis Marion Academy and PSA will administer a number of additional assessments for the purposes of diagnostic assessment and progress monitoring.

Scholastic Reading Inventory

Students in remedial reading will be assessed using the Scholastic Reading Inventory (SRI) six to eight (6-8) times a year. All other students will be assessed using the SRI three (3) times a year.

Rationale:

- Provides diagnostic measures of student's reading levels
- Provides standards-aligned performance data to inform instruction

Acuity Predictive Assessments

Students will be assessed using Acuity Predictive Assessments for both Algebra I and English 10 three (3) times a year.

Rationale:

- Provides diagnostic measures of student's foundational skills
- Provides standards-aligned performance data to inform instruction

Curriculum-Based Assessments

Francis Marion Academy and PSA will also use common curriculum-based assessments at the end of each unit and at the end of the year. Acuity assessments will be used to monitor students' readiness for End-of-Course Assessments in Algebra I and English 10. Detailed data analysis from these assessments will take place, and teachers will use data from these assessments to continue to target instruction based on students' needs.

Progress Monitoring and Reporting

Teachers will report real-time student progress to parents via an online student information system and quarterly report cards. Parents will also receive reports and copies of students' unit assessments and progress monitoring assessments. Parents will be asked to review these and return them signed to the teacher. Parent/teacher conferences will be scheduled mid-way through each semester. Parent nights will also be held at least two per semester during which parents will hear what special activities are coming up through Saturday Seminars and special programs in addition to what their student's classroom is focusing on, making sure parents understand how they can best be helping their children at home.

Acuity, SRI, and curriculum-based assessments will be used to monitor student progress and to inform adjustments to the curriculum. These assessments will include writing assignments scored with grade level rubrics. The best way to ensure students are prepared for college and careers and any assessments they will encounter is to ensure that they are prepared with Conley's four intellectual standards:

1. Read to infer/interpret/draw conclusions
2. Support arguments with evidence
3. Resolve conflicting views encountered in source documents
4. Solve complex problems with no obvious answer

These four simple habits of mind can powerfully inform student reading, writing, and talking in every discipline when matched with disciplinary content (Conley, 2005).

D. Special Student Populations

The Francis Marion Academy's and PSA's curricular approach supports all learners – including those students with limited English proficiency, children with special needs, students who enter below grade level and students who are academically advanced.

Students Above & Below Grade Level

Given that the Francis Marion Academy's target population consists primarily of adjudicated or previously adjudicated youth serving or at-risk of expulsion, it is expected that the majority of students will enter below grade level. There may be students with above grade-level aptitudes, as well, both in Francis Marion Academy and PSA. Francis Marion Academy's and PSA's strong school cultures and educational models will help ensure growth and enrichment of both types of students. Those students below grade level will be brought up to grade level and beyond as quickly as possible. Those students above grade level will be challenged appropriately to enhance their upward performance and advancement. The beginning of each school year will begin with diagnostic assessments for all students and a comprehensive review of students' prior performance (when available). Assessment results and prior performance will assist teachers and staff in identifying students' knowledge and skills gaps so they may be brought up to speed of students with advanced knowledge and skills may be further enriched. Differentiated instruction and student grouping techniques will be utilized in all classrooms and subjects so that all students, regardless of achievement level, will have the opportunity and conditions necessary to succeed at the highest level possible. Francis Marion Academy's and PSA's Academic Coaches and Teachers of Record will act as resources to teachers to ensure they appropriately and effectively differentiate instruction.

Students with Special Needs

To the extent appropriate, students with special needs will be educated in regular classrooms with their general education peers. Francis Marion Academy and PSA will strive to provide students with the opportunity to learn in an inclusionary environment on a level and equal playing field. Both Francis Marion Academy and PSA will "meet

students where they are” in their education by providing a flexible structure and supportive relationships to help them engage in and out of the classroom. Francis Marion Academy and PSA will place students in environments that are as least restrictive as possible, yet supportive enough to ensure adequate success and rigor in their educational endeavors.

Francis Marion Academy's and PSA's ESP will assist the school in appropriately addressing the needs of students with disabilities by providing special education management services. The ESP will help to ensure that Francis Marion Academy's and PSA's special education programs and services are provided in accordance with state and federal laws and regulations concerning students with Individualized Education Plans (IEPs).

Comprehensive Services for Students with Special Needs
Educational Continuum and Least Restrictive Environment

- Students receiving special education services spend a majority of their instructional day with their instructors. During the remainder of the day, they may utilize supplementary services as indicated in their IEP. One-on-one instruction will be provided as needed according to a student's IEP. Supplementary services will be provided in the following manner:
 - Resource Rooms
 - In future years, based on need, students may have access to the supports of special education tutors or para-professionals. Tutors would be available for general and specialized assistance to students.
- Students will be assigned to a specific tutor whenever possible to ensure continuity and quality in the delivery of services.
- A Special Education Resource Room will be utilized to provide supplementary services when appropriate and according to the IEP.
- The student-teacher ratio allows for every student to enjoy an increased level of attention from his or her instructor (and or) tutor or para-professional. This allows for placement of every special education student into a regular education and least restrictive educational situation. All classes are inclusionary and none are comprised solely of special education students; however, the school has the ability to provide intense individualized services if necessary.

Related Services

Francis Marion Academy and PSA will use contract services for psychological services, physical therapy, occupational therapy, and speech-language therapy selecting vendors from an approved list provided by the ESP.

Access to the General Education Curriculum

- The long-term relationship between a Teacher of Record (TOR) and student will provide students with a Teacher of Record who is familiar with their cases. The TOR will collaborate regularly with the teachers of service. This will provide the instructor with more knowledge and a better understanding of the student's needs, which can then be included in the Case Conference Committee (CCC). Student progress will be monitored on schedule with the general education population. The student's IEPs will reflect their needs as they participate in the general education curriculum with accommodations and/or modifications which are deemed appropriate by the Teacher of Record and the CCC.
- All general education curriculum and extracurricular activities will be made available to students receiving services, unless otherwise indicated in the student's IEP.
- Physical education will be provided in accordance with a student's IEP, with general education students whenever possible.

Assurance of FAPE

Francis Marion Academy and PSA will provide a Free and Appropriate Education to all enrolled students with disabilities.

Child Find

Francis Marion Academy and PSA will undertake child find activities for all students who enroll, including evaluation, identification, and provision of appropriate special education services in accordance with the applicable subsections of Article 7 and IDEA.

- Use a Response to Instruction (RtI) process to establish early identification. With the oversight of the leadership team, staff will place students in tiered intervention groups to most effectively address their needs and develop intervention programs that ensure students are on track to achieve at or above grade level.
- Make every effort possible to obtain students' previous school records within a reasonable time.
- Review IEPs and Section 504 Plans of incoming students to determine what services can reasonably be provided using school resources and what will need to be provided through contracted services.

Professional Development

Exceptional Learning Needs based professional development will be embedded in the professional development plan for all staff. This will include presentation of the below topics at each of the designated professional development days. In addition, on-going training and support will be provided to all staff.

- The RTI Process
- Progress Monitoring
- Data Collection
- Differentiated Instruction
- Accommodations vs. Modifications
- IEP Process
- Due Process and Discipline
- Functional Behavior Assessments and Behavior Plans
- High Ability Strategies and Supports
- ELL Strategies and Supports

In instances where vendors assist in providing appropriate services to students, the Board will review the performance of all vendors on no less than a yearly basis. If the Board finds that the vendors are not providing appropriate services to the full extent possible, the Board will seek other vendors to provide comparable services.

English Language Learners

English Language Learners (ELL) will be identified when they first enroll in Francis Marion Academy or PSA. Parents/guardians will complete a Home Language Survey where they identify their native language. Any students whose native language is anything other than English (as well as scholars who have previously been identified as ELL) will take Indiana's LAS Links Exam, which determines students' proficiency in English and the degree to which they need academic support in their foreign language.

III. Organizational Viability and Effectiveness

A. Enrollment/Demand

Enrollment

Francis Marion Academy

Francis Marion Academy will open during the fall of the 2014-2015 school year, serving students in the Hillside Academy program located within the MCJDC. The enrollment at the Hillside Academy will be very fluid, serving those students who are detained at the MCJDC. As such, there are no pre-defined grade level caps that will be placed on the Hillside Academy program. Francis Marion Academy will serve all students who enter through the Hillside Academy program (generally students in grades 6-12). The MCJDC has a cap of 96 students that may be placed in its residential facility. On any given day, fewer than 96 students may receive educational services at Hillside Academy, and as such, but the program will be staffed to serve the maximum capacity of 96 students.

In addition to serving the Hillside Academy program at the MCJDC, beginning in the 2015-2016 school year, Francis Marion Academy will expand to operate more traditional 9-12 high school classrooms outside of the MJDC. Francis Marion Academy’s projected maximum student enrollment during its first five years of operation is provided below.

Grade	2014-15	2015-16	2016-17	2017-18	2018-19
Hillside Academy (6-12)	96	96	96	96	96
9 th		50	65	80	95
10 th		50	65	80	95
11 th		50	60	70	80
12 th		50	60	70	80
Total		296	346	396	446

Public Safety Academy

PSA will open at the beginning of the 2016-2017 school year, serving students in grades 9-12 who are interested in careers in the public safety academy. PSA anticipates that it will serve fewer students in grades 11 and 12 during the first few years of the school’s operation, but anticipates that it will grow to serve approximately 75 students in each grade level at full capacity. Given the high demand of public safety careers as evidenced by the Bureau of Labor Statistics (2014) with no other school in Marion County offering this type of school model, AiE believes that a maximum student enrollment of 350 students is reasonable. The school is intentionally structured to open small, being that it is the first of its kind throughout the state. PSA’s projected student enrollment during its first five years of operation is provided below.

Grade	2016-17	2017-18	2018-19	2019-20	2020-21
9 th	70	80	80	88	88
10 th	50	70	80	88	88
11 th	50	50	70	87	87
12 th	30	50	70	87	87
Total	200	250	300	350	350

Student Recruitment

Francis Marion Academy

Francis Marion Academy anticipates that it will enroll a number of students exiting the MCJDC, as it is the only school in Marion County that will enroll students serving a term of expulsion. Furthermore, Francis Marion Academy will not only provide a point of referral for students exiting the juvenile court system or serving active expulsion - a resource currently absent within the city of Indianapolis - but also will permit area schools to refer at-risk students whose behavioral issues may be disrupting their home school's educational environment. This alternative to expulsion will provide individual students with the opportunity to benefit from an intense level of support and structure, while allowing schools to address behavioral issues without inhibiting the overall academic progress of their student bodies. To that end, Francis Marion Academy has begun reaching out to area district schools to develop partnerships and will continue to do so after charter approval has been granted.

Public Safety Academy

PSA, through its robust partnerships with law enforcement and other public safety agencies, will attract a broader range of students from Central Indiana who seek to learn from and partner with members of the public safety sector in a positive, enriching manner and environment. PSA's strategy for student recruitment will be multi-faceted. Immediately upon charter approval PSA's board will work with the reach out to community partners to promote the new school and generate general interest in the school. PSA will work with the creative marketing team of the selected ESP to design cost-effective marketing materials which will promote the school and its public safety focus throughout the general community. Churches, grocery stores, restaurants, community centers and other public gathering places will be informal community partners, conversant about the school and able to make connections to more formal recruitment resources, such as board members and pre-opening staff. In conjunction with its community partners, PSA will host informational fairs about the school several weeks prior to the application deadline and the lottery date. In between the application deadline, the lottery date and dates of enrollment, PSA will employ a disciplined strategy to ensure that the school is at the top of mind of the applicants in order to ensure that applications turn into enrollments which turn into full time students being served at the school.

Enrollment Process

As public schools, enrollment at Francis Marion Academy and PSA will be open to all students. Student admission or enrollment will be open to all students interested in attending the school and not limited based on prior academic performance or intellectual ability, race, socio-economic status, religion, disability, nationality, immigration status, or any other factor that may be considered unlawful. Admissions policies and practices will comply with all applicable state and federal laws.

All students will be invited to submit an enrollment application to the school until a set deadline date. All students who complete and submit a timely enrollment application will be enrolled in the school. In the event that the number of applicants exceeds the number of spaces available, a lottery will be held to provide students with a fair and equal opportunity to enroll in the school.

The lottery will be held at a public location near where the school will be located and will be open to the public. It will be monitored by a non-biased third party and a representative of the Indianapolis Mayor's Office will be invited to attend. The lottery will include all scholars who have applied to the school. These scholars are assigned a number, and then numbers are drawn at random to identify which scholars will be enrolled in the school. Once all available spaces have been filled, numbers will continue to be drawn to determine the order in which students are placed on a waitlist.

After the lottery is complete, prospective students may still apply but will continue to be placed on the waitlist in the order that their completed enrollment information is received. Once a student is admitted to the school, the student will be able to attend the school successive years without having to re-enter into the school's lottery process. Siblings of students enrolled and admitted in a prior school year will be given priority for enrollment.

It should be noted students exiting the MCJD will need to be quickly enrolled in a school. Because the school will operate at an accelerated pace in eight-week terms, students who enter the school in the middle of a term will be enrolled in life skills classes, participate in school orientation, be assessed for their functional skill level, and receive remediation (as necessary) until the beginning of the following term where they will begin making progress toward a Core 40 diploma.

B. Governance and Management

Organizational Structure

Alternatives in Education, Inc. ("AiE") has been formed as an Indiana Nonprofit Corporation to oversee the operation of the Francis Marion Academy and the Public Safety Academy. The founding board of AiE is: The Honorable Clark Rogers, David Nidiffer, Charles Parkins and Scott Bess ("Board"). Collectively, the Board has over fifty years of experience operating schools, administering juvenile justice programs or adjudicating delinquent youth. During the remainder of the calendar year 2014, the Board will expand to include representatives from traditional public school districts, public safety officials and other community leaders.

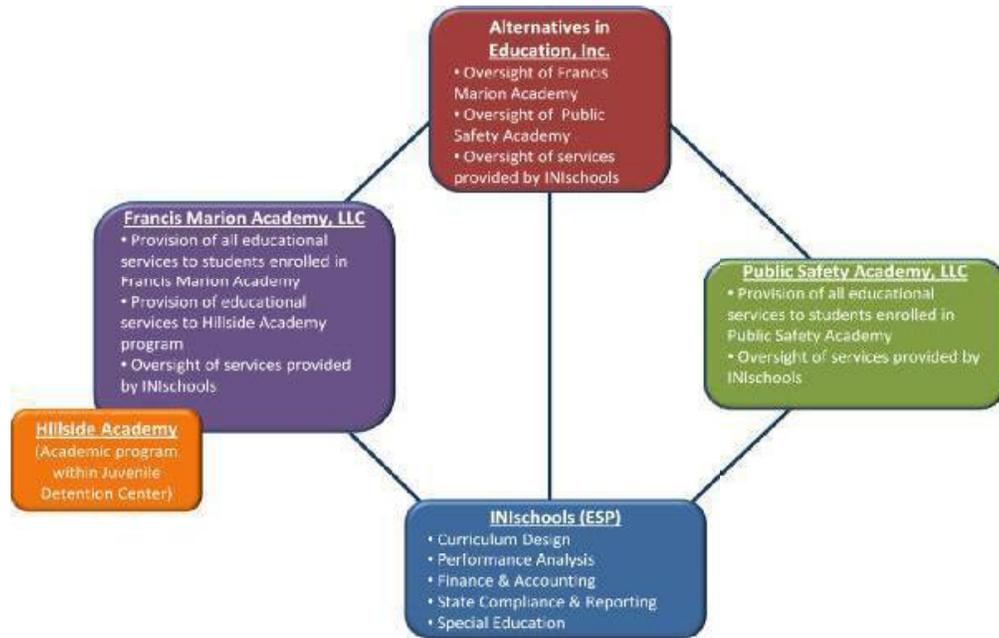
AiE will form a Limited Liability Company to operate each school. AiE – as the single member of each LLC – will control the operation of each school and each school will operate under AiE's charitable tax-exemption. The benefit of the LLC structure is twofold: first, it limits premises and operation-based liability risk for each school operation; second, it allows the LLC to recruit community leaders/experts to govern specific school-level operations. These individuals will be recruited as "managers" of an LLC and, once appointed, will serve a purpose equivalent to a school board. These managers can be appointed and removed by the sole member, AiE, but for all practical purposes will operate as an autonomous school board on matters specific to a particular school's served population and needs.

The managers of each LLC, under the general supervision of the Board of AiE, will have sole authority and oversight over all actions and functions of each school, including but not limited to: oversight of the mission and vision of each school; oversight of academic performance; implementation of each school's educational model and curriculum; policymaking; business; finances; human resources; and vendor selection and accountability. Although the Board assumes sole governing authority over the schools, the Board will engage members of the community including parents and guardians of students, to inform school direction and policies.

The Board will contract with education service provider to assist AiE with its start-up operations for both schools. This contracting will be done at arm's length and the ESP will not have a management role in the school's operations.¹ The general governing structure of AiE is depicted below.

¹ Mr. Scott Bess, a founding board member of AiE, is an employee of Goodwill Education Initiatives, Inc. which, through its subsidiary, INIschools, is a possible choice for an ESP for the schools. In the event the Board considers a contract with INIschools, Mr. Bess, through application of AiE's Conflict of Interest Policy, will recuse himself from discussion and voting on the matter.

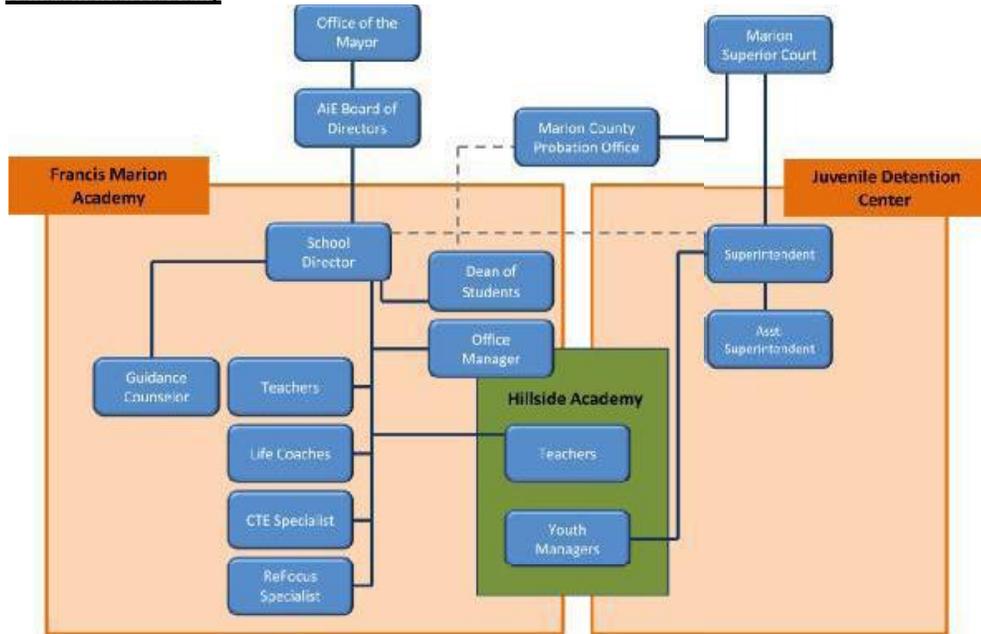
AiE's Organizational Structure



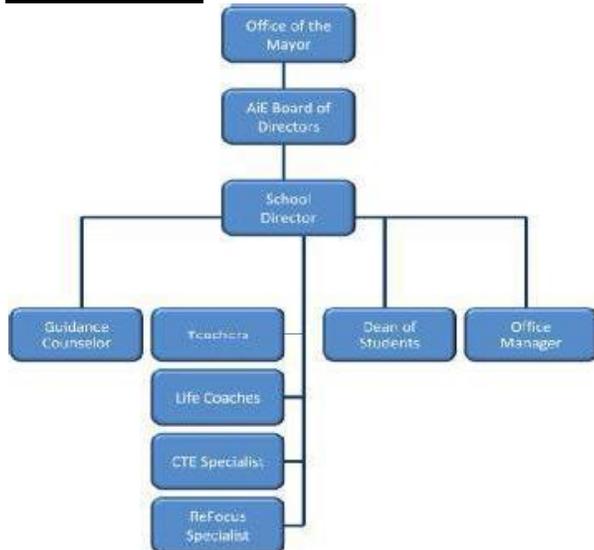
Organizational Chart

The organizational charts for both Francis Marion Academy and PSA are depicted below.

Francis Marion Academy



Public Safety Academy



Board Roles and Responsibilities

Board of Directors: The Board of AiE is the ultimate governing body of both Francis Marion Academy and PSA. The Board will have governing authority over the academic program being implemented at Hillside Academy located within the Detention Center, however, the Marion County Superior Court, through its Juvenile Detention Center Superintendent and internal oversight model, will preside over regular, day-to-day activities of the program and as it relates to the overall functions of the Juvenile Detention Center. The Board provides general oversight of all functions of the schools. As referenced above, AiE, as the sole member of each school governing LLC, will appoint managers for such LLC. Those managers will serve as a school board. Under the supervision of the Board, the managers of each LLC will be responsible for:

- Setting and articulating each school’s mission and vision
- Monitoring each school’s academic performance against key performance indicators (i.e., Mayor’s academic performance framework; state school accountability metrics; school/board-created goals, etc.)
- Monitoring each school’s overall fiscal health and ensuring financial solvency
- Approving annual budgets of each school and for AiE
- Overseeing and evaluating the performance of the management of each LLC and for any vendors, including any education service providers
- Holding each school level LLC accountable for the academic and financial performance of the school, appointing and removing LLC managers as appropriate
- Advocating on behalf of the schools through establishing community partnerships

Board Chair: The Board Chair of AiE is an active and voting member of the Board of Directors and provides general leadership to the Board. Judge Rogers was appointed to serve as Board Chair because he is the judge who presides over the Marion Superior Court, Juvenile Division, and he has long advocated for targeted educational improvements within the MCJDC. The Board Chair’s responsibilities include:

- Directing board meetings
- Preparing for board meetings (including agendas, materials, etc.)
- Ensuring adherence to the parliamentary procedures defined by *Robert’s Rules of Order*
- Ensuring the quality and timeliness of information that goes to Board members
- Ensuring ongoing formal and informal communication with and among the Board of Directors and school leadership

Manager-Managed LLCs: The Board will appoint managers for each school level LLC. These managers will serve as a school board for each school and collectively and under the supervision of AiE and its Board they will:

- Adopt school and student-level policies for their respective school
- Monitor academic performance for their respective school
- Monitor the fiscal health and ensuring financial solvency for their respective school
- Perform other customary duties of a school board under the supervision of the AiE Board.

Francis Marion Academy

School Director: The School Director will report to the managers of the Francis Marion Academy, LLC and, ultimately, to the Board of Directors of AiE. The School Director will work closely with the Superintendent and Assistant Superintendent (see “Other Key Individuals,” below) in matters related to the Hillside Academy program located in the Juvenile Detention Center. The responsibilities of the School Director include (see Attachment R for a full job description):

- Provide daily oversight of all functions of the school (except for those related to Hillside Academy)

- Work closely with the Superintendent and Assistant Superintendent of the Juvenile Detention Center to provide oversight of the academic program of Hillside Academy
- Supervise and manage all teachers and instructional aids
- Work with probation officers and to Marion County Superior Court officials to create and maintain a safe educational environment for all students and staff
- Provide all necessary routine and non-routine updates to the Board of Directors
- Ensure appropriate implementation and management of the school's educational objectives
- Provide oversight in the day-to-day implementation of the school's educational model and curriculum
- Evaluate the instructional performance of teachers
- Provide teachers with constructive formal and informal feedback on instructional practices
- Assist teachers in setting priorities and implementing effective teaching strategies
- Review and analyze key student performance indicators and assist teachers in identifying and implementing needed interventions

Other Key Individuals:

In addition to the School Director, the Dean of Students will also be included in the leadership team for Francis Marion Academy. The Superintendent of Assistant Superintendent of the Juvenile Detention Center will make up the leadership team for the Hillside Academy program. In addition to the Superintendent and Assistant Superintendent, Youth Managers are placed in classrooms by the MCJDC to assist with meeting the non-academic needs of students an ensuring a safe learning environment.

Superintendent: The Superintendent is hired by the MCJDC and reports to the Supervising Judge of the Marion Superior Court assigned to the Detention Center and sits on the Board of Directors. The responsibilities of the Superintendent include (see Attachment R for a full job description):

- Provide a safe and secure environment for the Juvenile Detention Center facility
- Assist with the overall planning, organization, operation of the juvenile detention facility including staffing and supervision of personnel and facilities
- Assure that security and safety standards are maintained
- Monitor and provides daily direction to detention center personnel and all related activities
- Review and respond to reports, requests, mandates, and administrative orders related to juvenile detention
- Assist in preparation of budget requests and maintaining the parameters of the current-year budget, working collaboratively with Marion Superior Court Human Resource and Fiscal Managers as well as the Supervising Judge
- Supervise maintenance and operation of the following: housekeeping, laundry, safety and security, medical, school, food service, automation, purchasing and inventory
- Responsible for filing of mandatory reports to appropriate outside agencies, and insure compliance with State and Federal standards
- Remain abreast of national trends within the Detention industry and makes related operational recommendations for change and improvement
- Prioritize timely and accurate communications to the Supervising Judge and Judiciary

Assistant Superintendent: The Assistant Superintendent is hired by the MCJDC and this position's responsibilities include (see Attachment R for a full job description):

- Direct the management of the Detention Center facility in the Superintendent's absence

- Direct the formulation and installation of policy, rules & regulations pertaining to the custody & care of detention center youths.
- Assist the Superintendent in administering all phases of the detention center programs
- Monitor, evaluate and modify program policies, procedures, and guidelines to ensure soundness as well as compliance with DOC, ACA, NCCHC, etc. standards
- Act as a consultant to the entire staff, clarifying any issues, disputes or procedural questions
- Develop community contacts and ensure positive, proactive relationship with the community to foster youth reintegration within the community
- Exercise responsibility for the discipline of youths housed within the facility & assures that discipline of youths is in compliance with the Marion County Juvenile Center policy
- Confer with youths & their families on such things as security, programs & discipline issues

Youth Manager: The Youth Managers are hired by the MCJDC and this position's responsibilities include (see Attachment R for a full job description):

- Provide crisis and supportive guidance to youth for the purpose of responding to emotional needs
- Assist youth in meeting their psychological, emotional, physical, and social needs through appropriate referral to psychology, social services, chaplain, clinic, or other Juvenile Court services
- Supervise daily routines and provide direct supervision of youth with special attention to their physical whereabouts and emotional mood at all times
- Provide preventative intervention in warding off potential conflicts between youths

Dean of Students: The responsibilities of the Dean of Students include (see Attachment R for a full job description):

- Provide oversight of non-academic concerns regarding students
- Manage and enforce school behavior expectations
- Assist staff with the creation and alignment of classroom student behavioral expectations and classroom management plans
- Confer with students and parents and administer appropriate consequences for misbehavior
- Compile, analyze and share student discipline data regularly, and use data to recommend new and improved policies
- Manage the documentation of student behavior, including communicating with the Marion County Court system, as appropriate

Coaches: Coaches will promote continued student engagement in Francis Marion Academy and will meet individually with students to assist in overcoming barriers to each student's educational progress. See Attachment R for a full job description.

Career & Technical Education Specialist: The Career and Technical Education (CTE) Specialist will The CTE Specialist will be instrumental in the implementation of a comprehensive foundational career-development program, which will allow for students to complete all graduation requirements and participate in industry certification courses. See Attachment R for a full job description.

Public Safety Academy

School Director: The responsibilities of the School Director include (see Attachment S for a full job description):

- Provide daily oversight of all functions of the school
- Work closely with the Superintendent and Assistant Superintendent of the Juvenile Detention Center to provide oversight of the academic program of Hillside Academy

- Supervise and manage all teachers and instructional aids
- Work with probation officers and to Marion County Superior Court officials to create and maintain a safe educational environment for all students and staff
- Provide all necessary routine and non-routine updates to the Board of Directors
- Ensure appropriate implementation and management of the school's educational objectives
- Provide oversight in the day-to-day implementation of the school's educational model and curriculum
- Evaluate the instructional performance of teachers
- Provide teachers with constructive formal and informal feedback on instructional practices
- Assist teachers in setting priorities and implementing effective teaching strategies
- Review and analyze key student performance indicators and assist teachers in identifying and implementing needed interventions

Other Key Individuals:

In addition to the School Director, the Dean of Students will also be included in the leadership team for Public Safety Academy.

Dean of Students: The responsibilities of the Dean of Students include (see Attachment S for a full job description):

- Provide oversight of non-academic concerns regarding students
- Manage and enforce school behavior expectations
- Assist staff with the creation and alignment of classroom student behavioral expectations and classroom management plans
- Confer with students and parents and administer appropriate consequences for misbehavior
- Compile, analyze and share student discipline data regularly, and use data to recommend new and improved policies

Coaches: Coaches will promote continued student engagement in PSA and will meet individually with students to assist in overcoming barriers to each student's educational progress. See Attachment S for a full job description.

Career & Technical Education Specialist: The Career and Technical Education (CTE) Specialist will be instrumental in the implementation of a comprehensive foundational career-development program, which will allow for students to complete all graduation requirements and participate transition into a career or training program in the public safety field after graduation. See Attachment S for a full job description.

Policy- and Decision-Making

The AiE Board of Directors is responsible for all high-level decision-making regarding the operations of Francis Marion Academy and the Public Safety Academy. The AiE Board will cause school-level LLCs to be formed and appoint managers of those LLCs; those managers will oversee and be responsible for school-level policy development and organizational development (such as development and maintenance of community partnerships, parent and partner engagement and other day-to-day matters). This structure will enable broad community support, attentiveness to school performance and accountability and the support and guidance available to School Directors who will manage school operations and make day-to-day instructional and administrative decisions.

Education Service Provider

AiE will contract with a reputable educational service provider (ESP) to provide the school with assistance in its start-up operations and help ensure the school is operating at full capacity. The Board has selected INIschools as its educational service provider. INIschools is affiliated with Goodwill Education Initiatives, Inc. and Goodwill

Industries of Central Indiana, Inc. and operates under a nonprofit designation. INIschools was selected because it currently supports twenty-four schools (ten of which are within Indianapolis) and one school district and because it is intimately familiar with the local educational landscape and educational needs of Indianapolis students who come from challenging environments. INIschools has a sound reputation of providing high quality services to meet demonstrated student and school needs. Also important in the Board’s decision to select INIschools, is that INIschools will not have a management role in the school’s operations; it will be a vendor which will only bill for the specific services it provides.

Each school, through its LLC managers, will be expected to evaluate the performance of the selected ESP, permitting AiE to hold the ESP accountable under its services agreement.

Each LLC and the AiE Board will have continuous communication with the selected ESP and hold it accountable to all terms of the written performance agreement. Further, AiE will monitor school performance to determine whether the ESP is having a significant impact on the school’s academic and organizational performance. Furthermore, AiE will insist that the contract with the ESP (to be completed upon final charter approval) contain a termination clause which provides the school with the authority to terminate its relationship with the ESP at anytime should the Board find the ESP no longer needed or not delivering on its intended benefit.

Please see the Educational Service Provider Questionnaire, pg. 236, for a copy of the ESP’s proposal and services agreement.

Board Member Information

Collectively, the Board has over fifty years of experience operating schools, administering juvenile justice programs or adjudicating delinquent youth. During the remainder of the calendar year 2014, the Board will expand to include representatives from traditional public school districts, public safety officials and other community leaders. Below is a brief description of the skills that each board member will contribute to the success of Francis Marion Academy and PSA. Please see the Leadership Information section (pg. 216) for the resume of each Board member.

Name	Relevant Experience & Expertise/Skills	Role
The Hon. Clark H. Rogers, Judge, Marion Superior Court	Experience with the juvenile justice system for over 20 years - Magistrate serving the Marion Superior Court, Juvenile Division	Board Chair
Scott Bess	Experience in secondary and postsecondary education - Senior Vice President and Chief Operating Officer of Goodwill Education Initiatives; Board service to Ivy Tech Community College of Central Indiana, EmployIndy, and Danville Community School Corporation	Member
David Nidiffer	Experience in financial, management and accounting – Treasurer of Irvington Community Schools’ founding board, CFO; Board service to YMCA – Ransburg Branch, the Young Actors Theater, founding member of the Indiana Consortium of Charter School Leaders, and former board member for VSA Indiana	Member
Charles Parkins	Experience in the juvenile justice system – Superintendent for the Marion County Juvenile Detention Center, Detention Superintendent with the Palm Beach and Alachua (Florida) Juvenile Detention Centers	Member

Board Development Plans

The Board's goal is to be a fully engaged, governing board. While the current board members are actively engaged in the development of Francis Marion Academy and PSA, the Board acknowledges that it must continue to evolve through formal training and the addition of new board members including representatives from traditional public school districts, public safety officials and other community leadership posts.

The plan is for the AiE Board to include 12-15 members at full capacity. Future AiE board members will be recruited based on characteristics already present in the membership of the current board: knowledge of and participation in the administration of juvenile justice, working knowledge of services, therapies and interventions available to delinquent or at-risk youth, experience in working in one or more public safety disciplines (fire, police, EMT) and delivery of education in a competitive environment of school choice. Subject matter expertise will also be sought after, including those who work professionally in law and finance.

During the course of the remainder of the 2014 calendar year, AiE will cause the Francis Marion and Public Safety LLCs to be formed. These LLCs will be managed by managers appointed by the Board of AiE and the managers will be selected based upon the ability of an individual to add value to the development and ongoing management of a particular school. For example, the Francis Marion LLC will have managers who may be more affiliated with the juvenile justice system, the court system or programs designed to help delinquent or at risk of being delinquent youth. In contrast, the Public Safety Academy LLC managers may be more aligned to service in the armed forces, IMPD, IPD or one or more health care providers.

It is likely that many AiE Board members will also serve as an LLC manager supervising either Francis Marion Academy or PSA.

School Leadership Team

Francis Marion Academy

The school's leadership team will consist of two individuals: (1) the School Director and (2) the Dean of Students; For a job description for each of these roles, please see Attachment R. Individuals have not yet been identified to serve on the school's leadership team. Upon charter approval, the Board of Directors, with assistance from the ESP, will actively seek highly qualified individuals to fill these roles, using the school's staff recruitment process (detailed, below).

Hillside Academy

Although the Hillside Academy will act as a program operated by Francis Marion Academy, due to the nature of the program being physically located in the MCJDC, the leadership team will be slightly different from Francis Marion Academy. Francis Marion Academy's School Director will provide oversight in the day-to-day implementation of the program's educational model and curriculum. The Superintendent and Assistant Superintendent will also provide leadership to the Hillside Academy program by monitoring and providing daily direction to detention center personnel and all related activities. See Attachment M for a job description for each of these roles. Charles Parkins serves as the Superintendent at the MCJD and also has a role on AiE's Board of Directors. Susan Bentley serves as the Assistant Superintendent at the MCJDC. Please see the Leadership Information section for the resumes of Mr. Parkins and Ms. Bentley.

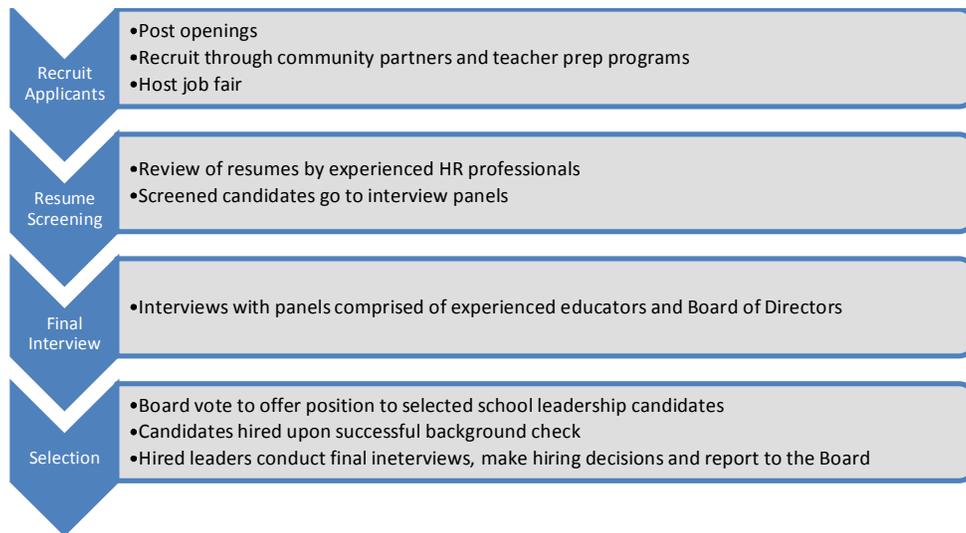
Public Safety Academy

The school’s leadership team will consist of two individuals: (1) the School Director and (2) the Dean of Students; For a job description for each of these roles, please see Attachment S. Individuals have not yet been identified to serve on the school’s leadership team. Upon charter approval, the Board of Directors, with assistance from the ESP, will actively seek highly qualified individuals to fill these roles, using the school’s staff recruitment process (detailed, below).

Staff Recruitment

Recruiting and retaining high quality school leaders and staff will be critical to the success of both Francis Marion Academy and PSA. As such, great effort will be taken to ensure that the best school leaders and teachers are selected to educate the students enrolled in the school.

The Board will be actively involved in the staff selection process and particularly involved in interviewing prospective candidates and making final hiring decisions. As part of its performance agreement with AiE’s selected ESP, the ESP will assist the Board with its endeavors in recruiting and selecting highly qualified teachers and school leadership candidates. The selection process will include 4 parts: 1) Recruit applicants; 2) Resume screening; 3) Final interviews; 4) Selection. The selection process is outlined, below.



The ESP has helped to successfully staff ten charter schools throughout the state to full capacity, and has worked with one non-ESP school group to advise it on Human Resources procedures and protocols. Ten of the schools served by the ESP are located in Indianapolis. The Board, in partnership with the ESP will solicit informal interest from prospective candidates immediately following charter approval. The school will host a job fair in the early spring of 2014 (and again in the spring of 2015 and 2016), where interested candidates can learn more about the school, share their resumes, and meet with Board members and individuals with expertise in screening and selecting high-quality teacher and school leader candidates. A variety of additional resources will be used to source potential leadership and teacher candidates, including:

- Indiana School Personnel Job Bank (Department of Education)
- CareerBuilder

- Job Fair hosted by ILSA
- Teacher Candidate Recruitment Day
- University of Southern Indiana Job Fair
- Xavier University Recruitment Fair
- National Association of Black School Educators
- National Association of School Principals
- LinkedIn

In addition to the above resources, job announcements will be posted at the following universities: Anderson University, Ball State University, Indiana University (Bloomington), Indiana University–Purdue University Indianapolis (IUPUI), Martin University, Marian University, NISH, Purdue University, and University of Indianapolis.

The ESP has had success in using its talent acquisition plan to recruit, screen and select highly qualified and effective teachers. The talent acquisition plan is managed by experienced Human Resources professionals and has been proven effective and relies heavily on a competency-based behavioral interviewing system— a system that is used in successful nonprofit organizations which assesses applicants’ behaviors, motivations, and knowledge in relation to the tasks of the target position. Examples of necessary knowledge include, but are not limited to effective leadership practices and organizational management for school leaders, and philosophical alignment, effective teaching practices, pedagogy and classroom management for teachers. Characteristics of an appropriate, quality and effective teacher at the school include, above all, the ability to meet students “where they are,” and bring them up to grade level and beyond in an accelerated learning pattern.

Members of the Board of Directors will staff interview panels that will conduct final interviews for the leadership positions (School Director and Dean of Students) at both Francis Marion Academy and PSA. Following these interviews, hiring recommendations will be made to the Board for approval. These new school leaders, along with Board volunteers, will participate in final interviews with teacher candidates to provide a consistent human resource approach to the staffing of the school. Only candidates passing an expanded background check will be able to enter into a contract agreement and be employed by the school.

To further ensure that high quality and effective teachers and school leaders are prepared to work in an urban environment with at-risk youth or students who are interested in public safety careers, both schools’ staff will participate in two weeks of required professional development prior to the first day of each school’s academic calendar.

C. Community Partnerships

Strong community partnerships will be beneficial to the overall success of both Francis Marion Academy and PSA and well as their students. Robust community partnerships will assist in providing students and their families with necessary wrap-around services by meeting student’s non-academy needs. These services include referrals to food pantries, housing assistance and medical referrals. Members of the Board of Directors are currently actively seeking partnerships with community resources that may assist in removing barriers to students success. Life coaches at both Francis Marion Academy and PSA will also be responsible for initiating and maintaining contact with key community partners to enhance the menu of support services provided to students and their families.

Francis Marion Academy will not only provide a point of referral for students exiting the juvenile court system or serving active expulsion - a resource currently absent within the city of Indianapolis - but also will permit area schools to refer at-risk students whose behavioral issues may be disrupting their home school's educational environment. This alternative to expulsion will provide individual students with the opportunity to benefit from an

intense level of support and structure, while allowing schools to address behavioral issues without inhibiting the overall academic progress of their student bodies. To that end, the Board has begun reaching out to area school districts and charter schools to develop partnerships and will continue to do so after charter approval has been granted.

To support the growth and development of Francis Marion Academy and PSA, the Board is working with several community partners. The list of organizations the Board has developed partnerships and the nature of those partnerships, are provided in Attachment T. Letters of support are provided in Attachment U.

To date, the Board's request for community partnerships have been strong and the Board is actively engaging in many more conversations to further develop community partnerships that will assist the school in providing additional wrap-around services, extracurricular activities and supports that will enhance the schools' educational models. The Board feels strongly encouraged that it will solidify a wide range of additional partnerships upon the approval of the proposed charter. Upon completing the planning phase for Francis Marion Academy and PSA, the Board will reach out to additional community partners for their support of the schools.

D. Budget and Financial Matters

Although Hillside Academy will operate as a program under Francis Marion Academy, the program will be located off-site at the MCJDC. As such, the Board has developed separate budgets for Hillside Academy and Francis Marion Academy.

Hillside Academy

Please see pg. 48 Hillside Academy's Five-Year Budget.

Please see pg. 51 for Hillside Academy's Cash Flow Analysis.

Francis Marion Academy

Please see pg. 54 for Francis Marion Academy's Five-Year Budget.

Please see pg. 58 for Francis Marion Academy's Cash Flow Analysis.

Public Safety Academy

Please see pg. 61 for PSA's Five-Year Budget.

Please see pg. 65 for PSA's Cash Flow Analysis.

E. Facility

The Francis Marion Academy will open within the MCJDC in the Fall of 2014 with the initial program offering of the Hillside Academy. The Hillside Academy will operate within the existing educational facilities provided onsite at the MCJDC (please see Attachment V for the floor plan of the MCJDC facility). For the 2015-2016 school year the Francis Marion Academy will expand its operation from the MCJDC in another location close in proximity to the MCJDC. This location could be former IPS School 37 which is owned by the City of Indianapolis or another location owned by IPS or Indianapolis (please see Attachment W for the floor plan of this facility). The particular facility options will need to be the product of ongoing collaborative discussions with IPS and the City. The site will need to be in close proximity to the MCJDC in order to facilitate time effective monitoring of juveniles who are on probation and being educated at the Francis Marion location. The site will also need to be provided to AiE at no charge or at nominal charge pursuant to IC 20-26-7-1 or otherwise.

F. Transportation

For students detained and participating in the Hillside program, transportation concerns are not applicable. For Francis Marion Academy and PSA, however, several options for student transportation will be available.

- 1) The schools will be located in areas with significant need, so both Francis Marion Academy and PSA are within walking distance of many students' homes.
- 2) The schools will be located on or very near a bus line, and students may use the IndyGo system to get to school. For those students who may use the IndyGo system and not be able to afford bus passes, funds will be sought to provide bus passes.
- 3) Some students will have their own cars and will be able to transport themselves to and from school.

Budget

Hillside Academy
5-YEAR BUDGET

	Pre-Opening	Projected Enrollment					Fiscal Year				
		2014-2015	2015-2016	2016-2017	2017-2018	2018-2019					
		80	80	80	80	80					
	From approval to opening										
ADM:											
I. Revenues											
Carry-over from previous period		\$ 29	\$ 51,357	\$ 195,365	\$ 248,124	\$ 349,015					
Per Pupil Payments		536,000	536,000	536,000	536,000	536,000					
Intercompany Transfer			-18,000	-75,000	-20,000	-65,000					
State Grants											
State SPED, Voc Ed, Honors, etc		30,000	50,000	50,000	50,000	50,000					
Textbook Reimbursement		6,080	6,080	6,080	6,080	6,080					
Federal Grants											
PCSP Funds	50,000	50,000	30,000								
Title I		25,000	25,000	25,000	25,000	25,000					
Federal SPED		15,000	15,000	15,000	15,000	15,000					
Private Funds											
To be determined	31,300										
Other Revenue											
In-Kind Services (JDC)		333,472	376,094	384,141	392,967	401,496					
Line of Credit		200,000									
Total Revenues	\$ 81,300	\$ 1,195,581	\$ 1,071,531	\$ 1,136,586	\$ 1,253,171	\$ 1,317,591					
II. Expenditures											
Human Resources											
Principal Salary	47,000	48,410	49,862	51,358	52,899	54,486					
Teachers (FT) Salaries	0	169,846	197,760	203,693	209,804	216,098					
Paraprofessional	0	123,846	144,200	148,526	152,982	157,571					
Bonuses/Stipends	0	4,500	18,000	18,000	18,000	18,000					
Payroll Taxes	3,596	26,515	31,351	32,251	33,177	34,131					
Benefits	7,025	71,307	88,193	89,834	92,494	94,222					

\$6700 per pupil
Transfer to FMA/PSA
estimated
\$76 per pupil
estimated
estimated
estimated

rent, salaries, benefits

Professional Development	1,500	10,000	7,000	7,000	7,000	7,000	7,000
Substitute Teachers							
Board Recruitment							
Board Development							
Other Human Resources Expenses		500	250	250	250	250	250
Total Human Resources	\$ 59,121	\$ 454,924	\$ 536,616	\$ 550,912	\$ 566,606	\$ 581,758	
Facility							
Rent (in-kind)		90,000	90,000	90,000	90,000	90,000	90,000
Mortgage							
Renovation/Construction							
Debt Service							
Utilities							
Maintenance							
Other Facility Expenses							
Total Facility		\$ 90,000	\$ 90,000	\$ 90,000	\$ 90,000	\$ 90,000	90,000
Materials/Supplies/Equipment							
Textbooks and Other Instructional Supplies		22,000	16,000	16,000	16,000	16,000	16,000
SPED Curriculum and Resources		5,000	5,000	5,000	5,000	5,000	5,000
Assessments							
Instructional Equipment		30,000	5,000	5,000	5,000	5,000	5,000
Classroom Technology		80,000	5,000	5,000	5,000	5,000	5,000
Office Technology							
Instructional Software		40,000	16,000	16,000	16,000	16,000	16,000
Office Software		5,000					
Library							
Office Furniture							
Classroom Furniture		25,000	5,000	5,000	5,000	5,000	5,000
Other Equipment		9,000	9,000	9,000	9,000	9,000	9,000
Copying and Reproduction	1,000	3,000	3,000	3,000	3,000	3,000	3,000

background checks

Total Facility												
Materials/Supplies/Equipment												
Textbooks and Other Instructional Supplies	7,000	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500
SPED Curriculum and Resources	-	500	500	500	500	500	500	500	500	500	500	500
Assessments												
Instructional Equipment	30,000											
Classroom Technology	80,000											
Office Technology												
Software	45,000											
Furniture	25,000											
Postage and Shipping												
Telephone/Fax Lines	450	450	450	450	450	450	450	450	450	450	450	450
Internet Access	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000
Postsecondary Education Courses												
Other Materials/Supplies/Equipment	3,800	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500
Total Materials/Supplies/Equipment	5,250	189,950	4,950									
Additional Costs												
Contracted Services	11,000	11,000	11,000	11,000	11,000	11,000	11,000	11,000	11,000	11,000	11,000	11,000
Business Services												
Insurance	625	625	625	625	625	625	625	625	625	625	625	625
Marketing/Development	1,000											1,000
Legal Expenses	2,500											
Accounting/Audit	85	115	115	115	115	115	115	115	115	115	115	115
Transportation												
Travel	250	250	150	150	150	150	150	150	150	150	150	150

Francis Marion Academy
5-YEAR BUDGET

Pre-Opening
Fiscal Year 2015-2016 2016-2017 2017-2018 2018-2019 2019-2020

From approval to opening

Projected Enrollment

350

ADM:

	200	250	300	350	350
I. Revenues					
Carry-over from previous period					\$ 240,800
Per Pupil Payments	\$ 45	17,688	20,409	160,977	\$ 2,345,000
Intercompany Transfer	1,340,000	1,675,000	2,010,000	2,345,000	Transfer from HA/to PSA
		75,000	-60,000	-80,000	
State Grants					
State SPED, Voc Ed, Honors, etc	75,000	150,000	180,000	200,000	estimated
Textbook Reimbursement	15,200	19,000	22,800	26,600	\$76 per pupil
Federal Grants					
PCSP Funds	50,000				estimated
Title I		80,000	85,000	90,000	estimated
Title II		20,000	20,000	20,000	estimated
Federal Lunch Reimb		42,000	43,000	45,000	estimated
Federal SPED		60,000	60,000	60,000	estimated
Private Funds					
To be determined		66,700			
Other Revenue					
In-Kind Services		90,000	90,000	90,000	rent
Student Lunch Fees		23,000	25,000	27,000	estimated
Line of Credit		350,000			
Total Revenues	\$ 116,700	\$ 2,251,688	\$ 2,496,209	\$ 2,984,577	\$ 3,144,400
II. Expenditures					
Human Resources					
Principal Salary	47,000	49,862	51,358	52,899	54,486
Office Manager	16,615	37,080	38,192	39,338	40,518
Dean of Students		70,000	72,100	74,263	76,491

Guidance Counselor				65,000	66,950	68,959	71,027	73,158
Teachers (FT) Salaries			406,923	519,800	673,394	877,596	903,924	
Paraprofessional			123,846	179,200	184,576	260,113	267,917	
Bonuses/Stipends			8,000	38,000	44,000	56,000	56,000	
Payroll Taxes		4,867	52,646	73,508	86,642	109,490	112,646	
Benefits		14,523	134,882	197,329	233,561	301,851	307,649	
Professional Development		1,500	18,000	18,000	18,000	18,000	18,000	
Substitute Teachers								
Board Recruitment								
Board Development								
Other Human Resources Expenses			1,500	1,500	1,500	1,500	1,500	
Total Human Resources		\$ 84,505	\$ 895,207	\$ 1,251,229	\$ 1,472,282	\$ 1,862,077	\$ 1,912,289	
Facility								
Rent (in-kind)		-	90,000	90,000	90,000	90,000	90,000	
Mortgage		-	-	-	-	-	-	
Renovation/Construction		-	-	-	-	-	-	
Debt Service		-	-	-	-	-	-	
Utilities		-	-	-	-	-	-	
Maintenance		-	48,000	48,000	48,000	48,000	48,000	
Other Facility Expenses		-	30,000	30,000	30,000	30,000	30,000	
Total Facility		-	\$228,000	\$228,000	\$228,000	\$228,000	228,000	
Materials/Supplies/Equipment								
Textbooks and Other Instructional Supplies		0	37,000	37,000	37,000	39,000	39,000	
SPED Curriculum and Resources		0	10,000	10,000	10,000	10,000	10,000	
Assessments								
Instructional Equipment		0	100,000	40,000	20,000	20,000	20,000	
Classroom Technology		0	130,000	40,000	20,000	20,000	20,000	

background checks

janitorial

Total Revenues	\$ 116,700.00	\$ 2,370,245.00	\$ 2,251,688.00	\$ 2,496,209.00	\$ 2,984,577.00	\$ 3,144,400.00
Total Expenditures	\$ 116,655.00	\$ 2,352,557.00	\$ 2,231,279.00	\$ 2,335,232.00	\$ 2,743,777.00	\$ 2,793,989.00
Balance	\$ 45.00	\$ 17,688.00	\$ 20,409.00	\$ 160,977.00	\$ 240,800.00	\$ 350,411.00

2015-16 CASH FLOW
(Francis Marion
Academy)

	July '15	Aug '15	Sept '15	Oct '15	Nov '15	Dec '15	Jan '16	Feb '16	Mar '16	Apr '16	May '16	June '16
I. Revenues												
Beginning Cash	-	37,689	14,108	128,503	242,947	203,142	167,637	171,712	172,007	152,901	140,596	125,844
Per Pupil Payments	111,666	111,666	111,666	111,666	111,666	111,666	111,666	111,666	111,666	111,666	111,670	111,670
State Grants												
State SPED, Voc Ed, Honors, etc							12,500	12,500	12,500	12,500	12,500	12,500
Textbook Reimbursement								15,200				
Federal Grants												
PCSP Funds			150,000	150,000								
Title I							40,000	7,000	7,000	7,000	7,000	7,000
Title II							5,000	-	-	2,500	-	2,500
Federal Lunch Reimb			4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000
Federal SPED							30,000	5,000	5,000	5,000	5,000	5,000
Private Funds												
Walton Grant												
Committed Private Donations												
Other Revenue												
Student Lunch Fees		2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	-
Line of Credit		350,000										
Total Revenues	111,666	501,355	281,774	396,169	360,613	320,808	372,803	329,078	314,173	297,567	282,766	268,514
II. Expenditures												
Human Resources												
Salaries & Benefits	25,419	73,938	73,938	73,938	73,938	73,938	110,907	73,938	73,938	73,938	73,938	73,938
Professional Dev	10,000				4,000				4,000			
Background Checks	1,000				250				250			
Total Human Resources	36,419	73,938	73,938	73,938	78,188	73,938	110,907	73,938	78,188	73,938	73,938	73,938

Public Safety Academy

5-YEAR BUDGET

	Pre-Opening	Fiscal Year					
		2016-2017	2017-2018	2018-2019	2019-2020	2020-2021	
Projected Enrollment		200	250	300	350	350	
ADM:							
I. Revenues							
Carry-over from previous period		\$ 645	\$ 12,689	\$ 8,077	\$ 95,570	\$ 205,486	
Per Pupil Payments		1,340,000	1,675,000	2,010,000	2,345,000	2,345,000	\$6700 per pupil
Intercompany Transfer	18,000		80,000	145,000			From HA and FMA
State Grants							
State SPED, Voc Ed, Honors, etc		75,000	150,000	175,000	175,000	175,000	estimated
Textbook Reimbursement		15,200	19,000	22,800	26,600	26,600	\$76 per pupil
Federal Grants							
PCSP Funds	100,000	250,000	130,000				estimated
Title I		60,000	75,000	90,000	90,000	90,000	estimated
Title II		15,000	17,000	20,000	20,000	20,000	estimated
Federal Lunch Reimb		30,000	33,000	45,000	45,000	45,000	estimated
Federal SPED		40,000	45,000	60,000	60,000	60,000	estimated
Private Funds							
Walton		250,000					will apply for
Other Revenue							
In-Kind Services		145,000	145,000	145,000	145,000	145,000	rent
Student Lunch Fees		20,000	23,000	27,000	27,000	27,000	estimated
Line of Credit		350,000					
Total Revenues	\$ 118,000	\$ 2,590,845	\$ 2,404,689	\$ 2,747,877	\$ 3,029,170	\$ 3,139,086	
II. Expenditures							
Human Resources							
Principal Salary	72,692	92,700	95,481	98,345	101,296	104,335	

Office Manager				36,000	37,080	38,192	39,338	40,518
Dean of Students			70,000	72,100	74,263	76,491	78,786	
Guidance Counselor			65,000	66,950	68,959	71,027	73,158	
Teachers (FT) Salaries			406,923	611,800	768,154	883,199	909,695	
Paraprofessional			123,846	162,562	202,438	208,512	214,767	
Bonuses/Stipends			9,000	44,000	52,000	56,000	57,680	
Payroll Taxes		5,561	61,465	83,383	99,630	109,843	113,138	
Benefits		12,452	180,957	231,406	279,976	307,628	316,857	
Professional Development			18,000	15,000	15,000	15,000	15,000	
Substitute Teachers								
Board Recruitment								
Board Development								
Other Human Resources Expenses			1,500	1,500	1,500	1,500	1,500	1,500
Total Human Resources		\$ 90,705	\$ 1,065,391	\$ 1,421,262	\$ 1,698,457	\$ 1,869,834	\$ 1,925,434	
Facility								
Rent (in-kind)			145,000	145,000	145,000	145,000	145,000	145,000
Mortgage								
Renovation/Construction								
Debt Service								
Utilities			48,000	48,000	48,000	48,000	48,000	48,000
Maintenance			30,000	30,000	30,000	30,000	30,000	30,000
Other Facility Expenses			60,000	60,000	60,000	60,000	60,000	60,000
Total Facility		-	\$283,000	\$283,000	\$283,000	\$283,000	\$283,000	283,000
Materials/Supplies/Equipment								
Textbooks and Other Instructional Supplies			30,000	33,000	39,000	39,000	39,000	39,000
SPED Curriculum and Resources			10,000	10,000	10,000	10,000	10,000	10,000
Assessments								
Instructional Equipment			100,000	40,000	20,000	20,000	20,000	20,000

background checks

janitorial

Meals/Events	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500
Total Additional Costs	\$22,150	\$722,465	\$434,550	\$446,050	\$446,050	\$446,050	\$446,050	\$446,050
Total Revenues	\$ 118,000.00	\$ 2,590,845.00	\$ 2,404,689.00	\$ 2,747,877.00	\$ 3,029,170.00	\$ 3,139,086.00	\$ 3,139,086.00	\$ 3,139,086.00
Total Expenditures	\$ 117,355.00	\$ 2,578,156.00	\$ 2,396,612.00	\$ 2,652,307.00	\$ 2,823,684.00	\$ 2,879,284.02	\$ 2,879,284.02	\$ 2,879,284.02
Balance	\$ 645.00	\$ 12,689.00	\$ 8,077.00	\$ 95,570.00	\$ 205,486.00	\$ 259,801.98	\$ 259,801.98	\$ 259,801.98

2016-17 CASH FLOW
(Public Safety Academy)

	July '16	Aug '16	Sept '16	Oct '16	Nov '16	Dec '16	Jan '17	Feb '17	Mar '17	Apr '17	May '17	June '17
I. Revenues												
Beginning Cash	-	36,972	3,966	58,612	64,443	103,589	81,985	83,052	94,148	85,794	86,690	82,590
Per Pupil Payments	111,666	111,666	111,666	111,666	111,666	111,666	111,666	111,666	111,666	111,666	111,670	111,670
State Grants												
State SPED, Voc Ed, Honors, etc							12,500	12,500	12,500	12,500	12,500	12,500
Textbook Reimbursement								15,200				
Federal Grants												
PCSP Funds			100,000	100,000	50,000							
Title I							35,000	5,000	5,000	5,000	5,000	5,000
Title II							5,000	-	-	5,000	-	5,000
Federal Lunch Reimb				6,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000
Federal SPED							20,000	4,000	4,000	4,000	4,000	4,000
Private Funds												
Walton Grant					250,000							
Committed Private Donations												
Other Revenue												
Student Lunch Fees		2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	-
Line of Credit		-	350,000									
Total Revenues	111,666	500,638	217,632	278,278	481,109	220,255	271,151	236,418	232,314	228,960	224,860	223,760
II. Expenditures												
Human Resources												
Salaries & Benefits	25,419	89,697	88,695	88,695	88,695	88,695	132,524	88,695	88,695	88,695	88,695	88,695
Professional Dev	10,000				4,000				4,000			
Background Checks	1,000				250				250			
Total Human Resources	36,419	89,697	88,695	88,695	92,945	88,695	132,524	88,695	92,945	88,695	88,695	88,695

Attachments

Attachment A: References

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Attachment B: Performance of Marion County Public High Schools

The table below provides the school performance data of public schools in Marion County, Indiana.

School Name	District/Authorizer	Grade	% of Students Passing ECAs	
			Eng 10	Alg I
Ben Davis University High School	M S D Wayne	A	88.4%	n/a
Charles A Tindley Accelerated Sch	Mayor-Sponsored	A	95.3%	86.5%
Crispus Attucks Medical Magnet HS	IPS	A	81.1%	52.4%
Franklin Central High School	Franklin Township	A	85.6%	79.9%
Herron High School	Mayor-Sponsored	A	89.3%	82.2%
IN Math & Science Acad North	Mayor-Sponsored	A	n/a	35.7%
Beech Grove Sr High School	Beech Grove	B	76.6%	55.3%
Broad Ripple Mgnt HS for Prfm Arts	IPS	B	73.2%	64.2%
Lawrence North High School	M S D Lawrence	B	70.7%	72.4%
North Central High School	M S D Washington	B	73.4%	65.4%
Perry Meridian High School	M S D Perry	B	72.0%	52.9%
Pike High School	M S D Pike	B	68.6%	48.2%
Speedway Senior High School	School Town of Speedway	B	71.8%	74.7%
Warren Central High School	M S D Warren	B	69.1%	52.1%
Ben Davis High School	M S D Wayne	C	58.7%	20.6%
Decatur Central High School	M S D Decatur	C	65.9%	60.0%
Indianapolis Metropolitan High Sch	Mayor-Sponsored	C	48.3%	23.8%
Indpls Lighthouse Charter School	Mayor-Sponsored	C	69.0%	81.8%
Irvington Community School	Mayor-Sponsored	C	76.9%	56.0%
Lawrence Central High School	M S D Lawrence	C	61.0%	71.6%
Southport High School	M S D Perry	C	59.6%	51.2%
Arsenal Technical High School	IPS	D	49.2%	39.5%
Decatur Discovery Academy	M S D Decatur	D	70.6%	33.3%
George Washington Community HS	IPS	D	40.8%	61.2%
John Marshall Community High Sch	IPS	D	35.2%	32.7%
Shortridge Law & Public Plcy Mg HS	IPS	D	59.8%	37.7%
Univeristy Heights Preparatory Acd	Ball State-Sponsored	D	63.3%	56.6%
Achieve Virtual Education Academy	M S D Wayne	F	69.2%	n/a
Arlington Community High School	Turnaround	F	49.3%	23.9%
Christel House Academy South	Mayor-Sponsored	F	59.5%	23.9%
Emmerich Manual High School	Turnaround	F	47.2%	23.3%
Fall Creek Academy	Ball State-Sponsored	F	46.2%	34.6%
Indiana Math & Science Academy	Mayor-Sponsored	F	62.2%	64.7%
Key Learning Community High School	IPS	F	66.7%	n/a
Northwest Community High School	IPS	F	37.2%	17.8%
Thomas Carr Howe Comm High School	Turnaround	F	50.5%	7.7%

*Data are from the 2012-2013 school year. Data source: www.doe.in.gov

Attachment C: Performance Goals – Francis Marion Academy

Educational Performance Goals

1. School-Specific Goal for: Francis Marion Academy

Mission Statement:

The mission of the Francis Marion Academy is to motivate positive change in the lives of our city's highest risk youth by providing them with the skills to be positive contributors to the community.

Performance Goal: The school motivates students to demonstrate positive behavior

Performance Indicators: Percent of students ending the school year at a level 2 or 3 within the Premier Project

Assessment Tools and Measures: Premier Project

Attachments: Premier Project (see Attachment I)

Rationale for Goal and Measures: The student population of Francis Marion Academy will likely come to both schools with a history of behavioral issues, having been adjudicated at the Marion County Detention Center, serving an expulsion or being at risk of expulsion. As such, the schools will focus not only on student academic success as goals to help drive their missions, but also consider positive student behavior as performance goals. In many cases, poor student behavior has been the barrier to student academic success.

Assessment Reliability and Scoring Consistency: N/A

Baseline Data: Upon entering the school, students will be assessed based on their level of academic, social, and personal achievements and placed into 1 of 3 levels.

3rd-Year Target

- *Does not meet standard:* Less than 50% of students end the school year at Level 2 or Level 3
- *Approaching standard:* Greater than 50% but less than 60% of students end the school year at a Level 2 or Level 3
- *Meets standard:* Greater than 60% but less than 70% of student end the school year at a Level 2 or Level 3
- *Exceeds standard:* Greater than 70% of students end the school year at a Level 2 or Level 3

6th-Year Target:

- *Does not meet standard:* Less than 60% of students end the school year at Level 2 or Level 3
- *Approaching standard:* Greater than 60% but less than 70% of students end the school year at a Level 2 or Level 3
- *Meets standard:* Greater than 70% but less than 80% of student end the school year at a Level 2 or Level 3
- *Exceeds standard:* Greater than 80% of students end the school year at a Level 2 or Level 3

2. School-Specific Goal for: Francis Marion Academy

Mission Statement: The mission of the Francis Marion Academy is to motivate positive change in the lives of our city's highest risk youth by providing them with the skills to be positive contributors to the community.

Performance Goal: Students will graduate from Francis Marion Academy prepared to enter into the workforce.

Performance Indicators: Percent of graduates earning an industry-recognized credential.

Assessment Tools and Measures: Certifications received

Attachments: N/A

Rationale for Goal and Measures: While enrolled at Francis Marion Academy, students will receive positive behavior support, gain life skills, work toward earning a high school diploma, and make progress toward earning an industry-recognized credential.

Assessment Reliability and Scoring Consistency: N/A

Baseline Data: It is assumed that 0% of students will have received an industry certification prior to enrolling in Francis Marion Academy.

3rd-Year Target

- *Does not meet standard:* Less than 30% of graduates have earned an industry-recognized credential.
- *Approaching standard:* At least 30% of graduates have earned an industry-recognized credential.
- *Meets standard:* At least 40% of graduates have earned an industry-recognized credential.
- *Exceeds standard:* Greater than 40% of graduates have earned an industry-recognized credential.

6th-Year Target:

- *Does not meet standard:* Less than 40% of graduates have earned an industry-recognized credential.
- *Approaching standard:* At least 40% of graduates have earned an industry-recognized credential.
- *Meets standard:* At least 50% of graduates have earned an industry-recognized credential.
- *Exceeds standard:* Greater than 50% of graduates have earned an industry-recognized credential.

Organizational Viability Goals

1. School-Specific Goal for: Francis Marion Academy

Mission Statement: The mission of the Francis Marion Academy is to motivate positive change in the lives of our city's highest risk youth by providing them with the skills to be positive contributors to the community.

Performance Goal: The school maintains a high student retention rate.

Performance Indicators: Percent of students serving an active expulsion from another school who opt to remain at Francis Marion Academy after their term of expulsion ends

Assessment Tools and Measures: Student enrollment data

Attachments: N/A

Rationale for Goal and Measures: Student retention is a clear indicator that students and their families are happy with the quality of education and educational environment the school provides. Strong student retention also supports the school its enrollment targets which will help ensure school funding and that the school is operating within budget.

Assessment Reliability and Scoring Consistency: N/A

Baseline Data: Percent of students enrolled at the school who are serving an active term of expulsion from another school.

3rd-Year Target:

- *Does not meet standard:* Less than 25% of students who enrolled at Francis Marion Academy serving an active expulsion from another school opted to remain at Francis Marion Academy after their term of expulsion ended
- *Approaching standard:* Greater than 25% of students who enrolled at Francis Marion Academy serving an active expulsion from another school opted to remain at Francis Marion Academy after their term of expulsion ended
- *Meets standard:* Greater than 30% of students who enrolled at Francis Marion Academy serving an active expulsion from another school opted to remain at Francis Marion Academy after their term of expulsion ended
- *Exceeds standard:* Greater than 40% of students who enrolled at Francis Marion Academy serving an active expulsion from another school opted to remain at Francis Marion Academy after their term of expulsion ended

6th-Year Target:

- *Does not meet standard:* Less than 30% of students who enrolled at Francis Marion Academy serving an active expulsion from another school opted to remain at Francis Marion Academy after their term of expulsion ended
- *Approaching standard:* Greater than 30% of students who enrolled at Francis Marion Academy serving an active expulsion from another school opted to remain at Francis Marion Academy after their term of expulsion ended
- *Meets standard:* Greater than 40% of students who enrolled at Francis Marion Academy serving an active expulsion from another school opted to remain at Francis Marion Academy after their term of expulsion ended
- *Exceeds standard:* Greater than 50% of students who enrolled at Francis Marion Academy serving an active expulsion from another school opted to remain at Francis Marion Academy after their term of expulsion ended

2. School-Specific Goal for: Francis Marion Academy

Mission Statement: The mission of the Francis Marion Academy is to motivate positive change in the lives of our city's highest risk youth by providing them with the skills to be positive contributors to the community.

Performance Goal: Teachers who receive "Effective" or "Highly Effective" ratings on summative teacher evaluations return the following school year.

Performance Indicators: Percent of students Teachers who receive "Effective" or "Highly Effective" ratings on summative teacher evaluations returning the following school year

Assessment Tools and Measures: Human resources data and teacher evaluation results

Attachments: N/A

Rationale for Goal and Measures: The quality of teachers is the single most important predictor of student achievement. Making certain that staff are effective and highly effective is a critical step to ensuring students receive a high quality education.

Assessment Reliability and Scoring Consistency: N/A.

Baseline Data: Teacher evaluation ratings

3rd-Year Target:

- *Does not meet standard:* The school retains below 60% of teachers rated as “Effective” of “Highly Effective”
- *Approaching standard:* The school retains at or above 60% but below 70% of teachers rated as “Effective” of “Highly Effective”
- *Meets standard:* The school retains at or above 70% but below 80% of teacher rated as “Effective” of “Highly Effective”
- *Exceeds standard:* The school retains at or above 80% of teachers rated as “Effective” of “Highly Effective”

6th-Year Target:

- *Does not meet standard:* The school retains below 65% of teachers rated as “Effective” of “Highly Effective”
- *Approaching standard:* The school retains at or above 65% but below 75% of teachers rated as “Effective” of “Highly Effective”
- *Meets standard:* The school retains at or above 75% but below 85% of teacher rated as “Effective” of “Highly Effective”
- *Exceeds standard:* The school retains at or above 85% of teachers rated as “Effective” of “Highly Effective”

Attachment D: Performance Goals – Public Safety Academy

Educational Performance Goals

1. School-Specific Goal for: Public Safety Academy

Mission Statement: The mission of the Public Safety Academy is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation’s safest and most desirable cities.

Performance Goal: Students will uphold high moral character.

Performance Indicators: Percent of students ending the school year at a level 3 within the Premier Project

Assessment Tools and Measures: Premier Project

Attachments: Premier Project (see Attachment I)

Rationale for Goal and Measures: To appropriately prepare students for careers in the public safety field, PSA will place an emphasis on high behavioral and academic expectations for all of its students.

Assessment Reliability and Scoring Consistency: N/A

Baseline Data: n/a. All students will enter the school at a Level 1.

3rd-Year Target

- *Does not meet standard:* Less than 50% of students end the school year at Level 3
- *Approaching standard:* Greater than 50% but less than 60% of students end the school year at Level 3
- *Meets standard:* Greater than 60% but less than 80% of student end the school year at Level 3
- *Exceeds standard:* Greater than 70% of students end the school year at Level 3

6th-Year Target:

- *Does not meet standard:* Less than 60% of students end the school year at Level 3
- *Approaching standard:* Greater than 60% but less than 70% of students end the school year at Level 3
- *Meets standard:* Greater than 70% but less than 80% of student end the school year at Level 3
- *Exceeds standard:* Greater than 80% of students end the school year at Level 3

2. School-Specific Goal for: Public Safety Academy

Mission Statement: The mission of the Public Safety Academy is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation’s safest and most desirable cities.

Performance Goal: Graduates will be accepted into public safety programs or careers within six months of graduation

Performance Indicators: Percent of students accepted into public safety programs or receiving job offers into the public safety field

Assessment Tools and Measures: Follow up with students; acceptance letters; job offers

Attachments: N/A

Rationale for Goal and Measures: The school aims to prepare students to enter into careers in the public safety field

Assessment Reliability and Scoring Consistency: N/A

Baseline Data: N/A

3rd-Year Target

- *Does not meet standard:* Below 60% of graduates are accepted into public safety programs or careers within six months of graduation
- *Approaching standard:* Greater than 60% of graduates are accepted into public safety programs or careers within six months of graduation
- *Meets standard:* Greater than 70% of graduates are accepted into public safety programs or careers within six months of graduation
- *Exceeds standard:* Greater than 80% of graduates are accepted into public safety programs or careers within six months of graduation
-

6th-Year Target: What do we expect to achieve by the end of our sixth year?

- *Does not meet standard:* Below 70% of graduates are accepted into public safety programs or careers within six months of graduation
- *Approaching standard:* Greater than 70% of graduates are accepted into public safety programs or careers within six months of graduation
- *Meets standard:* Greater than 80% of graduates are accepted into public safety programs or careers within six months of graduation
- *Exceeds standard:* Greater than 90% of graduates are accepted into public safety programs or careers within six months of graduation

Organizational Viability Goals

1. School-Specific Goal for: Public Safety Academy

Mission Statement: The mission of the Public Safety Academy is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation’s safest and most desirable cities.

Performance Goal: The school maintains a high student retention rate relative to other forms of alternative education.

Performance Indicators: Percent of students re-enrolling in the Public Safety Academy from one year to the next

Assessment Tools and Measures: Student enrollment data

Attachments: N/A

Rationale for Goal and Measures: Student retention is a clear indicator that students and their families are happy with the quality of education and educational environment the school provides. Strong student retention also supports the school its enrollment targets which will help ensure school funding and that the school is operating within budget.

Assessment Reliability and Scoring Consistency: N/A

Baseline Data: Student enrollment data from the previous school year

3rd-Year Target:

- *Does not meet standard:* The school maintains a retention rate below 60%
- *Approaching standard:* The school maintains a retention rate at or above 60% but below 68%
- *Meets standard:* The school maintains a retention rate at or above 68% but below 75%
- *Exceeds standard:* The school maintains a retention rate at or above 75%

6th-Year Target:

- *Does not meet standard:* The school maintains a retention rate below 65%
- *Approaching standard:* The school maintains a retention rate at or above 65% but below 72%
- *Meets standard:* The school maintains a retention rate at or above 72% but below 80%
- *Exceeds standard:* The school maintains a retention rate at or above 80%

2. School-Specific Goal for: Public Safety

Mission Statement: The mission of the Public Safety Academy is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation's safest and most desirable cities.

Performance Goal: Teachers who receive "Effective" or "Highly Effective" ratings on summative teacher evaluations return the following school year.

Performance Indicators: Percent of students Teachers who receive "Effective" or "Highly Effective" ratings on summative teacher evaluations returning the following school year

Assessment Tools and Measures: Human resources data and teacher evaluation results

Attachments: N/A

Rationale for Goal and Measures: The quality of teachers is the single most important predictor of student achievement. Making certain that staff are effective and highly effective is a critical step to ensuring students receive a high quality education.

Assessment Reliability and Scoring Consistency: N/A.

Baseline Data: Teacher evaluation ratings

3rd-Year Target:

- *Does not meet standard:* The school retains below 60% of teachers rated as "Effective" of "Highly Effective"
- *Approaching standard:* The school retains at or above 60% but below 70% of teachers rated as "Effective" of "Highly Effective"
- *Meets standard:* The school retains at or above 70% but below 80% of teacher rated as "Effective" of "Highly Effective"
- *Exceeds standard:* The school retains at or above 80% of teachers rated as "Effective" of "Highly Effective"

6th-Year Target:

- *Does not meet standard:* The school retains below 65% of teachers rated as “Effective” of “Highly Effective”
- *Approaching standard:* The school retains at or above 65% but below 75% of teachers rated as “Effective” of “Highly Effective”
- *Meets standard:* The school retains at or above 75% but below 85% of teacher rated as “Effective” of “Highly Effective”
- *Exceeds standard:* The school retains at or above 85% of teachers rated as “Effective” of “Highly Effective”

Attachment E: Course Progressions – Francis Marion Academy

English	English I System 44 90 min.	English II READ 180 90 min.	English III World Studies A 90 min.	English IV World Studies B 90 min.	English V American Studies A 180 min. English 10 ECA	English VI American Studies B 180 min.
Prerequisites	SRI< 600L	SRI 600-1000L	SRI 1000+ L	World Studies A	World Studies B	American Studies A
Credits Awarded	BAS SKLS: READ S44 2 GE credits	BAS SKLS: READ 180 1 GE credit 20 th Cent. Lit, Novels, or Short Stories 1 English credit	Composition 1 English credit World Lit A 1 English credit World History A 1 World History credit	Expository Writing 1 English credit World Lit B 1 English credit World History B* 1 World History credit	American Lit A & B 2 English credits US History A 1 US History credit US Government 1 Government credit	English 12 A & B 2 English credits US History B 1 US History credit Digital Citizenship 1 Directed Elec credit

Mathematics	Intensified Algebra I A 180 min.	Intensified Algebra I B 180 min. Algebra I ECA	Algebra I A 90 min.	Algebra I B 90 min. Algebra I ECA	Geometry 180 min.	Algebra II 180 min.	Financial Foundations 90 min.
Prerequisites	Locally developed placement assessment	Intensified Algebra I B	Locally developed placement assessment	Algebra I A	Algebra I B	Geometry	Algebra I and SRI 1000+L
Credits Awarded	Algebra I A 1 math credit Algebra Enrichment	Algebra I B 1 math credit Algebra Enrichment	Algebra I A 1 math credit	Algebra I B 1 math credit	Geometry A & B 2 math credits	Algebra II A & B 2 math credits	Economics 1 Economics credit Business Math

	1 GE credit	1 GE credit					2 Directed Elec credit (Quantitative Reasoning Course) Personal Financial Responsibility 1 Directed Elec credit
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Science/ Other	Integrated Chemistry & Physics 90 min.	Biology 180 min. Biology ECA	Chemistry or Earth & Space Science 90 min.	Academic Youth Development (AYD) 90 min.	Physical Education I & II 90 min.	Health & Wellness 90 min.	College and Career Gateway 90 min.
Prerequisites	Concurrent Enrollment in Algebra I or Algebra I	ICP Recommended	Algebra I, ICP Recommended				AYD
Credits Awarded	ICP A & B 2 physical science credits	Biology A & B 2 life science credits	Chemistry A & B or Earth and Space Science A & B 2 physical science credits	Interpersonal Relationships; Adult Roles and Responsibilities 2 Directed Elec credits Career Information & Exploration	Physical Education I & II 2 PE credits	Health and Wellness 1 Health credit	Preparing for College & Careers 1 Directed Elec credit Career Information & Exploration

Credits Awarded	INTO BUSS 2 Directed Elec credits	Accuplacer BUS MGMT 2 Directed Elec credits and Ivy Tech BUSN 101 3 credits	COL-ENT PREP 1 GE credit	BAS SKLS: WORKKEYS 2 GE credits	Introduction to Advanced Manufacturing and Logistics 1 Directed Elec credit Advanced Career & Technical Education, College Credit 1 Directed Elec credit and Ivy Tech MPRO 100 3 credits MPRO 106 3 credits	Introduction to Advanced Manufacturing and Logistics 1 Directed Elec credit Advanced Manufacturing I 2 Directed Elec credits Advanced Career & Technical Education, College Credit 1 Directed Elec credit	Pathway Specific Core 40 credits Dual credits
Certification				National Career Readiness Certificate		MSSC: Certified Logistics Associate MSSC: Safety APICS: Logistics	Industry recognized certifications

Attachment F: Sample Learning Plan – Francis Marion Academy

Sample Learning Plan – Incoming Junior with No High School Credits

CTE Pathway: HIRE Technology

Career Cluster: Manufacturing & Logistics

Year One				
Term 1	Term 2	Term 3	Term 4	Term 5
English II READ 180 180 min. (2 GE credits)	English II READ 180 180 min. (2 GE credits)	English III World Studies A 90 min. (2 English credits, 1 world history credit)	English IV World Studies B 90 min. (2 English credits, 1 world history credit)	English V American Studies A 180 min. English 10 ECA (2 English credits, 1 US History credit, 1 Government credit)
Intensified Algebra I A 180 min. (1 math credit, 1 GE credit)	Intensified Algebra I B 180 min. (1 math credit, 1 GE credit) Algebra I ECA	Geometry A & B 180 min. (2 math credits)	Algebra II 180 min. (2 math credits)	Integrate Chemistry & Physics 90 min. (2 physical science credits)
	Academic Youth Development 90 min. (2 DE credits, 1 GE credit)	Physical Education I & II 90 min. (2 PE credits)	Health & Wellness 90 min. (1 Health credit)	

Total Credits Earned (4)	Total Credits Earned (8)	Total Credits Earned (16)	Total Credits Earned (23)	Total Credits Earned (30)
3 elective 1 math	6 elective 2 math	7 elective 2 English 4 math 1 social studies 2 directed elective	7 elective 4 English 6 math 2 social studies 2 physical education 2 directed elective	7 elective 6 English 6 math 4 social studies 2 science 2 physical education 1 health 2 directed elective
Year Two				
Term 1	Term 2	Term 3	Term 4	Term 5
English VI American Studies B 180 min. (2 English credits, 1 US History credit, 1 DE credit)	Financial Foundations 90 min. (1 Economics credit, 3 DE credits)	Principles of Business Management – Dual Credit 180 min. (2 DE credits) (3 dual credits)	HIRE Technology Term 1 180 min. (2 DE credits) (6 dual credits)	HIRE Technology Term 2 180 min. (4 DE credits) Certifications: MSSC Certified Logistics Associate MSSC Safety APICS Logistics APICS Operations

<p>Biology 180 min. Biology ECA (2 life science credits)</p>	<p>Earth & Space Science 90 min. (2 physical science credits)</p>	<p>College and Career Gateway 90 min. (1 DE credit; 1 GE credit)</p>	<p>Internship Work Based Learning, Trade and Industry 180 min. WBL (3 DE credits)</p>	<p>Internship Work Based Learning, Trade and Industry 180 min. WBL (3 DE credits)</p>
<p>Introduction to Business 90 min. (2 DE credits)</p>	<p>WorkKeys Career Readiness 90 min. BAS SKLS: WORKKEYS</p>	<p>WorkKeys Career Readiness 90 min. BAS SKLS: WORKKEYS</p>		
<p>College-Entrance Preparation (Accuplacer Prep) 90 min. (1 GE credit)</p>	<p>National Career Readiness Certificate</p>	<p>(2 GE credits)</p>		
<p>Total Credits Earned (36) 7 elective 8 English 6 math 5 social studies 4 science 2 physical education 1 health 3 directed elective</p>	<p>Total Credits Earned (45) 8 elective 8 English 6 math 6 social studies 6 science 2 physical education 1 health 8 directed elective</p>	<p>Total Credits Earned (51) 11 elective 8 English 6 math 6 social studies 6 science 2 physical education 1 health</p>	<p>Total Credits Earned (56) 16 elective 8 English 6 math 6 social studies 6 science 2 physical education 1 health 16 directed elective</p>	<p>Total Credits Earned (63) 11 elective 8 English 6 math 6 social studies 6 science 2 physical education 1 health 16 directed elective</p>

	<p>Core 40 Diploma Requirements Met</p>	<p>11 directed elective Core 40 Diploma Requirements Met</p> <p>Certifications (1) Ivy Tech Credits Earned (3)</p>	<p>Core 40 Diploma with Technical Honors Requirements Met (pending GPA & Accuplacer Scores)</p> <p>Certifications (1) Ivy Tech Credits Earned (9)</p>	<p>Core 40 Diploma with Technical Honors Requirements Met (pending GPA & Accuplacer Scores)</p> <p>Certifications (5) Ivy Tech Credits Earned (9)</p>
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Attachment G: Certifications and Dual Credits – Public Safety Academy

Career Pathway	Certifications	Dual Credits
Criminal Justice		CRIM 101 Intro to Criminal Justice Systems CRIM 113 Criminal Investigations
Emergency Medical Services	Indiana EMT Certification	HLHS 101 Medical Terminology PARM 102 EMT Basic PSAF 120 First Responder
Fire and Rescue	Firefighter I Certification Firefighter II Certification EMT-Basic	FIRE 100 Fire Suppression FIRE 116 Firefighter I FIRE 117 Firefighter II PSAF 120 First Responder and/or PARM 102 EMT Basic

Attachment H: Career Readiness Scoring Rubric

	4 Exemplary Performance	3 Meets Expectations	2 Progressing Toward Expectations	1 Minimal Progress Toward Expectations
Community	<p>Student always speaks positive language</p> <p>Student always celebrates each others' successes</p> <p>Student always protects and keeps all spaces and property</p> <p>Student always acts with kindness</p>	<p>Student speaks positive language most of the time</p> <p>Student celebrates each others' successes most of the time</p> <p>Student protects and keeps all spaces and property most of the time</p> <p>Student acts with kindness most of the time</p>	<p>Student speaks positive language some of the time</p> <p>Student celebrates each others' successes some of the time</p> <p>Student protects and keeps all spaces and property some of the time</p> <p>Student acts with kindness some of the time</p>	<p>Student rarely speaks positive language</p> <p>Student rarely celebrate each others' successes</p> <p>Student rarely protects and keeps all spaces and property</p> <p>Student rarely acts with kindness</p>
Scholarship	<p>Student always arrives on time</p> <p>Student always brings necessary materials</p> <p>Student always asks questions</p> <p>Student always engages actively</p> <p>Student always follows through with commitments</p>	<p>Student arrives on time most of the time</p> <p>Student brings necessary materials most of the time</p> <p>Student asks questions most of the time</p> <p>Student engages actively most of the time</p>	<p>Student arrives on time some of the time</p> <p>Student brings necessary materials some of the time</p> <p>Student asks questions some of the time</p> <p>Student engages actively some of the time</p>	<p>Student rarely arrives on time</p> <p>Student rarely brings necessary materials</p> <p>Student rarely asks questions</p> <p>Student rarely engages actively</p> <p>Student rarely follows through with commitments</p>

	<p>Student always pushes themselves constantly</p> <p>Student always displays a sense of urgency</p> <p>Student always shows quality in their work and thoughts</p>	<p>Student follows through with commitments most of the time</p> <p>Student pushes themselves constantly most of the time</p> <p>Student displays a sense of urgency most of the time</p> <p>Student shows quality in their work and thoughts most of the time</p>	<p>Student follows through with commitments some of the time</p> <p>Student pushes themselves constantly some of the time</p> <p>Student displays a sense of urgency some of the time</p> <p>Student shows quality in their work and thoughts some of the time</p>	<p>Student rarely pushes themselves constantly</p> <p>Student rarely displays a sense of urgency</p> <p>Student rarely shows quality in their work and thoughts</p>
Respect	<p>Student always maintains an appropriate volume</p> <p>Student always speaks appropriate language at all times</p> <p>Student always uses technology appropriately</p> <p>Student always respects others' property</p>	<p>Student maintains an appropriate volume most of the time</p> <p>Student speaks appropriate language most of the time</p> <p>Student uses technology appropriately most of the time</p> <p>Student respects others' property most of the time</p>	<p>Student maintains an appropriate volume some of the time</p> <p>Student speaks appropriate language some of the time</p> <p>Student uses technology appropriately some of the time</p> <p>Student respects others' property some of the time</p>	<p>Student rarely maintains an appropriate volume</p> <p>Student rarely speaks appropriate language at all times</p> <p>Student rarely uses technology appropriately</p> <p>Student rarely respects others' property</p>
Responsibility	<p>Student always abides by the uniform code</p>	<p>Student abides by the uniform code most of the time</p>	<p>Student abides by the uniform code some of the time</p>	<p>Student rarely abides by the uniform code</p> <p>Student rarely</p>

	Student always follows directions the first time given	Student follows directions the first time given most of the time	Student follows directions the first time given some of the time	follows directions the first time given
	Student always exhibits integrity	Student exhibits integrity most of the time	Student exhibits integrity some of the time	Student rarely exhibits integrity
	Student always is responsible for their actions	Student is responsible for their actions most of the time	Student is responsible for their actions some of the time	Student rarely is responsible for their actions
	Student always learns from their mistakes	Student learns from their mistakes most of the time	Student learns from their mistakes some of the time	Student rarely learns from their mistakes
	Student always accepts constructive feedback	Student accepts constructive feedback most of the time	Student accepts constructive feedback some of the time	Student rarely accepts constructive feedback

Attachment I: Premier Project

Premier Project

Premier Project Description:

To promote student achievement and recognize student excellence, Francis Marion Academy/Public Safety Academy has adopted a program called Premier Project. Students will be assessed each semester and are categorized into 1 of 3 levels based off their academic, social, and personal achievements. Levels 2 and 3 have various privileges associated with them. Students will be required to submit an application to be considered for promotion.

Level I:

All students begin their academic careers as Francis Marion Academy/Public Safety Academy at Level I. Students may apply to be promoted to Level II, but students who have violated the school's behavior policy may be demoted to back to Level I.

Level II:

To transition from **Level I to Level II**, a student must meet 6 of the 8 criteria below:

1. Maintain a C academic average
2. Maintain a B career readiness average
3. Have fewer than 3 behavior reports
4. Have fewer than 5 total tardies to school and between classes
5. Maintain a 90% attendance rate
6. Pass one End of Course Assessment (freshmen are waived from this requirement)
7. Be a participant in an after school club or activity an average of once a week
8. Receive a letter of recommendation from a staff member

Privileges of **Level II** group:

1. VIP Lunches

Level III:

To transition from **Level II to Level III**, a student must meet 6 of the 8 criteria below:

1. Maintain a B academic average
2. Maintain a B career readiness average
3. Have fewer than 3 behavior reports during the term/semester
4. Have fewer than 3 total tardies to school and between classes
5. Maintain a 95% attendance rate
6. Meet the ECA requirement:
 - a. Freshmen are waived from this requirement
 - b. Sophomores must have passed the Algebra ECA
 - c. Juniors and Seniors must pass both ECA's
7. Student must attain and be in good standing with internship, certification, dual enrollment, and/or dual credit course work
8. Receive letter of recommendation from a school administrator

Privileges of **Level III** group:

1. VIP Lunches
2. Semester Citizen Luncheon
3. No school uniform – however, students are expected to dress appropriately for school. The student will not wear inappropriate or revealing clothing. In addition, privilege cards must be visible on the student,

or the privilege of not wearing a uniform may be forfeited.

As a student on Level III, you are expected to maintain these academic, behavior, and attendance requirements throughout the year. You may lose Level III status and associated privileges if these standards are violated.

Application for Promotion

Instructions: Complete and submit the promotion application to the guidance counselor. Please print information using black or blue ink. For both levels, students **MUST** meet a minimum of 6 of the 8 criteria listed. Requested documentation **MUST BE ATTACHED** prior to submitting your application, or your application will be returned and rejected. Once your application is turned in it will be evaluated. Students **MUST** turn in an application for each assessment period. Notification of assigned level will be given prior to the promotion banquet. If you have any questions about the application process or your assignment, please see the guidance counselor.

Name: _____ **Coach:** _____
Date: _____

Please identify which level you are applying for and why you deserve this promotion:

Level:

Level II

You must meet 6 of the 8 following criteria. Please select all requirements that you meet and attach evidence for each.

- Maintain a C academic average
 - Get an updated progress report from your coach and attach to application
- Maintain a B career readiness average
 - Get an updated progress report from your coach and attach to application
- Have fewer than 3 behavior reports
 - Please see your coach, guidance counselor, or Dean of Students:

Signature:	Date:
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- Have fewer than 5 total tardies to school and between classes
 - Please see Ms. Lauren, Mr. Bishop, or Ms. Erin to sign off on this:

Signature:	Date:
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- Maintain a 90% attendance rate
 - Please see your coach, guidance counselor, or Dean of Students:

Signature:	Date:
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- End of Course Assessment (ECA)
 - Please see the guidance counselor to sign off on this:

Signature:	Date:
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- Be a participant in an after school club or activity an average of once a week
 - Please see guidance counselor to sign off on this:

Signature:	Date:
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- Receive a letter of recommendation from a staff member
 - Attach your letter of recommendation to your application

Level III

You must meet 6 of the 8 following criteria. Please select all requirements that you meet and attach evidence for each.

- Maintain a B academic average
 - Get an updated progress report from your coach and attach to application
- Maintain a B career readiness average
 - Get an updated progress report from your coach and attach to application
- Have fewer than 3 behavior reports in Harmony during semester
 - Please see your coach, guidance counselor, or Dean of Students to sign off on this:

Signature:	Date:
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- Have fewer than 3 total tardies to school and between classes
 - Please see your coach, guidance counselor, or Dean of Students to sign off on this:

Signature:	Date:
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- Maintain a 95% attendance rate
 - Please see your coach, guidance counselor, or Dean of Students to sign off on this:

Signature:	Date:
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- Pass both End of Course Assessments (ECA)
 - Please see the guidance counselor to sign off on this:

Signature:	Date:
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- Student must be enrolled and in good standing with internship, certification, AP course, or dual enrollment course
 - Please see the guidance counselor to sign off on this:

Signature:	Date:
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- Receive letter of recommendation from school administrator
 - Attach your letter of recommendation to your application

My signature below means I understand that finishing level status and the privileges associated with it can be taken away at any time if I violate that above mentioned expectations.

Student Signature: _____

For counselor use only:

Level Promotion: Approved Denied Reason:

Level Assignment: I II III

Attachment J: School Calendar – Francis Marion Academy

Hillside Academy is a year round program located at the Marion County Juvenile Detention Center. Hillside Academy operates on the same calendar as the Marion County Court System.

<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th colspan="7">July 2014</th> </tr> <tr> <th>S</th><th>M</th><th>T</th><th>W</th><th>Th</th><th>F</th><th>S</th> </tr> </thead> <tbody> <tr><td></td><td></td><td>1</td><td>2</td><td>3</td><td style="background-color: yellow;">4</td><td>5</td></tr> <tr><td>6</td><td>7</td><td>8</td><td>9</td><td>10</td><td>11</td><td>12</td></tr> <tr><td>13</td><td>14</td><td>15</td><td>16</td><td>17</td><td>18</td><td>19</td></tr> <tr><td>20</td><td style="background-color: yellow;">21</td><td style="background-color: yellow;">22</td><td style="background-color: yellow;">23</td><td style="background-color: yellow;">24</td><td style="background-color: yellow;">25</td><td>26</td></tr> <tr><td>27</td><td style="background-color: yellow;">28</td><td style="background-color: yellow;">29</td><td style="background-color: yellow;">30</td><td style="background-color: yellow;">31</td><td></td><td></td></tr> </tbody> </table>	July 2014							S	M	T	W	Th	F	S			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			<p>4 Independence Day 21-31 Teacher Professional Development</p>	<p>1 New Year's Day/ No School 19 Martin Luther King Day/No School</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th colspan="7">January 2015</th> </tr> <tr> <th>S</th><th>M</th><th>T</th><th>W</th><th>Th</th><th>F</th><th>S</th> </tr> </thead> <tbody> <tr><td></td><td></td><td></td><td></td><td style="background-color: yellow;">1</td><td>2</td><td>3</td></tr> <tr><td>4</td><td>5</td><td>6</td><td>7</td><td>8</td><td>9</td><td>10</td></tr> <tr><td>11</td><td>12</td><td>13</td><td>14</td><td>15</td><td>16</td><td>17</td></tr> <tr><td>18</td><td style="background-color: yellow;">19</td><td>20</td><td>21</td><td>22</td><td>23</td><td>24</td></tr> <tr><td>25</td><td>26</td><td>27</td><td>28</td><td>29</td><td>30</td><td>31</td></tr> </tbody> </table>	January 2015							S	M	T	W	Th	F	S					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														
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- Holiday/No School
- First/Last Day of School
- Vacation/No School
- End of Term
- Teacher PD/No School for students
- Summer Session
- Summer Vacation/No School

Francis Marion Academy – 2015-2016 Academic Calendar

Hillside Academy is a year round program located at the Marion County Juvenile Detention Center. Hillside Academy operates on the same calendar as the Marion County Court System and will serve students every weeks day except for those highlighted in yellow.

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- Holiday/No School
- First/Last Day of School
- Vacation/No School
- End of Term
- Teacher PD/No School for Students
- Summer Session
- Summer Vacation/No School

Attachment L: School Discipline Plan – Francis Marion Academy

Francis Marion Academy School Discipline Plan

The mission of the Francis Marion Academy is to motivate positive change in the lives of our city's highest-risk youth by providing them with the skills to become positive contributors to the community. The school is designed to provide students who have been in the juvenile justice system, have been expelled, or are at risk for expulsion with highly structured opportunities to complete high school and earn an industry-recognized credential. Serving this high-need and highly at-risk population of students, Francis Marion Academy places a strong emphasis on a well-developed behavior management system.

Francis Marion Academy is designed to ensure a seamless transition from the Hillside Academy located at the Marion County Juvenile Detention Center to a more permanent educational setting that focuses on preparing students for life after high school. Whereas no other school in Marion County is open to students serving an active expulsion, Francis Marion Academy will accept all students, including students who are serving a term of an active expulsion. While enrolled at Francis Marion Academy, students will receive positive behavior support, gain life skills, work toward earning a high school diploma, and make progress toward earning an industry-recognized credential. To that end, Francis Marion Academy believes it is the responsibility of the entire school community to assist its students in learning and putting into practice appropriate behavior expectations to promote a safe learning environment. Both students and staff are charged with preserving the integrity of the learning environment at Francis Marion Academy.

I. POLICY

Youth enrolled in Francis Marion Academy, including the Hillside Academy within the walls of the Marion Superior Court Juvenile Detention Center, shall have the opportunity to participate in a variety of academic programs within a safe, secure, structured and humane environment. Direct and continuous supervision by trained staff shall result in the effective management of living units and program areas at the Juvenile Detention Center. The Behavior Management System outlined in this policy is based on maximizing positive rewards for positive behavior while ensuring appropriate consequences are applied to help change negative behaviors and promote a safe environment for all students.

II. DEFINITIONS

- A. **Assault***: Any instance in which a youth or staff member is involved in a physical conflict with another individual(s), even if no one is injured. This includes unprovoked and provoked attacks and sexual assaults. Distinctions should be made between assaults and fights where fights are defined as mutual physical attacks.
- B. **Behavior Management***: A system of rewards, incentives, sanctions, and consequences used to decrease antisocial and disruptive behaviors and increase appropriate pro-social behaviors.
- C. **Behavior Referral Board**: A group of staff who meet with a student and his/her parents/guardians to review behavior issues and determine how to most effectively address them.
- D. **Facility Rules***: Published rules that govern the behavior and conduct of youths and staff at a facility.
- E. **Failure to Comply***: A youth's refusal to obey facility rules or staff directions that results in an unsafe environment, and rises to the level of an incident.
- F. **Fight***: Fight is a subcategory of youth on youth assault. A fight is defined as a mutual physical assault between two or more youths.
- G. **Horseplay***: Wrestling, rough contact, or roughhousing between youths that rises to the level of an incident but is not considered assault by staff.

- H. **Inappropriate Language***: Use of language considered unsuitable for the hearing of youth by society, law and/or as stated in facility policy and procedure. Language that would be deemed to be crude, offensive, and/or disrespectful.
- I. **Inappropriate Sexual Behavior ***: Inappropriate sexual behaviors include a continuum of activities, regardless of voluntariness that may include otherwise developmentally normative behaviors, norm-violating behaviors, sexual harassment, exploitation/taking unfair advantage of another, and sexual assault.
- J. **Incident***: An event or crisis that may compromise the safety and security of staff and residents, and requires staff response and written documentation. Such events occur within the facility (although they may be precipitated by events outside the facility) and may involve staff, youths, or others.
- K. **Initiated Assault***: The act of perpetrating a physical attack on another individual or individuals with or without provocation and regardless of whether any injury occurred.
- L. **Isolation*†**: Any instance when a youth is confined alone for cause or punishment for 15 minutes or more in a room other than the room or cell in which he or she usually sleeps. Isolation can occur in locked or unlocked rooms but cannot occur in large dormitories.
- M. **Large Muscle Exercise (Recreation Program) ***: Aerobic exercise and/or movement activities for youths.
- N. **Level System***: A behavior management system that promotes and recognizes positive behavior of youths. The system of points, phases and levels monitors youths' behavior and progress meeting treatment goals and incrementally increases youths' freedom in the facility as well as their responsibility and accountability. Level, phase and point systems are tied to an incentive-based behavior management plan and policy. The incentives and rewards can be related to reintegration plans, furloughs, home visits and passes. The system allows youths to earn desired privileges on a daily and weekly basis for appropriate, positive and participatory behavior.
- O. **Room Confinement*†**: Any instance when a youth is confined for cause or punishment for 15 minutes or more in the room or cell in which he or she usually sleeps (rather than being confined in an isolation cell or room.) Youths may be transferred to a designated unit for confinement (e.g., a segregation or program separation unit.) Room confinement may occur in locked or unlocked rooms but cannot occur in large dormitories.
- P. **Segregation Dorm*†**: Designated dormitory for placing youths for cause or punishment (disciplinary purposes) based on facility policy or practice. This includes Special Management Units, Special Program dorms, Lock Down units and Isolation dorms. This practice usually occurs in facilities without individual single rooms for youths and/or where policy dictates that youths be transferred in order not to affect, disrupt or interfere with the programming needs of other residents.

*Denotes Performance-Based Standards compliant definition

†Denotes that definition is only applicable to the Hillside Academy program, located in the Marion County Superior Court Juvenile Detention Center

III. GENERAL PROCEDURE

The following outline general discipline procedures for Francis Marion Academy. Please note that Hillside Academy follows an alternate set of disciplinary procedures, as outlined in section IV of this school discipline plan.

- A. Philosophy of Programming:
 1. Francis Marion Academy views student discipline issues as opportunities for students to learn behavior management strategies. Behavior management reflects the school's "compassionate

but firm” philosophy and methodology in dealing with behavior issues. Much of Francis Marion Academy’s school discipline plan is influenced by leading experts in the field of school discipline, including *Discipline with Dignity for Challenging Youth*. The authors of this book, Allen Mendler, PhD, and educator Richard Curwin, EdD, outline five discipline principles for educators which Francis Marion Academy embraces:

- i. Teachers have a responsibility to teach all students
 - ii. Difficult behavior should be viewed as opportunities to educate; leverage should be reserved for excessively disruptive or dangerous situations
 - iii. More motivation means less discipline
 - iv. Discipline is another form of instruction
 - v. Numerous strategies are necessary for success
2. Francis Marion Academy believes that behavior management is a critical part of any school discipline policy. Francis Marion Academy’s three-step behavior management process includes:
- i. **Classroom management:** Teachers are empowered to work with their students in innovative, instructional, engaging behavior management strategies and tactics. Corrective techniques are numerous and may include consultation, verbal or nonverbal redirection, one-on-one hallway discussions, and/or parent contact. If a student demonstrates significant misbehavior (whether involving repetitive infractions or a more serious single incident) which the teacher cannot manage effectively in the classroom, the teacher may refer the student to the Dean of Students.
 - ii. **Behavior Coaching:** Staff work with students to help them understand their behavior and its negative implications – how it impacts the student and others. Students engage in constructive conversations and receive appropriate consequences, which can include (among many other techniques) reflective writing, personal and public apologies, community service to benefit the school’s appearance, detention, referral to the student’s probation officer (if applicable), in-school suspension, out-of-school suspension, and recommendation for expulsion. What most distinguishes our behavior management methodology is our coaches’ frequent communication with parents, informing them by phone and in-person of their students’ misbehavior, measures being taken, and progress being made (of note, parents are also informed of outstanding student behavior, even involving students who have little or no behavior issues while in school). Staff implement corrective behavior action that stands the best chance of successfully encouraging students to grow in high moral character, maximize their educational experience, and develop into upstanding citizens.
 - iii. **Community Management (i.e., parent/guardian involvement):** Students who continue to be disruptive and show little progress in managing their behavior are referred to a Behavior Referral Board (BRB). The BRB is staffed by the Dean of Students and several faculty members who meet with the student and his/her parents/guardians to review behavior issues and determine how to most effectively address them. This group dynamic is an expression of unified support so that the student feels valued, understands the gravity of the transgression(s), and receives clear coaching on behavior modification.
- B. Verbal Intervention/De-escalation:
1. When a youth is displaying problem behaviors, staff should take to the youth one-on-one to try and determine whether the youth is acting out because the youth is experiencing other problems that need to be dealt with immediately.
 2. If there are other problems, staff should tell the youth that his/her behavior is not the proper way to resolve the problem; instruct the youth of the correct way to resolve the problem and inform the youth of efforts that staff will take to assist in resolving problems.

3. A verbal warning is part of an intervention. It involves good listening skills, and giving the youth positive solutions of how to solve his/her problem(s). All verbal interventions should be noted in the unit log.

C. ReFocus

Francis Marion Academy strives to maximize the instructional time that every student receives, and to that end, teachers are trained and equipped to handle most student behavioral issues. In the event that a situation escalates, and the student needs to refocus their behavior, the school maintains a ReFocus Center staffed with ReFocus Specialists.

1. Pre-ReFocus Procedures

i. *Teacher Managed Behaviors*

Teachers practice Positive Behavior Intervention Supports (PBIC) in the classroom and document student behavior issues and interventions in Harmony, the student information system. Examples of teacher managed behaviors include:

- a. Excessive talking
- b. Insubordination
- c. Off task
- d. Passing notes
- e. Drinks/food
- f. Headphones
- g. Cell phones
- h. Missing homework
- i. Not prepared for class
- j. Inappropriate language
- k. Dishonesty
- l. Dress code violation
- m. Cheating/plagiarism

All behaviors listed above become managed by the school ReFocus Center (RC) staff after repeated violations and after the teacher has attempted to resolve the matter first in the classroom and with parent(s). If behavior become egregious and severely disrupts classroom instruction, the student is asked to leave the classroom and report to the RC.

ii. *Office Managed Behavior*

All behaviors that are out of the teacher's control or are safety issues are immediately referred to the ReFocus Specialist. Examples include:

- b. Cutting class(es)
- c. Excessive tardiness to class/school
- d. School attendance
- e. Failure to wear student ID
- f. Repetitive minor offenses (logged into Harmony)
- g. Fighting
- h. Vandalism
- i. Verbal/physical threat
- j. Gang representation
- k. Drug violation
- l. Arson
- m. Hallway disruption
- n. Harassment (sexual/bullying)
- o. Assault
- p. Weapons

When sending a student to the RC, teachers immediately complete a redirection referral form to record the teacher’s name, student’s name, reason for referral, whether or not the student is identified having a disability under IDEA, and what interventions have already been tried with the student. This provides redirection center staff with the information needed to address the student’s behavior. The redirection center staff tracks all redirection center referrals in Harmony, the student information system (SIS).

2. ReFocus Procedures

When students arrive at the ReFocus Center, a member of the RC staff talks to the student about the reason they were sent out of class and to the RC. The staff member reviews the core character values (see character values chart below) of the school and helps the student to identify how and why their actions were misaligned with the schools’ core values. The student identifies how they should have acted or handled the situation. Once the coach believes that the student behavior has been refocused, the student returns to class. In the event that the student needs to remain in the ReFocus Center for a more extended period of time, class work will be brought to the student, as the school wants to minimize any loss of instructional time. Consequences for violating school behavioral expectations are outlined in Section E below.

CORE VALUES	WHAT WE BELIEVE	OUR ACTIONS
COMMUNITY	<ul style="list-style-type: none"> • We believe in being genuinely supportive of one another. • We believe in a non-violent, safe environment. • We believe that each member of the community is valuable. • We believe in collaborating to maximize our potential. • We believe in holding each other accountable to reach our goals. 	<ul style="list-style-type: none"> • Speak positive language at all times • Celebrate others’ successes • Protect and keep all spaces and property • Act with kindness
SCHOLARSHIP	<ul style="list-style-type: none"> • We believe in being prepared to enter the learning community. • We believe in learning from our mistakes in an effort to constantly improve. • We believe in successfully applying what we learn. • We believe in becoming a lifelong learner. • We believe in being active thinkers and problem solvers. 	<ul style="list-style-type: none"> • Arrive on time • Bring necessary materials • Ask questions • Engage actively • Follow through with commitments • Push yourself constantly • Display a sense of urgency • Show quality in your work and thoughts • Meet and exceed educational goals
RESPECT	<ul style="list-style-type: none"> • We believe that all people are unique and bring value to our community; therefore, we treat others with kindness and dignity. 	<ul style="list-style-type: none"> • Maintain an appropriate volume • Speak appropriate language at all times • Use technology appropriately • Respect others’ property
RESPONSIBILITY	<ul style="list-style-type: none"> • We believe we are responsible for our own success. • We believe we are individually 	<ul style="list-style-type: none"> • Abide by the uniform code • Follow directions the first time given • Exhibit integrity

	accountable for meeting school expectatons.	<ul style="list-style-type: none"> • Be responsible for your actions • Learn from your mistakes • Accept constructive feedback • Serve as a good role model
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D. Violations

1. Many students at Francis Marion Academy may be on probation. Any student behavior that is in direct violation of a student’s conditions of probation will be reported to the student’s probation officer and may be subject to court intervention.
2. Francis Marion Academy takes a “zero tolerance” stance on any behavior or action that could be potentially hazardous, dangerous, or harmful to any individual or property on or off school premises. As part of a Zero Tolerance policy, students are expected to:
 - i. Never use aggressive behavior
 - ii. Never carry or use of dangerous objects/materials
 - iii. Never use illicit substances
 - iv. Never violate any conditions of probation (if applicable)
3. Violations to Francis Marion Academy’s zero tolerance policy may result in suspension or expulsion.

i. Suspension Procedure

a. In School Suspension (ISS)

Depending on the severity of the violation and the student’s behavior plan, the student is placed on an in school suspension (ISS). Francis Marion Academy’s model for ISS incorporates three fundamental elements: punitive, academic, and behavioral coaching to address the needs of the whole child.

1. **Punitive Elements:** Punitive elements may include the student writing a letter of apology; performing community service within the school environment; and suspension from extracurricular activities.
2. **Academic Elements:** Academic elements may include completing classroom assignments; participating in tutoring; and engaging in project-based learning.
3. **Behavioral Coaching Elements:** Behavioral coaching elements involve participating in an intensive life skills curriculum focusing on self-discipline and self-regulation strategies, including written self-reflections.

b. Out of School Suspension (OSS)

Where appropriate, the Dean of Students will engage with the Probation Department and/or a student’s probation officer when a student faces suspension. When the Dean of Students determines that a student should be suspended out of school, the following process is initiated:

1. **Incident Review:** A discussion between the Dean of Students and School Director will be held prior to the suspension of any student and parent/guardian notification, unless circumstances dictate a more immediate removal of the student from school premises. Follow-up discussion regarding the situation and consequences will take place as soon as possible after the incident.
2. **Parent Notification:** The parent/guardian of the suspended student will be notified of the misconduct, length of suspension, and any other corrective actions taken.
3. **Intake Meeting:** Upon return from suspension the student will participate in an intake meeting with the involved Coach and member of the school’s leadership team; if determined as necessary, the student’s parent/guardian may participate. At this time, a behavior contract may be introduced, stating that further misbehavior will result in a recommendation for expulsion.

ii. Expulsion Procedure

Francis Marion Academy exists to serve students who have been expelled or are under threat of expulsion. Accordingly, Francis Marion Academy's design is to address and attempt to redirect inappropriate behavior. However, in the event that prior attempts at intervention are unsuccessful, the BRP may conclude to recommend to the Dean of Students that a student be expelled. In any event where a student who is on probation is facing expulsion, the student's probation officer will be notified and engaged, as appropriate.

Where appropriate, the Dean of Students will engage with the Probation Department and/or a student's probation officer when a student faces expulsion. When the Dean of Students determines that a student should be suspended out of school, the following process is put in motion:

1. **Incident Review:** The Dean of Students consults with the School Director, explaining the reason(s) for the recommendation. The student's discipline history is also revisited at this time. A determination is made to go forward with the recommendation or determine other consequences or course of action.
2. **Parent Incident Notification:** The parent/guardian of the suspended student pending expulsion will be notified of the recommendation.
3. **Parent Due Process Notification by Mail:** Parents/guardians will receive through certified mail notice of the recommendation for expulsion and their recourse in the expulsion appeal process. The parents/guardians have 10 days upon receipt of this letter from the School Director to file for an appeal. The appeal will be overseen by an independent authority, typically an uninvolved Coach. Failure by the students parent/guardian to request an appeal will be deemed a waiver of rights administratively to contest the expulsion.
4. **Notice of Appeal Meeting:** A notice of an appeal meeting being granted will be delivered in writing by certified mail or in person, and contain the reason(s) for the expulsion and the date, time, place, of the meeting.
5. **Expulsion Hearing:** During an expulsion hearing, the Dean of Students will present evidence to support the charges against the student. The student and parent/guardian will have the opportunity to answer the charges against the student and to present evidence to support the student's position and make a case for reinstatement.
 - a. If an expulsion meeting is held, the Appeal Officer will make a written summary of the evidence heard at the meeting, determine whether to uphold the expulsion or reinstate the student. The Appeal Officer's decision will be sent by mail to the student's parent/guardian. This decision is final unless the parent/guardian wants to seek an appeal with the Marion County Juvenile Courts.

E. Consequences

1. Misbehavior that Warrants a Referral

i. Disrespect/Classroom Disruption

1st Incident: Mediated conversation with ReFocus Specialist and student, and, if possible, with teacher.

2nd Incident: One after-school detention period.

3rd Incident: 1-2 day in-school suspension (ISS) and parent contact initiated by the teacher.

4th Incident: 3-5 days out-of-school suspension (OSS); intake Behavior Referral Board; behavior contract presented.

5th Incident: 10-Day suspension pending expulsion.

ii. Insubordination

1st Incident: Mediated conversation with behavior coach and student, and, if possible, with teacher.

2nd Incident: One after-school detention period.

3rd Incident: 1-2 day in-school suspension (ISS) and parent contact initiated by the teacher.

4th Incident: 3-5 days out-of-school suspension (OSS); intake Behavior Referral Board; behavior contract presented.

5th Incident: 10-Day suspension pending expulsion.

iii. Violence/Threat of Physical Aggression

1st Incident: 3-5 days OSS; behavior contract. May immediately suspend for 10 days pending expulsion based on incident severity.

2nd Incident: 10-days suspension pending expulsion.

*IMPD may be notified immediately based on severity of the situation.

iv. Possession of Drugs/Drug Paraphernalia/Alcohol/ and/or Being Under the Influence of Drugs/Alcohol

1st Incident: 10-days suspension pending expulsion. If appropriate, option to refer to REACH Program; behavior contract.

2nd Incident: 10-days suspension pending expulsion.

*IMPD may be notified immediately based on severity of the situation.

v. Possession of Lighter and/or Tobacco

1st Incident: 2-5 days OSS. Option to suspend 10 days pending expulsion based on incident severity; behavior contract.

2nd Incident: 10-days suspension pending expulsion.

vi. Weapons

1st Incident: 10-days suspension pending expulsion; option to scale this back based on severity of incident.

*IMPD may be notified immediately based on severity of the situation.

vii. Bullying

1st Incident: 3-5 days OSS; intake BRB.

2nd Incident: 10-days OSS pending expulsion.

viii. Harassment

1st Incident: 3-5 days OSS; intake BRB. Option to suspend 10 days pending expulsion based on incident severity; behavior contract.

2nd Incident: 10-days OSS pending expulsion.

ix. Cheating/Plagiarism

1st Incident: 3-5 days OSS, depending upon severity of incident; behavior contract.

2nd Incident: 10-days OSS pending expulsion.

x. Theft

1st Incident: 3-5 days OSS (with recovery of stolen item); may immediately suspend for 10 days pending expulsion based on severity of incident.

2nd Incident: 10-days OSS pending expulsion.

*IMPD may be notified immediately based on severity of the situation.

xi. Destruction of School Property/Vandalism

1st Incident: 1-2 days ISS; restitution – either financial and/or community service (labor) to make the school whole; may immediately suspend for 10 days pending expulsion based on severity of incident.

2nd Incident: 10-days OSS pending expulsion; financial restitution; possibility of legal action brought by school.

*IMPD may be notified immediately based on severity of the situation.

*School reserves the right to file a civil suit for restitution.

IV. HILLSIDE ACADEMY PROCEDURE

Students participating in the Hillside Academy program are located at the Marion County Superior Court Juvenile Detention Center. As such, the Hillside Academy has adopted the Juvenile Detention Center's behavior management system as the backbone of its student discipline policy while making appropriate adjustments for a classroom setting.

A. Philosophy of Programming:

1. The Center program makes available the following minimum services and programs to youth: educational program, recreation, physical education, arts and crafts, life skills, library services, mental health services, medical services, voluntary religious programming, and a nutritionally adequate diet. Youth receive direct/continuous supervision at all times, are allowed to participate in regular and special visitation, and have access to all programs and services.
2. The Marion Superior Court Juvenile Detention Center utilizes a modified token economy, point-level system as the basis of the behavior management plan. With each level youth earn additional rewards and privileges. Negative behaviors have a tiered response to help minimize the usage of Isolation and to provide an appropriate matrix of response that is driven by the actual behavior of the youth.
3. Current research suggests that excessive isolation leads to increased violence in facilities. We want to shift our focus to addressing the point/level system and allowing the privileges earned to be motivation for good behavior. Relying solely on the punitive consequences for controlling behavior desensitizes youth to those measures and invalidates our entire process.

B. Verbal Intervention/De-escalation:

1. When a youth is displaying problem behaviors staff should take to the youth one-on-one to try and determine whether the youth is acting out because the youth is experiencing other problems that need to be dealt with immediately.
2. If there are other problems, staff should tell the youth that his/her behavior is not the proper way to resolve the problem; instruct the youth of the correct way to resolve the problem and

inform the youth of efforts that staff will take to assist in resolving problems. Staff also shall inform the youth that, if minor negative behavior continues that consequences such as failure to earn points could occur.

3. A verbal warning is part of an intervention. It involves good listening skills, and giving the youth positive solutions of how to solve their problem(s). All verbal interventions should be noted in the unit log.

C. Points

1. The progress from one level to another the point system has been revised to coordinate with our weekday school schedule.
2. During non-weekdays/school days the time frames will still apply on new token tally sheets.
3. Youth earn up to two (2) points for each successful section of the day completed.
4. There are a total of 22 sections for a total of 44 points to be earned.
5. It takes a total of 39 points to achieve a successful "day".
6. Points are not lost due to violations.
7. During a period of an activity or during school a youth must participate in the class or activity in order to earn two (2) points. If the youth is not participating but is not being disruptive he/she may earn only one (1) point. This does not apply to religious programming which is voluntary.

D. Levels

1. There is a brief orientation period followed by three (3) levels that youth can achieve while at the Center.

i. Orientation Status

- a. Youth entering the facility remain on orientation status until they can receive orientation (usually same day or following morning).
- b. Youth on this status do not earn points.

ii. Level I

- a. Following orientation youth are promoted to Level I.
- b. Youth will be able to attend all programming and are expected to attend and benefit from the Hillside Academy.
- c. Youth are able to have one (1) visit per week.
- d. Youth are allowed 15 minutes of call on an alphabetical rotation.
- e. After five (5) successful days on Level 1 a youth will move to Level 2 the following wakeup.

iii. Level II

- a. Youth will be able to attend all programming and are expected to attend and benefit from the Hillside Academy.
- b. Youth are able to have two (2) visitations per week
- c. Youth are allowed 15 minute calls based on alphabetical rotation
- d. Youth are allowed to participate in commissary
- e. After 5 successful days on Level 2 a youth will move to Level 3 the following wakeup

iv. Level III

- a. Youth are allowed all the privileges of Levels 1 and 2.
- b. Youth are able to have four (4) visitations per week w/parent or guardian. Including visits on Fridays during identified times.
- c. One (1) Special Visit per week (coordinated through their counselor).
- d. Youth are allowed 15 minute calls based on Alphabetical rotation.
- e. 1 "Late Night" phone call on Friday, Saturday, or Sunday.
- f. 1 free phone call per week (coordinated through their counselor).
- g. Late Night on Friday, Saturday, or Sunday (depending on number of youth on Level 3 status this may be split by unit).
- h. Movie and Popcorn on some Late Nights
- i. Additional Activity Room on Weekdays from 4:00 pm – 4:30 pm (depending on number of youth on Level 3 status this may be split by unit).
- j. Be eligible to participate in special programming activities as they occur.

E. Violations

1. Violations are a way of classifying negative (unwanted) behaviors and helping the Center develop a response matrix that is comparable to the behavior.

i. Minor Violations

- a. These are dealt with through the Point/Level System. A youth can have several of these throughout the day and they will impact their ability to move through the level system and accrue points to spend in commissary. Several Minor infractions will not result in a Moderate or Major infraction (but a youth whose behavior is excessive over a short period of time could be considered disruptive).
- b. Examples:
 1. Body Contact/Horseplay: Any touching of another resident or staff, horseplay.
 2. Swearing: Writing and/or using profane words or words having a sexual meaning that are not directed towards any particular person.
 3. Arguing: Starting or contributing to an argument.
 4. Complaining/Manipulation: Irritating staff or others with persistent verbal complaints about program, food, rules, other staff, points, etc. Any attempt to manipulate staff into bypassing or circumventing established rules, policies and procedures.
 5. Running: Running in any area in of the building, except gym.
 6. Loudness: Yelling, screaming, or disruptive behavior.
 7. Waste: Inappropriate use of cleaning or arts and crafts supplies, wasting food.
 8. Lying: Saying or writing something which is not true.
 9. Criticizing: Picking on others or being harshly judgmental.
 10. Disrespect: Ignoring instructions, talking in a sarcastic manner, not meeting expectations as explained in handbook or not following the general rules.
 11. Unauthorized Use: Operating and/or using anything a staff member has not given the resident permission to use.
 12. Unauthorized Contact: Communicating through or across Pods/Unit, classrooms, etc. with a resident of another group w/o permission.

13. Inappropriate Use of Equipment: Abuse of or use of equipment for other than what it was intended.
14. Contraband: unauthorized possessions in a your room or on your person
15. Improper line movement: Hands not behind back, not facing forward, talking in line, and leaning against the wall while in line are examples of improper line movement.
16. Giving or Trading: of food and/or personal items.
17. Failure to follow Staff Instructions.
18. Improper Dress
19. Failure to follow Staff instructions in the Cafeteria
20. Failure to make bed according to Detention standards, prior to exiting room
21. Disrupting the learning environment of the Hillside Academy

ii. Moderate Violations:

- a. Moderate violations are dealt with through the behavior management level/point system. These are behaviors which could threaten safety or security and need to be corrected.
- b. Moderate violations are dealt with through our Refocus program. Several moderate infractions/violations do not equal a Major although Moderate infractions while in Refocus Status (non – program hours) or in Refocus Program could result in Room Confinement (Isolation).
- c. A moderate violation will result in the youth returning to his/her previous level at the day 2 mark. For example: if he/she was on Level 2 day 4 they will return to Level 1 Day 2. A Level 3 youth will always return to Level 2 Day 2.
- d. Examples:
 1. Abusive/Inappropriate Language or Behavior: Behavior/Language that is disruptive or is abusive to staff and other residents. Inappropriate conversation or non gang-related graffiti, including but not limited to: sexual comments, drugs, alcohol, tobacco, satanic/occult etc.; non-verbal obscene gestures toward others; loud/noisy behavior or continuous swearing in retaliation for discipline; racial slurs or negative remarks toward a particular race, religion or creed.
 2. Overt Refusal to Comply with Staff Direction
 3. Violating the Door: Inappropriate physical behavior that sets off the locking mechanism alarm on your room door.
 4. Improper Use of Property
 5. Entering an Area without Permission: (being in an unassigned room, etc.)
 6. Talking to Residents in Room Confinement
 7. Disruptive Behavior while in any Detention Program- (behavior that causes a safety risks, disturbing the flow of Structured Program, Volunteer Programs, School, PLUS Plan, or any other groups)
 8. Possession of unauthorized contraband on resident, or in their room

iii. Major Violations

- a. Major violations are dealt with through the behavior management level/point system. These are behaviors which could threaten safety or security and need to be corrected.
- b. Major Violations are dealt with through Room Confinement/Isolation.
- c. A major violation will result in the youth returning to Level 1 Day 1.

d. Examples:

1. Threatening Other's Physical Safety (resisting staff while they are performing their duties, reckless endangerment, verbal threats to do bodily harm or coercion by physical intimidation, pushing, shoving, etc.)
2. Possession of Harmful Contraband (weapons, sharps, drugs, medications, cigarettes, matches, lighters, alcohol, flammable liquids, cleaning chemicals, tattooing equipment, explosives, etc.), on a resident's person or in their room.
3. Altering Security Devices
4. Throwing Objects with the intent to injure another
5. Indecent Exposure
6. Sexual interaction with another person
7. Gang Activity - (Any gang related activity, graffiti, gang signs)
8. Stealing
9. Blatant insubordination (total disregard for staff directions)
10. Destruction of property- You will be responsible for all damage in your rooms that hasn't been noted on room inspection sheet.
11. Spitting on anything or another person
12. Attempts, plans, talks about escape/runaway, or committing a confineable offense.
13. Inciting - Encouraging others to cause physical harm to staff and/or other residents. Talking, noise making, disruptive behavior, or not following directions during a fire/tornado drill, or any emergency procedure.
14. Physical Contact that could result in serious bodily injury to another person. (fighting/assaults)
15. Disruptive Behavior while in ReFocus, Volunteer, or Center-Wide Programs- (behavior the causes a safety risks, disturbing the flow of the Program)

F. Consequences:

1. While the Marion Superior Court Juvenile Detention Center focuses its efforts on positive reinforcement, there are some responses, particularly when safety or security is concerned, that require youth to be separated from the rest of the group.
 - i. Points
 - a. Youth are required to meet thirty-nine (39) out of a possible forty-four (44) points in order to have a successful day.
 - b. Youth must have five successful days in order to move to the next level.
 - c. All points earned are retained unless spent on commissary items.
 - d. Youth may earn a maximum of two (2) points per period during the twenty-two (22) periods in the day.
 - e. Youth not participating in scheduled activities should not receive full points unless the activity is voluntary.
 - f. Youth on Level 3 status must earn all points in order to participate in Level 3 activities the following day.
 - ii. ReFocus:
 - a. The Refocus program is designed for youth who are having difficulty being successful with the Point/Level System but are not engaging in behaviors which warrant Room Confinement.

- b. The Refocus program runs each day until dinner although youth must not have any Minor violations during their 24 hour period to be considered “successful”. This includes behaviors occurring after Refocus program hours.
- c. Youth who enter refocus must satisfactorily meet the requirements of the program, including all restorative assignments and participation in class work.
- d. Youth who enter Refocus are in the program for 24 hours (i.e. entering at 11:00 AM the youth would return to Refocus the following day until 11:00 AM assuming he/she is successful).
- e. Minor violation while in Refocus status or program will delay the successful completion of Refocus and delay a return to the traveling unit and earning points.
- f. Moderate violations while in Refocus status or Program will result in movement to Room Confinement.
- g. Youth in Refocus status or program are subject to the same visitation privileges as youth on Level 1 (one (1) visit with parent/guardian per week) even if they would return to Level 2 Day 2 upon successful completion.
- h. Youth do not earn points while in ReFocus.

iii. Room Confinement/Isolation:

- a. Room Confinement/Isolation is defined as any period placed in a room during regular programming hours for more than 60 minutes.
- b. Youth placed in Room Confinement/Isolation will be placed in Unit I or may be placed on their unit if there is a need to separate genders.
- c. Youth held in confinement during regular programming hours will not have access to bedding materials. These materials will be returned at the “lights out” point of the daily schedule and collected during morning wake procedures.
- d. Youth placed into Room Confinement for non-aggressive behaviors will be confined for a period up to twenty-four (24) hours.
- e. Youth placed in Room Confinement for aggressive behaviors, such as fighting another youth, attempting to fight a staff member, threatening a staff, or attempting to incite a major disruption will be confined for a period up to seventy-two (72) hours.
- f. Behavior such as yelling through the doors, vents, beating or banging on the doors may extend that time an additional 8 hours (up to an additional 24). Through administrative approval.
- g. Refusal to give up bedding materials during morning wake up procedures will result in time restarting.
- h. Youth do not earn points while in Room Confinement/Isolation.

V. Disclosures

- A. The Board of Directors of Francis Marion Academy reserves the right to amend the school discipline policy at any time as the result of an independent review, occurrence of a situation not covered under this policy, or a recommendation by a school representative, parent or other stakeholder. The school discipline policy may be amended only with a majority vote of the Board of Directors during a

time at which the Board is conducting regular school business. In the event that the school discipline policy is amended during the school year, parents/guardians and students will be promptly notified.

- B. The Marion County Superior Court Juvenile Detention Center reserves the right to amend the Hillside Academy discipline policy at any time as the result of an independent review, occurrence of a situation not covered under this policy, or a recommendation by a program representative or other stakeholder. In the event that the discipline policy is amended, parents/guardians and youth will be promptly notified.

Attachment M: School Discipline Plan – Public Safety Academy

Public Safety Academy School Discipline Plan

The mission of the Public Safety Academy (PSA) is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation's safest and most desirable cities.

PSA is a school focused on preparing students to be academically and professionally fit for careers in the public safety field. PSA's rich academic program will feature a standards-based curriculum with a focus on preparing students to successfully enter career paths or further study in the field of public safety upon graduation of high school. Although a portion of PSA's student body may become interested in a career in public safety and wish to enroll in PSA, the majority of PSA's student population will likely be students from traditional public and charter schools throughout Marion County.

I. POLICY

The Behavior Management System outlined in this policy is based on maximizing positive rewards for positive behavior while ensuring appropriate consequences are applied to help change negative behaviors and promote a safe environment for all students.

II. GENERAL PROCEDURE

The following outline general discipline procedures for PSA.

A. Philosophy of Programming:

1. PSA views student discipline issues as opportunities for students to learn behavior management strategies. Behavior management reflects the school's "compassionate but firm" philosophy and methodology in dealing with behavior issues. Much of PSA's school discipline plan is influenced by leading experts in the field of school discipline, including *Discipline with Dignity for Challenging Youth*. The authors of this book, Allen Mendler, PhD, and educator Richard Curwin, EdD, outline five discipline principles for educators which PSA embraces:
 - i. Teachers have a responsibility to teach all students
 - ii. Difficult behavior should be viewed as opportunities to educate; leverage should be reserved for excessively disruptive or dangerous situations
 - iii. More motivation means less discipline
 - iv. Discipline is another form of instruction
 - v. Numerous strategies are necessary for success
2. PSA believes that behavior management is a critical part of any school discipline policy. PSA's three-step behavior management process includes:
 - i. **Classroom management:** Teachers are empowered to work with their students in innovative, instructional, engaging behavior management strategies and tactics. Corrective techniques are numerous and may include consultation, verbal or nonverbal redirection, one-on-one hallway discussions, and/or parent contact. If a student demonstrates significant misbehavior (whether involving repetitive infractions or a more serious single incident) which the teacher cannot manage effectively in the classroom, the teacher may refer the student to the Dean of Students.
 - ii. **Behavior Coaching:** Staff work with students to help them understand their behavior and its negative implications – how it impacts the student and others. Students engage in

constructive conversations and receive appropriate consequences, which can include (among many other techniques) reflective writing, personal and public apologies, community service to benefit the school's appearance, detention, referral to the student's probation officer (if applicable), in-school suspension, out-of-school suspension, and recommendation for expulsion. What most distinguishes our behavior management methodology is our coaches' frequent communication with parents, informing them by phone and in-person of their students' misbehavior, measures being taken, and progress being made (of note, parents are also informed of outstanding student behavior, even involving students who have little or no behavior issues while in school). Staff implement corrective behavior action that stands the best chance of successfully encouraging students to grow in high moral character, maximize their educational experience, and develop into upstanding citizens.

- iii. **Community Management (i.e., parent/guardian involvement):** Students who continue to be disruptive and show little progress in managing their behavior are referred to a Behavior Referral Board (BRB). The BRB is staffed by the Dean of Students and several faculty members who meet with the student and his/her parents/guardians to review behavior issues and determine how to most effectively address them. This group dynamic is an expression of unified support so that the student feels valued, understands the gravity of the transgression(s), and receives clear coaching on behavior modification.

B. Verbal Intervention/De-escalation:

1. When a youth is displaying problem behaviors, staff should take to the youth one-on-one to try and determine whether the youth is acting out because the youth is experiencing other problems that need to be dealt with immediately.
2. If there are other problems, staff should tell the youth that his/her behavior is not the proper way to resolve the problem; instruct the youth of the correct way to resolve the problem and inform the youth of efforts that staff will take to assist in resolving problems.
3. A verbal warning is part of an intervention. It involves good listening skills, and giving the youth positive solutions of how to solve his/her problem(s). All verbal interventions should be noted in the unit log.

C. ReFocus

PSA strives to maximize the instructional time that every student receives, and to that end, teachers are trained and equipped to handle most student behavioral issues. In the event that a situation escalates, and the student needs to refocus their behavior, the school maintains a ReFocus Center staffed with ReFocus Specialists.

1. Pre-ReFocus Procedures

i. *Teacher Managed Behaviors*

Teachers practice Positive Behavior Intervention Supports (PBIC) in the classroom and document student behavior issues and interventions in Harmony, the student information system. Examples of teacher managed behaviors include:

- a. Excessive talking
- b. Insubordination
- c. Off task
- d. Passing notes
- e. Drinks/food
- f. Headphones
- g. Cell phones
- h. Missing homework
- i. Not prepared for class
- j. Inappropriate language

- k. Dishonesty
- l. Dress code violation
- m. Cheating/plagiarism

All behaviors listed above become managed by the school ReFocus Center (RC) staff after repeated violations and after the teacher has attempted to resolve the matter first in the classroom and with parent(s). If behavior become egregious and severely disrupts classroom instruction, the student is asked to leave the classroom and report to the RC.

ii. *Office Managed Behavior*

All behaviors that are out of the teacher's control or are safety issues are immediately referred to the ReFocus Specialist. Examples include:

- a. Cutting class(es)
- b. Excessive tardiness to class/school
- c. School attendance
- d. Failure to wear student ID
- e. Repetitive minor offenses (logged into Harmony)
- f. Fighting
- g. Vandalism
- h. Verbal/physical threat
- i. Gang representation
- j. Drug violation
- k. Arson
- l. Hallway disruption
- m. Harassment (sexual/bullying)
- n. Assault
- o. Weapons

When sending a student to the RC, teachers immediately complete a redirection referral form to record the teacher's name, student's name, reason for referral, whether or not the student is identified having a disability under IDEA, and what interventions have already been tried with the student. This provides redirection center staff with the information needed to address the student's behavior. The redirection center staff tracks all redirection center referrals in Harmony, the student information system (SIS).

2. **ReFocus Procedures**

When students arrive at the ReFocus Center, a member of the RC staff talks to the student about the reason they were sent out of class and to the RC. The staff member reviews the core character values (see character values chart below) of the school and helps the student to identify how and why their actions were misaligned with the schools' core values. The student identifies how they should have acted or handled the situation. Once the coach believes that the student behavior has been refocused, the student returns to class. In the event that the student needs to remain in the ReFocus Center for a more extended period of time, class work will be brought to the student, as the school wants to minimize any loss of instructional time. Consequences for violating school behavioral expectations are outlined in Section E below.

CORE VALUES	WHAT WE BELIEVE	OUR ACTIONS
COMMUNITY	<ul style="list-style-type: none"> • We believe in being genuinely supportive of one another. • We believe in a non-violent, safe environment. • We believe that each member of the community is valuable. • We believe in collaborating to maximize our potential. • We believe in holding each other accountable to reach our goals. 	<ul style="list-style-type: none"> • Speak positive language at all times • Celebrate others' successes • Protect and keep all spaces and property • Act with kindness
SCHOLARSHIP	<ul style="list-style-type: none"> • We believe in being prepared to enter the learning community. • We believe in learning from our mistakes in an effort to constantly improve. • We believe in successfully applying what we learn. • We believe in becoming a lifelong learner. • We believe in being active thinkers and problem solvers. 	<ul style="list-style-type: none"> • Arrive on time • Bring necessary materials • Ask questions • Engage actively • Follow through with commitments • Push yourself constantly • Display a sense of urgency • Show quality in your work and thoughts • Meet and exceed educational goals
RESPECT	<ul style="list-style-type: none"> • We believe that all people are unique and bring value to our community; therefore, we treat others with kindness and dignity. 	<ul style="list-style-type: none"> • Maintain an appropriate volume • Speak appropriate language at all times • Use technology appropriately • Respect others' property
RESPONSIBILITY	<ul style="list-style-type: none"> • We believe we are responsible for our own success. • We believe we are individually accountable for meeting school expectations. 	<ul style="list-style-type: none"> • Abide by the uniform code • Follow directions the first time given • Exhibit integrity • Be responsible for your actions • Learn from your mistakes • Accept constructive feedback • Serve as a good role model

D. Violations

1. PSA takes a "zero tolerance" stance on any behavior or action that could be potentially hazardous, dangerous, or harmful to any individual or property on or off school premises. As part of a Zero Tolerance policy, students are expected to:
 - i. Never use aggressive behavior
 - ii. Never carry or use of dangerous objects/materials
 - iii. Never use illicit substances
 - iv. Never violate any conditions of probation (if applicable)
2. Violations to PSA's zero tolerance policy may result in suspension or expulsion.
 - i. Suspension Procedure
 - a. In School Suspension (ISS)

Depending on the severity of the violation and the student's behavior plan, the student is placed on an in school suspension (ISS). PSA's model for ISS incorporates three fundamental elements: punitive, academic, and behavioral coaching to address the needs of the whole child.

1. **Punitive Elements:** Punitive elements may include the student writing a letter of apology; performing community service within the school environment; and suspension from extracurricular activities.
2. **Academic Elements:** Academic elements may include completing classroom assignments; participating in tutoring; and engaging in project-based learning.
3. **Behavioral Coaching Elements:** Behavioral coaching elements involve participating in an intensive life skills curriculum focusing on self-discipline and self-regulation strategies, including written self-reflections.

b. Out of School Suspension (OSS)

When the Dean of Students determines that a student should be suspended out of school, the following process is initiated:

1. **Incident Review:** A discussion between the Dean of Students and School Director will be held prior to the suspension of any student and parent/guardian notification, unless circumstances dictate a more immediate removal of the student from school premises. Follow-up discussion regarding the situation and consequences will take place as soon as possible after the incident.
2. **Parent Notification:** The parent/guardian of the suspended student will be notified of the misconduct, length of suspension, and any other corrective actions taken.
3. **Intake Meeting:** Upon return from suspension the student will participate in an intake meeting with the involved Coach and member of the school's leadership team; if determined as necessary, the student's parent/guardian may participate. At this time, a behavior contract may be introduced, stating that further misbehavior will result in a recommendation for expulsion.

ii. Expulsion Procedure

In the event that prior attempts at intervention are unsuccessful, the BRP may conclude to recommend to the Dean of Students that a student be expelled. When the Dean of Students determines that a student should be suspended out of school, the following process is put in motion:

1. **Incident Review:** The Dean of Students consults with the School Director, explaining the reason(s) for the recommendation. The student's discipline history is also revisited at this time. A determination is made to go forward with the recommendation or determine other consequences or course of action.
2. **Parent Incident Notification:** The parent/guardian of the suspended student pending expulsion will be notified of the recommendation.
3. **Parent Due Process Notification by Mail:** Parents/guardians will receive through certified mail notice of the recommendation for expulsion and their recourse in the expulsion appeal process. The parents/guardians have 10 days upon receipt of this letter from the School Director to file for an appeal. The appeal will be overseen by an independent authority, typically an uninvolved Coach. Failure by the students parent/guardian to request an appeal will be deemed a waiver of rights administratively to contest the expulsion.
4. **Notice of Appeal Meeting:** A notice of an appeal meeting being granted will be delivered in writing by certified mail or in person, and contain the reason(s) for the expulsion and the date, time, place, of the meeting.
5. **Expulsion Hearing:** During an expulsion hearing, the Dean of Students will present evidence to support the charges against the student. The student and parent/guardian will have the opportunity to answer the charges against the student and to present evidence to support the student's position and make a case for reinstatement.

- a. If an expulsion meeting is held, the Appeal Officer will make a written summary of the evidence heard at the meeting, determine whether to uphold the expulsion or reinstate the student. The Appeal Officer's decision will be sent by mail to the student's parent/guardian. This decision is final unless the parent/guardian wants to seek an appeal with the Marion County Juvenile Courts.

E. Consequences

1. Misbehavior that Warrants a Referral

i. Disrespect/Classroom Disruption

1st Incident: Mediated conversation with ReFocus Specialist and student, and, if possible, with teacher.

2nd Incident: One after-school detention period.

3rd Incident: 1-2 day in-school suspension (ISS) and parent contact initiated by the teacher.

4th Incident: 3-5 days out-of-school suspension (OSS); intake Behavior Referral Board; behavior contract presented.

5th Incident: 10-Day suspension pending expulsion.

ii. Insubordination

1st Incident: Mediated conversation with behavior coach and student, and, if possible, with teacher.

2nd Incident: One after-school detention period.

3rd Incident: 1-2 day in-school suspension (ISS) and parent contact initiated by the teacher.

4th Incident: 3-5 days out-of-school suspension (OSS); intake Behavior Referral Board; behavior contract presented.

5th Incident: 10-Day suspension pending expulsion.

iii. Violence/Threat of Physical Aggression

1st Incident: 3-5 days OSS; behavior contract. May immediately suspend for 10 days pending expulsion based on incident severity.

2nd Incident: 10-days suspension pending expulsion.

*IMPD may be notified immediately based on severity of the situation.

iv. Possession of Drugs/Drug Paraphernalia/Alcohol/ and/or Being Under the Influence of Drugs/Alcohol

1st Incident: 10-days suspension pending expulsion. If appropriate, option to refer to REACH Program; behavior contract.

2nd Incident: 10-days suspension pending expulsion.

*IMPD may be notified immediately based on severity of the situation.

v. Possession of Lighter and/or Tobacco

1st Incident: 2-5 days OSS. Option to suspend 10 days pending expulsion based on incident severity; behavior contract.

2nd Incident: 10-days suspension pending expulsion.

vi. Weapons

1st Incident: 10-days suspension pending expulsion; option to scale this back based on severity of incident.

*IMPD may be notified immediately based on severity of the situation.

vii. Bullying

1st Incident: 3-5 days OSS; intake BRB.

2nd Incident: 10-days OSS pending expulsion.

viii. Harassment

1st Incident: 3-5 days OSS; intake BRB. Option to suspend 10 days pending expulsion based on incident severity; behavior contract.

2nd Incident: 10-days OSS pending expulsion.

ix. Cheating/Plagiarism

1st Incident: 3-5 days OSS, depending upon severity of incident; behavior contract.

2nd Incident: 10-days OSS pending expulsion.

x. Theft

1st Incident: 3-5 days OSS (with recovery of stolen item); may immediately suspend for 10 days pending expulsion based on severity of incident.

2nd Incident: 10-days OSS pending expulsion.

*IMPD may be notified immediately based on severity of the situation.

xi. Destruction of School Property/Vandalism

1st Incident: 1-2 days ISS; restitution – either financial and/or community service (labor) to make the school whole; may immediately suspend for 10 days pending expulsion based on severity of incident.

2nd Incident: 10-days OSS pending expulsion; financial restitution; possibility of legal action brought by school.

*IMPD may be notified immediately based on severity of the situation.

*School reserves the right to file a civil suit for restitution.

III. Disclosures

- A. The Board of Directors of PSA reserves the right to amend the school discipline policy at any time during the school year as the result of an independent review, occurrence of a situation not covered under this policy, or a recommendation by a school representative, parent or other stakeholder. The school discipline policy may only be amended with a majority vote of the Board of Directors during a time at which the Board is conducting regular school business. In the event that the school discipline policy is amended during the school year, parents/guardians and students will be promptly notified.

Attachment N: English 5 - American Studies A Curriculum Map
Curriculum Map

Unit 1: Foundations of Government

Writing Focus: Informational Essay (Compare/Contrast)

Days 1-7

Colonialism and Causes of American Revolution	Bill of Rights
American Revolution	Government - 3 Branches
Articles of Confederation and Constitution	Supreme Court
Constitutional Convention	

<p>Essential Questions</p> <ul style="list-style-type: none"> • How did circumstances in the American colonies in the mid-eighteenth century lead to the movement for a new government? • How did the revolutionaries structure the government of their new republic, and was it successful? • How did the confederation come to agreement on a national constitution? • What were the basic ideas and articles that created the final version of the Constitution? • How did the founders achieve ratification of the Constitution? • What methods are used to alter the Constitution? • What are the unique features of the US Constitution? • How is the American Government organized? • How is the President of the United States elected? • How does the Supreme Court impact our lives? • What are my roles and obligations of being a US and Indiana citizen? 	<p>Focus Skills</p> <p><u>Content</u></p> <ol style="list-style-type: none"> 1. Explain how English governmental policies created unrest in colonies 2. Identify solutions offered by Constitutional Convention 3. Infer result of differing governmental types/policies on colonial citizens/contemporary Americans 4. Define governmental vocabulary (federalism, executive, legislative, judicial, etc.) 5. Analyze four past elections and determine if the Electoral College is a fair system 6. Complete the World’s Smallest Political Quiz and students will plot themselves on the political spectrum and reflect on the validity of the test as compared to their previous personal political conceptions 7. Analyze the political, social, and economic ideas of several major Supreme Court decisions 8. Explain how a common and shared American civic identity is based on commitment to foundational ideas in Founding-Era documents and in core documents of subsequent periods of United States history <p><u>Reading/Writing</u></p>
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<p>Strategies Talk to the Text, Read Aloud, Reciprocal teaching, ACE, 5 paragraph essay, Summarizing, Chunking</p>	<ol style="list-style-type: none"> 1. Identifying central/main idea/main argument of multiple passages, author’s purpose, point of view (the perspective of the person/people), and inference 2. Using reading strategies (talking to the text, think aloud, chunking, rereading, previewing, predicting, summarizing, inferencing, visualizing, questioning, etc.) 3. Analyzing claims and citing evidence used to support them (ACE - Min. 3 sentences) (Which line best supports...) 4. Writing to inform/explain (compare/contrast) -- 5 paragraph essay 5. Essential writing conventions 6. Figurative language and literary terms (see list of literary terms on Edline) 7. Developing stamina in reading and writing 8. Vocabulary and concept development from texts (focus on context clues) and Latin and Greek stems to enhance their language set and enable them to decode unfamiliar words
<p>Resources Excerpts of some of the following "classic" novels/plays are in the literature textbook, others are independent materials that connect to the history and English standards. These are just a sample of potential works that could be used in an American Studies classroom. “Freedom: A History of US Independence” (film clip) Thomas Paine’s “Common Sense” The Declaration of Independence Preamble of the United States Constitution Text on the drafting of the Declaration of Independence http://web001.greece.k12.ny.us/academics.cfm?subpage=29878 http://www.fordham.edu/Halsall/mod/modsbook.asp http://memory.loc.gov/ammem/index.html http://www.gilderlehrman.org/ President Abraham Lincoln’s Gettysburg Address (1863) and Second Inaugural Address (1865) Brief texts on the Quartering Acts, The Stamp Act, the Tea Tax, the Boston Tea Party and the Boston Massacre The Articles of Confederation The Bill of Rights Anti-Federalist #10 and 51 Resolution of the Town of Braintree, Massachusetts, opposing the Stamp Act, 1765 Excerpts from David McCullough’s 1776 The Interesting Narrative of the Life of Olaudah Equiano Connecticut Compromise Marbury vs. Madison Text on the Electoral College http://www.270twin.com/ A summation of arguments for and against the Electoral College Political opinion quiz http://web001.greece.k12.ny.us/academics.cfm?subpage=29878 Resources on Edline (including Pearson US History, US Government, and English 11 online textbooks and</p>	

Edgenuity online teacher resources)

ECA constructed responses to use as models for teachers to develop tasks

ECA exemplar scored responses to teach features and structure of effective responses

www.noredink.com

Standards

CC ELA

11-12.RI.1 – Cite strong and thorough textual evidence to support analysis of what the text says explicitly as well as inferences drawn from the text, including determining where the text leaves matters uncertain.

11-12.RI.2 – Determine two or more central ideas of a text and analyze their development over the course of the text, including how they interact and build on one another to provide a complex analysis; provide an objective summary of the text.

11-12.RI.3 – Analyze a complex set of ideas or sequence of events and explain how specific individuals, ideas, or events interact and develop over the course of the text.

11-12.RI.4 – Determine the meaning of words and phrases as they are used in a text, including figurative, connotative, and technical meanings; analyze how an author uses and refines the meaning of a key term or terms over the course of a text (e.g., how Madison defines faction in Federalist No. 10).

11-12.RI.5 – Analyze and evaluate the effectiveness of the structure an author uses in his or her exposition or argument, including whether the structure makes points clear, convincing, and engaging.

11-12.RI.6 – Determine an author's point of view or purpose in a text in which the rhetoric is particularly effective, analyzing how style and content contribute to the power, persuasiveness, or beauty of the text.

11-12.RI.7 – Integrate and evaluate multiple sources of information presented in different media or formats (e.g., visually, quantitatively) as well as in words in order to address a question or solve a problem.

11-12.RI.8 – Delineate and evaluate the reasoning in seminal U.S. texts, including the application of constitutional principles and use of legal reasoning (e.g., in U.S. Supreme Court majority opinions and dissents) and the premises, purposes, and arguments in works of public advocacy (e.g., The Federalist, presidential addresses).

11-12.RI.9 – Analyze seventeenth-, eighteenth-, and nineteenth-century foundational U.S. documents of historical and literary significance (including The Declaration of Independence, the Preamble to the Constitution, the Bill of Rights, and Lincoln's Second Inaugural Address) for their themes, purposes, and rhetorical features.

11-12.RL.1 – Cite strong and thorough textual evidence to support analysis of what the text says explicitly as well as inferences drawn from the text, including determining where the text leaves matters uncertain.

11-12.RL.4 – Determine the meaning of words and phrases as they are used in the text, including figurative and connotative meanings; analyze the impact of specific word choices on meaning and tone, including words with multiple meanings or language that is particularly fresh, engaging, or beautiful.

11-12.RL.5 – Analyze how an author's choices concerning how to structure specific parts of a text (e.g., the choice of where to begin or end a story, the choice to provide a comedic or tragic resolution) contribute to its overall structure and meaning as well as its aesthetic impact arguments to support claims in an analysis of substantive topics or texts, using valid reasoning and relevant and sufficient evidence.

11-12.W.2 – Write informative/explanatory texts to examine and convey complex ideas, concepts, and information clearly and accurately through the effective selection, organization, and analysis of content.

- a. Introduce a topic; organize complex ideas, concepts, and information so that each new element builds on that which precedes it to create a unified whole; include formatting (e.g., headings), graphics (e.g., figures, tables), and multimedia when useful to aiding comprehension.
- b. Develop the topic thoroughly by selecting the most significant and relevant facts, extended definitions, concrete details, quotations, or other information and examples appropriate to the audience's knowledge of the topic.
- c. Use appropriate and varied transitions and syntax to link the major sections of the text, create cohesion, and clarify the relationships among complex ideas and concepts.
- d. Use precise language, domain-specific vocabulary, and techniques such as metaphor, simile, and analogy to manage the complexity of the topic.

- e. Establish and maintain a formal style and objective tone while attending to the norms and conventions of the discipline in which they are writing.
- f. Provide a concluding statement or section that follows from and supports the information or explanation presented (e.g., articulating implications or the significance of the topic).

11-12.W.4 – Produce clear and coherent writing in which the development, organization, and style are appropriate to task, purpose, and audience.

11-12.W.5 – Develop and strengthen writing as needed by planning, revising, editing, rewriting, or trying a new approach, focusing on addressing what is most significant for a specific purpose and audience.

11-12.W.6 – Use technology, including the Internet, to produce, publish, and update individual or shared writing products in response to ongoing feedback, including new arguments or information.

11-12.W.9 – Draw evidence from literary or informational texts to support analysis, reflection, and research.

a. Apply grades 11-12 Reading standards to literature (e.g., "Demonstrate knowledge of eighteenth-, nineteenth- and early-twentieth-century foundational works of American literature, including how two or more texts from the same period treat similar themes or topics.").

b. Apply grades 11-12 Reading standards to literary nonfiction (e.g., "Delineate and evaluate the reasoning in seminal U.S. texts, including the application of constitutional principles and use of legal reasoning [e.g., in U.S. Supreme Court Case majority opinions and dissents] and the premises, purposes, and arguments in works of public advocacy [e.g., The Federalist, presidential addresses].").

11-12.W.10 – Write routinely over extended time frames (time for research, reflection, and revision) and shorter time frames (a single sitting or a day or two) for a range of tasks, purposes, and audiences.

11-12.SL.1 – Initiate and participate effectively in a range of collaborative discussions (one-on-one, in groups, and teacher-led) with diverse partners on grades 11-12 topics, texts, and issues, building on others' ideas and expressing their own clearly and persuasively.

11-12.SL.2 – Integrate multiple sources of information presented in diverse formats and media (e.g., visually, quantitatively, orally) in order to make informed decisions and solve problems, evaluating the credibility and accuracy of each source and noting any discrepancies among the data.

11-12.SL.3 – Evaluate a speaker's point of view, reasoning, and use of evidence and rhetoric, assessing the stance, premises, links among ideas, word choice, points of emphasis, and tone used.

11-12.SL.6 – Adapt speech to a variety of contexts and tasks, demonstrating a command of formal English when indicated or appropriate.

11-12.L.1 – Demonstrate command of the conventions of standard English grammar and usage when writing or speaking.

11-12.L.2 – Demonstrate command of the conventions of standard English capitalization, punctuation, and spelling when writing; Observe hyphenation conventions; Spell correctly.

11-12.L.3 – Apply knowledge of language to understand how language functions in different contexts, to make effective choices for meaning or style, and to comprehend more fully when reading or listening.; Vary syntax for effect, consulting references (e.g., Tufte's Artful Sentences) for guidance as needed; apply an understanding of syntax to the study of complex texts when reading.

11-12.L.4 – Determine or clarify the meaning of unknown and multiple meaning words and phrases based on grades 11-12 choosing flexibly from a range of strategies.

11-12.L.5 – Demonstrate understanding of figurative language, word relationships, and nuances in word meanings. Interpret figures of speech (e.g., hyperbole, paradox) in context and analyze their role in the text. Analyze nuances in the meaning of words with similar denotations.

11-12.L.6 – Acquire and use accurately general academic and domain specific words and phrases, sufficient for reading, writing, speaking, and listening at the college and career readiness level; demonstrate independence in gathering vocabulary knowledge when considering a word or phrase important to comprehension or expression.

IAS USH

USH.1.1 Read key documents from the Founding Era and explain major ideas about government, individual rights and the general welfare embedded in these documents.

USH.1.2 Explain major themes in the early history of the United States.

USH.3.9 Explain the constitutional significance of the following landmark decisions of the United States Supreme Court: *Northern Securities Company v. United States* (1904), *Muller v. Oregon* (1908), *Schenck v. United States* (1919) and *Abrams v. United States* (1919).

USH.9.1 Identify patterns of historical succession and duration in which historical events have unfolded and apply them to explain continuity and change.

USH.9.2 Locate and analyze primary sources and secondary sources related to an event or issue of the past.

USH.9.3 Investigate and interpret multiple causation in historical actions and analyze cause-and-effect relationships.

USH.9.4 Explain issues and problems of the past by analyzing the interests and viewpoints of those involved.

USH.9.5 Use technology in the process of conducting historical research and in the presentation of the products of historical research and current events.

USH.9.6 Formulate and present a position or course of action on an issue by examining the underlying factors contributing to that issue.

IAS USG

USG.1.1 Define civic life, political life, and private life and describe the activities of individuals in each of these spheres.

USG.1.2 Define the terms and explain the relationship between politics*, government*, and public policy*.

USG.1.3 Describe the purposes and functions of government through the interpretation of the Preamble of the United States Constitution.

USG.1.4 Define and contrast types of government including direct democracy, monarchy, oligarchy, and totalitarianism.

USG.1.5 Compare and contrast characteristics of limited and unlimited governments and provide historical and contemporary examples of each type of government.

USG.1.6 Compare and contrast unitary*, confederal*, and federal* systems of government.

USG.1.7 Explain how civil society* contributes to the maintenance of limited government in a representative democracy or democratic republic, such as the United States. (Individuals, Society and Culture)

USG.1.8 Define and provide examples of constitutionalism, rule of law, limited government and popular sovereignty in the United States Constitution and explain the relationship of these three constitutional principles to the protection of the rights of individuals. (History; Individuals, Society and Culture)

USG.1.9 Explain the importance of a written constitution in establishing and maintaining the principles of rule of law and limited government.

USG.1.10 Describe the sources of authority from ancient to modern times that provided governmental legitimacy. (History; Individuals, Society and Culture)

USG.1.11 Describe how the United States Constitution establishes majority rule while protecting minority rights and balances the common good with individual liberties. (History; Individuals, Society and Culture)

- *politics: the art and science of governing. Through politics, people express opinions about what government should or should not do
- *government: an institution that determines and enforces a society's laws
- *public policy: decisions and laws that a government makes in a particular area of public concern
- *unitary system: government in which all legal power is held by the national, or central, government
- *confederal system: government in which independent states unite to accomplish common goals
- *federal system: government in which power is shared among central, state and regional levels
- *civil society: individuals and organizations independent of the government

USG.2.1 Summarize the colonial, revolutionary and Founding-Era experiences and events that led to the writing, ratification and implementation of the United States Constitution (1787) and Bill of Rights (1791).

USG.2.2 Define and provide examples of foundational ideas of American government, including natural rights philosophy, social contract, popular sovereignty, constitutionalism, representative democracy, political factions, federalism and individual rights, which are embedded in Founding-Era documents.

USG.2.3 Explain how a common and shared American civic identity is based on commitment to foundational ideas in Founding-Era documents and in core documents of subsequent periods of United States history.

USG.2.4 Compare and contrast the ideas of the Federalists and the Anti-Federalists regarding the respective roles of state and national government on ratification of the United States Constitution (1787–1788).

USG.2.5 Define and provide historical and contemporary examples of fundamental principles and values of American political and civic life, including liberty, security, the common good, justice, equality, law and order, rights of individuals, and social diversity.

USG.2.6 Explain the importance for communities comprised of diverse individuals and groups to make a common commitment to fundamental principles and values of American democracy.

USG.2.7 Identify and explain historical and contemporary efforts to narrow discrepancies between fundamental principles and values of American democracy and realities of American political and civic life.

USG.3.1 Analyze the United States Constitution and explain characteristics of government in the United States, which define it as a federal, presidential, constitutional and representative democracy.

USG.3.2 Explain the constitutional principles of federalism, separation of powers, the system of checks and balances, representative democracy, and popular sovereignty; provide examples of these principles in the governments of the United States and the state of Indiana.

USG.3.3 Identify and describe provisions of the United States Constitution and the Indiana Constitution that define and distribute powers and authority of the federal or state government.

USG.3.4, USG.3.5, USG.3.6

USG.3.7 Explain the relationships among branches of the United States government and Indiana government, which involve separation and sharing of powers as a means to limited government.

USG.3.8

USG.3.9 Explain how a bill becomes law in the legislative process of the United States.

USG.3.10

USG.3.11 Analyze the functions of the judicial branch of the United States and Indiana governments with emphasis on the principles of due process, judicial review and an independent judiciary.

USG.3.12 Analyze the functions of major departments of the executive branch in the United States and in Indiana.

USG.3.13 Explain the electoral process in terms of election laws and election systems on the national, state and local level.

USG.3.14

USG.3.15 Explain and evaluate the original purpose and function of the Electoral College and its relevance today.

USG.3.16, USG.3.17

USG.3.18 Identify and analyze decisions by the United States Supreme Court about the constitutional principles of separation of powers and checks and balances in such landmark cases as *Marbury v. Madison* (1803), *Baker v. Carr* (1962), *United States v. Nixon* (1974), *Clinton v. City of New York* (1998) and *Bush v. Gore* (2000).

USG.3.19 Identify and analyze decisions by the United States Supreme Court about the constitutional principle of federalism in cases such as *McCulloch v. Maryland* (1819), *Alden v. Maine* (1999) and the denial of certiorari* for the *Terri Schiavo* case (2005)

USG.3.20 Describe the influence of the media on public opinion and public policy.

USG.4.3 Identify and describe contemporary examples of conflict among nations.

USG.5.1 Define the legal meaning of citizenship in the United States.

USG.5.2 Describe the requirements for citizenship in the United States and residency in Indiana and deliberate on criteria used for attaining both. (Individuals, Society and Culture)

USG.5.3 Analyze the roles of citizens in Indiana and the United States. (Individuals, Society and Culture)
 Example: Voting in public elections, being informed on civic issues, participating in voluntary associations and participating in political activities

USG.5.4 Discuss the individual's legal obligation to obey the law, serve as a juror and pay taxes.

USG.5.5 Identify and describe the civil and constitutional rights found in the United States Constitution and Bill of Rights and expanded by decisions of the United States Supreme Court. (Economics; Individuals, Society and Culture)
 Example: Freedom of speech, right to bear arms and the right to justice

USG.5.6 Identify when it is constitutional for governments to limit the rights of individuals.
 Example: Times of civil unrest or emergency

USG.5.7 Explain and give examples of important citizen actions that monitor and influence local, state, and national government as individuals and members of interest groups.

Example: Voting, lobbying, editorial writing and protests

USG.5.8 Explain how citizens in the United States participate in public elections as voters and supporters of candidates for public office.

USG.5.9 Describe opportunities available to individuals to contribute to the well-being of their communities and participate responsibly in the political process at local, state and national levels of government.

USG.5.10 Analyze and evaluate decisions about civil rights and liberties of individuals in landmark cases of the United States Supreme Court.

Assessment

Acuity Predictive C (used as a diagnostic)

Daily Exit Tickets (Skills Based Quiz)

Mid-unit Skills Quiz

Constructed responses scored with 2-point rubric

Unit Test (ECA Structured Benchmark)

Essay scored with 6+1 Traits rubric and/or SAS Curriculum Pathways Writing Reviser

Unit 2: Immigration and Industrialization

Writing Focus: Informational (cause and effect)

Days 8-14:

Push and Pull of Immigration	Poetry and American Culture
Nativism and Immigration Acts	Social Darwinism
Irish Potato Famine	Industrialization (DBQ or Essay Prompt)

<p>Essential Questions</p> <ul style="list-style-type: none"> • How did push and pull factors increase immigration to the U.S. in the late 19th and early 20th century? • How do Nativist ideas affect the treatment of immigrants? • How did government regulations affect immigration in the late 1800's? • What are the consequences for a society that believes in Social Darwinism? • How did industrialization lead to urbanization in the United States? • What effects did the ideas of Social Darwinism have on industrialization and urbanization? • What were the advantages and disadvantages of industrialization in American society from 1865 to 1920? How did industrialization affect different groups in American society? <p>Strategies Talk to the Text, Read Aloud, Reciprocal teaching, ACE, Summarizing</p>	<p>Focus Skills</p> <p><u>Content</u></p> <ol style="list-style-type: none"> 1. Explain how industrialization transformed the U.S. into an urban nation 2. Identify positive and negative effects of the Industrial Revolution in the U.S. 3. Infer push and pull factors related to immigration 4. Define social Darwinism and Nativism 5. Analyze the poetry of Walt Whitman, Carl Sandberg, and Paul Lawrence Dunbar 6. Connect literary themes to events and narratives in the Industrial era 7. Analyze primary source photos 8. Answer essential questions in a structured paragraph with textual evidence 9. Analyze a variety of primary sources (text, cartoon, chart) in writing <p><u>Reading/Writing</u></p> <ol style="list-style-type: none"> 1. Identifying central/main idea/main argument of multiple passages, author's purpose, point of view (the perspective of the person/people), and inferences 2. Using reading strategies (talking to the text, think aloud, chunking, rereading, previewing, predicting, summarizing, inferencing, visualizing, questioning, etc.) 3. Analyzing claims and citing evidence used to support them (ACE - Min. 3 sentences) (Which line best supports...) 4. Writing to inform/explain (cause and effect) -- 5 paragraph essay 5. Essential writing conventions 6. Figurative language and literary terms (see list of literary terms on Edline) 7. Developing stamina in reading and writing 8. Vocabulary and concept development from texts (focus on context clues) and Latin and Greek stems to
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enhance their language set and enable them to decode unfamiliar words

Resources

Immigrant firsthand accounts
The Statue of Liberty & Colossus of Rhodes image
Emma Lazarus' "The New Colossus"
Walt Whitman biography and poems: "The Prarie-Grass Dividing," "Song of Myself" (excerpt), "I sing the Body Electric" (excerpt), "Native Moments" (excerpt)
Carl Sandberg biography and poem "Chicago"
Primary source photos of Chicago's Union Stockyards
W.E.B. DuBois' "Double Consciousness"
Paul Lawrence Dunbar biography and poem "Accountability" (excerpt)
Qwants.com social Darwinism cartoon and questions
Immigration quota statistics, May 1921
Chinese Exclusion Act & Gentlemen's Agreement
Resources on Edline (including Pearson US History, US Government, and English 11 online textbooks and Edgenuity online teacher resources)
ECA constructed responses to use as models for teachers to develop tasks
ECA exemplar scored responses to teach features and structure of effective responses
www.noredink.com

Standards

CC ELA

RI.1, RI.2, RI.3, RI.4, RI.5, RI.6, RI.7, RI.8, RI.9
RL.1, RL.4, RL.5, RL.6, RL.9
RL.2 Determine two or more themes or central ideas of a text and analyze their development over the course of the text, including how they interact and build on one another to produce a complex account; provide an objective summary of the text.
RL.3 Analyze the impact of the author's choices regarding how to develop and relate elements of a story or drama (e.g., where a story is set, how the action is ordered, how the characters are introduced and developed).
RL.7 Analyze multiple interpretations of a story, drama, or poem (e.g., recorded or live production of a play or recorded novel or poetry), evaluating how each version interprets the source text.
W.2, W.4, W.5, W.6, W.9, W.10
SL.1, SL.2, SL.6
L.1, L.2, L.3, L.4, L.5, L.6

IAS USH

USH.1.2 Explain major themes in the early history of the United States.
USH.2.1 Describe economic developments that transformed the United States into a major industrial power and identify the factors necessary for industrialization.
USH.2.2 Identify key ideas, movements and inventions and explain their impact on rural communities and urban communities in the United States.
USH.2.3 Identify the contributions of individuals and groups and explain developments associated with Industrialization and immigration.
USH.2.4 Describe the growth of unions and the labor movement and identify important labor leaders associated with these movements.
USH.2.5 Compare and contrast government attempts to regulate business and industry.
USH.2.6 Describe the federal government's policy regarding migration of settlers and the removal of Native American

Indians to western territories.

USH.2.7 Describe and analyze the lasting effect of “separate but equal” established by the U.S. Supreme Court in *Plessey v. Ferguson* (1896).

USH.3.6 Identify the contributions to American culture made by individuals and groups.

USH. 3.7 Explain the impact of immigration, industrialization and urbanization in promoting economic growth.

USH.9.3 Investigate and interpret multiple causation in historical actions and analyze cause-and-effect relationships.

IAS USG

USG.2.5 Define and provide historical and contemporary examples of fundamental principles and values of American political and civic life, including liberty, security, the common good, justice, equality, law and order, rights of individuals, and social diversity.

USG.2.6 Explain the importance for communities comprised of diverse individuals and groups to make a common commitment to fundamental principles and values of American democracy.

USG.2.7 Identify and explain historical and contemporary efforts to narrow discrepancies between fundamental principles and values of American democracy and realities of American political and civic life.

USG.3.4 Explain the relationship between limited government and a market economy.

USG.3.8 Describe the fiscal and monetary policies incorporated by the United States government and Indiana government and evaluate how they affect individuals, groups and businesses.

USG.4.1 Compare and contrast governments throughout the world with the United States government in terms of source of the government’s power.

USG.4.2 Describe how different governments interact in world affairs.

USG.4.5 Analyze powers the United States Constitution gives to the executive, legislative and judicial branches of government in the area of foreign affairs.

USG.4.6 Identify and describe strategies available to the United States government to achieve foreign policy objectives.

USG.4.7 Describe the influence individuals, businesses, labor and other organizations exercise on United States foreign policy.

USG.4.8

USG.4.9 Identify world issues, including political, cultural, demographic, economic and environmental challenges, that affect the United States foreign policy in specific regions of the world.

USG.4.10 Discuss specific foreign policy issues that impact local community and state interests.

Assessment

Daily Exit Tickets (Skills Based Quiz)

Mid-unit Skills Quiz

Constructed responses scored with 2-point rubric

Unit Test (ECA Structured Benchmark)

Essay scored with 6+1 Traits rubric and/or SAS Curriculum Pathways Writing Reviser

Unit 3: Imperialism

Writing Focus: Persuasive

Days 15-21

Louisiana Purchase	Mexican American War
Homestead Act/Indian Removal Act/Monroe Doctrine	Wilson and the “Fourteen Points”
White Man’s Burden	Industrialism-Imperialism DBQ

<p>Essential Questions</p> <ul style="list-style-type: none"> • How did the Jefferson presidency change the United States? • What are oral histories, and how are they helpful in constructing histories? • How did the Monroe Doctrine encourage American Imperialism in the Western Hemisphere? In current day United States? • What are the effects of Imperialism on those who are conquered, converted, or captured? • What is the tragedy of Wilson and his “Fourteen Points”? • What was the difference between Wilson’s “Fourteen Points” and the Treaty of Versailles? 	<p>Focus Skills</p> <p><u>Content</u></p> <ol style="list-style-type: none"> 1. Explain the impact the Louisiana purchase had the country and the presidency of Thomas Jefferson 2. Analyze the Monroe Doctrine and its effect on Imperialism 3. Analyze the oral histories of those moving and affected by the move to the American west 4. Critically analyze the Homestead Act and the advertisements persuading Americans to move west 5. Determine the connection between yellow journalism and the Spanish American war 6. Examine primary source photographs to describe life in the west following the Homestead Act 7. Analyze the prejudice and bias with the poem <i>White Man’s Burden</i> 8. Compare and contrast the poem with several cartoons displaying its message 9. Classify characteristics of the Ibo culture by reading <i>Things Fall Apart</i> as a class 10. Analyze the various opinions of Americans on the Mexican-American War 11. Discuss the meaning, characters, and structure of the <i>The Ballad of the Alamo</i> as a class 12. Examine primary documents about American Imperialism in the islands of Philippines, Hawaii, and Puerto Rico 13. Analyze Wilson’s “Fourteen Points” by circling countries that benefit from the points and underlining those that lose 14. Compare the reactions to Wilson’s “Fourteen
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	<p>Points” from the leaders of France and Great Britain to Wilson’s intent</p> <p>15. Investigate the fate of the “Fourteen Points” in the United States Senate and hypothesize why it occurred</p> <p><u>Reading/Writing</u></p> <ol style="list-style-type: none"> 1. Identifying central/main idea/main argument of multiple passages, author’s purpose, point of view (the perspective of the person/people), and inference 2. Using reading strategies (talking to the text, think aloud, chunking, rereading, previewing, predicting, summarizing, inferencing, visualizing, questioning, etc.) 3. Analyzing claims and citing evidence used to support them (ACE - Min. 3 sentences) (Which line best supports...) 4. Writing to persuade (argument) -- 5 paragraph (minimum) essay 5. Essential writing conventions 6. Figurative language and literary terms (see list of literary terms on Edline) 7. Developing stamina in reading and writing 8. Vocabulary and concept development from texts (focus on context clues) and Latin and Greek stems to enhance their language set and enable them to decode unfamiliar words
<p>Resources</p> <p>Native American Oral Histories</p> <p>Primary Source on Manifest Destiny</p> <p>Alamo Narratives, with criticism of oral history</p> <p>Monroe Doctrine Resources</p> <p>Homestead Acts Documents</p> <p>“Ballad of Alamo” poem</p> <p>Things Fall Apart</p> <p>Resources on Edline (including Pearson US History, US Government, and English 11 online textbooks and Edgenuity online teacher resources)</p> <p>ECA constructed responses to use as models for teachers to develop tasks</p> <p>ECA exemplar scored responses to teach features and structure of effective responses</p> <p>www.noredink.com</p>	<p>Strategies</p> <p>ACE Method, Chunking, Summarizing, and finding main idea and supporting details, Evaluation of perspective and bias</p>

Standards**CC ELA**

RI.1, RI.2, RI.3, RI.4, RI.5, RI.6, RI.7, RI.8, RI.9

RL.1, RL.2, RL.3, RL.4, RL.5, RL.6, RL.9

W.1 Write arguments to support claims in an analysis of substantive topics or texts, using valid reasoning and relevant and sufficient evidence.

- a. Introduce precise, knowledgeable claim(s), establish the significance of the claim(s), distinguish the claim(s) from alternate or opposing claims, and create an organization that logically sequences claim(s), counterclaims, reasons, and evidence.
- b. Develop claim(s) and counterclaims fairly and thoroughly, supplying the most relevant evidence for each while pointing out the strengths and limitations of both in a manner that anticipates the audience's knowledge level, concerns, values, and possible biases.
- c. Use words, phrases, and clauses as well as varied syntax to link the major sections of the text, create cohesion, and clarify the relationships between claim(s) and reasons, between reasons and evidence, and between claim(s) and counterclaims.
- d. Establish and maintain a formal style and objective tone while attending to the norms and conventions of the discipline in which they are writing.
- e. Provide a concluding statement or section that follows from and supports the argument presented.

W.4, W.5, W.6, W.9, W.10

SL.1, SL.2, SL.6

L.1, L.2, L.3, L.4, L.5, L.6

IAS USH

USH.3.1 Identify the events and people central to the transformation of the United States into a world power. (Government, Geography)

Example: Events: Spanish-American War (1898), Annexation of Hawaii (1898), Open Door Policy (1899), building the Panama Canal (1903-1914) and World War I (1914-1918); People: William McKinley, John Hay, William Randolph Hearst, Theodore Roosevelt, Woodrow Wilson, Alfred Thayer Mahan and John J. Pershing

USH.3.2 Explain how "The Roosevelt Corollary" (1904) modified the Monroe Doctrine (1823) justifying a new direction in United States foreign policy. (Government)

USH.3.3 Compare President Woodrow Wilson's "Fourteen Points" address to the views of British leader David Lloyd George and French leader Georges Clemenceau regarding a treaty to end World War I.

USH.3.4 Summarize the Versailles Treaty, the formation and purpose of League of Nations and the interrelationship between the two.

USH.3.5 Identify and compare the reforms of Theodore Roosevelt, William Howard Taft and Woodrow Wilson.

IAS USG

USG.4.4 Identify the costs and benefits to the United States of participating in international organizations.

Assessment

Daily Exit Tickets (Skills Based Quiz)

Mid-unit Skills Quiz

Constructed responses scored with 2-point rubric

Unit Test (ECA Structured Benchmark)

Essay scored with 6+1 Traits rubric and/or SAS Curriculum Pathways Writing Reviser

Unit 4: Progressivism

Writing Focus: Informational/Explanation

Days 22-28

Reformers and their Causes: Muckrakers	Industry (working conditions, food and product safety, and business practices)
Reforming Cities (Jane Hull, Anti-Saloon League, tenements)	Progressive Politics: The Progressive Party, Teddy Roosevelt compared to Woodrow Wilson
Women’s Progressivism (women’s role in several movements, suffrage, Margaret Sanger)	Progressive Politics: State and National reforms

<p>Essential Questions</p> <ul style="list-style-type: none"> • What factors led to the Progressive movement? • How did events of industry/immigration create need for reform? • What were the different reform movements of the Progressive Era and the diverse groups involved in those movements? • How were the injustices of the late 1800’s and early 1900’s fixed by government reforms during the Progressive era? <p>Strategies ACE, text-marking, chunking, jigsaw, reciprocal teaching, timed writing and reading activities, summarizing</p>	<p>Focus Skills</p> <p><u>Content</u></p> <ol style="list-style-type: none"> 1. Analyze a selection to define what being a Progressive is, who Progressives are, and their goals. 2. Evaluate the beliefs of the Progressive party by reading the party platform and determining its significance. 3. Compare and contrast Theodore Roosevelt’s and Woodrow Wilson’s progressive priorities and approach. 3. Identify the effect of reformer efforts on national legislation. <p><u>Reading/Writing</u></p> <ol style="list-style-type: none"> 1. Identifying central/main idea/main argument of multiple passages, author’s purpose, point of view (the perspective of the person/people), and inference 2. Using reading strategies (talking to the text, think aloud, chunking, rereading, previewing, predicting, summarizing, inferencing, visualizing, questioning, etc.) 3. Analyzing claims and citing evidence used to support them (ACE - Min. 3 sentences) (Which line best supports...) 4. Writing to inform/explain -- 5 paragraph (minimum) essay 5. Essential writing conventions 6. Figurative language and literary terms (see list of literary terms on Edline) 7. Developing stamina in reading and writing 8. Vocabulary and concept development from texts
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	(focus on context clues) and Latin and Greek stems to enhance their language set and enable them to decode unfamiliar words
<p>Resources</p> <p>Library of Congress: Progressive Era to New Era http://www.loc.gov/teachers/classroommaterials/presentationsandactivities/presentations/timeline/progress/prohib/</p> <p>Wisconsin Historical Society: Progressive Era http://www.wisconsinhistory.org/topics/shorthistory/progressive.asp</p> <p>How the Other Half Lives by Jacob Riis The Jungle by Upton Sinclair</p> <p>National Women’s History Museum, Reforming Their World: Women in the Progressive Era http://www.nwhm.org/online-exhibits/progressiveera/home.html</p> <p>Images from the Triangle Shirt Waist Factory Fire http://www.ilr.cornell.edu/trianglefire/primary/photosillustrations/</p> <p>Resources on Edline (including Pearson US History, US Government, and English 11 online textbooks and Edgenuity online teacher resources)</p> <p>ECA constructed responses to use as models for teachers to develop tasks</p> <p>ECA exemplar scored responses to teach features and structure of effective responses www.noredink.com</p>	
<p>Standards</p> <p>CC ELA</p> <p>RI.1, RI.2, RI.3, RI.4, RI.5, RI.6, RI.7, RI.8, RI.9 RL.1, RL.2, RL.3, RL.4, RL.5, RL.6, RL.9 W.2, W.4, W.5, W.6, W.9, W.10 SL.1, SL.2, SL.6 L.1, L.2, L.3, L.4, L.5, L.6</p> <p>IAS USH</p> <p>USH.3.6 Identify the contributions to American culture made by individuals and groups. USH.3.7 Explain the impact of immigration, industrialization and urbanization in promoting economic growth. USH.3.8 Describe the Progressive movement and its impact on political, economic and social reform.</p> <p>IAS USG</p> <p>USG.5.3 Analyze the roles of citizens in Indiana and the United States. USG.5.7 Explain and give examples of important citizen actions that monitor and influence local, state, and national government as individuals and members of interest groups. USG.5.9 Describe opportunities available to individuals to contribute to the well-being of their communities and participate responsibly in the political process at local, state and national levels of government. USG.5.11 Give examples of the role that individual citizens can play in world affairs. USG.5.12 Use information from a variety of resources to describe and discuss American political issues such as environmental issues, women’s rights and affirmative action.</p>	

Assessment

Daily Exit Tickets (Skills Based Quiz)

Mid-unit Skills Quiz

Constructed responses scored with 2-point rubric

Essay scored with 6+1 Traits rubric and/or SAS Curriculum Pathways Writing Reviser

Final Exam

Attachment O: English 10 Curriculum Map

Month	Unit Title and Content	Skills and Standards	Activities and Resources	Assessment
August – Mid September	<p>DESIGNING THE FUTURE</p> <p>Essential Question: What are the costs and benefits of technology?</p> <p>Big Idea 1: Human vs. Machine</p> <p>Big Idea 2: Technology to the Rescue</p>	<ul style="list-style-type: none"> Apply technical vocabulary in subject area reading (10.1.1) Define the terms <i>literal</i> and <i>figurative</i> (10.1.4) Identify the literal and figurative meanings of words (10.1.4) Use the literal and figurative meanings of words (10.1.4) Analyze the structure and format of various informational documents (10.2.1) Explain how authors use structural features to achieve their purposes (10.2.1) Evaluate an author's argument or defense of a claim by examining the relationship between generalizations and evidence (10.2.4) Evaluate the comprehensiveness of evidence in an author's argument (10.2.4) Evaluate the way an author's intent affects the structure and tone of the text (10.2.4) Cite strong and thorough evidence to support conclusions (10.2.5) Evaluate interactions between characters in a literary text (10.3.3) Explain the way character interactions affect the plot (10.3.3) Discuss ideas for writing with peers and teacher(s) (10.4.1) Develop drafts alone and collaboratively (10.4.1) Define the term <i>thesis</i> Establish a coherent thesis that conveys a clear perspective on the subject (10.4.2) Establish coherence within and among paragraphs through effective transitions and parallel structures (10.4.13) Write an argument to support claims in an analysis, using valid reasoning and relevant and sufficient evidence (10.5.4/ W.9-10.1) Identify and correctly use semicolons, colons, ellipses, and hyphens (10.6.1) Use appropriate sentence construction (10.6.2) Use consistent verb tenses (10.6.2) Spell words accurately (10.6.3) Use correct punctuation (10.6.3) Capitalize words correctly (10.6.3) Apply appropriate manuscript conventions (10.6.4) Integrate source and support materials by citing sources within the text, using direct quotations and paraphrasing (10.6.4) 	<p>“The Last Dog” by Katherine Patterson (short story)</p> <p>“Exposed to the Max” by Leah Paulos (magazine feature)</p> <p>“Virus” by Neil Gaiman (poem)</p> <p>“Welcome to the Future” (science text/infographic)</p> <p>“La Vida Robot” by Joshua Davis (magazine feature)</p> <p>“Robo-Legs” by Michael Marriot (magazine feature)</p> <p>Problem-and-Solution Essay Features and Exemplar</p> <p>6+1 Writing Traits</p> <p>ACE Constructed-Response Strategy</p>	<p>2 – Reading Quizzes (MC/CR)</p> <p>1 – Summative Exam (MC/CR)</p> <p>1 – Problem-and-Solution Essay</p>
Month	Unit Title and Content	Skills and Standards	Activities and Resources	Assessment

<p>Mid September – October</p>	<p>FAHRENHEIT 451</p> <p>Essential Question: How would society be different without books or critical thinking?</p> <p>Big Idea 1: Making Reading Illegal</p> <p>Big Idea 2: Using Technology to Oppress</p>	<ul style="list-style-type: none"> Identify what words mean literally and what they imply (10.1.2) Interpret what words imply (10.1.2) Distinguish between what words mean literally and what they imply (10.1.2) Cite strong and thorough evidence to support conclusions (10.2.5) Compare and contrast the presentation of a similar theme or topic across genres (e.g., a novel vs. poem vs. nonfiction text) (10.3.2) Explain how each genre shapes the author's presentation of a theme or topic (10.3.2) Evaluate the interactions between characters in a literary text (10.3.3) Explain the way character interactions affect the plot (10.3.3) Compare works that express a universal theme, providing evidence to support the views expressed in each work (10.3.5) Define the following terms: <i>literary device</i>, <i>figurative language</i>, <i>imagery</i>, <i>allegory</i>, <i>symbolism</i>, <i>metaphor</i>, <i>simile</i>, <i>hyperbole</i>, <i>onomatopoeia</i>, and <i>personification</i> (10.3.7) Identify the use of the following literary devices: imagery, allegory, symbolism, metaphor, simile, hyperbole, onomatopoeia, and personification (10.3.7) Evaluate the meaning, significance, and appeal (as used in the text) of the following literary devices: imagery, allegory, symbolism, metaphor, simile, hyperbole, onomatopoeia, and personification (10.3.7) Discuss ideas for writing with peers and teacher(s) (10.4.1) Develop drafts alone and collaboratively (10.4.1) Use precise language, action verbs, and sensory details (10.4.3) Develop main ideas through supporting evidence (e.g., scenarios, commonly held beliefs, hypotheses, and definitions) (10.4.5) Establish coherence within and among paragraphs through effective transitions and parallel structures (10.4.13) Write short stories that (a) describe a sequence of events; (b) locate scenes and incidents in specific places; (c) use sensory details; and (d) pace the action(s)/event(s) to accommodate changes in time and mood (10.5.1) Use varied and expanded vocabulary when writing (10.5.7) Identify and use clauses, both main and subordinate (10.6.1) Identify and use phrases, including gerund, infinitive, and participial (10.6.1) Apply appropriate manuscript conventions (10.6.4) 	<p><i>Fahrenheit 451</i> by Ray Bradbury (novel)</p> <p>Audio Guide by The Big Read (National Endowment for the Arts)</p> <p>Biography of Ray Bradbury (from official website)</p> <p>Video Interviews with Ray Bradbury (from official website)</p> <p>Short Story Features and Exemplar</p> <p>How to Take Notes (Dartmouth)</p> <p>6+1 Writing Traits</p> <p>ACE Constructed-Response Strategy</p>	<p>2 – Reading Quizzes (MC/CR)</p> <p>1 – Summative Exam (MC/CR)</p> <p>1 – Short Story</p>
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Month	Unit Title and Content	Skills and Standards	Activities and Resources	Assessment
November	<p>LIFE AT THE EDGES</p> <p>Essential Question: How do people survive in extreme environments?</p> <p>Big Idea 1: Lands of Ice and Snow</p> <p>Big Idea 2: Desert Zones</p>	<ul style="list-style-type: none"> Identify and use the literal and figurative meanings of words (10.1.4) Analyze the structure and format of various informational documents (10.2.1) Explain how authors use structural features to achieve their purposes (10.2.1) Follow technical directions to process and manipulate data (10.2.3) Evaluate an author's argument or defense of a claim by examining the relationship between generalizations and evidence (10.2.4) Evaluate the comprehensiveness of evidence in an author's argument (10.2.4) Evaluate the way an author's intent affects the structure and tone of the text (10.2.4) Cite strong and thorough evidence to support conclusions (10.2.5) Define the following terms: <i>voice, narrator, characterization, tone, plot, and credibility</i> (10.3.9) Explain how voice and the choice of narrator affect characterization and the tone, plot, and credibility of a text (10.3.9) Define the following terms: <i>persona and mood</i> (10.3.13) Explain how voice, persona, and the choice of speaker (narrator) affect the mood, tone, and meaning of a text (10.3.13) Discuss ideas for writing with peers and teacher(s) (10.4.1) Establish a coherent thesis that conveys a clear perspective on the subject (10.4.2) Develop main ideas through supporting evidence (e.g., scenarios, commonly held beliefs, hypotheses, and definitions) (10.4.5) Write a cause-and-effect essay that (a) gathers evidence in support of a thesis; (b) communicates information and ideas from primary and secondary sources accurately and coherently; (c) distinguishes between the relative value and significance of specific data, facts, and ideas; (d) uses a variety of reference sources; (e) anticipates and addresses the readers' potential misunderstandings, biases, and expectations; and (f) uses technical terms and notations correctly (10.5.3) Use consistent verb tenses (10.6.2) Apply appropriate manuscript conventions (10.6.4) Integrate source and support materials by citing sources within the text, using direct quotations and paraphrasing (10.6.4) 	<p>–“The Story of Keesh” by Jack London (short story)</p> <p>–“Crisis on Top of the World” by Patty James (personal narrative)</p> <p>–“Life at the Poles” (photo essay)</p> <p>–“Blue People of the Sahara” by Sean McCollum (magazine article)</p> <p>Excerpt from <i>Shabani</i> by Suzanne Fisher Staples (novel excerpt)</p> <p>–“Extreme Athletes Run Length of Sahara” (news article)</p> <p>Cause-and-Effect Essay Features and Exemplar</p> <p>Summarization Techniques</p> <p>6+1 Writing Traits</p>	<p>2 – Reading Quizzes (MC/CR)</p> <p>1 – Summative Exam (MC/CR)</p> <p>1 – Cause-and-Effect Essay</p>
Month	Unit Title and Content	Skills and Standards	Activities and Resources	Assessment

<p>December – Mid January</p>	<p>THINGS FALL APART</p> <p>Essential Question: How can fiction be used to comment on history?</p> <p>Big Idea 1: Understanding Cultural Practices</p> <p>Big Idea 2: The Colonization of Africa</p>	<ul style="list-style-type: none"> Identify what words mean literally and what they imply (10.1.2) Interpret what words imply (10.1.2) Distinguish between what words mean literally and what they imply (10.1.2) Extend – through original analysis, evaluation, and elaboration – ideas presented in primary or secondary sources (10.2.2) Cite strong and thorough evidence to support conclusions (10.2.5) Compare works that express a universal theme, providing evidence to support the views expressed in each work (10.3.5) Evaluate an author’s development of time and sequence, including the use of complex literary devices, such as foreshadowing or flashbacks (10.3.6) Analyze the way in which a work of literature is related to the themes and issues of its historical period (10.3.12) Discuss ideas for writing with peers and teacher(s) (10.4.1) Establish a coherent thesis that conveys a clear perspective on the subject (10.4.2) Develop clear research questions; compile and present evidence from primary and secondary sources; synthesize information from multiple sources; integrate quotations and citations into a written text while maintaining the flow of ideas; use appropriate conventions for documentation in text, notes, and bibliographies following MLA style; design and publish documents using a computer; review, evaluate, revise, edit, and proofread writing using an editing checklist; evaluate the mechanics and content of writing; and provide constructive criticism to other writers regarding organization, tone, style, clarity, and focus (10.4.4, 10.4.6, 10.4.7, 10.4.8, 10.4.9, 10.4.10, 10.4.11, 10.4.12) Establish coherence within and among paragraphs through effective transitions and parallel structures (10.4.13) Write an argument to support claims in an analysis, using valid reasoning and relevant and sufficient evidence acquired from systematic research (10.5.4/10.5.9/W.9-10.1) Adjust tone, style, and voice for different purposes and audiences (10.5.8) Identify and correctly use phrases, including gerund, infinitive, and participial (10.6.1) Apply appropriate manuscript conventions (10.6.4) Integrate source and support materials by citing sources within the text, using direct quotations and paraphrasing (10.6.4) 	<p><i>Things Fall Apart</i> by Chinua Achebe</p> <p>Interview with Chinua Achebe (The Paris Review)</p> <p>The Colonization of Africa (New York Public Library)</p> <p>Languages of Nigeria (ethnologue.com)</p> <p>“The Second Coming” by W.B. Yeats (poem)</p> <p>Argument Essay Features and Exemplar</p> <p>6+1 Writing Traits</p>	<p>2 – Reading Quizzes (MC/CR)</p> <p>1 – Summative Exam (MC/CR)</p> <p>1 – Argument Essay</p>
<p>Month</p>	<p>Unit Title and Content</p>	<p>Skills and Standards</p>	<p>Activities and Resources</p>	<p>Assessment</p>

<p>Mid-January – February</p>	<p>AMERICAN POETRY</p> <p>Essential Question: How can poems uniquely convey emotions and ideas?</p> <p>Big Idea 1: Rhythm, Rhyme, and Structure</p> <p>Big Idea 2: Common Themes of American Poetry</p>	<ul style="list-style-type: none"> • Identify what words mean literally and what they imply (10.1.2) • Interpret what words imply (10.1.2) • Distinguish between what words mean literally and what they imply (10.1.2) • Identify and use the literal and figurative meanings of words (10.1.4) • Compare works that express a universal theme, providing evidence to support the views expressed in each work (10.3.5) • Evaluate the meaning, significance, and appeal (as used in the text) of the following literary devices: imagery, allegory, symbolism, metaphor, simile, hyperbole, onomatopoeia, and personification (10.3.7) • Define the following terms: <i>aesthetic</i> and <i>diction</i> (10.3.11) • Evaluate the aesthetic qualities of style, including the impact of diction and figurative language on tone, mood, and theme (10.3.11) • Discuss ideas for writing with peers and teacher(s) (10.4.1) • Use precise language, action verbs, and sensory details (10.4.3) • Write responses to literature that (a) demonstrate a comprehensive grasp of the significant ideas of literary works; (b) support statements with evidence from the text; (c) demonstrate awareness of the author’s style and an appreciation of the effects created; and (d) identify and assess the impact of ambiguities, nuances, and complexities within a text (10.5.2) • Identify and correctly use semicolons, colons, ellipses, and hyphens (10.6.1) • Apply appropriate manuscript conventions (10.6.4) 	<p>Excerpts from Leaves of Grass by Walt Whitman (Project Gutenberg)</p> <p>Poems by Edgar Allan Poe</p> <p>Poems by Emily Dickinson</p> <p>Poems by Maya Angelou</p> <p>Poems by Langston Hughes</p> <p>Literature Response Features and Exemplar</p> <p>6+1 Writing Traits</p>	<p>1 – Reading Quiz (MC/CR)</p> <p>1 – Summative Exam (MC/CR)</p> <p>1 – Response to Literature Essay</p> <p>1-2 Original Poems</p>
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Month	Unit Title and Content	Skills and Standards	Activities and Resources	Assessment
March	<p>DO THE RIGHT THING</p> <p>Essential Question: What values do we live by?</p> <p>Big Idea 1: Classic Questions</p> <p>Big Idea 2: Dilemmas for Today</p>	<ul style="list-style-type: none"> Distinguish between what words mean literally and what they imply (10.1.2) Evaluate an author's argument or defense of a claim by examining the relationship between generalizations and evidence (10.2.4) Evaluate the comprehensiveness of evidence in an author's argument (10.2.4) Evaluate the way an author's intent affects the structure and tone of the text (10.2.4) Compare and contrast the presentation of a similar theme or topic across genres (e.g., a novel vs. poem vs. nonfiction text) (10.3.2) Analyze characters' traits by what the characters say about themselves in narration and dialogue (10.3.4) Define the following terms: <i>foreshadowing</i> and <i>flashback</i> (10.3.6) Evaluate an author's development of time and sequence, including the use of complex literary devices, such as foreshadowing or flashbacks (10.3.6) Discuss ideas for writing with peers and teacher(s) (10.4.1) Use precise language, action verbs, and sensory details (10.4.3) Write business letter that (a) provides clear and purposeful information; (b) addresses the intended audience appropriately; (c) uses appropriate vocabulary, tone, and style that takes into account the intended audience's knowledge about and interest in the topic and the nature of the audience's relationship to the writer; (d) emphasizes main ideas or images; and (e) follows a conventional style with page formats, fonts, and spacing that contribute to the document's readability and impact (10.5.5) Use varied and expanded vocabulary when writing (10.5.7) Adjust tone, style, and voice for different purposes and audiences (10.5.8) Use consistent verb tenses (10.6.2) Use appropriate sentence construction (10.6.2) Capitalize correctly (10.6.3) Use correct punctuation (10.6.3) Apply appropriate manuscript conventions (10.6.4) 	<p>"The Lady, or the Tiger?" by Frank R. Stockton (short story)</p> <p>"A Retrieved Reformation" by O. Henry (short story)</p> <p>"New Brand of High-Seas Pirates Lurks Off Somali Coast" by Alex Seitz (news article)</p> <p>"To Cheat or Not to Cheat" by Kleiner and Lord (magazine article)</p> <p><i>Frankenstein</i> by Mary Shelley (play adaptation)</p> <p>"Dear Olivia: Letters to a Bullied Girl" by Olivia Gardner (letters)</p> <p>Business Letter Features and Exemplar</p> <p>Writing the Basic Business Letter</p> <p>6-1 Writing Traits</p>	<p>2 – Reading Quizzes (MC/CR)</p> <p>1 – Summative Exam (MC/CR)</p> <p>1 – Business Letter</p>
Month	Unit Title and Content	Skills and Standards	Activities and Resources	Assessment

<p>April – Mid May</p>	<p>THE GREAT GATSBY</p> <p>Essential Question: How has the concept of the American Dream evolved?</p> <p>Big Idea 1: The Power of Symbolism</p> <p>Big Idea 2: Morality</p>	<ul style="list-style-type: none"> Identify and use the literal and figurative meanings of words (10.1.4) Cite strong and thorough evidence to support conclusions (10.2.5) Analyze characters' traits by what the characters say about themselves in narration and dialogue (10.3.4) Compare works that express a universal theme, providing evidence to support the views expressed in each work (10.3.5) Define the following terms: <i>ambiguity, subtlety, contradiction, irony</i>, and <i>inconsistency</i> (10.3.8) Interpret and evaluate the impact of ambiguities, subtleties, contradictions, ironies, and inconsistencies in a text (10.3.8) Explain how voice and the choice of narrator affect characterization and the tone, plot, and credibility of a text (10.3.9) Analyze the way in which a work of literature is related to the themes and issues of its historical period (10.3.12) Explain how voice, persona, and the choice of speaker (narrator) affect the mood, tone, and meaning of a text (10.3.13) Discuss ideas for writing with peers and teacher(s) (10.4.1) Establish a coherent thesis that conveys a clear perspective on the subject (10.4.2) Develop main ideas through supporting evidence (e.g., scenarios, commonly held beliefs, hypotheses, and definitions) (10.4.5) Write an argument to support claims in an analysis, using valid reasoning and relevant and sufficient evidence acquired from systematic research (10.5.4/10.5.9/W.9-10.1) Develop clear research questions; compile and present evidence from primary and secondary sources; synthesize information from multiple sources; integrate quotations and citations into a written text while maintaining the flow of ideas; use appropriate conventions for documentation in text, notes, and bibliographies following MLA style; design and publish documents using a computer; review, evaluate, revise, edit, and proofread writing using an editing checklist; evaluate the mechanics and content of writing; and provide constructive criticism to other writers regarding organization, tone, style, clarity, and focus (10.4.4, 10.4.6, 10.4.7, 10.4.8, 10.4.9, 10.4.10, 10.4.11, 10.4.12) Use correct punctuation and capitalization (10.6.3) Apply appropriate manuscript conventions (10.6.4) 	<p><i>The Great Gatsby</i> by F. Scott Fitzgerald</p> <p>Audio Guide from The Big Read (National Endowment for the Arts)</p> <p>Biography of F. Scott Fitzgerald (biography.com)</p> <p>The Great Gatsby Curve (economic data)</p> <p>Argument Essay Features and Exemplar</p> <p>POWER Writing Strategy</p> <p>6+1 Writing Traits</p>	<p>8 – Comprehension Quick Checks by Chapter (MC)</p> <p>1 – Summative Exam (MC/CR)</p> <p>1 – Argument (Research) Essay</p>
<p>Month</p>	<p>Unit Title and Content</p>	<p>Skills and Standards</p>	<p>Activities and Resources</p>	<p>Assessment</p>

<p>Mid May - June</p>	<p>MACBETH</p> <p>Essential Question: How does power (or the lack of power) impact how people interact with one another?</p> <p>Big Idea 1: The Struggle for Power</p> <p>Big Idea 2: Decisions and Consequences</p>	<ul style="list-style-type: none"> • Distinguish between what words mean literally and what they imply (10.1.2) • Use knowledge of mythology to understand the origin and meaning of new words (10.1.3) • Cite strong and thorough evidence to support conclusions (10.2.5) • Analyze the purposes and the characteristics of different forms of dramatic literature (including comedy, tragedy, and dramatic monologue) (10.3.1) • Evaluate interactions between characters in a literary text and explain the way those interactions affect the plot (10.3.3) • Analyze characters' traits by what the characters say about themselves in narration, dialogue, and soliloquy (10.3.4) • Define the following terms: <i>dialogue</i>, <i>soliloquies</i>, <i>asides</i>, <i>character foils</i>, and <i>stage directions</i> (10.3.10) • Identify and describe the function of dialogue, soliloquies, asides, character foils, and stage directions (10.3.10) • Evaluate the aesthetic qualities of style, including the impact of diction and figurative language on tone, mood, and theme (10.3.11) • Discuss ideas for writing with peers and teacher(s) (10.4.1) • Use precise language, action verbs, and sensory details (10.4.3) • Write an argument to support claims in an analysis, using valid reasoning and relevant and sufficient evidence (10.5.4/W.9-10.1) • Write a manual for conflict resolution (10.5.6) • Demonstrate an understanding of sentence construction, including parallel structure, subordination, and the proper placement of modifiers (10.6.2) • Apply appropriate manuscript conventions (10.6.4) 	<p>Macbeth by William Shakespeare</p> <p>Shakespeare's Life (Folger)</p> <p>Teaching Resources (Folger)</p> <p>Guidelines for Effective Conflict Resolution (University of Virginia)</p> <p>Argument Essay Features and Exemplar</p> <p>6+1 Writing Traits</p>	<p>2 – Reading Quizzes (MC/CR)</p> <p>1 – Summative Exam (MC/CR)</p> <p>1 – Set of Conflict Resolution Guidelines (based on events in <i>Macbeth</i>)</p> <p>1 – Argument Essay</p>
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Attachment P: Algebra I Curriculum Map

CONTENT	SKILLS	ASSESSMENT	ACTIVITIES/RESOURCES
<p>Problem-Solving Strategies in Algebra</p> <ul style="list-style-type: none"> • Collaboration • Multiple solutions (systems of linear equations, systems of linear equations word problems) • Problem solving with numerical and pictorial patterns • Malleable intelligence • Basic operations with signed integers • Pre-factoring using square boxes 	<p>Problem-Solving Strategies in Algebra</p> <ol style="list-style-type: none"> 1. Solve systems of equations by inspection(7-EE.3) 2. Solve systems of equations in word problems by inspection (7-EE.3) 3. Write or draw next terms in a numerical or pictorial sequence (?) 4. Add, subtract, multiply, and divide signed integers (6-NS.6, 7-NS.1) 5. Identify factors given product and sum (6-NS.4) 	<p>Problem-Solving Strategies in Algebra</p> <ul style="list-style-type: none"> • 2 Agile Mind Constructed Response • 1-5 Teacher-created Test 	<ul style="list-style-type: none"> • Agile Mind Topic 1: Exploring Problem-solving Strategies • Algebra Tiles • Agile Mind Topic 2: Getting smarter through algebraic reasoning • Agile Mind guided assessment from topic 2 • Integer Worksheet (skill 4) • Square Box Problems (skill 5) • Agile Mind Topic 3: Foundations of Algebra
<p>Representing Mathematical Relationships in Multiple Ways</p> <ul style="list-style-type: none"> • Verbal description • Tables • Graphs • Symbols • Patterns • Functions 	<p>Representing Mathematical Relationships in Multiple Ways</p> <ol style="list-style-type: none"> 1. Create an input-output tables and graphs given a written description of a relationship between two variables. (A.CED.2) 2. Write equations to represent a relationship between two variables. (A.CED.2, F.IF.3) 3. Solve problems and model real- 	<p>Representing Mathematical Relationships in Multiple Ways</p> <ul style="list-style-type: none"> • 1-2 Teacher-created test • 1-3 Agile Mind End of Unit 2 Test 	<ul style="list-style-type: none"> • Agile Mind Topic 4: Representing Mathematical Relationships in Multiple Ways • Agile Mind matching cards (match tables, graphs, and equations that represent the same

	world situations using patterns and mathematical relationships. (6-EE.6)		<ul style="list-style-type: none"> relationship Teacher-created vocabulary activity
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CONTENT	SKILLS	ASSESSMENT	ACTIVITIES/RESOURCES
Working with Functions and Equations <ul style="list-style-type: none"> Dependency Relationships Multiple Representations (tables, graphs, equations) Function Notation 	Working with Functions and Equations <ol style="list-style-type: none"> Determine whether a table, graph, or equation represents a functional relationship (8-F.1) Represent functions using words, tables, graphs, and symbols in function notation and evaluate a function at a specified variable (F-IF.1, F-IF.2) Identify independent and dependent variables in functional relationships. (6-EE.9) Develop equations that arise from functions and solve equations by inspection or "undoing". (A-REI.3) 	Working with Functions and Equations <ul style="list-style-type: none"> 1-4 Agile Mind End of Unit 2 Test 	Problem Solving and Metacognition <ul style="list-style-type: none"> Agile Mind Topic 6: Working with Functions and Equations Evaluating Functions Worksheet
Rate of Change in Motion Problems <ul style="list-style-type: none"> Rate Motion over time Numerical and graphical analyses 	Rate of Change in Motion Problems <ol style="list-style-type: none"> Calculate rate given time and distance traveled, a graph, or a table (F-IF.6) Distinguish between speed and rate (F-IF.6) 	Rate of Change in Motion Problems <ul style="list-style-type: none"> 3- Walking Directions Group Project 1-4 Agile Mind End of Unit 3 Test 	Agile Mind Topic 7: Exploring Rate of Change in Motion Problems <ul style="list-style-type: none"> Fairy Tale Graphs Guided Notes Breaking Down

	3. Create motion graphs (distance vs. time) and investigate how changes in motion affect the graph. (8-F.5)		Motion Graphs
	4. Compare different constant rates. (8-F.5)		

CONTENT	SKILLS	ASSESSMENT	ACTIVITIES/RESOURCES
<p>Exploring Rate of Change in Other Situations</p> <ul style="list-style-type: none"> Constant rate of change Proportional and non-proportional relationships 	<p>Exploring Rate of Change in Other Situations</p> <ol style="list-style-type: none"> Find rates of change for linear functions from tables, graphs, or verbal descriptions. (F-IF.6) Contrast proportional relationships with non-proportional linear relationships. (8-F.2) Identify relationships as linear or nonlinear from tables, graphs, or descriptions. (F-LE.1) Identify from tables whether a relationship is linear, exponential, quadratic, or inverse variation. (F-LE.1) 	<p>Exploring Rate of Change in Other Situations</p> <ol style="list-style-type: none"> 1, 3-4 Agile Mind Guided Assessment 1-2 Teacher-created quiz 1-4 Agile Mind End of Unit 3 Test 	<p>4. Agile Mind Topic 9: Exploring Rate of Change In Other Situations</p> <ol style="list-style-type: none"> Agile Mind mid-unit assessment (used as review material) Family Types concept map
<p>Understanding slope and intercepts</p> <ul style="list-style-type: none"> Linear graphs Slope-intercept form X- and y-intercepts 	<p>Understanding slope and intercepts</p> <ol style="list-style-type: none"> Graph linear equations from slope-intercept and standard form (F-IF.7a) Find the slope, and x- and y-intercepts from a table, graph, and equation (F-IF.4, F-LE.5) Write an equation of a line given a parallel or perpendicular line, table, or two points (F-LE.2, A.CED.2) Describe changes to a line when 	<p>Understanding slope and intercepts</p> <ul style="list-style-type: none"> 1-2 Agile Mind guided assessment 1-2 Exit Ticket Quiz 1-4 Agile Mind End of Unit 4 Test 	<ul style="list-style-type: none"> Agile Mind Topic 10: Understanding slope and intercepts Poll Everywhere (students text in answers to multiple choice questions) Trail run for rewriting equations

<p>Creating Linear models for data</p> <ul style="list-style-type: none"> Scatter plots Trend lines 	<p>slope or y-intercept changes (F-BF.3)</p> <p>Creating Linear models for data</p> <ol style="list-style-type: none"> Create a scatter plot from a data table (8-SP.1) Draw a trend line and write an equation for a scatter plot and use it to make predictions (S.ID.6) 	<p>Not tested</p>	<ul style="list-style-type: none"> Agile Mind “Match it Cards” Agile Mind Topic 12: Creating Linear models for data Scatter plots and trend lines on TI84 Sleep Study
<p>CONTENT</p> <ul style="list-style-type: none"> Problem-solving Linear graphs Linear equations Word problems 	<p>SKILLS</p> <p>Semester 1 Final</p> <ol style="list-style-type: none"> Find the slope, and x- and y-intercepts from a table, graph, and equation (F-IF.4, F-LE.5) Write an equation of a line given a parallel or perpendicular line, table, or two points (F-LE.2, A-CED.2) Graph linear equations from slope-intercept and standard form (F-IF.7a) Determine whether a table, graph, or equation represents a functional relationship (8-F.1) Solve word problems using linear equations (7-EE.4a) 	<p>ASSESSMENT</p> <p>Semester 1 Final</p> <ul style="list-style-type: none"> 1-5 Teacher created exam 	<p>ACTIVITIES/RESOURCES</p> <ul style="list-style-type: none"> Teacher created review materials Gallery Walk Standard Tracker
<p>Solving linear equations</p> <ul style="list-style-type: none"> Solving one step 	<p>Solving linear equations</p> <ol style="list-style-type: none"> Solve linear equations (A-REI.1, A- 	<p>Solving linear equations</p> <ul style="list-style-type: none"> 1-3 Agile Mind End of Unit 	<ul style="list-style-type: none"> Agile Mind Topic 13: Solving linear equations

<ul style="list-style-type: none"> and multistep equations Rearranging formulas Graphing linear equations to solve 	<p>REI.3)</p> <ol style="list-style-type: none"> Isolate a specified variable from an equation (A-CED.4) Use graphs to solve linear equations (A-REI.11) 	5 Assessment	<ul style="list-style-type: none"> Card Sort- match word problems to set up and solution Flip Chart- students create their own equations for others to solve
<p>Solving Linear Inequalities</p> <ul style="list-style-type: none"> Solve one step and multistep linear inequalities Solve compound linear inequalities Graph linear inequalities 	<p>Solving Linear Inequalities</p> <ol style="list-style-type: none"> Solve linear inequalities (A-REI.3) Graph linear inequalities (A-REI.12) Graph systems of linear inequalities (A-REI.12) 	<p>Solving Linear Inequalities</p> <ul style="list-style-type: none"> 1-3 Agile Mind End of Unit 5 Test 	<ul style="list-style-type: none"> Agile Mind Topic 15: Solving Linear Inequalities

CONTENT	SKILLS	ASSESSMENT	ACTIVITIES/RESOURCES
<p>Formulating and solving systems</p> <ul style="list-style-type: none"> Solving systems of linear equations Graphing systems 	<p>Formulating and solving systems</p> <ol style="list-style-type: none"> Solve a system of linear equations using substitution (A-REI.6) Solve a system of linear equations using linear combination (A-REI.6) 	<p>Formulating and solving systems</p> <ul style="list-style-type: none"> Teacher-created systems review quiz 	<ul style="list-style-type: none"> Agile Mind Topic 16: Formulating and solving systems Graphing systems Kuta worksheet CUBES systems

of linear equations	<p>3. Solve a system of linear equations using graphing (8-EE.8 & A-REI.6)</p> <p>4. Solve a word problem using system of linear equations (8-EE.8c & A-CED.3)</p>		word problems strategy activity
<p>CONTENT</p> <p>Other Methods for solving systems</p> <ul style="list-style-type: none"> Solving systems of linear equations Graphing systems of linear equations 	<p>SKILLS</p> <p>Other Methods for solving systems</p> <ol style="list-style-type: none"> Solve a system of linear equations using substitution (A-REI.6) Solve a system of linear equations using linear combination (A-REI.6) Solve a system of linear equations using graphing (8-EE.8 & A-REI.6) Solve a word problem using system of linear equations (8-EE.8c & A-CED.3) 	<p>ASSESSMENT</p> <p>Other Methods for solving systems</p> <ul style="list-style-type: none"> 1 Teacher-created Friday quiz #1 1-4 Agile Mind End of Unit 6 Assessment 	<p>ACTIVITIES/RESOURCES</p> <ul style="list-style-type: none"> Agile Mind Topic 18: Other Methods for solving systems Solving equations Kuta worksheet Teacher-created re-teaching opportunity substitution and linear combination worksheet Agile Mind mid-unit 6 assessment (used as review) Bingo Game
<p>Exponents and Exponential Models</p> <ul style="list-style-type: none"> Laws of exponents Simplifying algebraic expressions with exponents 	<p>Exponents and Exponential Models</p> <ol style="list-style-type: none"> Multiply with exponents (N-RN.2) Divide with exponents (N-RN.2) Simplify expressions with power-to-power exponents (N-RN.2) 	<p>Exponents and Exponential Models</p> <ul style="list-style-type: none"> 1-2 Teacher-created Laws of Exponents Quiz 1-3 Teacher-created Properties of Exponents Quiz 	<p>Agile Mind Topic 19: Exponents and Exponential Models</p> <ul style="list-style-type: none"> YouTube video on laws of exponents: http://www.youtube.com/watch?v=QIZTruut2rQ

CONTENT	SKILLS	ASSESSMENT	ACTIVITIES/RESOURCES
Quadratic models and equations <ul style="list-style-type: none"> Graphing parabolas Quadratic formula Pythagorean Theorem Radicals and Roots 	Quadratic models and equations <ol style="list-style-type: none"> Graph a quadratic function (F-IF.7a) Solve quadratic equations using quadratic formula (A-REI.4) Solve equations that include radicals (A-REI.11) Use the Pythagorean Theorem to find the length of a hypotenuse (A-REI.11) Simplify expressions with radicals (8-NS.2) 	Quadratic models and equations <ul style="list-style-type: none"> 1 Teacher-created Quadratics Quiz 1-5 Agile Mind mid-unit 8 assessment 	Agile Mind topic 22: Quadratic models and equations <ul style="list-style-type: none"> QAR test-taking strategy "Right There" activity QAR test-taking strategy "Putting it Together" activity QAR test-taking strategy "Text & Me" activity Quadratics Test Review Scaffolded quadratic formula worksheet
Polynomial addition and multiplication <ul style="list-style-type: none"> Basic operations with polynomials Degree of a polynomial 	Polynomial addition and multiplication <ol style="list-style-type: none"> Find the degree of a polynomial (A-SSE.1a) Multiply polynomials (A-APR.1) Add and subtract polynomials (A-APR.1) 	Polynomial addition and multiplication <ul style="list-style-type: none"> 1-2 Teacher-created Polynomial Multiplication Quiz 1-3 Teacher-created Polynomial Quiz 	Agile Mind topic 23: Polynomial addition and multiplication <ul style="list-style-type: none"> Factoring puzzle Polynomial Review game

CONTENT	SKILLS	ASSESSMENT	ACTIVITIES/RESOURCES
Factoring and Quadratic	Factoring and Quadratic Equations	Factoring and Quadratic Equations	Agile Mind Topic

Equations	<ul style="list-style-type: none"> Factoring polynomials 	<ol style="list-style-type: none"> Factor quadratic expressions. (A-SSE.3a) Solve quadratic equations by factoring (A-REI.4) Identify and make connections among factors, solutions, x-intercepts, and zeros. (A-APR.3 & F-IF.7a) 	<ul style="list-style-type: none"> 1- Teacher-created Friday Quiz 2- Teacher-created Friday Quiz 1-3 Agile Mind End of Unit 8 assessment 	<p>24: Factoring and Quadratic Equations</p> <ul style="list-style-type: none"> Factoring puzzle Factoring trail run Kuta factoring worksheet
Graphing Systems of Inequalities	<ul style="list-style-type: none"> Systems of linear inequalities 	<p>Graphing Systems of Inequalities</p> <ol style="list-style-type: none"> Graph a system of inequalities to find the solution set (A.REI.12) Determine if a given point falls in the solution to a system of inequalities (A.REI.12) 	<p>Graphing Systems of Inequalities</p> <ul style="list-style-type: none"> 1-2 Teacher-created Friday quiz 	<ul style="list-style-type: none"> Teacher-created worksheets Kuta graphing inequalities worksheet
Solving Algebraic Proportions	<ul style="list-style-type: none"> Proportions and cross-multiplying 	<p>Solving Algebraic Proportions</p> <ol style="list-style-type: none"> Solve algebraic proportions by cross-multiplying (A-SSE.2) 	<p>Solving Algebraic Proportions</p> <ul style="list-style-type: none"> 1 Teacher-created Friday quiz 	<ul style="list-style-type: none"> Teacher-created worksheets Kuta algebraic proportions worksheet

CONTENT	SKILLS	ASSESSMENT	ACTIVITIES/RESOURCES
ECA Boot Camp	ECA Boot Camp	ECA Boot Camp	Teacher-created
<ul style="list-style-type: none"> Operations on polynomials Rules of exponents 	<ol style="list-style-type: none"> Solve linear equations (MA-A1.2.1) Solve linear inequalities (MA-A1.2.4) Solve compound linear inequalities (MA-A1.2.5) 	<ul style="list-style-type: none"> 1-3 Teacher-created check-in quiz 4-5 Teacher-created check-in quiz 	<ul style="list-style-type: none"> ECA prep materials Topic 14-21 CTB/McGraw-Hill Practice ECA May

<ul style="list-style-type: none"> • FOIL • Factoring • Solving quadratic equations • Graphing quadratic equations 	<ol style="list-style-type: none"> 4. Solve algebraic proportions (MA.A1.7.2) 5. Solve word problems using equations and inequalities (MA.A1.2.6) 6. Graph a line (MA.A1.4.1) 7. Find the slope and intercepts (MA.A1.4.2) 8. Write the equation of line (MA.A1.4.3) 9. Find the domain and range of a function (MA.A1.3.4) 10. Determine whether a given relationship represents a function (MA.A1.3.3) 11. Interpret a graph (MA.A1.3.2) 12. Solve a system of linear equations using substitution (MA.A1.5.3) 13. Solve a system of linear equations using linear combination (MA.A1.5.4 & MA.A1.5.5) 14. Solve a system of linear equations using graphing (MA.A1.5.1) 15. Solve a word problem using system of linear equations (MA.A1.5.6) 16. Add and subtract polynomials (MA.A1.6.1) 17. Multiply polynomials (MA.A1.6.4) 18. Simplify algebraic expressions with exponents (MA.A1.6.2) 19. Divide polynomials (MA.A1.6.5) 20. Find the greatest common factor of 	<ul style="list-style-type: none"> • 6-11 Teacher-created check-in quiz • 12-15 Teacher-created check-in quiz • 16-20 Teacher-created check-in quiz • 21 Teacher-created check-in quiz • 22-25 Teacher-created check-in quiz • 1- 21 Mastery problems in each topic • Practice ECA 	<p>4, 2012-Version 2 Test ID: 467497</p>
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	<p>a polynomial (MA.A1.6.6)</p> <p>21. Factor binomials and trinomials (MA.A1.6.7)</p> <p>22. Solve quadratic equations by factoring (MA.A1.8.2)</p> <p>23. Graph quadratic functions (MA.A1.8.1)</p> <p>24. Find the intercepts and zeros on a quadratic graph (MA.A1.8.9)</p> <p>25. Solve word problems using quadratic equations (MA.A1.8.7)</p>		
ECA			
<p>Attributions & Reasoning with Quantities</p> <ul style="list-style-type: none"> • Non-routine problems • Scientific notation 	<p>Attributions & Reasoning with Quantities</p> <ol style="list-style-type: none"> 1. Analyze data and represent situations involving exponential relationships. (A-CED.2) 2. Use scientific notation to represent quantities and solve problems. (8-EE.3) 	<p>Attributions & Reasoning with Quantities</p> <ul style="list-style-type: none"> • 1-2 Agile Mind mid-unit 7 assessment 	<p>Agile Mind Topic 20: Attributions & Reasoning with Quantities</p> <ul style="list-style-type: none"> •

CONTENT	SKILLS	ASSESSMENT	ACTIVITIES/RESOURCES
Problem Solving with Exponential Functions <ul style="list-style-type: none"> Interpreting exponential functions 	Problem Solving with Exponential Functions <ol style="list-style-type: none"> Graph exponential functions. (F-IF.4 & F-IF.7) Determine if a table, graph, rule or statement can be represented by a linear or exponential function. (F-LE.2) Understand the roles that the parameters a and b in the general form the exponential function $y = a \cdot b^x$ play in determining the starting points and the growth or decay of the function. (F-BF.3) 	Problem Solving with Exponential Functions <ul style="list-style-type: none"> 1-2 Agile Mind mid-unit 7 assessment 	<ul style="list-style-type: none"> Agile Mind Topic 21: Problem Solving with Exponential Functions
Review/Final Exam	Review/Final Exam	Review/Final Exam	<ul style="list-style-type: none"> Teacher-created review

Attachment Q: Academic Youth Development Curriculum Map

School-Year Academic Youth Development, 2013-2014			
Agile Mind Topics	Time Allotted	Topic Descriptions	Materials
Online services contain comprehensive instruction, assessment, testing, and professional services	Suggested time allotment 1 block ■ 30-45 min		
Throughout this course, students develop expertise in problem-solving and mathematical practices consistent with the Common Core State Standards. In particular, students make sense of problems and persevere in solving them (CCSS Standard for Mathematical Practice 1) and attend to precision (CCSS Standard for Mathematical Practice 6) in constructing viable arguments and critique the reasoning of others (CCSS Standard for Mathematical Practice 3).			
Core Youth Development Content			
1. Building relationships to learn	5 blocks	This topic sets the stage for the Academic Youth Development (AYD) course. Students begin to experience collaboration as a strategy to solve problems. All students are encouraged to participate in a short pre-survey of their attitudes and beliefs.	<ul style="list-style-type: none"> • 6 small balls, beanbags, or Koosh balls per 15 students • 2 balloons per student • Student Activity Sheets • Chart paper and markers • Sticky notes • Diy spaghetti and miniature marshmallows
2. Your brain changes when you learn	4 blocks	This topic introduces students to the ideas of malleable intelligence and brain growth through learning.	<ul style="list-style-type: none"> • Colored ribbon or armbands to mark students as belonging to one of two groups • Student Activity Sheets • Chart paper and markers • Sticky notes
3. How effort affects your brain	6 blocks	Students learn about the concept of working harder to get smarter, and they apply this idea to their other classes.	<ul style="list-style-type: none"> • Student Activity Sheets • Chart paper and markers • Sticky notes • Modeling clay • Wire or pipe cleaners
4. The learning experience	4 blocks	This topic focuses on the experience of learning and feelings associated with learning, building upon the previous topic in which students learned that they can get smarter with hard work and effective strategies.	<ul style="list-style-type: none"> • Student Activity Sheets • 250 matchsticks or toothpicks per 15 students • Chart paper and markers • Sticky notes
5. Thinking about thinking	4 blocks	In the previous topic, students learned that effort was the route to increased intelligence. In this topic, students learn that not all effort is equal, and discover specific strategies they can use to ensure that they are using effective effort as they learn.	<ul style="list-style-type: none"> • Student Activity Sheets • Chart paper and markers • 1 Towers of Hanoi game per 2-3 students (optional) • Computers with internet access (1 per group)

School-Year Academic Youth Development, 2013-2014			
Agile Mind Topics	Time Allotted	Topic Descriptions	Materials
Online services contain comprehensive instruction, assessment, testing, and professional services	Suggested time allotment 1 block • 30-45 min		
6. Staying motivated	5 blocks	This topic deals with understanding motivation and exploring strategies that help maintain motivation. Students learn that setting goals can support effective effort and learning, even in the face of challenging problems such as the one they tackle in this topic.	<ul style="list-style-type: none"> • Student Activity Sheets • Chart paper and markers
7. Your mindset	5 blocks	In this topic, students explore how holding the belief that they can get smarter with hard work and effective effort can impact their motivation and achievement. This topic introduces students to the ideas of attribution theory by exploring productive and counterproductive mindsets and the reasons students give for their successes and challenges.	<ul style="list-style-type: none"> • Student Activity Sheets • Chart paper and markers
8. What is good communication?	6 blocks	This topic allows students to reflect on what they have learned in this course and see that effective communication is a key part of becoming an effective learner. Communication will prove to be an important aspect of students' academic identities. Students will also learn to be a productive part of their learning community in each of their classes.	<ul style="list-style-type: none"> • Student Activity Sheets • Chart paper and markers
9. Communicating in your learning community	5 blocks	In this topic, students participate in role-playing activities to strengthen and apply strategies for effective communication.	<ul style="list-style-type: none"> • Student Activity Sheets
10. Making it personal	6 blocks	In this topic, students internalize the ideas they have been learning about in this course, including the malleability of intelligence and the importance of effective effort. Students begin by writing a personal letter and end with a presentation that can be made to other students at the school.	<ul style="list-style-type: none"> • Student Activity Sheets • Chart paper and markers • Video camera (optional)
11. Applying AYD in your classes	4 blocks	This topic will help students consolidate the ideas they have been learning about in this course and think about how what they are learning in this class can help them become a more effective learner in all of their classes. All students are encouraged to participate in a short post-survey of their attitudes	<ul style="list-style-type: none"> • Student Activity Sheets • Chart paper and markers

School-Year Academic Youth Development, 2013-2014			
Agile Mind Topics	Time Allotted	Topic Descriptions	Materials
Online services contain comprehensive instruction, assessment, testing, and professional services	Suggested time allotment 1 block ■ 30-45 min		
Problem-solving content			
12. Problem solving using AYD Ideas	5 blocks	Students apply the ideas learned in this course to problems involving recognizing patterns, algebraic thinking, and geometric dissections.	<ul style="list-style-type: none"> • Student Activity Sheets • Chart paper and markers • Computers with internet: access
13. Developing persistence	6 blocks	The materials in this topic support students as they work through a structured set of problems that allow all students to experience success in the first levels and experience significant challenge in the higher levels. The idea is that all or most students will struggle with one or more levels in the scenario.	<ul style="list-style-type: none"> • Student Activity Sheets • Chart paper and markers • Computers with internet: access
14. Mini forensic science problem	4 blocks	Students solve a problem from forensics. They must sift through clues and different representations of data to find a satisfactory solution. Students focus on the importance of assembling and presenting evidence to justify conclusions. They learn that not every problem has a clear-cut and definite solution, and they see that being able to defend a solution is an important part of the problem-solving process.	<ul style="list-style-type: none"> • Student Activity Sheets • Chart paper and markers • Computers with internet: access
15. Complex forensic science problem	7-10 blocks	Students continue to strengthen their communication and problem-solving skills as they collaborate to find a solution to the complex problem. Students also develop group presentations to explain and justify their reasoning and solution strategies, and to link what they learned about growing the brain, effective effort, and communication to the way they solved the complex problem.	<ul style="list-style-type: none"> • Student Activity Sheets • Graphing calculators (optional) • Algebra tiles • Chart paper • Markers • Computers with internet: access

Attachment R: Job Descriptions – Francis Marion Academy

- School Director
- Dean of Students
- Life Coach
- Career & Technical Education Specialist
- Superintendent (MCJDC)
- Assistant Superintendent (MCJDC)
- Youth Manager (MCJDC)

Francis Marion Academy

Qualification and Duties **SCHOOL DIRECTOR**

Reports to: Alternatives in Education, Inc. Board of Directors **FLSA Status:** Exempt

Francis Marion Academy is seeking an outstanding School Director to act as the head of school for the 2014-2015 school year.

School Description

Francis Marion Academy is a new public charter school serving students in grades 9-12 and youth who are detained in the Marion County Juvenile Detention Center (MCJDC). The school's first year of operation will be the 2014-2015 school year, during which time it will solely operate the Hillside Academy program located in the MCJDC. Beginning in the 2015-2016 school year, the school will expand to provide full-scale high school educational services to students at the full-time Francis Marion Academy, as well as its Hillside Academy program being operated within the MCJDC.

The mission of the Francis Marion Academy is to nurture positive change in the lives of our city's highest-risk youth by providing them with the skills to become positive contributors to the community. The school is designed to provide students who have been in the juvenile justice system, have been expelled, or are at risk for expulsion with highly structured opportunities to complete high school and earn an industry-recognized credential.

Francis Marion Academy is designed to ensure a seamless transition from the Hillside Academy located at the Marion County Juvenile Detention Center to a more permanent educational setting that focuses on preparing students for life after high school. Whereas no other school in Marion County is open to students serving an active expulsion, Francis Marion Academy will accept all students, including students who are expelled. While enrolled at Francis Marion Academy, students will receive positive behavior support, gain life skills, work toward earning a high school diploma, and make progress toward earning an industry-recognized credential.

Position Summary

The School Director will be the instructional leader of Francis Marion Academy. The Director will work closely with the Superintendent and Assistant Superintendent of the MCJDC, along with probation officers and Marion County Superior Court officials. The Director is responsible for seeing that the school is meeting its educational and organizational goals and provides support and leadership to all teachers and support staff in the school. The Director will act as the head of school and will maintain and develop professional relationships with the Board of Directors, the school's authorizer, staff, and community partners and community engagement.

Education

Bachelor's degree in relevant field required, Master's degree preferred

Qualifications

- Current Indiana Administrator's license
- 5+ years in a school-related leadership role
- Prior experience successfully managing professionals
- Familiarity with educating students in an urban environment
- Familiarity with educating students within a juvenile justice environment
- Strong communicator at a variety of levels
- Ability to use sound judgment and handle difficult situations in a professional manner

Essential Duties and Responsibilities

Management

- Supervises and manages all teachers and instructional aids
- Provides daily oversight of all functions of the school (except for those non-academic functions related to Hillside Academy)
- Ensure the school is meeting all educational and organizational goals
- Work with probation officers and to Marion County Superior Court officials to create and maintain a safe educational environment for all students and staff
- Works closely with the Dean of Students to create and maintain a safe educational environment for all scholars and staff

Academic

- Ensure appropriate implementation and management of the school's educational objectives
- Provide oversight in the day-to-day implementation of the school's educational model and curriculum
- Evaluate the instructional performance of teachers
- Provide teachers with constructive formal and informal feedback on instructional practices
- Assist teachers in setting priorities and implementing effective teaching strategies
- Review and analyze key student performance indicators and assist teachers in identifying and implementing needed interventions

Operations

- Ensures that all activities of the school are conducted in accordance with all applicable state and federal laws
- Ensures compliance with all reporting to the State and the school's authorizer
- Works closely with the Board of Directors to ensure effective management of the school
- Attends all meetings of the Board of Directors and provides routine and non-routine updates
- Advises the Board of Directors on the need for new and/or revised school policies
- Assists the Board of Directors to contract with and manage vendors
- Coordinates late starts, snow days, and make-up days for the school

Francis Marion Academy

Qualification and Duties

DEAN OF STUDENTS

Reports to: School Director

FLSA Status: Exempt

Francis Marion Academy is seeking an outstanding Dean of Students to act as the interface between students, their families and the school and to handle student discipline issues for the 2015-2016 school year.

School Description

Francis Marion Academy is a new public charter school serving students in grades 9-12 and youth who are detained in the Marion County Juvenile Detention Center (MCJDC). The school's first year of operation will be the 2014-2015 school year, during which time it will solely operate the Hillside Academy program located in the MCJDC. Beginning in the 2015-2016 school year, the school will expand to provide full-scale high school educational services to students at the full-time Francis Marion Academy, as well as its Hillside Academy program being operated within the MCJDC.

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Position Summary

The Dean of Students will serve as the primary interface between the school and students' homes and maintain timely, consistent and effective communication with parents/guardians. The Dean will work to create and maintain a safe learning environment for all students and staff and oversee student discipline issues. The Dean of Students will maintain frequent communication with the Marion County Probation Office and engage students' probation officers in student discipline issues, as needed.

Education

Bachelor's degree in relevant field required

Qualifications

- 5+ years in a school-related leadership role or in public safety
- Familiarity with educating students in an urban environment
- Familiarity with educating students within a juvenile justice environment
- Knowledge of positive behavioral interventions and support
- Knowledge of creating and implementing student behavior expectations
- Knowledge of conflict resolution strategies
- Ability to use sound judgment and handle difficult situations in a professional manner
- Ability to build positive relationships with students, staff, parents and community members

Essential Duties and Responsibilities

- Provide oversight of non-academic concerns regarding students

- Manage and enforce school behavior expectations
- Assist staff with the creation and alignment of classroom student behavioral expectations and classroom management plans
- Confer with students and parents and administer appropriate consequences for misbehavior
- Manage the documentation of student behavior, including communicating with the Marion County Court system, as appropriate
- Compile, analyze, and share student discipline data regularly, and use that data to recommend new and improved policies
- Serve as the primary interface between the school and students' homes
- Work with the School Director to create and maintain a safe learning environment
- Other duties as assigned

Francis Marion Academy

Qualification and Duties

LIFE COACH

Reports to: School Director

FLSA Status: Exempt

Francis Marion Academy is seeking an outstanding Life Coach to promote continued student engagement and assist students in overcoming barriers to their educational progress for the 2015-2016 school year.

School Description

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Position Summary

The Life Coach will promote continued student engagement in Francis Marion Academy. He/she will facilitate the team relationship and meet individually with students to assist in overcoming barriers to each student's educational progress. Through these problem solving sessions, the Coach will suggest ways in which each student can overcome his/her barriers and continue educational progress. Additional responsibilities include: assisting with student orientation, assessing life experiences, determining education tracks with instructional staff, and connecting students with supportive services to ensure success. The position will work with the instructional team in meeting the educational objectives and adhering to the Indiana State Standards.

Education

Bachelor's degree in relevant field required

Qualifications

- 2+ years' experience in mentoring, counseling, advising, or related field
- Familiarity with educating students in an urban environment
- Outstanding model for success
- Awareness of community resources
- Strong planning and organization skills, independent, self-manager
- Ability to build positive relationships with students, staff, parents and community members
- Requires occasional local travel/transporting individuals– valid driver's license, up-to-date auto insurance, and good driving record required

Essential Duties and Responsibilities

- Assesses student life experiences for non-academic needs
- Identifies and connects students to community resources to remove barriers and support academic and/or personal goals
- Initiate and maintain contact with key community partners to enhance the menu of support services provided to students
- Assists teacher in developing student's individual learning plans
- Provides support and maintains open communication with teachers and staff
- Becomes part of a reliable alliance and is able to connect emotionally and socially with students
- Works closely with leadership and instructional staff to support student success
- Other duties as assigned

Francis Marion Academy

Qualification and Duties

CAREER & TECHNICAL EDUCATION SPECIALIST

Reports to: School Director

FLSA Status: Exempt

Francis Marion Academy is seeking an outstanding Career and Technical Education (CTE) Specialist to build relationships, systems, and programs to ensure that students graduate with a realistic career plan for the 2015-2016 school year.

School Description

Francis Marion Academy is a new public charter school serving students in grades 9-12 and youth who are detained in the Marion County Juvenile Detention Center (MCJDC). The school's first year of operation will be the 2014-2015 school year, during which time it will solely operate the Hillside Academy program located in the MCJDC. Beginning in the 2015-2016 school year, the school will expand to provide full-scale high school educational services to students at the full-time Francis Marion Academy, as well as its Hillside Academy program being operated within the MCJDC.

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Position Summary

The CTE Specialist will build relationships, systems, and programs to ensure that each student graduates with a realistic career plan and is connected to the appropriate postsecondary education. The CTE Specialist will be instrumental in the implementation of a comprehensive foundational career-development program, which will allow for intentional advisement of students on regarding their secondary and postsecondary plans. The CTE Specialist will develop and facilitate an industry-based advising board of community partners. The CTE Specialist will interact with students, graduates/alum, post-secondary admissions counselors, industry professionals and school staff.

Education

Bachelor's degree in relevant field required

Qualifications

- 2+ years' experience working in a secondary or higher education setting, and/or career counseling
- Familiarity with educating students in an urban environment
- Knowledge of career/vocational theories, career educational program development, and community resources/employers
- Training in guidance or career/technical education, highly desirable
- Established network of representatives in business and industry
- Requires occasional local travel/transporting individuals– valid driver's license, up-to-date auto insurance, and good driving record required

Essential Duties and Responsibilities

- Work with industry advisory board to develop more student exposure to the world of work, including on-the-job opportunities, internships or job shadowing and other experiential learning for career pathways
- Make sound recommendations on student placement into internships and job opportunities
- Conduct, gather and coordinate the development of research and performance measures for credential completion, educational attainment and efforts that bridge educational systems for career path employment
- Demonstrate a culture of innovation and responsiveness to meet the current workforce development needs of students and businesses
- Strengthen the links between a career pathways system to align job training and education programs to jobs that are in demand or likely to grow in the immediate future in the local market
- Research, gather and report current labor market and demographic information examining the current education and workforce system for gaps and alignments
- Oversee and support students in all certification classes they attend
- Other duties as assigned

MARION COUNTY
CLASSIFICATION SPECIFICATION

POSITION TITLE	AGENCY/DIVISION	POSITION NUMBER
Superintendent of Detention Center	Juvenile Division- Marion Superior Court	
IMMEDIATE SUPERVISOR:		
Supervising Judge		
CLASSIFICATION SUMMARY:		
Under the general supervision of the Supervising Judge assigned to the Detention Center along with Marion Superior Court Judiciary, provides a safe and secure environment for a 144-bed Juvenile Detention Center. Assists with the overall planning, organization, operation of the juvenile detention facility including staffing and supervision of personnel and facilities. Responsibilities include: financial, personnel, programs, training, and maintenance of building/grounds of the Detention Center.		

TASK NO.	TASK STATEMENTS	FREQUENCY	BAND/ GRADE
1.	Assures that security and safety standards are maintained and any noted irregularities are aggressively and promptly reported and remedied.		
2.	Monitors and provides daily direction to detention center personnel and all related activities.		
3.	Promptly reviews all incident reports and complaints received from youth, parents, employees and the general public and responds accordingly.		
4.	Promptly reviews and responds to reports, requests, mandates, and administrative orders related to juvenile detention.		
5.	Supervises the preparation and maintenance of daily and periodic reports.		
6.	Assists in preparation of budget requests and maintaining the parameters of the current-year budget, working collaboratively with Marion Superior Court Human Resource and Fiscal Managers as well as the Supervising Judge		

7.	Supervise maintenance and operation of the following: housekeeping, laundry, safety and security, medical, school, food service, automation, purchasing and inventory.		
8.	Timely filing of mandatory reports to appropriate outside agencies, and insure compliance with State and Federal standards.		
9.	Works a defined percentage of non-traditional hours to be determined in agreement with the Supervising Judge to assure that all shifts within the week are efficiently operational.		
10.	Maintain responsive, fair, consistent and ethical standards of discipline.		
11.	Directs personnel interviewing and selection of new hires and evaluating performance.		
12.	Evaluates staff performance on an on-going scheduled and consistent basis. Recommends training needs for deficient performance identified during this process.		
13.	Establishes programming which is evidence-based and shows a marked impact on reducing delinquency and improving cognitive skills.		
14.	Stays abreast of national trends within the Detention industry and makes related operational recommendations for change and improvement.		
15.	Insures quality and diverse recreational opportunities for the detained youth.		
16.	Maintains a constant focus on Detention bed-space capacity and works creatively to develop alternative programs to Detention.		
17.	Works collaboratively and innovatively with Probation Administration.		
18.	Works collaboratively and innovatively with Indianapolis Public Schools to insure quality academic programming which is consistent with the special education needs of delinquent youth.		
19.	Encourages and facilitates the operation of a diverse and innovative volunteer program.		
20.	Develops and oversees the implementation of a Juvenile Detention Advisory Board.		
21.	Responsibly works with other agencies, parents, citizen groups, law enforcement, treatment community, academic community and general public to improve overall Detention programming.		

22.	Prioritizes timely and accurate communications to the Supervising Judge and Judiciary.		
23.	Develops, interprets, and effectively communicates Detention Center policies and procedures.		
24.	Other duties as assigned.		
MINIMUM QUALIFICATIONS:			
<p>Master's Degree from an accredited academic institution in Criminal Justice, Public Administration, Social Work, Counseling or a related field preferred. The equivalent of eight years, increasingly responsible, full time experience in a community corrections or secure corrections capacity. Minimum of four years administrative experience on the Deputy level or above within a secure Juvenile Detention/Correctional Facility. Strong organizational and communication skills, both written and verbal, with excellent public speaking skills. Strong automation skills. Proven experience/knowledge of: principles of personnel administration, and ethics and laws governing Detention Administration. Experience with budget analysis and control a must. The ability to exercise tact and consistency in providing disciplinary responses to employees essential, and the ability to analyze reports and statistics accurately in order to insure program and facility efficiency and effectiveness; Must be a resident of Marion County within six months of employment and pass a criminal background investigation and pre-employment drug screen.</p>			

Name: _____

Date: _____

MARION COUNTY
CLASSIFICATION SPECIFICATION

POSITION TITLE	AGENCY/DIVISION	POSITION NUMBER
Assistant Superintendent	Marion Superior Court- Juvenile Division	E160A
IMMEDIATE SUPERVISOR:		
Superintendent		
CLASSIFICATION SUMMARY:		
<p>Incumbent acts as a highly responsible administrator by directing, managing and supervising the center's operations and custodial functions. Incumbent may develop, interpret and implement operational procedures, and post orders. Incumbent ensures adherence to all policies and procedures relevant to operations and security. He/she will operate within the confines of established guidelines with regard to budget, Marion County policies, State and Federal law, American Correctional Association (ACA) standards, and National Commission on Correctional Health Care (NCCHC) standards. Incumbent manages a large staff, which includes security, unit team, classification and laundry. Incumbent reports to the Superintendent and directs the management of the facility in the Superintendent's absence. Performs duties with occasional supervision.</p>		

TASK NO.	TASK STATEMENTS
1.	Directs the formulation and installation of policy, rules & regulations pertaining to the custody & care of detention center youths.
2.	Assists the Superintendent in administering all phases of the detention center programs.
3.	Works closely with Fiscal Director in all areas of finance to include developing biennial budget, facility ordering, and payments to vendors are made timely.
4.	Supervises Quality Assurance Manager to ensure compliance in all health & safety issues relevant to facility operations.
5.	Makes routine inspection tours of the detention center & reports on equipment, cleanliness, sanitation & operating efficiency of the facility.
6.	Systematically and efficiently manage contract creation, execution, and analysis for the purpose of maximizing

	financial and operational performance.
7.	Provides oversight to current contracts to ensure adherence to obligations of contractor and contracted. Provides mediation when needed between contractual and facility staff.
8.	Utilizes all subordinate staff in an efficient manner, making certain that strategic posts & assignments are always covered & that this will be done in the most cost-effective & least restrictive manner.
9.	Provides input regarding facility staffing needs in Operations areas to ensure effective establishment and modification as need arises.
10.	Works closely with human resources manager in all areas of personnel to include developing recruitment plans and employee retention plans, terminations & performance appraisals.
11.	Works closely with Building Authority to ensure identification, documentation & needed repairs for maintenance of security of facility.
12.	Supervises Safety Hazard Manager to ensure compliance in all health & safety issues relevant to facility operations.
13.	Coordinates activities with IMPD, and other law enforcement agencies that pertain to the security of the detention center.
14.	Intervenes as per policy & procedure in critical incidents preventing injury, escape and/or property damage.
15.	Monitor, evaluate and modify program policies, procedures, and guidelines to ensure soundness as well as compliance with DOC, ACA, NCCHC, etc. standards.
16.	Supervises designated staff to assure compliance with the American Correctional Association (ACA) standards.
17.	Participates in the development of policies, procedures & directives for applicability to the facility.
18.	Evaluates proposed policy and/or post order changes for soundness and application to the area affected.
19.	Reviews, evaluates & investigates, when necessary, incidents that have occurred within the confines or boundaries of the detention center. Incidents, reports & recommended actions are directed to the Superintendent. May be required to impose disciplinary action on subordinate staff.
20.	Acts as a consultant to the entire staff, clarifying any issues, disputes or procedural questions.
21.	Assists in the training of staff and presentation of facility operations & programs to the media, City/County officials and concerned public.
22.	Develops community contacts and ensure positive, proactive relationship with the community to foster youth reintegration within the community.
23.	May be called upon to address the media if needed.
24.	Participates in developing, establishing & implementing facility policies, procedures & objectives.
25.	Formulates operating procedures for areas of assignment & recommends custodial & operational improvements to Superintendent.
26.	Exercises responsibility for the discipline of youths housed within the facility & assures that discipline of youths

	is in compliance with the Marion County Juvenile Center policy.
27.	Confers with youths & their families on such things as security, programs & discipline issues.
28.	Represent the detention center in public speaking engagements, explaining mission and goals to ensure the detention center plays a vital role in the community.
29.	Supervise subordinate administrators in the delivery of their respective program areas, coaching, evaluating, clarifying and interpreting policies and program procedures, resolving disputed issues, disciplining as needed, and offering professional development opportunities.
30.	Develop, evaluate and monitor biennial budget for operations areas.
31.	Acts as Superintendent in his/her absence.
32.	Performs additional duties as assigned.

QUALIFICATIONS:	
<p>Extensive knowledge of security practices & operations pertaining to a modern Juvenile Detention environment. Specialized knowledge of Federal & State employment law and the Marion County Human Resources Department's policy & procedure. Thorough knowledge of the laws, regulations & court decisions affecting the Marion County Juvenile Detention Center. Must possess specialized, above average knowledge of Marion County Juvenile Detention policy and procedure General knowledge of the principals of public administration. Possesses the ability to supervise, plan, organize & coordinate the responsibilities & activities of detention center staff. Ability to recognize, analyze and to formulate solutions to problems of unprecedented nature. Ability to enforce custody, security, safety & disciplinary measures. Ability to speak before professional & lay groups regarding juvenile detention center programs. Ability to work with different agencies or outside groups. Must possess knowledge and skills to develop and implement goals and objectives in the areas of operations, classification, unit team & security. Must possess strong supervisory skills. Above average ability to effectively communicate – both orally and in writing. Ability to tactfully gain information and cooperation from others Above average knowledge of the detention center organization, chain of command and office procedures and confidentiality needs Working knowledge of the functions of other agency departments, City/County Building, and contractual entities Above average knowledge of safety and security procedures. Ability to abide by the Marion County Standards of Conduct. Ability to operate all applicable office and safety equipment. Ability to accept supervision and constructive feedback. Ability to fairly, firmly, and consistently supervise subordinate staff. Ability to function as a team leader. Ability to adhere to agency dress code and/or grooming standards. Ability to work within a culturally diversified environment. Ability to test negative on all drug tests. Ability to successfully complete all required training, maintaining current certifications (CPR, etc.) Ability to work under emergency conditions Possession of above average knowledge of conflict resolution and crisis intervention techniques Ability to work long hours when required. Working knowledge of basic street slang and security threat groups.</p>	

MINIMUM QUALIFICATIONS

Minimum of a Bachelor's Degree in appropriately related field.. Additional/equivalent experience may substitute for education requirement. Two years' experience in a direct service role in corrections or other human service program, preferably one serving youth; a background including work with youth in a secure setting desirable. Knowledge of basic human development issues as they relate to youth. Knowledge of the child welfare and juvenile justice systems. Good oral and written communication skills.

Signature

Date

Printed Name

MARION COUNTY
CLASSIFICATION SPECIFICATION

POSITION TITLE Youth Manager	AGENCY/DIVISION Marion Superior Court- Juvenile Division	
IMMEDIATE SUPERVISOR: Shift Supervisor		
CLASSIFICATION SUMMARY: To provide custody of youth detained in the Marion County Juvenile Detention Center in a safe, secure, and humane atmosphere, and in such a manner as to ensure their day-by-day and moment-by-moment basic physical, emotional, and psychological safety.		

TASK NO.	TASK STATEMENTS
1.	To provide crisis and supportive guidance to youth for the purpose of responding in a caring and nurturing manner to their emotional needs.
2.	To assist youth in meeting their psychological, emotional, physical, and social needs through appropriate referral to psychology, social services, chaplain, clinic, or other Juvenile Court services.
3.	To supervise the meeting of youths' basic needs in the areas of personal hygiene, laundry, dining, and housekeeping of the living unit, thereby teaching basic social and living skills. To supervise timely movement through the daily routine of wake up, showering, housekeeping, laundry, mealtimes, educational, recreational, and other activities. To provide direct visual supervision of youth, with special attention to their physical whereabouts and emotional mood at all times.
4.	To provide preventive intervention in warding off potential conflicts between youth; in the event of verbal or physical conflict, to provide effective crisis intervention to resolution.
5.	To monitor youth at risk (Pink Card, Blue Card) or in confinement according to the prescribed procedures. To communicate information verbally and in writing regarding youths' adjustment to other professionals in the Marion Superior Court, Juvenile Division system. To complete prescribed reports and other paperwork accurately, neatly, and in a timely fashion.
6.	Other duties as assigned.

MINIMUM QUALIFICATIONS:

High School Diploma or equivalent with College degree in human services related area or equivalent experience preferred. Must be 21 years of age. Good interpersonal relationship skills. Knowledge of basic human development issues as they relate to youth. Good oral and written communication skills.

Signature_____

Date_____

Attachment S: Job Descriptions – Public Safety Academy

- School Director
- Dean of Students
- Life Coach
- Career & Technical Education Specialist

Public Safety Academy

Qualification and Duties

SCHOOL DIRECTOR

Reports to: Alternatives in Education, Inc. Board of Directors

FLSA Status: Exempt

Public Safety Academy is seeking an outstanding School Director to act as the head of school for the 2016-2017 school year.

School Description

The mission of the Public Safety Academy is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation's safest and most desirable cities.

Public Safety Academy is a school focused on preparing students to be academically and professionally fit for careers in the public safety field. Public Safety Academy's rich academic program features a standards-based curriculum with a focus on preparing students to successfully enter career paths or further study in the field of public safety upon graduation from high school.

Position Summary

The School Director will be the instructional leader of Public Safety Academy. The Director is responsible for seeing that the school is meeting its educational and organizational goals and provides support and leadership to all teachers and support staff in the school. The Director will act as the head of school and will maintain and develop professional relationships with the Board of Directors, the school's authorizer, staff, and community partners and community engagement.

Education

Bachelor's degree in relevant field required, Master's degree preferred

Qualifications

- Current Indiana Administrator's license
- 5+ years in a school-related leadership role
- Prior experience successfully managing professionals
- Familiarity with educating students in an urban environment
- Strong communicator at a variety of levels
- Ability to use sound judgment and handle difficult situations in a professional manner

Essential Duties and Responsibilities

Management

- Supervises and manages all teachers and instructional aids
- Provides daily oversight of all functions of the school
- Ensure the school is meeting all educational and organizational goals
- Works closely with the Dean of Students to create and maintain a safe educational environment for all scholars and staff

Academic

- Ensure appropriate implementation and management of the school's educational objectives
- Provide oversight in the day-to-day implementation of the school's educational model and curriculum
- Evaluate the instructional performance of teachers
- Provide teachers with constructive formal and informal feedback on instructional practices
- Assist teachers in setting priorities and implementing effective teaching strategies

- Review and analyze key student performance indicators and assist teachers in identifying and implementing needed interventions

Operations

- Ensures that all activities of the school are conducted in accordance with all applicable state and federal laws
- Ensures compliance with all reporting to the State and the school's authorizer
- Leads the school's student recruitment and retention efforts
- Works closely with the Board of Directors to ensure effective management of the school
- Attends all meetings of the Board of Directors and provides routine and non-routine updates
- Advises the Board of Directors on the need for new and/or revised school policies
- Assists the Board of Directors to contract with and manage vendors
- Coordinates late starts, snow days, and make-up days for the school

Public Safety Academy

Qualification and Duties **DEAN OF STUDENTS**

Reports to: School Director

FLSA Status: Exempt

Public Safety Academy is seeking an outstanding Dean of Students to act as the interface between students, their families and the school and to handle student discipline issues for the 2016-2017 school year.

School Description

The mission of the Public Safety Academy is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation's safest and most desirable cities.

Public Safety Academy is a school focused on preparing students to be academically and professionally fit for careers in the public safety field. Public Safety Academy's rich academic program features a standards-based curriculum with a focus on preparing students to successfully enter career paths or further study in the field of public safety upon graduation from high school.

Position Summary

The Dean of Students will serve as the primary interface between the school and students' homes and maintain timely, consistent and effective communication with parents/guardians. The Dean will work to create and maintain a safe learning environment for all students and staff and oversee student discipline issues.

Education

Bachelor's degree in relevant field required

Qualifications

- 5+ years in a school-related leadership role or in public safety
- Familiarity with educating students in an urban environment
- Knowledge of positive behavioral interventions and support
- Knowledge of creating and implementing student behavior expectations
- Knowledge of conflict resolution strategies
- Ability to use sound judgment and handle difficult situations in a professional manner
- Ability to build positive relationships with students, staff, parents and community members

Essential Duties and Responsibilities

- Provide oversight of non-academic concerns regarding students
- Manage and enforce school behavior expectations
- Assist staff with the creation and alignment of classroom student behavioral expectations and classroom management plans
- Confer with students and parents and administer appropriate consequences for misbehavior
- Manage the documentation of student behavior
- Compile, analyze, and share student discipline data regularly, and use that data to recommend new and improved policies
- Serve as the primary interface between the school and students' homes
- Work with the School Director to create and maintain a safe learning environment
- Other duties as assigned

Public Safety Academy

Qualification and Duties

LIFE COACH

Reports to: School Director

FLSA Status: Exempt

Public Safety Academy is seeking an outstanding Life Coach to promote continued student engagement and assist students in overcoming barriers to their educational progress for the 2016-2017 school year.

School Description

The mission of the Public Safety Academy is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation's safest and most desirable cities.

Public Safety Academy is a school focused on preparing students to be academically and professionally fit for careers in the public safety field. Public Safety Academy's rich academic program features a standards-based curriculum with a focus on preparing students to successfully enter career paths or further study in the field of public safety upon graduation from high school.

Position Summary

The Life Coach will promote continued student engagement in Public Academy. He/she will facilitate the team relationship and meet individually with students to assist in overcoming barriers to each student's educational progress. Through these problem solving sessions the Coach will suggest ways in which each student can overcome barriers and continue educational progress. Additional responsibilities include: assisting with student orientation, assessing life experiences, determining education tracks with instructional staff, and connecting students with supportive services to ensure success. The position will work with the instructional team in meeting the educational objectives and adhering to the Indiana State Standards.

Education

Bachelor's degree in relevant field required

Qualifications

- 2+ years' experience in mentoring, counseling, advising, or related field
- Familiarity with educating students in an urban environment
- Outstanding model for success
- Awareness of community resources
- Strong planning and organization skills, independent, self-manager
- Ability to build positive relationships with students, staff, parents and community members
- Requires occasional local travel/transporting individuals – valid driver's license, up-to-date auto insurance, and good driving record required

Essential Duties and Responsibilities

- Assesses student life experiences for non-academic needs
- Identifies and connects students to community resources to remove barriers and support academic and/or personal goals
- Initiates and maintain contact with key community partners to enhance the menu of support services provided to students
- Provides support and maintains open communication with teachers and staff
- Becomes part of a reliable alliance and is able to connect emotionally and socially with students
- Works closely with leadership and instructional staff to support student success
- Other duties as assigned

Public Safety Academy

Qualification and Duties

CAREER & TECHNICAL EDUCATION SPECIALIST

Reports to: School Director

FLSA Status: Exempt

Public Safety Academy is seeking an outstanding Career and Technical Education (CTE) Specialist to build relationships, systems, and programs to ensure that students graduate prepared to enter into employment or a public safety training program for the 2016-2017 school year.

School Description

The mission of the Public Safety Academy is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation's safest and most desirable cities.

Public Safety Academy is a school focused on preparing students to be academically and professionally fit for careers in the public safety field. Public Safety Academy's rich academic program features a standards-based curriculum with a focus on preparing students to successfully enter career paths or further study in the field of public safety upon graduation from high school.

Position Summary

The CTE Specialist will build relationships, systems, and programs to ensure that each student graduates with a realistic career plan that is connected to the public safety field. The CTE Specialist will be instrumental in the implementation of a comprehensive foundational career-development program, which will allow for intentional advisement of students on academic diploma tracks and enrollment in public safety training programs. The CTE Specialist will develop and facilitate a public safety-based advising board of community partners. The CTE Specialist will interact with students, graduates/alum, post-secondary admissions counselors, industry professionals and school staff.

Education

Bachelor's degree in relevant field required

Qualifications

- 2+ years' experience working in a secondary or higher education setting, and/or career counseling
- Familiarity with educating students in an urban environment
- Knowledge of career/vocational theories, career educational program development, and community resources/employers
- Training in guidance or career/technical education, highly desirable
- Established network of representatives public safety sectors
- Knowledge of public safety training programs, highly desirable
- Energetic self-starter, comfortable working in a busy, diverse environment
- Requires occasional local travel/transporting individuals– valid driver's license, up-to-date auto insurance, and good driving record required

Essential Duties and Responsibilities

- Work with public safety advisory board to develop more student exposure to the world of work, including job shadowing and other experiential learning for career pathways
- Make sound recommendations on student placement into training programs and job opportunities
- Conduct, gather and coordinate the development of research and performance measures for credential completion, educational attainment and efforts that bridge educational systems for public safety employment

- Demonstrate a culture of innovation and responsiveness to meet the current needs of the public safety sector
- Strengthen the links between the school and public safety training programs
- Research, gather and report current labor market and demographic information examining the current education and public safety workforce for gaps and alignments.
- Oversee and support students in all certification classes or public safety trainings they attend
- Other duties as assigned

Attachment T: Community Partnerships

Name of Organization	Representative from Organization	Address, phone number and email address	Nature of the partnership with the school	Is a letter of support included in the application?
Edna Martin Christian Center	Barato Britt (Deputy Executive Director, Programs)	2605 E. 25 th St Indianapolis, IN 46218 317-637-3776 bbritt94@gmail.com	General support; wraparound services	Yes
Irvington Community School	Robert W. Bowser III (Chief of Police/School Resource Officer)	5751 E. University Ave Indianapolis, IN 46219 317-357 ext. 137 rbowser@ics-charter.org	General support; support engaging students in the public safety field; referral of at-risk students whose behavioral issues may be disrupting their home school's educational environment	Yes
Marion Superior Court Probation Department	Christine Kerl (Chief Probation Officer)	200 E. Washington St Suite T-641 Indianapolis, IN 46204 317-327-3059 Christine.Kerl@indy.gov	General support; support engaging students in the public safety field; work with Francis Marion Academy to assist with discipline issues of students on probation	Yes
MSD of Decatur Township	Nathan Davis (Assistant Superintendent of Schools)	5275 Kentucky Ave Indianapolis, IN 46221 317-856-8565	General support; referral of at-risk students whose behavioral issues may be disrupting their home school's educational environment	Yes

Attachment U: Letters of Support



March 19, 2014

Brandon Brown
Director of Charter Schools
Office of Education Innovation
Office of the Mayor of Indianapolis

Dear Mr. Brown:

I am writing in support of the prospectus and application of the Francis Marion Academy and Public Safety Academy ("PSA") which has been submitted to the Office of Education Innovation of the Indianapolis Mayor. This effort will be led by Alternatives in Education, Inc. which is governed by a diverse group of board members who actively work with youth in the juvenile courts, juvenile detention and residential settings, and public schools.

The Francis Marion Academy seeks to serve the city's highest-risk youth, namely students involved in the juvenile justice system or those serving active expulsions or who are at-risk of expulsion. This school will work with its partners in the juvenile justice system to provide a highly-structured environment, a rich standards-based curriculum and other behavioral and career supports to help students earn a high school diploma and an industry-recognized credential. The Francis Marion Academy will not only provide a point of referral for students exiting the juvenile court system or serving active expulsion - a resource currently absent within the city of Indianapolis - but also will permit area schools to refer at-risk students whose behavioral issues may be disrupting their home school's educational environment. This alternative to expulsion will provide individual students with the opportunity to benefit from an intense level of support and structure, while allowing schools to address behavioral issues without inhibiting the overall academic progress of their student bodies.

PSA's aim is to promote and prepare students for careers in the public safety field. The target students of the PSA may align with those students performing at Francis Marion Academy and in search of a more defined career path as they pursue a high school diploma. However, the PSA, through its robust partnerships with law enforcement and other public safety agencies, will attract a broader range of students from Central Indiana who seek to learn from and partner with members of the public safety sector in a positive, enriching manner and environment.

We fully support the missions of the Francis Marion Academy and PSA and recognize our partnership will not only be mutually beneficial, but also an asset to the Indianapolis community in general. As such, we are committed to working alongside Alternatives in Education to ensure that the students in its schools have every opportunity to pursue a productive educational and career path that helps Indianapolis to build a more productive and safe community.

Sincerely,



Barato Britt
Deputy Executive Director, Programs



*Irvington Community Schools
5751 University Avenue
Indianapolis, IN 46219*

March 17, 2014

Brandon Brown
Director of Charter Schools
Office of Education Innovation
Office of the Mayor of Indianapolis

School Officers

*David J. Nidiffer,
CEO/CFO*

Tim Mulhern, COO

Board of Directors

*Jeffrey M. Løzer
(Chair)*

*Geoffrey Slaughter
(Secretary)*

*John A. Williams
(Treasurer)*

Sheri Rantis

Michael A. Walsh

Advisory Board

*Leslie Hiner
(Former Chair)*

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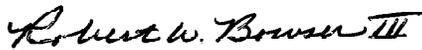
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*The Irvington Way
Be Respectful, Be Responsible, Be Safe, Be Involved and Be Focused*

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Sincerely,



Robert W. Bowser III
Chief of School Police/SRO
Irvington Community Schools
5751 East University Avenue
Indianapolis, IN 46219-6039

(317) 357-3770 ext. 137
rbowser@ics-charter.org

The Irvington Way
Be Respectful, Be Responsible, Be Safe, Be Involved and Be Focused



Metropolitan School District of
Decatur Township
5275 Kentucky Avenue
Indianapolis, IN 46221

317) 856-5265
(317) 856-2156 fax
www.msddecatur.k12.in.us

Brandon Brown
Director of Charter Schools
Office of Education Innovation
Office of the Mayor of Indianapolis

Dear Mr. Brown:

I am writing in support of the prospectus and application of the Francis Marion Academy and Public Safety Academy ("PSA") which has been submitted to the Office of Education Innovation of the Indianapolis Mayor. This effort will be led by Alternatives in Education, Inc. which is governed by a diverse group of board members who actively work with youth in the juvenile courts, juvenile detention and residential settings, and public schools.

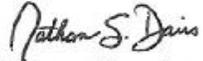
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We fully support the missions of the Francis Marion Academy and PSA and recognize our partnership will not only be mutually beneficial, but also an asset to the Indianapolis community in general. As such, we are committed to working alongside Alternatives in

Education to ensure that the students in its schools have every opportunity to pursue a productive educational and career path that helps Indianapolis to build a more productive and safe community.

Sincerely,

A handwritten signature in black ink that reads "Nathan S. Davis". The signature is written in a cursive style with a large initial "N".

Assistant Superintendent of Schools
MSD of Decatur Township



**MARION SUPERIOR COURT
PROBATION DEPARTMENT**
SERVING THE COURTS AND THE COMMUNITY

March 17, 2014

Brandon Brown
Director of Charter Schools
Office of Education Innovation
Office of the Mayor of Indianapolis

Dear Mr. Brown:

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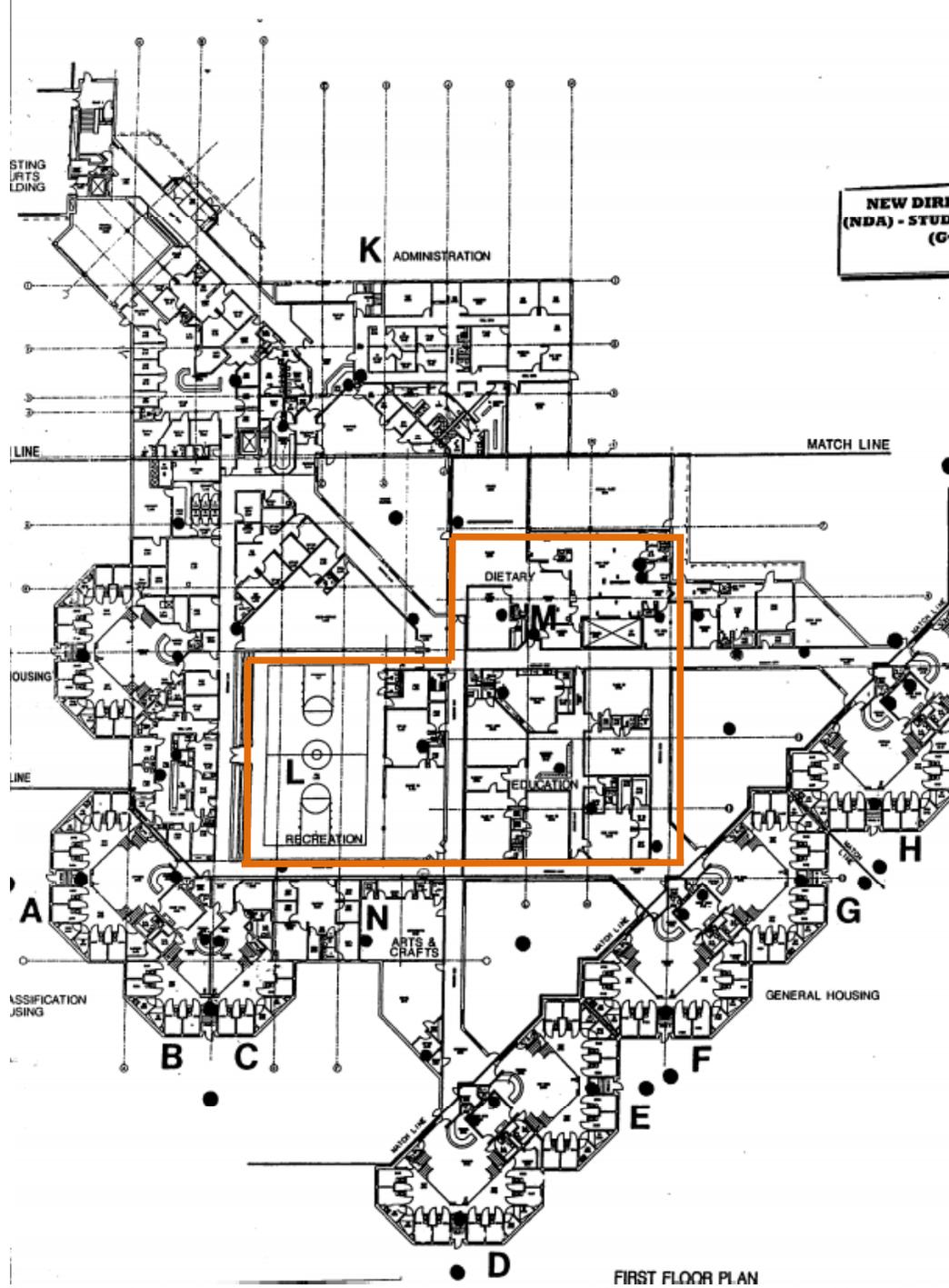
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The department fully supports the missions of the Francis Marion Academy and PSA and recognize our partnership will not only be mutually beneficial, but also an asset to the Indianapolis community in general. As such, we are committed to working alongside Alternatives in Education to ensure that the students in its schools have every opportunity to pursue a productive educational and career path that helps Indianapolis to build a more productive and safe community.

Sincerely,

Christine Kerl
Chief Probation Officer

Attachment V: Marion County Juvenile Detention Center Floor Plan



The area contained in the orange box represents where instruction and Hillside Academy-related activities will take place.

Attachment W: Former IPS School 37 Floor Plan



Third Floor Space Plan



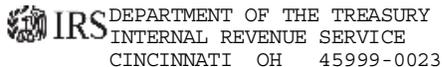
THIRD FLOOR
NOT TO SCALE



37.place

The Heartbeat of
Martindale-Brightwood

501c3 Tax Exemption



DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

Date of this notice: 03-07-2014

Employer Identification Number:
46-5021047

Form: SS-4

Number of this notice: CP 575 E

ALTERNATIVES IN EDUCATION INC
1635 W MICH ST
INDIANAPOLIS, IN 46222

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 46-5021047. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it's very important that you use your EIN along with your complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information shown above isn't correct, please send us the correction using the attached tear-off stub.

Annual filing requirements

Most organizations with an EIN have an annual filing requirement, even if they engage in minimal or no activity.

A. If you are tax exempt, you may be required to file one of the following returns or notices:

- Form 990, Return of Organization Exempt From Income Tax
- Form 990-EZ, Short Form Return of Organization Exempt From Income Tax
- Form 990-PF, Return of Private Foundation
- Form 990-N, e-Postcard (available online only)

Additionally, you may be required to file your annual return electronically.

If an organization required to file a Form 990, Form 990-PF, Form 990-EZ, or Form 990-N does not do so for three consecutive years, its tax-exempt status is automatically revoked as of the due date of the third return or notice.

Please refer to www.irs.gov/990filing for the most current information on your filing requirements.

B. If you are not tax-exempt, you may be required to file one of the following returns:

- Form 1120, U.S. Corporation Income Tax Return
- Form 1041, U.S. Income Tax Return for Estates and Trusts
- Form 1065, U.S. Return of Partnership Income

Please refer to Publication 1635, Understanding Your EIN, for more information about which forms you may be required to file.

Applying for Tax-Exempt Status

Receiving an EIN from the IRS is not the same thing as receiving IRS recognition of tax-exempt status. To apply for formal recognition of tax-exempt status, most organizations will need to complete either Form 1023, *Application for Recognition Under Section 501(c)(3) of the Internal Revenue Code*, or Form 1024, *Application for Recognition of Exemption Under Section 501(a)*. Submit the completed form, all applicable attachments, and the required user fee to:

Internal Revenue Service
PO Box 12192
Covington, KY 41012-0192

Publication 557, *Tax Exempt Status for Your Organization*, has details on the application, process as well as information on returns you may need to file.

Additional information

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you don't have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records. **This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you.** You may give a copy of this document to anyone asking for proof of your EIN.
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax-related correspondence and documents.
- * Provide future officers of your organization with a copy of this notice.

If you have questions about your EIN, you can contact us using the phone number or address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you don't need to write us, please don't complete and return this stub.

Your name control associated with this EIN is ALTE. You will need to provide this information, along with your EIN, if you file your returns electronically.

Thank you for your cooperation.

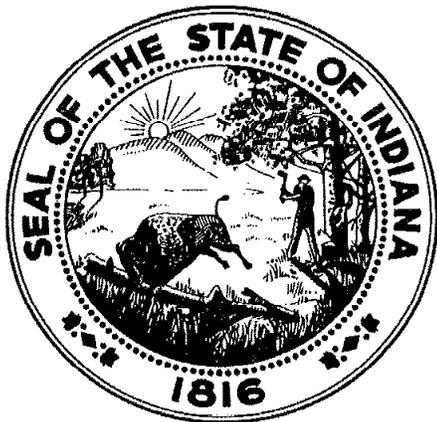
Articles of Incorporation

**State of Indiana
Office of the Secretary of State**

**CERTIFICATE OF INCORPORATION
of
ALTERNATIVES IN EDUCATION, INC.**

I, CONNIE LAWSON, Secretary of State of Indiana, hereby certify that Articles of Incorporation of the above Non-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991.

NOW, THEREFORE, with this document I certify that said transaction will become effective Thursday, March 06, 2014.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, March 6, 2014.

Connie Lawson

CONNIE LAWSON,
SECRETARY OF STATE

APPROVED
AND
FILED
Coraia Hanson
IND. SECRETARY OF STATE

INDIANA SECRETARY OF STATE
RECEIVED

2014 MAR -6 PM 3:34

ARTICLES OF INCORPORATION
OF
ALTERNATIVES IN EDUCATION, INC.

The undersigned incorporator, desiring to form a corporation (the "Corporation") pursuant to the provisions of the Indiana Nonprofit Corporation Act of 1991, as amended (the "Act"), executes the following Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is Alternatives in Education, Inc.

ARTICLE II

Classification of Corporation

The Corporation is a public benefit corporation.

ARTICLE III

Purposes and Powers

Section 3.1. Purposes. The purposes for which the Corporation is formed are:

- (a) To operate a charter school(s) in the state of Indiana in accordance with the provisions of the Indiana Charter Schools Act, Ind. Code 20-24, et. seq., as amended;
- (b) To receive and disburse funds to support the operation of said charter school(s);
- (c) To maintain a regular facility and curriculum and to have a regularly enrolled body of pupils or students in attendance at a place where educational activities will be regularly carried on; and
- (d) In furtherance of the aforesaid purposes, to transact any and all lawful business for which corporations may be incorporated under the Act, provided such business is not inconsistent with the Corporation being organized and operated exclusively for charitable purposes.

Section 3.2. Nonprofit Purposes.

(a) The Corporation is organized and operated exclusively for charitable purposes and its activities shall be conducted in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section 3.1.

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

(c) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on:

(i) By a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws, or

(ii) By a corporation, contributions to which are deductible under Section 170(c)(2), Section 2055(a)(2), or Section 2522(a)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws.

Section 3.3. Powers. Subject to any limitation or restriction imposed by the Act, any other law, or any other provisions of these Articles of Incorporation, the Corporation shall have the power:

(a) To do everything necessary, advisable or convenient for the accomplishment of any of the purposes hereinbefore set forth, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation, and to do all of the things incidental thereto or connected therewith which are not forbidden by law; and

(b) To have, exercise and enjoy in furtherance of the purposes hereinbefore set forth all the general rights, privileges and powers granted to corporations by the Act, as now existing or hereafter amended, and by the common law.

Section 3.4. Limitations on Powers. If the Corporation is or becomes a private foundation (as defined in Section 509(a) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws), the Corporation shall be subject to the following requirements:

(a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the taxes on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws.

(b) The Corporation shall not engage in any act of self-dealing that would subject any person to the taxes imposed on acts of self-dealing by Section 4941 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws.

(c) The Corporation shall not retain any excess business holdings which would subject it to the taxes on excess business holdings imposed by Section 4943 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws.

(d) The Corporation shall not make any investments in such a manner as to subject it to the taxes on investments that jeopardize charitable purposes imposed by Section 4944 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws.

(e) The Corporation shall not make any expenditures which would subject it to the taxes on taxable expenditures imposed by Section 4945 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV

Distribution of Assets on Dissolution

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, distribute all the assets of the Corporation exclusively for the purposes of the Corporation as follows:

First, all remaining funds received by charter schools operated by the Corporation from the Indiana Department of Education ("Department") shall be returned to the Department not more than thirty (30) days following the filing of Articles of Dissolution of the Corporation with the Indiana Secretary of State;

Second, all remaining assets shall be distributed in such manner, or to such organization or organizations organized and operated exclusively for educational or charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws, as the Board of Directors shall determine; and

Third, any such assets not so disposed of shall be disposed of by the Judge of the Circuit Court of Marion County, Indiana, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V

Term of Existence

The Corporation shall have perpetual existence.

ARTICLE VI

Registered Office and Registered Agent

Section 6.1. Registered Office and Registered Agent. The street address of the Corporation's registered office is 1635 W. Michigan St., Indianapolis, IN 46222 and the name of the Corporation's registered agent at that office is Jeffrey M. Lozer.

Section 6.2. Principal Office. The post office address of the principal office of the Corporation is 1635 W. Michigan St., Indianapolis, IN 46222.

ARTICLE VII

No Members

The Corporation shall have no members.

ARTICLE VIII

Board of Directors

Section 8.1. Number and Term of Office. Upon incorporation, the initial Board of Directors shall consist of four (4) directors. Thereafter, the number of directors shall be as specified in or fixed in accordance with the Bylaws of the Corporation; provided, however, that the minimum number of directors shall be three (3). The term of office of a director shall be as specified in the Bylaws; provided, however, that the term of an elected director shall not exceed five (5) years. Directors may be elected for successive terms. Terms of office of directors may be staggered as specified in the Bylaws.

Section 8.2. Qualifications. Each director shall have such qualifications as may be specified from time to time in the Bylaws of the Corporation or as required by law.

Section 8.3. Initial Board of Directors. The names and addresses of the initial Board of Directors of the Corporation are:

<u>Names</u>	<u>Addresses</u>
The Honorable Clark H. Rogers	1635 W. Michigan St., Indianapolis, IN 46222
Charles Parkins	1635 W. Michigan St., Indianapolis, IN 46222
Scott Bess	1635 W. Michigan St., Indianapolis, IN 46222
David Nidiffer	1635 W. Michigan St., Indianapolis, IN 46222

ARTICLE IX

Name and Address of Incorporator

The name and address of the incorporator of the Corporation are:

<u>Name</u>	<u>Address</u>
Jeffrey M. Lozer	1635 W. Michigan St., Indianapolis, IN 46222

ARTICLE X

Indemnification

Section 10.1. Rights to Indemnification and Advancement of Expenses. The Corporation shall indemnify as a matter of right every person made a party to a proceeding because such person is or was:

- (a) a member of the Board of Directors of the Corporation,
- (b) an officer of the Corporation, or
- (c) while a director or officer of the Corporation, serving at the Corporation's request as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, limited liability company, joint venture, trust,

employee benefit plan or other enterprise, whether for profit or not (each an "Indemnitee"),

against all liability incurred by such person in connection with the proceeding; provided that it is determined in the specific case that indemnification of such person is permissible in the circumstances because such person has met the standard of conduct for indemnification specified in the Act. The Corporation shall pay for or reimburse the reasonable expenses incurred by an Indemnitee in connection with any such proceeding in advance of final disposition thereof in accordance with the procedures and subject to the conditions specified in the Act. The Corporation shall indemnify as a matter of right an Indemnitee who is wholly successful, on the merits or otherwise, in the defense of any such proceeding against reasonable expenses incurred by the person in connection with the proceeding without the requirement of a determination as set forth in the first sentence of this paragraph.

Upon demand by a person for indemnification or advancement of expenses, as the case may be, the Corporation shall expeditiously determine whether the person is entitled thereto in accordance with this Article and the procedures specified in the Act.

The indemnification provided under this Article shall be applicable to any proceeding arising from acts or omissions occurring before or after the adoption of this Article.

Section 10.2. Other Rights Not Affected. It is the intent of this Article to provide indemnification to directors and officers to the fullest extent now or hereafter permitted by law consistent with the terms and conditions of this Article. Nothing contained in this Article shall limit or preclude the exercise of, or be deemed exclusive of, any right under the law, by contract or otherwise, relating to indemnification of or advancement of expenses to any person who is or was a director, officer, employee or agent of the Corporation, or the ability of the Corporation to otherwise indemnify or advance expenses to any such individual.

Notwithstanding any other provision of this Article, there shall be no indemnification with respect to matters as to which indemnification would result in inurement of net earnings of the Corporation "to the benefit of any private shareholder or individual," or an "excess benefit transaction" within the meaning of Sections 501(c)(3) or 4958 of the Internal Revenue Code of 1986, as amended, or similar provisions of any subsequent Federal tax laws.

Section 10.3. Definitions. For purposes of this Article:

(a) A person is considered to be serving an employee benefit plan at the Corporation's request if the person's duties to the Corporation also impose duties on, or otherwise involve services by, the person to the plan or to participants in or beneficiaries of the plan.

(b) The estate or personal representative of a person entitled to indemnification or advancement of expenses shall be entitled hereunder to indemnification and advancement of expenses to the same extent as the person.

(c) The term "expenses" includes all direct and indirect costs (including, without limitation, counsel fees, retainers, court costs, transcripts, fees of experts, witness fees, travel expenses, duplicating costs, printing and binding costs, telephone charges, postage, delivery service fees and all other disbursements or out-of-pocket expenses) actually incurred in connection with the investigation, defense, settlement or appeal of a proceeding or establishing or enforcing a right to indemnification under this Article, applicable law or otherwise.

(d) The term "liability" means the obligation to pay a judgment, settlement, penalty, fine, excise tax (including an excise tax assessed with respect to an employee benefit plan) or reasonable expenses incurred with respect to a proceeding.

(e) The term "party" includes an individual who was, is or is threatened to be made a named defendant or respondent in a proceeding.

(f) The term "proceeding" means any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative and whether formal or informal.

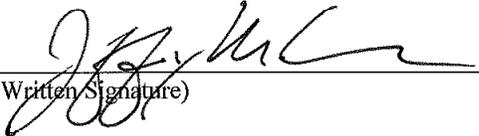
ARTICLE XI

Nondiscrimination

The Corporation shall admit students of any race, color, sex, and national or ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at its schools. The Corporation shall not discriminate on the basis of race, color, sex, disability, or national or ethnic origin in the administration of its educational policies, admissions policies, scholarship and loan programs, and athletic or other school-administered programs.

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of Incorporation and verifies subject to penalties of perjury that the facts contained herein are true.

Dated this 6th day of March, 2014.



(Written Signature)

Jeffrey M. Lozer

Bylaws

BYLAWS
OF
ALTERNATIVES IN EDUCATION, INC.

ARTICLE I

Board of Directors

Section 1.1. Duties and Qualifications. The business and affairs of the Corporation shall be managed by the Board of Directors.

Section 1.2. Number, Term, and Election. The Board of Directors shall consist of a minimum of three (3) directors and a maximum of fifteen (15) directors, with the exact number of directors specified from time to time by resolution of the Board of Directors. Each director shall serve for a term of five (5) years Other than the initial directors, the directors shall be elected at the annual meeting of the directors by a plurality of the votes cast by the directors. Despite the expiration of a director's term, the director continues to serve until a successor is elected and qualifies, or until there is a decrease in the number of directors.

Section 1.3. Vacancies. Any vacancy among the directors caused by death, resignation, removal, increase in the number of directors or otherwise may be filled by a majority vote of the remaining members of the Board of Directors. The term of office of a director chosen to fill a vacancy shall expire at the later of the expiration of the unexpired term which the director was chosen to fill, or at such time as a successor shall be duly elected and qualified.

Section 1.4. Removal. Any director may be removed, with or without cause, by the remaining directors whenever the number of votes cast to remove the director would be sufficient to elect the director at a meeting to elect directors.

Section 1.5. Annual Meetings. The Board of Directors shall meet at a time and place to be determined by the Board of Directors each year, for the purpose of election of officers of the Corporation and consideration of any other business which may be brought before the meeting. Notice shall be provided for the holding of an annual meeting in accordance with the provisions of Section 1.6.

Section 1.6. Other Meetings. Regular meetings of the Board of Directors may be held pursuant to a resolution of the Board to such effect, and shall be held whenever convenient for the Board of Directors. Unless otherwise provided by the Board of Directors, regular meetings shall be held at the Corporation's principal office. Regular and special meetings of the Board of Directors may be held upon the call of the Chairman/President and upon at least forty-eight (48) hours notice specifying the date, time, place and purpose or purposes of the meeting, given to each director either personally or by mail, facsimile transmission, electronic mail or telephone. Oral notice is authorized. A director may waive any required notice of an annual, regular or special meeting. The waiver must be in writing, signed by the director entitled to the notice, and

filed with the minutes or Corporate records. A director's attendance at or participation in a meeting waives any required notice to the director of the meeting unless the director at the beginning of the meeting, or promptly upon the director's arrival, objects to holding the meeting or transacting business at the meeting and does not vote for or assent to action taken at the meeting.

Section 1.7. Participation. A director may participate in an annual, a regular or a special meeting of the Board of Directors by or through the use of any means of communication by which all directors participating may simultaneously hear each other during the meeting. A director participating by this means is considered to be present in person at the meeting.

Section 1.8. Quorum; Voting. One-third (1/3) of the directors in office when action is taken, but in no event fewer than two (2) directors, shall be necessary to constitute a quorum for the transaction of any business at a meeting of the Board of Directors. If a quorum is present when a vote is taken, the affirmative vote of a majority of the directors present when the act is taken shall be the act of the Board of Directors, unless the act of a greater number is required by law, the Articles of Incorporation or these Bylaws.

Section 1.9. Action by Consent. The Board of Directors may take action by written consent if the action so taken is set forth in writing and signed by all directors entitled to vote on the matter; such consent may be signed in counterparts provided the minute book of the Corporation reflects all required signed consents.

Section 1.10. Committees. The Board of Directors may from time to time create and appoint standing, special or other committees to undertake studies, make recommendations and carry on functions for the purpose of efficiently accomplishing the purposes of the Corporation. Committees, to the extent specified by the Board of Directors, may exercise the powers, functions or authority of the Board of Directors, except where prohibited by law; provided, however, that if a committee is to exercise board powers, functions, or authority, (a) all the persons serving on the committee must be directors, (b) there must be at least two (2) persons on the committee, and (c) the creation of the committee and the appointment of its members shall be by a majority of all directors in office when the action is taken.

ARTICLE II

Officers

Section 2.1. Officers and Qualifications Therefore. The officers of the Corporation shall consist of a Chairman/President, a Vice President, a Secretary and a Treasurer. The officers shall be chosen by the Board of Directors. Any two (2) or more offices may be held by the same person.

Section 2.2. Terms of Office. Each officer of the Corporation shall be elected by the Board of Directors at its annual meeting and shall hold office for a term of one (1) year and until a successor shall be duly elected and qualified, or until resignation, removal or death.

Section 2.3. Vacancies. Whenever any vacancies shall occur in any of the offices of the Corporation for any reason, the same may be filled by the Board of Directors, and any officer so elected shall hold office until the expiration of the term of the officer causing the vacancy and until the officer's successor shall be duly elected and qualified.

Section 2.4. Removal. Any officer of the Corporation may be removed, with or without cause, at any time by the Board of Directors.

Section 2.5. Compensation. The officers of the Corporation shall receive no compensation for their services in such offices.

ARTICLE III

Powers and Duties of Officers

Section 3.1. Chairman/President. The Chairman/President ("President"), if present, shall preside at all meetings of the Board of Directors. At each annual meeting of directors, the President or the President's designee shall report on the activities of the Corporation. Subject to the general control of the Board of Directors, the President shall manage and supervise all of the affairs of the Corporation and shall perform all of the usual duties of the chief executive officer of a corporation.

Section 3.2. Vice President. Subject to the general control of the Board of Directors, if the President is not present, the Vice President shall discharge all the usual functions of the President and shall have such other powers and duties as these Bylaws, the Board of Directors or an officer authorized by the Board may prescribe.

Section 3.3. Secretary. The Secretary shall attend all meetings of the Board of Directors, and prepare, keep, or cause to be kept, a true and complete record and minutes of the proceedings of such meetings, and shall perform a like duty, when required, for all committees appointed by the Board of Directors. If required, the Secretary shall attest the execution by the Corporation of deeds, leases, agreements and other official documents. The Secretary shall attend to the giving and serving of all notices of the Corporation required by these Bylaws, shall

have custody of the books (except books of account) and records of the Corporation, shall be responsible for authenticating records of the Corporation, and in general shall perform all duties pertaining to the office of Secretary and such other duties as these Bylaws, the Board of Directors, or an officer authorized by the Board may prescribe.

Section 3.4. Treasurer. The Treasurer shall keep correct and complete records of account, showing accurately at all times the financial condition of the Corporation. The Treasurer shall have charge and custody of, and be responsible for, all funds, notes, securities and other valuables which may from time to time come into the possession of the Corporation and shall deposit, or cause to be deposited, all funds of the Corporation with such depositories as the Board of Directors shall designate. At each annual meeting of the directors, the Treasurer, or the Treasurer's designee, shall report on the financial condition of the Corporation. The Treasurer, or the Treasurer's designee, shall furnish, at meetings of the Board of Directors or whenever requested, a statement of the financial condition of the Corporation, and in general shall perform all duties pertaining to the office of Treasurer.

Section 3.5. Assistant Officers. The Board of Directors may from time to time designate and elect assistant officers who shall have such powers and duties as the officers whom they are elected to assist shall specify and delegate to them, and such other powers and duties as these Bylaws or the Board of Directors may prescribe. An Assistant Secretary may, in the absence or disability of the Secretary, attest the execution of all documents by the Corporation.

ARTICLE IV

Nondiscrimination

No school owned or operated by the Corporation shall discriminate against any student, teacher or employee on the basis of race, religion, gender or national origin. Furthermore, with respect to students, such school shall admit students of any race, religion, gender, color, national and ethnic origin, and disability to all the rights, privileges, programs and activities generally accorded or made available to students at such school. Any such school shall not discriminate on the basis of race, religion, gender, color, national or ethnic origin, or disability in the administration of its educational policies, admissions policies, scholarship and loan programs or athletic or other school-administered programs.

ARTICLE V

Miscellaneous

Section 5.1. Corporate Seal. The Corporation may, but need not, have a corporate seal. The form of any such corporate seal may be specified in a resolution of the Board of Directors. A corporate seal, however, shall not be required for any purpose, and its absence shall not invalidate any document or action.

Section 5.2. Execution of Contracts and Other Documents. Unless otherwise ordered by the Board of Directors, all written contracts and other documents entered into by the Corporation shall be executed on behalf of the Corporation by the President or Vice President and, if required, attested by the Secretary or an assistant secretary.

Section 5.3. Fiscal Year. The fiscal year of the Corporation shall begin on July 1 of each year and end on the immediately following June 30.

ARTICLE VI

Amendments

Subject to law and the Articles of Incorporation, the power to make, alter, amend or repeal all or any part of these Bylaws is vested in the Board of Directors. The Corporation must provide notice to the directors of any meeting at which an amendment to the Bylaws is to be considered and voted upon.

Secretary's Initials

Date: _____

Leadership Information

MARION

■ MARION *continued*



ROGERS, CLARK H.

Spouse: Julie Rogers

Marion Superior Court (D Felony)

200 E. Washington St., W343

Indianapolis, IN 46204

(317) 327-4864

(R) elect. 01/01/01; exp. 12/31/18 FAX: (317) 327-4865

E-Mail: clark.rogers@indy.gov

B.A., DePauw University, 1985

J.D., University of Dayton, 1989

Magistrate, Marion County, 1991-00

Former Member, Ethics & Professionalism Committee, Jud. Conference of Ind.

Former Member, Criminal Instructions Committee, Ind. Judges Association

Member, International Committee, Jud. Conference of Ind.

Scott Bess
1635 West Michigan Street
Indianapolis, IN 46222

317-524-4501

Scott Bess

Experience

2004-present Goodwill Education Initiatives

Senior Vice President and Chief Operating Officer

- Grew the Indianapolis Metropolitan High School from 75 students to 400 in eight years
- Steered the school through the charter renewal process, resulting in a full seven-year renewal from the Mayor's office
- Directed the creation of the Excel Center, a high school for adults who have dropped out of school
 - Started the school with 300 students and expanded it to 3,000 students at nine sites after three years
- Created the Indiana Network of Indiana Schools, a service organization providing infrastructure needs to traditional, private and charter schools
- Serve on various state-level committees and strategy groups for high school accountability

2002-2004 Goodwill Industries of Central Indiana

Chief Information Officer

- Dramatically improved customer service within the department.
- Developed strategic plan to facilitate Goodwill's Retail growth plans.
- Increased reliability and scalability of all Goodwill technology infrastructures.

1998-2002 The Strategy Group

Senior Partner

- Provided technology and business advice to small- and mid-sized businesses
- Created a business segment focused on schools

1987-1998 Cinergy

Technology Management

- Progressed through multiple levels of technology management, culminating with General Manager of one of Cinergy's three business units
- Led the technology portion of a major corporate re-engineering effort
- Guided the technology integration effort resulting from the merger of Public Service Indiana and Cincinnati Gas and Electric

1983-1987 Beech Grove School Corporation

Teacher and Coach

- Taught Middle School Mathematics and Computer Technology
- Developed Middle School computer curriculum
- Coached Middle School boys' basketball and High School baseball

Education

1979-1983 Purdue University

- B.S. Mathematics and Secondary Education
- Dean's List

2011-2012 Marian University

- Turnaround School Leadership Program
- Master's Degree (M.A. Teaching)

Boards

2012 - Present Ivy Tech Community College Central Region Board

2009 - Present EmployIndy Board of Directors

- Serve on Executive Committee

2010 - 2012 College Mentors for Kids Board of Directors

- Served on Executive Committee

1998 - Present Danville Community School Corporation Board

- Serving 4th term as a member
- School corporation consistently rated as a top-performing corporation
- Developed strategic plan for the corporation, including expansion of alternative education

David J. Nidiffer
10265 Wayward Wind Drive
Indianapolis, IN 46239-9100

317-449-1289 (h) • 317-357-3770 x 103 (w) • 317-370-4559 (c)
gwfasb@att.net (h) • dnidiffer@ics-charter.org (w)

Summary of Experience

Irvington Community School, Inc.

November 2006 to Present

Chief Executive Officer and Chief Financial Officer

- Worked in partnership with School Directors to ensure smooth transition of school leadership
- Primary liaison with Board of Directors (BOD) and BOD Chair during leadership transition
- Serve as principal driver in the development of ICS corporate mission (The Irvington Way), SWOT Analysis and Strategic Intent (Close the Gap)
- Primary lead in the conversion of the K8 into a K5 and Middle School
- Primary negotiator with the City of Indianapolis in the acquisition of the Children's Guardian Home (CGH) for use as the new Irvington Preparatory Academy
- Primary lead in the conversion of CGH to IPA
- Started development of new unified ICS, ICMS & IPA identity/logos/brand for both corporation and athletics
- Developed policies around branding and created initial "Brand Book"
- Developed new hiring policy to ensure effective, timing and robust procedure during the ICS recent hiring of 28 new employees
- Developed new enrollment policy and procedures to ensure the fair and accurate enrollment of all students that apply to ICS
- Seen as primary trusted leader and advisor to school staff
- Worked in partnership with School Directors to develop and establish a governance structure that includes a Chief Academic Officer (CAO)
- Continually discovering and am on a quest for more knowledge regarding educational issues at the local and national level
- Actively engaging and professionally challenging current Directors of Operations and Instruction on latest developments in the academic arena

Chief Financial and Operations Officer

Financial

- Overall responsibility for the books and records
- Overall responsibility for the "Financial" Policies & Procedures
- Responsible for enforcing prudent fiduciary stewardship of corporate assets by ICS employees
- Successfully negotiated IPA financing with DOE and local bank using QZAP bonds
- Successfully closed \$8 million bond to restructure ICS debt and finance IPA Phase II construction

- Responsible for ICS being first charter school in Indiana to receive D&B credit rating on its own merit and not with EMO or guarantor
- Successfully navigated financial dire straits during change in DOE policy regarding payment of property tax installments
- Act as financial liaison to BOD
- Report financial position and condition to the BOD
- Prepare and/or review external and internal financial reports including budgets and forecasts
- Act as liaison to external auditors (both BKD and SBoA)
- Act as liaison to external lenders such as current bond holders, bond trustee, ONB, LISC, IFF, Charter FS, and other lenders
- Develop and strengthen banking and lending relationships
- Aid in the negotiation of contracts with outside lenders
- Strive for continuous improvement in the Corporation's financial processes

Operations

- Develop and implement "Operational" Policies & Procedures in regard to physical plants and assets – including regular maintenance schedules, renovations and new construction
- Develop and strengthen vendor relationships
- Aid in the negotiation of contracts with outside vendors
- Develop and implement "Asset Security and Recovery" Policies & Procedures
- Develop and implement "Disaster Recovery" Policies & Procedures
- Strive for continuous improvement in the Corporation's operation processes

Additional Roles

- Act as Human Resources Director handling all personnel matters and developing HR policies and procedures
- Started and integrated a corporate-wide Performance Management process
- Implemented Senior Management meetings for improved intra-departmental communications

Eli Lilly and Company

November 1997 to November 2006

Team Leader – Customer Business Solutions, B2B – Contract Compliance

- Directly supervised 12-15 full time employees in the US Affiliate contract compliance area
- Significant contributor to the implementation of i-Many system developing organizational structure, roles, and developing test cases for Contract Admin Training
- Key resource for implementation of wholesaler FFS agreements
- Other CA Leader and I provided reasonable and appropriate solution to the Chargeback "blackout" period (Weeks 1-9) that ultimately resulted in no chargeback deductions
- Demonstrated excellent CARs system "Agility" and "Attitude"

- Worked closely with COE to help implement the FSS payments in CARs
- Seen as a valuable Contract Administration resource as to visit customer to help implement new contract strategy (Diamond)
- Worked closely with Brand and other Segment Leaders on the Administration and implementation of the new strategies for MHC MMA, LTC MMA, Oncology and Corrections
- Successfully completed pre and actual S-Ox auditing on Chargeback payments
- Developed new tool to analyze DM >\$200k more quickly and efficiently, now used by other CA Leaders

Associate Marketing Consultant – Customer Business Solutions, Business to Business

- Support eleven (11) field Account Executives in region in what internal resource needs that may have (internal customers)
- Process all grants (LHIF, B2G and Brand) through internal legal and GPP approval processes
- Work directly with public payers (external customers) on contracting and pricing issues for State and Local government contracting entities
- Liaise with Zyprexa and Strattera Brand Strategy Teams on Brand specific intervention implementations

Financial Team Leader/CFO – Cialis Product Team [Lilly ICOS LLC]

- Represent Lilly's interest in the control, implementation and compliance of the JV agreements.
- Act as a business partner to all functions of the JV Team to allow timely and quality decisions to implement the overall Team strategy.
- Responsible for the reporting, planning and forecasting of the JV financial information to Senior Lilly Management, Lilly ICOS Board, LRL Management, Corporate Financial Reporting, the Product Team and ICOS financial representatives.

Staff Financial Analyst - Corporate Financial Reporting

- Responsibilities for Internal Management reporting and external SEC reporting (10-Qs, Annual Reports, 10-Ks).
- Part of the Business Development Team, responsible for the review and implementation of the accounting/business ramifications of Business Development (BD) contracts negotiated and/or signed by Eli Lilly and third parties.
- Special projects as needed.

Price WaterhouseCoopers LLP [formally Price Waterhouse LLP]

Senior/Manager-in-Charge

August 1993 to November 1997

- Key member of audit team that guided a company to an initial public offering (IPO).

- Had integral roles in merger, spin-off and stand-alone audit projects.
- Received promotion to both Senior and Manager-in-Charge on an accelerated timeline.

Education

B.S. in Accounting, Indiana University at Indianapolis – 1993 Summa Cum Laude

Professional Affiliations

Founding Member of Indiana Consortium of Charter School Leaders (ICCSL)

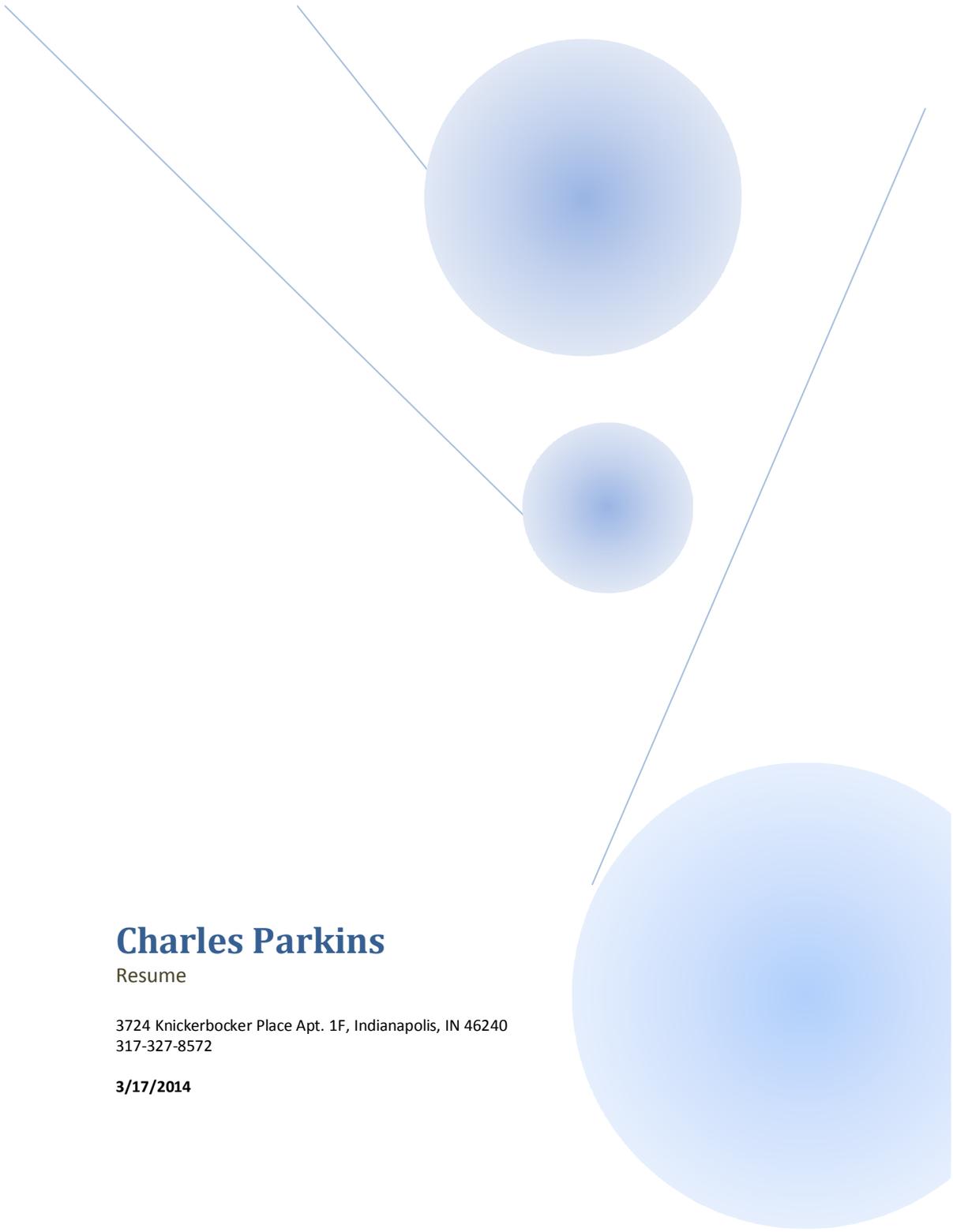
ICCSL Board Member and Treasurer

Certification and Training

I obtained numerous Interpersonal, Leadership, Accounting and Technical Continuing Education courses at ICS, Lilly and prior employers. Proficient in numerous computer application programs such as Word, Excel, Access, Power Point, Project, PowerSchool, Business Objects, WordPerfect and SAP.

Community Service

- Current Board Member – Young Actors Theater (YAT): Finance and Policy Committees
- Current Board Member – YMCA – Ransburg Branch
- Active member of Indian Creek Christian Church, currently serving on the Leadership Team for the Dimensions drama ministry from 2001 to present
- Founding Treasurer and Board of Directors of Irvington Community School, Inc. from its inception in 2002 until I became the ICS CFO in November of 2006
- Board member, Executive Committee and Treasurer for VSA-Indiana and served on the long range Growth and Development Steering Committee and Chair of the Audit Committee from 1996 to 1999
- Historic Irvington Community Council Board Member and Treasurer from 1994 to 1999
- Coordinator of the Irvington Classic (annual charity golf outing) and Committee Co-Chair and Sponsorship/Fund Raising Co-Chair of the Historic Irvington Halloween Festival Committee from 1996 to 1999
- Irvington Little League Softball Assistant Coach from 2008 to 2011
- Golf Outing Chair for the Annual Golf Outing for Bethany Christian Services in 2003
- Participated in several volunteer/fund raising activities for the Children's Make-a-Wish Foundation's, American Cancer Society, United Way and Rotary Club of Indianapolis



Charles Parkins

Resume

3724 Knickerbocker Place Apt. 1F, Indianapolis, IN 46240
317-327-8572

3/17/2014

Accomplishments

- Over 15 years experience working with youth; a majority of that in Detention services.
- Named Assistant Superintendent of the Year for the North Region and State in 2004.
- Designed and implemented the basis for what is now known as the Facility Management System (FMS) for data reporting in Florida juvenile detention centers.
- Davis Productivity Award in 2002 (Facility Management System Database).
- Davis Productivity Award in 2004 (Photo Intake System Database).
- Named chairman of the Juvenile Community Resource Center Advisory Board January 2010
- Selected for 2014 Youth in Custody Certificate Program scheduled for June 2014
- Juvenile Justice Training Council, National Partnership for Juvenile Services, Board of Directors, elected 2014
- Alternatives in Education, Inc., Founding Board Member, 2014

Professional Experience

Detention Superintendent – Marion County Juvenile Detention Center, Indianapolis, IN

May 2013 - Current

- Juvenile Detention Alternatives Initiative (JDAI) Collaborative, Marion County, Detention Reporting Member
- Conditions of Confinement JDAI Sub-Committee, Marion County, Co-Chair
- Indiana Juvenile Detention Association, Marion County Reporting Member

Detention Superintendent II – Palm Beach Regional Juvenile Detention Center, West Palm Beach, FL

July 2012 - March 2013

- Criminal Justice Committee, Palm Beach County, Reporting Member
- Juvenile Detention Alternatives Initiative (JDAI) Collaborative, Palm Beach County, Detention Reporting Member
- Circuit 15 Juvenile Justice Board, Reporting Member
- RED/DMC Committee Member

Detention Superintendent II – Alachua Regional Juvenile Detention Center, Gainesville, FL
July 2006 – July 2012

- Successful Quality Assurance ratings.
- Successful implementation of joint School Board/ARJDC News Media Project.
- Successful implementation of joint School Board/Community Business/University of Florida/ARJDC Hydroponics Program.
- Founding member of the Alachua County Children's Alliance.
- Member of the Alachua County Disproportionate Minority Overrepresentation Committee.
- Member of the Alachua County Juvenile Justice Council.
- Member of Circuit 8 Coordination Team.
- Member of Circuit 3 Coordination Team.
- Hosted first ever Black on Black Violence Reduction/ARJDC Youth Forum to address the need for a community response to address juvenile crime.
- Voting Member for the Alachua County Criminal Justice Mental Health Substance Abuse Grant Planning Committee.

Assistant Superintendent – Connecticut Juvenile Training School, Middletown, CT
May 2005 - May 2006

- Managed operations of 240 bed state operated residential secure facility.
- Operations included the management and supervision of staff members belonging to 7 different national/state/local unions.
- Policy Development.
- Supervision over Agency Police Department.
- Management of Worker's Compensation. Successfully brought back 60% of employees out of work back into some kind of serviceable duty.
- Negotiated Union Contract to implement new staffing schedule protocols.

Assistant Superintendent II – Alachua Regional Juvenile Detention Center, Gainesville, FL
October 2001 - May 2005

- Davis Productivity Award recipient 2002 (Facility Management System).
- Davis Productivity Award recipient 2004 (Photo Intake System).
- Quality Assurance Deemed Status 2002.
- Quality Assurance Deemed Status 2005.
- Developed Secure Computerized Podiums which are currently in place in most detention centers in Florida.

- Developed computerized form processes which are still in use today such as the National School Lunch Monthly Report (Excel).

Senior Juvenile Detention Officer – Marion Regional Juvenile Detention Center, Ocala, FL
1999-2001

- Assumed role of Detention Review Specialist after reorganization of Department in 1999.
- Supervised Classifications/Records/Property Management.
- Helped created and supervise first full service Juvenile Assessment Center in Marion County.
- Certified FCIC/NCIC Instructor.
- Certified LiveScan Fingerprint (AFIS) Instructor.

Detention Care Worker – Marion Regional Juvenile Detention Center, Ocala, FL
1996-1999

- Beta tested and helped with initial rollout of JJIS.
- Provided safe and secure environment of youth in a variety of roles as Detention Care Worker on all shifts.
- Applicable Skills
- Excellent people skills and the ability to work with all individuals.
- Critical analytical skills.
- Strong organization and executive development skills.
- Ability to train and develop a successful team.
- Ability to respond quickly under pressure and reach a successful conclusion/product.
- Basic Spanish (Currently working independently to reach fluency).
- Field Training Officer certified.
- Instructor Technique Workshop certified (Florida Department of Law Enforcement).
- Juvenile Justice Information System Instructor.
- Management Training.
- Strong Computer Skills
- Thinking for a Change Facilitator

Education

- Certified Public Manager, Florida State University, Tallahassee, FL 2012
- Masters of Science, Psychology with specialization in Terrorism and Security Groups, in Progress
- Bachelors of Science, Sociology, Florida State University, Tallahassee, FL 2010
- Double Minor in Humanities and Public Administration

- Associates of Arts, Sociology, Santa Fe College, Gainesville, FL 2008

Volunteer Activity

- Therapy Dog Team Handler, Paws and Think, Inc. July 2013-Present

Susan Bentley

Professional experience

Assistant Superintendent, Marion County Juvenile Detention Center 2013-current

- Manage a 7 million dollar budget.
- Oversee the National School Lunch Program and ensure audits are passed and claims are filed, which saves Marion County over \$150,000.00 per year
- Coordinate all purchasing and inventory for the 96 bed facility
- In charge of Human Resources function involving all disciplinary action and all interviewing of the facility staff
- Supervise the training department
- Supervise the Quality Assurance department, which is responsible for ensuring compliance standards for all audits performed by the American Correctional Association and the Department of Corrections

Marion County Probation Casework Supervisor 2010-2013

- Supervise a unit of ten employees on a day to day basis which includes: conducting yearly performance reviews, conducting quarterly audits on all employees, approving all Court documents before submittal to Court, compiling monthly statistics on staff, and ensuring effective communication skills with all staff.
- Supervise my own caseload of challenging clients that staff have had difficulty handling to ensure client success and maintain my exemplary case management and communication skills

Marion County Probation Auditing and Training Specialist 2008-2010

- Responsible for training all new employees through conducting four week training classes to ensure departmental standards are met
- Conducted audits for all 300 plus employees on a consistent basis, making it necessary for me to be knowledgeable in all positions within the department
- Coordinated all training scheduled for the department as regulated by the Indiana Judicial Center
- Became a certified Effective Communications instructor
- Became a certified Indiana Risk Assessment Trainer (IRAS) and traveled to various counties training other agencies

Marion County Adult Probation Officer 2003-2008

- Supervised adult domestic violence offenders while on probation, to ensure the conditions of probation ordered by the Court are completed
- Responsible for maintaining organized and professional Court paperwork and file information
- Maintained excellent communication skills and helped adult offenders to see errors in their actions and thinking so they could make the necessary changes to better themselves and their community.
- Volunteered at probation and police coordinated sweeps, Halloween night program for sex offenders, Colts game book drives, employee awards committee, probation officer appreciation committee, domestic violence task force, and other activities which went above and beyond my position
- Achieved a .95 Audit Score or above on all audits over casework where the expectation was a .70

2000-2003 Indianapolis Juvenile Correctional Facility

Recreational Leader and American Red Cross Certified Lifeguard

- Supervised incarcerated juvenile females during recreational activities
- Coordinated off-campus community service work
- Helped incarcerated juvenile female offenders implement the "Thinking for a Change Program" to aid in cognitive reformation

1994-2000 Red Lobster Indianapolis, IN

Certified Trainer, Server, and Management Key Employee

- Responsible for training all new server employees
- Responsible for scheduling and managerial duties as needed
- Responsible for ensuring guest satisfaction
- Three time recipient of the Employee of the Month Award

Additional Certifications and Experience

- Serve as an appointed committee member by the Domestic Violence Network to the Mayor's Coordinated Community Response Team in Indianapolis from 2011 to present
- Served as Interim Superintendent at The Marion County Juvenile Detention Center from January, 2013 to May, 2013
- Served as an appointed member by the Chief Probation Officer of the Domestic Violence Fatality Review Team for Marion County from 2011 to 2013

- Maintained trainer status and train classes on the Indiana Risk Assessment Tool for the Indiana Judicial Center from 2010 to 2013
- Served as a tutor for those that needed additional help in order to be certified to use the Indiana Risk Assessment Tool for the Indiana Judicial Center from 2010 to 2013.
- Served as an elected District Five Representative to the Probation Officers' Professional Association of Indiana from 2011-2013

Education 1996-2002 I.U.P.U.I Indianapolis, IN
Bachelor of Science Degree in Criminal Justice
 ■ Honor Student
 ■ Secretary of National Honor Society for Criminal Justice Majors

Volunteer Experience

- Back On My Feet Volunteer from 2012 to present
- Current Parent/Faculty Administrator President
- Coach for middle school sports from 2009-2012

Mr. Brandon Brown
Director of Charter Schools
Office of Education Innovation
Office of the Mayor of Indianapolis

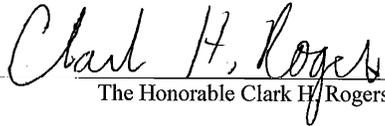
March 18, 2014

Re: Alternatives in Education, Inc.

I have been involved in juvenile justice for over twenty years, first as a Magistrate serving the Marion Superior Court, Juvenile Division and most recently as the presiding judge over that court. I am aware of the educational challenges facing youth who have been detained in the MCJDC or who have been expelled. My recent efforts have focused on looking for a way to expand the effectiveness of the education offerings in the MCJDC.

I believe that the approach being put forth by Alternatives in Education, Inc. is one that will drive meaningful improvement into the education offered detained or expelled youth. This approach, one that will apply a more disciplined approach to teaching, more time on task during the school day and an expanded school year, will improve the fortunes of the students served by the schools. I also believe that the focus on preparing youth for post secondary experiences through job preparedness and industry certifications will assist our youth with making more responsible choices that are more compatible with their long term success.

I have not engaged in any business relationship with a company or employee that would provide direct or indirect financial or other benefits to me or my family members.


The Honorable Clark H. Rogers

Mr. Brandon Brown
Director of Charter Schools
Office of Education Innovation
Office of the Mayor of Indianapolis

March 18, 2014

Re: Alternatives in Education, Inc. ("AiE")

During my time as Senior Vice-President and Chief Operating Officer of Goodwill Education Initiatives, Inc., I have overseen and directed the growth of the Indianapolis Metropolitan High School from an initial enrollment of 75 students to an enrollment as high as 400. During my tenure at GEI we have also created The Excel Center model, producing a network of nine charter schools serving over 3,000 throughout the state of Indiana in just four years, and formed the Indiana Network of Independent Schools (INISchools), a service organization providing infrastructure needs to traditional, private, and charter schools. I currently serve on the Board of Directors for Ivy Tech Community College of Central Indiana, EmployIndy, and the Danville Community School Corporation. Drawing upon my experience in non-profit educational innovation and development, I trust my position as a Board member will provide AiE the direction and guidance needed to ensure sustained success in the development and management of its proposed schools.

Except as disclosed below, I have not engaged in any business relationship with a company or employee that would provide direct or indirect financial or other benefits to me or my family members. If these schools are chartered, I expect that INISchools will submit a proposal and service agreement for AiE to review and act upon. As a member of the board of AiE, I will comply with its conflict of interest policy and recuse myself from any discussion and vote on any matter concerning INISchools.



Scott Bess

Mr. Brandon Brown
Director of Charter Schools
Office of Education Innovation
Office of the Mayor of Indianapolis

March 18, 2014

Re: Alternatives in Education, Inc ("AiE").

My professional background encompasses over twenty years of financial, managerial, and accounting experience. After serving as a founding member and treasurer for the Irvington Community School, Inc. ("ICS"), Board of Directors, I was formally appointed Chief Financial Officer of ICS in 2006 and was later appointed to my current CEO/CFO role. I currently serve as a Board member for the YMCA-Ransburg Branch, the Young Actors Theater (YAT), as well as a former Board member and treasurer for VSA-Indiana. In addition, I am a founding member of the Indiana Consortium of Charter School Leaders (ICCSL). Through my extensive experience in nonprofit educational governance and fiscal management, I trust that my expertise will serve to provide AiE with the direction and oversight needed to ensure the sustained success of its Board and its proposed schools.

I have not engaged in any business relationship with a company or employee that would provide direct or indirect financial or other benefits to me or my family members.



David J. Nidiffer

Mr. Brandon Brown
Director of Charter Schools
Office of Education Innovation
Office of the Mayor of Indianapolis

March 18, 2014

Re: Alternatives in Education, Inc.

Throughout my professional career, I have devoted over fifteen years' experience to working with youth in the juvenile justice system, particularly within detention services. Formerly, I served as the Detention Superintendent with the Palm Beach and Alachua Regional Juvenile Detention Centers, during which time I served as Chairman for the Juvenile Community Resource Center Advisory Board. Currently, I serve as the Superintendent for the Marion County Juvenile Detention Center, and as such, I bring a wealth of knowledge and expertise in the oversight, development, and management of juvenile detention programs and services. My interest in pursuing a charter school option for detained, expelled or at-risk youth is based on my professional experiences which illustrate that a strong educational background can help prevent juvenile recidivism.

I have not engaged in any business relationship with a company or employee that would provide direct or indirect financial or other benefits to me or my family members.



Charles Parkins

Education Service Provider Questionnaire

Portfolio

Name of School	Years in Operation	Number of Students Served (as of 2013 count day)
Indianapolis Metropolitan High School	Tenth	274
Excel Center – Michigan Street	Fourth	370
Excel Center - Richmond	First	292
Excel Center – West	First	334
Excel Center – Kokomo	First	317
Excel Center – Lafayette	First	276
Excel Center – Franklin Road	Second	359
Excel Center – Meadows	Second	349
Excel Center – Decatur	Third	203
Excel Center - Anderson	Second	321
Challenge Foundation Academy	Eighth	482
Fall Creek Academy	Twelfth	472
University Heights Preparatory School	Nine	245
Community Montessori School	Twelfth	520
Thea Bowman Leadership Academy	Eleventh	1465
Xavier School of Excellence	Fifth	368
Phalen Leadership Academies	First	N/A
The Bloomington Project School	Fifth	269
New Community School	Twelfth	213
Hammond Academy for Science and Technology	Fourth	469
Inspire Academy	First	N/A
Canaan Community Academy	Second	93
Gary Middle College	Second	211
Neighbors New Vista High School	Second	138
North Daviess Community Schools	Ninth	638

Provide names and contact information for all other authorizers that oversee schools within the network.

Indiana Charter School Board
 c/o Emily Richardson
 Indiana Government Center North
 100 North Senate Avenue
 Room 1049
 Indianapolis, IN 46204
 Office of Charter Schools
 c/o Robert Marra
 Ball State University
 Teachers College (TC), Room 912
 Muncie, IN 47306

Describe the ESP's growth plan. Explain how the organization will maintain fiscal responsibility and provide quality services during the period of growth.

The proposed ESP is INIschools, whose sole member is Goodwill Education Initiatives, Inc., affiliated with Goodwill Industries of Central Indiana, Inc. and operated under a nonprofit designation.

Since its founding in 1930, Goodwill Industries of Central Indiana, Inc. has attempted to address the most pressing social needs in the central Indiana community. Throughout its history, Goodwill has provided opportunities for individuals with few vocational options to gain viable employment, whether directly through Goodwill or through referral elsewhere following skills training. Goodwill has recognized that it can add considerable value to the communities it serves by helping young people and adults who have struggled or failed in other educational settings to complete high school and attain a post-secondary degree or other recognized credential. GEI has created growth plans that aim to enroll potential students in communities across central Indiana (the "Excel Center" model). However, there remain some locations where other providers may be better equipped to implement the Excel Center model in a particular geographic area. In these locations, a local partner may be more effective in creating an Excel Center location by licensing the core model elements from Goodwill. This is particularly true when a proposed school is located in another state and is a long distance away from Goodwill's Indianapolis headquarters.

Due to these reasons, Goodwill has developed a license option in order to extend the Excel Center model by partnering with capable and appropriate partner organizations. Our vision is to create a network of schools that leverages the collective expertise of school leaders, teachers and staff from all over the country. By participating in our online systems and in professional development, peer-to-peer sharing among teachers, school leaders and staff ideas will spread best practices from one community to others.

Goodwill has also determined that allowing non-GEI operated schools to leverage the administrative capacity of GEI, through INIschools, is consistent with its mission and will enable Goodwill to expand its reach and make an even greater impact.

Accordingly, INIschool's primary criterion for growth are: (1) the achievement of the mission of Goodwill Industries of Central Indiana, Inc., that is: "is it work that fits the Goodwill mission?"; (2) the reasonable likelihood of success of the proposed project, that is "will it work?"; and (3) the fiscal sustainability of the effort, that is "will the project, and Goodwill/INIschools' participation in it, if successful, not lose money"?

This core GEI growth plan accommodates service to non-GEI-controlled schools who wish to leverage the talent and administrative efficiency achieved through GEI's scale and reputation. This ability to serve schools independent of GEI has been encouraged by charter school thought leadership throughout Indiana and this capacity and encouragement is what led to the formation of INIschools, which has been supported generously by the Walton Foundation.

INIschools provides high quality administrative services that enable school administrators to improve cost efficiency and focus on student achievement. These services include: performance analytics, financial management, state reporting and compliance, special education and ala carte or specialized service coordination.

INIschools currently provides these services to The Indianapolis Metropolitan High School and GEI's nine (9) Excel Centers. INIschools has also provided ala carte services such as IT services and human resource services (audit, process and procedures development) to four (4) non GEI schools. INIschools is also providing performance analysis services to an additional thirteen (13) non GEI schools during the 2013-14 school year.

Following this rapid growth during the 2012-13 timeframe in which GEI acquired subject matter expertise in a variety of core administrative functions, GEI, through INIschools, will have the capacity to add Francis Marion Academy and PSA to its network starting the 2015-16 school year, with assistance in start-up services beginning the 2014-2015 school year.

The support of Goodwill Industries has been a critical component of INISchools growth. Goodwill has developed strong capabilities in taking initiatives to scale across its geographic area, and Goodwill's organizational culture emphasizes staff's ability to mobilize quickly to take advantage of an opportunity when it arises. The best evidence of this capacity is in the growth of Goodwill's Retail stores. Since 2004, Goodwill has added or relocated more than thirty Goodwill stores, opening an average of six each year. The experience Goodwill has gained opening dozens of new stores – recruiting new staff, promoting the store in the local community, securing a building and making renovations – has enabled its marketing, finance, and facilities teams to develop considerable experience. Goodwill's leadership team remains instrumental in the planning, execution, and design of services provided to schools. Additionally, as GEI's support infrastructure increases, GEI continues to learn from Goodwill's retail operations about how to achieve results while managing operations across a wide geographic network.

These experiences have already informed how GEI has grown the Excel Centers. GEI has opened nine (9) new locations in the last three (3) years - each time mobilizing teams of HR, finance, marketing and facilities management staff in order to prepare for new school openings. More importantly, Goodwill uses one of its key principles – continuous improvement – as a guide for how each location should open. GEI leaders are constantly looking for ways to improve processes and gain efficiencies in opening stores. With each new location the Excel Center has opened, the challenge and difficulty is slightly reduced. Processes have been refined based on lessons learned in prior implementations, and the number of support staff have increased in each location. However, perhaps the most important factor that makes expansion easier is the pipeline of talent being developed as a part of GEI's staff.

Goodwill's Talent Acquisition Team spends considerable resources in its talent acquisition and selection of teachers and staff to determine whether prospective teachers are a good cultural fit with each school. All Excel Center staff must be willing to adjust on the fly to new conditions, and to do so with the students' needs as the primary consideration. Additionally, this element is constantly reinforced by GEI leadership as a key element of the Excel Center culture. Every eight weeks, new students enter the school, presenting a new set of challenges for life coaches to troubleshoot, new transcripts that must be reconciled, and new courses that must be taught in order to lead students to new locations. Fortunately, Goodwill's proven HR recruitment process selects teachers and staff that are able to adjust to change quickly and understand that an "all-hands-on-deck" attitude may be required to address a particular challenge. These two key components – hiring the right staff and emphasizing flexibility as a core component of the Excel Center's culture – has made the Excel Center remarkably resilient to shocks and setbacks in new school development.

In addition to adding more staff to support the growing number of schools it operates, GEI is also investing in its infrastructure to align staff effectively. As the number of schools GEI manages grows, efficient and effective management will depend upon the systems and processes in place to review and assess program performance.

IT Systems

As the number of schools increase, the performance and operation of GEI's schools will depend upon effective IT systems that organize and communicate key information and present GEI and school-level management with performance data of each school. GEI has invested in a learning management system and a data warehouse to assist network leaders and site-specific site directors to understand the school's academic and financial positions quickly and to share curriculum, operational, student resources across each school.

There are two critical data management and use components to the work GEI/INISchools will do to support the Hillside Academy, Francis Marion Academy and the Public Safety Academy. The first is daily use and analysis provided by the INISchools data warehouse function. Through data dashboards, refreshed daily and made available to teachers and administrators, INISchools will enable instructional staff to maximize targeted instruction to students, and to adjust that instruction as circumstances dictate.

The second component addresses the fiscal health of the schools. INISchools will assist Alternatives in Education with the procurement of Blackbaud's Financial Edge accounting and finance package. This software package will house all relevant financial data and it will be owned by Alternatives in Education, Inc. INISchools will assist school

administrative staff with setting up the financial structure of the schools and ensuring timely and accurate reporting to enable the Board of Alternatives in Education, Inc. to fulfill its fiduciary governance role on behalf of the schools.

Accountability

GEI/INschools has developed a data warehouse that will enable leaders to understand school accountability scores as an interim measure – in other words, the warehouse will display, at any moment-in-time, a school’s projected accountability grade (A – F). By giving leaders this information, the data warehouse will also enable leaders to understand what activities may serve as levers to increase its score. For example, if a school is graduating most of its students who attend for a given period of time, the data warehouse may identify that it is retention that serves as the critical challenge to improve a school’s performance.

Putting data into the hands of leaders and teachers

The data warehouse uses a user interface that allows end users to understand their data and make data-driven decisions. Goodwill’s warehouse implements Tableau Software to create a system to navigate the data generated in each system by applying filters, creating dashboards, and other drill-down information to help ask questions, make analysis, and share results with peers and partners.

The implementation of the data warehouse within the Excel Centers, the Indianapolis Metropolitan High School, and the 13 non-GEI partner schools is guided by GEI’s director of data services. This director will assist administrative and instructional staff with using the system and asking operational questions that use data to create effective interventions.

Academic Performance

Provide the following academic information for each school managed by the organization.

Pass rates or equivalent for the state’s mandated assessments in English Language Arts and mathematics;

Excel Centers

The Excel Centers are designed for young adults who have been pulled away from the traditional K-12 system; the Centers serve students who have previously dropped out of a traditional high school and have been out of school for one or more years. Despite this, the Excel Centers had 46% of its students pass the English 10 ECA and 72% pass the Algebra I ECA during the 2012-13 school year. However, when looking at just those students that graduate from the Excel Centers - which is how DOE has determined ECA performance should be determined for such schools - 90% of students pass both the English 10 and Algebra I ECAs.

By the time a typical student enrolls in an Excel Center, he or she has been officially purged from the traditional K-12 system, as 80% of Excel Center enrollees are no longer in an active cohort. Put another way the Excel Centers, almost exclusively, serves students that have previously been determined as dropouts, only 20% of our student population falls into an "active" cohort. As a result, DOE has developed an alternative cohort/graduation rate for schools such as the Excel Center. Under this model, the Excel Centers were able to graduate 30% of its students in 2012 - despite 100% of this students being previously categorized as dropouts by the state.

School	Free or Reduced Lunch%	Non-White %	ECA English/LA ¹	ECA Math	ECA Both 2012-13	Graduation Rate
Excel Center - Michigan	78%	83%	40.7% ²	71.2% ³	35.8% ⁴	N/A ⁵

¹ Figures based on total number of students who completed testing while enrolled during the 2012-13 school year.

² This figure is a combined figure for Michigan, Meadows, Decatur, and Franklin.

³ This figure is a combined figure for Michigan, Meadows, Decatur, and Franklin.

⁴ This figure is a combined figure for Michigan, Meadows, Decatur, and Franklin.

Excel Center - Meadows	99.7%	96%	40.7%	71.2%	35.8%	N/A
Excel Center - Decatur	59%	72%	40.7%	71.2%	35.8%	N/A
Excel Center - Franklin	83%	86%	40.7%	71.2%	35.8%	N/A
Excel Center - Anderson	64%	47%	69.8%	71.6%	59.4%	N/A
Excel Center - Kokomo	89.5%	28%	N/A	N/A	N/A	N/A
Excel Center - Richmond	68%	23%	N/A	N/A	N/A	N/A
Excel Center - Lafayette	79%	35%	N/A	N/A	N/A	N/A
Excel Center - West	68%	94%	N/A	N/A	N/A	N/A

Indianapolis Metropolitan High School

During the 2012-13 school year, the Indy Met had 49% of its 10th grade cohort pass the English 10 ECA and 78% pass the Algebra I ECA.

Performance of students on statewide assessments compared to students in nearby traditional public schools;

Excel Centers

Because of the design and the target academic market for the Excel Centers, there are no schools with which a comparison can be made at this time; however there are other drop out recovery schools for whom there will be accountability information available within one or two years.

Indianapolis Metropolitan High School and non-GEI partner schools

School	Free or Reduced Lunch%	Non-White %	ECA English/LA ⁶	ECA Math	ECA Both 2012-13	Graduation Rate
Indianapolis Metropolitan ⁷	78.4%	85.3%	48.3%	23.8%	43.1%	66.4%
University Heights	92.7%	29.4%	63.6%	56.6%	50.0%	59.3%
Northwest	70.1%	87.4%	37.2%	17.8%	25.2%	56.2%
Emmerich Manual	51.9%	36.1%	47.2%	23.3%	31.4%	68.9%
<i>Challenge Foundation⁸</i>	81.5%	99.4%	N/A	N/A	N/A	N/A
<i>Fall Creek Academy</i>	89.8%	94.3%	46.2%	34.6%	30.8%	87.9%
<i>Community Montessori</i>	31.3%	11.5%	76.5%	13.5%	40.6%	100%
<i>Thea Bowman</i>	74.3%	99.8%	59.1%	50.5%	50.5%	88.4%
<i>Xavier School of Excellence</i>	67.7%	81.2%	N/A	N/A	N/A	N/A
<i>Phalen Leadership Academies</i>	N/A	N/A	N/A	N/A	N/A	N/A
<i>Bloomington Project School</i>	37.2%	22.3%	90.0%	N/A	N/A	N/A
<i>New Community School</i>	46.5%	25.4%	N/A	N/A	N/A	N/A
<i>Hammond Academy for Science and Technology</i>	29.4%	72.7%	71.3%	45.3%	48.8%	N/A
<i>Inspire Academy</i>	N/A	N/A	N/A	N/A	N/A	N/A
<i>Canaan Community</i>	44.1%	4.3%	N/A	N/A	N/A	N/A

⁵ GEI is working with the State Board of Education to develop applicable alternative graduation measures.

⁶ Figures based on total number of students who completed testing while enrolled during the 2012-13 school year.

⁷ The schools below are offered as comparisons for Indianapolis Metropolitan

⁸ The schools below (italicized) are those schools with whom INISchools is working as a service provider.

<i>Academy</i>						
<i>Gary Middle College</i>	60.2%	96.7%	N/A	N/A	N/A	N/A
<i>Neighbors New Vista</i>	0%	50.7%	40.5%	13.8%	10.0%	N/A
<i>North Daviess Community Schools</i>	40.6%	4.5%	83.8%	91.9%	82.4%	89.6%

Graduation rates for every year the school has had graduates:

Excel Centers

Only 20% of the student population of Excel Centers falls into an "active" cohort (students who first entered high school within a timeframe of less than 4 years ago). As a result, DOE has developed an alternative cohort/graduation rate for schools such as the Excel Center. Under this model, the Excel Centers were able to graduate 30% of its students in 2012 - despite 100% of this students being previously categorized as dropouts by the state. The Excel Centers have a made a conscious effort to ensure that every graduate is prepared for the whatever path - college or career - is next. As a part of this effort, the Excel Center has placed a self imposed limit on no more than 10% of graduates receiving waivers annually and requiring that all students that receive a waiver diploma also receive an industry certification as well; thus ensuring that our students have the proper credentials whether pursuing higher education or future employment.

Indianapolis Metropolitan High School

Pursuant to the IDOE Four Year Cohort Graduation Rate Trend the Indianapolis Metropolitan High School has produced the following graduation rates: 2007-08: 57.6%; 2008-09: 63.5%; 2009-10: 61.4%; 2010-11: 45.5%; 2011-12: 66.4%; 2012-13: 64.0%. Note: pursuant to an appeal to the IDOE for a recalculation of the 2011-12 graduation rate the rate was changed to 75% - this information has not yet been published on the IDOE website. The most recent graduation rate of 75% is 10 percentage points higher than the rate of the school's legal settlement.

The Indy Met, despite serving a larger free/reduced lunch population, had a higher graduation rate than over 70% of IPS high schools in 2012. In fact, the Indy Met - with the assistance of INISchools personnel - experienced the second largest graduation rate increase of any school in the state in 2012.

Post-graduation degree attainment, if available.

Excel Centers

While INISchools does not track degree attainment after students exit the Excel Center, 50% of graduates last year completed an industry certification pathway while enrolled at the Excel Center. These are industry certifications in "at need" industries that should better prepare Excel Center students to re-enter the workforce at a higher wage level.

Indianapolis Metropolitan High School

The Indy Met has also placed a focus on career and technical education, with 26% of all students annually earning at least one college and career readiness credit (either through dual credit - for college bound students - or CTE courses - for career bound students).

Any additional evidence showing that schools are serving student populations similar to the target population

Goodwill's mission, through GEI, is to reach out to challenging populations and provide them with meaningful skills and certifications that will permit them to lead productive adult lives. Successfully serving such a population requires creativity (such as that required to conceive of and implement a non-traditional school calendar that permits an acquisition of credit following an eight week term) and persistence. Overall students make significantly

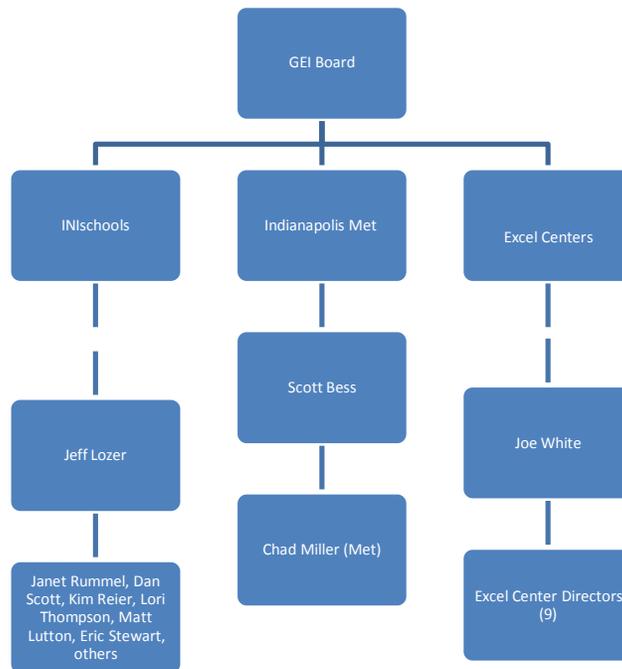
more progress at GEI schools than at a traditional high school. During the 2012-13 school year students at the Excel Center earned an average of more than two years' worth of credits (22.5) and students at the Indy Met earned 1.5 years' worth of credits (15.5). This is part of a concentrated effort to get students up to grade level as soon as possible.

This track record for reaching challenging student populations will translate into a successful engagement of the scholars Francis Marion Academy and PSA seek to serve.

Leadership

Please explain the leadership structure of the organization, and include an organizational chart.

The ESP, INIschools, is controlled by Goodwill Education Initiatives, Inc. ("GEI") which was formed by Goodwill Industries of Central Indiana, Inc. Both INIschools and GEI operate under Federal Tax Exempt Status and operate as Indiana nonprofit organizations.



Has there been any turnover in leadership within the organization?

Mr. Bess has been with GEI since 2005. Any personnel changes within the past two years have been to add expertise and experience for GEI's growing school operations (Scott, Lozer, Reier, Thompson). Dr. Findlay, former Chief Academic Officer, accepted another opportunity outside of the organization, therefore Janet Rummel was promoted to fill her vacant position.

Provide a list of the board of directors of the ESP and their length of service.

INIschools is controlled by GEI through its board. The GEI Board consists of the following members:

C. Perry Griffith, Jr. (10 years)

Fred C. Tucker, III (10 years)
Gina DeSanto, Ph.D. (8 years)
Michael O'Connor (8 years)
Juan Gonzalez (7 years)
Jeffrey A. Harrison (7 years)
Doris Pryor (1 year)
Donald Palmer (First year)

Explain any turnover on the board that was not due to term limits. N/A
How often does the ESP assess itself and gauge the satisfaction of its clients?

INISchools is in daily contact with the Indy Met and each of the nine Excel Centers and operates much as a high functioning centralized school district would, with clear priorities and excellent lines of communication.

For non GEI controlled schools, such as Francis Marion Academy and PSA should they be chartered, INISchools will ensure customer satisfaction by providing excellent customer service and through the ultimate accountability measure of making its contractual relationship with any school mutually terminable at will.

Services

What services does the ESP provide?

INISchools has provided a draft proposal and service agreement in the attachments. The proposal outlines the services INISchools expects to provide.

Include as an attachment a copy of the proposed management agreement. The agreement should include, but not be limited to:

- Specific measures and timelines that the school's board will use to hold the ESP accountable;
- Consequences for not meeting those standards;
- Terms for contract termination or renewal; and
- Differentiation of what is owned by the school and what is owned by the management organization.

INISchools has provided a copy of a draft service agreement in the attachments. In particular, the service agreement provides that the agreement is terminable at will upon reasonable notice. In addition, the budget and cash flow provided with this prospectus illustrate that payments to INISchools occur as services are rendered. Francis Marion Academy and PSA will own and hold title to everything it purchases. That is, Francis Marion Academy and PSA will govern its vendor relationships, not INISchools. The only exception to this is that a portion of the performance analysis charges are the result of licenses to use business intelligence tools; there is a charge to use the licenses although neither Francis Marion Academy, PSA, or INISchools "own" the underlying intellectual property.

Finances

Most Recent Federal Tax Return

Caution: Forms printed from within Adobe Acrobat products may not meet IRS or state taxing agency specifications. When using Acrobat 5.x products, uncheck the "Shrink oversized pages to paper size" and uncheck the "Expand small pages to paper size" options, in the Adobe "Print" dialog. When using Acrobat 6.x and later products versions, select "None" in the "Page Scaling" selection box in the Adobe "Print" dialog.

CLIENT'S COPY

PH 317 241 2999
FAX 317 240 4485

Greenwalt CPAs, Inc.
5342 W. Vermont Street
Indianapolis, IN 46224
www.greenwaltcpas.com

GREENWALT^{CPAs}

NOVEMBER 11, 2013

GOODWILL EDUCATION INITIATIVES, INC.
1635 W. MICHIGAN ST.
INDIANAPOLIS, IN 46222
ATTENTION: MR. DAN RILEY

DEAR DAN:

ENCLOSED ARE THE 2012 EXEMPT ORGANIZATION RETURNS, AS
FOLLOWS...

2012 FORM 990

2012 INDIANA FORM NP-20

EACH ORIGINAL SHOULD BE DATED, SIGNED AND FILED IN ACCORDANCE
WITH THE FILING INSTRUCTIONS. THE COPY SHOULD BE RETAINED
FOR YOUR FILES.

WE HAVE PREPARED THE RETURN FROM INFORMATION YOU FURNISHED US
WITHOUT VERIFICATION. UPON EXAMINATION OF THE RETURN BY TAX
AUTHORITIES, REQUESTS MAY BE MADE FOR UNDERLYING DATA. WE
THEREFORE RECOMMEND THAT YOU PRESERVE ALL RECORDS WHICH YOU
MAY BE CALLED UPON TO PRODUCE IN CONNECTION WITH SUCH
POSSIBLE EXAMINATIONS.

PLEASE REVIEW THE RETURN FOR COMPLETENESS AND ACCURACY.

WE RECOMMEND THAT YOU USE CERTIFIED MAIL WITH POST MARKED
RECEIPT FOR PROOF OF TIMELY FILING.

WE SINCERELY APPRECIATE THE OPPORTUNITY TO SERVE YOU. PLEASE
CONTACT US IF YOU HAVE ANY QUESTIONS CONCERNING THE TAX
RETURN.

VERY TRULY YOURS,

AMANDA MEKO, CPA
GREENWALT CPAS, INC.

TAX RETURN FILING INSTRUCTIONS

FORM 990

FOR THE YEAR ENDING

..... JUNE 30, 2013

Prepared for	GOODWILL EDUCATION INITIATIVES, INC. 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222
Prepared by	GREENWALT CPAS, INC. 5342 W. VERMONT STREET INDIANAPOLIS, IN 46224
Amount due or refund	NOT APPLICABLE
Make check payable to	NOT APPLICABLE
Mail tax return and check (if applicable) to	NOT APPLICABLE
Return must be mailed on or before	NOT APPLICABLE
Special Instructions	THIS RETURN HAS BEEN PREPARED FOR ELECTRONIC FILING. IF YOU WISH TO HAVE IT TRANSMITTED ELECTRONICALLY TO THE IRS, PLEASE SIGN, DATE, AND RETURN FORM 8879-EO TO OUR OFFICE. WE WILL THEN SUBMIT THE ELECTRONIC RETURN TO THE IRS. DO NOT MAIL A PAPER COPY OF THE RETURN TO THE IRS.

Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

OMB No. 1545-0047

2012

Open to Public Inspection

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

A For the 2012 calendar year, or tax year beginning JUL 1, 2012 **and ending** JUN 30, 2013

B Check if applicable: Address change Name change Initial return Terminated Amended return Application pending	C Name of organization		D Employer identification number	
	GOODWILL EDUCATION INITIATIVES, INC.		20-0749885	
	Doing Business As			
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite		E Telephone number	
	1635 W. MICHIGAN ST.		317-524-4268	
	City, town, or post office, state, and ZIP code		G Gross receipts \$ 19,129,996.	
	INDIANAPOLIS, IN 46222		H(a) Is this a group return for affiliates? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	
	F Name and address of principal officer: DANIEL J. RILEY		H(b) Are all affiliates included? Yes <input type="checkbox"/> No <input type="checkbox"/>	
	SAME AS C ABOVE		If "No," attach a list. (see instructions)	
I Tax-exempt status: X 501(c)(3) 501(c) () ◀ (insert no.) 4947(a)(1) or 527				
J Website: WWW.INDIANAPOLISMET.ORG; WWW.THEEXCELCENTER.ORG				
K Form of organization: X Corporation Trust Association Other ▶			L Year of formation: 2004	
			M State of legal domicile: IN	

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: TO PROVIDE EDUCATIONAL OPPORTUNITIES THROUGH ONE OR MORE CHARTER SCHOOLS. SEE SCHEDULE O.			
	2 Check this box <input type="checkbox"/> 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)	9	
	4	Number of independent voting members of the governing body (Part VI, line 1b)	9	
	5	Total number of individuals employed in calendar year 2012 (Part V, line 2a)	230	
	6	Total number of volunteers (estimate if necessary)	9	
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	0.	
	7b	Net unrelated business taxable income from Form 990-T, line 34	0.	
Revenue	8	Contributions and grants (Part VIII, line 1h)	12,425,533.	18,526,535.
	9	Program service revenue (Part VIII, line 2g)	380,136.	505,859.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	0.	0.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	27,905.	97,602.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	12,833,574.	19,129,996.
	Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.
14		Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
15		Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	7,548,183.	10,336,402.
16a		Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
b		Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.		
17		Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	4,239,031.	6,743,534.
18		Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	11,787,214.	17,248,980.
19	Revenue less expenses. Subtract line 18 from line 12	1,046,360.	1,881,016.	
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	7,156,751.	6,530,428.
	21	Total liabilities (Part X, line 26)	4,732,084.	2,148,881.
	22	Net assets or fund balances. Subtract line 21 from line 20	2,424,667.	4,381,547.

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	Date			
	▶ DANIEL J. RILEY, TREASURER				
	Type or print name and title				
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
	AMANDA MEKO, CPA			<input type="checkbox"/>	P01062615
	Firm's name ▶ GREENWALT CPAS, INC.	Firm's EIN ▶ 35-1489521			
	Firm's address ▶ 5342 W. VERMONT STREET	INDIANAPOLIS, IN 46224		Phone no. 317-241-2999	

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 X

1 Briefly describe the organization's mission:

TO PROVIDE EDUCATIONAL OPPORTUNITIES DESIGNED TO ENABLE YOUNG PEOPLE AND ADULTS TO ENHANCE THEIR SUCCESS IN LIFE AND WORK; TO DEVELOP, OWN, AND OPERATE ONE OR MORE CHARTER SCHOOLS.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? 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 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 \$ 14,305,764. including grants of \$ 169,044.) (Revenue \$ 505,859.) SEE SCHEDULE O.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

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

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 14,305,764.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		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? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, 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? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	X	
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		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 any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		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? <i>If "Yes," complete Schedule I, Parts I and III</i>	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? <i>If "Yes," complete Schedule J</i>	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
24b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
25b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</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? <i>If "Yes," complete Schedule L, Part II</i>		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? <i>If "Yes," complete Schedule L, Part III</i>		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
28a	a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28b	b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28c	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? <i>If "Yes," complete Schedule L, Part IV</i>		X
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		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? <i>If "Yes," complete Schedule R, Part I</i>		X
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
35b	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)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		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? <i>If "Yes," complete Schedule R, Part VI</i>		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	
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

Table with columns for question number, question text, and Yes/No columns. Includes questions 1a through 14b regarding IRS filings and tax compliance.

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 X

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include questions 1a, 1b, 2, 3, 4, 5, 6, 7a, 7b, 8a, 8b, 9 regarding governing body members and relationships.

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

Table with 3 columns: Question, Yes, No. Rows include questions 10a, 10b, 11a, 11b, 12a, 12b, 12c, 13, 14, 15a, 15b, 16a, 16b regarding organizational policies.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed IN
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection.
19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: DANIEL J. RILEY - 317-524-4203

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

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

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

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

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

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below 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) FRED C. TUCKER, III DIRECTOR	1.00	X						0.	0.	0.
(2) JEFFREY A. HARRISON DIRECTOR	1.00	X						0.	0.	0.
(3) C. PERRY GRIFFITH, JR. CHAIR	1.00	X		X				0.	0.	0.
(4) BRUCE M. JACOBSON DIRECTOR	1.00	X						0.	0.	0.
(5) HOLLY HILL BROOKS SECRETARY	1.00	X		X				0.	0.	0.
(6) JUAN GONZALEZ DIRECTOR	1.00	X						0.	0.	0.
(7) GINA DELSANTO, PH.D. VICE-CHAIR	1.00	X		X				0.	0.	0.
(8) MICHAEL O'CONNOR DIRECTOR	1.00	X						0.	0.	0.
(9) GWEN A. FOUNTAIN HONORARY DIRECTOR	1.00	X						0.	0.	0.
(10) JAMES M. MCCLELLAND PRESIDENT OF GOODWILL INDUSTRIES	40.00			X				0.	417,936.	48,411.
(11) DANIEL J. RILEY TREASURER	40.00			X				0.	189,393.	22,615.
(12) SCOTT BESS VICE PRESIDENT	40.00				X			157,700.	0.	27,791.
(13) BETSY DELGADO EXECUTIVE DIRECTOR	40.00					X		106,796.	0.	20,823.
(14) SCHAUNA FINDLAY CHIEF ACADEMIC OFFICER	40.00					X		112,324.	0.	20,811.
(15) ROBERT MOSES SCHOOL DIRECTOR	40.00					X		103,714.	0.	21,070.

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	1a						
	b Membership dues	1b						
	c Fundraising events	1c						
	d Related organizations	1d	117,500.					
	e Government grants (contributions)	1e	17,081,218.					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	1,327,817.					
	g Noncash contributions included in lines 1a-1f: \$							
	h Total. Add lines 1a-1f			18,526,535.				
Program Service Revenue	2 a GOV'T CONTRACTS/FEES	Business Code	611710	458,132.	458,132.			
	b STUDENT FEES	Business Code	611710	47,727.	47,727.			
	c							
	d							
	e							
	f All other program service revenue							
	g Total. Add lines 2a-2f			505,859.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)							
	4 Income from investment of tax-exempt bond proceeds							
	5 Royalties							
	6 a Gross rents	(i) Real	(ii) Personal					
		b Less: rental expenses						
		c Rental income or (loss)						
		d Net rental income or (loss)						
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other					
		b Less: cost or other basis and sales expenses						
		c Gain or (loss)						
		d Net gain or (loss)						
	8 a 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						
	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							
	b Less: cost of goods sold	b						
	c Net income or (loss) from sales of inventory							
Miscellaneous Revenue			Business Code					
11 a MISCELLANEOUS REVENUE		900099	97,602.			97,602.		
b								
c								
d All other revenue								
e Total. Add lines 11a-11d			97,602.					
12 Total revenue. See instructions.			19,129,996.	505,859.	0.	97,602.		

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, 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	169,044.	169,044.		
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	509,357.	223,534.	285,823.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	7,255,399.	6,951,717.	303,682.	
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	450,397.	417,330.	33,067.	
9 Other employee benefits	1,482,262.	1,326,965.	155,297.	
10 Payroll taxes	638,987.	597,274.	41,713.	
11 Fees for services (non-employees):				
a Management				
b Legal	5,323.		5,323.	
c Accounting	114,085.		114,085.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	934,924.	901,274.	33,650.	
12 Advertising and promotion	379.		379.	
13 Office expenses	573,735.		573,735.	
14 Information technology	291,708.		291,708.	
15 Royalties				
16 Occupancy	1,081,803.	1,081,803.		
17 Travel	57,251.	56,915.	336.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	117,873.	117,873.		
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	1,033,630.	1,033,630.		
23 Insurance	29,054.		29,054.	
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 LOSS-CHANGE IN STATE RE	1,068,595.		1,068,595.	
b EDUCATIONAL SERVICES	589,948.	589,948.		
c TRANSPORTATION	266,937.	266,937.		
d OTHER EXPENSES	208,283.	201,514.	6,769.	
e All other expenses	370,006.	370,006.		
25 Total functional expenses. Add lines 1 through 24e	17,248,980.	14,305,764.	2,943,216.	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 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	443,422.	1	2,686,150.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	4,780,075.	4	1,425,660.
	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 instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	103,205.	9	97,952.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 5,274,759.		
	b Less: accumulated depreciation	10b 2,954,093.	1,830,049.	10c 2,320,666.
	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		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	7,156,751.	16	6,530,428.	
Liabilities	17 Accounts payable and accrued expenses	575,626.	17	1,215,469.
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 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	3,820,126.	23	425,000.
	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	336,332.	25	508,412.
	26 Total liabilities. Add lines 17 through 25	4,732,084.	26	2,148,881.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> X and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	2,131,830.	27	4,209,656.
	28 Temporarily restricted net assets	292,837.	28	171,891.
	29 Permanently restricted net assets	0.	29	0.
	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	2,424,667.	33	4,381,547.
34 Total liabilities and net assets/fund balances	7,156,751.	34	6,530,428.	

Form 990 (2012)

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	19,129,996.
2	Total expenses (must equal Part IX, column (A), line 25)	2	17,248,980.
3	Revenue less expenses. Subtract line 2 from line 1	3	1,881,016.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	2,424,667.
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	75,864.
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	4,381,547.

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: Cash <input checked="" type="checkbox"/> Accrual <input checked="" 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: Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis <input type="checkbox"/>		X
b	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: Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis <input checked="" type="checkbox"/>	X	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in 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	
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	X	

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

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

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

GOODWILL EDUCATION INITIATIVES, INC.

Employer identification number

20-0749885

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

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

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III - Functionally integrated d Type III - 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? 11g(i)		
(ii) A family member of a person described in (i) above? 11g(ii)		
(iii) A 35% controlled entity of a person described in (i) or (ii) above? 11g(iii)		
- h Provide the following information about the supported organization(s).

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

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

Schedule A (Form 990 or 990-EZ) 2012

232021
12-04-12

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						

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 line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		▶
b 33 1/3% support test - 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		▶
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		▶
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		▶
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		▶

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 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 year 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 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	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 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

Employer identification number

GOODWILL EDUCATION INITIATIVES, INC.

20-0749885

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

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 1h, 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).

LHA 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 EDUCATION INITIATIVES, INC.	20-0749885

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GOODWILL INDUSTRIES FOUNDATION OF CENTRAL INDIANA, INC. 1635 W. MICHIGAN STREET INDIANAPOLIS, IN 46222	\$ 361,284.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. 1635 W. MICHIGAN STREET INDIANAPOLIS, IN 46222	\$ 87,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	WALTON FAMILY FOUNDATION PO BOX 2030 BENTONVILLE, AR 72712	\$ 550,000.	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.)

Name of organization GOODWILL EDUCATION INITIATIVES, INC.	Employer identification number 20-0749885
--	--

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	

Name of organization GOODWILL EDUCATION INITIATIVES, INC.	Employer identification number 20-0749885
--	--

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 the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$ _____
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

(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 D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 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

GOODWILL EDUCATION INITIATIVES, INC.

Employer identification number

20-0749885

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	Yes	No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	Yes	No

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

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

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

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

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

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

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

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)?

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.

- 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part 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 year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment ▶ _____ %
 - b Permanent endowment ▶ _____ %
 - c Temporarily restricted endowment ▶ _____ %
- 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:

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

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

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

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

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		5,274,759.	2,954,093.	2,320,666.
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) ▶ 2,320,666.

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) ACCOUNTS PAYABLE TO RELATED PARTY	508,412.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	508,412.

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 X

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

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

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 X, LINE 2: GOODWILL AND ITS SUBSIDIARIES ARE INDIANA NON-PROFIT

CORPORATIONS, EXEMPT FROM INCOME TAX UNDER SECTION 501(C)(3) OF THE U.S.

INTERNAL REVENUE CODE. HOWEVER, IF INCOME WAS GENERATED FROM CERTAIN

ACTIVITIES NOT DIRECTLY RELATED TO GOODWILL'S TAX-EXEMPT PURPOSES, SUCH

INCOME WOULD BE SUBJECT TO TAXATION AS UNRELATED BUSINESS INCOME.

GOODWILL AND ITS SUBSIDIARIES ARE NOT CONSIDERED PRIVATE FOUNDATIONS AS

DEFINED IN SECTION 509(A) OF THE INTERNAL REVENUE CODE.

Part XIII Supplemental Information (continued)

ACCOUNTING STANDARDS FOR INCOME TAXES PROVIDE DETAILED GUIDANCE FOR THE

FINANCIAL STATEMENT RECOGNITION, MEASUREMENT AND DISCLOSURE OF UNCERTAIN

TAX POSITIONS RECOGNIZED IN AN ENTERPRISE'S FINANCIAL STATEMENTS.

GOODWILL REGULARLY EVALUATES ITS ACTIVITIES TO DETERMINE THAT THEY ARE IN

COMPLIANCE WITH ITS TAX-EXEMPT PURPOSE. CURRENTLY, GOODWILL'S MANAGEMENT

DOES NOT BELIEVE IT IS ENGAGED IN ANY ACTIVITIES THAT WOULD GENERATE

UNRELATED BUSINESS INCOME OR CREATE AN UNCERTAIN TAX POSITION. GOODWILL

IS NO LONGER SUBJECT TO EXAMINATION BY TAXING AUTHORITIES FOR YEARS BEFORE

2009.

Multiple horizontal lines for supplemental information.

SCHEDULE E
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Schools

▶ **Complete if the organization answered "Yes" to Form 990, Part IV, line 13,
or Form 990-EZ, Part VI, line 48.**
▶ **Attach to Form 990 or Form 990-EZ.**

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Name of the organization

GOODWILL EDUCATION INITIATIVES, INC.

Employer identification number

20-0749885

Part I

		YES	NO
1	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	X	
2	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	X	
3	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe. If "No," please explain. If you need more space, use Part II	X	
GOODWILL EDUCATION INITIATIVES, INC. COMPLIES WITH ALL PUBLIC NOTICE STATUTES AND APPLICABLE DESEGREGATION ORDERS.			
4	Does the organization maintain the following?		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	X	
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		X
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	X	
d	Copies of all material used by the organization or on its behalf to solicit contributions?	X	
If you answered "No" to any of the above, please explain. If you need more space, use Part II. SEE PART II			
5	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?		X
b	Admissions policies?		X
c	Employment of faculty or administrative staff?		X
d	Scholarships or other financial assistance?		X
e	Educational policies?		X
f	Use of facilities?		X
g	Athletic programs?		X
h	Other extracurricular activities?		X
If you answered "Yes" to any of the above, please explain. If you need more space, use Part II.			
6a	Does the organization receive any financial aid or assistance from a governmental agency?	X	
b	Has the organization's right to such aid ever been revoked or suspended?		X
If you answered "Yes" to either line 6a or line 6b, explain on Part II.			
7	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," explain on Part II	X	

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

Schedule E (Form 990 or 990-EZ) (2012)

Part II **Supplemental Information.** Complete this part to provide the explanations required by Part I, lines 3, 4d, 5h, 6b, and 7, as applicable. Also complete this part to provide any other additional information.

SCHEDULE E, LINE 4 - EXPLANATION OF RECORDS NON-MAINTENANCE:

SCHOLARSHIPS AND OTHER FINANCIAL ASSISTANCE - GOODWILL

INDUSTRIES FOUNDATION OF CENTRAL INDIANA, INC. FUNDRAISES

FOR GOODWILL EDUCATION INITIATIVES, INC. THE SCHOOL DOES

NOT GIVE SCHOLARSHIPS OR FINANCIAL AID. THE SCHOOL RECEIVES

PUBLIC FUNDING FOR STUDENTS TO ATTEND.

SCHEDULE E, LINE 6 - EXPLANATION OF GOVERNMENT FINANCIAL AID:

THE ORGANIZATION RECEIVES FEES FROM GOVERNMENTAL SOURCES TO PROVIDE SCHOOL

MEALS FOR QUALIFYING STUDENTS. THE ORGANIZATION ALSO RECEIVES GRANTS FROM

THE GOVERNMENT TO FUND SCHOOL PROGRAMS DESIGNED TO PROVIDE ADDITIONAL

SERVICES FOR STUDENTS IN NEED OF REMEDIATION, SPECIAL EDUCATION AND

TUTORING.

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
COLLEGE SCHOLARSHIPS	45	169,044.	0.		

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.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

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

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

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

GOODWILL EDUCATION INITIATIVES, INC.

Employer identification number

20-0749885

Part I Questions Regarding Compensation

	Yes	No
1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.		
First-class or charter travel		
Travel for companions		
Tax indemnification and gross-up payments		
Discretionary spending account		
Housing allowance or residence for personal use		
Payments for business use of personal residence		
Health or social club dues or initiation fees		
Personal services (e.g., maid, chauffeur, chef)		
b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b	
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?	2	
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.		
<input checked="" type="checkbox"/> Compensation committee		
<input checked="" type="checkbox"/> Independent compensation consultant		
<input checked="" type="checkbox"/> Form 990 of other organizations		
<input checked="" type="checkbox"/> Written employment contract		
<input checked="" type="checkbox"/> Compensation survey or study		
<input checked="" type="checkbox"/> Approval by the board or compensation committee		
4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:		
a Receive a severance payment or change-of-control payment?	4a	X
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	X
c Participate in, or receive payment from, an equity-based compensation arrangement?	4c	X
If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		
Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.		
5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:		
a The organization?	5a	X
b Any related organization?	5b	X
If "Yes" to line 5a or 5b, describe in Part III.		
6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:		
a The organization?	6a	X
b Any related organization?	6b	X
If "Yes" to line 6a or 6b, describe in Part III.		
7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	7	X
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	8	X
9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9	

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

Schedule J (Form 990) 2012

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization

GOODWILL EDUCATION INITIATIVES, INC.

Employer identification number

20-0749885

FORM 990, PART III, LINE 2, NEW PROGRAM SERVICES:

GOODWILL EDUCATION INITIATIVES, INC. IS OPENING FOUR NEW LOCATIONS IN
CENTRAL INDIANA FOR THE 2013-2014 SCHOOL YEAR. IN ADDITION, GOODWILL
EDUCATION INITIATIVES LAUNCHED INDIANA NETWORK OF INDEPENDENT SCHOOLS,
LLC WHICH PROVIDES SUPPORT SERVICES TO OTHER SCHOOLS. THESE SERVICES
INCLUDE CURRICULUM CONSULTING, HUMAN RESOURCES CONSULTING, STUDENT DATA
ANALYSIS AND FINANCIAL MANAGEMENT ASSISTANCE.

FORM 990, PART III, LINE 4A:

GOODWILL EDUCATION INITIATIVES (GEI) PROVIDES EDUCATIONAL OPPORTUNITIES
DESIGNED TO ENABLE YOUNG PEOPLE AND ADULTS TO ENHANCE THEIR SUCCESS IN
LIFE AND WORK. GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.
(GOODWILL), A CHARITABLE ENTITY RELATED TO GEI, FORMED GEI IN 2004 IN
RESPONSE TO THE LARGE NUMBER OF YOUNG PEOPLE SEEKING EMPLOYMENT AND
OTHER SERVICES AT GOODWILL WITH LIMITED CAREER OPPORTUNITIES AND
WITHOUT A HIGH SCHOOL DIPLOMA. GEI OPERATES THE INDIANAPOLIS
METROPOLITAN HIGH SCHOOL (THE MET), A PUBLIC CHARTER SCHOOL IN AN
ECONOMICALLY DEPRESSED URBAN AREA IN INDIANAPOLIS UNDER THE INDIANA
CHARTER SCHOOL LAWS AND THE CHARTERING AUTHORITY OF THE MAYOR OF
INDIANAPOLIS. GEI ALSO OPERATES THE EXCEL CENTERS, INDIANA PUBLIC
CHARTER HIGH SCHOOLS PRIMARILY SERVING ADULTS WHO PREVIOUSLY DROPPED
OUT OF HIGH SCHOOL AND WHO WISH TO OBTAIN THEIR HIGH SCHOOL DIPLOMA.
THE MET AND ONE EXCEL CENTER LOCATION OCCUPY SPACE IN GOODWILL'S
INDIANAPOLIS HEADQUARTERS BUILDING. THE MET AND EXCEL CENTERS
CONTRACT WITH GOODWILL FOR CERTAIN BUSINESS SUPPORT SERVICES, INCLUDING

ACCOUNTING, HUMAN RESOURCES, INFORMATION TECHNOLOGY, FACILITIES, AND

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.
232211
01-04-13

Schedule O (Form 990 or 990-EZ) (2012)

Name of the organization GOODWILL EDUCATION INITIATIVES, INC.	Employer identification number 20-0749885
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MARKETING. THE EXCEL CENTERS OPERATED UNDER THREE CHARTERS IN FIVE

LOCATIONS IN CENTRAL INDIANA IN FISCAL YEAR 2012-2013.

THE MET COMPLETED ITS 9TH YEAR OF OPERATION ON JUNE 30, 2013 AND ITS

2012-2013 SCHOOL YEAR ENROLLMENT WAS APPROXIMATELY 330 STUDENTS.

DEMOGRAPHICS OF THE MET'S STUDENT POPULATION INCLUDE: 73% AFRICAN

AMERICAN, 17% CAUCASIAN, 3% HISPANIC, 7% MULTI-RACIAL; 85% ELIGIBLE

FORFREE OR REDUCED PRICE LUNCH; 25% IDENTIFIED AS SPECIAL NEEDS

STUDENTS. 92% LIVE IN MARION COUNTY, AND 8% LIVE IN SURROUNDING

COUNTIES. MOST STUDENTS ARRIVING AT THE MET HAVE NOT BEEN SUCCESSFUL IN

MORE TRADITIONAL EDUCATION SETTINGS AND ARE OFTEN SEVERAL GRADE LEVELS

BELOW THE NORM IN READING, MATH, AND SCIENCE. WITH THIS IN MIND, THE

SCHOOL'S GOALS ARE FOCUSED PRIMARILY ON GRADUATION AND POST-SECONDARY

ENROLLMENT. OFTEN, STUDENTS ARE NOT SUCCESSFUL PASSING STANDARDIZED

TESTS EARLY IN THEIR HIGH SCHOOL EXPERIENCE, BUT SHOW IMPROVEMENT EACH

YEAR. AS SOPHOMORES, ONLY 34% OF THE CLASS OF 2012 PASSED THE

GRADUATION QUALIFYING EXAM. BY THE END OF THEIR SENIOR YEAR, 89% HAD

PASSED BOTH REQUIRED PORTIONS.

THROUGH THE 2012-2013 SCHOOL YEAR, OVER 400 STUDENTS HAD GRADUATED FROM

THE MET, AND 58% OF THOSE GRADUATES ARE STILL ENROLLED IN OR HAVE

ALREADY COMPLETED A POST-SECONDARY PROGRAM.

THE EXCEL CENTER OPENED ITS FIRST LOCATION IN AUGUST 2010 WITH 306

ADULT STUDENTS AND COMPLETED ITS THIRD YEAR OF OPERATIONS ON JUNE 30,

2013. DUE TO THE HIGH DEMAND FOR ITS SERVICES, THE EXCEL CENTER

EXPANDED TO FOUR LOCATIONS IN MARION COUNTY AND ONE LOCATION IN MADISON

COUNTY IN FISCAL YEAR 2013, AND ENROLLMENT EXPANDED TO MORE THAN 1500.

232212
01-04-13

Schedule O (Form 990 or 990-EZ) (2012)

Name of the organization GOODWILL EDUCATION INITIATIVES, INC.	Employer identification number 20-0749885
--	--

SINCE INCEPTION 336 STUDENTS HAVE GRADUATED FROM THE EXCEL CENTER.

DEMOGRAPHICS OF THE EXCEL CENTER STUDENTS CLOSELY MIRROR THOSE OF THE

MET. EXCEL CENTER STUDENTS RANGE IN AGE FROM 17 TO OVER 60, WITH THE

AVERAGE AGE BEING 27 AND THE MEDIAN AGE BEING 23. ALL STUDENTS HAVE

VARYING DEGREES OF ACADEMIC CREDITS AND CAPABILITIES WHEN THEY ENROLL.

EXCEL CENTER STUDENTS ATTEND CLASSES AND CONNECT WITH A LIFE COACH WHO

HELPS THEM NAVIGATE THE BARRIERS THAT STAND IN THE WAY OF THEIR

EDUCATIONAL ATTAINMENT. DEMAND FOR EXCEL CENTER ENROLLMENT CONTINUES TO

EXCEED CAPACITY. AS A RESULT, GEI PLANS TO OPEN ADDITIONAL FACILITIES

IN FALL 2013.

FORM 990, PART VI, SECTION B, LINE 11: THE BOARD OF DIRECTORS REVIEWS A

FINAL DRAFT OF THE FORM 990 PRIOR TO FILING AND HAS THE OPPORTUNITY TO

PROVIDE COMMENTARY AND QUESTIONS TO MANAGEMENT.

FORM 990, PART VI, SECTION B, LINE 12C: BOARD MEMBERS ARE REQUIRED TO

SUBMIT AN UPDATED CONFLICT OF INTEREST FORM ANNUALLY.

FORM 990, PART VI, SECTION B, LINE 15: THE BOARD OF DIRECTORS OF GOODWILL

INDUSTRIES OF CENTRAL INDIANA, INC. ("GOODWILL") HAS A COMPENSATION

COMMITTEE WITH RESPONSIBILITY TO ESTABLISH THE COMPENSATION AND BENEFITS OF

THE PRESIDENT & CHIEF EXECUTIVE OFFICER ("PRESIDENT") OF GOODWILL, AND TO

PROVIDE OVERSIGHT ON THE COMPENSATION AND BENEFIT ACTIONS TAKEN BY THE

PRESIDENT WITH RESPECT TO HIS/HER DIRECT REPORTS AND/OR KEY EMPLOYEES. THE

ROLE OF THE COMPENSATION COMMITTEE AND PRESIDENT, AS DELEGATED TO IT BY THE

BOARD OF DIRECTORS, IS TO ENSURE THAT THE COMPENSATION ARRANGEMENTS OF

GOODWILL ARE STRUCTURED SO THAT COMPENSATION PAYMENTS TO EXECUTIVES ARE AT

232212
01-04-13

Name of the organization GOODWILL EDUCATION INITIATIVES, INC.	Employer identification number 20-0749885
--	--

ALL TIMES REASONABLE FOR AN ORGANIZATION SUBJECT TO THE REQUIREMENTS AND

CONSTRAINTS OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED (THE "CODE").

IN ORDER TO MAINTAIN ITS INDEPENDENCE AND OBJECTIVENESS, MEMBERSHIP ON THE

COMPENSATION COMMITTEE IS LIMITED TO DIRECTORS WHO ARE NOT EMPLOYEES OR

RELATED TO EMPLOYEES OF GOODWILL OR ANY AFFILIATED ORGANIZATIONS. NO MEMBER

MAY BE AN EMPLOYEE OF GOODWILL, SUBJECT TO THE DIRECTION OR CONTROL OF ANY

EMPLOYEE OF GOODWILL, NOR RECEIVE COMPENSATION OR OTHER PAYMENTS SUBJECT TO

THE APPROVAL OF ANY EMPLOYEE OF GOODWILL. FINALLY, NO MEMBER MAY HAVE ANY

MATERIAL FINANCIAL INTEREST THAT WOULD BE AFFECTED BY THE COMPENSATION

ARRANGEMENT FOR ANY EXECUTIVE OF GOODWILL. THE COMPENSATION COMMITTEE AND

PRESIDENT UTILIZE EXPERT OUTSIDE CONSULTANTS, INDEPENDENT LEGAL ADVICE,

NATIONAL COMPENSATION SURVEYS, AND COMPENSATION DATA FOR COMPARABLE

ORGANIZATIONS. EACH YEAR CURRENT COMPARABLE COMPENSATION DATA IS CONSIDERED

IN SETTING COMPENSATION AND IN EVALUATING PROSPECTIVELY ANY INCENTIVE OR

CONTINGENT COMPENSATION PLAN AND ENSURING THAT NO AMOUNT IS PAID PURSUANT

TO ANY INCENTIVE PLAN THAT, WHEN AGGREGATED WITH BASE SALARY AND BONUS,

EXCEEDS REASONABLE COMPENSATION.

GOODWILL'S EXECUTIVE MANAGEMENT TEAM PROVIDES STRATEGIC DIRECTION FOR AND

DAY-TO-DAY MANAGEMENT OF THE OPERATION OF GOODWILL AND ITS RELATED

ENTITIES, GW COMMERCIAL SERVICES, INC., GOODWILL EDUCATION INITIATIVES,

INC., AND GOODWILL INDUSTRIES FOUNDATION OF CENTRAL INDIANA, INC. WITH ONE

EXCEPTION, THE EXECUTIVE MANAGEMENT TEAM IS COMPENSATED ONLY BY GOODWILL

INDUSTRIES OF CENTRAL INDIANA, INC., AND TAKES NO COMPENSATION OR OTHER

FINANCIAL BENEFIT FROM ANY OTHER RELATED ENTITY. THE CHIEF OPERATING

OFFICER OF GOODWILL EDUCATION INITIATIVES, INC. IS COMPENSATED SOLELY BY

GEI. GOODWILL'S MANAGEMENT TEAM ENCOURAGES INTERESTED READERS TO READ THE

FORM 990 TAX RETURNS OF ALL FOUR ENTITIES IN ORDER TO OBTAIN COMPLETE

232212
01-04-13

Schedule O (Form 990 or 990-EZ) (2012)

Name of the organization GOODWILL EDUCATION INITIATIVES, INC.	Employer identification number 20-0749885
--	--

INFORMATION ABOUT THE EXEMPT ACTIVITIES, OPERATIONS AND INTERRELATIONSHIPS

OF THE COLLECTIVE CENTRAL INDIANA GOODWILL ORGANIZATIONS.

FORM 990, PART VI, SECTION C, LINE 19: THE ORGANIZATION'S GOVERNING

DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE

AVAILABLE AT THE CORPORATE HEADQUARTERS UPON REQUEST.

FORM 990, PART XII, LINE 2C:

THE FINANCIAL STATEMENTS OF THE ORGANIZATION ARE AUDITED ANNUALLY AS

PART OF THE CONSOLIDATED FINANCIAL STATEMENT AUDIT OF GOODWILL

INDUSTRIES OF CENTRAL INDIANA, INC. THE FINANCE AND AUDIT COMMITTEE OF

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. MEETS WITH AUDITORS DURING

THE ANNUAL AUDIT PLANNING STAGE TO REVIEW THE AUDIT PLAN AND ANY AUDIT

CONCERNS. THE FINANCE AND AUDIT COMMITTEE THEN MEETS WITH AUDITORS

AFTER THE ANNUAL AUDIT TO APPROVE THE FINANCIAL STATEMENTS DRAFT. ONCE

THE DRAFT IS APPROVED, THE FINAL AUDIT IS DISTRIBUTED TO ALL BOARD

MEMBERS FOR FINAL APPROVAL. THIS PROCESS HAS NOT CHANGED IN THE PAST

YEAR.

FORM 990, PART XII, LINES 3A AND 3B:

AUDITS IN ACCORDANCE WITH OMB CIRCULAR A-133 ARE PERFORMED AT THE

CHARTER LEVEL.

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

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

	(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)				
(2)				
(3)				
(4)				
(5)				
(6)		38		

Part VII Supplemental Information

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

SCHEDULE R, PART II, COLUMN (B)

PRIMARY ACTIVITY OF GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.:

EMPLOYMENT AND EDUCATION SERVICES FOR DISABLED AND DISADVANTAGED YOUTH

AND ADULTS.

Multiple horizontal lines for supplemental information.

**IRS e-file Signature Authorization
for an Exempt Organization**

For calendar year 2012, or fiscal year beginning JUL 1, 2012, and ending JUN 30, 2013

2012

Department of the Treasury
Internal Revenue Service

▶ **Do not send to the IRS. Keep for your records.**

Name of exempt organization GOODWILL EDUCATION INITIATIVES, INC.		Employer identification number 20-0749885
Name and title of officer DANIEL J. RILEY TREASURER		

Part I Type of Return and Return Information (Whole Dollars Only)

Check the box for the return for which you are using this Form 8879-EO and enter the applicable amount, if any, from the return. If you check the box on line **1a, 2a, 3a, 4a, or 5a**, below, and the amount on that line for the return being filed with this form was blank, then leave line **1b, 2b, 3b, 4b, or 5b**, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than 1 line in Part I.

1a Form 990 check here <input checked="" type="checkbox"/>	b Total revenue , if any (Form 990, Part VIII, column (A), line 12)	1b <u>19129996</u>
2a Form 990-EZ check here <input type="checkbox"/>	b Total revenue , if any (Form 990-EZ, line 9)	2b _____
3a Form 1120-POL check here <input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b _____
4a Form 990-PF check here <input type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part VI, line 5)	4b _____
5a Form 8868 check here <input type="checkbox"/>	b Balance Due (Form 8868, Part I, line 3c or Part II, line 8c)	5b _____

Part II Declaration and Signature Authorization of Officer

Under penalties of perjury, I declare that I am an officer of the above organization and that I have examined a copy of the organization's 2012 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the organization's electronic return and, if applicable, the organization's consent to electronic funds withdrawal.

Officer's PIN: check one box only

I authorize GREENWALT CPAS, INC. to enter my PIN 49885

ERO firm name

Enter five numbers, but do not enter all zeros

as my signature on the organization's tax year 2012 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer of the organization, I will enter my PIN as my signature on the organization's tax year 2012 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Officer's signature _____ Date _____

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

35000911111
do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2012 electronically filed return for the organization indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature _____ Date _____

**ERO Must Retain This Form - See Instructions
Do Not Submit This Form To the IRS Unless Requested To Do So**

TAX RETURN FILING INSTRUCTIONS

INDIANA FORM NP-20

FOR THE YEAR ENDING

JUNE 30, 2013

Prepared for	GOODWILL EDUCATION INITIATIVES, INC. 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222
Prepared by	GREENWALT CPAS, INC. 5342 W. VERMONT STREET INDIANAPOLIS, IN 46224
Amount due or refund	NO PAYMENT REQUIRED
Make check payable to	NOT APPLICABLE
Mail tax return and check (if applicable) to	INDIANA DEPARTMENT OF REVENUE TAX ADMINISTRATION P.O. BOX 7147 INDIANAPOLIS, INDIANA 46207-7147
Return must be mailed on or before	NOVEMBER 15, 2013
Special Instructions	THE RETURN SHOULD BE SIGNED AND DATED BY AN AUTHORIZED INDIVIDUAL.

NP-20

State Form 51062
(R6 / 8-12)

Indiana Department of Revenue
Indiana Nonprofit Organization's Annual Report

For the Calendar Year or Fiscal Year
Beginning 07 01 2012 and Ending 06 30 2013
MM/DD/YYYY MM/DD/YYYY

Check if: Change of Address
Amended Report
Final Report: Indicate Date
Closed _____

Due on the 15th day of the 5th month following the end of the tax year.
NO FEE REQUIRED.

Name of Organization GOODWILL EDUCATION INITIATIVES INC		Telephone Number 317 524 4268
Address 1635 W MICHIGAN ST	County MARION	Indiana Taxpayer Identification Number 0117703702
City INDIANAPOLIS	State IN	ZIP Code 46222
Printed Name of Person to Contact DANIEL J. RILEY		Federal Identification Number 20 0749885
		Contact's Telephone Number 317 524 4268

If you are filing a federal return, attach a completed copy of Form 990, 990EZ, or 990PF.

Note: If your organization has unrelated business income of more than \$1,000 as defined under **Section 513** of the Internal Revenue Code, **you must also file Form IT-20NP.**

Current Information

1. Have any changes not previously reported to the Department been made in your governing instruments, (e.g.) articles of incorporation, bylaws, or other instruments of similar importance? If yes, attach a detailed description of changes.
2. Indicate number of years your organization has been in continuous existence. 9.
3. Attach a schedule, listing the names, titles and addresses of your current officers. **SEE STATEMENT 1**
4. Briefly describe the purpose or mission of your organization below.

THE PURPOSE OF THE ORGANIZATION IS TO PROVIDE EDUCATIONAL OPPORTUNITIES DESIGNED TO ENABLE YOUNG PEOPLE AND ADULTS TO ENHANCE THEIR SUCCESS IN LIFE AND WORK; TO DEVELOP, OWN, AND OPERATE ONE OR MORE CHARTER SCHOOLS.

Email Address: DRILEY@GOODWILL-INDY.ORG

I declare under the penalties of perjury that I have examined this return, including all attachments, and to the best of my knowledge and belief, it is true, complete, and correct.

Signature of Officer or Trustee	TREASURER Title	Date
---------------------------------	--------------------	------

Name of Person(s) to Contact	Daytime Telephone Number
------------------------------	--------------------------

Important: Please submit this completed form and/or extension to:
Indiana Department of Revenue, Tax Administration
P.O. Box 7147
Indianapolis, IN 46207-7147
Telephone: (317) 232-0129

Extensions of Time to File

The Department recognizes the Internal Revenue Service application for automatic extension of time to file, Form 8868. **Please forward a copy of your federal extension, identified with your Nonprofit Taxpayer Identification Number (TID), to the Indiana Department of Revenue, Tax Administration by the original due date to prevent cancellation of your sales tax exemption.** Always indicate your Indiana Taxpayer Identification number on your request for an extension of time to file.

Reports post marked within thirty (30) days after the federal extension due date, as requested on Federal Form 8868, will be considered as timely filed. A copy of the federal extension must also be attached to the Indiana report. In the event that a federal extension is not needed, a taxpayer may request in writing an Indiana extension of time to file from the: Indiana Department of Revenue, Tax Administration, P.O. Box 7147, Indianapolis, IN 46207-7147, (317) 232-0129.

If Form NP-20 or extension is not timely filed, the taxpayer will be notified by the Department pursuant to I.C. 6-2.5-5-21(d), to file Form NP-20. If within sixty (60) days after receiving such notice the taxpayer does not file Form NP-20, the taxpayer's exemption from sales tax will be canceled.



FORM NP-20 LIST OF OFFICERS, DIRECTORS AND TRUSTEES STATEMENT 1

<u>NAME AND ADDRESS</u>	<u>TITLE</u>
FRED C. TUCKER, III 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	DIRECTOR
JEFFREY A. HARRISON 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	DIRECTOR
C. PERRY GRIFFITH, JR. 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	CHAIR
BRUCE M. JACOBSON 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	DIRECTOR
HOLLY HILL BROOKS 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	SECRETARY
JUAN GONZALEZ 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	DIRECTOR
GINA DELSANTO, PH.D. 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	VICE-CHAIR
MICHAEL O'CONNOR 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	DIRECTOR
GWEN A. FOUNTAIN 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	HONORARY DIRECTOR
JAMES M. MCCLELLAND 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	PRESIDENT OF GOODWILL INDUSTR
DANIEL J. RILEY 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	TREASURER
SCOTT BESS 1635 W. MICHIGAN ST. INDIANAPOLIS, IN 46222	VICE PRESIDENT

BETSY DELGADO
1635 W. MICHIGAN ST.
INDIANAPOLIS, IN 46222

EXECUTIVE DIRECTOR

SCHAUNA FINDLAY
1635 W. MICHIGAN ST.
INDIANAPOLIS, IN 46222

CHIEF ACADEMIC OFFICER

ROBERT MOSES
1635 W. MICHIGAN ST.
INDIANAPOLIS, IN 46222

SCHOOL DIRECTOR

Projected Annual & Five-Year Budget

INDIANA NETWORK OF INDEPENDENT SCHOOLS LLS (INISchools)

INDIANA NETWORK OF INDEPENDENT SCHOOLS LLC (INISchools)**5 - YEAR BUDGET**

	2014-2015	2015-2016	2016-2017	2017-2018	2018-2019
REVENUE					
Service Fees	3,929,400	4,322,340	4,754,574	5,230,031	5,753,035
EXPENSES					
Wage Expense	2,274,875	2,616,106	2,930,039	3,281,644	3,675,441
Benefits	526,906	605,942	666,536	733,190	806,509
Contracted Services - Goodwill	563,000	563,000	563,000	563,000	563,000
Legal Fees	8,000	8,000	8,000	8,000	8,000
Accounting/Audit	60,000	60,000	60,000	60,000	60,000
Other Professional Fees	20,000	20,000	20,000	20,000	20,000
Telephone	23,400	23,400	23,400	23,400	23,400
Facilities	114,000	114,000	114,000	114,000	114,000
Professional Development	30,400	30,400	30,400	30,400	30,400
Marketing / Promotion	3,500	3,500	3,500	3,500	3,500
Equipment	14,000	14,000	14,000	14,000	14,000
Supplies	27,700	27,700	27,700	27,700	27,700
Software Licenses	84,000	84,000	84,000	84,000	84,000
Meeting Expenses	6,000	6,000	6,000	6,000	6,000
Travel Expenses	22,800	22,800	22,800	22,800	22,800
Liability Insurance	15,000	15,000	15,000	15,000	15,000
Depreciation	65,000	65,000	65,000	65,000	65,000
TOTAL EXPENSES	3,858,581	4,278,848	4,653,375	5,071,633	5,538,750
NET PROFIT	70,819	43,492	101,199	158,398	214,285

Detailed List of all Debts

INIschools does not have any debt.

Last Three Years of Complete Financial Audits

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.
AND SUBSIDIARIES
FINANCIAL STATEMENTS
Together with Independent Auditors' Report
DECEMBER 29, 2012

GREENWALT^{CPAs}
We Deliver Peace of Mind

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
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DECEMBER 29, 2012

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Goodwill Industries of Central Indiana, Inc. and subsidiaries:

We have audited the accompanying consolidated statement of financial position of Goodwill Industries of Central Indiana, Inc. (an Indiana non-profit corporation) and subsidiaries (Goodwill) as of December 29, 2012, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and related notes to the financial statements. The prior year summarized comparative information has been derived from Goodwill's December 31, 2011 financial statements and in our report dated March 13, 2012, we expressed an unmodified opinion on those 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.

Auditors' 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 of America.

Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from 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 auditors' judgment, including the assessment of the risks 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 the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Goodwill Industries of Central Indiana, Inc. and subsidiaries as of December 29, 2012 and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The schedule of expenditures of federal awards, as required by the *Office of Management and Budget Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations* is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the consolidated financial statements as a whole.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated March 18, 2013, on our consideration of Goodwill Industries of Central Indiana, Inc. and subsidiaries' internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Greenwald CPAs, Inc.

March 18, 2013

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

DECEMBER 29, 2012 WITH SUMMARIZED COMPARATIVE INFORMATION AS OF DECEMBER 31, 2011

	ASSETS			Totals	
				December 29, 2012	December 31, 2011
	Unrestricted	Temporarily Restricted	Eliminations		
CURRENT ASSETS					
Cash and cash equivalents	\$ 2,255,369	\$ 21,741	\$ -	\$ 2,277,110	\$ 1,590,091
Trade accounts receivable, net	2,564,228	-	-	2,564,228	3,546,932
Charter school accounts receivable	7,527,329	-	-	7,527,329	4,906,283
Other receivables, net	1,280,055	-	-	1,280,055	1,171,395
Inventories	4,206,173	-	-	4,206,173	3,590,423
Prepayments	805,735	-	-	805,735	1,001,981
Due from other funds	-	15,113	(15,113)	-	-
<i>Total current assets</i>	<u>18,638,889</u>	<u>36,854</u>	<u>(15,113)</u>	<u>18,660,630</u>	<u>15,807,105</u>
LONG-TERM ASSETS					
Land and improvements	11,170,860	-	-	11,170,860	9,950,379
Buildings and improvements	34,821,653	-	-	34,821,653	28,907,061
Equipment	26,970,194	-	-	26,970,194	21,581,437
Projects in progress	716,796	-	-	716,796	3,604,502
	<u>73,679,503</u>	<u>-</u>	<u>-</u>	<u>73,679,503</u>	<u>64,043,379</u>
Accumulated depreciation	(28,015,100)	-	-	(28,015,100)	(23,434,995)
<i>Net property and equipment</i>	<u>45,664,403</u>	<u>-</u>	<u>-</u>	<u>45,664,403</u>	<u>40,608,384</u>
Investments	5,447,284	-	-	5,447,284	7,416,241
Deposits	37,803	-	-	37,803	37,803
Other assets	97,638	-	-	97,638	104,612
<i>Total long-term assets</i>	<u>51,247,128</u>	<u>-</u>	<u>-</u>	<u>51,247,128</u>	<u>48,167,040</u>
	<u>\$ 69,886,017</u>	<u>\$ 36,854</u>	<u>\$ (15,113)</u>	<u>\$ 69,907,758</u>	<u>\$ 63,974,145</u>
LIABILITIES AND NET ASSETS					
CURRENT LIABILITIES					
Bank line of credit	\$ 677,000	\$ -	\$ -	\$ 677,000	\$ 214,404
Current portion of bonds, notes and capital leases payable	1,216,859	-	-	1,216,859	1,089,747
Accounts payable	6,587,556	-	-	6,587,556	5,633,624
Accrued liabilities	4,823,550	-	-	4,823,550	4,235,018
Due to other funds	15,113	-	(15,113)	-	-
<i>Total current liabilities</i>	<u>13,320,078</u>	<u>-</u>	<u>(15,113)</u>	<u>13,304,965</u>	<u>11,172,793</u>
LONG-TERM LIABILITIES					
Bonds, notes and capital leases payable	13,280,646	-	-	13,280,646	13,646,091
Other long-term liabilities	884,887	-	-	884,887	1,020,141
<i>Total long-term liabilities</i>	<u>14,165,533</u>	<u>-</u>	<u>-</u>	<u>14,165,533</u>	<u>14,666,232</u>
<i>Total liabilities</i>	<u>27,485,611</u>	<u>-</u>	<u>(15,113)</u>	<u>27,470,498</u>	<u>25,839,025</u>
COMMITMENTS AND CONTINGENCIES (NOTES 8, 11, 12 AND 14)					
NET ASSETS	<u>42,400,406</u>	<u>36,854</u>	<u>-</u>	<u>42,437,260</u>	<u>38,135,120</u>
	<u>\$ 69,886,017</u>	<u>\$ 36,854</u>	<u>\$ (15,113)</u>	<u>\$ 69,907,758</u>	<u>\$ 63,974,145</u>

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 29, 2012
WITH SUMMARIZED COMPARATIVE INFORMATION FOR THE YEAR ENDED DECEMBER 31, 2011

	Unrestricted	Temporarily Restricted	Totals	
			December 29, 2012	December 31, 2011
REVENUE				
Sales - donated goods	\$ 72,979,946	\$ -	\$ 72,979,946	\$ 68,349,596
Sales - purchased goods	6,802,097	-	6,802,097	6,153,030
Commercial services	13,652,541	-	13,652,541	13,708,122
Workforce services	6,306,813	-	6,306,813	3,682,986
Education services	14,733,386	-	14,733,386	9,756,163
Interest and dividend income	237,093	-	237,093	156,216
Realized gain (loss) on investments	(8,426)	-	(8,426)	9,460
Unrealized gain (loss) on investments	145,494	-	145,494	(69,251)
Net gain (loss) on disposition of property	(537,227)	-	(537,227)	255,833
Gain (loss) on interest rate swap hedge	92,147	-	92,147	(72,498)
Other, net	885,369	-	885,369	552,036
<i>Total revenue</i>	<u>115,289,233</u>	<u>-</u>	<u>115,289,233</u>	<u>102,481,693</u>
SUPPORT				
United Way of Central Indiana, Inc.				
Allocation	352,180	-	352,180	381,655
Annual and capital campaign contributions	24,183	-	24,183	56,032
Other contributions	1,765,814	21,741	1,787,555	2,822,074
<i>Total support</i>	<u>2,142,177</u>	<u>21,741</u>	<u>2,163,918</u>	<u>3,259,761</u>
NET ASSETS RELEASED FROM RESTRICTIONS	<u>689,851</u>	<u>(689,851)</u>	<u>-</u>	<u>-</u>
<i>Total revenue and support</i>	<u>118,121,261</u>	<u>(668,110)</u>	<u>117,453,151</u>	<u>105,741,454</u>
EXPENSES				
Retail and commercial services	78,240,867	-	78,240,867	74,141,866
Workforce services	6,397,895	-	6,397,895	4,004,155
Education services	15,937,542	-	15,937,542	10,720,582
General and administrative	12,122,006	-	12,122,006	9,912,195
Fundraising	452,701	-	452,701	294,223
<i>Total expenses</i>	<u>113,151,011</u>	<u>-</u>	<u>113,151,011</u>	<u>99,073,021</u>
CHANGE IN NET ASSETS	<u>4,970,250</u>	<u>(668,110)</u>	<u>4,302,140</u>	<u>6,668,433</u>
NET ASSETS, BEGINNING OF YEAR	<u>37,430,156</u>	<u>704,964</u>	<u>38,135,120</u>	<u>31,466,687</u>
NET ASSETS, END OF YEAR	<u>\$ 42,400,406</u>	<u>\$ 36,854</u>	<u>\$ 42,437,260</u>	<u>\$ 38,135,120</u>

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED DECEMBER 29, 2012

WITH SUMMARIZED COMPARATIVE INFORMATION FOR THE YEAR ENDED DECEMBER 31, 2011

					Totals		
	Retail and Commercial Services	Workforce Services	Education Services	General and Administrative	Fundraising	December 29, 2012	December 31, 2011
Salaries and wages	\$ 31,457,014	\$ 4,102,851	\$ 7,417,143	\$ 6,181,309	\$ 320,487	\$ 49,478,804	\$ 42,192,700
Employee benefits	7,688,601	802,396	2,750,645	1,477,684	63,435	12,782,761	12,622,113
Professional services	3,126,349	310,868	1,203,954	822,814	920	5,464,905	4,445,318
Supplies	4,709,628	377,051	331,376	248,330	4,086	5,670,471	4,854,762
Cost of sales	9,739,274	-	-	-	-	9,739,274	8,140,720
Occupancy	15,393,493	331,398	1,663,199	1,401,584	25,149	18,814,823	17,133,757
Advertising and printing	1,210,702	11,217	16,166	551,305	14,540	1,803,930	1,261,982
Travel and transportation	1,444,709	171,010	457,358	350,572	4,220	2,427,869	1,923,748
Staff development	89,751	56,369	204,796	117,131	4,400	472,447	296,677
Memberships and dues	5,076	6,320	12,174	214,151	1,998	239,719	211,152
Client tuition, training and assistance	-	103,102	34,137	-	1,589	138,828	213,184
Student services	-	-	232,264	-	-	232,264	685,019
Depreciation and amortization	2,882,108	77,567	1,430,435	646,636	5,087	5,041,833	4,342,372
Bad debt expense	89,668	-	25,526	-	-	115,194	170,696
Interest expense	213,732	-	145,701	-	-	359,433	308,870
Other	190,762	47,746	12,668	110,490	6,790	368,456	269,951
	\$ 78,240,867	\$ 6,397,895	\$ 15,937,542	\$ 12,122,006	\$ 452,701	\$ 113,151,011	\$ 99,073,021

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 29, 2012 AND DECEMBER 31, 2011

INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS

	December 29, 2012	December 31, 2011
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 4,302,140	\$ 6,668,433
Depreciation and amortization	5,041,833	4,342,372
(Gain) loss on interest rate swap hedge	(92,147)	72,498
Realized (gain) loss on investments	8,426	(9,460)
Unrealized (gain) loss on investments	(145,494)	69,251
Net (gain) loss on disposition of property	537,227	(255,833)
<i>(Increase) decrease in operating assets:</i>		
Trade accounts receivable	982,704	(700,158)
Charter school accounts receivable	(2,621,046)	(2,215,166)
Other receivables	(108,660)	(677,567)
Inventories	(615,750)	379,403
Prepayments	196,246	130,120
Other assets	6,974	6,974
<i>Increase (decrease) in operating liabilities:</i>		
Accounts payable and accrued liabilities	1,542,464	1,427,709
Other long-term liabilities	(43,107)	30,375
<i>Net cash provided by operating activities</i>	<u>8,991,810</u>	<u>9,268,951</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of investments	(1,647,132)	(4,805,608)
Proceeds from sales of investments	3,753,157	2,105,169
Proceeds from sales of fixed assets	800	933,535
Capital expenditures	(10,635,879)	(7,841,567)
<i>Net cash used in investing activities</i>	<u>(8,529,054)</u>	<u>(9,608,471)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Borrowing (repayments) on line of credit, net	462,596	(920,875)
Proceeds from bonds and notes payable	851,413	1,761,412
Principal payments on bonds and notes payable	(1,084,034)	(1,253,193)
Principal payments on capital leases payable	(5,712)	(19,301)
<i>Net cash provided by (used in) financing activities</i>	<u>224,263</u>	<u>(431,957)</u>
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	<u>687,019</u>	<u>(771,477)</u>
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>1,590,091</u>	<u>2,361,568</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 2,277,110</u>	<u>\$ 1,590,091</u>
SUPPLEMENTAL CASH FLOWS INFORMATION		
Cash paid for interest	\$ 228,848	\$ 253,627

See accompanying notes to financial statements.

6

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

PRINCIPLES OF CONSOLIDATION

These consolidated financial statements include the accounts of Goodwill Industries of Central Indiana, Inc. and its subsidiary companies. The term "Goodwill" used herein means Goodwill Industries of Central Indiana, Inc. and its subsidiaries, unless otherwise indicated by the context. All material inter-company accounts and transactions have been eliminated.

DESCRIPTION OF ORGANIZATION

Goodwill Industries of Central Indiana, Inc. ("GICI") and its subsidiaries, GW Commercial Services, Inc. ("GWCS") and Goodwill Education Initiatives, Inc. ("GEI") (collectively referred to as "Goodwill") are Indiana non-profit organizations that offer employment, education and related services to disadvantaged adults and young people throughout central Indiana. Goodwill defines disadvantaged individuals as those with a barrier to employment such as a disability, a criminal history and/or a low education level (less than a high school diploma).

GICI's Retail operation collects donations of used clothing and household items and sells them through a network of 48 thrift stores and 3 warehouse outlet centers. Excess and unsalable donated items are sold through salvage and recycling channels. Unique items, jewelry and books are often sold through e-commerce channels. The Retail operation also accepts and sells donated automobiles, using a third party only for vehicle towing and auction services. The Retail operation employs nearly 1,900 individuals, more than 60% of whom are disabled or disadvantaged. These operations generate revenue and cash flow that fund a large portion of GICI's other mission-related operations and general and administrative expenses.

GICI's Commercial Services ("CS") operation provides a variety of outsource packaging, assembly, and fulfillment services to external customers, employing over 100 disabled and disadvantaged individuals.

GWCS is operated under common management with GICI's Commercial Services operations and provides rehabilitative training and jobs for people who have severe disabilities, primarily through service contracts with various federal governmental entities pursuant to Ability One (formerly known as the Javits-Wagner-O'Day Act of 1971). Ability One requires certain federal governmental entities to purchase selected products and services, via such contracts, from non-profit agencies employing blind or severely disabled individuals. At December 29, 2012, GWCS operated 11 Ability One contracts at government sites in Indianapolis, Indiana, and employed approximately 220 severely disabled individuals.

GICI's Employment Center ("EC") operation provides case management, counseling, training, education, job coaching, job placement, and related supportive services, for disabled, disadvantaged, unemployed and under-employed individuals who wish to find and retain employment and increase their economic self-sufficiency.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
 DECEMBER 29, 2012

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

DESCRIPTION OF ORGANIZATION, CONTINUED

GICI's Community and Workplace Initiatives ("CWI") operation manages programs designed to provide holistic whole-family services to Goodwill's low-wage workers and students, as well as to first-time expectant mothers and their families. The CS, EC and CWI segments of GICI are funded by a combination of contracts with external customers, service contracts with federal and state governmental entities, United Way grants, private grants and gifts from individuals and foundations, and subsidies from GICI's Retail operation.

GEI provides educational opportunities designed to enable young people and adults to prepare for more productive lives. GEI operates public charter high schools in central Indiana under the provisions of the Indiana Charter School laws and the chartering authorities of the Mayor of Indianapolis and the Indiana Charter School Board. The following table provides more information regarding GEI's charter schools.

School Name	School Location	Chartering Authority	Number of Years in Operation	Student Enrollment at December 29, 2012
Indianapolis Metropolitan High School	Indianapolis, IN (at GICI headquarters facility)	Mayor of Indianapolis	9	330
The Excel Center for Adult Learners	Four locations in Indianapolis, IN, including one at GICI headquarters facility	Mayor of Indianapolis	2	1288
The Excel Center-Anderson	Anderson, IN	Indiana Charter School Board	1	330

The schools contract with GICI for certain business support services, including marketing, human resources, finance, technology and facilities management. The schools receive the majority of their funding from the Indiana Department of Education. Their revenues are supplemented with funds from the United States Department of Education, private grants, gifts and support from GICI. Indianapolis Metropolitan High School (the Met) primarily serves at-risk students in grades 9-12. The Excel Centers primarily serve adults who previously dropped out of high school and are seeking their high school diplomas rather than a GED.

Goodwill is a member of Goodwill Industries International, Inc. (GII). Goodwill operates autonomously and reports its financial results independent of GII or any other affiliated entity. Goodwill operates in a geographic territory assigned to it by GII encompassing 29 counties in central Indiana.

Goodwill is a member agency of United Way of Central Indiana, Inc. In 2012 and 2011, Goodwill received United Way grants of \$352,180 and \$381,655, respectively.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 29, 2012

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

BASIS OF ACCOUNTING

The accompanying financial statements were prepared on the accrual basis of accounting. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) 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 support, revenues and expenses during the reporting period. For annual financial reporting purposes, Goodwill utilizes a 52-week period ending on the Saturday closest to December 31.

SUMMARIZED COMPARATIVE INFORMATION

The financial statements include certain prior year summarized comparative information in total, but not by net asset class and functional expense class. Such information does not include sufficient detail to constitute a presentation in conformity with GAAP. Accordingly, such information should be read in conjunction with Goodwill's financial statements for the year ended December 31, 2011, from which the summarized information was derived.

CASH AND CASH EQUIVALENTS

Goodwill considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents. Goodwill maintains cash balances at commercial banks. Accounts at the banks are guaranteed by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. At December 29, 2012, Goodwill maintained cash and cash equivalents in excess of the FDIC coverage limits.

TRADE AND CHARTER SCHOOL ACCOUNTS RECEIVABLE

Trade accounts receivable are unsecured customer obligations generally requiring payment within 30 days of the invoice date. Charter school receivables of GEI are due from Indiana governmental entities over periods of time up to six months from the statement of financial position date.

Accounts receivable are stated at the amount billed to the customer or at amounts determined by public statute. Generally, customer account balances with invoices dated over 30 days are considered delinquent.

Payments of accounts receivable are allocated to the specific invoices identified on the customer's remittance advice or, if unspecified, are applied to the earliest unpaid invoices.

The carrying amount of accounts receivable is reduced by a valuation allowance that reflects management's best estimate of the amounts that will not be collected. Management individually reviews all accounts receivable balances that are past due and based on an assessment of current creditworthiness and other factors, estimates the portion, if any, of the balance that will not be collected.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 29, 2012

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

INVENTORIES

The retail store and e-commerce operations of Goodwill contain donated inventories. These items have little or no economic value to Goodwill when first received and therefore are not recorded at the time of donation. Donated goods are sold through retail store, e-commerce, salvage and recycling sales channels. Costs included in donated goods inventory include those incurred to collect, transport and process donated items to place them for sale in Goodwill's retail stores, e-commerce operations, or to salvage and recycling dealers. Retail store, e-commerce, recycling and salvage sales are reflected in the statement of activities as sales - donated goods. The Retail operations of Goodwill also contain purchased goods inventories, which are stated at the lower of cost or market using the specific identification method.

Goodwill's commercial services operation has purchased inventories generally classified as raw material, work in process and finished goods. These inventories are valued in the financial statements at standard cost. Cost of sales is included in retail and commercial services expenses in the statement of functional expenses.

PROPERTY AND EQUIPMENT

Property and equipment are recorded at historical cost. Donated property is recorded at the estimated fair market value at the date of donation. Depreciation is computed on the straight-line method over estimated useful lives ranging from 10 to 40 years for buildings and building improvements, and from 3 to 10 years for equipment and other capital assets. Material property additions and improvements are capitalized and expenditures for normal maintenance and repairs are expensed as incurred.

Goodwill accumulates certain costs for capital projects until the projects are placed in service, at which time they become depreciable fixed assets. Goodwill's statement of financial position reflected projects in progress totaling \$716,796 and \$3,604,502 at December 29, 2012 and December 31, 2011, respectively.

OTHER ASSETS

In December 2006, Goodwill issued \$12 million of tax-exempt bonds to finance several capital projects and to refinance prior bond debt at a lower interest rate. Transaction costs for the bond issuance totaled \$139,483 and are being amortized over the life of the bonds and the supporting letter of credit. Amortization costs are included in interest expense on the statement of functional expenses.

NET ASSETS

Goodwill maintains the following classifications of net assets:

Unrestricted

These include revenue and expenses from the regular operations of Goodwill, which are at the discretion of management and the Board of Directors.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 29, 2012

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

NET ASSETS, CONTINUED

Temporarily Restricted

These include donations and grant revenues used to meet expenses of current operations in accordance with restrictions specified by the donors or grantors.

CONTRIBUTIONS

Contributions are recognized when the donor makes an unconditional promise to give to Goodwill and are recorded at their fair values as revenues and assets in the period received. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in temporarily restricted net assets. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets.

EXPENSE ALLOCATION

Expenses have been classified as retail and commercial services, workforce services (including employer services and community and workplace initiatives), education services, general and administrative and fundraising. Goodwill uses actual direct expenditures and cost allocations, based on estimates of time and usage by Goodwill personnel and programs, to classify its expenses.

ADVERTISING

Advertising and printing expenses totaled \$1,803,930 in 2012 and \$1,261,982 in 2011. Goodwill's policy is to record advertising expenditures in the period in which they are incurred.

SUBSEQUENT EVENTS

Subsequent events have been considered through March 18, 2013, which was the date the financial statements were available to be issued. See Note 14.

2. TAX STATUS

Goodwill and its subsidiaries are Indiana non-profit corporations, exempt from income tax under Section 501(c)(3) of the U.S. Internal Revenue Code. However, if income was generated from certain activities not directly related to Goodwill's tax-exempt purposes, such income would be subject to taxation as unrelated business income. Goodwill and its subsidiaries are not considered private foundations as defined in Section 509(a) of the Internal Revenue Code.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
 DECEMBER 29, 2012

2. TAX STATUS, CONTINUED

Accounting Standards for Income Taxes provide detailed guidance for the financial statement recognition, measurement and disclosure of uncertain tax positions recognized in an enterprise's financial statements. Goodwill regularly evaluates its activities to determine that they are in compliance with its tax-exempt purpose. Currently, Goodwill's management does not believe it is engaged in any activities that would generate unrelated business income or create an uncertain tax position. Goodwill is no longer subject to examination by taxing authorities for years before 2009.

3. TRADE ACCOUNTS RECEIVABLE

Trade accounts receivable are summarized as follows:

	December 29 <u>2012</u>	December 31, <u>2011</u>
Trade accounts receivable	\$ 2,668,183	\$ 3,662,146
Less - allowance for uncollectible accounts	<u>(103,955)</u>	<u>(115,214)</u>
Trade accounts receivable, net	<u>\$ 2,564,228</u>	<u>\$ 3,546,932</u>

4. INVENTORIES

Inventories are summarized as follows:

	December 29 <u>2012</u>	December 31, <u>2011</u>
Donated goods	\$ 3,524,107	\$ 2,960,073
Purchased goods	<u>682,066</u>	<u>630,350</u>
	<u>\$ 4,206,173</u>	<u>\$ 3,590,423</u>

5. INVESTMENTS

Goodwill's investments in equity securities with readily determinable fair values and all investments in debt securities are stated at fair value in the statements of financial position (see Note 13). Realized and unrealized gains and losses are reported in the statement of activities.

Goodwill held the following investment securities at:

	December 29 <u>2012</u>	December 31, <u>2011</u>
Mutual funds - market value	<u>\$ 5,447,284</u>	<u>\$ 7,416,241</u>
Mutual funds - cost basis	<u>\$ 5,371,378</u>	<u>\$ 7,485,828</u>

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 29, 2012

6. BONDS, NOTES AND CAPITAL LEASES PAYABLE

- a. Goodwill has a committed line of credit with a commercial bank, expiring September, 2013. This line of credit provides for maximum borrowings of \$4,000,000 and bears interest at the bank's commercial rate less one percent (a total of 2.25% at December 29, 2012). As of December 29, 2012 and December 31, 2011, Goodwill had \$303,000 and \$214,404, respectively, outstanding on the line of credit. The line of credit includes a non-use fee of 0.15% of the unused balance. In 2012 and 2011, Goodwill paid \$5,886 and \$5,131 in non-use fees, respectively.

During 2012, GEI committed to a line of credit with a commercial bank, expiring September, 2013. This line of credit provides for maximum borrowings of \$1,500,000 and bears interest at the bank's commercial rate less one percent (a total of 2.25% at December 29, 2012). As of December 29, 2012, GEI had \$374,000 outstanding on the line of credit. The line of credit includes a non-use fee of 0.15% of the unused balance. In 2012, GEI paid \$173 in non-use fees. The line of credit is guaranteed by Goodwill.

Consolidated line of credit balances were \$677,000 and \$214,404 at December 29, 2012 and December 31, 2011, respectively.

- b. In 1996, Goodwill issued \$8.8 million of tax-exempt long-term bonds. The bonds bear interest at an adjustable interest rate and currently re-price every seven days based on market conditions. The interest rate approximates the quoted weekly Securities Industry and Financial Markets Association (SIFMA) Index rate. During 2012, the interest rate on the bonds ranged from 0.12% to 0.30%. Annually on June 1, Goodwill is required to make principal payments of \$440,000, through 2015. In 2011, Goodwill sold a retail store that was originally financed with the 1996 bond issue. As a result, Goodwill repaid an additional \$100,000 of bond principal upon closing the sale transaction, which represented the prorated amount of then-outstanding bond debt related to the building that was sold. The outstanding balance of the bonds payable at December 29, 2012 and December 31, 2011 was \$870,000 and \$1,310,000, respectively.

Goodwill maintains a direct-pay letter of credit facility with a commercial bank that secures Goodwill's 1996 tax-exempt bonds. Goodwill paid fees equal to 55 and 50 basis points in 2012 and 2011, respectively, to the bank to maintain the letter of credit. During 2012 and 2011, Goodwill paid \$5,892 and \$7,350, respectively, which is included in interest expense in the statement of functional expenses.

Goodwill pays remarketing fees to a third party remarketing agent for the 1996 bonds, equal to 0.125% of the amount of bonds traded each year. Goodwill paid \$32 and \$157 of remarketing fees in 2012 and 2011, respectively.

- c. In December 2006, Goodwill issued \$12 million of tax-exempt long-term bonds, the proceeds of which were used to build 2 new retail stores, refinance then-existing debt, and remodel Goodwill's Indianapolis headquarters campus to accommodate new charter high school space and related ancillary facilities. The bonds bear interest at an adjustable interest rate and currently re-price every seven days based on market conditions. The interest rate approximates the quoted weekly Securities Industry and Financial Markets Association (SIFMA) Index rate. In 2012, the interest rate on the bonds ranged from 0.12% to 0.30%. Goodwill is required to make annual principal payments of \$600,000, through 2027. The outstanding balance of the bonds payable at December 29, 2012 and December 31, 2011 was \$9,000,000 and \$9,600,000, respectively.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
 DECEMBER 29, 2012

6. BONDS, NOTES AND CAPITAL LEASES PAYABLE, CONTINUED

Goodwill maintains a direct-pay letter of credit facility with a commercial bank that secures Goodwill's 2006 tax exempt bonds. Goodwill paid fees equal to 55 and 50 basis points in 2012 and 2011, respectively, to the bank to maintain the letter of credit. Goodwill paid letter of credit fees for the 2006 bonds of \$45,528 and \$48,862 in 2012 and 2011, respectively, which is included in interest expense on the statement of functional expenses.

Goodwill also pays remarketing fees to a remarketing agent for the 2006 bonds, equal to 0.10% of the amount of bonds outstanding. Goodwill paid \$9,056 and \$9,654 of remarketing fees in 2012 and 2011, respectively.

- d. In 2011 and prior years, GEI borrowed from the Indiana Common School Fund to fund its charter school operations and costs associated with enrollment growth. Loan repayments, including interest, are deducted monthly from state public tuition receipts. The outstanding balance on the loans from the Indiana Common School Fund was \$4,627,505 and \$3,820,126 at December 29, 2012 and December 31, 2011, respectively. In 2009, the Indiana legislature enacted a moratorium on repayments of Common School Fund loans by charter schools for two years. Accordingly, GEI elected to suspend its loan repayments. Interest on the loans continues to accrue during the moratorium. Details of the borrowings from the Indiana Common School Fund are as follows:

Indianapolis Metropolitan High School

<u>Year of Issuance</u>	<u>Original Borrowing</u>	<u>Interest Rate</u>	<u>Term of Loan</u>	<u>Amount Outstanding as of December 29, 2012</u>
2004	\$453,020	4%	20 years	\$362,416
2005	\$305,111	4%	20 years	\$268,235
2006	\$260,253	4%	20 years	\$234,228
2010	\$381,744	1%	3 years	\$318,120

Excel Center

<u>Year of Issuance</u>	<u>Original Borrowing</u>	<u>Interest Rate</u>	<u>Term of Loan</u>	<u>Amount Outstanding as of December 29, 2012</u>
2010	\$898,170	4%	20 years	\$875,716
2011	\$1,761,412	4%	20 years	\$1,717,377
2012	\$851,413	4%	20 years	\$851,413

- e. In prior years, Goodwill entered into capital leases for certain computers and related equipment. The leases had varying expiration dates through 2012. The principal balance of the lease obligations at December 29, 2012 and December 31, 2011 was \$0 and \$5,712, respectively. The leases included interest at an average annual rate of 7%.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 29, 2012

6. BONDS, NOTES AND CAPITAL LEASES PAYABLE, CONTINUED

- f. Total interest expense on the line of credit and long-term debt for 2012 and 2011 was \$256,007 and \$253,627, respectively.
- g. Goodwill is party to an interest rate swap in order to manage interest rate risk on a portion of its bond debt, the notional amount of which was \$5,427,500 at December 29, 2012. The swap agreement provides for Goodwill to pay a fixed interest rate of 3.85% for ten years in exchange for the underlying floating interest rate. At December 29, 2012 and December 31, 2011, the swap had a negative fair value of \$635,029 and \$727,176, respectively. The fair value of the swap is included in other long-term liabilities on the statement of financial position, and the change in fair value from 2011 to 2012 is recorded as a loss on interest rate swap hedge on the statement of activities.
- h. The aggregate maturities of long-term debt are as follows for the following fiscal years:

2013	\$	1,216,859
2014		1,383,717
2015		953,717
2016		826,469
2017		826,469
Thereafter		9,290,274
	\$	<u>14,497,505</u>

7. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are generated primarily through private grants and are available for youth education.

8. LEASE OBLIGATIONS

Goodwill leases 38 retail stores and 6 other buildings used in operations. The lease agreements have terms of up to 15 years from the lease commencement date, and certain leases have one or more renewal options for up to an additional five years per option. Aggregate rental expense for 2012 and 2011, including common area maintenance charges, totaled \$8,259,251 and \$8,022,936, respectively. Four of Goodwill's retail store leases contain a right of first refusal. This right provides Goodwill an option to purchase the store at fair market value if the landlord has a bona fide offer from a third party. Fair market value is the price offered by a third party in an arms-length transaction. Goodwill's management cannot determine if it would elect to purchase any of the stores for which it has a right of first refusal.

Goodwill leases office equipment, the agreements for which expire in 2014. Rent expense under these leases was \$105,552 and \$115,628 for 2012 and 2011, respectively.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 29, 2012

8. LEASE OBLIGATIONS, CONTINUED

Goodwill leases vehicles, equipment and drivers used in operations. The leases expire in February 2014. Fixed lease costs are \$8,305 weekly, and variable costs are \$0.1625 per mile driven. Labor rates for drivers vary from \$19.90 to \$21.61 per straight-time hour. Goodwill's expense under these leases was \$1,436,866 and \$1,433,644 for 2012 and 2011, respectively.

In 2012, GEI leased five Excel Center sites used in operations. Aggregate rental expense for 2012 was \$564,428. In 2011, GEI leased 3 Excel Center Sites. Aggregate rental expense for 2011 totaled \$289,845. The lease agreements have terms of up to 10 years from the lease commencement date, and certain leases have one or more renewal options for up to an additional five years per option. GEI leases one location from GICI. The effects of that transaction have been eliminated in consolidation.

Future minimum rental payments required under operating leases that have initial or remaining lease terms as of December 29, 2012 areas follows for the fiscal years ending:

2013	\$	8,936,458
2014		8,309,035
2015		7,910,622
2016		7,330,323
2017		5,813,955
Thereafter		14,919,823
	\$	<u>53,220,216</u>

9. RETIREMENT PLAN

Goodwill maintains a discretionary thrift plan which allows eligible employees to contribute up to 15% of pre-tax gross income, subject to certain IRS limitations. Goodwill matches 100% of eligible employees' pre-tax contributions up to 3% of gross income, and 50% of the next 3% of gross income. Goodwill may also make additional discretionary contributions to the plan. Employer matching contributions vest after three years or in the event of death or disability. Employer discretionary contributions vest after five years or in the event of death or disability. Goodwill's expense relating to contributions to the thrift plan for 2012 and 2011 was \$1,327,820 and \$1,167,433, respectively.

10. RELATED PARTY TRANSACTIONS

Goodwill Industries Foundation of Central Indiana, Inc. (the "Foundation") has common management with Goodwill and provides grant support for Goodwill and GEI. The accompanying financial statements of Goodwill have not been consolidated with those of the Foundation due to less than a majority voting interest and lack of controlling financial interest between the two organizations. At December 31, 2012 and 2011, the Foundation had net assets of \$24.5 million and \$22.0 million, respectively, comprised primarily of equity mutual fund investments, equity hedge funds, and alternative investments consisting of private equity and natural resource funds. For 2012 and 2011, the Foundation granted to Goodwill \$895,651 and \$1,960,602, respectively, which is included in "support" on the statement of activities. The Foundation also reimburses Goodwill for certain fundraising expenses and pays Goodwill a management fee. This reimbursement and management fee totaled \$490,344 and \$332,318 for 2012 and 2011,

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 29, 2012

10. RELATED PARTY TRANSACTIONS, CONTINUED

respectively. Included in other receivables at December 29, 2012 and December 31, 2011 is \$306,425 and \$807,528, respectively, due from the Foundation for grants receivable from the Foundation, reimbursement of fundraising expenses incurred by Goodwill and expenses of the Foundation paid by Goodwill.

During 2011, GEI entered into operating leases for facilities that house two additional Excel Center locations in Indianapolis. One of the leased facilities is owned by an entity controlled by a GICI board member. The lease for the facility has a 10-year term with a provision that allows early termination if the Excel Center's charter is not renewed when it expires in 2017, and has a rent rate comparable to similar facilities in the same geographic area. The lease became effective January 1, 2012. The board member recused himself from all board of directors' discussion and voting related to the lease transaction.

11. FUTURE GRANT AUDITS

Under the terms of federal grants awarded to Goodwill, periodic audits are required and certain costs may be challenged as to allowability under the terms of the grants. Such audits could lead to reimbursement to the grantor. Management believes the likelihood that material costs incurred by Goodwill will be disallowed is remote.

12. SELF INSURANCE

Goodwill self insures for employee and dependent medical benefits up to a per-individual annual maximum of \$100,000, and an aggregate maximum of approximately \$6.6 million. Goodwill purchases reinsurance which pays individual claims that exceed \$100,000 per year, up to a per-individual maximum of \$2 million, and up to \$1 million beyond the aggregate self-insured maximum. The reinsurer reviews claims annually and upon renewal of the reinsurance policy each year may establish higher specific maximums on selected individuals with high claims risks. Goodwill purchases claims administration services from a third party administrator. Self insured medical expenses and related administrative costs were \$5,763,444 and \$6,198,517 for 2012 and 2011, respectively. Goodwill maintains an estimated liability for incurred but not reported medical claims based on average claim costs and claims processing lag times. At December 29, 2012 and December 31, 2011, the estimated liability was \$1,030,772 and \$1,113,432, respectively, and is included in accrued liabilities in the statement of financial position.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
 DECEMBER 29, 2012

13. FAIR VALUE MEASUREMENTS

Accounting Standards for Fair Value Measurement define fair value as the price that would be received for an asset or paid to transfer a liability (exit price) in an orderly transaction between market participants at the measurement date. Those standards also establish a three-level fair value hierarchy for disclosure that prioritizes valuations based on whether the significant inputs used to estimate fair value are observable, giving highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and lowest priority to valuations primarily based on unobservable inputs (level 3 measurements). Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. Level 3 inputs are unobservable inputs for the asset or liability. Fair values measured on a recurring basis at December 29, 2012 are as follows:

	<u>Fair Value</u>	<u>Quoted Prices in Active Markets for Identical Assets [Level 1]</u>	<u>Significant Other Observable Inputs [Level 2]</u>	<u>Significant Unobservable Inputs [Level 3]</u>
Fixed income mutual fund	\$ 5,447,284	\$ 5,447,284	\$ -	\$ -
Interest rate swap	\$ (635,029)	\$ -	\$ (635,029)	\$ -

Fair values measured on a recurring basis at December 31, 2011 are as follows:

	<u>Fair Value</u>	<u>Quoted Prices in Active Markets for Identical Assets [Level 1]</u>	<u>Significant Other Observable Inputs [Level 2]</u>	<u>Significant Unobservable Inputs [Level 3]</u>
Fixed income mutual fund	\$ 7,416,241	\$ 7,416,241	\$ -	\$ -
Interest rate swap	\$ (727,176)	\$ -	\$ (727,176)	\$ -

Fair values for investments are determined by reference to readily available quoted market prices and other relevant information generated by market transactions. Fair value for the interest rate swap is determined by the prevailing one-month LIBOR rate at the valuation date.

14. SUBSEQUENT EVENTS

In 2012, GEI was awarded a block of six charters from the Indiana Charter School Board under which it will open Excel Centers in central Indiana communities within GICI's 29-county geographic territory. GEI intends to open at least two Excel Centers under the new charters by August 2013, and is currently in final negotiations for leased space in those communities.

In January 2013, GEI was awarded a new charter from the Indianapolis Mayor's Office to open an Excel Center on the northwest side of Indianapolis. GEI is currently in lease negotiations for the new Indianapolis Excel Center location and intends to open this new Excel Center in August, 2013.

Each of the new Excel Centers will have an enrollment approximating 300 students, and each will require a working capital investment approximating \$750,000. GEI intends to fund the working capital investments from its line of credit (see Note 6), internal cash flow, and startup grants available from the Indiana Department of Education.

In January 2013, GEI formed three wholly-owned subsidiary limited liability companies. Indianapolis Metropolitan High School, LLC, was formed to hold the charter for the Met, and to provide a more focused level of governance for the Met and its operations. The Excel Centers, LLC was formed for the same purposes for GEI's existing and future Excel Centers. Indiana Network of Independent Schools, LLC, was formed for the purposes of establishing an entity that will provide certain administrative services to GEI's schools as well as other Indiana charter and other independent schools. Services will include financial administration, student data analysis and reporting, and curriculum consulting. For tax purposes, the LLC's are considered disregarded entities.

Subsequent to December 29, 2012, Goodwill relocated a retail store in Indianapolis under a 10-year fixed operating lease. The lease payments commence in 2013, and are included in the future minimum lease obligations table in Note 8. The capital costs to equip the store for opening were included on the statement of financial position at December 29, 2012 as Projects in Progress.

Subsequent to December 29, 2012, Goodwill entered into a purchase agreement to acquire land on which it will relocate one of its Indianapolis retail stores. The contemplated purchase price for the land is \$500,000. Goodwill expects to close on the purchase upon completion of all due diligence requirements in April, 2013. Estimated construction costs for the relocated store are approximately \$1.6 million. Goodwill's intent is to own the relocated retail store and sell its current store after relocating to the new site.

Prior to December 29, 2012, Goodwill entered into two 10-year operating lease agreements for new retail stores. The lease payments for both new stores commence in 2013, and are included in the future minimum lease obligations table in Note 8.

Management intends to finance these projects through a combination of internal cash flow and temporary borrowings on the line of credit.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED DECEMBER 29, 2012

FEDERAL GRANTOR/PASS-THROUGH GRANTOR/PROGRAM TITLE	Federal CFDA Number	Agency or Pass-Through Number	Federal Expenditures
U.S. DEPARTMENT OF LABOR			
Indianapolis Private Industry Council <i>Jobs for America's Graduates (JAG) Program</i>	17.259	S0704-WI-11/12-Y S0704-JWI-11/12-Y	\$ 407,117 29,250 <u>436,367</u>
Goodwill Industries International <i>Senior Community Service Employment Program</i>	17.235	SCSEP-PY 11/12 Subgrant	2,341,036
U.S. DEPARTMENT OF EDUCATION			
Indiana Department of Education <i>21st Century Learning Center Grant</i>	84.287C	A58-0-10DL-056	113,775
U.S. DEPARTMENT OF HEALTH AND HUMAN SERVICES			
Indiana Department of Health <i>Affordable Care Act - Maternal, Infant and Early Childhood Home Visiting Program</i>	93.505	A70-2-069483 A70-2-069482 A70-1-069484 A70-3-069633 A70-3-069634	1,461,561 327,372 209,768 58,083 649,450 <u>2,706,234</u>
Total expenditures of federal awards			<u>\$ 5,597,412</u>

NOTE TO THE SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

1. BASIS OF PRESENTATION

The accompanying schedule of expenditures of federal awards includes federal grant activity of Goodwill Industries of Central Indiana, Inc. and subsidiaries and is presented on the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in preparation of, the basic consolidated financial statements.



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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
INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Goodwill Industries of Central Indiana, Inc. and subsidiaries:

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 Indiana, Inc. and subsidiaries (Goodwill), which comprise the consolidated statement of financial position as of December 29, 2012 and the related consolidated financial statements of activities, functional expenses and cash flows for the year ended, and the related notes to financial statements and have issued our report thereon dated March 18, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered Goodwill's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Goodwill's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of Goodwill's internal control over financial reporting.

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 a 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 the internal control over financial reporting was for the limited purpose described in the second paragraph of this report and was not designed to identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies, or material weaknesses. Given these limitations, during our audit we did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Goodwill's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

This report is intended solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of Goodwill's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Goodwill's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Greenwald CPAs, Inc.

March 18, 2013



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REPORT ON COMPLIANCE FOR EACH MAJOR FEDERAL PROGRAM
AND REPORT ON INTERNAL CONTROL OVER COMPLIANCE

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Goodwill Industries of Central Indiana, Inc. and subsidiaries:

Report on Compliance for Each Major Federal Program

We have audited Goodwill Industries of Central Indiana, Inc. and subsidiaries' (Goodwill) 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 Goodwill's major federal program for the year ended December 29, 2012. Goodwill's major federal program is identified in the summary of audit results section of the accompanying schedule of findings and questioned costs.

Goodwill's basic financial statements include the operations of Goodwill Education Initiatives, Inc. (GEI) which received \$2,635,383 in federal awards which is not included in the schedule of expenditures of federal awards during the year ended December 29, 2012. Our audit, described below, did not include the operations of GEI because the entity's June 30 financial statements are audited at the Charter School level in accordance with *Government Auditing Standards* and OMB Circular A-133.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to federal programs.

Auditors' Responsibility

Our responsibility is to express an opinion on compliance for Goodwill's major federal program 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 Goodwill's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for Goodwill's major federal program. However, our audit does not provide a legal determination on Goodwill's compliance.

Opinion on Each Major Federal Program

In our opinion, Goodwill complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on its major federal program for the year ended December 29, 2012.

Other Matters

The results of our auditing procedures disclosed an instance of noncompliance, which is required to be reported in accordance with OMB Circular A-133 and which is described in the accompanying schedule of findings and questioned costs as item 2012-01. Our opinion on the major federal program is not modified with respect to this matter.

Goodwill's response to the noncompliance finding identified in our audit is described in the accompanying schedule of findings and questioned costs. Goodwill's response was not subjected to the auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.

Report on Internal Control Over Compliance

The management of Goodwill is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered Goodwill's internal control over compliance with the types of compliance requirements that could have a direct and material effect on its major federal program in order to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for its major federal program and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of Goodwill's internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. *A material weakness in internal control over compliance* is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. *A significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that were not identified. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, we identified a deficiency in internal control over compliance that we consider to be a significant deficiency as described in the accompanying schedule of findings and questioned costs as item 2012-01.

Goodwill's response to the internal control over compliance finding identified in our audit is described in the accompanying schedule of findings and questioned costs. Goodwill's response was not subjected to the auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of OMB Circular A-133. Accordingly, this report is not suitable for any other purpose.

Greenwald CPAs, Inc.

March 18, 2013

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
 SCHEDULE OF FINDINGS AND QUESTIONED COSTS
 FOR THE YEAR ENDED DECEMBER 29, 2012

A. SUMMARY OF AUDIT RESULTS

1. Type of auditors' report issued: Unmodified
2. Internal control over financial reporting:

Material weakness(es) identified?	_____yes	___x___no
Significant deficiency(ies) identified?	_____yes	___x___none reported
3. Noncompliance material to financial statements noted?

	_____yes	___x___no
--	----------	-----------
4. Internal control over major programs:

Material weakness(es) identified?	_____yes	___x___no
Significant deficiency(ies) identified?	___x___yes	_____none reported
5. Type of auditors' report issued on compliance for major programs: Unmodified
6. Any audit findings disclosed that are required to be reported in accordance with Section 510(a) of OMB Circular A-133?

	___x___yes	_____no
--	------------	---------
7. Identification of major program:

	<u>CFDA Number</u>	<u>Name of Federal Program or Cluster</u>
	93.505	Affordable Care Act - Maternal, Infant and Early Childhood Home Visiting Program
8. Dollar threshold used to distinguish between type A and type B programs:

	\$	300,000
--	----	---------
9. Auditee qualified as low-risk auditee?

	___x___yes	_____no
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B. FINDINGS - FINANCIAL STATEMENT AUDIT

None

C. FINDINGS AND QUESTIONED COSTS - MAJOR FEDERAL AWARD PROGRAM AUDIT

Significant Deficiency

2012-01 U.S. Department of Health and Human Services, 93.505, Affordable Care Act – Maternal, Infant and Early Childhood Home Visiting Program

Condition: Goodwill billed the State of Indiana monthly based upon the deliverables schedule within each grant agreement. While each contract has a start date of 9/30/11, Goodwill did not receive signed contracts from the State until the end of January 2012. Because of the delay in receiving the contracts, Goodwill activities and related costs were not consistent with the deliverables schedule within the grant agreement. Goodwill management noted that the State had verbally requested that Goodwill bill in accordance with the schedule provided in the contract. This verbal request was inconsistent with the contract, which states "the Contractor will be paid monthly in arrears."

Criteria: 2 CFR Part 215.22(2) Cash advances to a recipient organization shall be limited to minimum amounts needed and be timed to be in accordance with actual immediate cash requirements of the recipient organization in carrying out the purpose of the approved program or project. Under the Cash Management Improvement Act 31CFR205, it is expected that federal funds will be expended within three days of receipt.

Cause: Goodwill relied on verbal instruction from the State, rather than following Federal Cash Management requirements.

Effect: At times during the contract period in 2012 and at 12/29/12, Goodwill billed the State more than they actually incurred under the contracts in the total cumulative amount of \$97,904.

Questioned costs: None.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
FOR THE YEAR ENDED DECEMBER 29, 2012

Recommendation: Goodwill should consider establishing a billing policy related to federal contracts that is consistent with Federal Cash Management guidelines. Instructions received from pass-through entities that are inconsistent with these guidelines should be questioned and should be requested in writing as an amendment to the related grant contract.

Managements Response: We agree with the description of the circumstances described above. Due to the contract delays that were completely outside Goodwill's control, the subject programs started more slowly than expected. As we are a subcontractor to the State of Indiana, we complied with their request to bill them ratably through the end of the stated contract period rather than on the prescribed cost reimbursement basis. We did so in good faith. Since that time, the State of Indiana has amended the subject program contracts such that the spend-down period will be 24 months while the contracts will continue to have a 12-month duration. Goodwill will invoice on a cost-reimbursement basis, in accordance with the revised written contracts. Goodwill also wishes to clarify that to the extent surplus funds were received based on the monthly ratable billing described above, the surplus amounts were recorded as deferred revenue when received, and matched to qualifying expenses as those expenses were properly incurred according to the respective contractual agreements. On an inception-to-date basis, the subject contracts are recorded on a cost-reimbursement basis.

**GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.
AND SUBSIDIARIES**

FINANCIAL STATEMENTS
Together with Independent Auditors' Report
DECEMBER 31, 2011

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GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Goodwill Industries of Central Indiana, Inc. and subsidiaries:

We have audited the accompanying consolidated statement of financial position of Goodwill Industries of Central Indiana, Inc. (an Indiana non-profit corporation) and subsidiaries (Goodwill) as of December 31, 2011, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended. These financial statements are the responsibility of Goodwill's management. Our responsibility is to express an opinion on these financial statements based on our audit. The prior year summarized comparative information has been derived from Goodwill's January 1, 2011 financial statements and in our report dated March 9, 2011, we expressed an unqualified opinion on those financial statements.

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 and *Guidelines for Examination of Entities Receiving Financial Assistance from Governmental Sources* established by the Indiana State Board of Accounts. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Goodwill Industries of Central Indiana, Inc. and subsidiaries as of December 31, 2011 and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated March 13, 2012, on our consideration of Goodwill Industries of Central Indiana, Inc. and subsidiaries' internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Our audit of the financial statements of Goodwill Industries of Central Indiana, Inc. and subsidiaries was performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by U.S. Office of Management and Budget Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*, and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain other procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated, in all material respects, in relation to the financial statements as a whole.

Greenwald CPAs, Inc.

March 13, 2012

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
DECEMBER 31, 2011 WITH SUMMARIZED COMPARATIVE INFORMATION AS OF JANUARY 1, 2011

ASSETS	Unrestricted	Temporarily Restricted	Eliminations	Totals	
				December 31, 2011	January 1, 2011
CURRENT ASSETS					
Cash and cash equivalents	\$ 901,921	\$ 688,170	\$ -	\$ 1,590,091	\$ 2,361,568
Trade accounts receivable, net	3,546,932	-	-	3,546,932	2,846,774
Charter school accounts receivable	4,906,283	-	-	4,906,283	2,691,117
Other receivables, net	1,171,395	-	-	1,171,395	493,828
Inventories	3,590,423	-	-	3,590,423	3,969,826
Prepayments	1,001,981	-	-	1,001,981	1,132,101
Due from other funds	-	16,794	[16,794]	-	-
<i>Total current assets</i>	<u>15,118,935</u>	<u>704,964</u>	<u>[16,794]</u>	<u>15,807,105</u>	<u>13,495,214</u>
LONG-TERM ASSETS					
Land and improvements	9,950,379	-	-	9,950,379	10,365,542
Buildings and improvements	28,907,061	-	-	28,907,061	28,658,747
Equipment	21,581,437	-	-	21,581,437	18,481,982
Projects in progress	3,604,502	-	-	3,604,502	254,934
	64,043,379	-	-	64,043,379	57,761,205
Accumulated depreciation	[23,434,995]	-	-	[23,434,995]	[19,901,816]
<i>Net property and equipment</i>	<u>40,608,384</u>	<u>-</u>	<u>-</u>	<u>40,608,384</u>	<u>37,859,389</u>
Investments	7,416,241	-	-	7,416,241	4,775,593
Deposits	37,803	-	-	37,803	37,803
Other assets	104,612	-	-	104,612	111,586
<i>Total long-term assets</i>	<u>48,167,040</u>	<u>-</u>	<u>-</u>	<u>48,167,040</u>	<u>42,784,371</u>
	<u>\$ 63,285,975</u>	<u>\$ 704,964</u>	<u>\$ [16,794]</u>	<u>\$ 63,974,145</u>	<u>\$ 56,279,585</u>
LIABILITIES AND NET ASSETS					
CURRENT LIABILITIES					
Bank line of credit	\$ 214,404	\$ -	\$ -	\$ 214,404	\$ 1,135,279
Current portion of bonds, notes and capital leases payable	1,089,747	-	-	1,089,747	1,271,233
Accounts payable	5,633,624	-	-	5,633,624	4,012,852
Accrued liabilities	4,235,018	-	-	4,235,018	4,428,081
Due to other funds	16,794	-	[16,794]	-	-
<i>Total current liabilities</i>	<u>11,189,587</u>	<u>-</u>	<u>[16,794]</u>	<u>11,172,793</u>	<u>10,847,445</u>
LONG-TERM LIABILITIES					
Bonds, notes and capital leases payable	13,646,091	-	-	13,646,091	12,975,687
Other long-term liabilities	1,020,141	-	-	1,020,141	989,766
<i>Total long-term liabilities</i>	<u>14,666,232</u>	<u>-</u>	<u>-</u>	<u>14,666,232</u>	<u>13,965,453</u>
<i>Total liabilities</i>	<u>25,855,819</u>	<u>-</u>	<u>[16,794]</u>	<u>25,839,025</u>	<u>24,812,898</u>
COMMITMENTS AND CONTINGENCIES (NOTES 8, 11, 12 AND 14)					
NET ASSETS	<u>37,430,156</u>	<u>704,964</u>	<u>-</u>	<u>38,135,120</u>	<u>31,466,687</u>
	<u>\$ 63,285,975</u>	<u>\$ 704,964</u>	<u>\$ [16,794]</u>	<u>\$ 63,974,145</u>	<u>\$ 56,279,585</u>

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 31, 2011
WITH SUMMARIZED COMPARATIVE INFORMATION FOR THE YEAR ENDED JANUARY 1, 2011

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Totals</u>	
			<u>December 31, 2011</u>	<u>January 1, 2011</u>
REVENUE				
Sales - donated goods	\$ 68,349,596	\$ -	\$ 68,349,596	\$ 57,543,204
Sales - purchased goods	6,153,030	-	6,153,030	5,460,785
Commercial services	13,708,122	-	13,708,122	14,182,639
Workforce services	3,682,986	-	3,682,986	4,985,010
Education services	9,756,163	-	9,756,163	5,019,613
Interest and dividend income	156,216	-	156,216	186,660
Realized gain on investments	9,460	-	9,460	4,321
Unrealized gain (loss) on investments	(69,251)	-	(69,251)	6,803
Net gain on disposition of property	255,833	-	255,833	271,058
Loss on interest rate swap hedge	(72,498)	-	(72,498)	(90,888)
Other, net	552,036	-	552,036	547,477
<i>Total revenue</i>	<u>102,481,693</u>	<u>-</u>	<u>102,481,693</u>	<u>88,116,682</u>
SUPPORT				
United Way of Central Indiana, Inc.				
Allocation	381,655	-	381,655	383,686
Technology grant	-	-	-	25,000
Annual and capital campaign contributions	56,032	-	56,032	30,268
Other contributions	2,133,904	688,170	2,822,074	506,399
<i>Total support</i>	<u>2,571,591</u>	<u>688,170</u>	<u>3,259,761</u>	<u>945,353</u>
NET ASSETS RELEASED FROM RESTRICTIONS				
	5,849	(5,849)	-	-
<i>Total revenue and support</i>	<u>105,059,133</u>	<u>682,321</u>	<u>105,741,454</u>	<u>89,062,035</u>
EXPENSES				
Retail and commercial services	74,141,866	-	74,141,866	64,375,782
Workforce services	4,004,155	-	4,004,155	5,301,972
Education services	10,720,582	-	10,720,582	7,324,258
General and administrative	9,912,195	-	9,912,195	8,943,444
Fundraising	294,223	-	294,223	288,323
<i>Total expenses</i>	<u>99,073,021</u>	<u>-</u>	<u>99,073,021</u>	<u>86,233,779</u>
CHANGE IN NET ASSETS	5,986,112	682,321	6,668,433	2,828,256
NET ASSETS, BEGINNING OF YEAR	<u>31,444,044</u>	<u>22,643</u>	<u>31,466,687</u>	<u>28,638,431</u>
NET ASSETS, END OF YEAR	<u>\$ 37,430,156</u>	<u>\$ 704,964</u>	<u>\$ 38,135,120</u>	<u>\$ 31,466,687</u>

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2011

WITH SUMMARIZED COMPARATIVE INFORMATION FOR THE YEAR ENDED JANUARY 1, 2011

					Totals		
	Retail and Commercial Services	Workforce Services	Education Services	General & Administrative	Fundraising	December 31, 2011	January 1, 2011
Salaries and wages	\$ 29,601,307	\$ 2,848,647	\$ 4,936,245	\$ 4,628,572	\$ 177,929	\$ 42,192,700	\$ 37,005,438
Employee benefits	8,858,161	533,484	1,751,668	1,434,517	44,283	12,622,113	11,429,082
Professional services	2,816,069	95,139	782,325	742,170	9,615	4,445,318	3,066,837
Supplies	4,294,716	49,890	233,153	272,455	4,548	4,854,762	3,336,529
Cost of sales	8,140,720	-	-	-	-	8,140,720	6,455,754
Occupancy	14,873,691	105,189	883,378	1,248,638	22,861	17,133,757	15,744,340
Advertising and printing	870,765	8,614	39,581	327,445	15,577	1,261,982	1,291,468
Travel and transportation	1,379,616	62,088	230,078	250,596	1,370	1,923,748	1,596,524
Staff development	57,726	19,963	101,307	112,700	4,981	296,677	231,585
Memberships and dues	6,828	5,905	16,357	181,052	1,010	211,152	216,460
Client tuition, training and assistance	-	173,957	34,553	-	4,674	213,184	366,383
Student services	-	-	685,019	-	-	685,019	553,787
Depreciation and amortization	2,692,275	69,392	937,837	639,125	3,743	4,342,372	4,116,784
Bad debt expense	152,298	5,398	13,000	-	-	170,696	103,880
Interest expense	250,263	-	58,607	-	-	308,870	459,671
Other	147,431	26,489	17,474	74,925	3,632	269,951	259,257
	\$ 74,141,866	\$ 4,004,155	\$ 10,720,582	\$ 9,912,195	\$ 294,223	\$ 99,073,021	\$ 86,233,779

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2011 AND JANUARY 1, 2011

INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS

	December 31, 2011	January 1, 2011
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 6,668,433	\$ 2,828,256
Depreciation and amortization	4,342,372	4,116,784
Loss on interest rate swap hedge	72,498	90,888
Realized gain on investments	[9,460]	[4,321]
Unrealized [gain] loss on investments	69,251	[6,803]
Net gain on disposition of property	[255,833]	[271,058]
<i>(Increase) decrease in operating assets:</i>		
Trade accounts receivable	[700,158]	[13,740]
Charter school accounts receivable	[2,215,166]	[1,259,514]
Other receivables	[677,567]	1,310,098
Inventories	379,403	[1,907,286]
Prepayments	130,120	[503,972]
Deposits	-	48,262
Other assets	6,974	6,974
<i>Increase (decrease) in operating liabilities:</i>		
Accounts payable and accrued liabilities	1,427,709	2,904,261
Other long-term liabilities	30,375	[44,092]
<i>Net cash provided by operating activities</i>	<u>9,268,951</u>	<u>7,294,737</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of investments	[4,805,608]	[1,993,098]
Proceeds from sales of investments	2,105,169	900,026
Proceeds from sales of fixed assets	933,535	1,028,750
Proceeds from note receivable	-	3,803
Capital expenditures	[7,841,567]	[4,437,355]
<i>Net cash used in investing activities</i>	<u>[9,608,471]</u>	<u>[4,497,874]</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayments on line of credit, net	[920,875]	[958,231]
Proceeds from bonds and notes payable	1,761,412	1,279,914
Principal payments on bonds and notes payable	[1,253,193]	[1,493,330]
Principal payments on capital leases payable	[19,301]	[78,596]
<i>Net cash used in financing activities</i>	<u>[431,957]</u>	<u>[1,250,243]</u>
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	[771,477]	1,546,620
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>2,361,568</u>	<u>814,948</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 1,590,091</u>	<u>\$ 2,361,568</u>
SCHEDULE OF NONCASH INVESTING AND FINANCING ACTIVITIES		
Sale of fixed asset under note receivable	-	24,000
Purchase of software under note payable	-	[35,445]
SUPPLEMENTAL CASH FLOWS INFORMATION		
Cash paid for interest	\$ 253,627	\$ 404,903

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

PRINCIPLES OF CONSOLIDATION

These consolidated financial statements include the accounts of Goodwill Industries of Central Indiana, Inc. and its subsidiary companies. The term "Goodwill" used herein means Goodwill Industries of Central Indiana, Inc. and its subsidiaries, unless otherwise indicated by the context. All material inter-company accounts and transactions have been eliminated.

DESCRIPTION OF ORGANIZATION

Goodwill Industries of Central Indiana, Inc. ("GICI") and its subsidiaries, GW Commercial Services, Inc. ("GWCS") and Goodwill Education Initiatives, Inc. ("GEI") (collectively referred to as "Goodwill") are Indiana non-profit organizations that offer employment, education and related services to disadvantaged adults and young people throughout central Indiana. Goodwill defines disadvantaged individuals as those with a barrier to employment such as a disability, a criminal history and/or a low education level (less than a high school diploma).

GICI's Retail operation collects donations of used clothing and household items and sells them through a network of 47 thrift stores and 3 warehouse outlet centers. Excess and unsalable donated items are sold through salvage and recycling channels. Unique items and books are often sold through e-commerce channels. The Retail operation also accepts and sells donated automobiles, using a third party only for vehicle towing and auction services. The Retail operation employs over 1,800 individuals, more than 60% of whom are disabled or disadvantaged. These operations generate revenue and cash flow that fund a large portion of GICI's other mission-related operations and general and administrative expenses. As part of its overall strategic planning efforts, Goodwill's Retail operation has added 17 new stores in the last five years, and plans to add at least 4 more in 2012. The stores support Goodwill's strategic mission expansion activities within its Retail operations and in its workforce services (WFS) and education-related efforts.

GICI's Commercial Services ("CS") operation provides a variety of outsource packaging, assembly, and fulfillment services to external customers, employing over 100 disabled and disadvantaged individuals.

GWCS is operated under common management with GICI's Commercial Services operations and provides rehabilitative training and jobs for people who have severe disabilities, primarily through service contracts with various federal governmental entities pursuant to Ability One (formerly known as the Javits-Wagner-O'Day Act of 1971). Ability One requires certain federal governmental entities to purchase selected products and services, via such contracts, from non-profit agencies employing blind or severely disabled individuals. At December 31, 2011, GWCS operated 11 Ability One contracts at government sites in Indianapolis, Indiana, and employed approximately 210 severely disabled individuals.

GICI's Employment Services ("ES") operation provides case management, counseling, training, education, job coaching, job placement, and related supportive services, for disabled, disadvantaged, unemployed and under-employed individuals who wish to find and retain employment and increase their economic self-sufficiency.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

GICI's Community and Workplace Initiatives ("CWI") operation manages programs designed to provide holistic whole-family services to Goodwill's low-wage workers and students, as well as to first-time expectant mothers. The CS, WFS and CWI segments of GICI are funded by a combination of contracts with external customers, service contracts with federal and state governmental entities, United Way grants, private grants and gifts from individuals and foundations, and subsidies from GICI's Retail operation.

DESCRIPTION OF ORGANIZATION, CONTINUED

GEI provides educational opportunities designed to enable young people and adults to prepare for more productive lives. GEI operates two public charter high schools (Indianapolis Metropolitan High School and The Excel Centers) in Indianapolis, Indiana, under the provisions of the Indiana Charter School laws and the chartering authority of the Mayor of Indianapolis. Indianapolis Metropolitan High School occupies space at Goodwill's Indianapolis headquarters building and contracts with GICI for certain business support services. The Excel Centers operate in two leased facilities in Indianapolis, as well as at GICI's headquarters building. Both schools receive the majority of their funding from the Indiana Department of Education. Their revenues are supplemented with funds from the United States Department of Education, private grants, and gifts. Indianapolis Metropolitan High School is in its eighth year of operation and student enrollment at December 31, 2011 approximated 430 students. The Excel Centers are in their second year of operation with an enrollment of approximately 810 adults who previously dropped out of high school and are seeking their high school diplomas rather than a GED. The boards of directors of GICI and GEI previously approved a plan to construct additional school space and ancillary facilities at Goodwill's Indianapolis headquarters. This project has a total estimated cost of \$9 million and is comprised of three phases. The first and second phases included the completion of additional classroom space, school administrative space, and a dedicated science and wellness facility. The first and second phases of the project are complete and were funded primarily by the proceeds of Goodwill's 2006 bond issuance (see Note 6) and a private grant. The third phase includes construction of a gymnasium and will be funded with a combination of internal funds, borrowing, and fundraising proceeds. Construction of phase three will be completed in the first quarter of 2012.

Goodwill is a member of Goodwill Industries International, Inc. (GII). Goodwill operates autonomously and reports its financial results independent of GII or any other affiliated entity. Goodwill operates in a geographic territory assigned to it by GII encompassing 29 counties in central Indiana.

Goodwill is a member agency of United Way of Central Indiana, Inc. For the years ended December 31, 2011 and January 1, 2011, Goodwill received United Way grants of \$381,655 and \$408,686, respectively. The grant amount for the year ended January 1, 2011 included a technology implementation grant of \$25,000.

BASIS OF ACCOUNTING

The accompanying financial statements were prepared on the accrual basis of accounting. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) 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 support, revenues and expenses during the reporting period. For annual financial reporting purposes, Goodwill utilizes a 52-week period ending on the Saturday closest to December 31.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

SUMMARIZED COMPARATIVE INFORMATION

The financial statements include certain prior year summarized comparative information in total, but not by net asset class and functional expense class. Such information does not include sufficient detail to constitute a presentation in conformity with GAAP. Accordingly, such information should be read in conjunction with Goodwill's financial statements for the year ended January 1, 2011, from which the summarized information was derived.

CASH AND CASH EQUIVALENTS

Goodwill considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents. Goodwill maintains cash balances at commercial banks. Accounts at the banks are guaranteed by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. From time to time during the year and at December 31, 2011, Goodwill maintained cash and cash equivalents in excess of the FDIC coverage limits.

TRADE AND CHARTER SCHOOL ACCOUNTS RECEIVABLE

Trade accounts receivable are unsecured customer obligations generally requiring payment within 30 days of the invoice date. Charter school receivables of GEI are due from Indiana governmental entities over periods of time up to six months from the statement of financial position date.

Accounts receivable are stated at the amount billed to the customer or at amounts determined by public statute. Generally, customer account balances with invoices dated over 30 days are considered delinquent.

Payments of accounts receivable are allocated to the specific invoices identified on the customer's remittance advice or, if unspecified, are applied to the earliest unpaid invoices.

The carrying amount of accounts receivable is reduced by a valuation allowance that reflects management's best estimate of the amounts that will not be collected. Management individually reviews all accounts receivable balances that are past due and based on an assessment of current creditworthiness and other factors, estimates the portion, if any, of the balance that will not be collected.

INVENTORIES

The retail store and e-commerce operations of Goodwill contain donated inventories. When received, donated items have little or no economic value to Goodwill and therefore are not recorded at the time of donation. Donated goods are sold through retail store, e-commerce, salvage and recycling sales channels. Costs included in donated goods inventory include those incurred to collect, transport and process donated items to place them for sale in Goodwill's retail stores, e-commerce operations, or to salvage and recycling dealers. Retail store, e-commerce, recycling and salvage sales are reflected in the statement of activities as sales - donated goods. The Retail operations of Goodwill also contain purchased goods inventories, which are stated at the lower of cost or market using the specific identification method.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

INVENTORIES, CONTINUED

Goodwill's commercial services operation has purchased inventories generally classified as raw material, work in process and finished goods. These inventories are valued in the financial statements at standard cost. Cost of sales is included in retail and commercial services expenses in the statement of functional expenses.

PROPERTY AND EQUIPMENT

Property and equipment are recorded at historical cost. Donated property is recorded at the fair market value at the date of donation. Depreciation is computed on the straight-line method over estimated useful lives ranging from 10 to 40 years for buildings and building improvements, and from 3 to 10 years for equipment. Property additions and improvements are capitalized and expenditures for normal maintenance and repairs are expensed as incurred.

Goodwill accumulates certain costs for capital projects until the projects are placed in service, at which time they become depreciable fixed assets. Goodwill's statement of financial position reflected construction projects in progress totaling \$3,604,502 and \$254,934 at December 31, 2011 and January 1, 2011, respectively.

OTHER ASSETS

In December 2006, Goodwill issued \$12 million of tax-exempt bonds to finance several capital projects and to refinance prior bond debt at a lower interest rate. Transaction costs for the bond issuance totaled \$139,483 and are being amortized over the life of the bonds and the supporting letter of credit. Amortization costs are included in interest expense on the statement of functional expenses.

NET ASSETS

Goodwill maintains the following classifications of net assets:

Unrestricted

These include revenue and expenses from the regular operations of Goodwill, which are at the discretion of management and the Board of Directors.

Temporarily Restricted

These include donations and grant revenues used to meet expenses of current operations in accordance with restrictions specified by the donors or grantors. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

CONTRIBUTIONS

Contributions are recognized when the donor makes an unconditional promise to give to Goodwill and are recorded at their fair values as revenues and assets in the period received. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in temporarily restricted net assets. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets.

EXPENSE ALLOCATION

Expenses have been classified as retail and commercial services, workforce services (including employer services and community and workplace initiatives), education services, general and administrative and fundraising. Goodwill uses actual direct expenditures and cost allocations, based on estimates of time and usage by Goodwill personnel and programs, to classify its expenses.

ADVERTISING

Advertising and printing expenses totaled \$1,261,982 in 2011 and \$1,291,468 in 2010. Goodwill's policy is to record advertising expenditures in the period in which they are incurred.

SUBSEQUENT EVENTS

Subsequent events have been considered through March 13, 2012, which was the date the financial statements were available to be issued. See Note 14.

2. TAX STATUS

Goodwill and its subsidiaries are Indiana non-profit corporations, exempt from income tax under Section 501(c)(3) of the U.S. Internal Revenue Code. However, if income was generated from certain activities not directly related to Goodwill's tax-exempt purposes, such income would be subject to taxation as unrelated business income. Goodwill and its subsidiaries are not considered private foundations as defined in Section 509(a) of the Internal Revenue Code.

Accounting Standards for Income Taxes provide detailed guidance for the financial statement recognition, measurement and disclosure of uncertain tax positions recognized in an enterprise's financial statements. Goodwill regularly evaluates its activities to determine that they are in compliance with its tax-exempt purpose. Currently, Goodwill's management does not believe it is engaged in any activities that would generate unrelated business income or create an uncertain tax position. Goodwill is no longer subject to examination by taxing authorities for years before 2008.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
 DECEMBER 31, 2011

3. TRADE ACCOUNTS RECEIVABLE

Trade accounts receivable are summarized as follows:

	December 31, 2011	January 1, 2011
Trade accounts receivable	\$ 3,662,146	\$ 2,930,695
Less – allowance for uncollectible accounts	<u>(115,214)</u>	<u>(83,921)</u>
Trade accounts receivable, net	<u>\$ 3,546,932</u>	<u>\$ 2,846,774</u>

4. INVENTORIES

Inventories are summarized as follows:

	December 31, 2011	January 1, 2011
Donated goods	\$ 2,960,073	\$ 3,209,763
Purchased goods	<u>630,350</u>	<u>760,063</u>
	<u>\$ 3,590,423</u>	<u>\$ 3,969,826</u>

5. INVESTMENTS

Goodwill's investments in equity securities with readily determinable fair values and all investments in debt securities are stated at fair value in the statements of financial position (see Note 13). Realized and unrealized gains and losses are reported in the statement of activities.

Goodwill held the following investment securities at:

	December 31, 2011	January 1, 2011
Mutual funds – market value	<u>\$ 7,416,241</u>	<u>\$ 4,775,593</u>
Mutual funds – cost basis	<u>\$ 7,485,828</u>	<u>\$ 4,775,929</u>

6. BONDS, NOTES AND CAPITAL LEASES PAYABLE

- a. Goodwill has a committed line of credit with a commercial bank, expiring September, 2013. This line of credit provides for maximum borrowings of \$4,000,000 and bears interest at the bank's commercial rate less one percent (a total of 2.25% at December 31, 2011). As of December 31, 2011 and January 1, 2011, Goodwill had \$214,404 and \$1,135,279, respectively, outstanding on the line of credit. The line of credit includes a non-use fee of 0.15% on the unused balance. In 2011 and 2010, Goodwill paid \$5,131 and \$3,056 in non-use fees.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2011

6. BONDS, NOTES AND CAPITAL LEASES PAYABLE, CONTINUED

- b. In 1996, Goodwill issued \$8.8 million of tax-exempt long-term bonds. The bonds bear interest at an adjustable interest rate and currently re-price every seven days based on market conditions. The interest rate approximates the quoted weekly Securities Industry and Financial Markets Association (SIFMA) Index rate. During 2011, the interest rate on the bonds ranged from 0.14% to 0.36%. Annually on June 1, Goodwill is required to make principal payments of \$440,000, through 2015. In 2011, Goodwill sold a retail store that was originally financed with the 1996 bond issue. As a result, Goodwill repaid an additional \$100,000 of bond principal upon closing the sale transaction, which represented the prorated amount of then-outstanding bond debt related to the building that was sold. The outstanding balance of the bonds payable at December 31, 2011 and January 1, 2011 was \$1,310,000 and \$1,850,000, respectively.

Goodwill maintains a direct-pay letter of credit facility with a commercial bank that secures Goodwill's 1996 tax-exempt bonds. Goodwill pays a fee equal to 50 basis points to the bank to maintain the letter of credit. During the fiscal years ended December 31, 2011 and January 1, 2011, Goodwill paid \$7,350 and \$11,572, respectively, to maintain the letter of credit, which is included in interest expense in the statement of functional expenses.

Goodwill pays remarketing fees to a third party remarketing agent for the 1996 bonds, equal to 0.125% of the amount of bonds traded each year. Goodwill paid \$157 and \$550 of remarketing fees in 2011 and 2010, respectively.

- c. In December 2006, Goodwill issued \$12 million of tax-exempt long-term bonds, the proceeds of which were used to build 2 new retail stores, refinance then-existing debt, and remodel Goodwill's Indianapolis headquarters campus to accommodate new charter high school space and related ancillary facilities. The bonds bear interest at an adjustable interest rate and currently re-price every seven days based on market conditions. The interest rate approximates the quoted weekly Securities Industry and Financial Markets Association (SIFMA) Index rate. In 2011, the interest rate on the bonds ranged from 0.13% to 0.38%. Goodwill is required to make annual principal payments of \$600,000, through 2027. The outstanding balance of the bonds payable at December 31, 2011 and January 1, 2011 was \$9,600,000 and \$10,200,000, respectively. On January 3, 2012, Goodwill made its scheduled annual principal payment of \$600,000.

Goodwill maintains a direct-pay letter of credit facility with a commercial bank that secures Goodwill's 2006 tax exempt bonds. Goodwill pays a fee equal to 50 basis points to the bank to maintain the letter of credit. Goodwill paid letter of credit fees for the 2006 bonds of \$45,150 and \$53,003 in 2011 and 2010, respectively.

Goodwill also pays remarketing fees to a remarketing agent for the 2006 bonds, equal to 0.10% of the amount of bonds outstanding. Goodwill paid \$9,654 and \$10,256 of remarketing fees in 2011 and 2010, respectively.

- d. In 2011 and prior years, GEI borrowed from the Indiana Common School Fund to fund its charter school operations and costs associated with enrollment growth. Loan repayments, including interest, are deducted monthly from state public tuition receipts. The outstanding balance on the loans from the Indiana Common School Fund was \$3,820,126 and \$2,144,792 at December 31, 2011 and January 1, 2011, respectively. In 2009, the Indiana legislature enacted a moratorium on repayments of Common School Fund loans by charter schools for two years. Accordingly, GEI elected

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
 DECEMBER 31, 2011

6. BONDS, NOTES AND CAPITAL LEASES PAYABLE, CONTINUED

to suspend its loan repayments. Interest on the loans continues to accrue during the moratorium. Details of the borrowings from the Indiana Common School Fund are as follows:

Indianapolis Metropolitan High School

<u>Year of Issuance</u>	<u>Original Borrowing</u>	<u>Interest Rate</u>	<u>Term of Loan</u>	<u>Amount Outstanding as of December 31, 2011</u>
2004	\$453,020	4%	20 years	\$362,416
2005	\$305,111	4%	20 years	\$268,234
2006	\$260,253	4%	20 years	\$234,228
2010	\$381,744	1%	3 years	\$318,120

Excel Center

<u>Year of Issuance</u>	<u>Original Borrowing</u>	<u>Interest Rate</u>	<u>Term of Loan</u>	<u>Amount Outstanding as of December 31, 2011</u>
2010	\$898,170	4%	20 years	\$875,716
2011	\$1,761,412	4%	20 years	\$1,761,412

- e. In prior years, Goodwill entered into capital leases for certain computers and related equipment. The leases have varying expiration dates through 2012. The principal balance of the lease obligations at December 31, 2011 and January 1, 2011 was \$5,712 and \$25,013, respectively. The leases include interest at an average annual rate of 7%.
- f. Total interest expense on the line of credit and long-term debt for the years ended December 31, 2011 and January 1, 2011 was \$253,627 and \$347,016, respectively.
- g. Goodwill is party to an interest rate swap in order to manage interest rate risk on a portion of its bond debt, the notional amount of which was \$5,947,500 at December 31, 2011. The swap agreement provides for Goodwill to pay a fixed interest rate of 3.85% for ten years in exchange for the underlying floating interest rate. At December 31, 2011 and January 1, 2011, the swap had a negative fair value of \$727,176 and \$654,678, respectively. The fair value of the swap is included in other long-term liabilities on the statement of financial position, and the change in fair value from 2010 to 2011 is recorded as a loss on interest rate swap hedge on the statement of activities. The fair value of the swap is based on quoted replacement swap rates in effect at the valuation date. The replacement rate utilized in the valuation at December 31, 2011 was approximately 0.69%.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2011

6. BONDS, NOTES AND CAPITAL LEASES PAYABLE, CONTINUED

h. The aggregate maturities of long-term debt are as follows for the following fiscal years:

2012	\$	1,089,747
2013		1,239,608
2014		1,341,146
2015		911,146
2016		783,898
Thereafter		9,370,293
	\$	<u>14,735,838</u>

7. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are generated primarily through private grants and are available for youth education and training.

8. LEASE OBLIGATIONS

Goodwill leases 34 retail stores and 6 other buildings used in operations. The lease agreements have terms of up to 12 years from the lease commencement date, and certain leases have one or more renewal options for up to an additional five years per option. Aggregate rental expense for the years ended December 31, 2011 and January 1, 2011, including common area maintenance charges, totaled \$8,022,936 and \$7,914,604, respectively. Four of Goodwill's retail store leases contain a right of first refusal. This right provides Goodwill an option to purchase the store at fair market value if the landlord has a bona fide offer from a third party. Fair market value is the price offered by a third party in an arms-length transaction. Goodwill's management cannot determine if it would elect to purchase any of the stores for which it has a right of first refusal.

Goodwill leases office equipment, the agreements for which expire in 2014. Rent expense under these leases was \$115,628 and \$66,044 for the years ended December 31, 2011 and January 1, 2011, respectively.

Goodwill leases vehicles, equipment and drivers used in operations. The leases expire in February 2014. Fixed lease costs are \$7,098 weekly, and variable costs are \$0.1547 per mile driven. Labor rates for drivers vary from \$18.94 to \$20.57 per straight-time hour. Goodwill's expense under these leases was \$1,433,644 and \$943,088 for the years ended December 31, 2011 and January 1, 2011, respectively.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2011

8. LEASE OBLIGATIONS, CONTINUED

Future minimum rental payments required under operating leases that have initial or remaining lease terms as of December 31, 2011 are as follows for the fiscal years ending:

2012	\$	8,344,941
2013		8,436,760
2014		7,856,938
2015		7,497,468
2016		6,969,953
Thereafter		18,186,811
	\$	<u>59,292,872</u>

9. RETIREMENT PLAN

Goodwill maintains a discretionary thrift plan which allows eligible employees to contribute up to 15% of pre-tax gross income, subject to certain IRS limitations. Goodwill matches 100% of eligible employees' pre-tax contributions up to 3% of gross income, and 50% of the next 3% of gross income. Goodwill may also make additional discretionary contributions to the plan. Employer matching contributions vest after three years or in the event of death or disability. Employer discretionary contributions vest after five years or in the event of death or disability. Goodwill's expense relating to contributions to the thrift plan for the fiscal years ended December 31, 2011 and January 1, 2011 was \$1,167,433 and \$1,234,248, respectively.

10. RELATED PARTY TRANSACTIONS

Goodwill Industries Foundation of Central Indiana, Inc. (the "Foundation") has common management with Goodwill and provides grant support for Goodwill and GEI. The accompanying financial statements of Goodwill have not been consolidated with those of the Foundation due to less than a majority voting interest and lack of controlling financial interest between the two organizations. At December 31, 2011 and 2010, the Foundation had net assets of \$22.0 million and \$24.1 million, respectively, consisting primarily of equity mutual fund investments, equity hedge funds, and alternative investments consisting of private equity and natural resource funds. For the years ended December 31, 2011 and January 1, 2011, the Foundation granted to Goodwill \$1,960,602 and \$349,232, respectively, which is included in "support" on the statement of activities. The Foundation also reimburses Goodwill for certain fundraising expenses and pays Goodwill a management fee. This reimbursement and management fee totaled \$332,318 and \$327,589 for the years ended December 31, 2011 and January 1, 2011, respectively. Included in other receivables at December 31, 2011 and January 1, 2011 is \$807,528 and \$58,120, respectively, due from the Foundation for grants receivable from the Foundation, reimbursement of fundraising expenses incurred by Goodwill and expenses of the Foundation paid by Goodwill.

During 2011, GEI entered into operating leases for facilities that house two additional Excel Center locations in Indianapolis. One of the leased facilities is owned by an entity controlled by a GICI board member. The lease for the facility has a term equivalent to the remaining duration of the Excel Center's charter (6 years), and has a rent rate comparable to similar facilities in the same geographic area. The lease became effective January 1, 2012. The board member recused himself from all board of directors' discussion and voting related to the lease transaction.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2011

11. FUTURE GRANT AUDITS

Under the terms of federal grants awarded to Goodwill, periodic audits are required and certain costs may be challenged as to allowability under the terms of the grants. Such audits could lead to reimbursement to the grantor. Management believes the likelihood that material costs incurred by Goodwill will be disallowed is remote.

12. SELF INSURANCE

Goodwill self insures for employee and dependent medical benefits up to a per-individual annual maximum of \$100,000, and an aggregate maximum of approximately \$6.6 million. Goodwill purchases reinsurance which pays individual claims that exceed \$100,000 per year, up to a per-individual maximum of \$2 million, and up to \$1 million beyond the aggregate self-insured maximum. The reinsurer reviews claims annually and upon renewal of the reinsurance policy each year may establish higher specific maximums on selected individuals with high claims risks. Goodwill purchases claims administration services from a third party administrator. Self insured medical expenses and related administrative costs were \$6,198,517 and \$5,574,081 for the years ended December 31, 2011 and January 1, 2011, respectively. Goodwill maintains an estimated liability for incurred but not reported medical claims based on average claim costs and claims processing lag times. At December 31, 2011 and January 1, 2011, the estimated liability was \$1,113,432 and \$779,171, respectively, and is included in accrued liabilities on the statement of financial position.

13. FAIR VALUE MEASUREMENTS

Fair values measured on a recurring basis at December 31, 2011 are as follows:

	<u>Fair Value</u>	<u>Quoted Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
Fixed income mutual fund	\$ 7,416,241	\$ 7,416,241	\$ -	\$ -
Interest rate swap	\$ (727,176)	\$ -	\$ (727,176)	\$ -

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
 DECEMBER 31, 2011

13. FAIR VALUE MEASUREMENTS, CONTINUED

Fair values measured on a recurring basis at January 1, 2011 are as follows:

	<u>Fair Value</u>	<u>Quoted Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
Fixed income mutual fund	\$ 4,775,593	\$ 4,775,593	\$ -	\$ -
Interest rate swap	\$ (654,678)	\$ -	\$ (654,678)	\$ -

Fair values for investments are determined by reference to readily available quoted market prices and other relevant information generated by market transactions. Fair value for the interest rate swap is determined by the prevailing one-month LIBOR rate at the valuation date.

14. SUBSEQUENT EVENTS

In late 2011, GEI was awarded a five-year charter from the newly-formed Indiana Charter School Board to open and operate an Excel Center high school in Anderson, Indiana. GEI is currently in negotiations with a community group in Anderson to lease space in a facility and commence school operations in July, 2012.

Subsequent to December 31, 2011, Goodwill entered into an operating lease for office space in Indianapolis that will house a new mission-focused program that will employ nurses to perform home visitation services for qualifying first-time expectant women. The office space is expected to be complete and ready for occupancy in spring 2012.

Subsequent to December 31, 2011, Goodwill entered into a purchase agreement to acquire land on which it will relocate its Avon, Indiana retail store. The contemplated purchase price for the land is \$625,000. Goodwill expects to close on the purchase upon completion of all due diligence requirements in July, 2012. Goodwill's intent is to own the relocated Avon retail store and sell its current store after relocating to the new site.

Subsequent to December 31, 2011, Goodwill entered into a 10-year operating lease agreement for a building in which it will open a new retail store. Lease rates and terms are still under negotiation.

Subsequent to December 31, Goodwill entered into an assignable purchase agreement to acquire ground on which it will relocate an existing retail store. Goodwill intends to assign its rights to the purchase agreement to a third-party developer, who in turn will build a retail store on the site and lease it to Goodwill for 10 years. Upon completion of the store, Goodwill will terminate the lease for its existing store.

At December 31, 2011, Goodwill had one new retail store and two relocated retail stores under construction. Goodwill has entered into 10-year operating leases for two of the stores, and will own the third. The operating lease obligations are included in the future minimum lease obligations table in

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2011

14. SUBSEQUENT EVENTS, CONTINUED

Note 8. The related construction in progress balances as of December 31, 2011 for the three retail stores are included in Projects in Progress on the Statement of Financial Position.

Management intends to finance these projects through a combination of interal cash flow and temporary borrowings on the line of credit.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED DECEMBER 31, 2011

FEDERAL GRANTOR/PASS-THROUGH GRANTOR/PROGRAM TITLE	Federal CFDA Number	Agency or Pass-Through Number	Federal Expenditures
U.S. DEPARTMENT OF LABOR			
Indianapolis Private Industry Council <i>Jobs for America's Graduates (JAG) Program</i>	17.259	S0704-WI-10/11-Y S0704-WI-11-Y	\$ 448,420 76,045 <hr/> 524,465
Goodwill Industries International <i>GoodGuides Youth Mentoring Program - ARRA</i>	16.808	2009-SC-BP-0035	140,016
<i>Senior Community Service Employment Program</i>	17.235	SCSEP-PY 10/11 Subgrant AD-20010-10-60-A-24	2,065,918 168,450 <hr/> 2,234,368
U.S. DEPARTMENT OF EDUCATION			
Indiana Department of Education <i>21st Century Learning Center Grant</i>	84.287C	A58-0-10DL-056	87,111
U.S. DEPARTMENT OF HEALTH AND HUMAN SERVICES			
Indiana Department of Health <i>Affordable Care Act Maternal, Infant and Early Childhood Home Visiting Program</i>	93.505	A70-2-069483 A70-2-069482 A10-1-069484	93,551 16,631 118,418 <hr/> 228,600

NOTE TO THE SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

1. BASIS OF PRESENTATION

The accompanying schedule of expenditures of federal awards includes federal grant activity of Goodwill Industries of Central Indiana, Inc. and subsidiaries and is presented on the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in preparation of, the basic consolidated financial statements.



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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

To the Board of Directors of
Goodwill Industries of Central Indiana, Inc. and subsidiaries:

We have audited the consolidated financial statements of Goodwill Industries of Central Indiana, Inc. and subsidiaries (Goodwill) as of and for the year ended December 31, 2011, and have issued our report thereon dated March 13, 2012. We conducted our audit in accordance with auditing standards generally accepted in the United States and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States of America.

Internal Control Over Financial Reporting

Management of Goodwill is responsible for establishing and maintaining effective internal control over financial reporting. In planning and performing our audit, we considered Goodwill's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Goodwill's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of Goodwill's internal control over financial reporting.

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 a 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.

Our consideration of the internal control over financial reporting was for the limited purpose described in the second paragraph of this report and was not designed to identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Goodwill's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and

grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

This report is intended solely for the information and use of the Board of Directors, management, specific legislative or regulatory bodies, federal awarding agencies, and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

Greenwald CPAs, Inc.

March 13, 2012



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INDEPENDENT AUDITORS' REPORT ON COMPLIANCE WITH REQUIREMENTS THAT COULD HAVE A DIRECT AND MATERIAL EFFECT ON EACH MAJOR PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE IN ACCORDANCE WITH OMB CIRCULAR A-133

To the Board of Directors of
Goodwill Industries of Central Indiana, Inc. and subsidiaries:

Compliance

We have audited the compliance of Goodwill Industries of Central Indiana, Inc. and subsidiaries (Goodwill) 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 Goodwill's major federal programs for the year ended December 31, 2011. Goodwill's major federal programs are identified in the summary of audit results section of the accompanying schedule of findings and questioned costs. Compliance with the requirements of laws, regulations, contracts, and grants applicable to each of its major federal programs is the responsibility of Goodwill's management. Our responsibility is to express an opinion on Goodwill's compliance based on our audit.

Goodwill's basic financial statements include the operations of Goodwill Education Initiatives, Inc. (GEI) which received \$1,899,181 in federal awards which is not included in the schedule of expenditures of federal awards during the year ended December 31, 2011. Our audit, described below, did not include the operations of GEI because the entity is audited in accordance with *Government Auditing Standards* and OMB Circular A-133 as a charter school by the Indiana State Board of Accounts.

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 of America; 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 Goodwill's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion. Our audit does not provide a legal determination on Goodwill's compliance with those requirements.

In our opinion, Goodwill complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended December 31, 2011.

Internal Control Over Compliance

The management of Goodwill is responsible for establishing and maintaining effective internal control over compliance with requirements of laws, regulations, contracts, and grants applicable to federal programs. In planning and performing our audit, we considered Goodwill's internal control over compliance with the requirements that could have a direct and material effect on a major federal program in order to determine our auditing procedures for the purpose of expressing our opinion on compliance and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of Goodwill's internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above.

This report is intended solely for the information and use of the Board of Directors, management, specific legislative or regulatory bodies, federal awarding agencies, and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

Greenwald CPAs, Inc.

March 13, 2012

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
FOR THE YEAR ENDED DECEMBER 31, 2011

A. SUMMARY OF AUDIT RESULTS

1. Type of auditors' report issued: Unqualified
2. Internal control over financial reporting:
 Material weakness(es) identified? yes no
 Significant deficiency(ies) identified? yes none reported
3. Noncompliance material to financial statements noted? yes no
4. Internal control over major programs:
 Material weakness(es) identified? yes no
 Significant deficiency(ies) identified? yes none reported
5. Type of auditors' report issued on compliance for major programs: Unqualified
6. Any audit findings disclosed that are required to be reported in accordance with Section 510(a) of OMB Circular A-133? yes no
7. Identification of major programs: CFDA Numbers Name of Federal Program or Cluster
 17.235 Senior Community Service Employment Program
 16.808 GoodGuides Mentoring Program
8. Dollar threshold used to distinguish between type A and type B programs: \$ 300,000
9. Auditee qualified as low-risk auditee? yes no

B. FINDINGS - FINANCIAL STATEMENT AUDIT

None

C. FINDINGS AND QUESTIONED COSTS - MAJOR FEDERAL AWARD PROGRAM AUDIT

None

GOODWILL INDUSTRIES OF
CENTRAL INDIANA, INC.
AND SUBSIDIARIES
FINANCIAL STATEMENTS
Together with Independent Auditors' Report
JANUARY 1, 2011

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Goodwill Industries of Central Indiana, Inc. and subsidiaries:

We have audited the accompanying consolidated statement of financial position of Goodwill Industries of Central Indiana, Inc. (an Indiana non-profit corporation) and subsidiaries (Goodwill) as of January 1, 2011, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended. These financial statements are the responsibility of Goodwill's management. Our responsibility is to express an opinion on these financial statements based on our audit. The prior year summarized comparative information has been derived from Goodwill's January 2, 2010 financial statements and in our report dated March 18, 2010, we expressed an unqualified opinion on those financial statements.

We conducted our audit in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Goodwill Industries of Central Indiana, Inc. and subsidiaries as of January 1, 2011 and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States.

Greenwalt CPAs, Inc.

March 9, 2011

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
JANUARY 1, 2011 WITH SUMMARIZED COMPARATIVE INFORMATION AS OF JANUARY 2, 2010

	ASSETS			Totals	
	Unrestricted	Temporarily Restricted	Eliminations	January 1, 2011	January 2, 2010
CURRENT ASSETS					
Cash and cash equivalents	\$ 2,361,568	\$ -	\$ -	\$ 2,361,568	\$ 814,948
Trade accounts receivable, net	2,846,774	-	-	2,846,774	2,833,034
Charter school accounts receivable	2,691,117	-	-	2,691,117	1,431,603
Other receivables, net	493,828	-	-	493,828	1,783,469
Inventories	3,969,826	-	-	3,969,826	2,062,540
Prepayments	1,132,101	-	-	1,132,101	628,129
Due from other funds	-	22,643	[22,643]	-	-
<i>Total current assets</i>	<u>13,495,214</u>	<u>22,643</u>	<u>[22,643]</u>	<u>13,495,214</u>	<u>9,553,723</u>
LONG-TERM ASSETS					
Land and improvements	10,365,542	-	-	10,365,542	11,605,907
Buildings and improvements	28,658,747	-	-	28,658,747	27,697,442
Equipment	18,481,982	-	-	18,481,982	15,069,576
Projects in progress	254,934	-	-	254,934	350,946
	57,761,205	-	-	57,761,205	54,723,871
Accumulated depreciation	[19,901,816]	-	-	[19,901,816]	[16,438,682]
<i>Net property and equipment</i>	<u>37,859,389</u>	<u>-</u>	<u>-</u>	<u>37,859,389</u>	<u>38,285,189</u>
Investments	4,775,593	-	-	4,775,593	3,671,533
Deposits	37,803	-	-	37,803	86,065
Other assets	111,586	-	-	111,586	118,560
<i>Total long-term assets</i>	<u>42,784,371</u>	<u>-</u>	<u>-</u>	<u>42,784,371</u>	<u>42,161,347</u>
	<u>\$ 56,279,585</u>	<u>\$ 22,643</u>	<u>\$ [22,643]</u>	<u>\$ 56,279,585</u>	<u>\$ 51,715,070</u>
LIABILITIES AND NET ASSETS					
CURRENT LIABILITIES					
Bank line of credit	\$ 1,135,279	\$ -	\$ -	\$ 1,135,279	\$ 2,093,510
Current portion of bonds, notes and capital leases payable	1,271,233	-	-	1,271,233	1,563,596
Accounts payable	4,012,852	-	-	4,012,852	2,620,126
Accrued liabilities	4,428,081	-	-	4,428,081	2,916,546
Due to other funds	22,643	-	[22,643]	-	-
<i>Total current liabilities</i>	<u>10,870,088</u>	<u>-</u>	<u>[22,643]</u>	<u>10,847,445</u>	<u>9,193,778</u>
LONG-TERM LIABILITIES					
Bonds, notes and capital leases payable	12,975,687	-	-	12,975,687	12,939,891
Other long-term liabilities	989,766	-	-	989,766	942,970
<i>Total long-term liabilities</i>	<u>13,965,453</u>	<u>-</u>	<u>-</u>	<u>13,965,453</u>	<u>13,882,861</u>
<i>Total liabilities</i>	<u>24,835,541</u>	<u>-</u>	<u>[22,643]</u>	<u>24,812,898</u>	<u>23,076,639</u>
COMMITMENTS AND CONTINGENCIES (NOTES 8, 11, 12 AND 14)					
NET ASSETS	<u>31,444,044</u>	<u>22,643</u>	<u>-</u>	<u>31,466,687</u>	<u>28,638,431</u>
	<u>\$ 56,279,585</u>	<u>\$ 22,643</u>	<u>\$ [22,643]</u>	<u>\$ 56,279,585</u>	<u>\$ 51,715,070</u>

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JANUARY 1, 2011
WITH SUMMARIZED COMPARATIVE INFORMATION FOR THE YEAR ENDED JANUARY 2, 2010

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Totals</u>	
			<u>January 1, 2011</u>	<u>January 2, 2010</u>
REVENUE				
Sales - donated goods	\$ 57,543,204	\$ -	\$ 57,543,204	\$ 52,935,839
Sales - purchased goods	5,460,785	-	5,460,785	5,626,394
Commercial services	14,182,639	-	14,182,639	14,049,410
Workforce services	4,978,206	6,804	4,985,010	3,908,513
Education services	5,019,613	-	5,019,613	3,913,106
Interest and dividend income	186,660	-	186,660	168,641
Realized gain on investments	4,321	-	4,321	96,771
Unrealized gain on investments	6,803	-	6,803	90,710
Net gain on disposition of property	271,058	-	271,058	28,276
Gain (loss) on interest rate swap hedge	[90,888]	-	[90,888]	373,848
Other, net	547,477	-	547,477	989,176
<i>Total revenue</i>	<u>88,109,878</u>	<u>6,804</u>	<u>88,116,682</u>	<u>82,180,684</u>
SUPPORT				
United Way of Central Indiana, Inc.				
Allocation	383,686	-	383,686	387,233
Technology grant	25,000	-	25,000	-
Annual and capital campaign contributions	30,268	-	30,268	37,578
Other contributions	506,399	-	506,399	2,306,160
<i>Total support</i>	<u>945,353</u>	<u>-</u>	<u>945,353</u>	<u>2,730,971</u>
NET ASSETS RELEASED FROM RESTRICTIONS	<u>222,327</u>	<u>[222,327]</u>	<u>-</u>	<u>-</u>
<i>Total revenue and support</i>	<u>89,277,558</u>	<u>[215,523]</u>	<u>89,062,035</u>	<u>84,911,655</u>
EXPENSES				
Retail and commercial services	64,375,782	-	64,375,782	62,438,161
Workforce services	5,301,972	-	5,301,972	5,758,650
Education services	7,324,258	-	7,324,258	5,195,775
General and administrative	8,943,444	-	8,943,444	8,098,226
Fundraising	288,323	-	288,323	393,466
<i>Total expenses</i>	<u>86,233,779</u>	<u>-</u>	<u>86,233,779</u>	<u>81,884,278</u>
CHANGE IN NET ASSETS	<u>3,043,779</u>	<u>[215,523]</u>	<u>2,828,256</u>	<u>3,027,377</u>
NET ASSETS, BEGINNING OF YEAR	<u>28,400,265</u>	<u>238,166</u>	<u>28,638,431</u>	<u>25,611,054</u>
NET ASSETS, END OF YEAR	<u>\$ 31,444,044</u>	<u>\$ 22,643</u>	<u>\$ 31,466,687</u>	<u>\$ 28,638,431</u>

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED JANUARY 1, 2011

WITH SUMMARIZED COMPARATIVE INFORMATION FOR THE YEAR ENDED JANUARY 2, 2010

					Totals		
	Retail and Commercial Services	Workforce Services	Education Services	General & Administrative	Fundraising	January 1, 2011	January 2, 2010
Salaries and wages	\$ 25,570,757	\$ 3,863,888	\$ 3,317,529	\$ 4,074,958	\$ 178,306	\$ 37,005,438	\$ 34,894,412
Employee benefits	8,244,893	603,077	1,155,110	1,371,180	54,822	11,429,082	11,590,836
Professional services	2,183,544	71,329	253,347	556,122	2,495	3,066,837	2,656,842
Supplies	2,977,244	39,786	95,339	219,331	4,829	3,336,529	2,506,622
Cost of sales	6,455,754	-	-	-	-	6,455,754	8,114,635
Occupancy	13,773,775	175,705	514,114	1,264,209	16,537	15,744,340	13,337,753
Advertising and printing	898,595	23,334	17,872	335,847	15,820	1,291,468	1,550,104
Travel and transportation	1,164,037	71,971	195,600	163,166	1,750	1,596,524	1,369,266
Staff development	30,816	20,537	64,047	115,120	1,065	231,585	267,714
Memberships and dues	4,185	320	8,986	202,147	822	216,460	180,001
Client tuition, training and assistance	-	291,816	70,641	-	3,926	366,383	311,983
Student services	-	-	553,787	-	-	553,787	403,838
Depreciation and amortization	2,552,082	76,767	877,504	605,761	4,670	4,116,784	3,829,508
Bad debt expense	93,680	10,200	-	-	-	103,880	120,655
Interest expense	303,677	-	155,994	-	-	459,671	496,298
Other	122,743	53,242	44,388	35,603	3,281	259,257	253,811
	\$ 64,375,782	\$ 5,301,972	\$ 7,324,258	\$ 8,943,444	\$ 288,323	\$ 86,233,779	\$ 81,884,278

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JANUARY 1, 2011 AND JANUARY 2, 2010

INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS

	January 1, 2011	January 2, 2010
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 2,828,256	\$ 3,027,377
Depreciation and amortization	4,116,784	3,829,508
(Gain) loss on interest rate swap hedge	90,888	[373,848]
Realized gain on investments	[4,321]	[96,771]
Unrealized gain on investments	[6,803]	[90,710]
Net gain on disposition of property	[271,058]	[28,236]
<i>(Increase) decrease in operating assets:</i>		
Trade accounts receivable	[13,740]	[262,471]
Charter school accounts receivable	[1,259,514]	[13,809]
Contributions and pledges receivable	-	8,534
Other receivables	1,310,098	[1,093,961]
Inventories	[1,907,286]	701,945
Prepayments	[503,972]	[51,549]
Deposits	48,262	-
Other assets	6,974	6,974
<i>Increase (decrease) in operating liabilities:</i>		
Accounts payable and accrued liabilities	2,904,261	[1,191,161]
Other long-term liabilities	[44,092]	[30,935]
<i>Net cash provided by operating activities</i>	<u>7,294,737</u>	<u>4,340,847</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of investments	[1,993,098]	[4,537,774]
Proceeds from sales of investments	900,026	4,614,920
Proceeds from sales of fixed assets	1,028,750	1,075,550
Proceeds from note receivable	3,803	-
Capital expenditures	[4,437,355]	[6,967,833]
<i>Net cash used in investing activities</i>	<u>[4,497,874]</u>	<u>[5,815,137]</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds (repayments) on line of credit, net	[958,231]	[151,865]
Proceeds from notes payable	1,279,914	-
Principal payments on bonds and notes payable	[1,493,330]	[465,461]
Principal payments on capital leases payable	[78,596]	[155,749]
<i>Net cash used in financing activities</i>	<u>[1,250,243]</u>	<u>[773,075]</u>
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	<u>1,546,620</u>	<u>[2,247,265]</u>
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>814,948</u>	<u>3,062,313</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 2,361,568</u>	<u>\$ 814,948</u>
SCHEDULE OF NONCASH INVESTING AND FINANCING ACTIVITIES		
Sale of fixed asset under note receivable	\$ 24,000	\$ -
Purchase of software under note payable	\$ [35,445]	\$ -
SUPPLEMENTAL CASH FLOWS INFORMATION		
Cash paid for interest	<u>\$ 404,903</u>	<u>\$ 496,298</u>

See accompanying notes to financial statements.

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GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
JANUARY 1, 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

PRINCIPLES OF CONSOLIDATION

These consolidated financial statements include the accounts of Goodwill Industries of Central Indiana, Inc. and its subsidiary companies. The term "Goodwill" used herein means Goodwill Industries of Central Indiana, Inc. and its subsidiaries, unless otherwise indicated by the context. All material inter-company accounts and transactions have been eliminated.

DESCRIPTION OF ORGANIZATION

Goodwill Industries of Central Indiana, Inc. ("GICI") and its subsidiaries, GW Commercial Services, Inc. ("GWCS") and Goodwill Education Initiatives, Inc. ("GEI") (collectively referred to as "Goodwill") are Indiana non-profit organizations that offer employment, education and related services to disadvantaged adults and young people throughout central Indiana. Goodwill defines disadvantaged individuals as those with a barrier to employment such as a disability, a criminal history and/or a low education level (less than a high school diploma).

GICI's retail operation collects donations of used clothing and household items and sells them through a network of 48 thrift stores. Excess and unsalable donated items are sold through salvage and recycling channels. Unique items are often sold through e-commerce channels. The retail operation also accepts and sells donated automobiles, using a third party only for vehicle towing and auction services. The retail operation employs over 1,300 individuals, more than 60% of whom are disabled or disadvantaged. These operations generate revenue and cash flow that fund a large portion of GICI's other mission-related operations and general and administrative expenses. As part of its overall strategic planning efforts, Goodwill's retail operation has added 17 new stores since 2006, and will add at least three more in 2011. These stores support Goodwill's strategic mission expansion activities within its retail operations and in its workforce services and education-related efforts.

GICI's commercial services ("CS") operation provides a variety of outsource packaging, assembly, and fulfillment services to external customers, employing over 150 disabled and disadvantaged individuals.

GICI's workforce services ("WFS") operation provides case management, counseling, training, education, job coaching, and job placement, and related supportive services, for disabled, disadvantaged, unemployed and under-employed individuals who wish to find and retain employment and increase their economic self-sufficiency. The CS and WFS segments of GICI are funded by a combination of contracts with external customers, service contracts with federal and state governmental entities, United Way grants, private grants and gifts from individuals and foundations, and subsidies from GICI's retail operation.

GWCS provides rehabilitative training and jobs for people who have severe disabilities, primarily through service contracts with various federal governmental entities pursuant to Ability One (formerly known as the Javits-Wagner-O'Day Act of 1971). Ability One requires certain federal governmental entities to purchase selected products and services, via such contracts, from non-profit agencies employing blind or severely disabled individuals. At January 1, 2011, GWCS operated 11 Ability One contracts at government sites in Indianapolis, Indiana, and employed approximately 210 severely disabled individuals.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
JANUARY 1, 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

DESCRIPTION OF ORGANIZATION, CONTINUED

GEI provides educational opportunities designed to enable young people to prepare for productive adult lives. GEI operates two public charter high schools (Indianapolis Metropolitan High School and The Excel Center) in Indianapolis, Indiana, under the provisions of the Indiana Charter School laws and the chartering authority of the Mayor of Indianapolis. The schools occupy space at Goodwill's Indianapolis headquarters building and contract with GICI for certain business support services. Both schools receive the majority of their funding from the Indiana Department of Education. Their revenues are supplemented with funds from the United States Department of Education, private grants, and gifts. Indianapolis Metropolitan High School is in its seventh year of operation and student enrollment at January 1, 2011 approximated 400 students. The Excel Center opened in September 2010 with an enrollment of 306 adults who previously dropped out of high school and are seeking their high school diplomas rather than a GED. The boards of directors of GICI and GEI previously approved a plan to construct additional school space and ancillary facilities at Goodwill's Indianapolis headquarters. This project has a total estimated cost of \$9 million and is comprised of three phases. The first and second phases included the completion of additional classroom space, school administrative space, and a dedicated science and wellness facility. The first and second phases of the project are complete and were funded primarily by the proceeds of Goodwill's 2006 bond issuance (see Note 6) and a private grant. The third phase includes construction of a gymnasium and will be funded with a combination of internal funds, borrowing, and fundraising proceeds. Construction of phase three has not yet commenced.

Goodwill is a member of Goodwill Industries International, Inc. (GII). Goodwill operates autonomously and reports its financial results independent of GII or any other affiliated entity. Goodwill operates in a geographic territory assigned to it by GII encompassing roughly the middle third of Indiana.

Goodwill is a member agency of United Way of Central Indiana, Inc. For the years ended January 1, 2011 and January 2, 2010, Goodwill received United Way grants of \$408,686 and \$387,233, respectively. The grant amount for the year ended January 1, 2011 included a technology implementation grant of \$25,000.

BASIS OF ACCOUNTING

The accompanying financial statements were prepared on the accrual basis of accounting. The preparation of financial statements in conformity with accounting principles generally accepted in the United States 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 support, revenues and expenses during the reporting period. For annual financial reporting purposes, Goodwill utilizes a 52-week period ending on the Saturday closest to December 31.

SUMMARIZED COMPARATIVE INFORMATION

The financial statements include certain prior year summarized comparative information in total, but not by net asset class and functional expense class. Such information does not include sufficient detail to constitute a presentation in conformity with GAAP. Accordingly, such information should be read in conjunction with the Organization's financial statements for the year ended January 2, 2010, from which the summarized information was derived.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JANUARY 1, 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

CASH AND CASH EQUIVALENTS

Goodwill considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents. Goodwill maintains cash balances at commercial banks. Accounts at the banks are guaranteed by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. From time to time during the year and at January 1, 2011, Goodwill maintained cash and cash equivalents in excess of the FDIC coverage limits.

TRADE AND CHARTER SCHOOL ACCOUNTS RECEIVABLE

Trade accounts receivable are unsecured customer obligations generally requiring payment within 30 days of the invoice date. Charter school receivables of GEI are due from Indiana governmental entities over periods of time up to six months from the statement of financial position date.

Accounts receivable are stated at the amount billed to the customer or at amounts determined by public statute. Generally, customer account balances with invoices dated over 30 days are considered delinquent.

Payments of accounts receivable are allocated to the specific invoices identified on the customer's remittance advice or, if unspecified, are applied to the earliest unpaid invoices.

The carrying amount of accounts receivable is reduced by a valuation allowance that reflects management's best estimate of the amounts that will not be collected. Management individually reviews all accounts receivable balances that are past due and based on an assessment of current creditworthiness and other factors, estimates the portion, if any, of the balance that will not be collected.

INVENTORIES

The retail store and e-commerce operations of Goodwill contain donated inventories. When received, donated items have little or no economic value to Goodwill and therefore are not recorded at the time of donation. Inventories are ultimately valued in the financial statements based on the costs incurred to place donated items in a saleable condition. Donated goods are sold through retail, e-commerce and salvage sales channels. Costs included in inventory include those incurred to collect, transport and process donated items to place them for sale in Goodwill's retail stores, e-commerce operations, or to salvage and recycling dealers. Retail store, e-commerce, recycling and salvage sales are reflected in the statement of activities as sales - donated goods. The retail and commercial services operations of Goodwill also contain purchased goods inventories, which are stated at the lower of cost or market using the specific identification method. Cost of sales is included in retail and commercial services expenses in the statement of functional expenses.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JANUARY 1, 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

PROPERTY AND EQUIPMENT

Property and equipment are recorded at historical cost. Donated property is recorded at the fair market value at the date of donation. Depreciation is computed on the straight-line method over estimated useful lives ranging from 10 to 40 years for buildings and building improvements, and from 3 to 10 years for equipment. Property additions and improvements are capitalized and expenditures for normal maintenance and repairs are expensed as incurred.

Goodwill accumulates certain costs for capital projects until the projects are placed in service, at which time they become depreciable fixed assets. Goodwill's statement of financial position reflected construction projects in progress totaling \$254,934 and \$350,946 at January 1, 2011 and January 2, 2010, respectively.

OTHER ASSETS

In December 2006, Goodwill issued \$12 million of tax-exempt bonds to finance several capital projects and to refinance prior bond debt at a lower interest rate. Transaction costs for the bond issuance totaled \$139,483 and are being amortized over the life of the bonds and the supporting letter of credit. Amortization costs are included in interest expense on the statement of functional expenses.

NET ASSETS

Goodwill maintains the following classifications of net assets:

Unrestricted

These include revenue and expenses from the regular operations of Goodwill, which are at the discretion of management and the Board of Directors.

Temporarily Restricted

These include donations and grant revenues used to meet expenses of current operations in accordance with restrictions specified by the donors or grantors. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

CONTRIBUTIONS

Contributions are recognized when the donor makes an unconditional promise to give to Goodwill and are recorded at their fair values as revenues and assets in the period received. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in temporarily restricted net assets. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JANUARY 1, 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

EXPENSE ALLOCATION

Expenses have been classified as retail and commercial services, workforce services, education services, general and administrative and fundraising. Goodwill uses actual direct expenditures and cost allocations, based on estimates of time and usage by Goodwill personnel and programs, to classify its expenses.

ADVERTISING

Advertising and printing expenses totaled \$1,291,468 in 2010 and \$1,550,104 in 2009. Goodwill's policy is to record advertising expenditures in the period in which they are incurred.

SUBSEQUENT EVENTS

Subsequent events have been considered through March 9, 2011, which was the date the financial statements were available to be issued.

2. TAX STATUS

Goodwill and its subsidiaries are Indiana non-profit corporations, exempt from income tax under Section 501(c)(3) of the U.S. Internal Revenue Code. However, if income was generated from certain activities not directly related to Goodwill's tax-exempt purposes, such income would be subject to taxation as unrelated business income. Goodwill and its subsidiaries are not considered private foundations as defined in Section 509(a) of the Internal Revenue Code.

Accounting Standards for Income Taxes provide detailed guidance for the financial statement recognition, measurement and disclosure of uncertain tax positions recognized in an enterprise's financial statements. Goodwill regularly evaluates its activities to determine that they are in compliance with its tax-exempt purpose. Currently, Goodwill's management does not believe it is engaged in any activities that would generate unrelated business income or create an uncertain tax position. Goodwill is no longer subject to examination by taxing authorities for years before 2007.

3. TRADE ACCOUNTS RECEIVABLE

Trade accounts receivable are summarized as follows:

	January 1, <u>2011</u>	January 2, <u>2010</u>
Trade accounts receivable	\$ 2,930,695	\$ 2,934,207
Less - allowance for uncollectible accounts	<u>(83,921)</u>	<u>(101,173)</u>
Trade accounts receivable, net	<u>\$ 2,846,774</u>	<u>\$ 2,833,034</u>

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JANUARY 1, 2011

4. INVENTORIES

Inventories are summarized as follows:

	January 1, 2011	January 2, 2010
Donated goods	\$ 3,209,763	\$ 1,603,482
Purchased goods	<u>760,063</u>	<u>459,058</u>
	<u>\$ 3,969,826</u>	<u>\$ 2,062,540</u>

5. INVESTMENTS

Goodwill's investments in equity securities with readily determinable fair values and all investments in debt securities are stated at fair value in the statements of financial position (see Note 13). Unrealized gains and losses are reported in the statement of activities.

Goodwill held the following investment securities at:

	January 1, 2011	January 2, 2010
Mutual funds – market value	<u>\$ 4,775,593</u>	<u>\$ 3,671,533</u>
Mutual funds – cost basis	<u>\$ 4,775,929</u>	<u>\$ 3,678,536</u>

6. BONDS, NOTES AND CAPITAL LEASES PAYABLE

- Goodwill has a committed line of credit with a commercial bank, expiring September, 2011. This line of credit provides for maximum borrowings of \$4,000,000 and bears interest at a rate equal to the bank's commercial bank rate less one percent (a total of 2.25% at January 1, 2011). As of January 1, 2011 and January 2, 2010, Goodwill had \$1,135,279 and \$2,093,510 respectively, outstanding on the line of credit. The maximum borrowed under this line of credit during 2010 was \$1,707,262. The line of credit includes a non-use fee of 0.10% of the unused balance. In 2010 and 2009, Goodwill paid \$3,056 and \$1,598 in non-use fees.
- In 1996, Goodwill issued \$8.8 million of tax-exempt long-term bonds. The bonds bear interest at an adjustable interest rate and currently re-price every seven days based on market conditions. The interest rate approximates the quoted weekly Securities Industry and Financial Markets Association (SIFMA) Index rate. During 2010, the interest rate on the bonds ranged from 0.31% to 0.41%. Annually on June 1, Goodwill is required to make principal payments of \$440,000, through 2015. In 2010, Goodwill sold a retail store that was originally financed with the 1996 bond issue. As a result, Goodwill repaid an additional \$230,000 of bond principal upon closing the sale transaction, which represented the prorated amount of then-outstanding bond debt related to the building that was sold. The outstanding balance of the bonds payable at January 1, 2011 and January 2, 2010 was \$1,850,000 and \$2,735,000, respectively.

6. BONDS, NOTES AND CAPITAL LEASES PAYABLE, CONTINUED

Goodwill maintains a direct-pay letter of credit facility with a commercial bank that secures Goodwill's 1996 tax-exempt bonds. Goodwill pays a fee equal to 50 basis points to the bank to maintain the letter of credit. During the fiscal years ended January 1, 2011 and January 2, 2010, Goodwill paid \$11,572 and \$15,006, respectively, to maintain the letter of credit, which is included in interest expense in the statement of functional expenses.

Goodwill pays remarketing fees to a third party remarketing agent for the 1996 bonds, equal to 0.125% of the amount of bonds traded each year. Goodwill paid \$550 and \$425 of remarketing fees in 2010 and 2009, respectively.

- c. In December 2006, Goodwill issued \$12 million of tax-exempt long-term bonds, the proceeds of which were used to build 2 new retail stores, refinance then-existing debt, and remodel Goodwill's Indianapolis headquarters campus to accommodate new charter high school space and related ancillary facilities. The bonds bear interest at an adjustable interest rate and currently re-price every seven days based on market conditions. The interest rate approximates the quoted weekly Securities Industry and Financial Markets Association (SIFMA) Index rate. In 2010, the interest rate on the bonds ranged from 0.18% to 0.48%. Goodwill is required to make annual principal payments of \$600,000, through 2027. The outstanding balance of the bonds payable at January 1, 2011 and January 2, 2010 was \$10,200,000 and \$10,800,000, respectively.

Goodwill maintains a direct-pay letter of credit facility with a commercial bank that secures Goodwill's 2006 tax exempt bonds. Goodwill pays a fee equal to 50 basis points to the bank to maintain the letter of credit. Goodwill paid letter of credit fees for the 2006 bonds of \$53,003 and \$55,283 in 2010 and 2009, respectively.

Goodwill also pays remarketing fees to a remarketing agent for the 2006 bonds, equal to 0.10% of the amount of bonds outstanding. Goodwill paid \$10,256 and \$10,850 of remarketing fees in 2010 and 2009, respectively.

- d. In 2010 and prior years, GEI borrowed from the Indiana Common School Fund to fund its charter school operations and costs associated with enrollment growth. Loan repayments, including interest, are deducted monthly from state public tuition receipts. The outstanding balance on the loans from the Indiana Common School Fund was \$2,144,792 and \$864,878 at January 1, 2011 and January 2, 2010, respectively. In 2009, the Indiana legislature enacted a moratorium on repayments of Common School Fund loans by charter schools for two years. Accordingly, GEI elected to suspend its loan repayments. Interest on the loans continues to accrue during the moratorium. The 2011 Indiana legislative session has proposed a charter school bill that would, among other things, cancel the interest due on all Common School Fund growth loans. Goodwill's management is unable to determine whether the proposed legislation will be enacted. Details of the borrowings from the Indiana Common School Fund are as follows:

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6. BONDS, NOTES AND CAPITAL LEASES PAYABLE, CONTINUED

Indianapolis Metropolitan High School

<u>Year of Issuance</u>	<u>Original Borrowing</u>	<u>Interest Rate</u>	<u>Term of Loan</u>	<u>Amount Outstanding as of January 1, 2011</u>
2004	\$453,020	4%	20 years	\$362,416
2005	\$305,111	4%	20 years	\$268,235
2006	\$260,253	4%	20 years	\$234,227
2010	\$381,744	1%	3 years	\$381,744

Excel Center

<u>Year of Issuance</u>	<u>Original Borrowing</u>	<u>Interest Rate</u>	<u>Term of Loan</u>	<u>Amount Outstanding as of January 1, 2011</u>
2010	\$898,170	4%	20 years	\$898,170

- e. In prior years, Goodwill leased computers and related equipment through capital leases. The leases have varying expiration dates through 2012. The principal balance of the lease obligations at January 1, 2011 and January 2, 2010 was \$25,013 and \$103,608, respectively. The leases include interest at an average annual rate of 7%.
- f. Total interest expense on the line of credit and long-term debt for the years ended January 1, 2011 and January 2, 2010 was \$340,746 and \$395,750, respectively.
- g. Goodwill is party to an interest rate swap in order to manage interest rate risk on a portion of its bond debt, the notional amount of which was \$6,467,500 at January 1, 2011. The swap agreement provides for Goodwill to pay a fixed interest rate of 3.85% for ten years in exchange for the underlying floating interest rate. At January 1, 2011 and January 2, 2010, the swap had a negative fair value of \$654,678 and \$563,790, respectively. The fair value of the swap is included in other long-term liabilities on the statement of financial position, and the change in fair value from 2009 to 2010 is recorded as a loss on interest rate swap hedge on the statement of activities. The fair value of the swap is based on quoted replacement swap rates in effect at the valuation date. The replacement rate utilized in the valuation at January 1, 2011 was approximately 1.08%.

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6. BONDS, NOTES AND CAPITAL LEASES PAYABLE, CONTINUED

h. The aggregate maturities of long-term debt are as follows for the following fiscal years:

2011	\$	1,271,233
2012		1,281,588
2013		1,263,076
2014		1,135,828
2015		785,828
Thereafter		<u>8,509,367</u>
	\$	<u>14,246,920</u>

7. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are generated primarily through private grants and are available for the following purposes:

	January 1, <u>2011</u>	January 2, <u>2010</u>
Youth education and training	\$ 22,643	\$ 229,388
Other workforce development initiatives	<u>-</u>	<u>8,778</u>
	<u>\$ 22,643</u>	<u>\$ 238,166</u>

8. LEASE OBLIGATIONS

Goodwill leases 30 retail stores and six other buildings used in operations. The lease agreements have terms of up to 12 years from the lease commencement date, and certain leases have one or more renewal options for up to an additional five years per option. Aggregate rental expense for the years ended January 1, 2011 and January 2, 2010, including common area maintenance charges, totaled \$7,914,604 and \$6,646,746, respectively. Four of Goodwill's retail store leases contain a right of first refusal. This right provides Goodwill an option to purchase the store at fair market value if the landlord has a bona fide offer from a third party. Fair market value is the price offered by a third party in an arms-length transaction. Goodwill's management cannot determine if it would elect to purchase any of the stores for which it has a right of first refusal.

Goodwill leases computers and office equipment. The computer lease agreements expired in 2009. The office equipment lease agreement expires in 2014. Rent expense under these leases was \$66,044 and \$13,957 for the years ended January 1, 2011 and January 2, 2010, respectively.

Goodwill leases vehicles, equipment and drivers used in operations. The leases expire in February 2014. Fixed lease costs are \$7,404 weekly, and variable costs are \$0.1586 per mile driven. Labor rates for drivers vary from \$19.41 to \$21.09 per straight-time hour. Goodwill's expense under these leases was \$943,088 and \$1,103,146 for the years ended January 1, 2011 and January 2, 2010, respectively.

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8. LEASE OBLIGATIONS, CONTINUED

Future minimum rental payments required under operating leases that have initial or remaining lease terms as of January 1, 2011 are as follows for the fiscal years ending:

2011	\$	7,644,090
2012		7,695,467
2013		7,701,937
2014		7,007,807
2015		6,691,008
Thereafter		<u>21,623,016</u>
	\$	<u>58,363,325</u>

9. RETIREMENT PLAN

Goodwill maintains a discretionary thrift plan which allows eligible employees to contribute up to 15% of pre-tax gross income, subject to certain IRS limitations. Goodwill matches 100% of eligible employees' pre-tax contributions up to 3% of gross income, and 50% of the next 3% of gross income. Goodwill may also make additional discretionary contributions to the plan. Employer matching contributions vest after three years or in the event of death or disability. Employer discretionary contributions vest after five years or in the event of death or disability. Goodwill's expense relating to contributions to the thrift plan for the fiscal years ended January 1, 2011 and January 2, 2010 was \$1,234,248 and \$1,066,196, respectively.

10. RELATED PARTY TRANSACTIONS

Goodwill Industries Foundation of Central Indiana, Inc. (the "Foundation") has common management with Goodwill and provides grant support for Goodwill and GEI. The accompanying financial statements of Goodwill have not been consolidated with those of the Foundation due to less than a majority voting interest and lack of controlling financial interest between the two organizations. At December 31, 2010 and 2009, the Foundation had net assets of \$24.1 million and \$21.1 million, respectively, consisting primarily of equity mutual fund investments and alternative investments consisting of private equity and natural resource funds. For the years ended January 1, 2011 and January 2, 2010, the Foundation granted to Goodwill \$349,232 and \$2,113,554, respectively, which is included in "support" on the statement of activities. The Foundation also reimburses Goodwill for certain fundraising expenses and pays Goodwill a management fee. This reimbursement and management fee totaled \$327,589 and \$438,040 for the years ended January 1, 2011 and January 2, 2010, respectively. Included in other receivables at January 1, 2011 and January 2, 2010 is \$58,120 and \$1,210,574, respectively, due from the Foundation for grants receivable from the Foundation, reimbursement of fundraising expenses incurred by Goodwill and expenses of the Foundation paid by Goodwill.

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11. FUTURE GRANT AUDITS

Under the terms of federal grants awarded to Goodwill, periodic audits are required and certain costs may be challenged as to allowability under the terms of the grants. Such audits could lead to reimbursement to the grantor. Management believes the likelihood that material costs incurred by Goodwill will be disallowed is remote.

12. SELF INSURANCE

Goodwill self insures for employee and dependent medical benefits up to a per-individual annual maximum of \$100,000, and an aggregate maximum of approximately \$6.6 million. Goodwill purchases reinsurance which pays individual claims that exceed \$100,000 per year, up to a per individual maximum of \$2 million, and up to \$1 million beyond the aggregate self-insured maximum. The reinsurer reviews claims annually and upon renewal of the reinsurance policy each year may establish higher specific maximums on selected individuals with high claims risks. Goodwill purchases claims administration services from a third party administrator. Self insured medical expenses and related administrative costs were \$5,574,081 and \$6,395,234 for the years ended January 1, 2011 and January 2, 2010, respectively. Goodwill maintains an estimated liability for incurred but not reported medical claims based on average claim costs and claims processing lag times. At January 1, 2011 and January 2, 2010, the estimated liability was \$779,171 and \$702,754, respectively, and is included in accrued liabilities on the statement of financial position.

13. FAIR VALUE MEASUREMENTS

Fair values measured on a recurring basis at January 1, 2011 are as follows:

	<u>Fair Value</u>	<u>Quoted Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
Fixed income mutual fund	\$ 4,775,593	\$ 4,775,593	\$ -	\$ -
Interest rate swap	\$ (654,678)	\$ -	\$ (654,678)	\$ -

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13. FAIR VALUE MEASUREMENTS, CONTINUED

Fair values measured on a recurring basis at January 2, 2010 are as follows:

	<u>Fair Value</u>	<u>Quoted Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
Fixed income mutual fund	\$ 3,671,533	\$ 3,671,533	\$ -	\$ -
Interest rate swap	\$ (563,790)	\$ -	\$ (563,790)	\$ -

Fair values for investments are determined by reference to readily available quoted market prices and other relevant information generated by market transactions. Fair value for the interest rate swap is determined by the prevailing one-month LIBOR rate at the valuation date.

14. SUBSEQUENT EVENTS

Subsequent to January 1, 2011, Goodwill entered into a five-year operating lease agreement for a new, smaller-format retail store, which will open in spring 2011. Under the lease agreement, Goodwill will make annual lease payments of \$52,860, plus its share of common area expenses. The lease contains two five-year extension options. Goodwill also entered a 10 year operating lease for a new store which will open in fall 2011. Under this agreement, Goodwill will make annual lease payments of \$182,325, plus common area expenses. The lease contains three five-year extension options. Goodwill's management cannot determine whether it will exercise any of its lease extension options.

Investment Disclosure

Not applicable.

Compensation Structure

INISchools receives compensation for its direct costs for providing administrative services to its twenty-five (25) network schools; these costs are both fixed and variable based on the number of students served by each school; these costs do not include other indirect costs incurred and absorbed by Goodwill Industries. Such total direct and indirect costs range from \$285,000 per year to \$385,000 per year.

Schools With Which Contracts Have Been Terminated

Not applicable.

Term Sheet



PROPOSAL & SERVICES AGREEMENT

Proposal

I. Background

The Indiana Network of Independent Schools (“INISchools”) provides high quality administrative services to its schools to allow school leaders to focus on instructional leadership and drive more financial resources into instruction.

INISchools supports school leaders through:

- Performance Management
- State Reporting and Compliance Management
- Financial System Management
- Special Education Management
- Other Customized Service Solutions

INISchools is affiliated with Goodwill Education Initiatives, Inc. and Goodwill Industries of Central Indiana, Inc. and operates under a nonprofit designation. INISchools’ mission is to support schools by providing administrative functions within a cost structure that maximizes the flow of revenue into the classroom.

INISchools has met with representatives of Alternatives in Education, Inc. (“AiE”). AiE is applying to the Mayor of the City of Indianapolis for two school charters designed to serve students within the Marion County Juvenile Detention Center and students who are serving active expulsions or who are at risk of expulsion. AiE seeks to serve this target student population at up to three sites: (1) Marion County Juvenile Detention Center (“MCJDC”) which will provide education services through the “Hillside Academy”, (2) a renovated school adjacent to the MCJDC which will serve students who seek a high school diploma and other certifications and who are not detained in the MCJDC, and (3) a separate location designed to offer students an educational experience with an emphasis on public safety which would result in a high school diploma, industry certifications and achievement of college and career readiness.

These students will be served through two separate charter schools.

Francis Marion Academy

The mission of the Francis Marion Academy is to motivate positive change in the lives of our city’s highest risk youth by providing them with the skills to be positive contributors to the community. The school is designed to provide students who have been in the juvenile justice system, have been expelled, or are at risk for expulsion with highly structured opportunities to



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complete high school and earn an industry recognized credential. For students who are detained at the MCJDC, Francis Marion Academy will work to provide youth with a continuum of educational services through its Hillside Academy Program to ensure that students do not experience a gap in their educations or lose educational ground while being detained at the MCJDC.

Francis Marion Academy is designed to ensure a seamless transition from the Hillside Academy located at the MCJDC to a more permanent educational setting that focuses on preparing students for life after high school. Whereas no other school in Marion County is open to students serving an active expulsion, Francis Marion Academy will accept all students, including students who are expelled. While enrolled at Francis Marion Academy, students will receive positive behavior support, gain life skills, work toward earning a high school diploma, and make progress toward earning an industry-recognized credential.

Public Safety Academy

The mission of the Public Safety Academy (PSA) is to honor those individuals who have fallen in service to our community, to develop a new generation of youth with an increased interest and focus on public safety and to make Indianapolis one of our nation's safest and most desirable cities.

PSA is a school focused on preparing students to be academically and professionally fit for careers in the public safety field. PSA's rich academic program will feature a standards-based curriculum with a focus on preparing students to successfully enter career paths or further study in the field of public safety upon graduation of high school. Although a portion of Francis Marion Academy's student body may become interested in a career in public safety and wish to enroll in PSA, the majority of PSA's student population will likely be students from traditional public and charter schools throughout Marion County.

AiE is seeking a time efficient and cost effective method of designing appropriate curricula and providing administrative functions to support these two schools. To this end, AiE has asked INISchools to propose the following services:

- Curriculum Design and Special Education Management
- Performance Management
- State Reporting and Compliance Management
- Financial System Management

INISchools is willing to propose further services at the direction of AiE.



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II. Scope of Proposed Work

INISchools will provide the following services to AiE pursuant to the terms outlined below (“Proposal”) and in the corresponding attachment(s).

Curricular Design and Special Education Management

INISchools will work with AiE to develop comprehensive curricula aligned with the needs of AiE’s student population.

This curricular development effort will yield a written curricular plan for both Francis Marion Academy and the Public Safety Academy. For Francis Marion Academy, INISchools will design a standards-based curricular path that incorporates timely student records acquisition, timely and accurate academic assessment, credit recovery strategies, life/behavior coaching and educational continuity. The goal of this curriculum development will be to ensure that students detained in the MCJDC and receiving education services at Hillside Academy receive targeted academic instruction that facilitates a successful academic transition back to a student’s original school or another school. If such transition is not available due to an active expulsion, or not desired because of student/parent choice, the curriculum should be designed to ensure a successful transition into the Francis Marion Academy on a diploma path. The curriculum designed for Francis Marion Academy provides an innovative pathway to earning Core 40 credits while acquiring work readiness skills, industry recognized certification(s), and dual credit options.

For the Public Safety Academy, the curricular design effort will engage AiE and its public safety partners to build an academic program that features a standards-based curriculum with a focus on preparing students to successfully enter career paths or further study in the field of public safety when they graduate from high school. This curriculum will feature Core 40 course instruction, with units and lesson plans mapped to Indiana Academic Standards. It will also feature effective college and career readiness components, as well as access to industry certifications.

INISchools will maintain up to date standards-based curriculum maps and lists of instructional resources for Francis Marion Academy and the Public Safety Academy. INISchools Office of Academics will work with the teaching staff at each school to develop unit plans of instruction and differentiated instructional plans to meet the needs of all students.

INISchools will work with AiE to develop a comprehensive assessment framework for both schools. This framework will include formative and summative curriculum based assessments



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that provide student progress monitoring data. INISchools will also support the development and implementation of this curricular plan through initial and continuing professional development of educational staff.

INISchools will work with AiE to design special education programs, processes and procedures that focus on, and adapt to, students detained in the MCJDC. This will begin with a data review of student level information. INISchools will also counsel AiE on how to best structure and staff the delivery of special education services per student Individual Education Plans (IEPs), in compliance with the Individuals with Disabilities Act (IDEA), how to structure vendor relationships, and how to ensure proper IEP documentation. INISchools will maintain student records, coordinate case conferences, and ensure that IEPs and transition plans are up to date and comply with all legal requirements.

INISchools will manage special education programming for Francis Marion Academy at both of its school sites. This will enable a smooth and seamless transitioning of IEPs and services when a student is released from the Hillside Academy following release from detention at MCJDC to continue education at Francis Marion Academy's main school site.

INISchools will also use the same development and management processes for special education services at the Public Safety Academy.

For both the Francis Marion Academy and the Public Safety Academy, INISchools will maintain this level of effort through annual professional development cycles, program evaluations, and future year planning sessions – creating a culture of continuous assessment and improvement.

Performance Management

INISchools will work with AiE as it selects its School Information System (SIS). INISchools will train AiE staff on how to use the SIS effectively to ensure prompt and accurate data entry and effective reporting.

INISchools will construct a data mapping framework between the SIS, any secondary data sources identified by AiE, and the INISchools data warehouse. This arrangement will permit nightly uploading of AiE's school data to the INISchools data warehouse and enable INISchools to merge and cross-tabulate the data and provide digital dashboards for AiE's schools. These constantly refreshed visualizations of progress will provide AiE with a real time understanding of school and student performance. It is expected that this will allow the School leadership team to track, act upon and manage performance indicators that are essential to the success of the school, its students and AiE's relationship with its authorizer.



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AiE will also have access to an INISchools Data Analyst, who will be available to support each AiE school.

To implement this relationship, INISchools and AiE will need to enter into a Data Sharing Agreement (see [Attachment A](#)).

Reporting and Compliance

INISchools will also design and manage a comprehensive state reporting and compliance system for AiE. This reporting and compliance system will support both the Francis Marion Academy and the Public Safety Academy and will include:

- Setting up a calendaring system for state, federal and, if needed, authorizer reports;
- STN App Center set up;
- DOE Online set up;
- Testing site set up;
- Setting up appropriate testing windows within the school calendar;
- Learning Connection set up;
- Title I report set up;
- Submission of reports and proper management of reporting sites;
- Training school staff regarding proper data input;
- Follow up at regular intervals with school staff; and
- Ongoing management and troubleshooting.

Financial System Management:

INISchools will provide full-service accounting services to AiE including:

- Processing of accounting documents
- Records management
- Grant management, including tracking grant expenses, preparation of reimbursement claims, and required reporting to grantor
- Management of payroll data (Payroll to be processed by payroll company)
- Reconciliation of bank accounts
- Preparation of financial reports required by management, Board of Directors, grantors, DOE, SBOA, and Authorizer.
- Attend monthly Board meetings (and present financial reports if desired)



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- Attend regularly scheduled meetings with school leaders to discuss current financial status
- Manage annual audit
- Prepare annual budget with input from school leaders
- Provide financial recommendations and guidance as needed

INISchools uses Blackbaud's The Financial Edge (FE) fund accounting software. This software is cloud-based and will allow appropriate school personnel view-only access to real-time financial reports. INISchools will be responsible for the setup and implementation of the accounting system.

III. **Cost.**

- Year One:
 - In the event AiE receives authorization to commence and then commences operations at Francis Marion's MCJDC site (Hillside Academy) for the 2014-15 school year, the cost of INISchools services shall be \$125,000, \$100,000 of which shall be payable in equal monthly installments of \$8,333.33 and the balance (\$25,000) payable to INISchools no later than August 1, 2016.
 - In the event AiE receives authorization for Francis Marion Academy to commence and then commences operations for the 2015-16 school year at both the main site and the MCJDC site, the cost of INISchools services shall be \$325,000, all of which shall be payable in equal monthly installments of \$27,083.33.
- Year Two:
 - In the event AiE receives authorization for Francis Marion Academy to commence operations for the 2015-16 school year at both the main site and the MCJDC site, the cost of INISchools services for Francis Marion Academy during the 2016-17 school year shall be an amount equivalent to the greater of 15% of revenue provided the school as a result of the September 2015 ADM count or (-----). This amount shall be payable in equal monthly installments..
 - In the event AiE receives authorization for the Public Safety Academy to commence operations for the 2016-17 school year the cost of INISchools services for Public Safety Academy during the 2016-17 school year shall be an amount equivalent to the greater of 15% of revenue provided the school as a result of the September 2016 ADM count or (-----). This amount shall be payable in equal monthly installments.



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- Year Three and thereafter: For either or both of Francis Marion Academy and Public Safety Academy, INISchools may adjust costs upward from prior year costs allocated to the schools upon a reasonable showing to AiE that the costs to INISchools have increased from the prior year, provided, however, that INISchools may not increase such costs charged to AiE by more than ten per cent (10%) per annum without an amendment to this Agreement.
- Any charges for services outside the scope of this Agreement will be approved by AiE prior to provision of additional services.
- For financial system management services AiE will be required to license Blackbaud's The Financial Edge (FE) fund accounting software and AiE shall be responsible for all charges related to that license.

IV. **Authentic Communication**. INISchools commits to being forthright with AiE in addressing service issues. INISchools can do this best if kept updated and informed in a timely fashion (via phone, e-mail, etc.) on organizational or systems issues. INISchools commits to be clear and direct when identifying concerns or issues.



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Services Agreement

This Agreement consists of the Proposal, this Services Agreement and the Data Sharing Agreement included as Attachment A ("Agreement"). The following terms and conditions shall apply to INISchools and Alternatives in Education, Inc. ("AiE").

- I. **Services Provided.** The services provided pursuant to this Agreement are those as described in the Proposal.
- II. **Term.** The Term of this Agreement shall commence on July 1, 2014 and continue until June 30, 2017. This Agreement shall renew automatically for additional one year terms unless either party sends written notice of termination which is received by the other party no later than April 1 of the then-current year. In the event of termination of this Agreement, the Data Sharing Agreement (Attachment A) shall also terminate simultaneously.
- III. **Fees.** The fees charged to AiE shall be those listed in item III of the Proposal. To the extent additional fees are required for work requested by AiE, INISchools will inform AiE of such fees and will not perform such work without the express written consent of AiE.
- IV. **Terms of Payment.** INISchools will invoice AiE on a monthly basis commencing July 1, 2014 in accordance with the payment provisions listed in Item II of the proposal. All invoices are due and payable to INISchools thirty (30) days following receipt by AiE. Invoices not paid within thirty (30) days may be assessed a late fee of up to 1.5% of the outstanding amount per month at the discretion of INISchools.
- V. **Confidential Information.**
 - a. General.
 - i. *Non-Use and Non-Disclosure; Duty of Care.* AiE hereby covenants and agrees that, except as expressly permitted by this Agreement, it will not at any time: (i) use Confidential Information (as defined below) of INISchools except as reasonably required to comply with the terms of this Agreement; or (ii) disclose Confidential Information of INISchools to any third party, without the prior written authorization of INISchools. Furthermore, AiE will at all times protect INISchools' Confidential Information with the same degree of care, but no less than a reasonable degree of care, as it treats or protects its own confidential information of a like nature.
 - ii. *Definition of Confidential Information.* The term "Confidential Information" will include all information not generally known to the public, and not readily ascertainable by proper means by outsiders, constituting or comprising private employee information, private student information, or other information generally deemed to be of a private or personal nature in which the general public has no right of access under applicable state law. Confidential Information includes the



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contents of this document. If AiE becomes legally required to disclose Confidential Information, or any part thereof, then AiE will give INISchools prompt notice of such requirement, cooperate with INISchools to the extent reasonable in taking legally available steps to narrow such required disclosure and disclose only that portion of the Confidential Information necessary to ensure compliance with such legal requirement. In the event of any breach or threatened breach of this provision, INISchools will be entitled to seek an injunction restraining AiE from using or disclosing such Confidential Information in addition to any other remedy, at law or equity, that may be available to the affected party.

- b. Privacy. Both parties will comply with all applicable privacy laws (including, without limit, the Federal Educational Rights and Privacy Act) as to confidential student information AiE provides to INISchools. Such information shall be subject to, and governed by, the terms and conditions of the Data Sharing Agreement which is incorporated by reference herein as Attachment A.

VI. Trademarks and Intellectual Property.

a. DEFINITIONS.

- i. “Intellectual Property” shall mean the following subsisting throughout the world at any time: (a) Patents; (b) Trademarks and all goodwill in the Trademarks; (c) copyrights, designs, data and database rights and registrations and applications for registration thereof, including moral rights of authors; (d) inventions, invention disclosures, statutory invention registrations, trade secrets and confidential business information, Know-How, product processes, procedures and techniques, specifications, research and development information, formulae, financial, marketing and business data, pricing and cost information, business and marketing plans and strategies and customer and supplier lists and information, whether patentable or nonpatentable, whether copyrightable or noncopyrightable and whether or not reduced to practice; and (e) other proprietary rights relating to any of the foregoing.
- ii. “Know-How” shall mean all proprietary knowledge, information, and expertise, whether or not covered by any patent, patent application or future patent application, copyright, trade secret, other industrial or Intellectual Property rights, or other operation of law, including without limitation ideas, concepts, inventions, discoveries, data, samples, designs, formulas, specifications, procedures, protocols, and testing.
- iii. “Licensed Content” shall mean (i) any and all Intellectual Property or Know How that INISchools makes available to AiE; and (ii) any associated metadata, Intellectual Property or other information specifically included or incorporated in the foregoing. Licensed Content shall include, without limitation, the “INISCHOOLS” trademark and related Trademarks, as well as dashboards, data tables, and other materials related to the INISchools Performance Management System.
- iv. “Patents” shall mean all patents, all filed or pending patent applications, patent disclosures, utility models, design registrations and certificates of invention and other governmental grants for the protection of inventions or industrial designs, including all related continuations, continuations-in-part, divisionals, reissues and reexaminations and foreign counterparts throughout the world.

- v. “Trademarks” means and includes all trademarks and service marks, trade names, trade dress, logos, symbols, proprietary indicia, Internet domain names, corporate names and doing business designations (and all translations, adaptations, derivations and combinations of the foregoing), whether registered, unregistered and/or under common law, and applications for registration of the foregoing, together with the goodwill associated therewith, throughout the world.
- b. LICENSE GRANT AND RESTRICTIONS. As of the Effective Date, and subject to the terms and conditions of this Agreement, INISchools hereby grants to AiE a non-transferable, non-sublicenseable and non-exclusive license to use, reproduce and display the Licensed Content solely in connection with its use of the INISchools Performance Management System in AiE’s schools. INISchools reserves the sole and exclusive right at its discretion to assert claims against third parties for infringement or misuse of its Intellectual Property. INISchools shall fund the costs of prosecuting such claims against third parties for infringement or misuse of its Intellectual Property, and AiE shall provide reasonable assistance to and cooperate with INISchools in connection therewith as may be necessary. If INISchools elects to initiate any action or proceeding in connection with the Licensed Content, it may do so in its own name alone or may elect to join AiE as a party. In the event that INISchools joins AiE as a party, AiE shall not object to such joinder, provided, however, INISchools shall indemnify and hold AiE harmless from and against any and all costs, expenses (including reasonable attorneys’ fees), and liabilities that AiE may incur in connection with such action or proceeding. AiE expressly agrees and acknowledges that INISchools retains any and all right, title and interest in all of INISchools’ Intellectual Property and other rights, including but not limited to the Licensed Content and INISchools’ Trademarks and all components thereof, and that AiE shall never directly or indirectly contest this ownership or the validity of INISchools’ Intellectual Property. AiE shall assist and cooperate with INISchools to perfect, enforce or acquire INISchools’ rights, titles and interests in INISchools’ Intellectual Property, and shall use its best efforts to protect INISchools’ Intellectual Property and to report promptly to INISchools any infringement of any of INISchools’ Intellectual Property of which it has become aware. The license granted herein is not intended to be (and shall not be construed as) an assignment, and nothing herein confers on AiE any right, title or interest in the Licensed Content other than the limited rights of usage in accordance with this Agreement.

- i. AiE shall at no charge to INISchools provide INISchools with samples, copies or pictures of any and all goods, packaging, documentation, manuals, advertising, marketing or other materials that bear any of the licensed Trademarks or that AiE intends to use or distribute in connection with the licensed Trademarks. AiE agrees that the quality of any goods and services with which it uses the licensed Trademarks shall be comparable to the quality of goods and services with which INISchools uses the licensed Trademarks.
- ii. In the event that (a) there is a claim or demand made against INISchools or AiE with respect to any Licensed Content, or (b) there is a determination in any court of competent jurisdiction or by any other governing authority that INISchools lacks any necessary rights to Intellectual Property included in the Licensed Content, or (c) INISchools reasonably believes that it may be unable to obtain or maintain the right to use Intellectual Property included in the Licensed Content, or (d) INISchools reasonably believes that the use of Intellectual Property included in the Licensed Content could subject INISchools or AiE to a claim for infringement or any other liability, INISchools may notify AiE in writing that it is terminating or modifying School's right to use the relevant Intellectual Property. In the event of such a notice of termination or modification, AiE shall be permitted a reasonable period of time, not to exceed thirty (30) days, to comply with such notice. AiE shall be solely responsible and liable for any claim, demand, penalty or damages arising from its continued use of any Intellectual Property after this period of time and shall indemnify and hold INISchools harmless from and against any and all costs, expenses (including reasonable attorneys' fees), and liabilities that INISchools might incur as a result of such continued use.

- c. ASSIGNMENT OF DERIVATIVE WORKS. INISchools' Intellectual Property developed during the course of this Agreement shall become Licensed Content and AiE shall acquire no rights thereto except for rights which AiE may enjoy pursuant to this Agreement. To the extent AiE asserts, or may assert, rights to Intellectual Property developed during this Agreement, AiE agrees to assign and hereby assigns to INISchools all Intellectual Property or other rights in any derivative works of, improvements in, or developments of the Licensed Content or other materials INISchools provides to AiE related to the INISchools Performance Management System. AiE agrees to include work-for-hire and assignment provisions in all employee or independent contractor contracts requiring individuals with access to the Licensed Content or other materials provided by INISchools related to the INISchools Performance Management System to assign all Intellectual Property or other rights in any derivative works of, improvements in, or developments of the Licensed Content or other materials INISchools provides to AiE related to the INISchools Performance Management System to INISchools. AiE and INISchools expressly agree that all derivative works, improvements and developments related to the Licensed Content or other materials INISchools provides to AiE related to the INISchools Performance Management System that are copyrightable subject matter will be "works made for hire" for the benefit of INISchools under applicable law. AiE waives any moral or attribution rights in any derivative works of, improvements in, or developments of the Licensed Content or other materials INISchools provides to AiE related to the INISchools Performance Management System. AiE waives and/or assigns to INISchools all Intellectual Property or other rights to non-student specific data, scores, assessments or other information developed, compiled, collected, transmitted, aggregated or created for AiE related to the INISchools Performance Management System or the services described herein.
- d. LIMITATION OF LIABILITY. In no event will INISchools' liability to AiE arising out of or related to this Agreement or the license or the Services provided hereunder, whether based on an action or claim in contract or tort or otherwise, including negligence, strict liability, or warranty, exceed the compensation INISchools receives for the license or the Services provided under this Agreement during the most-recent 12-month period. In no event will INISchools be liable to AiE for any indirect, incidental, special or consequential damages (including, without limitation, any damages arising from loss of use or lost business, revenue, profits, data or goodwill) arising out of or related to this Agreement or the license or the Services provided hereunder even if advised of the possibility of such damages.



PROPOSAL & SERVICES AGREEMENT

INISCHOOLS REPRESENTS AND WARRANTS THAT THE SERVICES WILL BE PERFORMED IN A WORKMANLIKE MANNER. EXCEPT AS EXPRESSLY PROVIDED FOR IN THIS SECTION, INISCHOOLS DOES NOT MAKE ANY WARRANTY, EXPRESSED OR IMPLIED, WITH RESPECT TO THE SERVICES OR ANY GOODS PROVIDED UNDER THIS AGREEMENT, INCLUDING, WITHOUT LIMITATION, ANY IMPLIED WARRANTY OF MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE, OR TITLE, ALL OF WHICH ARE EXPRESSLY DISCLAIMED.

THE LICENSED CONTENT IS PROVIDED "AS IS" WITHOUT WARRANTY OF ANY KIND, AND INISCHOOLS DISCLAIMS ANY REPRESENTATIONS OR WARRANTIES, WHETHER EXPRESS, IMPLIED, STATUTORY OR OTHERWISE, WITH RESPECT TO THE LICENSED CONTENT, INCLUDING, WITHOUT LIMITATION, ANY WARRANTY OF MERCHANTABILITY, NONINFRINGEMENT, OR FITNESS FOR A PARTICULAR PURPOSE.

- VII. Termination.** Either party may terminate this Agreement with or without cause upon thirty (30) days' written notice. Termination notice shall not affect AiE's liability for payment of invoiced fees or other charges already incurred prior to the effective date of the termination.
- VIII. Status of INISchools.** INISchools is an independent contractor of AiE and all employees or staff of INISchools shall be considered INISchools staff or agents. As an independent contractor, INISchools assumes no liability for the functions which are ultimately the responsibility of AiE, including but not limited to academic performance, performance relative to a system of accountability between AiE and the State of Indiana or AiE's authorizer(s), financial performance and diligence, and any other matters related to the duty of care required of a school board.
- IX. Human Resources.** Neither party may hire an employee of the other party without the prior express written consent of the other until twelve (12) months following the expiration or earlier termination of this Agreement and any renewals thereto.
- X. Non-waiver and Severability.** The failure of either party to insist in any one or more instances upon performance of any of the provisions of this Agreement or to pursue their rights hereunder shall not be construed as a waiver of any such provisions or the relinquishment of any such rights. The invalidity of any section, subsection, clause or provision of this Agreement shall not affect the validity of the remaining sections, subsections, clauses or provisions of this Agreement.
- XI. Governing Law and Choice of Forum.** In the event of any dispute hereunder, the laws of the State of Indiana shall govern the validity, performance, enforcement, interpretation and any other aspect of this Agreement. The parties expressly agree that any and all actions

concerning any dispute arising under this Agreement shall be filed and maintained only in a state or federal court of competent jurisdiction sitting in the State of Indiana. The parties consent to the personal jurisdiction of and venue in such courts and waive any right to object to personal jurisdiction or venue in the future.

XII. Entire Agreement. This Agreement contains the entire agreement of the parties hereto with respect to the subject matter hereof and shall be deemed to supersede all prior agreements, whether written or oral, and the terms and provisions of any such prior agreement shall be deemed to have been merged into this Agreement. The headings of the sections of this Agreement are for convenience of reference only and shall not affect the meaning or interpretation of this Agreement in any way.

XIII. Order of Precedence; Incorporation by Reference

Any inconsistency or ambiguity in this Agreement shall be resolved by giving precedence in the following order: (1) this Agreement, (2) the Proposal (3) attachments prepared by INISchools, including Attachment A and (4) attachments prepared by AiE. All of the foregoing and all attachments, and all documents referred to in this paragraph are hereby incorporated fully by reference.



PROPOSAL & SERVICES AGREEMENT

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed on the year and date indicated, with the effective date being the date of the most recent signature.

Indiana Network of Independent Schools, LLC

Alternatives in Education, Inc.

By: _____

By: _____

Date: **March** ____, **2014**

Date: _____

DRAFT

Assurances

INIschools provides the following assurances:

- Francis Marion Academy and PSA are structurally independent of INIschools and GEI and Francis Marion Academy and PSA, through their board, shall have exclusive authority to set and approve school policies.
- Francis Marion Academy, PSA, and INIschools are represented by separate, independent legal counsel and any agreement between INIschools and Francis Marion Academy or PSA shall be the product of arms length negotiations.

Assurances

Assurances Form

This form must be signed by a duly authorized representative of the applicant and submitted with the Full Application. An application will be considered incomplete if it is not accompanied by the Assurances Form signed by an authorized individual.

As the authorized representative of the applicant, I hereby certify that the information submitted in this application for a charter for [insert name of school] to be located at [insert location] is true to the best of my knowledge and belief; and further I understand that, if awarded a charter, the school:

1. Will submit attendance records, student performance data, financial information, any information necessary to comply with state and federal government requirements, and any other information specified in the charter to the Mayor's Office, IC 20-20-8-3 and relevant sections of IC 20-24
2. Will participate in the Indiana State Teachers' Retirement Fund in accordance with IC 21-6.1 and the Public Employees Retirement Fund in accordance with IC 5-10.3, IC 20-5.5-6-7, and/or another comparable and appropriate pension or retirement fund approved by the Mayor's Office.
3. Will at all times maintain all necessary and appropriate insurance coverage
4. Will adhere to all provisions of federal law relating to students with disabilities, including the IDEA, section 504 of the Rehabilitation Act of 1974, and Title II of the Americans with Disabilities Act of 1990, that are applicable to it.
5. Will be non-religious in its programs, admissions policies, governance, employment practices and all other operations, and its curriculum will be completely secular.
6. Will adhere to all provisions of federal law relating to students who are limited English proficient (LEP), including Title VI of the Civil Rights Act of 1964 and the Equal Educational Opportunities Act of 1974, that are applicable to it.
7. Will follow any and all other federal, state, and local laws and regulations that pertain to the applicant or the operation of the charter school including Indiana Charter Schools Law as described in all relevant sections of IC 20-24
8. Will ensure that a student's records, and, if applicable, a student's individualized education program as defined at 20 U.S.C. 1401(14) of the *Individuals with Disabilities Education Act*, will follow the student, in accordance with applicable federal and state law.
9. Will understand that the Office of Education Innovation (OEI) may revoke the charter if OEI deems that the recipient is not fulfilling the academic, fiscal, and/or governance responsibilities outlined in the charter.

Clark Rogers
Authorized Representative's Signature

3/18/14
Date

Richard A. Hite, Chief of Police
50 North Alabama Street
Indianapolis, Indiana 46204



**Indianapolis Metropolitan
Police Department
City of Indianapolis**

Brandon Brown
Director of Charter Schools
Office of Education Innovation
Office of the Mayor of Indianapolis

Dear Mr. Brown:

I am writing in support of the prospectus and application of the Francis Marion Academy and Public Safety Academy ("PSA") which has been submitted to the Office of Education Innovation of the Indianapolis Mayor. This effort will be led by Alternatives in Education, Inc. which is governed by a diverse group of board members who actively work with youth in the juvenile courts, juvenile detention and residential settings, and public schools.

The Francis Marion Academy seeks to serve the city's highest-risk youth, namely students involved in the juvenile justice system or those serving active expulsions or who are at-risk of expulsion. This school will work with its partners in the juvenile justice system to provide a highly-structured environment, a rich standards-based curriculum and other behavioral and career supports to help students earn a high school diploma and an industry-recognized credential. The Francis Marion Academy will not only provide a point of referral for students exiting the juvenile court system or serving active expulsion - a resource currently absent within the city of Indianapolis - but also will permit area schools to refer at-risk students whose behavioral issues may be disrupting their home school's educational environment. This alternative to expulsion will provide individual students with the opportunity to benefit from an intense level of support and structure, while allowing schools to address behavioral issues without inhibiting the overall academic progress of their student bodies.

PSA's aim is to promote and prepare students for careers in the public safety field. The target students of the PSA may align with those students performing at Francis Marion Academy and in search of a more defined career path as they pursue a high school diploma. However, the PSA, through its robust partnerships with law enforcement and other public safety agencies, will attract a broader range of students from Central Indiana who seek to learn from and partner with members of the public safety sector in a positive, enriching manner and environment.

We fully support the missions of the Francis Marion Academy and PSA and recognize our partnership will not only be mutually beneficial, but also an asset to the Indianapolis community in general. As such, we are committed to working alongside Alternatives in Education to ensure that the students in its schools have every opportunity to pursue a productive educational and career path that helps Indianapolis to build a more productive and safe community.

Sincerely,


(East District Commander)



March 21, 2014

Brandon Brown
Director of Charter Schools
Office of Education Innovation
Office of the Mayor of Indianapolis

Dear Mr. Brown:

The Indiana Youth Institute endorses the development and implementation of the proposed Francis Marion Academy and Public Safety Academy through IYI's agreement to serve as a resource of professional development and technical assistance to these schools.

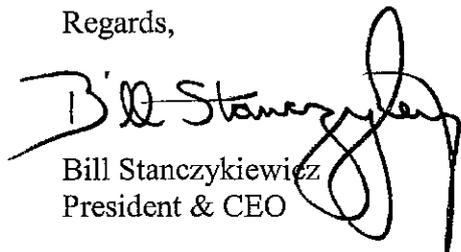
The concept behind these charter schools is consistent with the emerging state and national emphasis on the development of alternatives for juvenile offenders and delinquents. While justice requires penalty for both crime and delinquency, research and practice are demonstrating that alternatives to traditional detention and incarceration can lead to true restoration for both the offender and the victim.

These proposed charter schools are tailored to that alternative strategy, providing juvenile offenders and delinquents with educational opportunities designed for their specific needs and circumstances. Improving the academic attainment of these youth would be a significant step toward helping these adolescents move their lives in a positive direction, and these charter schools would play a central role in this healthy youth development.

The Indiana Youth Institute has been invited by Goodwill Industries to provide IYI's unique professional development and capacity-building services to these schools, their board members and their staff members. IYI's annual conferences, regional trainings, webinars, professional development grants and consulting services will be made available to strengthen the efforts of these charter schools.

Thank you for your consideration of this information as you review and assess the charter school applications of the Francis Marion Academy and the Public Safety Academy.

Regards,


Bill Stanczykiewicz
President & CEO



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Southeast Field Office (800) 495-3219 • Southwest Field Office (866) 426-6558