Prospectus Charter Application

PURDUE POLYTECHNIC INDIANAPOLIS HIGH SCHOOL

A charter school proposed by Purdue University

Presented to: Mayor Greg Ballard, Indianapolis, Indiana

September 2015

PURDUE UNIVERSITY

Purdue Polytechnic Institute

COLLEGE OF TECHNOLOGY

CHARTER APPLICANT INFORMATION SHEET

Name of Proposed Charter School: Purdue Polytechnic Indianapolis High School

Proposed School Address (if known): TBD

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

Legal Name of Group Applying for the Charter: Purdue Polytechnic High School of Indianapolis, Inc.

Applicant's Designated Representative: Dr. Gary Bertoline

Address: Knoy Hall, Room 469
Purdue University
401 N. Grant Street

City: West Lafayette

State: Indiana

Zip code: 47907

Daytime telephone: 765-494-2552

E-mail address: bertoline@purdue.edu

The proposed school will open in the fall of school year: 2017

Proposed Grade Levels & Total Student Enrollment

	School Year	Grade Levels	Maximum Student Enrollment
First Year	2017-18	9	150
Second Year	2018-19	9-10	300
Third Year	2019-20	9-11	420
Fourth Year	2020-21	9-12	540
Fifth Year	2021-22	9-12	540
Sixth Year	2022-23	9-12	540
Seventh Year	2023-24	9-12	540
Maximum	2024-25	9-12	540

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?
Purdue Polytechnic High School of Indianapolis, 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 for the effective operation of the school.

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

Table of Contents

Charter Applicant Information Sheet ii
Executive Summary vi
Narrative 1
I. Vision 1
A. Mission 1
B. Need 1
C. Goals 5
II. Educational Services Provided 6
A. Educational Model 6
B. Curriculum 15
C. Assessment 24
III. Organizational Viability and Effectiveness 28
A. Enrollment/Demand 28
B. Governance and Management 30
C. Community Partnerships 43
D. Budget and Financial Matters 44
E. Facility 44
F. Transportation 45
Attachments 46
A. Performance Goals 47
B. Memorandum of Understanding 53
C. Career Readiness Rubric 56
D. School Discipline Policy 57
E. School Calendar 60
F. Sample Plans of Study 62
G. Sample DBL Unit 69
H. Sample Mathematics Curriculum Map 74
I. Sample Chemistry Unit 82
J. Job Descriptions 93
K. Letters of Support 99
L. Insurance Estimate 108
Governance Documentation 110
Articles of Incorporation 111
Bylaws 122

501c3 Tax Exemption 136
Leadership Information 138
Education Service Provider Questionnaire 176
Assurances..... 332

EXECUTIVE SUMMARY

Introducing the Purdue Polytechnic Indianapolis High School

The Purdue Polytechnic Indianapolis High School will help close the educational gap for many Indianapolis students. The mission of Purdue Polytechnic Indianapolis High School is to provide a rich integrated learning environment for students that paves the way towards lifelong success by providing them a hands-on, STEM-focused education and teaching them the skills and knowledge needed to earn a living wage throughout their careers and admission to a post-secondary institution if they choose. The flagship Purdue Polytechnic Indianapolis High School will develop a new generation of skilled talent by seamlessly transitioning students from high school and post-secondary education to high-wage, high-demand jobs. This will be accomplished by creating rigorous STEM-based curricula with Purdue University faculty and industry input, which are delivered through an integrated hands-on learning environment.

Now, more than ever, the need is great to deliver more innovative learning experiences and provide opportunities to high school students who have STEM capabilities but might not have access to tailored programs to ensure their success. Purdue Polytechnic Indianapolis High School is a unique solution that will cater specifically to these students and help them emerge with the knowledge and skills needed for personal, professional and community success.

The Purdue Polytechnic Indianapolis High School will be unlike any educational experience offered in Indiana and potentially, the nation. The rigorous curricula and learning environment are built on strong industry relationships, an innovative partnership with Purdue University and a goal to ensure a diverse student body succeeds in the 21st Century economy.

The Purdue Polytechnic Indianapolis High School will be a new charter school, and specifically designed to develop a new generation of skilled talent by seamlessly transitioning students from high school and postsecondary education to high-wage, high-demand jobs.

Graduates will emerge in four years from Purdue Polytechnic Indianapolis High School with skills to meet the evolving needs of industry, and with dual credits for continued postsecondary education, industry-recognized credentials or mastery in a defined high-tech pathway. This high school also provides successful students a direct pathway to Purdue University for further education and skills mastery.

Industry plays an important role in curricula development; curricula will be informed by industry, align with industry needs and result in a robust pipeline of skilled, ready-to-work talent.

The Student Experience

Students will enter the Purdue Polytechnic Indianapolis High School with a supportive learning community dedicated to assisting at different levels of high school readiness for the intensive curricula the school will offer. Extensive tutoring, mentoring and remediation supports will be in place and could include extended school days or summer bridge programs.

The first two years of high school education will encompass the best practices in STEM-focused schools nationally. Only after students demonstrate mastery will they advance through a defined

pathway in areas of focus that could include advanced manufacturing, supply chain and logistics, and computer and information technology.

Learning in the 9th and 10th grades will be problem/design-based and focused on science, technology, engineering and mathematics with a connection between those subjects and real-world challenges. Students will learn first-hand about STEM careers through work-based learning and internship opportunities.

Following an exit capstone, students entering 11th grade will select a specific pathway, putting them on track to master skills, earn college credits and industry credentials. Students will be afforded the opportunity to learn in the high school classroom, in cohorts on the Purdue University campus and in the workplace. In the 12th grade, students will complete an internship of their selection within their chosen pathway.

At the same time, Purdue will provide programs that help students' transition from high school to college and college-level courses. Purdue faculty will be invested in the student experience throughout the educational continuum – teaching in the classroom, providing professional development to certify high school teachers to teach dual credit courses and supporting students as they reach college.

Partnerships at Work

The Purdue Polytechnic Indianapolis High School is a multi-dimensional partnership model. It's a blending of K-12 and post-secondary education with an infusion of industry leadership and participation. Purdue University and industry partners and the community will be engaged and invested in many aspects of the polytechnic model.

Industry's role will be vital, working in partnership with Purdue to continuously develop the academic model, and define and refine the competencies students must master to succeed in the 21st Century economy. While Purdue professors and high school teachers certified to teach dual credit courses will deliver classroom instruction, industry will provide learning experiences to students through internships or other work-based learning opportunities and field trips, serving as mentors and helping students learn outside the classroom.

Building the future workforce is a priority for the continued success of our region and our students. The polytechnic approach gets us one step closer to bringing all the essential ingredients together for student, community and industry success.

Narrative

I. Vision

The mission of Purdue Polytechnic Indianapolis High School is to provide a richly integrated learning environment for students that paves the way towards lifelong success by providing them a hands-on, STEM-focused education and teaching them the skills and knowledge needed to earn a living wage throughout their careers or admission to a post-secondary institution if they choose.

A. Mission

The mission of Purdue Polytechnic Indianapolis High School is to provide a richly integrated learning environment for students that paves the way towards lifelong success by providing them a hands-on, STEM-focused education and teaching them the skills and knowledge needed to earn a living wage throughout their careers or admission to a post-secondary institution if they choose.

The flagship Purdue Polytechnic Indianapolis High School will develop a new generation of skilled talent by seamlessly transitioning students from high school and post-secondary education to high-wage, high-demand jobs. This will be accomplished by creating rigorous STEM-based curricula with Purdue University faculty and industry input, which are delivered through an integrated hands-on learning environment.

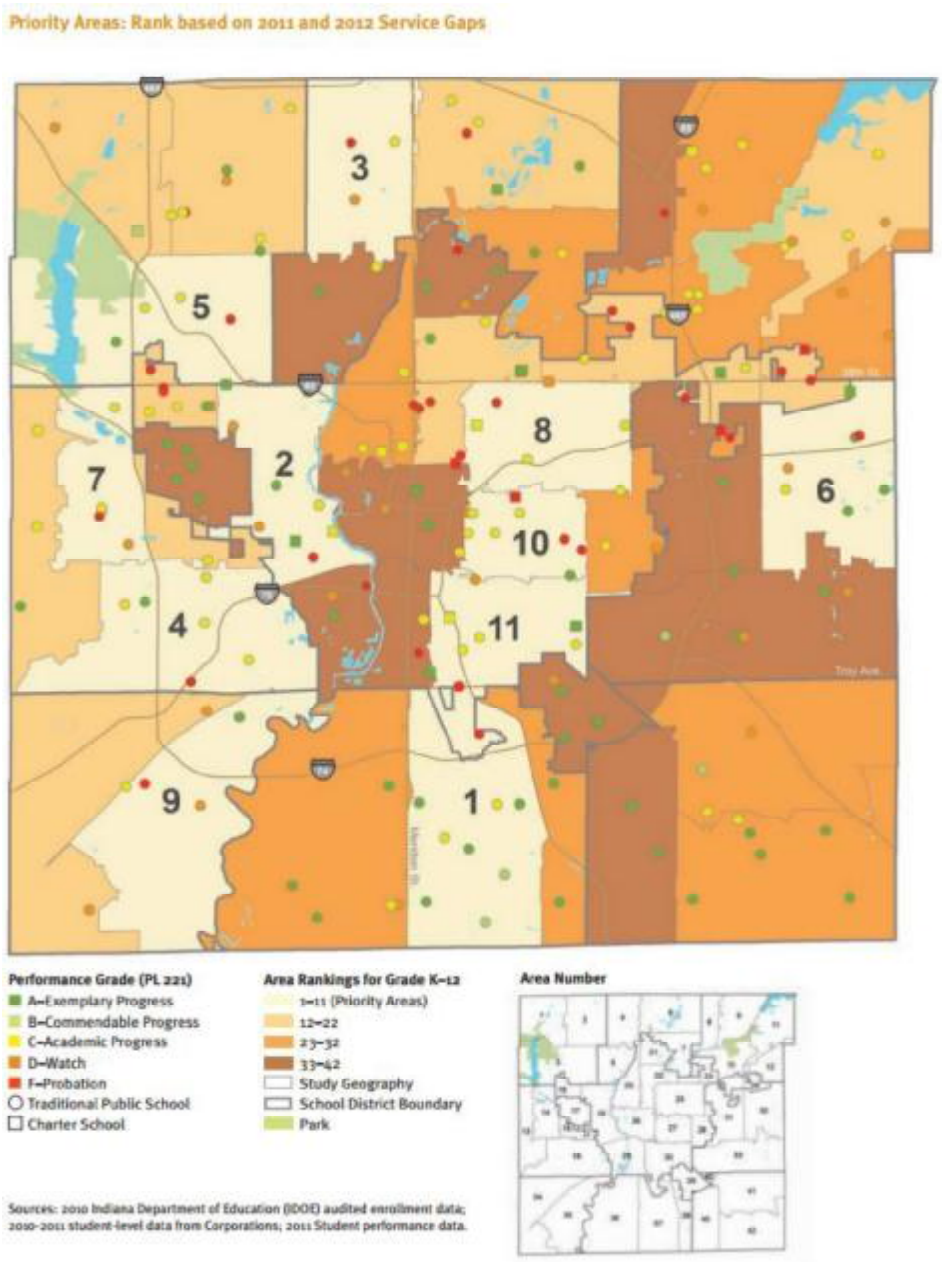
B. Need

Purdue Polytechnic Indianapolis High school intends to target Indianapolis's middle 50% of students who are interested in STEM and have STEM capabilities, but might not have access to tailored programs to ensure their success. In other words, the school is hoping to enroll the typical, average student. These are likely the non-magnet school Indianapolis Public Schools (IPS) students who are not headed in an AP or IB trajectory, but are otherwise planning to earn a Core 40 diploma. Often, the top 25% of students are provided with many educational opportunities to set them up for success in high school and beyond and the bottom 25% of students are provided with a number of supports and services to help them reach their maximum potential. It is the remaining 50% of students that have difficulty accessing academic programs where they can become successful during high

> *"Two basic objectives [of Purdue Polytechnic] are to offer an alternative learning environment designed to better prepare students for today's workplace, and to increase significantly the unacceptable low number of Indianapolis Public Schools students who are qualified to succeed at Purdue."* –Mitch Daniels, President of Purdue University

school and be well-prepared for life after high school – whether that is moving on to post-secondary education or directly into a job with growth potential.

There is a strong need for additional high quality schools in Indianapolis. 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. In order to have the biggest impact, IFF identified 11 priority areas of the city, or geographical areas where the city should focus its resources. These 11 priority areas are depicted in the map to the left.



Purdue Polytechnic Indianapolis High School will provide Indianapolis students a much needed high quality school option, helping to increase the number of students who have access to a high quality seat.

Beyond the need for a new, quality school option in Indianapolis, the need for Purdue Polytechnic Indianapolis High School is two-fold: many Indianapolis students are currently ill-prepared for college success

and current projections indicate that today's youth will not have the skills needed in high-wage, high-demand careers.

Now more than ever, the need is great to deliver more innovative learning experiences and provide opportunities to high school students who have STEM capabilities but may not have access to tailored programs to ensure their success. This is particularly true for low-income and minority students in Indianapolis. As such, Purdue Polytechnic Indianapolis High School is targeting the middle 50% of Indianapolis students, who are generally largely overlooked for tapping into their post-secondary potential. Although Purdue Polytechnic Indianapolis High School is not intended to be a college preparatory high school, its goal is for students to graduate prepared to matriculate to Purdue or another college or directly into the workforce.

Preparing Students for Postsecondary Success

Purdue University and Marion County leaders share a common concern: the unacceptably small number of Indianapolis low-income and minority students who have the opportunity to succeed in college. Among the 48,000 Indiana high school graduates in 2014 who took the SAT, only 101 college-bound African Americans and 156 Latinos have SAT scores and GPAs on the range of the average Purdue freshman.[1] Even more startling, among that same set of graduates, only 7 college-bound African Americans and 16 Latinos had SAT scores and high school GPAs that would place them in the top 15% of Purdue freshmen. IPS high school SAT scores alone paint a compelling picture of how ill-prepared this student population is to pursue a college education. According to the Indiana Department of Education, SAT scores for the 2012 IPS high school graduates were significantly below the national average and College Board's college readiness benchmark.[2] On average, IPS students scored 1265 (on a 2400 scale) – more than 200 points below the national average of 1498 and nearly 300 points below the College Readiness Benchmark (1550) which predicts a 65 percent probability of obtaining a first year college GPA of B- or higher, which in turn is associated with a high likelihood of college success.

Of those students who do indicate that they are ready for college, far too few students are entering baccalaureate and sub-baccalaureate programs in technical fields that are related to our region's key economic drivers: manufacturing; alternative energy; life sciences; technology; health care; transportation and logistics; and advanced manufacturing. Even fewer students who enter technical fields of postsecondary education actually complete a degree or credential.

Purdue Polytechnic Indianapolis High School is undoubtedly one way to increase the number of Indianapolis students who are prepared for college and beyond and help close the educational gap for many Indianapolis students. The high school brings relevant and proven polytechnic education directly to students in Marion County. It will provide new learning experiences and fill a gap for students who have STEM capabilities, but have no access to tailored programs to ensure their success. Students will be immersed in hands-on, design-based learning

[1] Source: College Board's Enrollment Planning Service

[2] Source: Indiana Department of Education and College Board SAT 2012 College-Bound Seniors Total Group Profile Report

experiences – all aimed at promoting achievement in post-secondary education and joining the workforce of the 21st Century.

Preparing Students for High Demand Careers

As a nation we need to expand our intellectual capital to meet the current demand for talented employees. The need in Indiana is no different, and has been the focus of both city and state leaders to align education with industry needs.

There exists a large gap in the number of technical jobs available in Central Indiana and the number of residents who possess the skills that employers require. This gap is only predicted to grow. A report by Hire Up Indy predicts that by 2025, "there will be a net new 51,500 technical job openings but not enough skilled talent to fill those jobs."[3] Furthermore, too few people are pursuing and completing postsecondary degrees that offer technical talent. Trends show that those graduates of leading technical education programs are more likely to pursue employment outside of the state. All of these factors indicate that 45% of those technical job openings will go unfilled – hindering Central Indiana's economy and also leaving large numbers of people missing out on opportunities in high-demand, high-wage careers. There is clearly a high need to prepare students for these technical jobs – most of which provide significantly higher than average wages. And the need is greatest in STEM, which will grow our region's economy and provide youth with the best opportunity for personal success. Unfortunately, Indianapolis' current education trends suggest that without improvements to the educational system, these shortages will continue for at least the next 15 years[4].

In addition to technical skills, employers have indicated that prospective employees with "common employability" skills (adaptability, interpersonal and communication skills, critical thinking, problem solving, and professionalism) are often difficult to find[5]. Purdue Polytechnic Indianapolis High School is designed so that students will be prepared for in-demand, high-wage jobs – this preparation includes providing students with both technical skills as well as common employability skills. The school will allow students to look forward to earning living wages and benefits that will allow them to achieve economic self sufficiency upon successful completion of the academic program and to earn a credential in their chosen career pathway. According to wage data from the Indiana Department of Workforce Development (IDWD), STEM careers provide employees with better-than-average wages. For example, on average, occupations in manufacturing earn $55,400 annually[6], and occupations in the IT, engineering,

---

[3] Source: http://www.hireupindy.org/

[4] Indiana Skills2Compete Coalition. (2010). *Indiana's forgotten middle-skill jobs: Meeting the demands of a 21st century economy*. Retrieved from http://mpcms.blob.core.windows.net/6864e884-8313-4d1f-97b8-696c824cfd60/docs/8d159b16-702d-4051-939f-631d69a11129/in-forgotten-ms-jobs.pdf(Indiana Skills2Compete, 2010)

[5] Indiana Career Council. (2013, December). *Indiana a state that works; Progress report to the Indiana Legislative Council; December 1, 2013 report*. Retrieved from http://www.in.gov/icc/files/Indiana_Career_Council_Progress_Report-Final.pdf

[6] Indiana Department of Workforce Development [IDWD]. (2013). *Indiana economic analysis report*. Retrieved from http://www.hoosierdata.in.gov/economic_analysis_report/FINAL%20INDIANA%20ECONOMIC%20ANALYSIS%20REPORT%202011.pdf

and life sciences industries earn $75,923, $70,255, and $62,190, respectively[7]. Purdue Polytechnic Indianapolis High School will provide students these promising career pathways.

Student Interest for a Polytechnic School

On June 18, 2015, Purdue University formally announced its plans to open Purdue Polytechnic Indianapolis High School. Since then, there has been a significant amount of interest at the school. A web trend analysis shows that in just over a month of Purdue's announcement, there have been 5,680 unique views of Purdue Polytechnic Indianapolis High School's website and other related news. There have been a total of 6,376 views, meaning that not only are people interested in learning about the school, but many people are following up to learn more.

Additionally, Purdue University set up a booth at the Indiana Black Expo and distributed information about Purdue Polytechnic Indianapolis High School. During this time, the school generated a large amount of interest and there were a large number of students indicating an interest in attending the school as well as parents interested in sending their children to such a school.

C. Goals

Purdue Polytechnic Indianapolis High School will hold both itself and students to high standards. The Board will adopt all of the academic, financial and organizational goals outlined in the Mayor's Performance Framework. The Board will also adopt goals that relate to the school's educational performance and organizational viability and support the Purdue Polytechnic's mission to provide a rich integrated learning environment for students that paves the way towards lifelong success by providing them a hands-on, STEM-focused education and teaching them the skills and knowledge needed to earn a living wage throughout their careers and admission to a post-secondary institution if they choose. These goals are outlined, below. Please see Attachment A for more information on Purdue Polytechnic's identified educational performance and organizational viability goals.

Educational Performance Goals:

1. By graduation, students are prepared for post-secondary education success.
2. By graduation, students demonstrate the skills needed to be successful in the workplace.

Organizational Viability Goals:

1. The school will maintain a high student retention rate.
2. All students have access to an industry or faculty mentor and internship.

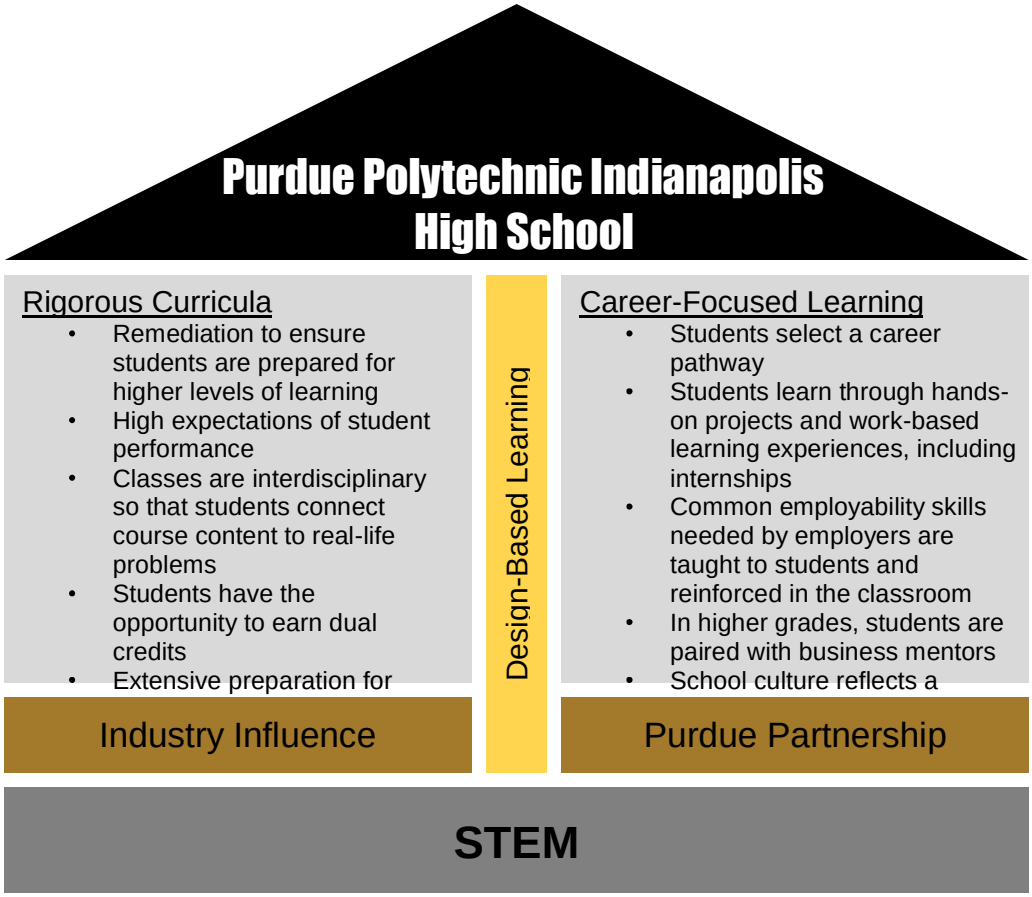
[7] IDWD. (2014). *Hoosiers by the numbers*. [Data file of 2012 average salaries in Indiana]. Retrieved from http://www.hoosierdata.in.gov/dpage.asp?id=24&view_number=2&menu_level=smenu3&panel_number=2

II. Educational Services Provided

A. Educational Model

Educational Model

The Purdue Polytechnic Indianapolis High School will be unlike any educational experienced offered in Indiana and potentially, the nation. Polytechnic high schools focus teaching students applied arts and sciences. Many polytechnic school models focus on STEM and some provide students with internships and business mentors, and others focus on college preparation. Purdue Polytechnic Indianapolis High School will combine all of these pieces, providing students with a STEM-focused education that prepares them for either college or careers of their choice. What distinguishes Purdue Polytechnic from any other high school in the country is that (1) the school focuses on providing students both dual credit and industry certifications, (2) it uses a design-based approach to STEM education, (3) the school intentionally focuses on social and emotional development in learning, and (4) eligible students will receive direct access to Purdue University.



Purdue Polytechnic's educational model is based on rigorous curricula and a career-focused learning environment centered around STEM and with the backbone of this school model being design-based learning. The school is built on strong industry relationships and innovative

partnership with Purdue University as well as a goal to ensure a diverse student body succeeds in the 21st Century economy. In order to make this possible, the school will adopt an interdisciplinary approach to education and experiential learning. It's a blending of secondary and post-secondary education with an infusion of industry leadership and participation. This educational model is being modeled after the innovative learning environment developed for post-secondary students at the Purdue Polytechnic Institute on the Purdue campus in West Lafayette, Indiana.

Industry-Influence

"Industry will be our collaborators, partners and advisors, working with our faculty to develop the academic model, and to define and refine the competencies students must master to succeed in the 21st Century economy. Graduates will have the skills to meet the evolving needs of industry and with dual credits for continued postsecondary education, as well as industry-recognized credentials and mastery in a defined high-tech pathway." –Gary Bertoline, Dean of Purdue Polytechnic Institute

Industry will sit at the center of Purdue Polytechnic Indianapolis High School's success. Research strongly suggests that involving employers in education and training beyond traditional career days and student visits to the workplace can have a dramatically positive impact on workers (and students as future workers) and employers.[8] In the past year, Purdue's College of Technology has been undergoing a major transformation to become the Purdue Polytechnic Institute. This transformation is profound and designed to produce graduates who not only have deep knowledge, applied skills, and experiences in their chosen discipline, but also proven problem solving, critical thinking, communications, and leadership skills sought by industries and communities. Each department in the college has an industry advisory board which makes recommendations that have factored into the Institute's transformation. The input of these advisory boards is the basis for developing Purdue Polytechnic Indianapolis High School's curricula. Not only should post-secondary graduates be acquiring the skills and knowledge needed in today's workforce, but this learning should begin before college, at the secondary level in order to prepare those students who wish to enter directly into the workforce as well as expose these skills to students who wish to enter into post-secondary education.

Based on a 2013 survey of employers, employers indicated that regardless of a graduate's field of study, every student should acquire: knowledge of human cultures and the physical and natural world (broad knowledge in the liberal arts and sciences); intellectual and practical skills; personal and social responsibilities; and integrative and applied learning. As such, these skills and knowledge will be engrained into Purdue Polytechnic Indianapolis High School's curriculum,

[8] Ross, M., Gatz, C., Kazis, R., Ng, J., and Svajlenka, N. (2015, July). *Unemployment among young adults: Exploring employer-led solutions.* Brookings Metropolitan Policy Program, The Brookings Institution. Retrieved from http://www.brookings.edu/~/media/research/files/reports/2015/07/20-young-adults-jobs/bmpp_srvy_unemploymentyouth_july20.pdf

and a focus on these skills will be woven into the school's culture. Please see the Curriculum section and School Culture subsection for more details.

Industry partnerships will also have a strong influence on Purdue Polytechnic Indianapolis High School's school model through work-based learning experiences. Industry will help write curricula that meets their needs, will deliver hands-on experience through work-based learning and internship opportunities, and will mentor students as they select their educational pathways and define their areas of educational focus. Industry partners will also be instrumental in donating school equipment for students to learn and practice technical skills, act as business mentors and mentors for science fairs and robotic competitions, and support the school and student body through various school clubs and activities.

Purdue Partnership

A close partnership with Purdue University sets Purdue Polytechnic apart from any other school in the state, and possibly the nation. Through a licensing agreement with Purdue University, Purdue Polytechnic may use the Purdue name and logo. Purdue University will make its faculty available to high school students for classroom instruction, assist the school with curriculum design, and provide professional development opportunities for high school staff. Purdue will also appoint representatives of the university to sit on Purdue Polytechnic's Board of Directors, seek to create internship opportunities for Purdue Polytechnic's students, and create other campus-based learning opportunities to further aid the high school's instruction. Please see Attachment B for a draft of the MOU between Purdue University EmployIndy with the school.

STEM-Focus

Purdue Polytechnic's educational model will encompass the best practices in STEM-focused schools nationally.

Combining Rigorous Curricula with Career-Focused Learning

Purdue Polytechnic Indianapolis High School is the beginning of an educational continuum that starts with general STEM education, followed by skills mastery in a specific STEM field and hands-on experience in the workplace. This intense high school program is the stepping stone to post-secondary studies at Purdue University, or another university or the workplace, where students continue a rigorous pathway toward a high-tech career with the precise skills industry need.

Purdue Polytechnic seeks to ensure that all students who complete its academic program are prepared to seamlessly transition into post-secondary education or the workplace. Therefore, students will be held to high expectations and the school's curricula will be rigorous and designed to challenge students to reach their maximum potential, while weaving in career-focused learning. Because the school is targeting the middle 50% of students, many students will likely enter the school in need of remediation. The school will focus significant resources on extensive tutoring, mentoring, and remediation in grades 9 and 10 to bring students up to grade level and prepare them for higher levels of learning in later grades. The curriculum will provide students with new knowledge and challenge them to apply STEM concepts with design- and problem-based learning to solve real-world challenges that they will face in their careers.

Only after students demonstrate mastery and complete an exit capstone at the end of 10th grade, will they select and advance through a defined pathway in areas of focus that include advanced manufacturing, supply chain and logistics, and computer and information technology. The school's Board and curriculum experts will continuously seek adding additional career pathways that align with Central Indiana's most high-growth, high-demand careers. Throughout each course progression, curriculum will be infused with career themes related to each career pathway, as well as the common employability skills that the school's industry partners report to be in highest demand (adaptability, interpersonal communication skills, critical thinking, problem solving, and professionalism).

In grades 11 and 12, Purdue Polytechnic's academic program will build upon the skills and knowledge that students have gained and focus on putting students on track to earn college credits and industry credentials. Students will be afforded the opportunity to learn in the high school classroom, through distance learning to interact with faculty at Purdue University, and in small cohort classes on the Purdue University campus and in the workplace. Students will be paired with business mentors to help reinforce how the technical and common employability skills they learn in the classroom are used in at the workplace on a daily basis. Students in 12th grade will also complete an internship within their chosen pathway and with one of the school's industry partners. Continued successful mastery of skills may provide students for direct admittance into Purdue programs to continue on to post-secondary education.

Design-Based Learning

The backbone of Purdue Polytechnic Indianapolis High School's educational model is design-based learning. This is a specific type of design-based learning where students are presented with a problem and must design a solution to address the challenge. Through this method of learning, students will be guided to stretch beyond simply solving a problem and to rather find the root cause of a problem and identify barriers to a solution– including social, economic, and political situations. To approach a challenge, students must ask questions to fully understand the issue at hand (What is the problem? What needs improved? Who are the people? What are the solutions that already exist?). Students use a systems approach and apply creativity and the scientific process of discovery to solve the problems which they are presented. This level of engagement in the learning process provides students with deep understanding and a greater likelihood of internalizing knowledge. With a heavy emphasis on learning-by-doing, Purdue Polytechnic is designed to produce graduates who have deep knowledge, applied, skills, and experiences in their chosen discipline.

Instructional Methods

Instruction at Purdue Polytechnic Indianapolis High School is student-centered and teacher facilitated. While teachers will utilize content-specific methodologies that are described subsequent to this section, all teachers will utilize the 5E instructional model, a constructivist learning cycle that helps students build their own understanding from experiences and new ideas. While originally conceived as an inquiry based approach to teaching science, the 5E

model has proven effective in engaging student learning in multiple disciplines, as it aligns with how people learn.[9]

The 5Es represent five stages of a sequence for teaching and learning: Engage, Explore, Explain, Extend, and Evaluate.

The purpose for the Engage stage is to pique student interest and to get students personally involved in the lesson while pre-assessing prior understanding. During this experience, students first encounter and identify the instructional task. During the Engage stage, students make connections between past and present learning experiences, setting the organizational ground work for upcoming activities.

The purpose for the Explore stage is to get students involved in the topic, providing them with a chance to build their own understanding. In the Exploration stage the students have the opportunity to get directly involved with the phenomena and materials. As they work together in teams, students build a set of common experiences which prompts sharing and communicating. The teacher acts as a facilitator, providing materials and guiding the students' focus. The students' inquiry process drives the instruction during an exploration. Students are actively learning through inquiry based instruction and challenges. Emphasis is placed on questioning, data analysis, and critical thinking.

The purpose for the Explain stage is to provide students with an opportunity to communicate what they have learned so far and to figure out the significance of this learning. Explain is the stage at which learners begin to communicate what they have learned, and language provides motivation for sequencing events into a logical format. Communication occurs between peers, with the facilitator, and through the reflective process. Teacher facilitators help students to summarize or explain their own ideas and introduce vocabulary in context and correct or redirect misconceptions.

The purpose for the Extend stage is to allow students to use their new knowledge and continue to explore its implications. At this stage students expand on the concepts they have learned, make connections to other related concepts, and apply their understandings to the world around them in new ways.

The purpose for the Evaluation stage is for both students and teachers to determine how much learning and understanding has taken place. Evaluate, the final "E," is an ongoing diagnostic process that allows the teacher to determine whether the learner has attained understanding of concepts and knowledge. Evaluation and assessment occurs at all points along the continuum of the instructional process, and teachers utilize rubrics, teacher observation, student interviews, portfolios, projects, and products for the diagnostic purposes.

---

[9] Bybee, R. W., Taylor, J. A., Gardner, A., Van Scotter, P., Powell, J. C., Westbrook, A., Landes, N. (2006). *The BSCS 5E instructional model: Origins and effectiveness*. Colorado Springs, CO: Office of Science Education National Institutes of Health; National Research Council, (2010). *Exploring the intersection of science education and 21st century skills.* Washington, D.C.: National Academies Press; Tanner, K. D. (2010). Order matters: Using the 5E model to align teaching with how people learn. *CBE Life Sciences Education, 9*(3), 159-164.

School Culture

Like every school, Purdue Polytechnic Indianapolis High School will work to develop a positive, supportive and safe school environment that is conducive to high academic achievement. Separating itself from most other schools, however, the culture of Purdue Polytechnic Indianapolis High School will be built on three cornerstones: (1) academic excellence; (2) professionalism; and (3) collaboration.

Academic Excellence

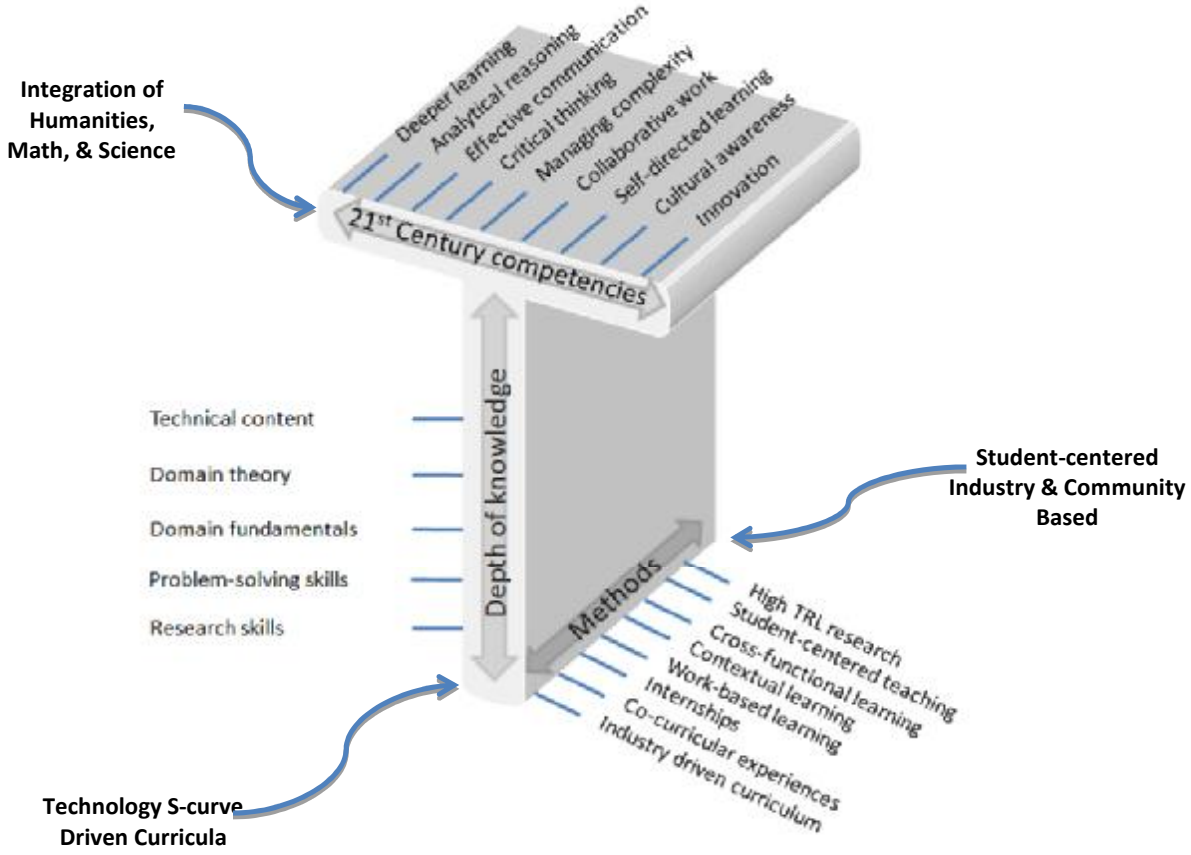
At Purdue Polytechnic Indianapolis High School, a high school diploma is not an end goal, but rather a milestone. Purdue Polytechnic will present students with a rigorous academic program that will empower and prepare students to move the world forward. As described in the previous section, students will be held to high expectations and the school's curricula will be rigorous and designed to challenge students to reach their maximum potential. The curriculum will provide students with new knowledge and challenge them to apply STEM concepts with design- and problem-based learning to solve real-world challenges that they will face in their careers and the academic program will build upon the skills and knowledge that students have gained and focus on putting students on track to earn college credits and industry credentials.

Professionalism

Purdue Polytechnic will create a school culture that reflects a professional environment in today's workplace. Students will be held accountable for showing up to school on time and prepared to work, being respectful towards their peers, and completing projects and assignments successfully and in a timely manner. The school environment is focused on not only holding students to high standards, but also preparing them for expectations that will be placed upon them in post-secondary education and throughout their careers. To that end, the school's curricula and culture will be infused with common employability skills development opportunities. Students will also be evaluated on their ability to demonstrate key common employability skills that employers have identified as most critical. Please see the Career Readiness Rubric, Attachment C, for more details.

Collaboration

Purdue Polytechnic Indianapolis High School's commitment to creating a collaborative school environment is what perhaps sets it apart from most high schools. Purdue Polytechnic aims to develop a collaborative school culture, laying the foundation for students to develop into "T-shaped professionals." In yesterday's workforce, professionals were expected to be one-dimensional – having the deep disciplinary knowledge and skills needed in their field of work or study. In today's workforce, "T-shaped" young professionals will need to become multi-dimensional and build their careers in a constantly changing world that is becoming more and more globally interconnected. Employers are seeking professionals who not only have a deep disciplinary knowledge, but who also have skills that are valuable across all roles and workplaces. Employers need workers who can collaborate across a variety of different disciplines and handle information across different sources. These professionals can communicate across social, cultural, and economic boundaries and advance professional relationships across organizations. Please see to graphic on the following page.



Together, these three cornerstones support Purdue Polytechnic Indianapolis High School's mission to provide a rich integrated learning environment for students that paves the way towards lifelong success by providing them a hands-on, STEM-focused education and teaching them the skills and knowledge needed to earn a living wage throughout their careers and admission to a post-secondary institution if they choose.

School Discipline Plan

Please see Attachment D for a copy of Purdue Polytechnic Indianapolis High School's school discipline policy.

School Calendar

Purdue Polytechnic Indianapolis High School will operate on an extended year calendar with three trimesters. Compared to a traditional school calendar of 180 days, Purdue Polytechnic students will attend school 195 days out of the year. Please see Attachment E for Purdue Polytechnic Indianapolis High School's anticipated school calendar for the 2017-2018 school year.

Purdue Polytechnic Indianapolis High School will also feature two Immersion Weeks, one week in between first and second trimester and another week in between the second and third trimester. Students in grades 9-12 who have grades of a C or above in all courses from the preceding trimester are eligible to participate in programs that allow them to explore the world outside of the school walls. They can choose from a wide range of experiences including traveling and serving others, lending a hand to neighbors in the local community, and learning new skills in the arts, sciences, and technology. Accompanied and guided by their teachers, students grow as leaders, listeners, and thinkers, reflecting on their own lives and future endeavors. Students drive their own learning experiences for each of the two immersion weeks. From designing their curriculum, executing planned activities, to developing the assessments by which they will be held accountable, students will have the choice to explore learning opportunities relating to college and career readiness. The goal of the immersion weeks is to engage students by providing them voice and choice in their learning. Whether they choose academic prep time, career exploration, a life skills class, job shadowing, college readiness activities, a class they think would be interesting, or service learning opportunities, the goal is to develop students' abilities to take more responsibility for their own learning.

Students who earned a course grade from the preceding trimester of a D or F or 11th and 12th graders who have not yet passed the state graduation assessments will participate in small group learning communities at school for most of the school day during the immersion week. Students may utilize the week to re-engage with coursework and projects from the preceding trimester to improve their levels of mastery and resulting course grade. Teachers facilitate this work, consulting with small groups of students throughout the week. Students who have not passed the required 10th grade state summative assessments will work with teachers to build appropriate intermediate level skills, advanced reasoning skills, reading skills and strategies, and mathematics skills and strategies. Additionally, these students will have the opportunity to engage in off campus learning activities for part of the school day during the immersion week.

The school will also operate using extended school days, where students attend Purdue Polytechnic from 8:00 a.m. – 4:00 p.m. Monday through Friday. This schedule is designed to increase the amount of time that students are actively engaged in their learning so as to reinforce educational success. Students will attend five class periods per day that are one-hour each. This schedule will also provide for two advisory periods of 30 minutes each for 9th and 10th grad students and one 30 minute advisory period and an extended design-based learning block period for 11th and 12th grade students. During morning advisory periods, students meet with an advisor, set academic and personal goals, check in regarding their goals, and discuss current events and school announcements. During the afternoon advisory period, 9th and 10th grade students work on workplace readiness skills, career exploration, and social-emotional learning. During the extended design-based learning block, 11th and 12th grade students work on a theme-based project that integrates all of their courses and continue career exploration through internships. In grade 12, students also work on a capstone project related to their chosen career pathway. Please see Attachment F for sample plan of study for each grade level.

A Student's Typical Day

8:00 a.m. – 8:25 a.m.	Shanna is a 9th grade student at Purdue Polytechnic Indianapolis High School.

	On Monday morning, after riding the bus to school, Shanna goes to her homeroom classroom where she is greeted by Ms. Taylor, who is both Shanna's math teacher and advisory teacher. In homeroom, Shanna eats breakfast while Ms. Taylor hands out students' progress reports from the week before. Shanna reviews her current level of mastery of the learning targets that she is working on and writes goals for the day and for the week.
8:30 a.m. – 9:30 a.m.	In Algebra class Ms. Taylor passes out a problem that the students had worked on the day before that Shanna had trouble completing. She sees that Ms. Taylor has written two questions on her paper, "How can you check that you remember all the constraints?" and "Do you cover all possible combinations? If not, why not?" Shanna works on the problem again for 10-15 minutes, and then Ms. Taylor assigns Shanna to a small group with two other students and asks them to work for 15-20 minutes to produce a solution that is better than their individual solutions. After that, Ms. Taylor gives their group four sample student solutions to the problem and asks them to assess the work, to make corrections and to make comments on the papers, and this takes them about 20-25 minutes. The class then has a whole-class discussion in which they compare the different approaches to solving the problem. During the last 10 minutes of class Shanna completes her individual reflection, the "How Did You Work" questionnaire.
9:35 a.m. – 10:30 a.m.	In Spanish I class, Shanna works on a project where she plays the role of a restaurant owner who needs to develop and create a menu for her restaurant established in Spain. Her menu has to have at least five categories and twenty-five items, and all have to be authentic dishes from that culture. She has to decide on an appropriate name, address, phone number, website, and Twitter account name, consistent with examples she has researched of authentic Spanish restaurants. Her menu items must be listed and priced in the local currency. Her teacher explains that when they are finished, they will do a speech in which they speak to the group as the restaurant owner, suggesting good dishes and specialty items, and they must say at least 15 sentences.
10:40 a.m. – 11:45 a.m.	Shanna next goes to third period, which alternates between biology class and geography and history of the world. In preparation for the class, at home the day before Shanna watched an online video about DNA replication that her teacher had posted on their learning management system, and she answered question prompts that were posted to their online discussion forum. (Students have the choice to do these online pre-class activities at home, at school, or at the local library). In class, Shanna engages in an exploration activity in which she and her small group take a letter out of a sentence to discover what happens to the sentence as it goes from one small group to another. Her teacher then explains what has happened in terms of mutations and deletions. They next experiment with this and other types of mutations on a sequence of DNA and discover what happens to the amino acids that are coded for. After explaining what has occurred using the new vocabulary, Shanna's group chooses from a few global health scenarios involving genetic disorders and begin the activity that will be completed during the next class period: describing the mutation involved and describing current problems and treatment options.
11:50 a.m. – 12:20 p.m.	Shanna eats lunch in the cafeteria with her friends and talks about her day.
12:25 p.m. – 3:25 p.m.	Shanna goes to the DBL block and finds the three other students in her small group. Shanna's group and another group are both working on projects related to malaria in Nigeria. Mr. Scott, the social studies teacher and Mrs. Tan, the biology teacher meet with both groups in a small group meeting room and projects maps onto the wall mounted monitor and lead Shanna and her classmates through a discussion of geography and climate of the region. They discuss the ways in which the climate, geography, and socioeconomic conditions affect the biology of the parasite and its vector. Thirty minutes later, Shanna and her group use their tablets to research articles related to their

	topic. They work on evaluating the quality of the articles, summarizing the main ideas, arguments, and posing additional questions.
3:30 p.m. – 4:00 p.m.	Shanna finishes the day back in Ms. Taylor's room where she and the 9 other freshman female students in her advisory work through an activity called "Being Honest with Yourself and Others."

A Teacher's Typical Day

7:30 a.m. – 8:00 a.m.	Mrs. Tan arrives at school and uses the first of her two prep periods to print standards-based progress reports from the student information system for the students in her homeroom/advisory. She then logs onto Blackboard and responds to a few discussion threads from her biology students and provides feedback questions on a genetics wiki that a student group has created.
8:00 a.m. – 8:25 a.m.	Mrs. Tan is in the hallway net to her room and greets students on their way into class. Once the bell rings, she hands out the progress reports while two students hand out breakfast. She then meets one on one with a student to discuss their attendance while other students reflect on their progress and set goals for the week.
8:30 a.m. – 11:45 a.m.	Mrs. Tan facilitates three inquiry-based biology classes using lab materials she set up the day before, answering questions, and posing higher-order questions. During the 5-minute passing periods between classes she is always in the hallway greeting students and monitoring student behavior.
11:50 a.m. – 12:20 p.m.	While sometimes Mrs. Tan eats with her colleagues in the teachers' lounge, today she decides to go eat in the cafeteria with students, conversing with them about their weekend and their school projects.
12:25 p.m. – 3:25 p.m.	Mrs. Tan and the social studies teacher, Mr. Scott spend the first thirty minutes facilitating a discussion and mini lesson for two small student groups who are working on the DBL them of global health challenges. Nest, she circulates to several other student groups and discusses the students' roles and responsibilities, checks on the progress of individual student work and helps groups to monitor their timelines and products. She asks open-ended questions to check for and address any student misconception. During the last thirty minutes she is available for student questions and consultations and also works on her laptop to engage with students via their Blackboard learning management system discussion posts/prompts.
3:30 a.m. – 4:00 p.m.	Mrs. Tan leads her advisory class in an exploration of self-concept, using lesson materials from the Positive Action social emotional learning program.
4:00 p.m. – 4:30 p.m.	Ms. Tan meets with five other teachers (social studies, English language arts, mathematics, and health) to review and revise proposed student activities and to collaborate in reviewing the assessment rubric students co-created for the current DBL projects.

B. Curriculum

Integrated STEM Curriculum

A STEM-focused high school, the curriculum of Purdue Polytechnic Indianapolis High School follows the model delineated in *STEM Road Map: A Framework for Integrate STEM Education.*[10] The school's integrated STEM curriculum is aligned to Indiana college and career readiness standards and to three state career and technical education (CTE) pathways:

[10] Johnson, C. J., Peters-Burton, E. E., & Moore, T. J. (Eds.). (2016). *STEM road map: A framework for integrated STEM education.* New York, NY: Routledge.

Advanced Manufacturing, Information Technology, and STEM and is based on distinguishing characteristics described by Bryan, Moore, Johnson, and Roehrig[11]:

- The content and practices of one or more anchor science and mathematics disciplines define some of the primary learning goals.
- The integrator is the practices of engineering and design as the context and/or an intentional component of the content to be learned. The engineering design or engineering practices related to relevant technologies require the scientific and mathematical concepts through design justification.
- The development of 21st-century skills is emphasized.
- The context of instruction requires solving a real-world problem or task through teamwork and collaboration.

Purdue Polytechnic Indianapolis High School students learn to approach all integrated STEM design-based learning (DBL) units through design thinking, through which they bring together what is desirable from a human point of view with what is technologically feasible and economically viable. Design thinking teaches students to rely on their ability to be intuitive, to recognize patterns, to construct ideas that are emotionally meaningful as well as functional, and to express themselves through means beyond words or symbols. The design thinking process involves three overlapping spaces: inspiration, ideation, and implementation. Inspiration is the problem or opportunity that motivates the search for solutions. Ideation is the process of generating, developing, and testing ideas. Implementation is the path that leads from the project stage into people's lives.[12]

While most content standards will be integrated into DBL units, parts of some courses will require additional instruction during separate class periods outside of the DBL block, and some courses such as world language are taught entirely outside of the DBL block. Teachers of all disciplines facilitate the learning activities that occur within the DBL block. In grades 9 - 11, the theme and topics of the DBL units are provided to students, with increasing student choices available within the projects as students progress from grade 9 to grade 11. 11th grade projects are aligned to students' chosen career pathway and are facilitated by mentors from the student's selected focus industry. In 12th grade, students pursue a STEM focused design challenge of their choice that aligns with their selected career pathway. Attachment G describes a sample DBL unit for grade 9, including standards and student learning objectives.

Indianapolis Public Schools 2013-14 ISTEP+ Data

	Grade 7 Passing	Grade 8 Passing
Mathematics	55.0%	54.8%
English language arts	51.9%	49.1%

[11] Bryan, L. A., Moore, T. J., Johnson, C. C., & Roehrig, G. H. (2016). Integrated STEM education. In Johnson, C. J., Peters-Burton, E. E., & Moore, T. J. (Eds.). (2016). *STEM road map: A framework for integrated STEM education* (pp. 23-37). New York, NY: Routledge.

[12] IDEO.org. (2015). *The field guide to human-centered design*. Boston, MA: IDEO.

Based on school accountability data, it is projected that a large percentage of students enrolling in Purdue Polytechnic Indianapolis High School will be achieving below grade level proficiency in English language arts and mathematics. Because of the need for basic skill remediation and the high stakes nature of the grade 10 ISTEP+ assessments, these students will build their reading, writing, and mathematics skills while engaging with the material at a higher depth of knowledge and real world application.

Students in Grade 9 and 10 will participate in Bridge coursework that allows students to build basic skills in mathematics and English language arts while developing the 21st century skills of communication, teamwork, and critical thinking through design-based learning experiences.

Mathematics

Students participate in mathematics coursework developed by the collaborate efforts of Purdue Polytechnic Indianapolis High School teachers and professors from the Purdue University Polytechnic Institute. The mathematics curriculum is based upon the Understanding by Design (UbD) curriculum design model for planning curriculum and instruction. Teachers approach the curriculum not as list of instructional activities, but as an approach to developing students' understandings through conceptual knowledge and skills. Using a process of "backward design," teachers begin at the end, with the standards, understandings, knowledge, and skills that they want students to acquire. Teachers plan backward, using a three-stage instructional process framework in which the enduring understandings and essential questions of the mathematics course are emphasized. Stage one involves determining the broad understandings that students will gain; stage two requires teachers to decide how students will demonstrate their understanding and what criteria will be used to measure it; and stage three involves planning the rich instruction and learning experiences that help students construct new knowledge and skills and develop the depth of understanding required by the standards. In addition to fluency in calculations, students learn to persevere through complex problems requiring higher levels of cognitive demand. They learn multiple ways to approach and solve real world problems that relate to their larger DBL project.

Most students will enter grade 9 ready for Algebra I, and these students will complete Algebra I in two trimesters. Students whose mathematics placement scores indicate a need for remediation will take an extra trimester of Algebra Enrichment and will complete the course in three trimesters. Students who enter grade 9 having completed Algebra I in middle school will begin Geometry. Regardless of the entry point into the mathematics curriculum, students will interact with the mathematics content at high levels of cognitive demand. The instructional model is based on the University of California at Berkeley and University of Nottingham research-based Mathematics Assessment Project formative assessment lesson model. Key differences between formative assessment instruction and more traditional classroom instruction include:

- Students take more responsibility for, their own work.
- Students engage in "productive struggle" with rich challenging tasks. Resolution comes only gradually through interactions and discussion in the lesson as students gain new facets of connected understanding.

- Students study fewer tasks, but in greater depth. They are asked to draft solutions, compare their approaches to others and redraft their ideas as a result of their discussions.
- The teachers' role is to prompt students to reflect and reason through their ideas. Teacher questioning is central to support students' thinking and depth of knowledge, and student growth. The teacher's role is not to provide answers and solutions.

Concept development lessons focus on assessing and developing students' understanding of significant mathematical concepts, the interpretations that students have of the concepts and the connections between the concepts and their other knowledge. Prior to the lesson, a day or so before, the teacher assigns the pre-assessment that students complete individually. These typically take 10 to 15 minutes and are diagnostic, designed to reveal each student's understanding and misunderstandings of target concepts. The teacher reviews and analyzes the students' responses to gain an overview of the understandings and misunderstandings. Instead of scoring the papers, teachers are encouraged to create questions that will help students' reflect on specific issues they need to address. The lesson has teachers engaging students in a related task, designed to expose their different ideas and ways of thinking. The tasks are rich and complex, allowing struggling students to gain access, while still providing challenges for the most capable. Students become aware of the inconsistencies in their own conceptions. This awakens a curiosity and desire to seek resolution through discussion. During this work, the teacher listens carefully to students and uses questioning to promote deeper thinking and reflection. At various points, whole class discussions are used to share and resolve common difficulties. The lesson concludes by sharing the different understandings and by generalizing and extending what has been learned. Students explain what they have done, and found. After the lesson students are given a post-assessment, similar to the pre-assessment, to demonstrate their learning from engaging in the concept lesson.

Problem solving lessons are designed to assess, then develop, students' capacity to apply their mathematical thinking flexibly to non-routine, unstructured problems, within math and from the real world – problems that students have not been taught how to solve. The challenge includes deciding on a strategy to solve the problem, applying the strategy, and then checking the solution to see if it works. The lesson design is built on using sample student work, which is provided. The students are asked to compare different approaches to a specific problem, understanding, critiquing, and learning from them. The lessons follow a format and flow that involves the following phases: Prior to the lesson, a day or so before, the teacher assigns the task for students to complete individually. These typically take 10 to 15 minutes. The task is an unstructured non-routine problem, designed to reveal students' capabilities and limitations in problem solving. The task remains the focus throughout the lesson. The teacher assesses the students' responses to the task, noting their approaches to the problem and their difficulties. Teachers are encouraged to give feedback to their students by creating questions that will direct students' attention to strategies for problem solving. The teacher chooses or devises questions that direct students' attention to the strategies for problem solving. The lesson: Students begin by individually reviewing their own solutions to the task in light of the questions raised by the teacher. After this reflection, students move into small groups to compare and build on their strategies for the problem. The teacher's role is to observe the groups, looking for different approaches and support their collective problem solving through questions. The teacher facilitates the sharing of different approaches in a whole class discussion, with selected groups

explaining their strategies. The students are then given some sample student responses for the same problem to discuss in their groups. The sample responses show a range of approaches at different levels of completeness and mathematical sophistication. The work includes solutions using numbers, tables, graphs and/or algebraic reasoning. The students are asked to analyze and critique the work, compare solutions, and comment on their strengths and weaknesses. After the lesson students work alone, again, to improve their individual solutions to the task and/or engage in a final reflection on what they have learned. Please see Attachment H for a Sample Mathematics Curriculum Map for Algebra I.

Science

The purpose of the Purdue Polytechnic Indianapolis High School's science program is to develop scientific literacy in all students. As a result students learn: that science, mathematics, and technology are interdependent human enterprises with strengths and limitations; key concepts and principles of science; characteristics of the natural world and both its diversity and unity; and that scientific knowledge and ways of thinking may be applied for individual and social purposes. The teaching of science is coordinated for Grades 9–12 and is aligned with both state and national content standards and performance outcomes. The curriculum reflects the belief that all students can learn science. The curriculum considers the multicultural backgrounds and various abilities, achievement levels, interests, and learning styles of students. Educational strategies, methods, technologies, and resources are varied in order to ensure and promote the independence of students as learners.

Science education prepares students for a global society in which environmental, social, and economic issues are related to science, mathematics, and technology. Therefore, the curriculum emphasizes the process skills of an inquiry based science program designed on a continuum through all content standards. Scientific literacy is best achieved by meeting the individual needs of students using an assortment of developmentally appropriate, student-centered activities. Instruction actively engages students in learning and encourages enjoyment of the scientific process, while developing an understanding of important concepts and skills. Teaching strategies and methods may include individualization, remediation, flexible grouping, collaborative learning, lateral expansion, and acceleration as deemed appropriate. Furthermore, inquiry based experiences, hands-on explorations, laboratory experiences, demonstrations, field experiences, student discourse, and the use of all forms of available technologies and community resources are considered components of the learning process.

Effective assessment is an ongoing process of monitoring student learning, guiding further instruction, and improving the program. It aligns with instructional strategies and curriculum content. A variety of formal and informal assessment options are implemented to provide opportunities for success for students with different learning styles and to provide broad information about student learning. Examples include journals, projects, teacher observation, models, self-evaluations, quizzes, laboratory reports, and various digital tools to demonstrate student understanding.

Inquiry-based, standards-aligned science courses are designed for students to access through their multidisciplinary DBL project and/or inquiry-based units that take place during science content specific class time. Inquiry-based science courses incorporate “flipped” blended learning experiences that take advantage of the school’s 1:1 initiative. Students interact with new learning material via video and computer modules prior to coming to class. The instructor utilizes class time to answer questions, ensure understanding, and to facilitate hands on experiments and lab activities. Common learning experiences include opportunities to demonstrate collaborative learning, critical thinking, problem solving, global citizenship, digital literacy, creativity and innovation.

It is the goal of the Purdue Polytechnic Indianapolis High School Science Program that graduates know the basic concepts of, and the interrelationships among, biology, chemistry, physics, earth and space sciences, and engineering design and will be able to apply scientific skills and processes to real-world settings. To meet this goal, students will:

- Understand and apply basic concepts, principles and theories, chemistry, physics, earth and space sciences, and engineering design and their interrelationships.
- Recognize and participate in scientific endeavors which are evidence-based and encourage inquiry that leads to a greater understanding of the world.
- Identify and solve problems through scientific exploration, including the formulation of hypotheses, design of experiments, use of technology, analysis of data and drawing of conclusions.
- Select and properly use appropriate laboratory technology, equipment, and materials.
- Understand and utilize, when appropriate, existing and emerging technologies.
- Analyze the possibilities and limits of science and technology in order to make and defend decisions about societal issues.
- Understand that the way in which scientific knowledge is formulated is crucial to the validity of the knowledge.

Please see Attachment I for a Sample Chemistry Unit, along with a lesson plan.

English Language Arts

Inquiry-based design characterizes all English language arts courses at Purdue Polytechnic Indianapolis High School. In grades 9 and 10, the English language arts standards-based curriculum is incorporated into the student DBL project as well as taught in standalone courses, while in grades 11 and 12, the English language arts standards and curriculum is fully embedded into the DBL units. Essential components of the English language arts curriculum include: close reading of informational and literary nonfiction texts; reading and writing reports of information; reading and writing across multiple texts; close reading of literature; and close reading of poetry.

English Language Arts Topics by Grade Level

Close Reading of Informational and Literary Nonfiction Texts
Students work with thematically linked pairs of complex informational texts to determine the central ideas and to analyze how they unfold over the course of a text. Students also work to describe and understand the language and methods writers employ to develop content. Students work with complex literary nonfiction to build the skills and tenacity acquired only by encounters with difficult texts. Students

experience sequences of reading, writing, and discussion specifically designed to ensure support, engagement, and success as they write explanatory essays and text-based arguments.			
Sample Grade 9 Units • Reading Intelligence • Dealing with Difficulty (Steven Church and Alexis DeToqueville)	Sample Grade 10 Units • Language and Thought • Dealing with Difficulty (James McPherson and Plato)	Sample Grade 11 Units • Bias and Assumption in Research • Dealing with Difficulty (Lillian Ross and John Winthrop)	Sample Grade 12 Units • Science Writing for Lay Audiences • Dealing with Difficulty (Michel de Montaigne and George Orwell)
Reading and Writing Reports of Information			
Students read and imitate texts by some of the most engaging contemporary researchers and writers. These studies share the same basic elements: There is a central text studied for content and ideas, which is also studied as a model for research-based report writing. In Part 1 of the unit, students work through cycles of close reading, paying careful attention to 1) the author's ideas and arguments; and 2) the author's methods for research and writing, including text structure. In Part 2, students tackle substantial and carefully scaffolded research-based report writing projects where they "try out" the methods observed in the models and write texts like the ones they studied.			
Sample Grade 9 Unit • Tracing Cultural Influences: A Study of Research-Based Report Writing	Sample Grade 10 Unit • Models and Methods for Research	Sample Grade 11 Unit • Spreading Innovations: Study and Research	Sample Grade 12 Unit • How We Learn: Research-Based Writing Projects
Reading and Writing Across Multiple Texts			
An individual is literate in proportion to his or her ability to do work with and across texts that grapple with ideas that matter. These studies invite students to wrestle with problems created and solved by language. "Borderlands," bilingualism, and the problems and promises inherent in documentary work are the focus of these multi-text studies in which students read complex texts and write arguments, narratives, reportage, and essays. Whether writing their own "borderlands" stories, locating themselves in the bilingualism debate, or tackling their own documentary project, students engage in text-based discussions about complex issues and then compose texts that permit them an active, "insider's view" on the topics. All studies are marked by sequences of close reading, text-based writing, and collaborative discussion.			
Sample Grade 9 Unit • Borderlands: Theories and Stories	Sample Grade 10 Unit • Language Matters: Essays and Arguments	Sample Grade 11 Unit • Writing to Witness, Writing to Testify	
Close Reading of Literature			
These units establish the essential tools and practices for inquiry-based learning. The first unit of the series launches and establishes independent reading projects in the classroom. Afterwards, short fiction studies provide students with an orientation to writing text-based arguments through carefully integrated cycles of close reading, writing, and small- and large-group discussion. The second unit builds on that cycle of essential work and explores the notion of retelling—the idea that authors draw on and transform stories that have already been told, and, in the process, create new meanings.			
Sample Grade 9 Units • Foundations for Inquiry (O'Conner and Canin) • Retellings: The Icarus Tales	Sample Grade 10 Units • Foundations for Inquiry (Charles Baxter and Joan Didion) • Retellings: The Demon Lover	Sample Grade 11 Units • Foundations for Inquiry (Jones and Hempel) • Interpreting Tennessee Williams: A Streetcar Named Desire (A Retellings Study)	Sample Grade 12 Units • Foundations for Inquiry (Lahiri and Gordimer) • Shakespeare at the Movies: Much Ado About Nothing (A Retellings Study)
Close Reading of Poetry			
These grade 9 and 10 units center on sets of poems written by poets from different times and traditions. Each study employs a text by one poet as a lens for reading, interpreting, and analyzing other poems and			

poets. Each unit also features integrated cycles of reading, writing, and small- and large-group discussion designed to provide students with an apprenticeship to the close reading of poetry, as well as additional practice writing text-based arguments about literature.	
Sample Grade 9 Unit • Being and Unbeing: A Study of Four Poets	Sample Grade 10 Unit • Poetry Traditions: Reading Difficult Texts

The English language arts 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.[13] In all courses teachers utilize modeling and speaking metacognitively about the academic tasks. 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.[14] Purdue Polytechnic Indianapolis High School 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.

Social Studies

The Purdue Polytechnic Indianapolis High School social studies curriculum is both embedded in the students' DBL units and standards not aligned to those units are addressed in inquiry-based units that emphasize deep learning of essential concepts through authentic performance. All units emphasize the capacity to explain, interpret, apply shift perspective, empathize, and self-assess, all of which are indicators of understanding. As in all areas of the curriculum, teachers are coaches of understanding rather than purveyors of content knowledge and skills. Grade 9 students engage with curriculum aligned to Geography and History of the World standards, grade 10 students work with US History, and grade 11 students master content standards for Government and Economics within their DBL projects.

Dual Credit Opportunities

Students in grades 11 and 12 will have the opportunity to earn dual high school and college credits in core content areas and in many of the CTE pathway courses. Research indicates that students who participate in dual enrollment courses are significantly more likely to complete a bachelor's degree than comparison groups, and those benefits are even greater for students whose parents never attended.[15] The majority of the dual credit courses will be part of the

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

[14] U.S. Department of Education, Institute of Education Sciences, National Center for Education Evaluation and Regional Assistance, What Works Clearinghouse (2010). Reading Apprenticeship ®: What Works Clearinghouse intervention report. Retrieved from http://ies.ed.gov/ncee/wwc/interventionreport.aspx?sid=414

[15] An, B. P. (2012). The impact of dual enrollment on college degree attainment: Do low-SES students benefit? *Educational Evaluation and Policy Analysis 35*(1), 57-75.
Swanson, J. (2008). An analysis of the impact of high school dual enrollment course participation on post-secondary academic success, persistence and degree completion. Paper presented at the meeting of the National Association for Gifted Children, Tampa, FL and the National Alliance of Concurrent Enrollment Partnerships, Kansas City, MO.

Indiana Core Transfer Library, guaranteeing the transfer of these credits to all Indiana public college and university campuses, assuming adequate grades.

Potential Dual Credit Offerings

High School Course	HS Credits
Pre-calculus & Trigonometry	2
US History	2
Calculus	2
US Government	1
Advanced English College Credit (English)	1
Advanced English College Credit (Communications)	1
Economics	1
Anthropology	1
Philosophy	1
Psychology	1
CTE Dual Credit Courses	varied

Summer Programming

All Purdue Polytechnic Indianapolis High School students will be encouraged to take part in summer programming on the Purdue University campus in West Lafayette, IN. Students may explore their own interests, develop new skills, meet other students with similar interests, and get a taste of life on a college campus. This programming is varied across content areas and student interest. Examples include:

Purdue Polytechnic Institute STEM Summer Camps	
STEM ABC Camp	Summer transition program and academic boot camp for students entering Purdue Polytechnic Institute in the fall.
TEAM Camp	Technology Expanding All Minds – for 8th, 9th, and 10th grade students to explore the ways women in technology help make a difference in the world. Areas of discovery include: new uses and ideas in computer graphics, information technology, aviation, construction management, leadership, and applied engineering.
TOTAL Camp	Turned onto Technology and Leadership – for 8th and 9th graders. Areas of discovery include: new uses and ideas in computer graphics, information technology, aviation, construction management, leadership, and applied engineering.
Purdue Engineering Summer Camps	
Seminar for Top Engineering Prospects (STEP)	A dynamic, one week opportunity to explore the many disciplines within engineering the exciting future career opportunities that they bring. Students are placed into teams of four to learn fundamental engineering design skills and engage in an engineering design competition.
Engineering Minority Summer Engineering Workshop	Students learn about the many different projects engineers work on; experience life as an engineering student on Purdue's campus; interact with current engineering college students; and work with students from across the country that plan to make a positive impact in their community.
Additional Purdue University On-Campus Summer Opportunities	
Boiler Vet Camps	The only camp of its kind in Indiana, Boiler Vet Camp gives want-to-be veterinarians or veterinary technicians the chance to live out their dreams. This camp is designed for students who are interested in becoming veterinary healthcare professionals and provides a preview into the real

	and vast fields of veterinary medicine.
Summer Biology Experience	Encourage high school students to study biology and consider a career in the Biological Sciences upon graduation. The program develops connections between the sciences through work in biology.
Purdue Summer Leadership Institute	This 3-day activity is designed to create better and more confident, competent, and well prepared student leaders in the area's high schools, so they can positively influence their peers. It is also designed to familiarize students with the concepts taught in Purdue's programs in the Technology Leadership and Innovation (TLI) Department.
Adventures in Computer Science High School Camp	Students gain hands-on experience with programming, algorithms, problem solving, web-design, app development and embedded systems. Students will also gain experience using MIT's App Inventor, Scratch, Boe-Bot's from Parallax, and web development using HTML, CSS and JavaScript. The aim is to begin developing competency in each discipline and focus on computational thinking patterns.
Duke Energy Academy at Purdue	A secure energy future, both in the United States and abroad, needs solutions that come from a diverse energy portfolio. Unfortunately, we face a national crisis in the number and quality of students entering the STEM disciplines that will have a future impact on our nation's ability to lead the world in the energy sector. To address these issues, Purdue University has launched an Energy Academy to inspire high school students and teachers in energy sciences and engineering.

Any events geared towards middle school students will be used as recruitment strategies for students interested in attending Purdue Polytechnic Indianapolis High School.

C. Assessment

Students at Purdue Polytechnic Indianapolis High School will participate in all state mandated standardized assessments. Beyond these mandatory assessments, students will take the Scholastic Reading Inventory upon enrollment to determine their current level of reading comprehension. Students will take this assessment once each trimester for goal setting, course placement, and reporting purposes. Students will also take a school created, standards aligned mathematics assessment, which along with current state test scores and credit attainment inform students' mathematics course placement.

Purdue Polytechnic Indianapolis High School will also administer a state approved formative assessment at regular intervals to measure growth and to inform instruction. Students will take a school created, standards aligned final exam for each of their high school courses and will take University final exams for all dual credit courses. Student projects will be assessed using rubrics that are co-created by teachers and the students themselves, and beginning in ninth grade each student will create an electronic portfolio of student and teacher selected artifacts.

Prior to taking dual credit courses students take University placement assessments, such as the Compass exam to ensure readiness for college credit-bearing coursework. Students who do not attain the required cut score will take remedial coursework to ensure college and career readiness by graduation. Students whose industry certifications require TABE scores also take this assessment along with the certification exam upon completion of the certification coursework.

Purdue Polytechnic Indianapolis High will keep abreast with any changes to state standards and diploma requirements and will make adjustments to the curriculum and plans of study, as appropriate.

D. Special Student Populations

Purdue Polytechnic Indianapolis High School's approach to educating students includes plans to ensure that all learners have the greatest chance towards educational success. This includes students from the general education population, students with limited English proficiency, children with special needs, students who enter below grade level and students who are academically advanced.

Students Below Grade Level

Data on the academic performance of area Indianapolis High Schools suggests that many students will enter Purdue Polytechnic Indianapolis High School below grade level and in need of remediation. The school will focus significant resources on extensive tutoring, mentoring, and remediation in grades 9 and 10 to bring students up to grade level and prepare them for higher levels of learning in later grades. Additional supports will continue, as needed, as students progress through grades 11 and 12. All new incoming students will participate in diagnostic assessments at the beginning of the school year to identify skills gaps. 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.

Purdue Polytechnic Indianapolis High School anticipates serving students below grade level and has appropriately developed plans of study for students who need remediation. Please see Attachment F for a sample plan of study for each grade level and for students who are performing below grade level, on grade level, and above grade level.

Students Above Grade Level

Purdue Polytechnic Indianapolis High School will likely appeal to students above grade level because it will provide students with ample opportunities to earn dual credit opportunities, work with Purdue University faculty and participate in other campus-based learning opportunities. At the same time, Purdue will provide programs that help students' transition from high school to college and college-level courses. Teachers will differentiate instruction so that advanced students will work at higher levels of Bloom's Taxonomy and Depth of Knowledge models. Design-based learning, a specific type of design-based learning where students are presented with a problem and must design a solution to address the challenge will be implemented in order to fully engage intellectually gifted students. Through this method of learning, students will be guided to stretch beyond simply solving a problem and to rather find the root cause of a problem and identify barriers to a solution – including social, economic, and political situations.

Purdue Polytechnic Indianapolis High School anticipates serving students above grade level and has appropriately developed plans of study for students who are academically advanced. Please see Attachment F for a sample plan of study for each grade level and for students who are performing below grade level, on grade level, and above grade level.

Students with Special Needs

Purdue Polytechnic Indianapolis High School has worked with its ESP, INIschools to design a plan to appropriately identify and serve students with special needs. To the extent appropriate, students with special needs will be educated in regular classrooms with their general education peers. Purdue Polytechnic Indianapolis High School will strive to provide students with the opportunity to learn in an inclusionary environment on a level and equal playing field. Students with disabilities spend the majority of their instructional day participating in fixed-length classes alongside the general student population. Students may utilize supplementary services and/or accommodations as indicated in their IEP Purdue Polytechnic Indianapolis High School provide a flexible structure and supportive relationships to help students with special needs engage in and out of the classroom. Purdue Polytechnic Indianapolis High School 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.

Purdue Polytechnic Indianapolis High School'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 Purdue Polytechnic Indianapolis High School's special education programs and services are provided in accordance with state and federal laws and regulations concerning students with Individualized Education Plans (IEPs).

<u>Educational Continuum and Least Restrictive Environment</u>

- 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

Purdue Polytechnic Indianapolis High School 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 students' 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

Purdue Polytechnic Indianapolis High School will provide a Free and Appropriate Education to all enrolled students with disabilities.

Child Find

Purdue Polytechnic Indianapolis High School 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) are first identified during enrollment at Purdue Polytechnic Indianapolis High School. Students will fill out a Home Language Survey during which they will self-disclose what languages are spoken at home other than English. Those students who indicate other than English will take the state's screening assessment to understand the degree to which the students need assistance in English. The state's English language proficiency assessment will be administered annually with re-tests at regular intervals throughout the school year to determine the level of support students require and to track student progress. Teachers whose students include ELLs will employ the Sheltered Instruction Observation 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.

III. Organizational Viability and Effectiveness

A. Enrollment/Demand

Enrollment

Grade	School Year				
	2017-2018	2018-2019	2019-2020	2020-2021	2021-2022
9th	150	150	150	150	150
10th	--	150	150	150	150
11th	--	--	120	120	120
12th	--	--	--	120	120
Total	***150***	***300***	***420***	***540***	***540***

Purdue Polytechnic Indianapolis High School will open in the fall of 2017 and will provide open enrollment to any student who seeks a polytechnic, STEM-focused education that will prepare them for post-secondary education or a career. The school will open serving students in 9th grade and will add a grade level in each subsequent year until the school reaches full capacity, serving grades 9-12. Purdue Polytechnic's projected maximum student enrollments.

The school will be intentionally small, in order to create a supportive learning community dedicated to assisting students at different levels of high school readiness for the intensive curricula the school will offer. Grade caps at each grade level are set in order to appropriately anticipate student attrition.

Demand

On June 18, 2015, Purdue University formally announced its plans to open Purdue Polytechnic Indianapolis High School. Since then, there has been a significant amount of interest in the school. A web trend analysis shows that in just over a month of Purdue's announcement, there have been 5,680 unique views of Purdue Polytechnic's website and other related news. There have been a total of 6,376 views, meaning that not only are people interested in learning about the school, but many people are following up to learn more.

Additionally, Purdue University set up a booth at the Indiana Black Expo and distributed information about Purdue Polytechnic Indianapolis High School. During this time, the school generated a large amount of interest and there were a large number of students indicating an interest in attending the school as well as parents interested in sending their children to such a school.

Student Recruitment

With the help of Purdue University, Purdue Polytechnic Indianapolis High School has already set a plan in motion to make the community and prospective students aware of the benefits that will come through the high school. A marketing campaign was launched as soon as the development of the school was first announced. Purdue Polytechnic Indianapolis High School anticipates recruiting students through a number of channels.

Outreach to current and prospective partner organizations. Several meetings have been held with potential school partners in order to full explain the school. Promotional materials have been distributed to potential industry partners to help spread the word and make more community members aware of the school. Many of these partners will likely be key referral channels.

News media releases. There have already been a handful of news releases regarding the school. Additional media releases will be released as Purdue Polytechnic receives charter approval and as the school begins accepting student interest forms.

Public information meetings. To supplement other strategies, a number of neighborhood-based informational meetings will be announced and held. This will allows direct interaction with prospective students and allow students and their families to meet with staff, ask questions and pick up enrollment application materials.

Information booths. The school will set up information booths at fairs, festivals, and other events where many Marion County residents will visit. Information has already been disseminated during the Indiana Black Expo in July.
Website development. A website will be developed for the school. The website will include academic program descriptions, enrollment information, and frequently asked questions.
Social media. Facebook and email blasts will be used to disseminate information about Purdue Polytechnic Indianapolis High School and its upcoming events.

Enrollment Process

As a public school, Purdue Polytechnic Indianapolis High School will provide open enrollment for all high school students who wish to attend the school. Admission to the school will not be limited based on intellectual ability or prior academic performance, disability, race, socio-economic status, gender, gender identity, religion, sexual orientation or any other factor that may be considered unlawful. Admissions policies will comply with all applicable state and federal laws.

Any interested student or his/her family will be invited to submit an enrollment application to the school until a set deadline date. All scholars 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 a fair and equal opportunity to enroll in the school.

The lottery will be held at a public location 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 students who submitted a timely enrollment application. These students will be assigned a number, and then numbers will be 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, interested 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 enrolled in the school, the student will be afforded the opportunity to attend the school in successive years without having to re-apply or partake in the school's lottery process. Siblings of enrolled students will be given priority for enrollment.

B. Governance and Management

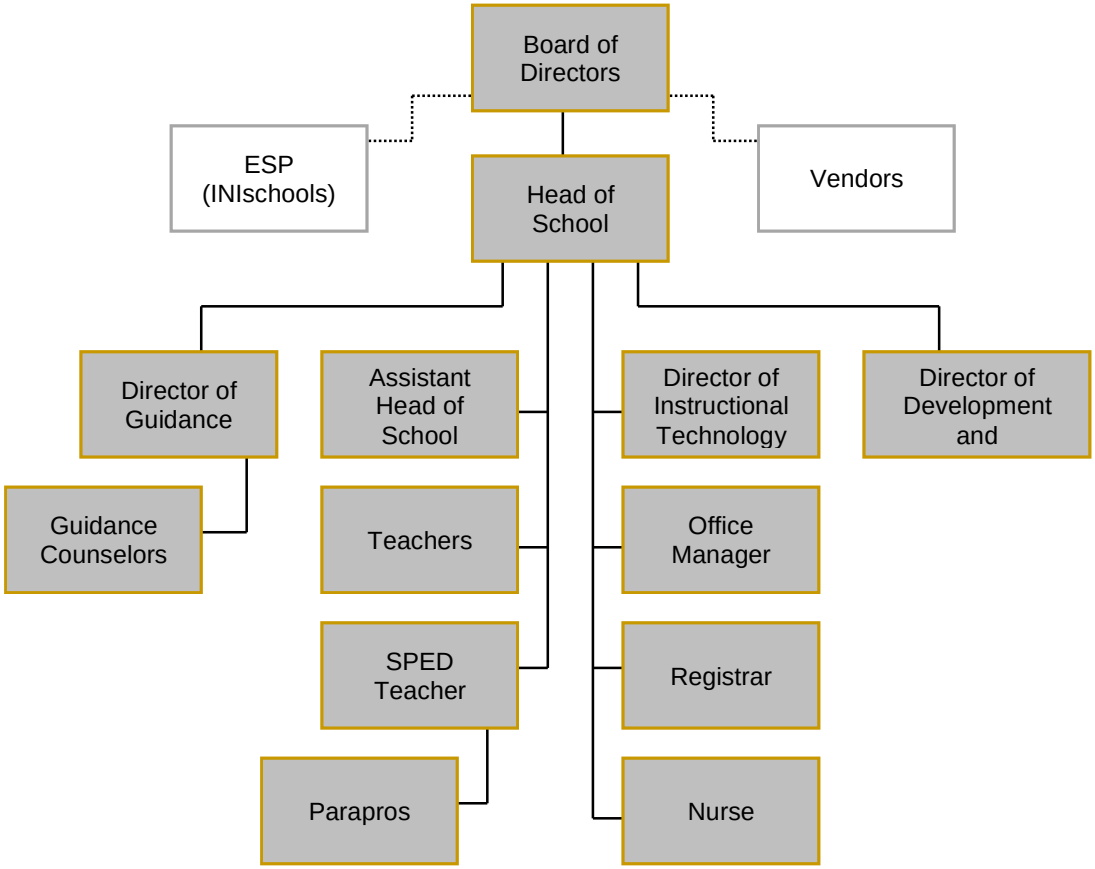
Organizational Structure

Purdue Polytechnic High School of Indianapolis, Inc. has been formed as an Indiana Nonprofit Corporation whose purpose is to oversee the operation of Purdue Polytechnic Indianapolis High School.

The affairs of this corporation shall be managed, controlled, and conducted by, and under supervision of, The Board of Directors. The officers shall consist of Chair, Secretary, and Treasurer and such other officers as the Board of Directors may otherwise elect. The role and responsibilities of each of these positions is further described in the following subsection. Please see the Governance Documentation section for Purdue Polytechnic High School of

Indianapolis, Inc.'s Articles of Incorporation and Bylaws. The Governance Documentation section also includes an engagement letter with Faegre Baker Daniels indicating that the firm will file for the school's 501(c)(3) tax exemption status.

Organizational Chart



Pursuant to its bylaws and Articles of Incorporation, the Board will be composed of no less than three and no greater than fifteen individuals. A number of members of the Board will be appointed by a duly authorized representative of Purdue University with the remaining members elected by the Board of Directors. The Board will contract with an education service provider, the Indiana Network of Independent Schools (INIschools) to assist the Board with its start-up and ongoing operations of the school. The Board will also contract with Purdue University to provide faculty support and expertise in designing and developing the school's educational model, academic program, and curricula.

The Head of School will serve as the chief administrator of Purdue Polytechnic Indianapolis High School and report directly to the Board of Directors. All school staff will report directly to the Head of School. The general governing structure as well as the organizational charter for the school is depicted, above.

Roles and Responsibilities

Board of Directors

The Board supports the school in developing students' academic and lifelong success leading to a positive impact on our communities and local economy. The core functions and responsibilities of the Board of Directors include:

- Act as the final authority for the school.
- Define a clear vision for the school.
- Review, evaluate, and adopt policies related to the school's operations.
- Set school priorities and expectations.
- Adopt performance standards related to the school's academic and operational performance.
- Approve annual budgets, set financial goals, monitor finances, and ensure that school accounts are audited.
- Provide a forum for community members to be heard regarding concerns about the school.
- Hire, evaluate, and hold the school leader accountable to high expectations.
- Act as the authority and oversight for the school's contract with Purdue University and on-going relationship with the university.
- Evaluate its own performance and sometimes take action aimed at improving its own effectiveness in raising student achievement and maintaining the school's operational and financial viability.

Chair

The Board Chair is an active and voting member of the Board of Directors. The Chair shall preside at all meetings of the Board of Directors and shall be responsible for implementing policies established by the Board of Directors. The Chair shall perform such other duties as the Board of Directors may prescribe.

Secretary

The Secretary shall be the custodian of all papers, books, and records of the Corporation other than books of account and financial records. The Secretary shall authenticate records of the Corporation as necessary. The Secretary shall perform the duties usual to such position and other duties as the Board of Directors or the Chair may prescribe.

Treasurer

The Treasurer shall prepare and maintain correct and complete records of account showing accurately the financial condition of the Corporation. All notes, securities, and other assets coming into the possession of the Corporation shall be received, accounted for, and placed in safekeeping as the Treasurer may from time to time prescribe. The Treasurer shall furnish, whenever requested by the Board of Directors or the Chair, a statement of the financial condition of the Corporation and shall perform the duties usual to such position and such other duties as the Board of Directors or the Chair may prescribe.

Other Officers

Each other officer of the Corporation shall perform such duties as the Board of Directors of the Chair may prescribe.

Head of School

The Head of School serves as the chief administrator of the school, chief liaison to Purdue University and the Purdue Polytechnic Institute, as well as the lead liaison within the community. The position is responsible for managing the day-to-day affairs of the school and for implementing and refining policies, programs, and curricular activities in a manner that promotes the educational development and advancement of each student and the professional development of each staff member. The Head of School is responsible for carrying out the vision that Purdue Polytechnic Indianapolis High School will develop a new generation of skilled talent by seamlessly transitioning students from high school and post-secondary education to high-wage, high-demand jobs and implementing the school's mission to develop students' lifeline success by preparing them with the skills needed to succeed in today's workplace through a STEM-focused education and experiential learning. The Head of School's specific responsibilities related to school management, school operations, and community outreach are described in the Head of School's job description, provided in Attachment J.

Assistant Head of School

The Assistant Head of School serves under the Head of school to provide academic leadership for Purdue Polytechnic Indianapolis High School and to ensure a safe learning environment for students and staff, and assists the Head of School in managing the day-to-day affairs of the school. The position is responsible for providing curricular and instructional support to school staff, handling student discipline issues, and serves as the school leader in the Head of School's absence. The Assistant Head of School's specific responsibilities are described in the Assistant Head of School's job description, provided in Attachment J.

Director of Development and Partnerships

The Director of Development and Partnerships is responsible for the overall coordination and execution of donor and corporate relations. The Director of Development and Partnerships' specific responsibilities are described in the Director of Development and Partnerships' job description, provided in Attachment J.

Director of Instructional Technology

The Director of Instructional Technology works under the Head of School to provide leadership and support to school staff with a focus on the integration of educational technology into the learning process. The position is well versed in data analysis and using data to identify opportunities and areas for improvement both operationally and academically. The position oversees the management of the school's essential technology and systems. The Director of Instructional Technology's specific responsibilities are described in the Director of Instructional Technology's job description, provided in Attachment J.

Advisory Board

Purdue Polytechnic Indianapolis High School will offer students significant opportunities to work with local employers through internships, mentors, design-based learning, speakers and worksite visits. Advisory Board members will be appointed by Purdue Polytechnic's Board of Directors. In order to support these talented students, Purdue Polytechnic will convene an

advisory board of individuals, including representatives of local employers, Purdue alumni, community leaders and public sector representatives to:

- Identify internship opportunities for all students in their final year of high school.
- Leverage networks to provide students with professional mentors who can offer advice and guidance about academic matters, career options and workplace expectations for students.
- Offer opportunities for students and staff to visit worksites, observe operations and talk with employees about their work.
- Identify speakers who can talk with students on campus about careers and industry trends.
- Review Purdue Polytechnic curricula to ensure that students will graduate with the skills and technical expertise employers expect.
- Support the success of Purdue Polytechnic and its students and assure its sustainability.

Advisory Board members will have the opportunity to participate on one or more subcommittees focused on the three pathways offered students: logistics and advanced manufacturing, information technology and general STEM. Each subcommittee will be responsible for reviewing the curriculum of a pathway and identifying opportunities for students who elect that pathway. In addition, all board members will support enrichment opportunities for students in their formative years at the school, prior to selecting a pathway.

The Advisory Board will begin its work prior to the opening of Purdue Polytechnic in August, 2017. In 2016, there will be two meetings of the board to provide an overview of the school, enable advisory board members to meet the principal and other key school leaders and to review curriculum development and plans for student remediation and enrichment. In this first year, advisory board members will focus on identifying enrichment opportunities for students in their first two years of attendance at Purdue Polytechnic, with a particular emphasis on identifying industry mentors, speakers, and opportunities for worksite visits and shadowing by students in the workplace. Advisory board members will also have the opportunity to advise faculty and staff from the Purdue Polytechnic Institute as they develop the specific curricula for the three pathways.

Meetings of the advisory board and its subcommittees will be more frequent beginning in 2017, as the school opens and classes begin. In addition to ensuring that each incoming student has a mentor, the advisory board members will work with teachers to identify enrichment opportunities for students in their first years at Purdue Polytechnic. Work will also begin on identifying internships for students during their fourth year at the school.

The success of Purdue Polytechnic depends on support from the Indianapolis community and the Purdue alumni network. Through active participation in the Purdue Polytechnic Advisory Board, members can help develop the next generation of skilled talent in Central Indiana and ensure that these students are prepared to earn a living wage throughout their careers.

At the time of charter submission, members of Purdue Polytechnic's school development team have met with a number of local employers, Purdue alumni, community leaders and public

sector representatives who have expressed interest in serving in an advisory capacity. Formal appointments to the Board will take place upon charter approval.

Governing Board

Board Member Information

Gary Bertoline, Dean and Distinguished Professor, Purdue University, Polytechnic Institute. Dr. Gary Bertoline is the Dean of the Purdue Polytechnic Institute and a Distinguished Professor of Computer Graphics Technology and Computer & Information Technology at Purdue University. He earned his PhD at The Ohio State University in Industrial Technology Education and was on the faculty in the College of Engineering for 3 years before coming to Purdue University in 1990. From 1995 through 2002, Gary served as Department Head of Computer Graphics Technology at Purdue University. He also served 5-years as the Associate Dean for Graduate Programs in the College of Technology before becoming dean of the college.

Gary led the development of the Envision Center for Data Perceptualization at Purdue University and served as its Director for 5 years. Gary also had a major role in the build-out of Purdue's campus cyberinfrastructure while serving as Associate VP and Director of the Rosen Center for Advanced Computing (RCAC) that he co-founded. He recently co-founded the Indiana Next Generation Manufacturing Competitiveness Center (IN-MaC) as well as the Polytechnic Institute at Purdue University. The Polytechnic initiative is a major effort to transform the college's curricula and learning experience for the students to prepare graduate for the 21st century requirements of industry and society.

He has authored numerous papers in journals and trade publications on engineering and computer graphics, computer-aided design, and visualization research. He has authored and co-authored seven text books in the areas of computer-aided design and engineering design graphics. Gary's research interests are in scientific visualization, interactive immersive environments, distributed and grid computing, workforce education and STEM education.

Julie Griffith, Vice President for Public Affairs, Purdue University. Julie has served in role as Vice President for Public Affairs since 2011. Previous to her University appointment, Julie served as Duke Energy's Vice President of Government Affairs & Foundation Relations. She served in roles of increasing responsibility within Duke and its predecessor companies, as well as that of Spectra Energy, a Texas-based energy company and its predecessor companies and has an extensive background in marketing, business development, and government and regulatory affairs.

Purdue's Office of Public Affairs includes the Office of Engagement, Technical Assistance Program, Purdue Healthcare Advisors, Purdue Center for Regional Development, Governmental Relations, Community Relations, Marketing and Media, Purdue's radio station WBAA and Trademarks and Licensing.

Julie is committed to her community and currently serves on the boards of the International Center, American Lung Association, Conexus, Community Action of Greater Indianapolis, Connect2Help, the Wabash Center, Greater Lafayette Chamber, Indiana Societies of both Washington D.C. and Chicago, the Dean's Advisory Council for Ball State University's College of Sciences and Humanities and Council of Advisors.

Her former affiliations include the Boards of Directors of Big Brothers Big Sisters of Central Indiana, the Ruth Lilly Health Education Center, Richard G. Lugar Excellence in Public Service Series, Rivers Institute of Hanover College, Young Voices of Indianapolis, Indianapolis Opera and the Business Council of Women in Government.

George Pillow, President, Pillow Logistics. George E. Pillow, Jr. is President and Chief Executive Officer of Pillow Logistics. Pillow Logistics is one of the four largest independent courier companies in the State of Indiana, according to the Indianapolis Business Journal.

Celebrating its twenty sixth year in business, Pillow Logistics maintains an impressive client list including: IU Health (Methodist, IU and Riley Hospitals), Andrew's Air Force Base in Maryland, Wishard Health Services, Eli Lilly and Company, and G-Tech (lottery terminals).

George began his road to success at Shortridge High School in Indianapolis. In 1967, he discovered basketball, a favorite past time, which took him to All City, All Sectional, All Regional, All State, and Indiana All Star. He was also named the Outstanding Athlete of the Year at Shortridge High School.

Mr. Pillow went on to Indiana State University, where he established himself as one of basketball's greatest. A few of his most memorable highlights in 1971 include All Conference, Most Valuable Player, Leading Scorer, and Converse All American. George was recently inducted into the Indiana Basketball Hall of Fame, as well as the Indiana State University Hall of Fame.

After graduating from Indiana State University, George embarked on an equally impressive business career, first as a Senior Account Manager at Xerox Corporation, then as Cabinet Member under former Governor Robert Orr. In 1984, George was awarded the Sagamore of the Wabash by Governor Robert Orr; the highest honor in the State given to an individual. His final stop prior to founding Pillow Express Delivery, Inc. was the Assistant Executive Administrator for the Department of Health and Human Services.

Currently Mr. Pillow is serving as a Commissioner on the Indiana Horse Racing Commission of Indiana. George has served as a trustee of the Children's Museum, the largest children's museum in the United States. He has also served as Executive Board member of the Indianapolis Chamber of Commerce Advisory Board, the Eiteljorg Museum, City of Indianapolis Economic Development Commission, and Stanley K. Lacy Leadership Graduates. George has continued to be a community leader and business advocate by serving with the Organizing Committee to bring the National Athletic Collegiate Association Headquarters from Missouri, Kansas to Indianapolis, Indiana, the Transition Team for Governor-Elect Mitchell Daniels, as well as Committee member for the State of Indiana Interstate I-69 Highway Project; the Assistant Executive Coordinator for the Circle City Classic, and finally, as a Trustee on the Board of Indiana State University and on the board of Directors for the Columbia Club.

Jamal Smith, Executive Director, Indiana Civil Rights Commission. Jamal Smith currently serves the State of Indiana as Executive Director of the Indiana Civil Rights Commission; transitioning from his role as the Governor's Senior Advisor for Minority Affairs. Prior to his position with the

State of Indiana, Jamal was the Director of Marketing and Business Development for United States Synchronized Swimming (USSS), the National Governing Body for the Olympic Sport of Synchronized Swimming.

Over the past 14-years, Jamal's professional experiences have included government affairs, marketing & business development, event management, as well as community engagement. He has managed teams of professionals and oversees a budget of more than $12 million. Jamal has participated on sales teams that have generated an excess of $16 million, developed and implemented organizational marketing plans, and led recruitment campaigns resulting in increases of more than 300%. In addition, Jamal has overseen more than twelve (12) international events including the selection and announcement of the 2008 Olympic Synchronized Swimming Team.

As Executive Director of the Indiana Civil Rights Commission, Jamal's recent focus has been the oversight and implementation of many of the State's programs and initiatives; ensuring the inclusion of Indiana's most underrepresented populations. Jamal continuously pulls from his experiences with the Black Coaches Association (BCA), where he transformed the BCA membership from 249 members to 3,000+, organized collaborative relationships with similar organizations, and orchestrated conversation amongst NCAA athletic directors (AD) resulting in a 200% increase in AD membership activity.

Jamal is recognized as a leader professionally as well as throughout the community. His diverse group of board appointments includes serving as Chair of the Governor's Commission on Minority and Women's Business Enterprises, the Indiana Blood Bank Board of Directors and the Indiana Health Information Technology, Inc. Board of Directors. In addition, Mr. Smith spends a great deal of time as a basketball coach and mentor within the city of Indianapolis. For this work, he was honored recently with the 2014 Rev. Charles Williams Award from Indiana Sports Corp and Indiana Black Expo.

Jamal graduated from Wright State University in 1999 with a bachelor's degree in History; completing his MBA in 2000, also from Wright State University. His undergraduate tenure includes a successful career as an intercollegiate basketball player. As a student athlete, Jamal has received many awards and much recognition for his performances on the court as well as in the classroom. Mr. Smith went on to continue his education at Purdue University where he graduated in 2002 with an MS Degree in Sports Management & Athletic Administration.

Maureen Weber, Sr. Vice President and Chief Strategy Officer, PLTW. As Chief Strategy Officer, Maureen Weber supports the successful growth of the organization, helping to provide the vision, leadership, and management necessary to execute day-to-day operations and implement high-impact company growth strategies.

Ms. Weber joined PLTW from Indiana University Health, the most comprehensive healthcare system in Indiana, where she served as the vice president of customer experience. In this capacity, she was responsible for building and executing strategies to drive service

improvements across the care continuum and enhancing convenience of and access to system services. She also served in a number of operational and policymaking roles for the State of Indiana and was accountable for leading the transformational agenda for several state agencies.

Ms. Weber chairs the Indiana Charter School Board, is a member of the Executive Committee of EmployIndy, and serves on a variety of other boards and commissions in the Indianapolis community.
Ms. Weber earned a juris doctorate from the Georgetown University Law Center, where she served on the Georgetown Journal of Law & Public Policy, and a bachelor's degree from the Georgetown University School of Foreign Service, with a concentration in Science and Technology in International Affairs.

Each Director's resume and signed memorandum are provided in the Leadership Information section.

Policy- & Decision-Making
Purdue Polytechnic High School of Indianapolis Inc.'s Board of Directors is the sole governing authority of Purdue Polytechnic Indianapolis High School and has the power and authority to establish policies for and make decisions on behalf of the school. The Board of Directors will establish policies used by the school to conduct operations, including finances, enrollment, program evaluation, evaluating the school leader, and other operational aspects. The Board may establish new or change existing policies by taking action with a majority vote during an official Board meeting. The Board will request input from school leadership, Purdue University, industry partners, and the community at large in establishing school policies that affect the betterment of the school.

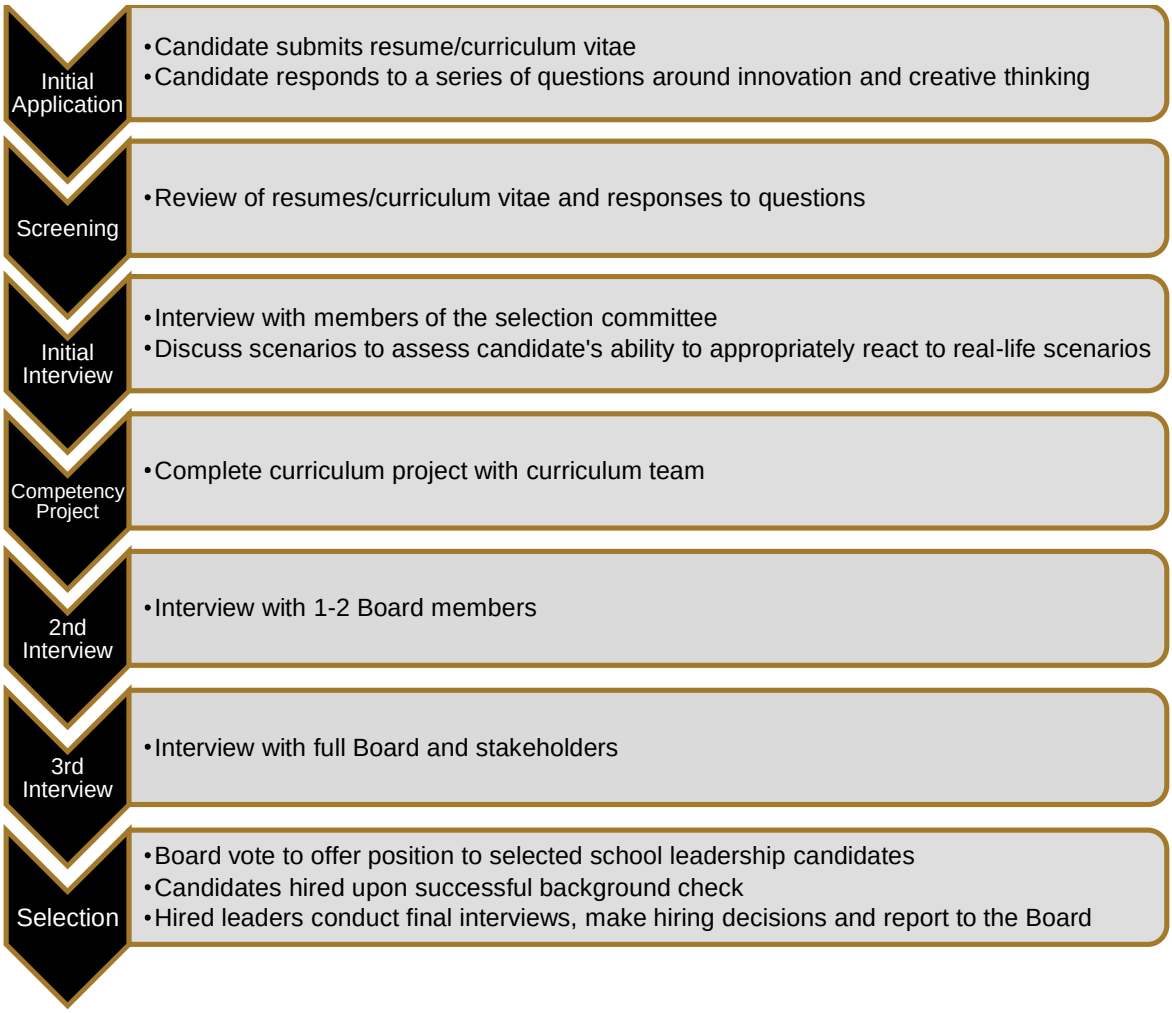
Board Development
At the time of prospectus submission Purdue Polytechnic Indianapolis High School's Board of Directors consists of five high caliber individuals who have ample leadership experience and collectively have over 30 years serving on Boards of Directors. The Board Chair will be an active participant in all board education opportunities offered through the Mayor's Office of Education Innovation. In evaluating its own performance, the Board may move to take action aimed at improving its own effectiveness in raising student achievement and maintaining the school's operational and financial viability. In such event, the Board will consult with experienced education providers or the Office of Education Innovation to determine board development and training opportunities.

The Board intends to be fully engaged in the oversight and governance of Purdue Polytechnic Indianapolis High School. At full capacity, the Board will consist of no less than three and no greater than fifteen individuals. The Board will strive to be well-balanced and maintain its membership with subject-matter expertise in education, legal matters, finance, business, community leadership, and the industries related to the school's available career pathways. The Board will seek to recruit individuals to fill any gaps in these areas by resolution of the Board of

Directors from time to time. The Board will also include at least one Purdue University representative (please refer to the Board's Bylaws in the Governance Documentation section).

School Leadership & Staff Recruitment

A high quality school leader and effective staff will be critical to the success of Purdue Polytechnic Indianapolis High School. The Board will make the final selection of the Head of School and will work with its partners at Purdue University to screen candidates, select finalists, and identify the school leader. The Board also anticipates working with community and business leaders to develop a selection committee and solicit input on selecting a final school leader candidate. The process of hiring a school leader is outlined below.



The Board will solicit interest from prospective school leader candidates immediately following charter approval. To find the best possible leader for the new, innovative Purdue Polytechnic Indianapolis High School, the Board will cast a wide net for recruitment and the position will also be appropriately and competitively salaried in order to attract such top talent. The school will utilize national networks, to recruit top talent for the Head of School position, including:

- Indiana School Personnel Job Bank (Department of Education)
- Purdue networks, including alumni newsletters, doctoral program network, etc.
- National Alliance for Public Charter Schools' job board
- National Association of Black School Educators
- National Association of School Principals
- Marian University's Academy for Teaching and Learning Leadership

In addition to the above resources, job announcements will be posted at Purdue University as well as other area universities and Purdue Polytechnic Indianapolis High School will reach out to the I-STEM Resource Network to help spread the word of available teaching positions at the school. Lastly, Purdue Polytechnic Indianapolis High School will engage various transition to teaching programs, including the Woodrow Wilson Teaching Fellowship, with the goal to find industry experts who have made a conscious decision to utilize their skills to engage a new generation of students and future workers.

The qualifications of the selected Head of School will include:

- Bachelor's degree in relevant field required, Master's degree or PhD preferred
- Current Indiana Administrator's license preferred but not required
- 5+ years in a school-related leadership role
- Prior experience successfully managing professionals
- Familiarity with experiential learning and educating students in a STEM-focused environment
- Prior experience in urban education required
- Strong communicator at a variety of levels

Please see Attachment J for The Head of School's job description.

Education Service Provider

Purdue Polytechnic High School of Indianapolis, Inc. intends to contract with the Indiana Network of Independent Schools, LLC (INIschools) to provide the school with assistance in its start-up operations and provide ongoing services to help ensure the school is operating at full capacity. A formal services agreement between the Board and INIschools will be negotiated upon charter approval. 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 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.

Purdue Polytechnic High School of Indianapolis, Inc. will evaluate the performance of INIschools and hold it accountable under its services agreement. The Board and selected Head of School will have continuous communication with INIschools and hold it accountable to all terms of the written performance agreement. Further, the Board will monitor school performance to determine whether INIschools is having a significant impact on the school's academic and organizational performance. Furthermore, the Board's contract with INIschools will contain a termination clause which provides the school with the authority to terminate its relationship with INIschools at any time should the Board find that INIschools is no longer needed or not delivering on its intended benefit.

Please see the Educational Service Provider Questionnaire for more information on INIschools as well as a draft copy of the INIschools' proposed services agreement.

School Development

In addition to the Board of Directors, the following individuals have been integral in the development of Purdue Polytechnic Indianapolis High School and will continue to be integral throughout the school's start-up.

Dr. Gina DelSanto, Chief of Staff, Purdue University. Gina earned a Master's and Ph.D. in the humanities from Indiana University. She has spent most of her career in higher education, including administrative positions as director of learning support programs and as associate provost at Butler University. As senior deputy commissioner for the Indiana Department of Workforce Development, Gina oversaw the state's adult education program; the Career and Technical Education program; and training and support programs aimed at reducing the state's middle skills gap. Since 2006, Gina has served on the board of directors for Goodwill Education Initiatives, the organization holding the charters for the Indianapolis Metropolitan High School and the Excel Centers.

Role in school development: Gina has joined leaders from Purdue, EmployIndy, the Office of Indianapolis Mayor Greg Ballard, and others in the foundational planning for the Purdue Polytechnic Indianapolis High School. She represents Purdue's president in those discussions and briefs him on key decisions and progress on the initiative.

Brooke Huntington, Assistant Dean of K12 Outreach, Purdue University, Purdue Polytechnic Institute. In August 2015, Brooke Huntington was named Assistant Dean of K12 Outreach for the Purdue Polytechnic Institute. Raised in Madison, Indiana, Huntington began her career after graduation from Butler University with ArvinMeritor Inc. in Columbus, Indiana. At ArvinMeritor Inc. she held several management positions in product and market development including extended assignments in Sao Paulo, Brazil and Queretaro, Mexico. She completed her MBA from Indiana University Kelley School of Business in 2002. Brooke has served as the Deputy Commissioner for Driver and Vehicle Services for the Indiana Bureau of Motor Vehicles, Executive Director of Workforce and Economic Development for the Ivy Tech Community College of Indiana, and the Deputy Commissioner for Customer Solutions for the Indiana Department of Workforce Development. For the last seven years Brooke held the role of

president and chief executive officer of EmployIndy where she worked closely with industry leaders, educators, government, and philanthropy to transform Indianapolis' talent pipeline.

Role in school development: Brooke will oversee the development and start-up activities of Purdue Polytechnic Indianapolis High School.

Kevin Kaluf,Ph.D, K-12 Education Director, Purdue University, Purdue Polytechnic Institute. Kevin is the Purdue Polytechnic K-12 Education Director. Dr. Kaluf served as a post-doctoral research associate for the Dean's Office the last year assisting Dean Bertoline with the beginning development of the Purdue Polytechnic Indianapolis High School. He earned his doctorate degree in Engineering/Technology Education from Purdue as well as earning a MS degree in Educational Leadership and BS degree in Technology Education from Purdue. Kevin also has a MA degree in Curriculum/Instruction from Olivet Nazarene University, a certificate in Charter School Leadership from Ball State, and has been very active as a Core Training Instructor with Project Lead the Way (PLTW) for many years. Kevin was a Technology/Pre-Engineering Teacher at Kankakee Valley High School in Wheatfield, IN for 12-years. Dr. Kaluf will oversee all aspects of K-12 STEM education-related activities for the Polytechnic Institute.

Role in school development: Dr. Kaluf will be responsible for planning, startup work and being a continuing liaison with the Purdue Polytechnic Indianapolis High School, with a special emphasis on creation of the high school curriculum.

Janet Rummel, Chief Academic Officer, Goodwill Education Initiatives. In this role, Janet supports the curriculum development of 13 Excel Centers and the Indianapolis Metropolitan High School. Janet has a Master's of Science in Education and is a doctoral candidate (PhD Curriculum and Instruction, Purdue University). Her professional experience includes years of service as a master teacher as well as administrative leadership roles, both in schools and in the Indiana State Department of Education and the Center for College and Career Readiness. Janet is a national expert in curriculum and provides consulting services to clients across the country. Janet has assisted every Excel Center with ensuring that its curriculum is aligned to state standards. Her experience developing curricula has ultimately led to over 1,000 adults earning their high school diplomas through Excel Centers.

Role in school development: Janet brings K-12 and STEM curriculum expertise in developing the curriculum for Purdue Polytechnic Indianapolis High School. Janet has played an integral role in developing the school's academic programming and curricula and will continue working with the school to further develop and refine its curricula.

Dr. Geanie Umberger, Associate Dean of Engagement, Purdue University Purdue Polytechnic Institute. Dr. Umberger currently teaches courses in regulatory science at Purdue and in Tanzania, Africa. Her research interests are in patient safety, access to safe and effective mediations, and technology innovation. Prior to joining to College, she was the Assistant Vice President for Research at Purdue where she focused on industry-academic research relationships, technology transfer, and economic development. In addition to her academic experiences, Dr. Umberger worked for IBM and Lexmark International, REGISTRAT (Contract

Research Organization), NIOSH, and Bristol Myers-Squibb. Additionally she helped run her family-owned business, Hutchison Drug Store which started in 1926. She earned her doctorate degree in Anatomy and Neurobiology from the University of Kentucky, College of Medicine; her MS in Public Health from the University of Kentucky College of Pharmacy. As Associate Dean for Engagement, Dr. Umberger is responsible for the college's relationships with corporate, academic, and government partners. In addition to building these relationships, she is responsible for the college's senior capstone and internship programs, workforce education and development, and advanced manufacturing programs.

Role in school development: Dr. Umberger will leverage her role with Purdue University to identify industry partners for Purdue Polytechnic Indianapolis High School.

C. Community Partnerships

Strong partnerships with industry organizations are critical to the success of Purdue Polytechnic Indianapolis High School. The school's educational model is designed upon the notion that in order to best prepare students for careers, those industries must be involved with the design of the school. Members of the school development team have reached out to multiple organizations to secure formal commitments to provide input and advisory in the school's curriculum, and to provide internships and business mentorships, as necessary and when possible. To date, letters of support have been collected from the Indiana Manufacturers Association and Conexus Indiana. Both of these organizations represent numerous industry partners in the advanced manufacturing, supply chain and logistics, and computer information technology fields.

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?
Purdue University	Mitchell E. Daniels, Jr. President	Hovde Hall, Room 200 610 Purdue Mall West Lafayette, IN 47907 765-494-9708	Endorsement for establishing the school; provision of financial support	Yes
EmployIndy	Nicole Thompson, Interim President and CEO	115 W. Washington St., Suite 450 South, Indianapolis, IN 46204 317-639-4441	Fiscal agent of school's initial planning grant; provided labor market data and analysis to align curriculum with employer needs	Yes
Indiana Manufacturers Association (includes	Brian Burton, President and CEO	101 W. Washington St., Suite 1050 East, Indianapolis, IN	Participation in industry advisory board; providing internships;	Yes

membership organizations)		46204 317-632-2474	providing business mentors	
Conexus Indiana (includes membership organizations)	Steven Dwyer, President and CEO	111 Monument Circle, Suite 1800, Indianapolis, IN 46204 317-638-2107	Participation in industry advisory board; providing internships; providing business mentors	Yes
Eli Lilly and Company	Robert L. Smith, Senior Director, Corporate Responsibility; President, Eli Lilly and Company Foundation	Lilly Corporate Center Indianapolis, IN 46285 317-276-2000	Participation in industry advisory board; providing internships; providing business mentors	Yes
Ports of Indiana	Rich Cooper, CEO	150 W. Market St., Suite 100 Indianapolis, IN 46204 317-232-9200	Participation in industry advisory board; providing internships; providing business mentors	Yes

Please see Attachment K for letters of support.

D. Budget and Financial Matters

There has already been a considerable amount of resources dedicated to the success of Purdue Polytechnic Indianapolis High School. USA Funds awarded EmployIndy a $500,000 planning grant to establish a plan to develop the school.

The school's Board and its partners plan to diligently seek additional revenue sources to support the start-up and ongoing operations of the school. Several philanthropic and private funders have been approached to support the school, after the school receives charter approval. If invited, Purdue Polytechnic Indianapolis High School also intends to apply to the Walton Family Foundation for a charter school start-up grant.

For the purposes of conservative budgeting, no non-committed funds have been included in the school's budget.

An electronic version of the school's budget has been provided to the Mayor's Office of Education Innovation. Please refer to that document for Purdue Polytechnic Indianapolis High School's detailed five-year budget, cash flow analysis, budget narrative and assumptions.

E. Facility

Following the announcement of the Purdue Polytechnic Indianapolis High School many facility options have been presented to the planning team for consideration. Facility opportunities range from new buildings in the planned 16 Tech corridor to retrofit of existing high school facilities throughout Center Township in Indianapolis. Members of the planning team have visited six

existing, non-school buildings that could potentially house the school as well as a number of former IPS school buildings. These buildings include:

Building Name	Location
PR Mallory Campus	3000 E. Washington St.
Ford Assembly Plant	1315 E. Washington St.
16 Tech	1375 W. 16th St.
Brougher Building	501 S. Meridian St.
Jireh Sports	2259 N. Ralston
Cannon IV	950 N. Dorman St.

In envisioning the school, the building must be inviting and welcoming to students and their families and to businesses and employers. In selecting a school facility, the Board and school development team are considering proximity to industry and business who will hire successful graduates, proximity to transit and other routes to West Lafayette, proximity to a developing neighborhood in need of a high-performing high school, and the cost efficiency of the space.

The facility will reflect the innovative education that is taking place inside. It will provide open, collaborative, and comfortable space for students to work together. The space will be flexible and configurable for the design-based education dynamics and team and peer collaboration. The STEM and workforce basis of the school will necessitate the inclusion of specialized lab areas for science instruction and high-value workforce credentials in the areas of advanced manufacturing and information technology. This includes a need for lab areas to have higher ceilings (~30 ft. high) for equipment accommodation. The school development team estimates the need for approximately 60,000 sq. ft. of space for the school.

The school's development team has also secured a quote regarding insurance for the school, which includes insurance for property, auto, umbrella, workers compensation, and general liability. This quote is provided as Attachment L.

F. Transportation

Purdue Polytechnic Indianapolis High School will be open and accessible to all students. In order to provide all students with an equitable opportunity to attend the school, the Board plans to work with Indianapolis Public Schools by exploring an HB1321 agreement to provide students transportation to and from the school for students living within IPS's boundaries. In the event that a reasonable agreement cannot be reached, the school development team is intentionally seeking a school facility that is located on or near a bus line so that students may use the IndyGo system to attend school. In such case, the school will provide bus passes for those students who qualify for free or reduced price lunch.

ATTACHMENTS

Attachment A: Performance Goals

Purdue Polytechnic Indianapolis High School

Academic Performance Goal 1

Mission Statement:

The mission of Purdue Polytechnic High School is to provide a richly integrated learning environment for students that paves the way towards lifelong success by providing them a hands-on, STEM-focused education and teaching them the skills and knowledge needed to earn a living wage throughout their careers or admission to a post-secondary institution if they choose.

Performance: By graduation, students are prepared for post-secondary education success.

Annual Targets:

Goal: Students graduate from Purdue Polytechnic Indianapolis High School having earned college credit or an industry-recognized credential.					
Charter Year	**Calendar Year**	**Exceeds Standard**	**Meets Standard**	**Approaching Standard**	**Does Not Meet Standard**
1	2017-18	N/A	N/A	N/A	N/A
2	2018-19	N/A	N/A	N/A	N/A
3	2019-20	N/A	N/A	N/A	N/A
4	2020-21	>50%	50 – 40%	30 – 40%	<30%
5	2021-22	>55%	55 – 45%	35 – 45%	<35%
6	2022-23	>60%	60 – 50%	40 – 50%	<40%
7	2023-24	>60%	60 – 50%	40 – 50%	<40%

Assessment Tools and Measures: The number of graduates earning an industry certification or receive at least 3 transcripted college credits

Attachments: N/A

Rationale for Goal and Measures: Preparing students for career pathways and enabling them gain admission into post secondary-secondary education is essential to Purdue Polytechnic's mission.

The measures associated with this goal far exceed the measures set forth by the Indiana Department of Education's (IDOE) A-F College and Career Readiness measure (25%). These measures are appropriately rigorous.

After the school's first year of being evaluated on this goal, the Board of Directors plans to work with the Mayor's Office to re-evaluate these annual targets.

Assessment Reliability and Scoring Consistency: The data used to calculate this measure will be from the Indiana Department of Education's calculated accountability results.

Baseline Data: N/A. Data will be made available when IDOE publishes its college and career readiness measure used to calculate state accountability results. Please note that the school will not produce graduates until after its fourth year of operation (2020-21).

Purdue Polytechnic Indianapolis High School

Academic Performance Goal 2

Mission Statement:

The mission of Purdue Polytechnic High School is to provide a richly integrated learning environment for students that paves the way towards lifelong success by providing them a hands-on, STEM-focused education and teaching them the skills and knowledge needed to earn a living wage throughout their careers or admission to a post-secondary institution if they choose.

Performance: By graduation, students demonstrate the skills needed to be successful in the workplace.

Annual Targets:

Goal: Students demonstrate mastery of identified common employability skills that are highly sought by employers.					
Charter Year	**Calendar Year**	**Exceeds Standard**	**Meets Standard**	**Approaching Standard**	**Does Not Meet Standard**
1	2017-18	N/A	N/A	N/A	N/A
2	2018-19	N/A	N/A	N/A	N/A
3	2019-20	N/A	N/A	N/A	N/A
4	2020-21	≥80% of students "meets standard" or better on the Career Readiness Rubric	70 – 79.9% of students achieve "meets standard" or better on the Career Readiness Rubric	60 – 69.9% of students achieve "meets standard" or better on the Career Readiness Rubric	<60% of students achieve "meets standard" or better on the Career Readiness Rubric
5	2021-22	≥85% of students achieve "meets standard" or better on the Career Readiness Rubric	75 – 84.9% of students achieve "meets standard" or better on the Career Readiness Rubric	65 – 74.9% of students achieve "meets standard" or better on the Career Readiness Rubric	<65% of students achieve "meets standard" or better on the Career Readiness Rubric
6	2022-23	≥90% of students achieve "meets standard" or better on the Career Readiness Rubric	80 – 89.9% of students achieve "meets standard" or better on the Career Readiness Rubric	70 – 79.9% of students achieve "meets standard" or better on the Career Readiness Rubric	<70% of students achieve "meets standard" or better on the Career Readiness Rubric
7	2023-24	≥90% of students achieve "meets standard" or better on the Career Readiness Rubric	80 – 89.9% of students achieve "meets standard" or better on the Career Readiness Rubric	70 – 79.9% of students achieve "meets standard" or better on the Career Readiness Rubric	<70% of students achieve "meets standard" or better on the Career Readiness Rubric

Assessment Tools and Measures: Career Readiness Rubric

Attachments: See Attachment B

Rationale for Goal and Measures: Preparing students for the workplace either immediately after graduation or after they complete post-secondary education is essential to the mission of Purdue Polytechnic Indianapolis High School. In order to be successful in the workplace, students will need to demonstrate the common employability skills that are valued by employers.

After the school's first year of being evaluated on this goal, the Board of Directors plans to work with the Mayor's Office to re-evaluate these annual targets.

Assessment Reliability and Scoring Consistency: The Career Readiness Rubric has been adapted from the US Department of Education's Perkins Collaborative effort and the National Career Readiness Certificate standards.

Baseline Data: N/A

Purdue Polytechnic Indianapolis High School

Operational Performance Goal 1

Mission Statement:

The mission of Purdue Polytechnic High School is to provide a richly integrated learning environment for students that paves the way towards lifelong success by providing them a hands-on, STEM-focused education and teaching them the skills and knowledge needed to earn a living wage throughout their careers or admission to a post-secondary institution if they choose.

Performance: Student remain enrolled in the school to gain the skills and experiences needed to succeed in post-secondary education or the workplace.

Annual Targets:

Goal: The school will maintain a high student retention rate.					
Charter Year	**Calendar Year**	**Exceeds Standard**	**Meets Standard**	**Approaching Standard**	**Does Not Meet Standard**
1	2017-18	N/A	N/A	N/A	N/A
2	2018-19	≥80% of students are retained	70 – 79.9% of students are retained	60 – 69.9% of students are retained	<60% of students are retained
3	2019-20	≥85% of students are retained	75 – 84.9% of students are retained	65 – 74.9% of students are retained	<65% of students are retained
4	2020-21	≥90% of students are retained	80 – 89.9% of students are retained	70 – 79.9% of students are retained	<70% of students are retained
5	2021-22	≥90% of students are retained	80 – 89.9% of students are retained	70 – 79.9% of students are retained	<70% of students are retained
6	2022-23	≥90% of students are retained	80 – 89.9% of students are retained	70 – 79.9% of students are retained	<70% of students are retained
7	2023-24	≥90% of students are retained	80 – 89.9% of students are retained	70 – 79.9% of students are retained	<70% of students are retained

Assessment Tools and Measures: Student enrollment records. The percent of students retained from one school year to the next.

Attachments: N/A

Rationale for Goal and Measures: Maintaining a steady student enrollment is also important to Purdue Polytechnic Indianapolis High School's financial viability and ability to meet its performance goals.

The benchmarks associated with this goal are meant to become more rigorous as the school becomes more well-established and also gains a positive reputation in the community and throughout Marion County.

After the school's first year of being evaluated on this goal, the Board of Directors plans to work with the Mayor's Office to re-evaluate these annual targets.

Assessment Reliability and Scoring Consistency: Accurate student enrollment records are maintained and reported to the Indiana Department of Education on a weekly basis.

Baseline Data: At the recommendation of the Mayor's Office of Education Innovation, student attrition rates from Herron High School (April 2015 Replication Application) were assessed in determining appropriate benchmarks.

Purdue Polytechnic Indianapolis High School

Operational Performance Goal 2

Mission Statement:

The mission of Purdue Polytechnic High School is to provide a richly integrated learning environment for students that paves the way towards lifelong success by providing them a hands-on, STEM-focused education and teaching them the skills and knowledge needed to earn a living wage throughout their careers or admission to a post-secondary institution if they choose.

Performance: All students have access to an industry or faculty mentor and internship.

Annual Targets:

Goal: The total number of secured internships and business and faculty mentors are sufficient for each 12th grader to have an internship or mentor.					
Charter Year	**Calendar Year**	**Exceeds Standard**	**Meets Standard**	**Approaching Standard**	**Does Not Meet Standard**
1	2017-18	N/A	N/A	N/A	N/A
2	2018-19	N/A	N/A	N/A	N/A
3	2019-20	N/A	N/A	N/A	N/A
4	2020-21	>120 total available internships and mentors	120 total available internships and mentors	100 total available internships and mentors	80 or fewer total available internships and mentors
5	2021-22	>120 total available internships and mentors	120 total available internships and mentors	100 total available internships and mentors	80 or fewer total available internships and mentors
6	2022-23	>120 total available internships and mentors	120 total available internships and mentors	100 total available internships and mentors	80 or fewer total available internships and mentors
7	2023-24	>120 total available internships and mentors	120 total available internships and mentors	100 total available internships and mentors	80 or fewer total available internships and mentors

Assessment Tools and Measures: The number of committed internships by industry partners and the number of committed mentorships by industry partners and Purdue faculty.

Attachments: N/A

Rationale for Goal and Measures: Hands-on work experiences and mentors help students learn the skills needed to be successful in post-secondary education and the workplace.

After the school's first year of being evaluated on this goal, the Board of Directors plans to work with the Mayor's Office to re-evaluate these annual targets.

Assessment Reliability and Scoring Consistency: N/A

Baseline Data: N/A. Please note that students will not participate in internships until their senior year of high school. The school will open with grade 9 only and grow a grade level each year until it reaches full capacity, serving grades 9-12. The school will begin serving grade 12 during its fourth year of operation (2020-21).

Attachment B: Memorandum of Understanding

PURDUE POLYTECHNIC HIGH SCHOOL OF INDIANAPOLIS, INC.

MEMORANDUM OF UNDERSTANDING

Purdue University ("Purdue") and EmployIndy (the "Parties") are negotiating in good faith the articulation and execution of a formal agreement (the "Formal Agreement") that will contemplate various terms and conditions governing the Parties' relationship in connection with the operation of a STEM-focused charter high school in Indianapolis (the "High School"). By execution of this Memorandum of Understanding (the "MOU"), the Parties express their commitment to collaborate in good faith toward the execution of the Formal Agreement, and they acknowledge and agree that the Formal Agreement will address the following matters, among others:

The governance entity for the High School	EmployIndy will provide for the creation of a nonprofit, tax-exempt legal entity that will govern and oversee the operation of the High School (the "School Corporation"). The governing body of the School Corporation will include one or more representatives appointed by Purdue.
Reimbursement	The Parties will agree on a reimbursement framework that will fairly compensate Purdue (and, if appropriate, the School Corporation) for certain expenses incurred in connection with the operation of the High School.
Performance Standards	The Parties will agree on a set of minimum performance standards for the High School, which may include (among other standards) graduation rates, standardized tests scores, and Indiana Department of Education accountability assessments.
Use of Purdue University name and logo:	Subject to the terms of a licensing agreement customarily required by Purdue, the School Corporation will have the ability to use the name and logo of Purdue in connection with the High School, provided that the High School meets the aforementioned minimum performance standards.
Access to Purdue faculty in classroom settings:	Purdue will make its faculty accessible to the High School's students for classroom instruction. Such access, which may include a minimum number of hours to be agreed upon, may include remote web-based access. Some of the High School's courses may be taught entirely by Purdue faculty.
Access to Purdue assistance on curricular enhancements:	Purdue will provide assistance on curriculum design, will seek to create internship opportunities for the High School's students, and will create other campus-based learning opportunities to further aid the instruction provided by the High School.
Teacher development:	Purdue will work with the School Corporation to create teacher development opportunities to enhance the High School teachers' training.
Consultation on professionals:	The School Corporation and Purdue will consult regularly with one another regarding the selection, evaluation, and retention of various professionals engaged in work on behalf of the High School (e.g., development professionals), whether or not such professionals are Purdue employees.

Intellectual property: The Parties will agree on an intellectual property policy to address the ownership, protection, and licensing of intellectual property created by Purdue (and/or its faculty), the School Corporation (and/or its faculty), or a third party in connection with the operation of the High School.

The matters described above are not intended to, nor shall they be construed as, setting forth binding legal commitments on the Parties to this MOU. The sole obligation to which the Parties commit by execution of this MOU is the obligation to exercise good faith in negotiating, preparing, and executing a Formal Agreement addressing the matters described above. The Parties further acknowledge that the Formal Agreement will be executed by Purdue and the School Corporation.

PURDUE UNIVERSITY

By: Steven R Schultz
Name: Steven R. Schultz
Title: Legal Counsel, Purdue University

Date: 9-4-15

EMPLOYINDY

By: Nicole Thompson
Name: Nicole Thompson
Title: Interim CEO and President

Date: 9-4-15

Attachment C: Career Readiness Rubric

Skill	Evaluation		
	Exceeds Standard	**Meets Standard**	**Below Standard**
Attendance Punctual; demonstrates self-management	Always in class on time; all missed classes are due to excused absences	Consistently shows up to class on time; any missed classes are due to excused absences	Usually not in class on time; absences are unexcused
Time Management Turns in work on time	Always turns work in on time; always focused on the task at hand	Consistently turns work in on time; typically focused on the task at hand	Usually does not turn work in on time; generally not focused on the task at hand
Work Ethic Exhibits strong work ethic; prepared for class	Always prepared for class; always maximizes available class time	Most always prepared for class; frequently uses class time effectively	Often is not prepared for class; frequently uses class time ineffectively
Professionalism Exhibits a positive attitude; Exhibits good behavior; Takes care in personal presentation	Always portrays a positive attitude; always demonstrates good behavior; always demonstrates good personal presentation; embraces new ideas and challenges	Consistently portrays a positive attitude; consistently demonstrates good behavior; consistently demonstrates appropriate personal presentation; open to new ideas and challenges	Generally portrays a negative attitude; does not demonstrate good behavior; demonstrates poor personal presentation; resists new ideas and challenges
Communication Exhibits good listening skills; clear oral and written communication;	Always exhibits good listening skills; always uses clear, appropriate and organized language; able to communicate at a variety of levels	Consistently exhibits good listening skills; consistently uses clear, appropriate, and organized language	Demonstrates poor listening skills; demonstrates poor communication skills by using unclear, inappropriate, or unorganized language
Teamwork Works well within groups; demonstrates responsibility in a team setting	Always works well in a group; demonstrates self-awareness in accepting responsibility in a team setting; demonstrates leadership skills	Consistently works well within groups; demonstrates the ability to work collaboratively; takes initiative in a team setting	Does not work well in groups; demonstrates an unwillingness to work collaboratively; does not take personal responsibility for group work
Critical Thinking Demonstrates problem solving skills	Demonstrates the ability to think through problems, select appropriate strategies, and finds a way to solve problems	Consistently demonstrates problem solving strategies	Avoids problem solving; rarely seeks assistance when needed in solving problems
Quality of Work Academic performance	Always gives a best effort and produces a high quality of work	Consistently gives a best effort and completes all work	Demonstrates minimal effort and does not complete all work

Adapted from the US Department of Education's Perkins Collaborative effort and the National Career Readiness Certificate standards.

ATTACHMENT D: SCHOOL DISCIPLINE POLICY

Purdue Polytechnic Indianapolis High School
School Discipline Policy

Mission: The mission of Purdue Polytechnic High School is to provide a rich integrated learning environment for students that paves the way towards lifelong success by providing them a hands-on, STEM-focused education and teaching them the skills and knowledge needed to earn a living wage throughout their careers and admission to a post-secondary institution if they choose.

Behavior Expectations: Students at Purdue Polytechnic Indianapolis High School are expected to, at all times, uphold the school's three cultural values of academic excellence, professionalism, and collaboration. Students, teachers, administration, and staff are expected to uphold these values and abide by the school's code of conduct:

- Be respectful and accountable to ourselves and our peers.
- Uphold a high level of professionalism both in and outside of school.
- Be fair, responsible, and caring members of our school and community.

Restorative Justice and Positive Behavioral and Interventions Support
Purdue Polytechnic Indianapolis High School employs Restorative Justice to build community and respond to student misconduct, with the goals of repairing harm and restoring relationships between those impacted. The Restorative Justice program utilizes a three-tiered model of prevention/intervention/supported reentry in response to conflict/harm. The practice of restorative justice at Purdue Polytechnic Indianapolis High School emphasizes the importance of:

1. Identifying the harm,
2. Involving all stakeholders to their desired comfort level, and
3. True accountability – taking steps to repair the harm and address its causes to the degree possible

Purdue Polytechnic Indianapolis High School is committed to creating and maintaining a safe, positive, learning community that nurtures and inspires every student to thrive academically, socially, and emotionally. Restorative practices are used to build a sense of school community and resolve conflict by repairing harm and restoring positive relationships through problem-solving sessions where students and educators work together to set academic goals, develop core values for the classroom community, and resolve conflicts. Goals of the School Discipline Policy include[1]:

- Set high expectations for behavior and adopt an instructional approach to discipline.
- Involve families, students, and school personnel, and communicate regularly and clearly.
- Ensure that clear, developmentally appropriate, and proportional consequences apply for misbehavior.
- Create policies that include appropriate procedures for students with disabilities and due process for all students.
- Remove students from the classroom only as a last resort, ensure that alternative settings provide academic instruction, and return students to the classroom as soon as possible.

Grounds for Disciplinary Action
All students are subject to disciplinary action when involved in any of the acts listed below, while on school grounds or at a school activity, during lunchtime (on or off campus), or while going to or coming from school or any activity. Severe behavioral infractions may lead to immediate suspension and/or recommendation for expulsion.

- Violence/Threat of physical aggression
- Possession of a weapon on school property

[1] U.S. Department of Education. (2014). "Guiding Principles: A Resources Guide for Improving School Discipline and Climate."

- Being under the influence and/or being in possession of illegal substances (alcohol, drugs, drug paraphernalia, tobacco, lighter)
- Bullying
- Cheating/plagiarism
- Theft or vandalism
- Chronic misbehavior, including disrespect and classroom disruption
- Chronic insubordination
- Chronic tardiness and/or absences

Suspension Procedure
When the Assistant Head of School determines that a student should be suspended out of school, the following process is initiated:

1. Incident Review: A discussion between the staff member, Purdue University faculty member, or industry partner requesting a student suspension and the Head of School 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 Assistant Head of School; if determined as necessary, the scholar'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.

Expulsion
After a proper investigation and hearing, a student may be expelled when his or her behavior renders it appropriate. Repeated offenses can lead to expulsion. When the Assistant Head of School or designee makes a recommendation for expulsion of students, the Assistant Head of School or designee may suspend the students until the conclusion of expulsion proceedings. This may occur if the school director believes that the students must be suspended immediately to prevent or substantially reduce the risk of:

- Interference with an educational function or school purposes or
- A physical injury to themselves, other students, school employees, or visitors to the school

Expulsion Procedure
When the Assistant Head of School determines that a scholar should be expelled, the following process is put in motion:

1. Incident Review: The staff member, Purdue University faculty member, or industry partner requesting a student expulsion consults with the Assistant Head of School 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 Assistant Head of School to file for an appeal. The appeal will be overseen by an independent authority, typically an uninvolved member of the school leadership team. Failure by the student's parent/guardian to request an appeal will be deemed a waiver of rights administratively to contest the expulsion.
4. Notice of the 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. At the expulsion appeal hearing, the Assistant Head of School 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.

6. 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.

Discipline for Students with Disabilities

Purdue Polytechnic Indianapolis High School will use the following discipline procedures for students with an IEP[2]:

1. "School personnel may remove the student with a disability who violates the code of conduct from his or her current placement to an appropriate interim alternative educational setting (IAES), another setting, or suspension, for not more than 10 consecutive school days to the extent those alternatives are applied to students without disabilities.
2. School personnel may remove the student with a disability who violates the code of conduct from his or her current placement for additional removals of not more than 10 consecutive school days in that same school year for separate incidents of misconduct as long as those removals do not constitute a change of placement.

School personnel may apply the relevant disciplinary procedures to students with disabilities in the same manner and for the same duration as the procedures that would be applied to students without disabilities, if:

- In the MANIFESTATION DETERMINATION review, the behavior that gave rise to the violation of the code of conduct is determined not to be a manifestation of the student's disability;
- SERVICES DURING PERIODS OF REMOVAL are provided to the student; and
- Notification of a CHANGE OF PLACEMENT is given to the student.

School personnel must provide the students removed to a disciplinary alternative education program with written notice of the school's obligation to provide the student with an opportunity to complete coursework required for graduation that: Includes information regarding all methods available for completing the coursework; and States that the methods available for completing the coursework are available at no cost to the student. School personnel may remove the student to an IAES without regard to whether the behavior is determined to be a manifestation of the student's disability, if: There are SPECIAL CIRCUMSTANCES; and The removal is for not more than 45 school days." Students will be removed from the school immediately for the same length of time as a student without an IEP is the expulsion is the result of drugs or bringing a weapon to school.

Disclosure

The Board of Directors of Purdue Polytechnic Indianapolis High School 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.

[2] "The Legal Framework for the Child-Centered Special Education Process," retrieved from http://framework.esc18.net/display/Webforms/ESC18-FW-Summary.aspx?FID=154&DT=T&LID=en

Attachment E: School Calendar

Purdue Polytechnic Indianapolis High School

2017-2018

School Year Calendar

July 17

Su	M	Tu	W	Th	F	Sa
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

August 17

Su	M	Tu	W	Th	F	Sa
		1	2	3	4	5
6		8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

September 17

Su	M	Tu	W	Th	F	Sa
					1	2
3	B	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

October 17

Su	M	Tu	W	Th	F	Sa
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	B	B	28
29	30	31				

November 17

Su	M	Tu	W	Th	F	Sa
			1	2		4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	B	B	25
26	27	28	29	30		

December 17

Su	M	Tu	W	Th	F	Sa
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	B	B	B	B	B	30
31						

January 18

Su	M	Tu	W	Th	F	Sa
	B	B	3	4	5	6
7	8	9	10	11	12	13
14	B	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

February 18

Su	M	Tu	W	Th	F	Sa
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	B	20	21	22	23	24
25	26	27	28			

March 18

Su	M	Tu	W	Th	F	Sa
				1		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

April 18

Su	M	Tu	W	Th	F	Sa
1	B	B	B	B	B	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30					

May 18

Su	M	Tu	W	Th	F	Sa
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	B	29	30	31		

June 18

Su	M	Tu	W	Th	F	Sa
					1	2
3	4	5	6	7	8	9
10	11	12	13	14		16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

July 18

Su	M	Tu	W	Th	F	Sa
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

August 18

Su	M	Tu	W	Th	F	Sa
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

School Closed

Immersion Week

First Day of Trimester

Last Day of Trimester

Report Cards Issued

B School Break/Holiday -
-No classes

Staff Development Day
-No classes

Aug 7 - 1st day of Trimester 1
Sept 4 - Labor Day
Oct 26-27 - Fall Break
Nov 3 - Last day of Trimester 1
Nov 13 - 1st day of Trimester 2
Nov 23-24 - Thanksgiving Break
Dec 21-Jan 3 - Winter Break
Jan 15 - Martin Luther King Jr. Day
Feb 19 - Presidents Day
Mar 2 - Last day of Trimester 2
Mar 12 - 1st day of Trimester 3
Apr 2-6 - Spring Break
May 18 - Memorial Day
Jun 15 - Last day of Trimester 3

195 School Days
21 Staff Development Days

Calendar Template by Vertex42.com

http://www.vertex42.com/calendars/school-calendar.html

Grade 9 Sample Plans of Study

Remediation

	Homeroom/ Advisory	Period 1	Period 2	Period 3/ Lunch	Periods 4-5 PBL Block	Advisory
	8:00 – 8:25	8:30 – 9:30	9:35 – 10:35	10:40 – 12:20	12:25 – 3:25	3:30 – 4:00
Trimester 1	Breakfast Goal Setting Current Events Morning Meetings	Algebra Enrichment	Developmental Reading & Writing	Biology (M,W); Geography & History of the World (T, Th); PE I (F)	Project integration of all courses: Algebra, English Language Arts, Biology, Geography & History of the World, Health & Wellness, Physical Education, Preparing for College & Careers, Digital Applications & Responsibility, Personal Financial Responsibility, Social Emotional Development PBL Focus: Global Health Challenges	Preparing for College & Careers; Social Emotional Learning Program
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Algebra I A	Developmental Reading & Writing	Biology (M,W); Geography & History of the World (T, Th); Health (F)		Digital Applications & Responsibility; Social Emotional Learning Program
Trimester 3	Breakfast Goal Setting Current Events Morning Meetings	Algebra I B	Developmental Reading & Writing	Biology (M,W); Geography & History of the World (T, Th); PE II (F)		Personal Financial Responsibility; Social Emotional Development Program

Credits Earned

Algebra Enrichment; Algebra I A & B	2520 ALG I (*2 Math creditsI)* 2516 ALG I LAB (*1 General Elective credit*)
Developmental Reading & Writing	1120 DEV READING (*1 General Elective credit*) 1036 GENRES LIT (*1 English credit*) 1010 LANG LAB (1 *General Elective credit*) 1062 GRAMMAR (*1 English credit*)
Biology I A & B	3024 BIO I (*2 Science credits*) (Meets Life Science requirement)
Geography & History of the World A & B	1570 GEO-HST WLD (*2 Social Studies Credits*) (Meets World History requirement)
Health	3506 HLTH&WELL (*1 Health credit*)
PE I & II	3542 PHYS ED (*1 PE credit*) 3544 PHYS ED II (*1 PE credit*)
Preparing for College & Careers	5394 PREP CC (*1 Directed Elective credit*) (CTE Pathway course)
Digital Applications & Responsibility	4528 DIG APPS RESP (*1 Directed Elective credit*)
Personal Financial Responsibility	4540 PRS FIN RSP (*1 Directed Elective credit*)

On-Grade Level

	Homeroom/ Advisory	Period 1	Period 2	Period 3/ Lunch	Periods 4-5 PBL Block	Advisory
	8:00 – 8:25	8:30 – 9:30	9:35 – 10:35	10:40 – 12:20	12:25 – 3:25	3:30 – 4:00
Trimester 1	Breakfast Goal Setting Current	World Language I A	English 9 A	Biology (M,W); Geography &	Project integration of all courses: Algebra, English Language Arts,	Preparing for College & Careers; Social

	Events Morning Meetings			History of the World (T, Th); PE I (F)	Biology, Geography & History of the World, Health & Wellness, Physical Education, Preparing for College & Careers, Digital Applications & Responsibility, Personal Financial Responsibility, Social Emotional Development PBL Focus: Global Health Challenges	Emotional Learning Program
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Algebra I A	World Language I B	Biology (M,W); Geography & History of the World (T, Th); Health (F)		Digital Applications & Responsibility; Social Emotional Learning Program
Trimester 3	Breakfast Goal Setting Current Events Morning Meetings	Algebra I B	English 9 B	Biology (M,W); Geography & History of the World (T, Th); PE II (F)		Personal Financial Responsibility; Social Emotional Development Program

Credits Earned

Algebra I A & B	2520 ALG I (*2 Math credits*)
English 9 A & B	1002 ENG 9 (*2 English credits*)
World Language I A & B	*2 World Language credits*
Biology I A & B	3024 BIO I (*2 Science credits*) (Meets Life Science requirement)
Geography & History of the World A & B	1570 GEO-HST WLD (*2 Social Studies Credits*) (Meets World History requirement)
Health	3506 HLTH&WELL (*1 Health credit*)
PE I & II	3542 PHYS ED (*1 PE credit*) 3544 PHYS ED II (*1 PE credit*)
Preparing for College & Careers	5394 PREP CC (*1 Directed Elective credit*) (CTE Pathway course)
Digital Applications & Responsibility	4528 DIG APPS RESP (*1 Directed Elective credit)*
Personal Financial Responsibility	4540 PRS FIN RSP (*1 Directed Elective credit*)

Above Grade Level

	Homeroom/ Advisory	**Period 1**	**Period 2**	**Period 3/ Lunch**	**Periods 4-5 PBL Block**	**Advisory**
	8:00 – 8:25	**8:30 – 9:30**	**9:35 – 10:35**	**10:40 – 12:20**	**12:25 – 3:25**	**3:30 – 4:00**
Trimester 1	Breakfast Goal Setting Current Events Morning Meetings	World Language I A	Honors English 9 A	Biology (M,W); Geography & History of the World (T, Th); PE I (F)	Project integration of all courses: Geometry, English Language Arts, Biology, Geography & History of the World, Health & Wellness, Physical Education, Preparing for College & Careers, Digital Applications & Responsibility, Personal Financial Responsibility,	Preparing for College & Careers; Social Emotional Learning Program
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Honors Geometry A	World Language I B	Biology (M,W); Geography & History of the World (T, Th); Health (F)		Digital Applications & Responsibility; Social Emotional Learning Program
Trimester 3	Breakfast Goal Setting Current Events Morning Meetings	Honors Geometry B	Honors English 9 B	Biology (M,W); Geography & History of the World (T, Th); PE II (F)		Personal Financial Responsibility; Social Emotional Learning Program

					Social Emotional Development PBL Focus: Global Health Challenges	

Credits Earned

Honors Geometry A & B	2532 GEOM A & B (*2 Math credits*)
Honors English 9 A & B	1002 ENG 9 (*2 English credits*)
World Language I A & B	*2 World Language credits*
Biology I A & B	3024 BIO I (*2 Science credits*) (Meets Life Science requirement)
Geography & History of the World A & B	1570 GEO-HST WLD (*2 Social Studies Credits*) (Meets World History requirement)
Health	3506 HLTH&WELL (*1 Health credit*)
PE I & II	3542 PHYS ED (*1 PE credit*) 3544 PHYS ED II (*1 PE credit*)
Preparing for College & Careers	5394 PREP CC (*1 Directed Elective credit*) (CTE Pathway course)
Digital Applications & Responsibility	4528 DIG APPS RESP (*1 Directed Elective credit*)
Personal Financial Responsibility	4540 PRS FIN RSP (*1 Directed Elective credit*)

Grade 10 Sample Plans of Study

Remediation

	Homeroom/ Advisory	**Period 1**	**Period 2**	**Period 3/ Lunch**	**Periods 4-5 PBL Block**	**Advisory**
	8:00 – 8:25	**8:30 – 9:30**	**9:35 – 10:35**	**10:40 – 12:20**	**12:25 – 3:25**	**3:30 – 4:00**
Trimester 1	Breakfast Goal Setting Current Events Morning Meetings	Algebra I A	Developmental Reading and Writing	Chemistry (M,W,F); US History (T, Th)	Project integration of all courses: Geometry, English Language Arts, Chemistry, US History, Introduction to Design Processes, Career Information & Exploration, Social Emotional Development PBL Focus: Energy and the Environment	Introduction to Design Processes; Social Emotional Learning Program
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Algebra I B	English 10 A	Chemistry (M,W, F); US History (T, Th)		Introduction to Design Processes; Social Emotional Learning Program
Trimester 3	Breakfast Goal Setting Current Events Morning Meetings	Geometry A **Grade 10 Mathematics Summative Assessment**	English 10 B **Grade 10 English Language Arts Summative Assessment**	Chemistry (M,W, F); US History (T, Th) **Grade 10 Science Summative Assessment**		Career Information & Exploration; Social Emotional Learning Program

Credits Earned

Algebra I A & B	2520 ALG I (*2 Math credits*)
Geometry A	2532 GEOM A (*1 Math credit*)
Developmental Reading & Writing	1120 DEV READING (*1 General Elective credit*) 1010 LANG LAB (*1 General Elective credit*)
English 10 A & B	1004 ENG 10 (*2 English credits*)
Chemistry I A & B	3064 CHEM I (*2 Science credits*) (Meets Physical Science requirement)

US History A & B	1542 US HIST (*2 Social Studies credits*) (Meets US History requirement)
Introduction to Design Processes	4794 INT DES PRO (*2 Directed Elective credits*)
Career Information & Exploration	0522 CARR INFO (*1 General Elective credit*)

On-Grade Level

	Homeroom/ Advisory	**Period 1**	**Period 2**	**Period 3/ Lunch**	**Periods 4-5 PBL Block**	**Advisory**
	8:00 – 8:25	**8:30 – 9:30**	**9:35 – 10:35**	**10:40 – 12:20**	**12:25 – 3:25**	**3:30 – 4:00**
Trimester 1	Breakfast Goal Setting Current Events Morning Meetings	World Language II A	English 10 A	Chemistry (M,W,F); US History (T, Th)	Project integration of all courses: Geometry, English Language Arts, Chemistry, US History, Introduction to Design Processes, Career Information & Exploration, Social Emotional Development PBL Focus: Energy and the Environment	Introduction to Design Processes; Social Emotional Learning Program
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Geometry A	World Language II B	Chemistry (M,W, F); US History (T, Th)		Introduction to Design Processes; Social Emotional Learning Program
Trimester 3	Breakfast Goal Setting Current Events Morning Meetings	Geometry B **Grade 10 Mathematics Summative Assessment**	English 10 B **Grade 10 English Language Arts Summative Assessment**	Chemistry (M,W, F); US History (T, Th) **Grade 10 Science Summative Assessment**		Career Information & Exploration; Social Emotional Learning Program

Credits Earned

Geometry A & B	2532 GEOM A & B (*2 Math credits*)
English 10 A & B	1004 ENG 10 (*2 English credits*)
World Language II A & B	*2 World Language credits*
Chemistry I A & B	3064 CHEM I (*2 Science credits*) (Meets Physical Science requirement)
US History A & B	1542 US HIST (*2 Social Studies credits*) (Meets US History requirement)
Introduction to Design Processes	4794 INT DES PRO (*2 Directed Elective credits*)
Career Information & Exploration	0522 CARR INFO (*1 General Elective credit*)

Above Grade Level

	Homeroom/ Advisory	**Period 1**	**Period 2**	**Period 3/ Lunch**	**Periods 4-5 PBL Block**	**Advisory**
	8:00 – 8:25	**8:30 – 9:30**	**9:35 – 10:35**	**10:40 – 12:20**	**12:25 – 3:25**	**3:30 – 4:00**
Trimester 1	Breakfast Goal Setting Current Events Morning Meetings	World Language II A	Honors English 10 A	Chemistry (M,W, F); US History (T, Th)	Project integration of all courses: Geometry, English Language Arts, Chemistry, US History, Career Information & Exploration, Social Emotional	Introduction to Design Processes; Social Emotional Learning Program
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Honors Algebra II A	World Language II B	Chemistry (M,W, F); US History (T, Th)		Introduction to Design Processes; Social Emotional Learning Program
Trimester 3	Breakfast	Honors	Honors	Chemistry		Career

	Goal Setting Current Events Morning Meetings	Algebra II B **Grade 10 Mathematics Summative Assessment**	English 10 B **Grade 10 English Language Arts Summative Assessment**	(M,W, F); US History (T, Th) **Grade 10 Science Summative Assessment**	Development PBL Focus: Energy and the Environment	Information & Exploration; Social Emotional Learning Program

Credits Earned

Honors Algebra II A & B	2522 ALG II A & B (*2 Math credits*)
Honors English 10 A & B	1004 ENG 10 (*2 English credits*)
World Language II A & B	*2 World Language credits*
Chemistry I A & B	3064 CHEM I (*2 Science credits*) (Meets Physical Science requirement)
US History A & B	1542 US HIST (*2 Social Studies credits*) (Meets US History requirement)
Introduction to Design Processes	4794 INT DES PRO (*2 Directed Elective credits*)
Career Information & Exploration	0522 CARR INFO (*1 General Elective credit*)

Grade 11 Sample Plans of Study

Remediation

	Homeroom/ Advisory	**Period 1**	**Period 2**	**Period 3**	**PBL Block/Lunch**
	8:00 – 8:25	**8:30 – 9:30**	**9:35 – 10:35**	**10:40 – 11:40**	**11:45 – 4:00**
Trimester 1	Breakfast Goal Setting Current Events Morning Meetings	Math Lab	Algebra II A	Physics I A	Project integration of all courses, including Expository Writing, Library Media, US Government, Economics, Algebra II, Physics, and CTE Pathway, Meetings with industry mentors PBL Focus: Student Directed STEM Project
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Geometry B	Algebra II B	Physics I B	
Trimester 3	Breakfast Goal Setting Current Events Morning Meetings	Project-Based CTE Coursework {e.g., Advanced Manufacturing I; Computer Programming I; Computer Tech Support; Introduction to Engineering Design & Principles of Engineering}			

Credits Earned

Math Lab	2560 MATH LAB (*1 General Elective credit*)
Geometry B	2532 GEOM B (*1 Math credit*)
Algebra II A & B	2522 ALG II A & B (*2 Math credits*)
Expository Writing	1094 EXPOS WRIT (*1 English credit*)
Library Media	1082 LBRY MEDIA (*1 English credit*)
World Language III A & B	*2 World Language credits*
Physics I A & B	3084 PHYS I (*2 Science credits*)
US Government	1540 US GOVT (*1 Social Studies credit*) (Meets Government requirement)
Economics	1514 ECON (*1 Social Studies credit*) (Meets Economics requirement)
CTE Coursework	*3 Directed Elective credits*
Career Exploration Internship	0530 CARR EXP (*2 General Elective credits*)

On-Grade Level

	Homeroom/ Advisory	**Period 1**	**Period 2**	**Period 3**	**PBL Block/Lunch**
	8:00 – 8:25	**8:30 – 9:30**	**9:35 – 10:35**	**10:40 – 11:40**	**11:45 – 4:00**
Trimester 1	Breakfast Goal Setting Current Events	Algebra II A	World Language III A	Physics I A	Project integration of all courses, including Expository Writing, Library Media, US

	Morning Meetings				Government, Economics, Algebra II, Physics, and CTE Pathway, Meetings with industry mentors PBL Focus: Student Directed STEM Project
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Algebra II B	World Language III B	Physics I B	
Trimester 3	Breakfast Goal Setting Current Events Morning Meetings	Project-Based CTE Coursework {e.g., Advanced Manufacturing I; Computer Programming I; Computer Tech Support; Introduction to Engineering Design & Principles of Engineering}			

Credits Earned

Algebra II A & B	2522 ALG II A & B (*2 Math credits*)
Expository Writing	1094 EXPOS WRIT (*1 English credit*)
Library Media	1082 LBRY MEDIA (*1 English credit*)
World Language III A & B	*2 World Language credits*
Physics I A & B	3084 PHYS I (*2 Science credits*)
US Government	1540 US GOVT (*1 Social Studies credit*) (Meets Government requirement)
Economics	1514 ECON (*1 Social Studies credit*) (Meets Economics requirement)
CTE Coursework	*3 Directed Elective credits*
Career Exploration Internship	0530 CARR EXP (*2 General Elective credits*)

Above Grade Level

	Homeroom/ Advisory	**Period 1**	**Period 2**	**Period 3**	**PBL Block/Lunch**
	8:00 – 8:25	**8:30 – 9:30**	**9:35 – 10:35**	**10:40 – 11:40**	**11:45 – 4:00**
Trimester 1	Breakfast Goal Setting Current Events Morning Meetings	Pre-calculus	World Language III A	Physics I A	Project integration of all courses, including Expository Writing, Library Media, US Government, Economics, Algebra II, Physics, and CTE Pathway, Meetings with industry mentors PBL Focus: Student Directed STEM Project
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Trigonometry	World Language III B	Physics I B	
Trimester 3	Breakfast Goal Setting Current Events Morning Meetings	Project-Based CTE Coursework {e.g., Advanced Manufacturing I; Computer Programming I; Computer Tech Support; Introduction to Engineering Design & Principles of Engineering}			

Credits Earned

Pre-calculus	2564 PRECAL (*1 Math credit*)
Trigonometry	2566 TRIG (*1 Math credit*)
Expository Writing	1094 EXPOS WRIT (*1 English credit*)
Library Media	1082 LBRY MEDIA (*1 English credit*)
World Language III A & B	*2 World Language credits*
Physics I A & B	3084 PHYS I (*2 Science credits*)
US Government	1540 US GOVT (*1 Social Studies credit*) (Meets Government requirement)
Economics	1514 ECON (*1 Social Studies credit*) (Meets Economics requirement)
CTE Coursework	*3 Directed Elective credits*
Career Exploration Internship	0530 CARR EXP (*2 General Elective credits*)

Grade 12 Sample Plans of Study

On-Grade Level

	Homeroom/ Advisory	Period 1	Period 2	Period 3	PBL Block/Lunch
	8:00 – 8:25	8:30 – 9:30	9:35 – 10:35	10:40 – 11:40	11:45 – 4:00
Trimester 1	Breakfast Goal Setting Current Events Morning Meetings	Pre-calculus	ENG 106	Project integration of all courses, including Pre-calculus, Trigonometry, ENG 106, COM 114, Visual Communication, Digital Design, and CTE Pathway Courses PBL Focus: Student Selected STEM Capstone Project	
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Trigonometry	COM 114		
Trimester 3	Breakfast Goal Setting Current Events Morning Meetings	Project-Based CTE Coursework {e.g., Advanced Manufacturing II; Computer Programming II; Infrastructure of the Internet; Engineering Design & Development}			Work Based Learning

Credits Earned

Pre-calculus	2564 PRECAL (*1 Math credit*)
Trigonometry	2566 TRIG (*1 Math credit*)
ENG 106	1124 ADV ENG CC (*1 English credit*)
COM 114	1124 ADV ENG CC (*1 English credit*)
Visual Communication	4086 VIS COMM (*1 Directed Elective credit*) (Fulfills Fine Arts Requirement)
Digital Design	4082 DIG DESIGN (*1 Directed Elective credit*) (Fulfills Fine Arts Requirement)
CTE Coursework	*3 Directed Elective credits*
Work Based Learning	*2 Directed Elective credits*

Above Grade Level

	Homeroom/ Advisory	Period 1	Period 2	Period 3	PBL Block/Lunch
	8:00 – 8:25	8:30 – 9:30	9:35 – 10:35	10:40 – 11:40	11:45 – 4:00
Trimester 1	Breakfast Goal Setting Current Events Morning Meetings	Calculus A	ENG 106	Project integration of all courses, including Calculus, ENG 106, COM 114, Visual Communication, Digital Design, and CTE Pathway Courses PBL Focus: Student Selected STEM Capstone Project	
Trimester 2	Breakfast Goal Setting Current Events Morning Meetings	Trigonometry	COM 114		
Trimester 3	Breakfast Goal Setting Current Events Morning Meetings	Project-Based CTE Coursework {e.g., Advanced Manufacturing II; Computer Programming II; Infrastructure of the Internet; Engineering Design & Development}			Work Based Learning

Credits Earned

Calculus	2527 CALC (*2 Math credits*)
ENG 106	1124 ADV ENG CC (*1 English credit*)
COM 114	1124 ADV ENG CC (*1 English credit*)
Visual Communication	4086 VIS COMM (*1 Directed Elective credit*) (Fulfills Fine Arts Requirement)
Digital Design	4082 DIG DESIGN (*1 Directed Elective credit*) (Fulfills Fine Arts Requirement)
CTE Coursework	*3 Directed Elective credits*
Work Based Learning	*2 Directed Elective credits*

Attachment G: Sample DBL Unit

Sample Grade 9 DBL Unit

Theme: Global Health Challenges

Description:

The Grade 9 Global Health Challenges DBL unit integrates content from Biology, Mathematics (Algebra I, Geometry, and/or Algebra II), English Language Arts, Geography and History of the World, Health, Physical Education, Preparing for College and Careers, Digital Applications and Responsibility, Personal Financial Responsibility, and the Positive Action Social Emotional Development Program. The student experience has four components: 1. Instruction in the fundamentals underlying sciences and skills; 2. Case studies of well documented and difficult health and medicine challenges, such as AIDS in South Africa, malaria in the tropical world, and access to health care in America; 3. Field trips to local health providers and technology companies; and 4. Design-based learning related to local and global health challenges. Students will examine significant issues relating to health, medicine, philanthropy, and policy on a global level. They will investigate physical and community health problems that transcend national borders and have a global political and economic impact. The goal of the unit is to identify and analyze the causes of and to design solutions for health issues around the globe. These goals will be facilitated by collaboration with a wide variety of local, national, and international partners, teachers, and student research. Design-based learning in this unit will allow students to apply what they have studied to address actual concerns in the world through a human-centered design STEM approach. In place of traditional, isolated classes, the DBL block is facilitated by an ensemble of English, social studies, science, mathematics, and technology teachers. Concepts addressed include an overview of communicable and non-communicable diseases; global nutrition, water supply and sanitation; women's health, including prenatal and infant health; and health care issues associated with providing relief to unstable regions and victims of natural disasters.

Learning Objectives			
Mathematics	**Biology**	**Geography & History of the World**	**English Language Arts**
Express appropriate mathematical reasoning by constructing viable arguments, critiquing the reasoning of others, and attending to precision when making mathematical statements and looking for and making use of structure. Apply mathematical knowledge to analyze and model mathematical relationships in the context of a situation in order to make decisions, draw conclusions, and solve problems.	Ask questions and state hypotheses using prior scientific knowledge to help design and guide development and implementation of a scientific investigation; recognize and analyze alternative explanations (hypotheses) and models. Describe and demonstrate that DNA codes for proteins and is the molecular basis for the transfer of biological characteristics from one generation to the next. Demonstrate understanding of the complex interactions among organisms and their environments and the implications of these interactions for biodiversity. Understand interrelationships among science, technology, and human activity, and how they can affect the world.	Explain how democratic societies must balance the rights and responsibilities of individuals with the common good. Explain how decisions concerning the allocation and use of economics resources impact individuals and groups. Describe examples of how geography influences needs, culture, opportunities, choices, interests, and skills. Demonstrate understanding that the study of the continuum of human civilization reveals the ideals, beliefs, values, and institutions of its people.	Generate open ended questions and seek answers through critical analysis of text, media, interviews, and/or observations. Communicate ideas effectively in writing to suit a particular audience and purpose. Communicate ideas effectively in discourse and oral presentations to suit various audiences and purpose.
Indiana College Career Readiness Standards			
Mathematics	**Biology**	**Geography & History of the World**	**English Language Arts**
PROCESS STANDARDS FOR MATHEMATICS	READING STANDARDS FOR LITERACY IN SCIENCE	LITERACY STANDARD IN HISTORY/SOCIAL STUDIES	READING: Nonfiction5 Key Ideas and Textual Support

PS.1: Make sense of problems and persevere in solving them. PS.2: Reason abstractly and quantitatively. PS.3: Construct viable arguments and critique the reasoning of others. PS.4: Model with mathematics PS.5: Use appropriate tools strategically. PS.6: Attend to precision. PS.7: Look for and make use of structure. PS.8: Look for and express regularity in repeated reasoning. CONTENT STANDARDS FOR ALGEBRA I Functions AI.F.2 Linear Equations, Inequalities, and Functions AI.L.2 AI.L.5 AI.L.7 Systems of Equations and Inequalities AI.SEI.4 Quadratic and Exponential Equations and Functions AI.QE.5 Data Analysis and Statistics AI.DS.1 AI.DS.2 AI.DS.3 AI.DS.4 AI.DS.5 AI.DS.6 CONTENT STANDARDS FOR GEOMETRY G.CI.4 G.TS.5 G.TS.6	Key Ideas and Details 9-10.RS.1 9-10.RS.2 Craft and Structure 9-10.RS.4 9-10.RS.5 9-10.RS.6 Integration of Knowledge and Ideas 9-10.RS.7 9-10.RS.8 9-10.RS.9 Range of Reading and Level of Text Complexity 9-10.RS.10 WRITING STANDARS FOR LITERACY IN SCIENCE Text Types and Purposes 9-10.WS.1 9-10.WS.2 Production and Distribution of Writing 9-10.WS.4 9-10.WS.5 9-10.WS.5 Research to Build and Present Knowledge 9-10.WS.7 9-10.WS.8 9-10.WS.9 Range of Writing 9-10.WS.10 CONTENT STANDARDS FOR BIOLOGY I Matter Cycles and Energy Transfer B.3.1 B.3.2 B.3.3 B.3.4 B.3.5 Interdependence B.4.1 B.4.2 B.4.3 B.4.4	Learning Outcomes 9-10.LH.1.1 9-10.LH.1.2 Key Ideas and Textual Support 9-10.LH.2.1 9-10.LH.2.2 9-10.LH.2.3 Structural Elements and Organization 9-10.LH.3.1 9-10.LH.3.2 9-10.LH.3.3 Synthesis and Connection of Ideas 9-10.LH.4.1 9-10.LH.4.2 9-10.LH.4.3 Writing Genres 9-10.LS.5.1 9-10.LS.5.2 The Writing Process 9-10.LS.6.1 9-10.LS.6.2 The Research Process 9-10.7.1 9-10.7.2 9-10.7.3 CONTENT STANDARDS FOR GEOGRAPHY AND HISTORY OF THE WORLD Population Characteristics, Distribution and Migration GHW.3.4 GHW.3.5 Exploration, Conquest, Imperialism and Post-Colonialism GHW.4.4 GHW.4.5 Urban Growth GHW.53 GHW.5.4 Innovations and Revolutions GHW.6.4 GHW.6.5 GHW.6.6 Conflict and Cooperation	9-10.RN.2.1 9-10.RN.2.2 9-10.RN.2.3 Structural Elements and Organization 9-10.RN.3.2 9-10.RN.3.3 Synthesis and Connection of Ideas 9-10.RN.4.1 9-10.RN.4.2 9-10.RN.4.3 READING: Vocabulary 9-10.RV.2.1 9-10.RV.2.3 9-10.RV.2.4 9-10.RV.2.5 Vocabulary in Nonfiction Texts 9-10.RV.3.1 9-10.RV.3.2 9-10.RV.3.3 WRITING Writing Genres: Argumentative and Informative 9-10.W.3.1 9-10.W.3.2 The Writing Process 9-10.W.4 The Research Process: Fining, Assessing, Synthesizing, and Reporting Information 9-10.W.5 Conventions of Standard English: Grammar and Usage, and Punctuation 9-10.W.6.1 Verbs 9-10.W.6.1b Usage 9-10.W.6.1e Punctuation 9-10.W.6.2b SPEAKING AND LISTENING Discussion and Collaboration 9-10.SL.2.1 9-10.SL.2.2 9-10.SL.2.3

	Molecular Basis of Heredity B.5.2 B.5.6 Cellular Reproduction B.6.5 Genetics B.7.5	GHW.7.1 GHW.7.2 GHW.7.3 GHW.7.4 Trade and Commerce GHW.8.1 GHW.8.2 GHW.8.3 Human and Environmental Interactions: Resources, Hazards and Health GHW.9.1 GHW.9.2 GHW.9.3 GHW.9.4 States, Nations and Nation-States GHW.10.1 GHW.10.6 Sports, Recreation and Tourism GHW.11.5 Global Change GHW.12.1 GHW.12.2	9-10.SL.2.4 9-10.SL.2.5 Comprehension 9-10.SL.3.1 9-10.SL.3.2 Presentation of Knowledge and Ideas 9-10.SL.4.1 9-10.SL.4.2
Learning Objectives			
Health & Wellness	**Preparing for College & Careers**	**Digital Applications & Responsibility**	**Personal Financial Responsibility**
Demonstrate the ability to use human development knowledge, social skills, and health enhancing strategies to promote positive relationships and health growth and development throughout the life cycle. Demonstrate the ability to use consumer knowledge, skills, and strategies to develop sound personal health practices involving the use of health care products, services, and community resources. Demonstrate the ability to use human development knowledge, social skills, and health enhancing strategies to promote positive relationships and health growth and development throughout the life cycle.	Evaluate personal characteristics to develop and refine a personal profile. Apply higher order thinking and problem solving processes to make decisions about education, life and career. Demonstrate personal skills needed for success in personal, family, community, and career aspects of life. Demonstrate knowledge and skills needed to navigate life and work environments in the global economy.	Integrate technology to arrange materials and solve problems efficiently. Design documents by using complex features of software to develop advanced documents that are user-friendly. Apply concepts of spreadsheet software to organize and manipulate data. Create a variety of multi-media presentations using appropriate design principles to communicate in a professional manner. Synthesize database management concepts to manage, evaluate, and organize information in an effective manner.	Demonstrate management of individual and family finances by applying reliable information and systematic decision making. Analyze how education, income, career and life choices relate to achieving financial goals. Manage money effectively by developing financial goals and budgets Analyze the features of insurance, its role in balancing risk and benefit in financial planning. Analyze saving and investing to build long-term financial security and wealth.

Demonstrate the ability to use nutrition and fitness knowledge, skills, and strategies to promote a healthy lifestyle. Apply prevention and treatment knowledge, skills, and strategies to reduce susceptibility and manage disease.		Establish communication and collaboration skills using the internet and social media to increase global awareness. Connect functions of technology with computer hardware and software so they make decisions about computer technology.	
Indiana College Career Readiness Standards			
HEALTH AND WELLNESS Students will comprehend concepts related to health promotion and disease prevention to enhance health. HW.1.1 HW.1.2 HW.1.3 HW.1.4 HW.1.5 HW.1.6 HW.1.7 HW.1.8 HW.1.9 Students will analyze the influence of family, peers, culture, media, technology and other factors on health behaviors. HW.2.1 HW.2.2 HW.2.3 HW.2.4 HW.2.5 HW.2.6 HW.2.7 HW.2.8 HW.2.9 HW.2.10 Students will demonstrate the ability to access valid information and products and services to enhance health. HW.3.2 HW.3.3 Students will demonstrate the ability to advocate for personal, family and community health. HW.8.1	PREPARING FOR COLLEGE AND CAREERS Exploring Self PCC-1.1 PCC-1.2 PCC-1.3 Exploring Careers PCC-2.1 PCC-2.2 PCC-2.3 PCC-2.4 Exploring College and Postsecondary Options PCC-3.1 Making Decisions PCC-4.1 PCC.4.2 PCC-4.3 Personal Skills PCC-6.1 PCC-6.2 PCC-6.3 PCC-6.4 PCC-6.5 Employability Skills PCC-7.2 PCC-7.3 PCC-7.4 PCC-7.5	DIGITAL APPLICATIONS AND RESPONSIBILITY Technology as a Planning and Productivity Tool ICT-1.1 ICT-1.2 ICT.1.3 ICT-1.4 ICT-1.5 Document Processing ICT- 2.1 ICT-2.2 ICT-2.3 ICT-2.4 Spreadsheet Software ICT-3.1 ICT-3.2 ICT-3.3 ICT-3.4 ICT-3.5 Presentation Software ICT-4.1 ICT-4.2 ICT-4.3 ICT-4.4 Internet Tools ICT-6.2 ICT-6.3 ICT-6.3	PERSONAL FINANCIAL RESPONSIBILITY Financial Responsibility and Decision Making PFR-1.2 PFR-1.4 PFR-1.6 Relating Income and Careers PFR-2.1 PFR-2.2 PFR-2.3 Planning and Managing Money PFR-3.4 PFR-3.5 Risk Management and Insurance PFR-5.1 PFR-5.2 Saving and Investing PFR-6.1

HW.8.2 HW.8.3 HW.8.4			
Positive Action Social Emotional Development Demonstrate an understanding that self-concept and character are determined by how we behave and how we feel about ourselves when we do various behaviors Demonstrate that making positive and healthy behavioral choices results in feelings of sefl-worth Demonstrate effective study habits and effective time management skills Develop skills to locate, evaluate and interpret career information Develop an awareness of personal abilities, skills, interests and motivations Learn how to interact and work cooperatively in teams Understand the importance of planning Pursue and develop competency in various areas of interest Find balance between work and leisure time Acquire employability skills such as working on a team, problem solving and organizational skills Learn about the rights and responsibilities of employers and employees Learn to respect individual uniqueness in the workplace Understand the importance of responsibility, dependability, punctuality, integrity and effort in the workplace Understand the relationship between educational achievement and career success Explain how work can help to achieve personal success and satisfaction Identify personal preferences and interests influencing career choice and success Understand that the changing workplace requires lifelong learning and acquiring new skills Describe the effect of work on lifestyles Understand the importance of equity and access in career choice Understand that work is an important and satisfying means of personal expression Demonstrate the ability to employ a rational process that avoids rationalizations and elevates logic over emotions Demonstrate the ability to discern the ethical implications of their choices by systematically considering core ethical principles and the discipline to do what they think is right even when it is difficult, risky, or personally costly			

Attachment H: Sample Mathematics Curriculum Map

Algebra I Curriculum Map

Unit 1 (3 weeks)	Unit 2 (4 weeks)	Unit 3 (5 weeks)
Relationships Between Quantities and Expressions	**Reasoning with Linear Equations and Inequalities**	**Modeling and Analyzing Quadratic Functions**
Students will interpret the structure of expressions and solve problems related to unit analysis. Students will address properties of rational and irrational numbers and operations with polynomials in preparation for working with quadratic functions later in the course. Content addressed in Unit 1 will provide a solid foundation for all subsequent units.	Building on standards from middle school, students will analyze linear functions only. Students will (1) investigate key features of graphs; (2) create, solve, and model graphically linear equations and inequalities in one and two variables; (3) create, solve, and model graphically systems of linear equations in two variables; (4) create and interpret systems of inequalities where applicable; for example, students will create a system to define the domain of a particular situation, such as a situation limited to the first quadrant; the focus is not on solving systems of inequalities; (5) rearrange formulas to highlight a quantity of interest; (6) recognize arithmetic sequences as linear functions. Some of the Unit 2 standards will be repeated in Units 3, 4, and 5 as they also apply to quadratic and exponential functions.	Students will analyze quadratic functions only. Students will (1) investigate key features of graphs; (2) solve quadratic equations by taking square roots, factoring ($x^2 + bx + c$ AND $ax^2 + bx + c$), completing the square, and using the quadratic formula; (3) compare and contrast graphs in standard, vertex, and intercept forms. Students will only work with real number solutions.
Enduring Understandings: • The structure of expressions and the meaning of their parts in context. • Appropriateness of units of measure within context. • Similarities between the system of polynomials and the system of integers. • Addition, Subtraction, and Multiplication of polynomials is closed. • Properties of rational and irrational numbers. • Simplify and/or use the operations of addition, subtraction, and multiplication, with radicals within expressions limited to square roots. • Visual representation of radicals.	Enduring Understandings: • Create linear equations and inequalities in one variable and use them in a contextual situation to solve problems. • Create equations in two or more variables to represent relationships between quantities. • Rearrange formulas to highlight a quantity of interest. • Solve linear equations and inequalities in one variable. • Graph linear equations and inequalities in two variables. • Linear equations and inequalities can be represented graphically and solved using real world context. • Solve systems of linear equations in two variables exactly and approximately and explain why the elimination method works to solve a system of two-variable equations. • Graph equations in two variables on a	Enduring Understandings: • The graph of any quadratic function is a vertical and/or horizontal shift of a vertical stretch or shrink of the basic quadratic function $f(x) = x^2$. • The vertex of a quadratic function provides the maximum or minimum output value of the function and the input at which it occurs. • Every quadratic equation can be solved using the Quadratic Formula.

	coordinate plane and label the axes and scales. • Understand the concept of a function and be able to use function notation. • Understand how to interpret linear functions that arise in applications in terms of the context. • When analyzing linear functions, different representations may be used based on the situation presented. • A function may be built to model a relationship between two quantities. • Understand and interpret key features of functions. • Understand how to interpret expressions for functions in terms of the situation they model. • Understand that sequences are functions. • Write recursive and explicit formulas for arithmetic sequences and understand the appropriateness of the use of each.	
Essential Questions: • How do I choose and interpret units of measure in context? • How do I interpret parts of an expression in terms of context? • How are polynomial operations related to operations in the real number system? • How can polynomials be used to express realistic situations? • How do I justify simplification of radicals using visual representations? • Why is the sum or product of rational numbers rational? • Why is the sum of a rational number and irrational number irrational? • Why is the product of a nonzero rational number and an irrational number irrational?	Essential Questions: • How do I justify the solution to an equation? • How do I solve an equation in one variable? • How do I solve an inequality in one variable? • How do I prove that a system of two equations in two variables can be solved by multiplying and adding to produce a system with the same solutions? • How do I solve a system of linear equations graphically? • How do I graph a linear inequality in two variables? • How do I use graphs to represent and solve real-world equations and inequalities? • Why is the concept of a function important and how do I use function notation to show a variety of situations modeled by functions? • How do I interpret functions that arise in applications in terms of context? • How do I use different representations to analyze linear functions? • How do I build a linear function that models a relationship between two quantities? • How do I interpret expressions for functions in terms of the situation they model?	Essential Questions: • How is a relation determined to be quadratic? • How do I choose the most efficient method of solving quadratic equations? • How do the factors of a quadratic functions yield the zeros for that function? • Where is the maximum or minimum value of a quadratic equation located? • How is the quadratic formula developed by completing the square? • How can the quadratic formula be used to find the zeros of a quadratic function? • What information can be gleaned from the table of values and the graph of a relation? • Under what circumstances can one take the square root of both sides of the equation? • What does the domain of a function tell about the quantitative relationship of the given data? • How is the rate of change for a quadratic function different from the rate of change for a linear function? • How can the graph of f(x) = x 2 move left, right, up, down, stretch, or compress? • What are the relative advantages and disadvantages of solving a quadratic function

	• How do I interpret key features of graphs in context? • Why are sequences functions? • How do I write recursive and explicit formulas for arithmetic sequences?	by factoring, completing the square, quadratic formula, or taking the square root of both sides? • How do I justify the quadratic formula? • How do I interpret quadratic functions in context?
Evidence of Learning: • Interpret units of measure in context. • Interpret parts of an expression in terms of context. • Relate polynomial operations to the real number system. • Use polynomials to express realistic situations. • Simplify radicals and justify simplification of radicals using visual representations. • Use the operations of addition, subtraction, and multiplication, with radicals within expressions limited to square roots. • Understand why the sum or product of rational numbers is rational. • Understand why the sum of a rational number and irrational number is irrational. • Understand why the product of a nonzero rational number and an irrational number is irrational. • Understand that results of operations performed between numbers from a particular number set does not always belong to the same set. For example, the sum of two irrational numbers $(2 + \sqrt{3})$ and $(2 - \sqrt{3})$ is 4, which is a rational number; however, the sum of a rational number 2 and irrational number $\sqrt{3}$ is an irrational number $(2 + \sqrt{3})$	Evidence of Learning: • Justify the solution of a linear equation and inequality in one variable. • Justify the solution to a system of 2 equations in two variables. • Solve a system of linear equations in 2 variables by graphing. • Graph a linear inequality in 2 variables. • Explain what it means when two graphs {y = f(x) and y = g(x)} intersect. • Define and use function notation, evaluate functions at any point in the domain, give general statements about how f(x) behaves at different regions in the domain (as x gets very large or very negative, close to 0 etc.), and interpret statements that use function notation. • Explain the difference and relationship between domain and range and find the domain and range of a function from a function equation, table or graph. • Explain why sequences are functions. • Interpret x and y intercepts, where the function is increasing or decreasing, where it is positive or negative, its end behaviors, given the graph, table or algebraic representation of a linear function in terms of the context of the function. • Find and/or interpret appropriate domains and ranges for authentic linear functions. • Calculate and interpret the average rate of change over a given interval of a function from a function equation, graph or table, and explain what that means in terms of the context of the function. • Estimate the rate of change of a function from its graph at any point in its domain. • Explain the relationship between the domain of a function and its graph in general and/or to the context of the function.	Evidence of Learning: • Graph and interpret a quadratic function. • Translate the graph of f(x) = x 2 as directed. • Determine and use the most advantageous method of finding the zeros of a quadratic equation. • Determine the variable rate of change of a quadratic function. • Interpret quadratic functions and its key features in context.

	• Accurately graph a linear function by hand by identifying key features of the function such as the x- and y-intercepts and slope. • Write recursive and explicit formulas for arithmetic sequences.	
Resources: • Brightstorm.com • Illustrative Mathematics • Khan Academy • TheFutureChannel.com • ScaleofUniverse.com • Dimensional Analysis • http://www.alysion.org/dimensional/fun.htm National Library of Virtual Manipulatives – Algebra Tiles. Visualize multiplying algebraic expressions using tiles. • NASA Task: In–depth lesson plan relating linear equations to space suit production.	Resources: • Illustrative Mathematics: Same Solution Task • Illuminations – NCTM.org Balancing Equations Applet	Resources: • Map.mathshell.org • Illustrative Mathematics
Indiana Academic Standards – Algebra I: AI.RNE.1 AI.RNE.2 AI.RNE.3 AI.RNE.4 AI.RNE.5 AI.RNE.7	Indiana Academic Standards – Algebra I: AI.L.1 AI.L.2 AI.L.3 AI.L.4 AI.L.6 AI.L.7 AI.L.8 AI.L.9 AI.L.10 AI.L.11 AI.SEI.1 AI.SEI.2 AI.SEI.3 AI.SEI.4 AI.F.1 AI.F.3 AI.F.4	Indiana Academic Standards – Algebra I: AI.RNE.6 AI.QE.2 AI.QE.3 AI.QE.4 AI.QE.5 AI.QE.6 AI.QE.7 AI.F.1 AI.F.3 AI.F.4

Unit 4 (5 weeks)	Unit 5 (4 weeks)	Unit 6 (3 weeks)
Modeling and Analyzing Exponential Functions	**Comparing and Contrasting Functions**	**Describing Data**
Students will analyze exponential functions only. Students will (1) investigate key features of graphs; (2) create, solve, and model graphically exponential	Students will compare and contrast linear, quadratic, and exponential functions in this unit.	Students will summarize, represent, and interpret data on a single count or measurement variable. Students will summarize, represent, and interpret

equations; (3) recognize geometric sequences as exponential functions.		data on two categorical and quantitative variables. Students will interpret linear models.
Enduring Understandings: • Graph exponential equations in two variables. • Create exponential equations in one variable and use them in a contextual situation to solve problems. • Create equations in two or more variables to represent relationships between quantities. • Solve exponential equations in one variable. • Graph equations in two variables on a coordinate plane and label the axes and scales. • The concept of a function and function notation. • Geometric sequences are functions. • Interpret exponential functions that arise in applications in terms of the context. • Different representations may be used based on the situation presented. • A function may be built to model a relationship between two quantities. • New functions can be created from existing functions. • Construct and compare exponential models and solve problems. • Interpret expressions for functions in terms of the situation they model. • The effect on the graph of replacing f(x) by f(x) + k, k f(x), f(kx), and f(x + k) for specific values of k (both positive and negative); find the value of k given the graphs. • Recognize even and odd functions from their graphs and algebraic expressions for them.	Enduring Understandings: • How to interpret linear and exponential functions that arise in applications in terms of the context. • When analyzing linear and exponential functions, different representations may be used based on the situation presented. • New functions can be created from existing functions. • Understand how to construct and compare linear and exponential models and solve problems. • The graph of any linear function is a straight line. • The graph of any quadratic function is a parabola with a vertex that provides the maximum or minimum output value of the function and the input at which it occurs. • The graph of any exponential function is a curve which either rises or falls sharply as the graph is read from left-to-right. Any exponential function will have a horizontal asymptote. • Linear functions have a constant rate of change. • Exponential functions have a constant percent of change. • Quadratic functions have a variable rate of change that will be positive on one side of the graph and negative on the other side of the graph (divided by the vertical axis of symmetry).	Enduring Understandings: • Data are gathered, displayed, summarized, examined, and interpreted to discover patterns and deviations from patterns. • Which statistics to compare, which plots to use, and what the results of a comparison might mean, depend on the question to be investigated and the real-life actions to be taken. • Understand and be able to use the context of the data to explain why its distribution takes on a particular shape (e.g. are there real-life limits to the values of the data that force skewness?) • When making statistical models, technology is valuable for varying assumptions, exploring consequences and comparing predictions with data. • Causation implies correlation yet correlation does not imply causation.
Essential Questions: • How do I use graphs to represent and solve real-world equations and inequalities? • Why is the concept of a function important and how do I use function notation to show a variety of situations modeled by functions? • Why are geometric sequences functions? • How do I interpret functions that arise in applications in terms of context?	Essential Questions: • How do I use graphs to represent and solve real-world equations and inequalities? • Why is the concept of a function important and how do I use function notation to show a variety of situations modeled by functions? • How do I interpret functions that arise in applications in terms of context? • How do I use different representations to	Essential Questions: • How do I summarize, represent, and interpret data on a single count or measurement variable? • When making decisions or comparisons, what factors are important for me to consider in determining which statistics to compare, which graphical representation to use, and how to interpret the data?

• How do I use different representations to analyze exponential functions? • How do I build an exponential function that models a relationship between two quantities? • How do I build new functions from existing functions? • How can we use real-world situations to construct and compare exponential models and solve problems? • How do I interpret expressions for functions in terms of the situation they model? • How do I solve an exponential equation in one variable? • What are the effects on the graph of replacing f(x) by f(x) + k, k f(x), f(kx), and f(x + k) for specific values of k (both positive and negative)? How do I find the value of k given the graphs? • How do I distinguish between even and odd functions from their graphs and algebraic expressions for them?	analyze linear and exponential functions? • How do I build a linear or exponential function that models a relationship between two quantities? • How do I build new functions from existing functions? • How can we use real-world situations to construct and compare linear and exponential models and solve problems? • How do I interpret expressions for functions in terms of the situation they model? • How is a relation determined to be linear, quadratic, or exponential? • What are the specific features that distinguish the graphs of linear, quadratic, and exponential functions from one another?	• How can I use visual representations and measures of center and spread to compare two data sets? • How do I summarize, represent, and interpret data on two categorical and quantitative variables? • How do I interpret relative frequencies in the context of a two-way frequency table? • Why is technology valuable when making statistical models? • How do you determine the regression line or line of best fit for a scatter plot of data? • Why are linear models used to study many important real-world phenomena? • How do I interpret linear models? • How do I determine if linear or exponential regression is more appropriate for a scatter plot? • How can I apply what I have learned about statistics to summarize and analyze real data?
Evidence of Learning: • Define and use function notation, evaluate functions at any point in the domain, give general statements about how f(x) behaves at different regions in the domain (as x gets very large or very negative, close to 0 etc.), and interpret statements that use function notation. • Explain the difference and relationship between domain and range and find the domain and range of a function from a contextual situation, function equation, table, or graph. • Examine data (from a table, graph, or set of points) and determine if the data represent a function and explain any conclusions that can be drawn. • Write a function from a sequence or a sequence from a function. • Explain how a geometric sequence is related to its algebraic function notation. • Interpret x and y intercepts, where the function is increasing or decreasing, where it is positive or negative, its end behaviors, given the graph, table, or algebraic representation of a linear or	Evidence of Learning: • Compare and contrast linear, quadratic, and exponential functions. • Understand the parameters of each type of function in contextual situations. • Interpret linear, quadratic, and exponential functions that arise in applications in terms of the context. • Analyze linear, quadratic, and exponential functions and model how different representations may be used based on the situation presented. • Construct and compare characteristics of linear, quadratic, and exponential models and solve problems. • Recognize that exponential and quadratic functions have a variable rate of change while linear functions have a constant rate of change. • Distinguish between additive and multiplicative change and construct and interpret arithmetic sequences as linear functions and geometric sequences as exponential functions. • Observe using graphs and tables that a	Evidence of Learning: • Construct appropriate graphical displays (dot plots, histogram, and box plot) to describe sets of data values. • Select the appropriate measures to describe and compare the center and spread of two or more data sets in context. • Use the context of the data to explain why its distribution takes on a particular shape (e.g. are there real-life limits to the values of the data that force skewedness?) • Explain the effect of any outliers on the shape, center, and spread of the data sets. • Create a two-way frequency table from a set of data on two categorical variables. • Calculate joint, marginal, and conditional relative frequencies and interpret in context. • Recognize associations and trends in data from a two-way table. • Create a scatter plot from two quantitative variables and describe the form, strength, and direction of the relationship between the two variables in context.

exponential function in terms of the context of the function. • Find and/or interpret appropriate domains and ranges for authentic exponential functions. • Calculate and interpret the average rate of change over a given interval of a function from a function equation, graph or table, and explain what that means in terms of the context of the function. • Estimate the rate of change of a function from its graph at any point in its domain. • Explain the relationship between the domain of a function and its graph in general and/or to the context of the function. • Graph an exponential function using technology. • Sketch the graph of an exponential function accurately identifying x- and y-intercepts and asymptotes. • Describe the end behavior of an exponential function (what happens as x approaches positive or negative infinity). • Discuss and compare two different functions represented in different ways (tables, graphs or equations). Discussion and comparisons should include: identifying differences in rates of change, intercepts, and/or where each function is greater or less than the other. • Identify the effect on the graph of replacing f(x) by f(x) + k, k f(x), f(kx), and f(x + k) for specific values of k (both positive and negative); find the value of k given the graphs. • Experiment with cases and illustrate an explanation of the effects on the graph using technology. • Write recursive and explicit formulas for geometric sequences. • Construct and compare exponential models and solve problems. Recognize situations in which a quantity either grows or decays by a constant percent rate. • Recognize even and odd functions from their graphs and algebraic expressions for them. • Apply related linear equations solution	quantity increasing exponentially eventually exceeds a quantity increasing linearly, quadratically, or (more generally) as a polynomial function. • Define and use function notation, evaluate functions at any point in the domain, give general statements about how f(x) behaves at different regions in the domain (as x gets very large or very negative, close to 0 etc.), and interpret statements that use function notation. • Explain the difference and relationship between domain and range and find the domain and range of a linear, quadratic, or exponential functions from a function equation, table, or graph. • Interpret x and y intercepts, where the function is increasing or decreasing, where it is positive or negative, its end behaviors, given the graph, table or algebraic representation of a linear, quadratic, or exponential function in terms of the context of the function.	• Determine which type of function best models a set of data. • Interpret constants and coefficients in the context of the data (e.g. slope and y-intercept of linear models, base/growth or decay rate and y-intercept of exponential models) and use the fitted function to make predictions and solve problems in the context of the data. • Use algebraic methods and technology to fit a linear function to the data for data sets that appear to be linear. • Interpret the slope and y-intercept in the context of the data. • Compute the correlation coefficient and show that it is a measure of the strength and direction of a linear relationship between two quantities in a set of data. • Determine if the association between two variables is a result of a cause and effect relationship

techniques and the laws of exponents to the creation and solution of simple exponential equations.		
Resources: • Illustrative Mathematics https://www.illustrativemathematics.org/ • Illuminations http://illuminations.nctm.org	Resources: • Rate of Change Task http://www.nms.org • Linear & Exponential Growth – How Functions Grow http://learnzillion.com • Distinguishing between Linear & Exponential http://learnzillion.com	Resources: Correlation vs Causality https://www.khanacademy.org/ Fitting a Line to Data Using Excel https://www.khanacademy.org Illustrative Mathematics www.illustrativemathematics.org Online boxplot maker http://www.alcula.com/calculators/statistics/box-plot/ Interactive boxplot http://www.shodor.org/interactivate/activities/BoxPlot/
Indiana Academic Standards – Algebra I: AI.QE.2 AI.QE.3 AI.F.1 AI.F.3 AI.F.4	Indiana Academic Standards – Algebra I: AI.F.1 AI.F.3 AI.F.4 AI.L.3 AI.QE.1	Indiana Academic Standards – Algebra I: AI.F.2 AI.L.5 AI.DS.1 AI.DS.2 AI.DS.3 AI.DS.4 AI.DS.5 AI.DS.6

Attachment I: Sample Chemistry Unit

Use of Bioplastics in Food Safety

Chemistry

In this unit, students study the structure-property relationship of complex covalent molecules and apply some steps of the engineering design process. The chemical industry is used as a real world example as students synthesize and test properties of new polymer materials that can be engineered to have specific properties by creating composites and by altering chemical structures at the nanoscale. Students learn about how the chemical industry researches and develops polymer and polymer composites (including polymer nanocomposites) that are designed to keep food safe for the food packaging industry. Students end the unit proposing designs for a synthetic bioplastic-based material that will be used for food packaging.

Unit Assumptions and Comments on Sequence

The guiding question for this unit is "How can we keep our food safe?" Students learn about plastics and measure the density of different plastics. They describe the problems that an improved food packaging film must address and develop criteria and constraints. Students examine structure-property relationships in plastics by modeling polymers. Then use a jigsaw approach to synthesize three different bioplastics and measure properties of their bioplastic that relate to food packaging film criteria. Groups present their results and their hypothesis of aspects of the bioplastic structure to the class. The proposal includes a detailed rationale for the choice of starting bioplastic and any proposed changes to the structure and composition of that bioplastic in order to make the designed material more suited for meeting food safety and other criteria for an improved food packaging film. Students present their proposal along with a detailed explanation of the molecular-level structure of plastics and their specific properties to justify why that particular class of substances is useful for food packaging.

It is assumed that students know or have experience doing the following.

- Substances are made from some 100 different types of elements, which combine with one another in various ways. Substances are composed of molecules, compounds or atoms, and atoms form molecules that range in size from two to thousands of atoms.
- Each pure substance has characteristic physical and chemical properties (for any bulk quantity under given conditions) that can be used to identify it.
- Each atom has a charged substructure consisting of a nucleus, which is made of protons and neutrons, surrounded by electrons.
- When evaluating solutions, it is important to take into account a range of constraints, including cost, safety, reliability, and aesthetics, and to consider social, cultural, and environmental impacts.
- Criteria for a design selection may need to be broken down into simpler ones that can be approached systematically, and decisions about the priority of certain criteria over others (trade-offs) may be needed.
- Criteria and constraints also include satisfying any requirements set by society, such as taking issues of risk mitigation into account, and they should be quantified to the extent possible and stated in such a way that one can tell if a given design meets them.
- Analyze complex real-world problems by specifying criteria and constraints for successful solutions.
- Use a model to predict the relationships between systems or between components of a system.
- Collect data to serve as the basis for evidence to test design solutions under a range of conditions
- Communicate technical information or ideas in multiple formats (including orally, graphically, textually, and mathematically).
- Design a solution to a complex real-world problem, based on scientific knowledge, student-generated sources of evidence, and prioritized criteria.

Notes about the Unit:

- Throughout the unit there are notes to the teachers to suggest ideas and strategies.

- All handouts are located at the end of the unit in the **Unit Resources section**. Integrate these resources as needed with your existing materials on polymers.
- The unit examines how intermolecular interactions are determined by atomic composition and molecular geometry for polymers but does not address this relationship in atom/ionic networks or molecular crystals.

<table>
<tr><th colspan="3">Stage 1 Desired Results</th></tr>
<tr><td rowspan="2">INDIANA ACADEMIC STANDARDS

SCIENCE PROCESS STANDARDS
• Develop explanations based on reproducible data and observations gathered during laboratory investigations.
• Recognize that their explanations must be based both on their data and other known information from investigations of others.
• Clearly communicate their ideas and results of investigations verbally and in written form using tables, graphs, diagrams and photographs.
• Regularly evaluate the work of their peers and in turn have their work evaluated by their peers.
• Apply standard techniques in laboratory</td><td colspan="2">Transfer</td></tr>
<tr><td colspan="2">Students will be able to independently use their learning to…
T
• use principles of the physical world to assess designed products and systems based on social needs and wants
• engage in public discourse of scientific and technical issues in the news and community
• analyze structure-property relationships in natural and designed materials based on physical and chemical principles</td></tr>
<tr><td rowspan="2"></td><td colspan="2">Meaning</td></tr>
<tr><td>UNDERSTANDINGS
U
Students will understand that…
• properties of covalent substances are related to the spatial arrangements of the molecules and the electrostatic forces among the molecules
• an essential step in the design process is the development of design criteria and constraints</td><td>ESSENTIAL QUESTION
EQ
How can we keep our food safe?

GUIDING QUESTIONS
GQ
1. How is it possible to create so many different kinds of polymers?</td></tr>
</table>

investigations to measure physical quantities in appropriate units and convert quantities to other units as necessary. • Use analogies and models (mathematical and physical) to simplify and represent systems that are difficult to understand or directly experience due to their size, time scale or complexity. • Recognize the limitations of analogies and models. • Focus on the development of explanatory models based on their observations during laboratory investigations. • Explain that the body of scientific knowledge is organized into major theories, which are derived from and supported by the results of many experiments and allow us to make testable predictions. • Recognize that new scientific discoveries often lead to a re-evaluation of previously accepted scientific knowledge and of commonly held ideas. • Describe how scientific discoveries lead to the development of new technologies and conversely how technological advances can lead to scientific discoveries through new experimental methods and equipment. • Explain how scientific knowledge can be used to guide decisions on environmental and social issues. CHEMISTRY CONTENT STANDARDS C.1.2 Observe and describe chemical and physical properties of different types of matter and designate	• scientific discourse requires presentation, explanation, and evaluation of evidence-based claims • materials can be engineered to meet high-performance specifications by combining substances in specific configurations and by altering geometry of the chemical structure	2. What are examples of structure-property relationships? 3. What are the advantages of using a designed material?
	Acquisition	
	Students will know… **K** • atomic composition and molecular geometry of substances relate to their chemical and physical properties • a polymer's specific properties at the bulk scale depends on these aspects of polymer structure: atomic composition of monomers, polymer chain length, degree of crystallinity, and polymer chain shape—which can be linear, branched, or cross-linked • there are a variety of natural and synthetic polymers , including synthetic plastics and bioplastics • a composite is made from two or more different materials which remain distinct • a nanocomposite incorporates very small nanoscale particles 0 to 100 nm in size • criteria should be quantified to the extent possible and stated in such a way that one can tell if a given design meets them	***Students will be skilled at…*** **S** • comprehending, evaluating, and communicating technical information about materials • building and analyzing models • integrating multiple sources of information • cooperating and collaborating in group work • engaging in whole-class discussion • analyzing design criteria and constraints for a real-world design problem

them as either extensive or intensive. C.3.1 Describe, compare and contrast the characteristics of the interactions between atoms in ionic and covalent compounds. C.3.2 Compare and contrast how ionic and covalent compounds form. C.3.3 Draw structural formulas for and name simple molecules. C.3.4 Write chemical formulas for ionic compounds given their names and vice versa. C.3.5 Compare and contrast ionic, covalent network, metallic and polar and non-polar molecular crystals with respect to constituent particles, strength of bonds, melting and boiling points and conductivity; provide examples of each type. C.9.1 Use structural formulas to illustrate carbon atoms' ability to bond covalently to one another to form many different substances. C.9.2 Illustrate the variety of molecular types formed by the covalent bonding of carbon atoms and describe the typical properties of these molecular types. CONTENT AREA LITERACY: SCIENCE/TECHNICAL SUBJECTS 9-10.LST.6.1: Plan and develop; draft; revise using appropriate reference materials; rewrite; try a new approach, focusing on addressing what is most significant for a specific purpose and audience; and edit to produce and strengthen writing that is clear and coherent. 9-10.LST.6.2: Use technology to produce, publish,		

and update individual or shared writing products, taking advantage of technology's capacity to link to other information and to display information flexibly and dynamically.		

Stage 2 - Evidence	
CEPA Performance Task	**Evaluative Criteria**
Understanding of plastics and its application to the design proposal	0) Included no aspects of structure & properties of plastics to support their use in food packaging; 1) Included few aspects of structure & properties of plastics to support their use in food packaging; 2) Included some aspects of structure & properties of plastics to support their use in food packaging; 3) Included many aspects of structure & properties of plastics to support their use in food packaging; 4) Included & connected many aspects of structure & properties of plastics to support their use in food packaging
Design proposal content	0) Nano and molecular scale of design not presented & not connected to criteria & constraints. Rationale for choice of starting material & proposed changes unclear or missing; 1) Nano and molecular scale of design poorly presented & minimally connected to criteria & constraints. Rationale for choice of starting material & proposed changes mostly unclear; 2) Nano and molecular scale of design adequately presented & partially connected to criteria & constraints. Rationale for the choice of starting material & proposed changes somewhat clear; 3) Nano and molecular scale of design well presented & mainly connected to criteria & constraints; 4) Rationale for the choice of starting material & the proposed changes clear. Nano and molecular scale of design well presented & fully connected to criteria & constraints. Rationale for the choice of starting material & the proposed changes very clear & concise.
Presentation organization	0) Presentation of chemistry & proposal was incomplete & not clear. Listeners could not follow the line of reasoning. 1) Presentation of chemistry & proposal was unorganized & mostly unclear. Listeners had difficulty in following the line of reasoning. 2) Presentation of chemistry & proposal was somewhat organized & partially clear. Listeners were mostly able to follow the line of reasoning. 3) Presentation of chemistry & proposal was organized and clear. Listeners were able to follow the line of reasoning. 4) Presentation of chemistry & proposal was organized, clear, & concise. Listeners were able to follow the line of reasoning easily.
Appropriateness of presentation for purpose, audience, and task	0) Organization, development, substance, & style were inappropriate; 1) Organization, development, substance, & style were mostly inappropriate; 2) Organization, development, substance, & style were somewhat appropriate; 3) Organization, development, substance, & style were mostly appropriate; 4) Organization, development, substance, & style were fully appropriate
Other evidence	**Evaluative Criteria**
Entrance tickets: Prior knowledge about an aspect of the lesson	0) Not answered; 4) Answered
Exit tickets: Reasonable & justified opinions or reasonable & accurate explanations of an aspect of the lesson	OPINION: 0) Not answered; 1) Opinion & unreasonable or no justification provided; 2) Opinion & somewhat reasonable justification provided; 3) Opinion & mostly reasonable justification provided; 4) Opinion & completely reasonable justification provided EXPLANATION: 0) Not answered; 1) Explanation is unreasonable & inaccurate; 2) Explanation is somewhat

	reasonable & accurate; 3) Explanation is mostly reasonable & accurate; 4) Explanation is completely reasonable & accurate
Labs and polymer modeling activity	Follow safety rules & procedure: 0) No; 4) Yes; Cooperate & collaborate: 0) No; 4) Yes; Record notes, observations, & conclusions: 0) No; 4) Yes
Apply understanding of density, polarity, & intermolecular bonding (prior knowledge) to predict which polymer configurations are more or less dense	0) Not answered; 1) Explanation for prediction unreasonable or missing; 2) Explanation for prediction is somewhat reasonable; 3) explanation for prediction is mostly reasonable; 4) Explanation for prediction is completely reasonable (See answers in **Lesson 4** Instructional Tips/Strategies/Suggestions for Teacher)
Describe problems that food packaging films must address	0) Not answered or descriptions are inaccurate; 1) Accurately described one problem; 2) Accurately described two problems; 3) Accurately described three problems; 4) Accurately described four or more problems
Develop criteria & constraints for an improved food packaging film	0) Not answered; 1) Proposed less than three criteria & two constraints; 2) Proposed three criteria & two constraints but did not give reasons for each choice; 3) Proposed three criteria & two constraints & gave reasons for each choice, but did not quantify criteria or explain how constraints limited possible solutions; 4) Proposed three criteria & two constraints & gave reasons for each choice, quantified the criteria if applicable, & explained how constraints limited possible solutions
Contribute to discussion by sharing, combining, categorizing, critiquing, & prioritizing criteria & constraints	(Students self-assess their contributions): 0) No contribution; 1) Contributed to discussion once; 2) Contributed to discussion twice; 3) Contributed to discussion three times; 4) Contributed to discussion once four or more times
Identify polymer chain arrangements, shapes, & bonds using models & determine how aspects of polymer structure relate to properties	Percentage correct (See answers in Lesson 4 Instructional Tips/Strategies/Suggestions for Teacher)
Verbally present a claim, evidence, & explanation on how an aspect of polymer structure relates to a specific property	0) Not presented; 1) Claim, evidence, & explanation are unclear or missing; 2) Claim, evidence, & explanation are somewhat clear & reasonable; 3) Claim, evidence, & explanation are mostly clear & reasonable; 4) Claim, evidence, & explanation are completely clear & reasonable
Contribute to class discussion by matching tests and criteria and comparing properties and structures of plastics and bioplastics.	(Students self-assess their contributions): 0) No contribution; 1) Contributed to discussion once; 2) Contributed to discussion twice; 3) Contributed to discussion three times; 4) Contributed to discussion once four or more times
Stage 3 – Learning Plan	
Summary of Key Learning Events and Instruction	

Lesson 1: Relate Density of Plastics to their Structure (50 minutes): Students share what they know about the uses, manufacture, chemical makeup, and recycling of plastics. Students identify plastics by measuring their density and then consider the relationship between polymer structure and density. For homework, they examine and describe plastic items noting their SPI number and consider the reasons for food packaging. **Lesson 2: Develop Criteria and Constraints for a Food Packaging Film (50 minutes):** Students share what they know about how food decomposes and how packaging prevents decomposition. Students learn that new food packaging is being developed in order to must meet longer shelf-life requirements and adhere to international food safety/quality standards. Student pairs describe the problems that food packaging films must address and develop criteria and constraints for the films. The teacher facilitates a discussion that results in a compiled list of criteria and constraints. **Lesson 3: Model Structure-Property Relationships in Polymers (50 minutes):** Students learn that so many polymers can be made because of the complexity and size of polymer structures. Students learn that key aspects of polymer structure are atomic composition of monomers, polymer chain length, degree of crystallinity, and polymer chain shape—which can be linear, branched, or cross-linked. Student groups build and explore models of polymers and answer questions about how polymer structure is related to the properties of density, hardness, melting point, and flexibility. **Lesson 4: Synthesize, Test, and Hypothesize the Structure of a Bioplastic: (150 minutes):** Using a jigsaw format, students make one of three bioplastics and determine the bioplastic's and plastics' properties of density, hardness, flexibility, reactivity with acids and bases, and transparency. Students report results and the teacher facilitates a discussion in which students compare properties and structures of bioplastics and plastics. **CEPA: Propose a Criteria-based Design for a Bioplastic-Based Food Packaging Film (150 minutes):** Students choose two of the criteria developed in **Lesson 2** to guide their design of a bioplastic-based food packaging film. Students identify which of the three bioplastics synthesized in **Lesson 4** they will use in their film and propose changes to their polymeric structure and their composition in order to meet the criteria. Students prepare and give presentations that have two parts: a summary of the molecular structure and general properties of plastics that explains why that particular class of substances should be used for food packaging, and a detailed description of their proposed design for a bioplastic-based food packaging film.
Adapted from Understanding by Design 2.0 © 2011 Grant Wiggins and Jay McTighe

Lesson 1: Relate Density of Plastics to their Structure

Brief Overview of Lesson: Students share what they know about the uses, manufacture, chemical makeup, and recycling of plastics. Students identify plastics by measuring their density and then consider the relationship between polymer structure and density. For homework, they examine and describe plastic items noting their SPI number and consider the reasons for food packaging.

Prior Knowledge Required

- Substances are made from some 100 different types of elements, which combine with one another in various ways. Atoms form molecules that range in size from two to thousands of atoms.

- Each pure substance has characteristic physical and chemical properties (for any bulk quantity under given conditions) that can be used to identify it.

Estimated Time: 50 minutes (1 class period)

Resources

- *Text:* Entrance and Exit Ticket questions, Introduction to Plastics, Identifying Polymers, Polymer Structures**,** Examine Plastics
- *Materials for class*: Solutions 1-6: Six solutions of known densities, made from ethanol, deionized/distilled water, and potassium carbonate. Make solutions as follows:
  1. Ethanol (HIGHLY FLAMMABLE, HARMFUL)
  2. 471 g (596 mL) ethanol in 439 mL deionized/distilled water (FLAMMABLE, HARMFUL)
  3. 354 g (448 mL) ethanol in 586 mL deionized/distilled water (FLAMMABLE, HARMFUL)
  4. Distilled/deionized water
  5. 184 g potassium carbonate in 965 mL deionized/distilled water
  6. 513 g potassium carbonate in 866 mL deionized/distilled water (IRRITANT)
- *Materials for each group of four students:* Fifteen mL each of Solutions 1-6, Six 150 x 25 mm test tubes, Test tube rack, Method for labeling test tubes, 25-mL graduated cylinder, Three samples of different plastics large enough to be cut into six 4-mm squares, Scissors capable of cutting plastic samples, Glass stirring rod, Paper towels

Essential Question(s) addressed in this lesson: What are examples of structure-property relationships?

Objectives

1. Investigate the density of plastics
2. Predict how the density of a plastic is related to its chemical makeup and structure

Language Objectives: Students can: verbally describe or explain; record notes, observations, and conclusions,

Targeted Academic Language: structure, property**,** plastics, properties, molecules, polymer, monomer

What students should know and be able to do before starting this lesson:

- Interpret chemical formulas and depictions of substances at the atomic level
- Work in groups with limited supervision
- Follow lab procedures
- Use of lab equipment
- Know and follow lab safety rules

Anticipated Student Preconceptions/Misconceptions:
Students may think that:

- the macroscopic, submicroscopic, and representational aspects of substances are not connected

Instructional Tips/Strategies/Suggestions for Teacher:
Identifying Polymers: Seven plastics will be tested in all, with each group testing three plastics. Each group will need six 4-mm square samples of the three plastics they are testing, one sample to be added to each of the six solutions. Each plastic can be provided as a larger flat, thin sheet with scissors to cut the samples, or as ready cut samples. Different types of plastics, if not identifiable by color, will need to be labeled with a code letter or number, or even cut into different shapes for identification. They should NOT bear the SPI code or the name of the plastic/polymer, as students need to identify the plastics. Note that product containers and their lids are not always the same material. See http://www.interplas.com/help/glossary-resin-identifiacation for list of different products for each SPI code.

IMPORTANT: Retain extra samples of each plastic for use in **Lesson 4**; those samples DO need to be labeled with their SPI code.

The densities of the seven polymers (shown in Identifying Polymers) are somewhat variable. Test plastic samples ahead of time to check they float and sink as expected. Solutions should be labeled with their densities (shown in the header of table below). Temperature affects densities of solutions, so store solutions at room temperature immediately prior to use. If carefully controlled, the solutions should be recoverable afterwards to be stored for re-use. Expected float and sink results follow (EPS = expanded polystyrene):

SPI	Solution 1, 0.79 g/cm^3	Solution 2, 0.91 g/cm^3	Solution 3, 0.94 g/cm^3	Solution 4, 1.00 g/cm^3	Solution 5, 1.15 g/cm^3	Solution 6, 1.38 g/cm^3
1 (PET)	S	S	S	S	S	S
2 (HDPE)	S	S	S	F	F	F
3 (PVC)	S	S	S	S	S	F
4 (LDPE)	S	S	F	F	F	F
5 (PP)	S	F	F	F	F	F
6 (PS)	S	S	S	S	F	F
EPS	F	F	F	F	F	F

Polymer Structures: Use students' answers to the two questions in this handout to assess students' understanding of density, polarity, and intermolecular forces, and ability to interpret molecular structures, and visualize molecules in three-dimensional space.

Extension: You can extend the lesson by facilitating more activities or labs on measuring properties and by showing the video: *Introduction to plastics* (2:36), http://www.pbslearningmedia.org/resource/ate10.sci.phys.matter.plasticsintro/introduction-to-plastics/. See Unit Resources.

Formative Assessment

Item	Students ability to:	Rubric
Entrance ticket	Describe what they already know about the uses, manufacture, chemical makeup, & recycling of plastics	0) Not answered; 4) Answered
Identifying Polymers lab (group of 4)	Follow safety rules & procedure	0) No; 4) Yes
	Cooperate & collaborate	0) No; 4) Yes
	Record notes, observations, & conclusions	0) No; 4) Yes
Polymer Structures questions	Apply understanding of density, polarity, & intermolecular bonding (prior knowledge) to predict which polymer configurations are more or less dense (Answers in **Lesson 4** Instructional Tips/Strategies/Suggestions for Teacher)	0) Not answered; 1) Explanation for prediction unreasonable or missing; 2) Explanation for prediction is somewhat reasonable; 3) explanation for prediction is mostly reasonable; 4) Explanation for prediction is completely reasonable

Item	Students ability to:	Rubric
Exit ticket	Justify their opinion about whether plastic is the best material for food packaging	0) Not answered; 1) Opinion and unreasonable or no justification provided; 2) Opinion and somewhat reasonable justification provided; 3) Opinion and mostly reasonable justification provided; 4) Opinion and completely reasonable justification provided
Examine Plastics	Describe plastic items in terms of use, texture, gloss or shine, transparency, color, flexibility, relative strength, & SPI code	0) Blank; 2) Partial completion—less than 5 items; 4) Full completion—5 or more items described

Lesson Details

Opening: *Entrance Ticket*: Each student describes what he or she knows about plastics' uses, manufacture, chemical makeup, and recycling. Students report out. [5 mins]

During the Lesson: *Identifying Polymers lab:* Students work in groups of four to measure density of three kinds of plastics. [30 mins]

During the Lesson: *Polymer Structures:* Students work in groups of four to review polymer structures and answer three questions that relate density to polymer structure. [10 mins]

Closing: *Exit ticket*: Each student evaluates if plastic is the best material for food packaging [5 mins]

Homework: *Examine Plastics*: Due at beginning of **Lesson 2.** Examine and describes plastics in the home.

Homework: *Safety, Convenience and Quality Drive Barrier Packaging Trends*: Due at beginning of **Lesson 2.** Read and underline at least 4 problems that food packaging must address.

Attachment J: Job Descriptions

- Head of School
- Assistant Head of School
- Director of Development and Partnerships
- Director of Instructional Technology

Purdue Polytechnic Indianapolis High School

Head of School – Job Description

Reports to: Board of Directors **FLSA Status:** Exempt

Position Summary

The Head of School serves as the chief innovator and school developer, leads collaboration with Purdue University and the Purdue Polytechnic Institute, and is the lead liaison within the community. The Head of School for Purdue Polytechnic Indianapolis High School is responsible for advancing a culture and environment which promotes analysis, communication, innovation and professionalism among staff and students. The mission of the Purdue Polytechnic Indianapolis High School is to create a new generation of skilled talent by developing innovative practices and new ways of engaging young people by learning in context through project and design based curriculum. The Head of School will ensure a seamless transition of students from high school to post-secondary education and high-wage, high demand jobs and implement the school's mission to develop students' lifetime success by preparing them with the skills needed to succeed in today's workplace through a STEM-focused education and experiential learning. The position is responsible for managing the day-to-day affairs of the school and for implementing and refining policies, programs, and curricular activities in a manner that promotes the educational development and advancement of each student and the professional development of each staff member.

Education

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

Qualifications

- Current Indiana Administrator's license preferred, but not required
- 5+ years in a school-related leadership role
- Prior experience successfully managing professionals
- Familiarity with experiential learning and educating students in a STEM-focused environment
- Experience in urban education preferred
- Strong communicator at a variety of levels

Essential Duties and Responsibilities

Innovation

- Works closely with the Board of Directors and school staff to develop a high school paradigm for world-class education in the 21st Century
- Collaborates on education innovation with Purdue University and the Purdue Polytechnic Institute
- Facilitates development of a creative learning environment that challenges students through experiences and projects

Relationships

- Promotes and maintains open communications, positive student attitudes, and worth of staff
- Maintains and develops strong relationships with community partners, including industry partners
- Develops plans for interpreting the school program to the community
- Represents the school in all public forums
- Leads the school's students recruitment and retention efforts

Management

- Implements broad school goals and plans accordingly to ensure that procedures and schedules are implemented to carry out the school program
- Manages and directs the materials, supplies, and equipment which are necessary to carry out the school program and daily school routine
- Ensure the school is meeting all educational and organizational goals
- Supervises all school personnel, directly or indirectly and provides leadership to all school staff
- Provides daily oversight of all functions of the school

Operations

- Ensures that all activities of the school are conducted in accordance with all applicable state and federal laws
- Ensures compliance with all reporting due 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 the routine and non-routine updates
- Assists the Board of Directors to contract with and manage vendors

Purdue Polytechnic Indianapolis High School

Assistant Head of School – Job Description

Reports to: Head of School **FLSA Status:** Exempt

Position Summary

The Assistant Head of School serves under the Head of School to provide academic leadership for Purdue Polytechnic Indianapolis High School and to ensure a safe learning environment for students and staff, and assists the Head of School in managing the day-to-day affairs of the school. The position is responsible for providing curricular and instructional support to school staff, handling student discipline issues, and serves as the school leader in the Head of School's absence. The Assistant Head of School is committed to implementing the school's mission to develop students' lifetime success by preparing them with the skills needed to succeed in today's workplace through a STEM-focused education and experiential learning.

Education

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

Qualifications

- Current Indiana Administrator's license preferred but not required
- 3+ years in a school setting and demonstrated leadership skills
- Prior experience successfully managing professionals preferred
- Familiarity with experiential learning and educating students in a STEM-focused environment
- Experience in urban education preferred
- Strong communicator at a variety of levels

Essential Duties and Responsibilities

Academic Innovation

- Collaborates with the Head of School to direct the planning, delivery, assessment, and ongoing improvement of curriculum and assessment programs and in the development of a creative learning environment that challenges students through experiences and projects
- Provides support and leadership to instructors
- Implements process for curriculum, instruction, assessment audits and creates recommended action plans based on audit results
- Reviews course and content data and makes recommendations regarding revisions
- Researches new and innovative curricular practices to incorporate into revised courses
- Reviews externally and internally produced content and resources to ensure alignment to standards-based curricula
- Works collaboratively with the Director of Information Technology to analyze data to improve student achievement upon which to base revisions in curriculum, instruction, and assessment
- Provides support in the teacher evaluation process
- Assists in staff selection and orientation process as needed

Learning Environment

- Work closely with the Head of School to maintain a safe learning environment
- Organize safety drills practices and inspections
- Enforce school rules, oversee appropriate and reasonable discipline
- Act as the lead liaison between the school and students' families regarding matters of student discipline

Purdue Polytechnic Indianapolis High School

Director of Development and Partnerships – Job Description

Reports to: Head of School **FLSA Status:** Exempt

Position Summary

The Director of Development and Partnerships serves is responsible for the overall coordination and execution of donor and corporate relations. The Director of Development and Partnerships is committed to carrying out the vision that Purdue Polytechnic Indianapolis High School will develop a new generation of skilled talent by seamlessly transitioning students from high school and post-secondary education to high-wage, high-demand jobs and implementing the school's mission to develop students' lifelong success by preparing them with the skills needed to succeed in today's workplace through a STEM-focused education and experiential learning.

Education

Bachelor's degree, required

Qualifications

- Master's degree in public affairs, education, or related field
- 4+ years in corporate relations or development
- Strong communication skills, both written and verbal, are required
- Outstanding organizational skills, required

Essential Duties and Responsibilities

Management

- Provides project management for employer-specific projects at the school, including workplace learning, mentoring, externships, and internships
- Manages the Industry Advisory Board
- Manages donor relations, donor reporting and accountability

Industry Outreach

- Maintains and develops strong relationships with industry partners
- Develops plans for sustainable engagement between the school, employers and the Industry Advisory Board
- Determines appropriate roles and responsibilities for external partners

Donor Outreach

- Develops and executes annual fundraising plan
- Secures financial support for the school from donors, corporations and foundations
- Develops and tracks proposals and reports for all foundation and corporate fundraising

Purdue Polytechnic Indianapolis High School

Director of Instructional Technology – Job Description

Reports to: Head of School **FLSA Status:** Exempt

Position Summary

The Director of Instructional Technology works under the Head of School to provide leadership and support to school staff with a focus on the integration of innovative educational technology into the learning process. The position is well versed in data analysis and using data to identify opportunities and areas for improvement both operationally and academically. The position oversees the management of the school's essential technology and systems. The Director of Instructional Technology is committed to carrying out the vision that Purdue Polytechnic Indianapolis High School will develop a new generation of skilled talent by seamlessly transitioning students from high school and post-secondary education to high-wage, high-demand jobs and implementing the school's mission to develop students' lifeline success by preparing them with the skills needed to succeed in today's workplace through a STEM-focused education and experiential learning.

Education

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

Qualifications

- Current Indiana Administrator's license preferred but not required
- 5+ years in a school-related leadership role
- Demonstrated leadership skills, prior experience successfully managing professionals preferred
- Excellent planning, analytical, and organizational skills
- Strong communicator at a variety of levels
- Proficiency in Microsoft Office products, learning management systems, assessment systems; ability to effectively utilize a variety of technologies

Essential Duties and Responsibilities

- Assists leadership in setting goals, tracking benchmarks, and completing reports based on demographic and student achievement data
- Provides support to school leadership in teacher evaluation process
- Trains and supports schools staff in proper use of grade books, attendance, and other students management system data to ensure data is accurate and entered on time
- Trains and supports staff in effectively utilizing technology to enhance instruction
- Ensures the learning management system and all instructional technologies are utilized to maximize student learning
- Remains fully current with expectations for all IDOE reporting, CTE reporting to DWD, trains school staff on college and career data tracking metrics, and leaders training and ensures quality of all other reporting, including reporting the school's authorizer
- Completes any other duties deemed appropriate by the Head of School

Attachment K: Letters of Support

- Purdue University
- EmployIndy
- Indiana Manufacturers Association
- Conexus Indiana
- Eli Lilly and Company
- Ports of Indiana

PURDUE
UNIVERSITY

OFFICE OF THE PRESIDENT
September 9, 2015

Ms. Kristin Hines
Charter Schools Director
Office of Education Innovation
Office of the Mayor of Indianapolis
200 East Washington Street
Indianapolis, IN 46204

Dear Ms. Hines,

I am pleased to endorse the enclosed prospectus of the Purdue Polytechnic Indianapolis High School. The establishment of a STEM-based charter school in downtown Indianapolis has raised great excitement among the university's faculty and trustees, not to mention our community supporters.

Among public research universities, Purdue is third in the percentage of students earning STEM degrees and second in engineering graduates. Data show that Purdue is the destination of choice among Indiana's top high school graduates and a world leader in preparing graduates for technology-based careers.

Recognizing that far too few urban Indianapolis high school graduates are academically prepared for the rigors of postsecondary education in scientific and technological disciplines, Purdue is leading in the creation of the Purdue Polytechnic Indianapolis High School. Through its "grow our own" curriculum, the school will prepare students to succeed in college, hopefully at Purdue, or in satisfying technical careers.

The university has already invested heavily in the planning for the high school through the Purdue Polytechnic Institute. As the attached budget model and fiscal statements show, we anticipate the Purdue Polytechnic Indianapolis High School will reach full budgetary sustainability in year three of its operations. Purdue University alumni, Indiana's leading employers, and philanthropic organizations have all expressed support for the school and a willingness to provide financial backing. The university and its research foundation commit to providing financial support to the school in order to fill any remaining operational gaps or budget shortfalls that might occur.

We look forward to ongoing collaboration with the Indianapolis Charter School Board and the Office of Education Innovation as the Purdue Polytechnic Indianapolis High School gets underway.

Sincerely,

Mitch Daniels

Mitchell E. Daniels, Jr.
President

Hovde Hall, Room 200 ▪ 610 Purdue Mall ▪ West Lafayette, IN 47907-2040 ▪ (765) 494-9708 ▪ Fax: (765) 494-7875

EmployIndy

Defining Success. Driving Growth.

August 19, 2015

Ms. Kristin Hines
Director of Charter Schools
Office of Education Innovation
Office of Mayor Greg Ballard
City of Indianapolis

Dear Ms. Hines:

EmployIndy is pleased to support the Purdue Polytechnic Indianapolis High School. As an organization focused on developing skilled talent for Marion County, EmployIndy couldn't be more encouraged by Purdue's leadership and commitment to Indianapolis students who will benefit from a new approach to learning in order to succeed in an increasingly technical workforce.

Purdue's Polytechnic Indianapolis High School will help close the educational gap for many Indianapolis students. Now, more than ever, the need is great to deliver more innovative learning experiences and provide opportunities to high school students who have STEM (science, technology, engineering and mathematics) capabilities but might not have access to tailored programs to ensure their success. Polytechnic is a unique solution that will cater specifically to these students and help them emerge with the skills needed for personal, professional and community success.

As a region and as a nation, we are at a critical junction. We need to expand our intellectual capital and we need new approaches for doing so. We know that in Central Indiana alone, by 2025 we will have 51,500 net new jobs that will require technical skills. Without some dramatic changes in how we prepared tomorrow's talent, we will be short 24,500 workers. This shortage has direct consequences for our businesses, residents and region's economic vitality.

EmployIndy has long been focused on aligning education with industry needs and bringing industry into the fold as we develop and deliver programs and training to our residents. The need for alignment is perhaps most pronounced in STEM fields, where technology changes almost as fast as it's introduced. With open and constant dialogue and partnerships with industry, EmployIndy has successfully developed talent to drive our region's economy.

The Purdue Polytechnic Indianapolis High School is yet another example of how the region is coming together to prepare students for success in an evolving workforce. It will be unlike any educational experience offered in Indiana and potentially, the nation. The Purdue Polytechnic Indianapolis High School is specifically designed to develop a new generation of skilled talent by seamlessly transitioning students from high school and postsecondary education to high-wage, high-demand jobs.

PNC Center South | 115 West Washington Street, Suite 450 South | Indianapolis, IN 46204
Phone: 317.639.4441 | **Fax**: 317.639.0103
www.EmployIndy.org

The rigorous curricula and learning environment are built on strong industry relationships, an innovative partnership with Purdue University and a goal to ensure a diverse student body succeeds in the 21st Century economy.

It's been an honor to participate in the early stages of the Purdue Polytechnic Indianapolis High School's early development as the planning grant's fiscal agent. Over the past year, EmployIndy has led planning grant activities and provided labor market data and analysis to align the curriculum with employer needs. This effort has been a true demonstration of what can happen when you bring industry, academia and the community together to tackle one of our most pressing needs.

Please accept this letter of support for the Purdue Polytechnic Indianapolis High School. EmployIndy remains committed to partnering with Purdue and the community to deliver this innovative learning model to Indianapolis students in August 2017 and ensure its success in the Indianapolis K-12 education landscape.

Sincerely,

Nicole Thompson

Nicole Thompson
Interim President & CEO
EmployIndy

Indiana Manufacturers Association, Inc.

101 West Washington St., Suite 1050 East ● Indianapolis, IN 46204
317-632-2474 ● 800-462-7762 ● Fax: 317-231-2320 ● www.imaweb.com

August 10, 2015

Ms. Kristin Hines
Director of Charter Schools
Office of Education Innovation
Office of Mayor Greg Ballard
City of Indianapolis

Dear Ms. Hines:

The Indiana Manufacturers Association (IMA) and its member companies are pleased to support the Purdue Polytechnic Indianapolis High School's request for a charter from the Indianapolis Mayor's Office. Supporting this school fits squarely within IMA's focus on workforce development to enhance the ability of Indiana's manufacturers to compete effectively and profitably in a local, national and global economy.

The success of our region, our students and our industry heavily depends on how well we've prepared talent to succeed in the 21st-Century economy. We have great potential to build this talent pipeline and reach future workers now as they progress through high school and prepare for post-secondary education and the workforce.

The Purdue Polytechnic Indianapolis High School provides an answer, targeting IPS students who have STEM capabilities but may not have the opportunities to excel. The school focuses on learning-by-doing and will graduate students who have deep knowledge, applied skills, and experiences in STEM fields. These students will be ready to work in high-demand, high-paying jobs that will fuel our businesses and our economy.

This is an exciting learning opportunity that finds its strength in industry participation and collaboration. The IMA is pleased to be one of those partners. We realize the cornerstone to this charter school's success is industry partnership. The IMA and its member companies are committed to working with Purdue and its organizing partners, EmployIndy and USA Funds, as they continue development activities toward an August 2017 opening. Some of the partnership opportunities our member companies are exploring include:

- Participating in an industry advisory board to help develop the academic model and define and refine the competencies students must master to succeed in the 21st Century economy.
- Hosting internships to provide hands-on experience so students will get an early glimpse into career opportunities and master concepts they learn in the classroom.
- Serving as mentors to help students decide their field of study and understand the opportunities and challenges ahead. As mentors, we will support the student's transition from high school to post-secondary education or the workforce.

Please accept this letter of support for the Purdue Polytechnic Indianapolis High School. We look forward to a meaningful partnership with Purdue and the community to deliver this innovative learning model to Indianapolis students.

Sincerely,

Brian Burton
President and CEO

CONEXUS
INDIANA

August 10, 2015

Ms. Kristin Hines
Director of Charter Schools
Office of Education Innovation
Office of Mayor Greg Ballard
City of Indianapolis

Dear Ms. Hines:

Conexus Indiana and its Board of Directors is pleased to support the Purdue Polytechnic Indianapolis High School's request for a charter from the Indianapolis Mayor's Office. Supporting this school fits squarely within Conexus Indiana's focus on workforce development to explore new opportunities to grow Indiana's advanced manufacturing and logistics (AML) industries and create an emerging pool of skilled STEM workers.

The success of our region, our students and our businesses heavily depends on how well we've prepared talent to succeed in the 21st-century economy. We have great potential to build this talent pipeline and reach future workers now as they progress through high school and prepare for post-secondary education and the workforce.

The Purdue Polytechnic Indianapolis High School provides an answer, targeting IPS students who have STEM capabilities but may not have the opportunities to excel. The school focuses on learning-by-doing and will graduate students who have deep knowledge, applied skills, and experiences in STEM fields. These students will be ready to work in high-demand, high-paying jobs that will fuel our businesses and our economy.

This is an exciting learning opportunity that finds its strength in industry participation and collaboration. We're pleased to be one of those partners. Our innovative Conexus Interns program immerses high school students in a manufacturing or logistics environment where they serve as employees of a local AML company. Similar to the mission of the Purdue Polytechnic High Indianapolis School, Conexus Interns serves as a bridge to help students prepare for opportunties post graduation and seamless transition into the workforce.

We realize the cornerstone to this charter school's success is industry partnership. Conexus Indiana and its member companies plan to be at the table as Purdue develops curricula with industry input and builds in hands-on learning opportunities through in-the-field working experience. We are committed to working with Purdue and its organizing partners, EmployIndy and USA Funds, as they continue development activities toward an August 2017 opening.

Please accept this letter of support for the Purdue Polytechnic Indianapolis High School. We look forward to a meaningful partnership with Purdue and the community to deliver this innovative learning model to Indianapolis students.

Sincerely,

Steven F. Dwyer
President and CEO
Conexus Indiana

111 Monument Circle; Suite 1800 • Indianapolis, IN 46204 • 317-638-2107

www.lilly.com

Eli Lilly and Company
Lilly Corporate Center
Indianapolis, Indiana 46285
U.S.A.

Phone 317 276 2000

September 8, 2015

Ms. Kristin Hines
Director of Charter Schools
Office of Education Innovation
Office of Mayor Greg Ballard
City of Indianapolis

Dear Kristin,

The success of our company is linked to the success of our home city of Indianapolis. That is why we are so deeply engaged in efforts to help move our city forward. As we think about the key drivers of our community's future success, we are convinced that we have no more important priority than to improve the educational outcomes of all of our children.

As a result, Lilly has, among other things, been a strong supporter of innovative new models and for dramatically improved public school options in underserved, low-income neighborhoods. In addition, we have also been a passionate advocate of efforts that prepare and motivate students to study and excel in STEM subjects. Not only are these subjects intrinsically worthy of study, they are also critical to propel our economy forward. Economic growth and prosperity will be fueled by entrepreneurs and employees who leverage the power of science and technology. As a result, it is essential that we have a larger share of adults with proficiencies in STEM disciplines.

The Purdue Polytechnic High School has the potential to be at the intersection of our primary interests in education: an innovative STEM-based model that will provide another compelling option for students, many of whom will be from low-income families.

We appreciate the fact that Purdue has recognized the need to deliver more innovative learning experiences and provide opportunities to students who may have STEM capabilities, but lack access to tailored programs. Purdue Polytechnic can help close this gap for many children. This unique educational experience will blend classroom instruction with real-world opportunities, and challenge students outside of the classroom. It will infuse liberal arts into the curriculum and integrate teaching across the STEM disciplines. If successfully executed, this school has the potential to develop a new generation of graduates ready to transition to a career or college. Among the benefits, these students will be on a path to high-wage, high-demand jobs.

We believe Purdue Polytechnic High School has the potential to be an outstanding addition to the mayor's portfolio of charter schools. Please accept this letter of support for their application.

Sincerely,

Robert L. Smith
Senior Director – Corporate Responsibility, Eli Lilly and Company
President – Eli Lilly and Company Foundation

Dean Gary Bertoline
Purdue University
Purdue Polytechnic Institute
401 N. Grant Street, Knoy 467
West Lafayette, Indiana 47907-2021

RE: Letter of Support for Purdue Polytechnic Indianapolis High School

August 24, 2015

Dr. Bertoline,

The Ports of Indiana is the statewide port authority operating three ports on the Ohio River and Lake Michigan. Our ports contribute over $6 billion in annual economic impact to our region and support more than 50,000 jobs throughout the state of Indiana. The success of our region, our workers, our students and our business heavily depends on how well we've prepared talent to succeed in the 21st-century economy. We have great potential to build this talent pipeline and reach future workers as they progress through high school and prepare for post-secondary education and the workforce.

We have long partnered with Purdue Univeristy in various ways and see great value in continuing this partnership long into the future. We are supportive of Purdue University's efforts to develop the Purdue Polytechnic Indianapolis High School, targeting IPS students who have STEM capabilities but may not have the opportunities to excel. We see tremendous value for our various industries in having a school that focuses on learning-by-doing and will graduate students who have deep knowledge, applied skills and experiences in STEM fields. These students will be ready to work in high-demand, high-paying jobs in logistics fields that will fuel our businesses and our economy.

This is an exciting learning opportunity that finds its strength in industry, community participation and collaboration. We're pleased to be one of those partners and would be happy to facilitate additional connections to many of our industrial partners.

We realize the cornerstone to this charter school's success is industry partnership. We understand that Purdue is developing curricula with industry input and, in turn, industry will offer hands-on learning opportunities through in-the-field working experience. We are committed to working with Purdue and its organizing partners, EmployIndy and USA Funds, as they continue development activities toward an August 2017 opening. Some of the partnership opportunities we are exploring include:

- Participating in an industry advisory board to help develop the academic model and define and refine the competencies students must master to succeed in the 21st Century economy.
- Hosting internships to provide hands-on experience so students will get an early glimpse into career opportunities and will master concepts they learn in the classroom.
- Participation of students in our annual Indiana Logistics Summit as part of the Logistics U session, a high school workshop focused on introducing students to the logistics industry.

Please accept this letter of support for the Purdue Polytechnic Indianapolis High School. We are committed to partnering with Purdue and the community to deliver this innovative learning model to Indianapolis students.

Sincerely,

Rich Cooper

Rich Cooper, CEO
Ports of Indiana

Attachment L: Insurance Estimate

GREGORY & APPEL
INSURANCE

8/20/15

Susie Howard
EmployIndy
115 W. Washington St
Suite 450 South
Indianapolis, IN 46204

RE: Insurance for Charter Application for Purdue University Polytechnic High School of Indianapolis

Susie,

Based on the information you provided me in our conversation on 8/18/15, and my knowledge of the current insurance marketplace for Charter Schools I am providing the following estimate for insurance costs in support of the application with the Mayor's office. Please note this estimate is put together in good faith based on current market conditions, and does not represent a bind-able quote as underwriters would present terms closer the projected school start date of 2017. Where applicable I have included estimates for year 1 and year 4 to illustrate effects of student and employment growth on insurance cost.

General Liability (including Corporal Punishment) / Educators Legal Liability / Sexual Abuse & Molestation:

- Year 1 – $4,500
- Year 4 – $12,000

Property – A conservative rate would be $0.20 per $100 in property value. This would be for any contents as well as contractual responsibility to insure any building space.

Auto – If no vehicles are owned a Hired/Non-Owned charge would be priced into the Liability coverage. If the school owns or leases vehicles the cost would range from $1,000 - $1,500 per vehicle depending on vehicle type.

Umbrella – A conservative estimate for a $5,000,000 umbrella would be $7,500

Workers Compensation:

- Year 1 – $2,700
- Year 4 - $5,700

These are estimates based on current market conditions and could change based on actual underwriting information at the time of submission to the insurance carrier.

Andrew Appel

Governance Documentation

This section contains the following documents:

- Articles of Incorporation
- Bylaws
- Letter of Engagement with Faegre Baker Daniels (501(c)(3) tax exemption)

State of Indiana
Office of the Secretary of State

CERTIFICATE OF INCORPORATION

of

PURDUE POLYTECHNIC HIGH SCHOOL OF INDIANAPOLIS, 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 Friday, August 14, 2015.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, August 14, 2015.

Connie Lawson

CONNIE LAWSON,
SECRETARY OF STATE

2015081700400 / 2015081768789

APPROVED
AND
FILED
Connie Lawson
IND. SECRETARY OF STATE

2015 AUG 14 AM 11:31
RECEIVED

ARTICLES OF INCORPORATION

OF

PURDUE POLYTECHNIC HIGH SCHOOL OF INDIANAPOLIS, 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"), hereby executes the following Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is Purdue Polytechnic High School of Indianapolis, Inc.

ARTICLE II

Purposes

This Corporation is a public benefit corporation that shall be organized and operated exclusively to operate a charter school in the State of Indiana and to conduct, support, encourage, and assist such educational, charitable, scientific, and other programs and projects as are described in Sections 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws (the "Code").

ARTICLE III

Powers

Notwithstanding any other provision of these Articles of Incorporation, neither the Board of Directors nor the Corporation shall have the power or authority to do any act that will prevent the Corporation from being an organization described in Code sections

170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2). Subject to the foregoing statement, and subject to and in furtherance of the purposes for which it is organized, the Corporation shall possess, in addition to the general rights, privileges, and powers conferred by the Act or by other law, the following rights, privileges, and powers:

Section 1. To indemnify any person against liability and expenses, and to advance the expenses incurred by such person, in connection with the defense of any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise, and whether formal or informal, to the fullest extent permitted by applicable law, or, if not permitted, then to any extent not prohibited by such law.

Section 2. To cease its activities and to dissolve and surrender its corporate franchise.

ARTICLE IV

Period of Existence

The period during which the Corporation shall continue is perpetual.

ARTICLE V

Initial Registered Agent and Initial Registered Office

Section 1. The name and address of the initial registered agent in charge of the Corporation's initial registered office are Susie Howard, 115 W. Washington Street, Suite 450 South, Indianapolis, Indiana 46204.

Section 2. The street address of the initial registered office of the Corporation is 115 W. Washington Street, Suite 450 South, Indianapolis, Indiana 46204.

Section 3. The undersigned hereby represents that the registered agent named in this Article has consented to the appointment of registered agent.

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation are Susie Howard, 115 W. Washington Street, Suite 450 South, Indianapolis, Indiana 46204.

ARTICLE VII

Members

The Corporation shall not have "members" as that term is defined in the Act. The Corporation may, upon the resolution of the Board of Directors, designate as "members" certain individuals, corporations, or other associations and organizations who satisfy certain criteria established by the Board of Directors and who support the purposes and programs of the Corporation. Such designation shall carry no legal significance under the Act and shall not entitle such "members" to any vote on Corporation matters or to attendance at Corporation meetings.

ARTICLE VIII

Directors

The exact number of directors of the Corporation shall be specified in or fixed in accordance with the Bylaws of the Corporation at a number no smaller than three (3).

ARTICLE IX

Election or Appointment of Directors

The directors of the Corporation, other than the members of the initial Board of Directors, shall be elected and appointed in the manner and for terms as specified in or fixed in accordance with the Bylaws of the Corporation.

ARTICLE X

Initial Board of Directors

The members of the initial Board of Directors of the Corporation shall be elected by the Incorporator. The names and addresses of the members of the initial Board of Directors are as follows:

Dr. Gary Bertoline
Knoy Hall of Technology, Room 469
401 North Grant Street
West Lafayette, Indiana 47907

Julie Griffith
Hovde Hall, Room 233
610 Purdue Mall
West Lafayette, Indiana 47907

Jamal Smith
100 North Senate Avenue
Indiana Government Center North, Room N103
Indianapolis, Indiana 46204

Maureen Weber
3939 Priority Way South Drive, Suite 400
Indianapolis, Indiana 46240

ARTICLE XI

No Private Inurement

None of the Corporation's net earnings shall inure to the benefit of any private individual.

ARTICLE XII

Regulation of Corporate Affairs

The affairs of the Corporation shall be subject to the following provisions:

Section 1. The Corporation shall admit to the charter school that it operates (the "School") students of any race, color, gender, sexual orientation, gender identity, disability,

national or ethnic origin, religion, and ancestry to all the rights, privileges, programs, and activities generally accorded or made available to students at the School. The Corporation shall not discriminate on the basis of race, color, gender, sexual orientation, gender identity, disability, national or ethnic origin, religion, or ancestry (or any other characteristics or categories prohibited under federal, state, or local law) in the administration of its educational policies, admissions policies, scholarship and loan programs, and athletic or other School-administered programs.

Section 2. The Corporation shall comply with all Indiana laws applicable to charter schools, including (but not limited to) the following provisions of the Indiana Code ("IC"), or corresponding provisions of subsequent Indiana law:

(a) IC 5-14-1.5, et seq. (Indiana's Open Door Law);

(b) IC 5-14-3-1, et seq. (Indiana's Access to Public Records Act); and

(c) IC 20-24-8-5 and all IC provisions referenced therein.

Section 3. Notwithstanding any other provision of these Articles of Incorporation, if for any taxable year the Corporation is deemed a "private foundation" described in Code section 509(a), the Corporation's income shall be distributed at such time and in such manner as not to subject the Corporation to the tax imposed by Code section 4942.

Section 4. Notwithstanding any other provision of these Articles of Incorporation, if at any time the Corporation is deemed a "private foundation" described in Code section 509(a), the Corporation shall not:

(a) Engage in any act of self-dealing as defined in Code section 4941(d);

(b) Retain any excess business holdings as defined in Code section 4943(c);

(c) Make any investment in such manner as to subject the Corporation to tax under Code section 4944; or

(d) Make any taxable expenditure as defined in Code section 4945(d).

Section 5. Neither the Board of Directors nor the Corporation shall have power or authority to do any act that will prevent the Corporation from being an organization described in Code section 501(c)(3).

Section 6. Except as otherwise permitted by Code section 501(h), no substantial part of the activities of the Corporation shall be or consist of carrying on propaganda, or otherwise attempting, to influence legislation.

Section 7. The Corporation shall not participate or intervene in (including the publishing or distributing of any statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 8. Subject to the provisions of these Articles of Incorporation and applicable law, the Board of Directors shall have complete and plenary power to manage, control, and conduct all the affairs of the Corporation.

Section 9. The power to make, alter, amend, and repeal the Corporation's Bylaws shall be vested in the Board of Directors.

Section 10. No director of the Corporation shall be liable for any of its obligations.

Section 11. Meetings of the Board of Directors may be held at any location, either inside the State of Indiana or elsewhere.

Section 12. All parties dealing with the Corporation shall have the right to rely upon any action taken by the Corporation pursuant to authorization by the Board of Directors by

resolution duly adopted in accordance with the Corporation's Articles of Incorporation, Bylaws, and applicable law.

Section 13. The Board of Directors may from time to time, in the Bylaws of the Corporation or by resolution, designate such committees as the Board of Directors may deem desirable for the furtherance of the purposes of the Corporation.

ARTICLE XIII

Dissolution of the Corporation

Upon the dissolution of the Corporation, the Corporation's assets and funds shall be disposed in the following order of priority:

(a) First, to satisfy outstanding payroll obligations to employees of the Corporation;

(b) Second, to creditors of the Corporation for outstanding liabilities;

(c) Third, to satisfy any outstanding debt to the Indiana common school fund;

(d) Fourth, to return any remaining funds received from the Indiana Department of Education (the "Department") to the Department not more than thirty (30) days after dissolution; and

(e) Fifth, to one (1) or more organizations that have been selected by the Board of Directors, that are organized and operated for educational purposes substantially the same as those of the Corporation, and that are described in Code sections 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2).

If the assets of the Corporation are insufficient to pay all parties to whom the Corporation owes compensation under provisions (a) through (c) in this Article XIII, the priority of the distribution of assets may be determined by a Judge of the Circuit or Superior Court of Marion County, Indiana (the "Court"). If any assets remain after distribution as outlined above,

they shall be disposed of by the Court exclusively for such purposes and to such organization(s) as the Court shall determine, which are organized and operated exclusively for such purposes.

The undersigned Incorporator hereby adopts these Articles of Incorporation and presents them to the Secretary of State of the State of Indiana for filing.

IN WITNESS WHEREOF, the undersigned Incorporator hereby verifies and affirms, subject to penalties of perjury, that the representations contained herein are true, this 12th day of August, 2015.

Susie Howard

Susie Howard, Incorporator

INDIANA SECRETARY OF STATE

RECEIPT

Receipt Number : 1947052

Payment Entry Number : 855698

INDIANA SECRETARY OF STATE
BUSINESS SERVICES DIVISION
302 West Washington Street, Room E018
Indianapolis, IN 46204
(317) 232-6576

FAEGRE BAKER DANIELS LLP
300 N MERIDIAN ST
STE 2700
INDIANAPOLIS, IN 46204-1782

Receipt Date: 08/17/2015
Receipt Status: Closed

The following details your transaction(s) with the Secretary of State's Office :

Payment Submitted:

Payor	Payment Type	Reference	Comment	Amount
FAEGRE BAKER DANIELS LLP	Check/ MO	502962		$30.00
			Total Amount :	**$30.00**

Transactions posted to this receipt:

Entity Name	Type of Filing	Amount
PURDUE POLYTECHNIC HIGH SCHOOL OF INDIANAPOLIS, INC.	Non-Profit Domestic Corporation : Articles of Incorporation	$30.00
	Total Amount :	**$30.00**

Secretary of State
State of Indiana

Connie Lawson
Indiana Secretary of State

Business Services Division

Hoosier Business Owners,

I would like to take this opportunity to remind you to file your business entity report with my office.

For-Profit Corporations and Limited Liability Companies (domestic and foreign) are required to file biennial reports. The filing fee is $30.00 and the report is due during the month the entity was formed. Your first business entity report is due two years after your entity's creation date.

Nonprofit Corporations (domestic and foreign) are required to file annual reports. The filing fee is $10.00 and the report is due during the month the entity was formed. Your first business entity report is due one year after your entity's creation date.

If you maintain a current email with my office, a reminder to pay your business entity report will be emailed to you. Paying your business entity reports in a timely manner will ensure that your business will remain in good standing with the State of Indiana.

My office has launched the Email Manager application in order to assist you with maintaining a current email address. This application will allow you to update your email address at any time. It is available now at: https://myweb.in.gov/SOS/EmailAddressManager/Home/Index

According to Indiana statute, failure to pay business entity reports will result in your business being **Administratively Dissolved** or **Revoked**. See Indiana Code 23-1-46-2; 23-1-51-2; 23-18-10-2; 23-18-11-16; 23-17-23-2 or 23-17-26-13.

All business entity reports may be filed online at www.in.gov/sos/business/3672.htm
By filing online you will receive a discounted filing fee.

Thank you for doing business in Indiana.

Connie Lawson

Connie Lawson
Indiana Secretary of State

The State House, Indianapolis, Indiana 46204, (317) 232-6576, Fax (317) 233-3283

BYLAWS

OF

PURDUE POLYTECHNIC HIGH SCHOOL OF INDIANAPOLIS, INC.

ARTICLE I

General

Section 1. Name. The name of the corporation is Purdue Polytechnic High School of Indianapolis, Inc. (the "Corporation").

Section 2. Address. The street address of the Corporation's initial registered office is 115 W. Washington Street, Suite 450 South, Indianapolis, Indiana 46204. The initial registered agent in charge of the initial registered office is Susie Howard.

Section 2. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June next succeeding.

ARTICLE II

Board of Directors

Section 1. Directors. The affairs of the Corporation shall be managed, controlled, and conducted by, and under the supervision of, the Board of Directors, subject to the provisions of the Articles of Incorporation (the "Articles") and these Bylaws (the "Bylaws"). The Board of Directors shall have the number of members, no less than three (3) and no greater than fifteen (15), as designated by resolution of the Board of Directors from time to time. The Board of Directors shall have the following composition:

(a) A duly authorized representative of Purdue University shall appoint a number of Directors as follows: if the Board of Directors has seven (7) or fewer members, then two (2) of the members shall be appointed by a duly authorized

representative of Purdue University ("Purdue Directors"); if the Board of Directors has eight (8) to ten (10) members, then three (3) of the members shall be Purdue Directors; if the Board of Directors has eleven (11) to thirteen (13) members, then four (4) of the members shall be Purdue Directors; if the Board of Directors has fourteen (14) or fifteen (15) members, then five (5) of the members shall be Purdue Directors.

(b) The remaining directors of the Corporation (the "Elected Directors") shall be elected by the Board of Directors in the manner and for terms described in Article II, Section 2.

Section 2. Election and Terms. The term of each member of the Board of Directors, other than the initial directors of the Corporation, shall extend for a period of three (3) years and until his or her successor is appointed or elected and qualified. At the regular meeting of the Board of Directors immediately preceding the expiration of the term of any Elected Director, or at a special meeting, the directors of the Corporation may elect a new director to replace the Elected Director whose term will expire, or has expired. Each such newly Elected Director shall serve for a term of three (3) years, or such other period as is prescribed by the directors at the time of such election, and until his or her successor is elected and qualified. Elected Directors and Purdue Directors may serve any number of consecutive or nonconsecutive terms. Notwithstanding the foregoing, the Incorporator shall name and fix the initial terms of the initial Elected Directors of the Corporation.

Section 3. Quorum and Voting. A majority of the directors in office immediately before a meeting begins shall constitute a quorum for the transaction of any business properly to come before the Board of Directors. Unless otherwise provided in the Articles or these Bylaws,

the approval of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Notwithstanding the foregoing, the following actions shall require the approval of eighty percent (80%) of the directors then in office: a name change of the Corporation, a merger involving the Corporation or the sale of substantially all of its assets, the hiring and/or firing of the school's principal, and expenditures or obligations by the Corporation equal to or exceeding one hundred thousand dollars ($100,000.00).

Section 4. Special Meetings. The Board of Directors may hold special meetings for any lawful purpose upon not less than two (2) days' notice, as described in Section 7 of this Article II, upon call by the Chair or by two (2) or more members of the Board of Directors. A special meeting shall be held at such date, time, and place inside the State of Indiana or elsewhere as specified in the call of the meeting.

Section 5. Compliance with Indiana Open Door Law. Notwithstanding any other provision of these Bylaws, the Corporation shall comply in all respects with the Indiana Open Door Law (currently codified at Indiana Code ("IC") section 5-14-1.5-1, et seq.), and any corresponding provision of subsequent Indiana law, in connection with all regular or special meetings of the Board of Directors.

Section 6. Notice of Special Meetings. Oral or written notice of the date, time, and place of each special meeting of the Board of Directors shall be communicated, delivered, or mailed by the Secretary of the Corporation, or by the person or persons calling the meeting, to each member of the Board of Directors so that such notice is effective at least two (2) days before the date of the meeting and complies with the Indiana Open Door Law. The notice need not describe the purpose of the special meeting.

Oral notice shall be effective when communicated. Written, electronic, or telefaxed notice, where applicable, shall be effective at the earliest of the following:

(a) When received;

(b) Five (5) days after the notice is mailed, as evidenced by the postmark or private carrier receipt, if mailed correctly to the address listed in the most current records of the Corporation;

(c) On the date shown on the return receipt, if sent by registered or certified United States mail, return receipt requested, and the receipt is signed by or on behalf of the addressee; or

(d) Thirty (30) days after the notice is deposited with another method of the United States Postal Service other than first class, registered, or certified mail, as evidenced by the postmark, if mailed correctly addressed to the address listed in the most current records of the Corporation.

Section 7. Waiver of Notice. Notice of a meeting may be waived in a writing signed by the director entitled to notice and filed with the minutes or the corporate records. Attendance at or participation in any meeting of the Board of Directors shall constitute a waiver of lack of notice or defective notice of such meeting unless the director shall, at the beginning of the meeting or promptly upon the director's arrival, object to holding the meeting and not vote for or assent to any action taken at the meeting.

Section 8. Means of Communication. The Board of Directors, or a committee thereof, may permit a director or a committee member to participate in a meeting through the use of any means of communication by which all participating directors or committee members, and all members of the public physically present at the place where the meeting is conducted, may

simultaneously hear each other during the meeting, provided that (i) such meeting complies in all respects with the provisions of the Indiana Open Door Law in IC 5-14-1.5-3.6, and (ii) the Board of Directors has adopted a policy to govern participation in meetings by electronic communication pursuant to IC 5-14-1.5-3.6. A director or committee member participating in a meeting by such means shall be considered present in person at the meeting.

Section 9. Resignation, Removal, and Vacancies. A director may resign at any time by giving written notice of such resignation to the Board of Directors, the Chair, or the Secretary of the Corporation. The acceptance of a resignation shall not be necessary to make it effective. Such resignation shall take effect at the time specified therein, or if no time is specified, at the time of its receipt by the Board of Directors, the Chair, or the Secretary.

A Purdue Director may be removed from office at any time, with or without cause, only by a duly authorized representative of Purdue University. An Elected Director may be removed from office at any time, with or without cause, by two-thirds of the directors then in office.

Any vacancy on the Board of Directors created by the resignation or removal of a Purdue Director shall be filled by a duly authorized representative of Purdue University for the remainder of the applicable term. Any vacancy on the Board of Directors created by the resignation or removal of an Elected Director shall be filled by the Board of Directors, and the person elected to fill such vacancy shall serve until the expiration of the term vacated and until his or her successor is elected and qualified.

ARTICLE III

Officers

Section 1. In General. The officers of the Corporation shall consist of a Chair, a Secretary, a Treasurer, and such other officers as the Board of Directors may otherwise elect. All officers may, but need not, be members of the Board of Directors. An officer may simultaneously hold more than one (1) office. Each officer shall be elected by the Board of Directors and shall serve for one (1) year, or such other period as prescribed by the directors at the time of such election, and until the officer's successor is elected and qualified. Any officer may be removed by the Board of Directors with or without cause. Any vacancy in any office shall be filled by the Board of Directors, and any person elected to fill such vacancy shall serve until the expiration of the term vacated and until his or her successor is elected and qualified.

Section 2. Chair. The Chair shall preside at all meetings of the Board of Directors of the Corporation and shall be responsible for implementing policies established by the Board of Directors. The Chair shall perform such other duties as the Board of Directors may prescribe.

Section 3. Secretary. The Secretary shall be the custodian of all papers, books, and records of the Corporation other than books of account and financial records. The Secretary shall prepare and enter in the minute book the minutes of all meetings of the Board of Directors. The Secretary shall authenticate records of the Corporation as necessary. The Secretary shall perform the duties usual to such position and such other duties as the Board of Directors or the Chair may prescribe.

Section 4. Treasurer. The Treasurer shall prepare and maintain correct and complete records of account showing accurately the financial condition of the Corporation. All notes, securities, and other assets coming into the possession of the Corporation shall be received, accounted for, and placed in safekeeping as the Treasurer may from time to time prescribe. The Treasurer shall furnish, whenever requested by the Board of Directors or the

Chair, a statement of the financial condition of the Corporation and shall perform the duties usual to such position and such other duties as the Board of Directors or the Chair may prescribe.

Section 5. Other Officers. Each other officer of the Corporation shall perform such duties as the Board of Directors or the Chair may prescribe.

ARTICLE IV

Committees

Section 1. Executive Committee. The Board of Directors may, by resolution adopted by a majority of the directors then in office, designate two (2) or more directors of the Corporation to constitute an Executive Committee which, to the extent provided in such resolution and consistent with applicable law, shall have and exercise all of the authority of the Board of Directors in the management of the Corporation's affairs during intervals between the meetings of the Board of Directors. The Executive Committee shall be subject to the authority and supervision of the Board of Directors.

Section 2. Nominating and Governance Committee. There shall be a Nominating and Governance Committee comprising three (3) directors of the Corporation, appointed by the Board of Directors. At all times, a Purdue Director shall chair the Nominating and Governance Committee. The Nominating and Governance Committee shall submit nominations to the Board of Directors in connection with the Board's election of Elected Directors. The Nominating and Governance Committee may from time to time submit reports or recommendations regarding the governance of the Corporation to the Board of Directors or the Executive Committee.

Section 3. Other Committees. The Board of Directors may establish other committees, in addition to the Executive Committee and the Nominating and Governance Committee, to accomplish the goals and execute the programs of the Corporation. Such

committees shall have such responsibilities and powers as the Board of Directors shall specify. Members of such committees may, but need not, be members of the Board of Directors. A committee member appointed by the Board of Directors may be removed by the Board of Directors with or without cause.

ARTICLE V

Conflicts of Interest

Section 1. General Policy. It is the policy of the Corporation and its Board of Directors that the Corporation's directors, officers, and employees carry out their respective duties in a fashion that avoids actual, potential, or perceived conflicts of interest. The Corporation's directors, officers, and employees shall have the continuing, affirmative duty to report any personal ownership, interest, or other relationship that might affect their ability to exercise impartial, ethical, and business-based judgments in fulfilling their responsibilities to the Corporation. This policy shall be further subject to the following principles:

(a) Directors, officers, and employees of the Corporation shall conduct their duties with respect to potential and actual grantees, contractors, suppliers, agencies, and other persons transacting or seeking to transact business with the Corporation in a completely impartial manner, without favor or preference based upon any consideration other than the best interests of the Corporation.

(b) Directors, officers, and employees of the Corporation shall not seek or accept for themselves or any of their relatives (including spouses, ancestors, and descendants, whether by whole or half blood), from any person or business entity that transacts or seeks to transact business with the Corporation, any gifts, entertainment, or other favors relating to their positions with the

Corporation that exceed common courtesies consistent with ethical and accepted business practices.

(c) If a director, or a director's relative, directly or indirectly owns a significant financial interest in, or is employed by, any business entity that transacts or seeks to transact business with the Corporation, the director shall disclose that interest or position and shall refrain from voting on any issue pertaining to the transaction.

(d) Officers and employees of the Corporation shall not conduct business on behalf of the Corporation with a relative or a business entity in which the officer, employee, or his or her relative owns a significant financial interest or by which such officer, employee, or relative is employed, except where such dealings have been disclosed to, and specifically approved and authorized by, the Board of Directors of the Corporation.

(e) The Board of Directors may require the Corporation's directors, officers, or employees to complete annually (or as otherwise scheduled by the Board) a disclosure statement regarding any actual or potential conflict of interest described in these Bylaws. The disclosure statement shall be in such form as may be prescribed by the Board and may include information regarding a person's participation as a director, trustee, officer, or employee of any other nonprofit organization. The Board of Directors shall be responsible for oversight of all disclosures or failures to disclose and for taking appropriate action in the case of any actual or potential conflict of interest transaction.

Section 2. Effect of Conflict Provisions. The failure of the Corporation, its Board of Directors, or any or all of its directors, officers, or employees to comply with the conflict of interest provisions of these Bylaws shall not invalidate, cancel, void, or make voidable any contract, relationship, action, transaction, debt, commitment, or obligation of the Corporation that otherwise is valid and enforceable under applicable law.

ARTICLE VI

Indemnification

Section 1. Indemnification by the Corporation. To the extent not inconsistent with applicable law, every person (and the heirs and personal representatives of such person) who is or was a director, officer, employee, or agent of the Corporation shall be indemnified by the Corporation against all liability and reasonable expense that may be incurred by him or her in connection with or resulting from any claim, action, suit, or proceeding (a) if such person is wholly successful with respect thereto or (b) if not wholly successful, then if such person is determined (as provided in Section 3 of this Article VI) to have acted in good faith, in what he or she reasonably believed to be the best interests of the Corporation (or, in any case not involving the person's official capacity with the Corporation, in what he or she reasonably believed to be not opposed to the best interests of the Corporation), and, with respect to any criminal action or proceeding, is determined to have had reasonable cause to believe that his or her conduct was lawful (or no reasonable cause to believe that the conduct was unlawful). The termination of any claim, action, suit, or proceeding by judgment, settlement (whether with or without court approval), or conviction, or upon a plea of guilty or of nolo contendere or its equivalent, shall not create a presumption that a person did not meet the standards of conduct set forth in this Article VI.

Section 2. Definitions.

(a) As used in this Article VI, the phrase "claim, action, suit, or proceeding" shall include any threatened, pending, or completed claim, civil, criminal, administrative, or investigative action, suit, or proceeding and all appeals thereof (whether brought by or on behalf of the Corporation, any other corporation, or otherwise), whether formal or informal, in which a person (or his or her heirs or personal representatives) may become involved, as a party or otherwise:

(i) By reason of his or her being or having been a director, officer, employee, or agent of the Corporation or of any corporation where he or she served as such at the request of the Corporation;

(ii) By reason of his or her acting or having acted in any capacity in a corporation, partnership, joint venture, association, trust, or other organization or entity where he or she served as such at the request of the Corporation, or

(iii) By reason of any action taken or not taken by him or her in any such capacity, whether or not he or she continues in such capacity at the time such liability or expense shall have been incurred.

(b) As used in this Article VI, the terms "liability" and "expense" shall include, but shall not be limited to, counsel fees and disbursements and amounts of

judgments, fines, or penalties against, and amounts paid in settlement by or on behalf of, a person.

(c) As used in this Article VI, the term "wholly successful" shall mean (i) termination of any action, suit, or proceeding against the person in question without any finding of liability or guilt against him or her, (ii) approval by a court, with knowledge of the indemnity provided in this Article VI, of a settlement of any action, suit, or proceeding, or (iii) the expiration of a reasonable period of time after the making of any claim or threat of any action, suit, or proceeding without the institution of the same, without any payment or promise made to induce a settlement.

Section 3. Entitlement to Indemnification. Every person claiming indemnification under this Article VI (other than one who has been wholly successful with respect to any claim, action, suit, or proceeding) shall be entitled to indemnification if (a) special independent legal counsel, which may be regular counsel of the Corporation or any other disinterested person or persons, in either case selected by the Board of Directors, whether or not a disinterested quorum exists (such counsel or person or persons being hereinafter called the "referee"), shall deliver to the Corporation a written finding that such person has met the standards of conduct set forth in Section 1 of this Article VI and (b) the Board of Directors, acting upon such written finding, so determines. The person claiming indemnification shall, if requested, appear before the referee and answer questions that the referee deems relevant and shall be given ample opportunity to present to the referee evidence upon which he or she relies for indemnification. The Corporation shall, at the request of the referee, make available facts, opinions, or other evidence in any way relevant to the referee's findings that is within the possession or control of the Corporation.

Section 4. Relationship to Other Rights. The right of indemnification provided in this Article VI shall be in addition to any rights to which any person may otherwise be entitled.

Section 5. Extent of Indemnification. Irrespective of the provisions of this Article VI, the Board of Directors may, at any time and from time to time, approve indemnification of directors, officers, employees, agents, or other persons to the fullest extent permitted by applicable law, or, if not permitted, then to any extent not prohibited by such law, whether on account of past or future transactions.

Section 6. Advancement of Expenses. Expenses incurred with respect to any claim, action, suit, or proceeding may be advanced by the Corporation (by action of the Board of Directors, whether or not a disinterested quorum exists) prior to the final disposition thereof upon receipt of an undertaking by or on behalf of the recipient to repay such amount unless he or she is entitled to indemnification.

Section 7. Purchase of Insurance. The Board of Directors is authorized and empowered to purchase insurance covering the Corporation's liabilities and obligations under this Article VI and insurance protecting the Corporation's directors, officers, employees, agents, or other persons.

ARTICLE VII

Contracts, Checks, Loans, Deposits, and Gifts

Section 1. Contracts. The Board of Directors may authorize one (1) or more officers, agents, or employees of the Corporation to enter into any contract or execute any instrument on its behalf. Such authorization may be general or confined to specific instances. Unless so authorized by the Board of Directors, no officer, agent, or employee shall have any power to bind the Corporation or to render it liable for any purpose or amount.

Section 2. Checks. All checks, drafts, or other orders for payment of money by the Corporation shall be signed by such person or persons as the Board of Directors may from time to time designate by resolution. Such designation may be general or confined to specific instances.

Section 3. Loans. Unless authorized by the Board of Directors, no loan shall be made by or contracted for on behalf of the Corporation and no evidence of indebtedness shall be issued in its name. Such authorization may be general or confined to specific instances.

Section 4. Deposits. All funds of the Corporation shall be deposited to its credit in such bank, banks, or depositaries as the Board of Directors may designate. Such designation may be general or confined to specific instances.

Section 5. Gifts. The Board of Directors may accept on behalf of the Corporation any gift, grant, bequest, devise, or other contribution for the purposes of the Corporation on such terms and conditions as the Board of Directors shall determine.

ARTICLE VIII

Amendments

The power to make, alter, amend, or repeal the Bylaws is vested in the Board of Directors of the Corporation; provided, however, that any proposed substantive alteration, amendment, or repeal of these Bylaws must be approved in writing by the authorizer of the School (as the term "authorizer" is defined in IC 20-24-1-2.5) prior to the Board of Directors of the Corporation taking any action thereon.

Joseph E. Miller, Jr.
Partner
joseph.miller@FaegreBD.com
Direct **317.237.1415**

Faegre Baker Daniels LLP
300 North Meridian Street ▾ Suite 2700
Indianapolis ▾ Indiana 46204-1750
Phone +1 317 237 0300
Fax +1 317 237 1000

April 22, 2015

Brooke Huntington
President and CEO
EmployIndy
PNC Center South, 115 W. Washington Street
Suite 450 South
Indianapolis, Indiana 46204

RECEIVED
APR 2 8 2015
BY:_____

Re: Engagement of Faegre Baker Daniels

Dear Brooke:

We appreciate your retaining us to represent you. By this letter, we confirm various matters concerning our engagement.

1. As you requested, we will represent EmployIndy, with regard to assistance with incorporation and exemption-related work for a proposed new charter school, and other such matters we may accept at your request from time to time. None of your shareholders, owners, members, subsidiaries or other affiliated entities, nor any individual director, officer, manager or employee, will be our client.

2. From time to time, in the exercise of our professional judgment, we may conclude that it is desirable to share confidential information concerning your representation with professionals and other service providers outside the firm whom we have engaged to assist in representing you or with personnel of our consulting groups (some of whom may be designated as paralegals to directly assist in providing legal services to you). We will take appropriate steps to preserve the confidentiality of such information and this confirms your consent to our sharing such information.

3. Per our discussion, our fee will be a flat fee of $15,000.00, which will be billed once the draft incorporation and exemption application is complete. Please note that you will be responsible for the IRS filing fee of $850.00 in addition to these fees.

4. Various costs—for example, international long-distance telephone charges, certain copying and printing costs (at $0.15 per page), filing fees, and an allocation of our costs for

certain computerized research—will be billed to your account in addition to our fees for services. The amounts we charge generally reflect our actual direct and indirect costs, but some amounts may be more or less than our actual costs.

5. We will provide invoices to you on a monthly basis. Each will include a description of the services performed and a description of any disbursements incurred by us on your behalf for which we expect reimbursement. Our invoices are due on receipt. Please contact me if you have questions about any of them.

6. This confirms our agreement with you that either you or we may terminate this engagement at any time, with or without cause, and without further obligation by either you or us (other than our obligation to return to you any unused retainer balance and any of your documents or other property then in our possession and, if we are then representing you in any litigation, any obligation that may be imposed by rules of the court in which such litigation is then pending, and your obligation to pay us the unpaid balance of any billed or unbilled fees and costs that are then accrued). This engagement will also terminate upon completion of the matters for which we have been engaged.

7. Unless you request in writing that we deliver files for a matter to you (or transfer the files to other counsel) within ten years after our involvement in the matter has ended, we will have no obligation to retain the files, and we may destroy them without further notice to you.

8. As you may know, we have numerous existing and prospective client relationships, and it is possible that a situation could arise in which your interests might conflict with those of some other client. This confirms our agreement with you that we may (without further notice to you) represent any other present or future client in any matter that is not substantially related to our work for you, even if such client's interests are directly adverse to your interests or result in litigation against you.

If you have any questions about these arrangements, please contact me as soon as possible. Otherwise, we will assume they are satisfactory to you.

Thank you again for selecting us to represent you. We look forward to working with you.

Sincerely,

Joseph E. Miller, Jr.

JEM/lsr

Leadership Information

This section contains the resumes/curriculum vitae and memorandum for the following individuals:

- Dr. Gary R. Bertoline
- Julie Griffith
- George E. Pillow, Jr.
- Jamal Smith
- Maureen Weber

Curriculum Vitae

GARY R. BERTOLINE, PhD

Distinguished Professor of Computer Graphics Technology and Professor of Computer & Information Technology
Dean, Purdue Polytechnic Institute
Purdue University
West Lafayette, IN 47907
Phone: 765-494-2552
E-mail: bertoline@purdue.edu

EDUCATION

1987, Ph.D., **The Ohio State University**, Columbus, Ohio in Industrial Technology Education.

1979, M.Ed**., Miami University**, Oxford, Ohio in Technology Education.

1974, B.S., **Northern Michigan University**, Marquette, Michigan in Industrial Technology.

PROFESSIONAL ACADEMIC EXPERIENCE

Purdue University:

Dean, Purdue Polytechnic University (formally the College of Technology) 2011 to present

Interim Department Head for Industrial Technology and Organizational Leadership & Supervision, 2010 - 11.

Associate Dean for Graduate Programs College of Technology, 2009 to 2011.

Interim Associate Dean for Graduate Studies and Research, College of Technology, 2008

Professor of Computer & Information Technology, joint appointment, 2007 to present.

Assistant Dean for Graduate Studies College of Technology, 2006 – 2008.

Director of the Envision Center for Data Perceptualization, 2006 – 2008.

Courtesy Appointment Professor of Engineering Education, Department of Engineering Education, College of Engineering, 2006 to present.

ITaP Associate Vice President and Director of the Rosen Center for Advanced Computing and the Envision Center for Data Perceptualization, 2002 to 2006.

ITaP Senior Research Scientist, Visualization and Computer Graphics, and Director of the Envision Center for Data Perceptualization, 2001 – 2002.

Department Head of Computer Graphics Technology, 1995 to 2001.

Professor of Computer Graphics Technology 1995 to present.

Associate Professor, 1990 to 1994 Technical Graphics. Granted tenure in 1994 and promoted to professor in 1995.

The Ohio State University:

Assistant Professor, Department of Engineering Graphics, College of Engineering, 1987 to 1990. Held courtesy appointment in the College of Education, Educational Psychology Department.

Thomas E. French Research Fellowship, Department of Engineering Graphics, 1986 to 1987.

Wright State University, Lake Campus:

Instructor and coordinator of design technology, 1981 to 1985. Promoted to assistant professor and granted tenure January 1985.

AWARDS AND HONORS

2014 **Purdue Excellence in Research Award**, for having received a grant of $1 million or more in the last year.

2013 **Purdue University's Book of Great Teachers,** chosen by their students and their peers as Purdue's finest educators.

2012 **Career Achievement Award,** The Ohio State University, College of Education and Human Ecology.

2008 **Mira Award for Indiana Technology Leaders**, Serious Gaming Team Purdue University, Gary Bertoline, Christoff Hoffmann, and Beverly Sypher.

2007 **Distinguished Professor of Computer Graphics Technology** awarded at Purdue University in recognition of academic accomplishments.

2007 **College of Technology Faculty Convocation Research Poster Session** Best poster titled: A Visual Analytic Tool for Protein Biomarkers Cancer Detection.

2004 **Distinguished Service Award** for significant leadership in technology from Epsilon Pi Tau, the international honorary for professions in technology.

2003 **Honorary Doctorate of Technology** from Northern Michigan University and commencement speaker December 13, 2003.

2002 **Purdue Excellence in Research Award**, for having received a grant of $1 million or more in the last year.

1997 **Laureate Citation** for significant contributions in technology from Epsilon Pi Tau, the international honorary for professions in technology.

1995 The inaugural **Steve M. Slaby International Award for Outstanding Contributions to Graphics Education** by the International Society for Geometry and Graphics. Algarve, Portugal with paper presentation.

1993 Awarded **American Society for Engineering Education (ASEE) Centennial Certificate of Recognition** for providing exemplary support to the ASEE.

1993 **Certified Industrial Technologist** from the National Association for Industrial Technology (NAIT).

1992 Named **Orthogonal Award** winner, the youngest recipient ever given the award, by North Carolina State University's Department of Graphic Communications. This is an annual award given to a nationally prominent person in graphics for his/her teaching, leadership and significant contributions in the field of Graphic Communications.

1991 **Best Paper Award**: Received for The Best Paper Competition from the North Central Section of ASEE for presentation of paper on a modern engineering graphics curriculum.

1990 to 2006 **McGraw-Hill Publishing Company, Computer Graphics Series Advisor** to establish a series of modern texts in engineering and computer graphics. Established 7 textbooks and 7 workbooks in the series.

1989 **Best Paper Award**: Received the **Frank Oppenheimer Award of Excellence** from the Engineering Design Graphics Division of ASEE for presentation of paper on a computer-based visualization text.

1987 **Best Paper Award**: Received the **Frank Oppenheimer Award of Excellence** from the Engineering Design Graphics Division of ASEE for presentation of paper on the role of computers in the design process.

1986 **French Fellowship**: Awarded the **Thomas E. French Research Fellowship in Engineering Graphics**. The fellowship is awarded to a doctoral candidate who is pursuing research in engineering design graphics by the Department of Engineering Graphics at The Ohio State University.

1986 **TWICE Research Fellowship**: Received the **TWICE Research Fellowship** from T & W Systems, Inc., to integrate CAD into engineering graphics and to support research in CAD education.

1984 **Best Paper Award**: Received the **Frank Oppenheimer Award of Excellence** from the Engineering Design Graphics Division of ASEE for presentation of paper on the integration of CAD into the graphics curriculum.

1983 **Exemplary Initiate into Epsilon Pi Tau**. Epsilon Pi Tau is an international honors fraternity in technology education. An exemplary initiate is given to individuals who show potential or have demonstrated outstanding accomplishments in technology education.

SIGNIFICANT ADMINISTRATIVE ACCOMPLISHMENTS

Executive Director for the Purdue Polytechnic Institute 2012 to 2015

- Leading an unprecedented transformation that will offer extraordinary opportunities to Purdue students and faculty. Designated as a *Purdue Move* in 2013 by the University President and Board of Trustees, the transformation will touch all parts of the College – curricula, learning/teaching methods, learning spaces, student assessments, use-inspired research, industry and community engagement, and nearly every fiber of the college's culture. The breadth and depth of the transformation will be enormous, and the results will bring (1) more graduates who are not only more capable of meeting the evolving needs of industries and communities, but who have a thirst for life-long learning and recognize the opportunities and challenges that technology brings society, (2) a learning environment that is not only more student-centered with ground-breaking teaching/learning techniques, but one that includes faculty mentoring and competency-based and other learning approaches giving students greater flexibility and autonomy in pursuing their personal interests, and (3) expanded applied research and global engagement that is not only inspired by and more closely tied to the needs of industry and communities, but that also infuses innovation and entrepreneurship and integrates those skills into the learning environment. Indeed, the opportunity to make bold improvements is so great, and the support from the University is so strong, that the transformation may very well forge a path for others in higher education.
- Lilly Endowment gift of $18 million in support of the Polytechnic initiative of a $40 million gift to Purdue.

Dean College of Technology 2011 to present

- PI on one of Purdue's Moves for the creation of the Purdue Polytechnic Institute.
- Led the college in developing a strategic and tactical plan for the college.
- Increased college donations by 20% in first year as dean.
- Leading the effort to finalize negotiations with the Qatar Foundation on a $300 million branch campus for the College of Technology at Education City in Doha, Qatar.
- Co-lead with the Dean of Engineering the approval for an $18 million student projects building on campus.
- Co-lead with the Dean of Engineering $5 million in funding to start an advanced manufacturing competitiveness center (IN-MaC) at Purdue University.
- Lead the proposal for one of President Daniels' Purdue Moves initiative; The Purdue Polytechnic Institute, which will transform the undergraduate learning experience.

Associate Dean for Graduate Programs 2006 to 2011

- Increased MS degree students from 147 to 246
- Increased PhD degree students from 46 to 66
- Increased professional programs MS degree students from 76 to 130
- Increased total graduate degree enrollment from 269 to 442
- Led MS degree program approval for CIT, CGT, IT, and AT
- Involved in many strategic initiatives as assigned by the Dean for the College of Technology

Interim Department Head of OLS and IT 2010-11

- Led the ad hoc merger committee in finalizing the proposal as well as the new department name selection
- Leading the integration of the faculty, curricula, and budgets
- Leading efforts to revitalize, enhance, and update the curriculum

Executive Director of ProSTAR 2009-2011

- Created the Center for Professional Studies and Applied Research (ProSTAR)
- Focuses on delivering degree and non-degree educational programs for business and industry
- Administrative unit to coordinate and administer non-traditional graduate programs to business and industry
- Staff entirely funded from residuals generated from fee-based professional programs
- Professional programs supported include Weekend MS degree programs in IT and OLS, on-site programs at Rolls Royce in Indianapolis and Anderson University in Anderson, IN and distance delivered program in Aviation Technology

Technology Computer Network (TCN) 2006-2011

- Appointed by the Dean to direct the computer technology support for the College of Technology

- Worked with the leadership of Engineering Computer Network (ECN) to merge TCN into their operations to provide better and increased service for the college as well as meet the goals for Sustaining New Synergies efforts on campus

Director Envision Center for Data Perceptualization 2001 – 2008

- Created this nationally recognized scientific and information visualization facility in support of research and learning
- Significantly increased the visualization resources for faculty and students in support of research and learning on campus
- Created a strategic plan to move the center from conception to full implementation

Associate VP & Director Rosen Center for Advanced Computing (RCAC) ITaP 2002 – 2005

- Created RCAC to support computationally-based research at Purdue
- Created a strategic plan for the center
- Consolidated a staff of 50 in high performance computing, networking, high performance storage, programming, and scientific visualization
- Initiated an applied research program that led to approximately $15 million in funded research projects
- Significantly increased computational, storage, and visualization resources for faculty and students in support of research and learning on campus
- Led the implementation of Purdue as a NSF funded TeraGrid partner resource provider
- The genesis of the Discovery Park Cyber Center at Purdue was created through the efforts of RCAC

Department Head of Computer Graphics Technology 1995-2001

- Led the department in name change and curriculum update to include 4 degree options
- Enrollment growth from approximately 250 undergraduate students to over 500
- Started a graduate program, significantly increased industry donations and applied research
- Started CGT degree programs at 5 Statewide locations

Co-founder and Director Digital Enterprise Center 1998 – 2001

- Developed this center in the College of Technology through a series of Purdue Reinvestment Program grants through the Provost's Office as well as hardware and software gifts-in-kind from Dassault and IBM
- This center was the genesis for the creation of the PLM Center which eventually led to the creation of the Center for Advanced Manufacturing, an interdisciplinary center supported by industry

NSF TeraGrid Executive Steering Committee Member 2002 – 2007

- TeraGrid was a $110 million NSF-funded grant to create an open scientific discovery cyberinfrastructure across 11 university and national lab partner resource providers' sites with the Executive Steering Committee leading the administration and deployment.
- Led the efforts to create a governance model and strategic plan for the TeraGrid.

Elected and Named Chair of the Board of Education, St. Henry Local Schools 1982 – 1986

- Worked with the superintendent to manage of budget of $5 million and a school district of 1500 students.
- Successfully negotiated a new contract with teachers and staff
- Successfully funded a new middle school

NATIONAL AND INTERNATIONAL OFFICES AND LEADERSHIP POSITIONS

2010 **McGraw Hill Publishing Company** , Named to **K-12 Engineering & Technology STEM Education Advisory Board** .

2010 Appointed by the PI of the **NSF XD grant** to lead the nationwide campus bridging program for the 5-year $160 million grant

2010 Appointed **Co-Chair NSF Task Force for Cyberlearning & Workforce Development** . The task force was charged by NSF to develop a key component of NSF's agency-wide Cyberinfrastructure Framework for 21st Century Science and Engineering. This report will be a comprehensive plan for education and outreach efforts in computational and data intensive science and engineering and other CI-enabled fields

2009 Appointed to the **National Center for Engineering and Technology Education (NCETE)** focus group to create an alliance of PhD-granting universities in Engineering/Technology Education

2007 Appointed by the PI of the NSF Funded **TeraGrid** grant to lead the TeraGrid Forum on the writing of a Governance Model to manage this project that is spread across 10 university campuses and national labs

2007 Co-chair for the **2nd Annual TeraGrid '07 Conference**, Madison, WI

2007 to present Served on distinguished professor review committees in the Colleges of Technology, Engineering, Science, and Liberal Arts

2006 Nominated for **Chair of the ACM SIGGRAPH Education Committee**

2006 to 2008 Appointed to the **Open Science Grid (OSG)** Advisory Council

2006 Appointed to the **NSF TeraGrid Executive Steering Committee** for the NSF funded $130 million TeraGrid project.

2006 Appointed to the **Open Science Grid (OSG) Advisory Council**

2003 to 2005 **NSF-funded Visualization TeraGrid Group**

2004 to 2006 **SC05 Chair Education Program Planning Committee**

2004 **WACE (Workshop on Advanced Collaborative Environments) Program Committee** . Reviewed papers for workshop held in Nice, France, September 23, 2004

2003 to 2005 **Founder and Chair of Steering Committee** - International Visualization Consortium

2003 to 2004 **North American Chair –** International Steering Committee - 11th International Conference on Geometry and Graphics, Guangzhou, China, July 29-August 2, 2004

1998 to 2007 **ACM SIGGRAPH** Education Committee Member

1997 to 1998 **Conference Vice Chair** - Eighth International Conference on Engineering Computer Graphics and Descriptive Geometry

1996 **Chair** - Engineering Design Graphics Division of ASEE

1995 **Vice Chair** - Engineering Design Graphics Division of ASEE.

1995 **Program Committee** - Edugraphics '95, Alvor, Portugal.

1993 **CAD Society Planning Committee** - National Computer Graphics Association (NCGA). Appointed position by president of the NCGA to plan and organize start-up activities in the CAD Society of NCGA.

1993 **Program Chair –** Engineering Design Graphics Division of ASEE, Midyear Meeting and Conference.

1990 to 1993 **Technical and Professional Committees Chair** - Engineering Design Graphics Division of ASEE. Nationally elected office that includes responsibility for managing five other committees.

1990 to 1992 **Steering Committee -** International Society for Geometry & Graphics. One of 12 people appointed to a steering committee that formed an international professional society for engineering computer graphics.

1989 to 1990 **Vice-chair** - North Central Section of ASEE. Regionally elected office that includes responsibility for executive committee meetings in chair's absence and management of selection of regional ASEE awards.

1989 to 1990 **President –** Epsilon Pi Tau, Alpha Chapter, The Ohio State University.

1988 to 1989 **Vice President –** Epsilon Pi Tau, Alpha Chapter, The Ohio State University.

1987 **Chair, Industrial Liaison Committee** - Engineering Design Graphics Division of ASEE. This committee is responsible for developing a working relationship between the division and related industry.

RECENT SIGNIFICANT PURDUE COMMITTEES AND APPOINTMENTS

2014, IUPUI Chancellor Search Committee

2011, Purdue University Decadal Funding Committee, Professional Programs subcommittee member

2010, College of Technology Manufacturing Engineering Technology ad hoc review committee

2010, AGEP Student Scholar, Faculty Mentor

2009 Executive Director, Center for Professional Studies & Applied Research (ProSTAR), College of Technology.

2009, University Residence Halls, Faculty Fellow

2008 to present, served on named and distinguished professor selection committees for Technology, Engineering, Science, and Liberal Arts

2008 to present, STEM Goes Rural Affiliated Faculty

2008 to 2010, NCA Accreditation Steering Committee, Criterion 3 Task Force – Student Learning and Effective Teaching

2006 to 2009, University committee on Student Learning Outcome and Assessment Workgroup (SLOAW)

2007, College of Technology P&T Handbook Revision Committee

2007 to 2010, NCA Accreditation Task 1 planning committee

2005 Interim Managing Director, Discovery Park Cyber Center

2003 to 2007, Co-Director, PLM Center

2005, Cyber Center, Director Search Committee

2005 to 2009, Cyber Center, Executive Steering Committee

2005, Purdue Supercomputing Recompetition Planning Committee

2005 to present, Executive Steering Committee for Discovery Learning Center

2003 to 2008, Computer Research Institute (CRI) Faculty Advisory Committee

2003 to 2005, University Cyberinfrastructure Planning Committee

2003 to 2006, University Strategic Research Initiatives Committee

2002 to 2004, University Promotion and Tenure Committee

2002 to 2004, Libraries Promotion and Tenure Primary Committee

2002 to 2005, University Academic Computing Policy Committee, Chair

2003, University Promotion and Tenure Committee Panel B (for Regional and Statewide Campuses)

2002 to 2003, School of Technology Promotion and Tenure Handbook Committee, 4 th Edition

2002 to 2003, University Honors Task Force

2001 to 2002, School of Technology PhD Degree Proposal Committee

2001 to 2002, School of Technology, Search and Screen Committee for Dean, served as co-chair with Dean Lechtenberg

2000 to 2001, Search committee for Vice President for Information Technology

2000 to 2001, School of Technology, Search and Screen Committee for Assistant Dean for Graduate Studies

1995 to 2002, Served on numerous School of Technology Department Promotion and Tenure Primary Committees including, EET, OLS, BCM, IT, and CPT

MEMBERSHIPS IN ACADEMIC, PROFESSIONAL, AND SCHOLARLY SOCIETIES

2008 to present, International Technology and Engineering Educators Association (**ITEEA**)

1993 to present, Association for Technology Management and Applied Engineering (**ATMAE** formally NAIT)

1990 to present, Special Interest Group in Graphics (**ACM SIGGRAPH**) division of the American Computing Machinery (ACM)

1985 to present, American Society for Engineering Education (**ASEE**)

1983 to present, Epsilon Pi Tau (**EPT**) a national honors fraternity in technology education

---

FUNDED GRANTS (*Indicates PI)

Garimella*, S. V., Deason, G. W., Bertoline, G. R., Contreni, M. L. Hummels, D. L., and Beaulieu, L. J. 2013. Transforming Indiana into a Magnet for High Technology Jobs. **Lilly Endowment. $5,000,000**.

Tan*, H. Z., Bertoline, G. R., and Jones, G. 2010. FIRE: Conceptualizing Non-Contact Forces: The Efficacy of Visuohaptic Simulations. **National Science Foundation.** ***$399,886***.

Bertoline*, G. R., Dyrenfurth, M., Herrick, R., and Newton, K. 2009. Dual MS/MSc degree program focused on technology, innovation, and sustainability. **US Department of Education**. ***$420,000***.

Bertoline*, G. R., Cayon, L., Arns, L., and Bennett, D. 2009. Stereo projection in the Astronomy and Technology classroom: An educational tool to navigate and improve learning of the 3D Universe and 3D Geometry. **Purdue Provost's Instructional Innovation Grant**. ***$70,000***.

Bertoline*, G. R. and Song, X. 2009. Grid Infrastructure Group (GIG) software and curriculum material development for TeraGrid. **National Science Foundation**. ***$344,280***. Grant to fund a one-year project to develop grid middleware and instructional materials for TeraGrid.

Bertoline*, G. R. 2009. NUE: Supplement to fund a graduate student. **National Science Foundation**. ***$35,244***.

Bertoline*, G. R. 2009. NUE: Supplement to fund a project with Happy Hollow School in West Lafayette, IN. **National Science Foundation**. ***$20,000***.

Bertoline*, G. R., Tan, H. Z., Reifenberger, R., and Bennett, D. 2008. NUE: Enhanced Undergraduate Nanotechnology Education with Haptics and Visualization Tools. **National Science Foundation**. ***$199,500***.

Bertoline*, G. R. and Song, X. 2008. Grid Infrastructure Group (GIG) software and curriculum material development for TeraGrid. **National Science Foundation**. ***$330,537***. Grant to fund a one-year project to develop grid middleware and instructional materials for TeraGrid.

Bertoline*, G. R. and Song, X. 2007. Grid Infrastructure Group (GIG) software and curriculum material development for TeraGrid. **National Science Foundation**. ***$243,000***. Grant to fund a one-year project to develop grid middleware and instructional materials for TeraGrid.

Bertoline*, G. R., Tan, H. Z., Cox, M., Brophy, S., and Enkhtuvshin, D. 2007. The impact of computer-simulated haptic force feedback on learning. **Purdue's Engineering Education's Young Engineer Studies (YES)**. ***$54,200***. Grant to evaluate the effectiveness of using haptic devices to teach abstract science and engineering principles.

Bertoline*, G. R. and Song, X. 2006. Grid Infrastructure Group (GIG) software development for TeraGrid. **National Science Foundation**. ***$320,000***. Grant to fund a one-year project to develop grid middleware.

Bertoline*, G. R. and Madhaven, K. P. 2006. Appointed as co-chair of the Education Program for the **IEEE/ACM Society** supercomputing conference called SC06 to deliver a 4-day long workshop for high school teachers, undergraduate faculty, and undergraduate students. ***$326,000***.

Bertoline*, G. R., et al. 2006. Northwest Indiana Computational Grid (NWICG). **Department of Energy**. Grant for phase 2 of a joint project between Purdue WL, Purdue Calumet, and Notre Dame for networking, storage, computation, and visualization to support research. **$4,500,000.**

Bottum*, J., Ibrahim, N. A., Hoffmann, C. M., and Bertoline, G. R.. 2005. Northwest Indiana Computational Grid (NWICG). **Department of Energy**. ***$876,600***. Grant for phase 1 of a joint project between Purdue WL, Purdue Calumet, and Notre Dame for networking, storage, computation, and visualization to support research through the creation of the Northwest Indiana Computational Grid (NWICG).

Hartman*, N., Bertoline, G. R., Gilger, J. W., and Mohler, J. L. (2005). Developing a spatial visualization assessment instrument. **Purdue Discovery Learning Center** grant. ***$18,000***.

Elmagarmid*, A., Bertoline, G. R., et al. 2005. Purdue Cyber Center. **Lilly Endowment.** ***$2,000,000***. Grant to fund a new Discovery Park center.

Bertoline, G. R. and Song, X. Collaborative Research: TeraGrid Smig. **National Science Foundation**. $1,389,585. Grant for application support for TeraGrid resource partners.

Goasguen*, S., Song, X., and Bertoline, G. R. 2005. SCI: Teragrid Resource Partner. **National Science Foundation**. ***$5,897,091.*** Grant to fund Purdue's Teragrid initiative including infrastructure and application support.

Bertoline*, G. R. and Madhaven, K. P. (2005). Appointed as chair of the Education Program for the **IEEE/ACM Society** supercomputing conference called SC05 to deliver a 4-day long workshop for high school teachers, undergraduate faculty, and undergraduate students. ***$320,000***.

Popescu*, V. (PI), Bertoline, G. R., et al. 2004. Effective Distance Learning Through Sustained Interactivity and Video Realism. **National Science Foundation, Computer and Information Science and Engineering** . ***$540,000***. This project combines research in vision, image processing, robotics, and computer graphics to create a novel distance learning system that enables instructors and remote learners to feel a "sense of presence" in the classroom.

Delgass*, N., Bertoline, G. R., et al. 2004. Improved Diesel Emission Reduction Catalysts by Discovery Informatics. **Indiana 21st Century Research & Technology Fund**. ***$1,744,014***. A research project between Cummins Inc. and Purdue University will focus on the development of catalytic systems for reduction of diesel emissions.

Venkatasubramanian*, V., Bertoline, G. R., et al. 2004. Center of Excellence: Institute for Advanced Pharmaceutical Technology. **Indiana 21st Century Research & Technology Fund**. ***$1,948,866***. Grant to develop a model-based informatics approach that will facilitate transfer of data, information and knowledge along the pharmaceuticals products pipeline to make it faster, more efficient and safe.

Caruthers*, J., Delgass, N. and Bertoline, G. R. 2003. **Purdue University New Recruitment Initiatives Awards Program** grant from the Graduate School, to fund the recruitment of graduate students to support the Catalysis research project. ***$12,500***.

Laxer*, C. and Bertoline, G. R. 2003. **ACM SIGGRAPH Education Committee**. Grant to conduct a curriculum development workshop titled: A Curriculum Development Workshop to Define a Computer Graphics Discipline. ***$2500***.

Miller*, C. L. and Bertoline, G. R. 2002. **Purdue University Discovery Park** curriculum development grant in PLM. ***$30,000***.

Field*, W. E., Tormoehlen, R.L. and Bertoline, G.R. 2002. Youth Farm Safety Education and Certification Program from the **United States Department of Agriculture**. Graphics-Based Youth Farm Safety Education and Certification Curriculum. ***$149,903***.

RESEARCH AND INSTRUCTIONAL GRANTS AND DONATIONS (*indicates principal author)

Bertoline, G. R., Contreni, M. L., Jamieson, L., and Mullins, J. 2015. Purdue Moves Indiana Forward **. Lilly Endowment. $40,000,000** (Largest cash gift ever received by Purdue University)

Bertoline, G. R. 2007. **Novint, Inc.** Grant for 5 Novint Falcon haptice devices and 10 Falcons at cost. Value of grant: ***$2200***.

Bertoline, G. R. 2003. **EON Reality, Inc.** Grant for virtual reality software for use in the Envision Center and labs for teaching in CGT and CS. Value of grant: ***$525,000***.

Bertoline, G. R*., Hoffmann, C., and Pekny, J. 2003. **IBM Corporation Shared University Resources (SUR)**. Grant for hardware to support the Product Lifecycle Management Center for Excellence. Value of grant: ***$362,000***.

Bertoline*, G. R. and Short, D. R. 2003. **Pixar Animation Studios**. Grant for 500 licenses of Renderman animation software. Value of grant: ***$702,500***.

Bertoline*, G. R., and Connolly, P. E. 2001. **General Motors/Powertrain Partners for the Advancement of CAD/CAM/CAE Education (PACE)**. Grant for 80 licenses of Unigraphics software. Value of grant: ***$4,000,000***.

Bertoline*, G. R., and Burton, T. L. 2001. **General Motors Foundation Inc**. Grant for rapid prototyping system. Value of grant: ***$15,000***.

Bertoline*, G. R., Connolly, P. E., and Miller, C. L. 2000. **Visionary Design Systems**. Grant for 300 licenses of IronCAD software. Value of grant: ***$1,893,250***.

Bertoline*, G. R., and Burton, T. L. 1999. **Purdue University Reinvestment Program**. Grant for Digital Enterprise Center director. Value of grant: ***$100,000***.

Bertoline, G. R. 1999. **Evans & Sutherland, Inc**. Grant for Tornado Graphics Boards. Value of Grant: ***$18,000***.

Bertoline*, G. R., and Burton, T. L. 1998. **Purdue University Reinvestment Program**. Grant for advanced computer graphics hardware and software for the Digital Enterprise Center. Value of grant: ***$150,000***.

Bertoline, G. R. 1998. **IBM Corporation HEAT Software Program**. Grant for CATIA software and hardware for the Digital Enterprise Center. Value of grant: ***$6,000,000***.

Bertoline, G. R. 1998. **Nortel Inc**. Grant for SuperScape Virtual Reality Software. Value of grant: ***$47,940***.

Bertoline, G. R. 1998. **Autodesk, Inc.** Grant for curriculum development and laboratory equipment in CGT. Value of grant: ***$30,000***.

Bertoline*, G. R., and Burton, T. L. 1997. **Purdue University Reinvestment Program**. Grant for computer graphics faculty position in PLM for the Digital Enterprise Center. Value of grant: ***$150,000***.

Bertoline*, G. R. and Mohler, J. L. 1996. Interactive Multimedia Instructional Material for Basic and Advanced Hydraulics, **Bethlehem Steel Corporation**. Value of award: ***$175,000***.

Bertoline, G. R. 1996. **Alias/Wavefront Varsity Partner Program**. Advanced modeling, rendering, and animation software. Value of grant: ***$1,130,000***.

Bertoline*, G. R., and Short D. R. 1995. **Purdue University Reinvestment Program**. Grant for advanced computer graphics hardware and software. Value of grant: ***$27,300***.

Bertoline*, G. R., Short, D. R., Harriger, B. C. 1994. **Autodesk (University Partners Program)**. The award consisted of over 100 AutoCAD Release 12 with AME licenses for the SOT and Statewide Sites. Value of grant: ***$450,000***.

Miller*, C. L., Shah, M. J., Bertoline, G. R., and Duff, J. M. 1994. **Hewlett Packard**. Hardware grant of two thermal wax color printers. Value of grant: ***$16,000***.

Short*, D. R., & Bertoline*, G. R., 1992. **Autodesk, Inc**. This grant was co-authored and resulted in a gift of 25 Autodesk Animator Pro and 3D Studio software. Value of grant: ***$94,750***.

Bertoline*, G. R., Short*, D. R., Miller, C. L., Duff, J. M., Ross, W. A., 1991. **Autodesk (University Partners Program)**. The award consisted of 24 AutoCAD Release 11 with AME licenses on the PC and 6 on the Macintosh. Value of grant: ***$118,000***.

Bertoline*, G. R., Ross, W. A., and Short, D. R., 1992. **Autodesk, Inc**. Software grant was expanded to include 18 additional AutoCAD Release 11 with AME, Macintosh version. Value of grant: ***$72,000***.

Bertoline*, G. R., & Short*, D. R., 1991. **CADKEY, Inc**. The grant was for CADKEY Version 5, CADKEY Light, and IGES Translator. Value of grant: ***$459,200***.

Bertoline*, G. R. & Miller, C. L., 1990. **Hewlett Packard**. Capital equipment gift of computer plotters and printers. Amount: ***$31,000***.

1991 **Purdue Summer PRF Grant**. Study funded by the Purdue Research Foundation to validate a hypercard-based visualization test. ***$5,000***.

McGrath, M. L. & Bertoline, G. R. (1989). **ACM SIGGRAPH Education Study Grant**. "Developing a curriculum model for engineering design graphics." ***$20,750***.

Prior to 1989 there were grants totaling **$965,000**.

REFEREED JOURNAL ARTICLES (*indicates principal author)

Chandramouli, M. & Bertoline, G. R. (2014). A genetic algorithm based optimization framework to visualize, evaluate, and modify 3D space configurations in Desktop VR. *International Journal for Simulation and Multidisciplinary Design Optimization, 5*, A01. http://www.ijsmdo.org/articles/smdo/full_html/2014/01/smdo130004/smdo130004.html

Chandramouli, M., & Bertoline, G. R. (2013). A Review of Multi-Objective Design Optimization and the Use of Genetic Algorithms Interior Design Optimization. International Journal of Engineering Research & Innovation. 5(1), 33-40. http://www.ijeri.org/issues/spring2013/spring2013.htm

Chandramouli, M., Narayanan, B., & Bertoline, G. R. (2013). A Graphics Design Framework to Visualize Multi-dimensional Economic Datasets. Engineering Design Graphics Journal, Volume 77(3), 1-14. http://www.edgj.org/index.php/EDGJ/article/view/382

Chandramouli*, M., Bertoline, G. R., Connolly, P. (2009). Generating Alternative Engineering Designs by Integrating Desktop VR with Generic Algorithms. *Engineering Design Graphics Journal*, 73(3):1-12.

Hartman*, N., Sarapin, M., Bertoline, G. R., & Sarapin, S. (2009). Examining the nature of technology graduate education. *Journal of Technology Studies, 35*(1), 76 – 82.

Madhavan*, K. P. C., Arns, L. L., & Bertoline, G. R. (June 2005). Inside Envision Center. *Campus Technology 18*(10), 38-41.

Madhavan*, K. P., Arns, L. L., Bertoline, G. R. (2005). A distributed rendering environment for teaching animation and scientific visualization, *Journal of Computer Graphics and Applications*, *25*(5), 32-38. .

Bertoline, G. R. (1998). Visual Science: An emerging discipline. *Journal for Geometry and Graphics, 2* (2), 181 - 187.

Bertoline, G. R. (1997). 50 plus 50 in jeopardy. *The Engineering Design Graphics Journal, 61*(1), 22 - 25.

Bertoline, G. R. (1993). A structure and rationale for engineering geometric modeling. *The Engineering Design Graphics Journal, 57*(3), 5 - 14.

Bertoline*, G. R., McGrath, M. B., Bowers, D., Pleck, M. H., & Sadowski, M. A. (1991). An engineering graphics curriculum model with multidisciplinary implications. *Computer Graphics, 25*(3), 191 - 195.

Miller*, C. L., & Bertoline, G. R. (1991). Spatial visualization research and theories. *The Engineering Design Graphics Journal, 55*(3), 5 – 14.

Wiley*, S. E., Miller, C. L., & Bertoline, G. R. (1991). Strategies for improving the Visualization Ability of Engineering Graphics Students. *Journal of Graphic Science of Japan, 53*, 39 - 45. **Note:** The editor of the journal translated this paper into Japanese. Originally appeared in the *Proceedings of the 4th International Conference on Engineering Computer Graphics & Descriptive Geometry*, O. Ural & L. D. Shen, Eds. Florida International University, Miami, Florida. 1990.

Bertoline*, G. R., & Gages, T. (1991). Input and output devices for engineering design. *Journal of Theoretical Graphics and Computing, 3*(2), 71 - 78.

Bertoline, G. R. (Winter 1991). Using 3D geometric models to teach spatial geometry concepts. *The Engineering Design Graphics Journal, 55*(1), 37 - 47.

Bertoline*, G. R., & Miller, D. (Winter, 1990). A visualization and orthographic drawing test using the Macintosh computer. *Engineering Design Graphics Journal, 54*(1), 1 - 7.

Bertoline, G. R. (December 1990). Has computer graphics rendered descriptive geometry obsolete? *Journal of Graphic Science of Japan, 51*, 33 - 39. **Note:** The editor of the journal translated this paper into Japanese. The paper originally appeared in *the Proceedings of the 4th International Conference on Engineering Computer Graphics & Descriptive Geometry*, O. Ural & L. D. Shen, Eds. Florida International University, Miami, Florida. 1990.

Bertoline, G. R. (Autumn 1989). Design for success. *Engineering Design Graphics Journal, 53*(3), 11-18.

Bertoline, G. R. (Spring 1988). The role of computer in the design process. *Engineering Design Graphics Journal, 52*(2), 18 - 22.

Bertoline, G. R. (Winter 1985). The basics of CAD. *Engineering Design Graphics Journal, 49*(1) 35 -39.

TEXTBOOKS AUTHORED

Since 1986, approximately 500,000 textbooks have been sold in the areas of CAD and engineering design graphics.

Bertoline*, G. R., Wiebe, E, Hartman, N. W., Ross, W. A. (2013). *Engineering Design*. McGraw Hill Publishing Company. 540 pages.

Bertoline*, G. R., Wiebe, E, Hartman, N. W., Ross, W. A. (2010). *Fundamentals of Engineering Graphics, 6th Edition*. McGraw-Hill Publishing Company. 640 pages. 1st edition 1996, 2nd edition 1998, 3rd edition 2002, 4th edition 2004, 5th edition 2006. This textbook has also been translated into Italian and Chinese.

Bertoline, G. R., Wiebe, E, Hartman, N. W., Ross, W. A. (2008). *Technical Graphics Communications, 4th Edition*. McGraw-Hill Publishing Company. 1120 pages. 1st edition 1995, 2nd edition 1997, 3rd edition 2002. This textbook has also been translated into Spanish.

Bertoline, G. R. (2008). *Introduction to Graphics Communications for Engineers, 4th Edition*. McGraw-Hill Publishing Company. 230 pages. 1st edition 1999, 2nd edition 2002, 3rd edition 2005.

Bertoline, G. R. (2008). *Graphics Drawing Workbook, 2nd Edition*. McGraw-Hill Publishing Company. 145 pages. 1st edition 2000.

Bertoline*, G. R., Wiebe, E., Miller, C. L., Nasman, L. (1995). *Engineering Graphics Communications*. Irwin Publishing Company. 1062 pages.

Bertoline*, G. R., Frampton, D. (1994). *The Essential AutoCAD*. Macmillan Publishing Company.

Bertoline, G. R. (1994). *AutoCAD for Engineering Graphics, 2nd Edition*. New York: Macmillan Publishing Co. 1st Edition, 1990.

Resetarits*, P. & Bertoline, G. R. (1994). *Using CADKEY, 4th Edition*. Albany, New York: Delmar Publishers. 1st Edition, 1987, 2nd Edition, 1991, 3rd Edition 1992.

Resetarits*, P. & Bertoline, G. R. (1992). *Using CADKEY Light*. Albany, New York: Delmar Publishers.

Bertoline, G. R. (1988). *Fundamentals of CAD, 2nd Edition*. Albany, New York: Delmar Publishers, First Edition, 1985.

Bertoline, G. R. (1986). *CAD Applications Mechanical*, Albany, New York: Delmar Publishers.

CHAPTERS IN BOOKS

Bertoline, G. R., Hartman, N., & Adamo-Villani, N. (2009). Computer-aided design, computer-aided engineering, and visualization. In S. Y. Nof (Ed.), *Springer handbook of automation* (pp. 639 – 651). Berlin: Springer-Verlag.

Catlett, C., ……Bertoline, G. R. (2008). TeraGrid: Analysis of organization, system architecture, and middleware enabling new types of applications. In L. Grandinett (Ed.), *HPC and Grids in Action*. Amsterdam: IOS Press Advanced in Parallel Computing Series.

Contributed two chapters to: Giesecke, et al. (1991). *Principles of Engineering Graphics*, New York: Macmillan Publishing.

REFEREED PUBLISHED PROCEEDINGS PAPERS (*indicates principal author)

Chandramouli, M., Bertoline, G., Elbadwi A.Q. I. (2014) Geometry and Graphics for Developing a Multimodal Multidimensional Desktop Virtual Reality framework, Proc. of the Annual Conf. of the International Association of Journals & Conferences, Orlando, FL.

Chandramouli, M., Takahashi, & Bertoline. G. R. (2014) Desktop VR Centered Project Based Learning in ET Courses Using a Low-cost Portable VR System, Proc. of the American Association of Engineering Education Conference, Indianapolis, IN.

Chandramouli, M., and Bertoline, G. (2013) Stimulating Interest in Technological and Engineering Literacy Using a Multidimensional Desktop Virtual Reality Framework. *Proceedings of the American Society of Engineering Education.*

Springer*, M. L., Bertoline, G. R., & Schuver, M. T. (2011). *Challenges of Building on Bedrock Programs in Professional Education*. ASEE/CIEC 2011 Conference. San Antonio, Texas.

Springer*, M. L., Bertoline, G. R. (2011). Building an academic center infrastructure for professional development. *Conference proceedings of the 2011 ASEE Conference, Vancouver, Canada.*

Springer*, M. L., Lybrook, D. L, & Bertoline, G. R. (2011). Building a distance learning hybrid program in organizational leadership. *Conference proceedings of the 2011 ASEE Conference, Vancouver, Canada.*

Dyrenfurth*, M., Murphy, M., Bertoline, G. R., Herrick, R., Newton, K., O'Donnell, G., Castell, N., Barcelo, M., Ribera-Sancho, M., & Garcia, J., Barnes, J. L., Kuder, M. (2011). Critical issues and lessons learned in establishing concurrent international MS degree programs in engineering technology. *Conference proceedings of the 2011 ASEE Conference, Vancouver, Canada.*

Dyrenfurth*, M., Murphy, M., Bertoline, G. R., Herrick, R., Newton, K., O'Donnell, G., McHale, D., Castell, N., Barcelo, M., Balas, D., Ribera-Sancho, M., & Garcia, J. (2010). Concurrent masters degrees across the Atlantic: Innovations, issues & Insights. *Conference proceedings of the 2010 ASEE Conference*, Louisville, KY.

Dyrenfurth*, M., Murphy, M., & Bertoline, G. R. (2010). Quality indicators for engineering & technology education. *Conference proceedings of the 2010 ASEE Conference*, Louisville, KY.

Park*, J., Kim, K., Tan, H. Z., Reifenberger, R., Bertoline, G. R., Hoberman, T., & Bennett, D. (2010). An initial study of visuohaptic simulation of point-charge interactions. *Proceedings of the Symposium on Haptic Interfaces for Virtual Environments and Teleoperator Systems 2010*, Waltham, MA, pp. 425-430, March 25-26, 2010.

Chandramouli*, M., Bertoline, G. R., Abe Harris, L. (2009). PC-based photorealistic virtual environments to facilitate construction design and nondestructive testing. *Conference proceedings of the 2009 ASEE Conference, Austin, TX.*

Chandramouli*, M., Bertoline, G. R., and Harris, L. V. (2009). Photo-realistic virtual environments to facilitate construction design and non-destructive testing. *Conference proceedings of the 2009 ASEE Conference, Austin, TX.*

Bertoline*, G. R., and Schuver, M. (2009). Center for professional studies in engineering technology . *Conference proceedings of the 2009 ASEE Conference, Austin, TX.*

Bertoline, G. R. (2009). Applied and use-insprired research for engineering technology: A rationale for defining a research domain. *Conference proceedings of the 2009 ASEE Conference, Austin, TX.*

Hacker*, T., Bertoline, G. R. (2008). A Curriculum for Petascale Computing. *Proceedings of the 3rd TeraGrid Conference,* June 2008, Las Vegas, NV.

V. Sundaram*, Y. Ru, B. Benes, L. Zhao, X. C. Song, T. Park, G. Bertoline, M. Huber. An Integrated System for Near Real-Time 3D Visualization of NEXRAD Level II Data Using TeraGrid. *Proceedings of TeraGrid 2008 Conference, Las Vegas, NV, June 9-13, 2008*.

Dorjgotov*, E., Bertoline, G. R., Arns, L., Pizlo, Z., & Dunlop, S. R. (2008). Force amplitude perception in six orthogonal directions. In *Proceedings of the 16th International IEEE Symposium on Haptic Interfaces for Virtual Environment and Teleoperator Systems (HAPTICS)*, pp. 121–127, 2008.

Sarapin*, M., Hartman, N., and Bertoline, G. R. (2007). Advancing graduate education in a college of technology context. *Proceedings of the National Associate of Industrial Technology Conference, Panama City, FL.*

Keating*, D., Stanford, T., Bardo, J., Dunlap, D., DeLoatch, E., Tricamo, S., Depew, D., Bertoline, G. R., ….,.Purdy, C. (2007). Enabling a strong US engineering workforce for technological innovation: A national partnership in graduate professional education with industry to enhance US competitiveness and economic development. *Conference proceedings of the 2007 ASEE Conference, Honolulu, Hawaii.*

Olson*, R., Truesdal, S., Quick, D., Depew, D., Bertoline, G. R., Schuver, M.,….,.Stanford, T. (2007). Faculty reward system reform for advancement of professional engineering education for innovation: Looking at representative criteria for merit promotion in advanced engineering practice in industry. *Conference proceedings of the 2007 ASEE Conference, Honolulu, Hawaii.*

Keating*, D., Stanford, T., Bardo, J., Dunlap, D., Depew, D., Bertoline, G. R., …..Turesdale, S. (2007). Faculty reward system reform for advancement of professional engineering education for innovation: Rethinking a new model template for unit criteria of professionally oriented faculty. *Conference proceedings of the 2007 ASEE Conference, Honolulu, Hawaii.*

Depew*, D., Bertoline, G. R., Schuver, M., Keating, D., Stanford, T., Dunlap, D. (2007). Faculty reward system reform for advancement of professional engineering education for innovation: Revisiting the urgency of reform. *Conference proceedings of the 2007 ASEE Conference, Honolulu, Hawaii.*

Dorjgotov*, E., Choi,S., Dunlop, S., Bertoline,G. (2006). Portable haptic display for large immersive virtual environments, *Proceedings of the Symposium on Haptic Interfaces for Virtual Environments and Teleoperator Systems,the Institute of Electrical and Electronics Engineering, Inc* 2006, pp. 321-327, ISBN 1-4244- 0226-3.

Depew*, D., Latif, N., Bertoline, G. R., Keating, D., Stanford, T., Dunlap, D., …. Turesdale, S. (2006). Faculty reward system reform: Beginning phase II – revisiting the need for university change to advance professional graduate education for engineering practice and technology leadership. *Conference proceedings of the 2006 ASEE Conference, Chicago, IL.*

Keating*, D., Stanford, T., Bardo, J., Dunlap, D., Depew, D., Latif, N., Bertoline, G. R., …. Truesdale, S. (2006). Faculty reward system reform: Beginning phase II – Setting criteria for professionally oriented faculty in engineering and technology. *Conference proceedings of the 2006 ASEE Conference, Chicago, IL.*

Benes*, B., Dorjgotov, E., Arns,L., & Bertoline,G., (2006). Granular material interactive manipulation: Touching sand with haptic feedback. *Proceedings of the 14-th International Conference in Central Europe on Computer Graphics, Visualization and Computer Vision 2006* Joaquim Jorge and Vaclav Skala editors, 2006, pp. 295-304, ISBN 80-8643-03-8.

Madhavan*, K., Bertoline, G. R., Goasguen, S., & Vorvoreanu, M. (2006). Zecosystem – Cyberinfrastructure enabled learning ecosystems of 2020. *Proceedings of TeraGrid'06 Conference*, Indianapolis, IN, June 2006.

Rogers*, T.J., Benes, B., Bertoline,G., (2006). Towards a modular network-distributed mixed-reality learning space system. *International Symposium on Visual Computing*, Springer-Verlag.

Bertoline*, G. R., Depew, D. R., Dyrenfurth, M. J., McHenry, A. L., DeLoatch, E. M., Lee, P. Y., ….Stanford, T. G. (2005). A look at representative templates for professionally oriented faculty reward systems in other service professions. *Conference proceedings of the 2005 ASEE Conference, Portland, OR.*

Depew*, D. R., Bertoline, G. R., Dyrenfurth, M. J., McHenry, A. L. DeLoatch, E. M., Lee, P. Y., …. Stanford, T. G . (2005). Revisiting the urgency for reform of faculty reward systems to advance professional graduate education for engineering practice and technology leadership. *Conference proceedings of the 2005 ASEE Conference, Portland, OR.*

Keating*, D., Stanford, T., Dunlap, D., McHenry, A., DeLoatch, E., Lee, P., Y., Depew, D., Bertoline, G. R., ….Coulson, L. M. (2005). Framework for integrating project-based learning, experience and practice in professional graduate education for engineering leaders in industry leading to the professional engineering doctorate and fellows levels. *Conference proceedings of the 2005 ASEE Conference, Portland, OR.*

Madhaven*, K. and Bertoline, G. R. (2005). Challenges to incorporating high performance computational tools into 7 – 12 grade science and mathematics curricula. *Society for Information Technology (SITE) 16th annual conference proceedings*, Phoenix, AZ (pp. 3713 – 3717).

Field*, W. and Bullock, S., Bertoline, G., Tormoehlen, G. (2004). Research Review Related to the Utilization of Graphic-Based Material to Communicate Important Agricultural Safety Messages to Youth with Limited Literacy Skills. *Proceedings of the National Institute of Farm Safety Conference* . Keystone, Colorado.

Depew*, D. R., Bertoline, G. R., Dyrenfurth, M. J., McHenry, A. L., Dunlap, D. D., Bennett, R. J., ….. Stanford, T. G. (2004). Issues Driving Reform of Faculty Reward Systems to Advance Professional Graduate Education: The Need for Criteria that Support Engineering Practice and Technology Leadership, *Conference Proceedings of the 2004 ASEE annual conference and exhibition*, Salt Lake City, UT, CD ROM.

Arangarasan*, R., Arns, L., and Bertoline, G. R. (2003). A Portable Passive Stereoscopic System for Teaching Engineering Design Graphics. *58th Annual Engineering Design Graphics MidYear Meeting Proceedings*, November 16 to 19, 2003, Scottsdale, Arizona. Editor Mary Sadowski. (pp. 99 – 108).

Bertoline*, G. R., & Laxer C. (2002). A knowledge base for the computer graphics discipline. Forum presentation for the SIGGRAPH education program. *ACM SIGGRAPH 2002 Conference Proceedings*, 29th International Conference on Computer Graphics and Interactive Techniques, San Antonio, Texas.

Bertoline, G. R. (2000). The digital enterprise center at Purdue University. *COE 2000 Fall Conference Proceedings*, CD-ROM, G12, (pp. 1- 6).

Bertoline*, G. R., Miller, C. L., Mohler, J. L., Ross, W. A. (1999). A curriculum model for applied computer graphics. *Proceedings of the Engineering Design Graphics Division 53rd Mid-Year Meeting*, F. M. Croft, Ed., (pp. 51 - 57). Columbus, Ohio.

Wiebe*, E. N., and Bertoline, G. R. (1995). Mosaic instruction and the world wide web. *Proceedings of the Engineering Design Graphics Division 1995 Mid-Year Meeting*, C. Wayne White, Ed. (pp. 51-57). Houston, Texas.

Eggers*, D. C., Ross, W. A., and Bertoline, G. R. (1995). Mosaic: A primer for engineering design graphics instruction. *Proceedings of the Engineering Design Graphics Division 1995 Mid-Year Meeting*, C. Wayne White, Ed. (pp. 42-50). Houston, Texas.

Miller*, C. L., & Bertoline, G. R. (1991). Visual literacy for engineers. *Investigating Visual Literacy*. Selected readings from the 22nd Annual International Visual Literacy Association Book of Readings 1991. Edited by Darrell G. Beauchamp, Judy Clark Baca, & Roberts A. Braden. (pp. 327-332). Washington, D.C. *Refereed.*

Wiley*, S. E, & Bertoline, G. R. (1991). Fundamental communications skills for the contemporary engineer. *ASEE Illinois/Indiana Spring Conference Proceedings: Undergraduate Education* (pp. 56-61). Urbana, Illinois.

Bertoline, G. R. (1991). Graphics literacy in a modern engineering/engineering technology curriculum. *Proceedings Frontiers in Education 21st Annual Conference*. L. P. Grayson, Ed. (pp. 556 - 559). West Lafayette, Indiana.

Bertoline*, G. R. McGrath, M., Pleck, Bowers, D., & Sadowski, M. (1991). Developing a modern graphics curriculum for the year 2000 and beyond. *Proceedings of the North Central Section of ASEE annual conference* (pp. 7 - 13). Akron, Ohio.

Bertoline*, G. R., Miller, C. L., & Frampton, D. (1990). Strategies for articulation of CADD curriculum and technology into secondary schools. *Proceedings of the North Central Section of ASEE annual conference* (pp. 139 - 145). Akron, Ohio.

Bertoline, G. R. (1990). Has computer graphics rendered descriptive geometry obsolete? *Proceedings of the 4th International Conference on Engineering Computer Graphics & Descriptive Geometry*, O. Ural & L. D. Shen, Eds. (pp. 301 - 307). Miami, Florida.

Miller*, C. L., Wiley, S. E., & Bertoline, G. R., (1990). Strategies for improving the visualization ability of engineering graphics students. *Proceedings of the 4th International Conference on Engineering Computer Graphics & Descriptive Geometry*, O. Ural & L. D. Shen, Eds. Miami, Florida.

Pleck*, M. & Bertoline, G. R. (1990). A knowledge-based curriculum model for engineering design graphics. *Proceedings of the NSF Symposium on the Modernization of the Engineering Design Graphics Curriculum*, R. Barr & D. Juricic, Eds. (pp. 75 - 84). Austin, Texas.

Pleck*, M., McGrath, M., Bertoline, G. R., Bowers, D., & Sadowski, M. (1990). Factors affecting the engineering design graphics curriculum: Past, present, and future. *Proceedings of the NSF Symposium on the Modernization of the Engineering Design Graphics Curriculum*. R. Barr & D. Juricic, Eds. (pp. 43 - 52). Austin, Texas.

McGrath*, M., & Bertoline, G. R. (1990). Developing a modern graphics curriculum. With Michael McGrath. *Proceedings of the Frontiers in Education 19th Annual Conference*, L.P. Grayson and J.M. Biedenbach, Eds. (pp. 136 - 140). Vienna, Austria.

Bertoline*, G. R., Bowers, D., McGrath, M., Pleck, M., & Sadowski, M. (1990). A conceptual model for an engineering graphics curriculum for the year 2000. *Proceedings of the Engineering Design Graphics Division 1990 Mid-Year Meeting*, Deloss Bowers and Gary R. Bertoline, Eds. (pp. 241 -254). Tempe, Arizona.

Miller*, C. L. & Bertoline, G. R. (1990). Spatial visualization research and theories: Their importance in the development of an engineering & technical design graphics curriculum model. *Proceedings of the Engineering Design Graphics Division 1989 Mid-Year Meeting*, (pp. 95 - 103). Tuscaloosa, Alabama.

McGrath*, M., Pleck, M., Bertoline, G. R., Bowers, D., & Sadowski, M. (1989). A historical perspective of factors affecting the engineering design graphics curriculum. *Proceedings of the Engineering Design Graphics Division 1989 Mid-Year Meeting*, (pp. 154 - 161). Tuscaloosa, Alabama.

Bertoline, G. R. (1988). The implications of cognitive neuroscience research on spatial abilities and graphics instruction, Proceedings *of the 3rd International Conference on Engineering Graphics and Descriptive Geometry,* S.M. Slaby and H. Stachel, Eds. Vol. 1. (pp. 28 - 34). Vienna, Austria.

Boyer*, E. & Bertoline, G. R. (1987). The impact of computer technology on graphic communications, *Proceedings from an International Symposium on Technological Literacy,* E. K. Blankenbaker, Ed. (pp. 203- 206). Columbus, Ohio. *Refereed*

Bertoline, G. R. (1987). The class of 2001: Future directions for engineering design graphics, *Proceedings of the Frontiers in Education, 17th Annual Conference*, L. P. Grayson and J. M. Biedenbach, Eds., Vol. 2, (pp. 625 - 631). Terre Haute, Indiana.

Bertoline, G. R. (1984). Computer graphics in the undergraduate curriculum, *Proceedings of the National Computer Graphics Association Conference*, (pp. 234 - 239). Los Angeles, California.

ARTICLES IN PRACTITIONER JOURNALS

Madhavan*, K. P. C., Arns, L. L., and Bertoline, G. R. (June 2005). Inside Envision Center. *Campus Technology 18*(10), 38-41.

Bertoline*, G. R., and Zurschmiede, E. (July/August 2001). IBM and Purdue University team up to advance aircraft interior design. *Aircraft Interiors 3* (4), 20 - 24.

PAPERS PRESENTED AT NATIONAL AND INTERNATIONAL CONFERENCES (*indicates principal author)

Bertoline, G. R. (2014). *DISTINGUISHED LECTURE: Inspiring Change Agents to Transform Engineering Education: Challenges and Strategies of Pioneers in an Ever-evolving Social and Cultural Context.* Paper presented at the 121st ASEE Annual Conference, June 15 – 18, 2014, Indianapolis, IN.

Bertoline, G. R. and Mili, F. (2014). *The integration of liberal arts and technology.* Paper presented at the Seventh Symposium on Engineering and Liberal Education, June 6-7, 2014, Union College, Schenectady, New York.

Bertoline, G. R. (2013). *The Fatal Flaw in Engineering Higher Education.* Paper presented at the Automation Conference, Chicago, IL.

Tan, H., Bennett, D., Bertoline, G., Chevrier, J. & Jones, M. G. (2011). *The role of visuohaptic simulations in conceptualizing non-contact electrostatic forces*. Paper presented at the European Science Education Association annual meeting. Lyon, France.

Dyrenfurth*, M., Newton, K., & Bertoline, G. R. (2010). *Concurrent MS degrees across the Atlantic: Technology, innovation & sustainability.* 2010 ATMAE Conference, Panama City Beach, FL.

Donaldson*, S., Bertoline, G. R. (2010). *Utilization of a graduate advisory committee for supporting and retaining graduate students to improve the academic experience and increase graduation rates.* 2010 CIEC Conference, Engineering Technology Division, Feb. 3-5, 2010, Palm Springs, CA.

Chandramouli*, M., Bertoline, G. R., & Abe Harris, L. (2009). *PC-based photorealistic virtual environments to facilitate construction design and nondestructive testing*. 2009 ASEE Conference, Austin, TX.

Bertoline*, G. R., Schuver, M. (2009). *Center for professional studies in engineering technology.* 2009 ASEE Conference, Austin, TX.

Bertoline, G. R. (2009). *Applied and use-insprired researchfor engineering technology: A rationale for defining a research domain.* 2009 ASEE Conference, Austin, TX.

Hacker*, T., Bertoline, G. R. (2008). *A curriculum for petascale computing*. TeraGrid 2008 Conference, Las Vegas, NV.

Sundaram*, V., Ru, Y., Benes, B., Zhao, L., Song, X. C., Park, T., Bertoline, G. R., & Huber, M. (2008). *An integrated system for near real-time 3D visualization of NEXRAD level II data using TeraGrid.* TeraGrid 2008 Conference, Las Vegas, NV, June 9-13, 2008.

Sarapin*, M., Hartman, N., & Bertoline, G. R. (2007). *Advancing graduate education in a college of technology context.* National Associate of Industrial Technology Conference, Panama City, FL.

Bertoline, G. R. (2007). *A history of Computer-aided Design.* **Invited** presentation at the Catia Operators Exchange (COE) Annual PLM Conference Develop & Deploy Workshop, Las Vegas, NV.

Bertoline, G. R., (2006). *Cyberinfrastructure and Learning for Gen-Z*. **Invited** presentation to North Carolina State University's Friday Institute for Educational Innovation series; Voice of Innovation Research Series.

Bertoline, G. R. (2006). *Developing TeraGrid campus partnerships*. Fall 2006 Internet2 Member Meeting, Chicago, IL.

Bertoline, G. R. (2006). *Cyberinfrastructure learning environments for Gen-Z*. SC06 Conference, Education Program, Tampa, FL.

Bertoline*, G. R., Lathrop, S., & Catlett, C. E. (2006). *TeraGrid campus partnerships.* NCSA Workshop – Enabling Minority Serving Institutions to be Cyberinfrastructure Resource Providers. NCSA, University of Illinois, Urbana-Champaign, IL.

Rogers*, T. J., Benes, B., & Bertoline, G. R. (2006). *Towards a modular network-distributed mixed-reality learning space system.* International Symposium on Visual Computing, ISVC 2006.

Depew*, D. R., Latif, N., Bertoline, G. R., Keating, D., Stanford, T., Dunlap, D., Tricamo, S., McHenry, A., DeLoatch, E., Palmer, H., Bennett, R., Noori, M., Snellenberger, J., & Turesdale, S. (2006). *Faculty reward system reform: Beginning phase II – revisiting the need for university change to advance professional graduate education for engineering practice and technology leadership*. 2006 ASEE Conference, Chicago, IL.

Keating*, D., Stanford, T., Bardo, J., Dunlap, D., Depew, D., Latif, N., Bertoline, G. R., Tricamo, S., McHenry, A., DeLoatch, E., Palmer, H., Noori, Mohammad, Bennett, R;, Snellenberger, J., & Truesdale, S. (2006). *Faculty reward system reform: Beginning phase II – Setting criteria for professionally oriented faculty in engineering and technology* . 2006 ASEE Conference, Chicago, IL.

Hartman*, N., Connolly, P. E., Gilger, J. W., Bertoline, G. R., & Heisler, J. M. (2006). *Virtual reality-based spatial skills assessment and its role in computer graphics education*. ACM/SIGGRAPH 2006 Conference and Exhibition, Boston, MA.

Bertoline*, G. R., Hoffmann, C. M., Bohlmann, N., Sharp, D., & Latimer, D. (2006). *Northwest Indiana Computational Grid (NWICG)***.** TeraGrid '06 Conference, Indianapolis, IN**.**

Madhavan*, K.P.C., Goasguen, S., Bertoline, G.R., & Klimeck, G. (May 2006). *Revolutionizing science and education through cyberinfrastructure.* Presentation at the Exploratorium Brown Bag Series, San Francisco, CA.

Dorjgotov*, E., Choi, S., Dunlop, S. R., & Bertoline, G. R. (2006). *Portable haptic display for large immersive virtual environments*, 14th Symposium on Haptic Interfaces for Virtual Environments and Teleoperator Systems, Arlington, VA.

Madhavan*, K.P.C., Bertoline, G.R. (2005). *Challenges to incorporating high performance computational tools into 7-12 grade science and mathematics curricula.* Society for Information Technology & Teacher Education 2005, Phoenix, AZ.

Bertoline*, G. R., Madhavan, K. (2005). *The role of HPC in learning and teaching*. SC05 Education Program, Seattle, WA.

Matei*, S., Arns, L., Bertoline, G. R., Davidson, D., & Ren, M. (2005). Socio-spatial congnition and community identification in the context of the next generation of location-aware information systems. *6th Annual Meeting of the Association of Internet Researchers,* Chicago, IL

Stewart, C. A., Bertoline, G. R. (2005). *I-Light: A network for collaboration between Purdue University and Indiana University.* 2005 I-Light Symposium, Indianapolis, IN.

Bertoline*, G. R., Depew, D. R., Dyrenfurth, M. J., McHenry, A. L., DeLoatch, E. M., Lee, P. Y., Dunlap, D. D., Tricamo, S. J., Keating, D. A., & Stanford, T. G. (2005). *A look at representative templates for professionally oriented faculty reward systems in other service professions.* 2005 ASEE Conference, Portland, OR.

Depew*, D. R., Bertoline, G. R., Dyrenfurth, M. J., McHenry, A. L. DeLoatch, E. M., Lee, P. Y., Palmer, H. J., Dunlap,D. D., Tricamo, S. J., Keating, D. A., & Stanford, T. G . (2005). *Revisiting the urgency for reform of faculty reward systems to advance professional graduate education for engineering practice and technology leadership.* 2005 ASEE Conference, Portland, OR.

Arns*, L., Bertoline, G. R., & Caruthers, J. (2005). *HCI issues in catalyst design by discovery informatics visualization*. 9th International Conference on Information Visualization. Las Vegas, NV.

Hartman*, N. W., Bertoline, G. R. (2005). *Spatial visualization tests and their relationship to contemporary CAD tools: Advocating more than just mental rotations tests.* 2005 ASEE Conference, Portland, OR.

Bertoline*, G. R. (2004). *Integration of the support of computational science within the larger mission of the University* . Super Computing 2004 (SC04) Annual Conference, CIO Workshop, Pittsburgh, PA.

Bertoline*, G. R, Bottum, J. (2004). *Reshaping the IT mission in research: Building a faculty-driven campus computational grid*. EDUCAUSE 2004 Annual Conference, Denver, CO.

Bullock*, M. S., Field, W. E., & Bertoline, G. R. (2004). *Research review related to the utilization of graphic-based material to communicate important agricultrural safety messages to youth with limited literacy skills.* 2004 Summer Conference of the National Institute for Farm Safety Inc. Keystone, Colorado, June 20, 2004.

Bertoline*, G. R., Miller, C. L., Hoffmann, C., & Pekny, J. (2004). *The product lifecycle management center at Purdue University*. The COE 2004 Annual Conference, Miami Beach, FL.

Dyrenfurth*, M. J., Bertoline, G. R., Keating, D. A., Depew, D. R., McHenry, A. L., Dunlap, D. D., Bennett, R. J., Tricamo, S. J., & Stanford, T. G. (2004). *Engineering & technology research: Myths, realities and recommendations* , Invited panel paper, 2004 ASEE conference, Salt Lake City, Utah.

Depew*, D. R, Bertoline, G. R., Dyrenfurth, M. J., McHenry, A. L., Dunlap, D. D., Bennett,J., Tricamo, S. J., Keating, D. A., & Stanford, T. G.. (2004). *Issues driving reform of faculty reward systems to advance professional graduate education: The need for criteria that support engineering practice and technology leadership* , Invited panel paper, 2004 ASEE conference, Salt Lake City, Utah.

Arangarasan*, R., Arns, L., & Bertoline, G. R. (2003). *A portable passive stereoscopic system for teaching engineering design graphics.* 58th Annual Engineering Design Graphics Midyear Meeting, Scottsdale, Arizona, November 16 to 18, 2003.

Bertoline, G. R. (2002). *Virtual reality, computer graphics, and the design process.* Engineering Design Graphics Mid-Year Meeting, Indianapolis, Indiana, October 26 to 30, 2002.

Bertoline*, G. R., Laxer C. (2002). *A knowledge base for the computer graphics discipline*. Forum presentation for the ACM SIGGRAPH education program. ACM SIGGRAPH 2002 29th International Conference on Computer Graphics and Interactive Techniques, San Antonio, Texas.

Bertoline, G. R. (2001). *The emerging computer graphics discipline*. **Invited** forum presentation for the SIGGRAPH education program. ACM SIGGRAPH 2001 28th International Conference on Computer Graphics and Interactive Techniques, Los Angles, California.

Bertoline, G. R, Goldman, J., Herrick, R., & Whitten, J. (2000). *Emerging areas of technology and programmatic implications*. Plenary Session 1, 26th Annual Engineering Technology Leadership Institute, October 21 to 24, 2000, West Lafayette, Indiana.

Bertoline, G. R. (2000). *The digital enterprise center at Purdue University*. COE 2000 Fall Conference & Technology Fair, October 1 to 5, 2000, St. Louis, Missouri.

Mohler*, J. L., Bertoline, G. R. (2000). Interactive multimedia training materials for the steel industry. *The Proceedings of Intertech 2000*, Chicago, Illinois.

Bertoline*, G. R., Mohler, J. L. (1998). *Instructional delivery partnerships involving two and four-year institutions and industry*. 24th Annual Engineering Technology Leadership Institute, November 1 to 3, 1998, St. Louis, Missouri.

Bertoline, G. R. (1998). *Visual science: An emerging discipline*. **Invited** presentation Eight International Conference on Engineering Computer Graphics and Descriptive Geometry, July 31 to August 3, 1998, Austin, Texas.

Bertoline, G. R. (1996). *50 plus 50 in Jeopardy.* 50th EDGD Mid-year Meeting. Ames, Iowa.

Wiebe*, E. N., Bertoline, G. R. (1995). *Mosaic instruction and the world wide web*. 49th EDGD Mid-Year Meeting. Houston, Texas.

Miller*, C. L., Shah, M. J., & Bertoline, G. R. (1994). *A sketching and computer-based engineering design course*. ASEE annual meeting. Edmonton, Alberta, Canada.

Ross*, W. A., Bertoline, G. R., & Barr, R. E. (1994). *Improving student productivity in 3D solid modeling*. ASEE Southeastern Section Meeting, Greensboro, North Carolina.

Miller*, C. L., Bertoline, G. R. (1993). *A sketching and computer-based engineering design graphics course*. ASEE Annual Conference, Urbana, Illinois.

Bertoline, G. R. (1993). *A structure and rationale for engineering geometric modeling*. Annual mid-year Meeting of the EDGD of ASEE, San Francisco, California.

Bertoline, G. R. (1992). *Engineering modeling in engineering graphics*. **Invited** keynote paper presentation at the 5th International Conference on Engineering Computer Graphics & Descriptive Geometry, Melbourne, Australia.

Ross*, W. A., Bertoline, G. R. (1992). *Teaching solid modeling using sketches and computers*. ASEE Annual Conference, Toledo, Ohio.

Wiley*, S. E., Burton, T. L., & Bertoline, G. R. (1991). *Technical graphics as a catalyst for developing visual literacy within general education*. International Visual Literacy Association's 23rd Annual Conference, Washington, D.C.

Bertoline*, G. R., Wiley, S. E. (1991). *Developing a comprehensive taxonomy of graphics terms for engineering and technology*. Engineering Design Graphics Division of ASEE Annual Mid-year Meeting, Norfolk, Virginia.

Bertoline*, G. R., & Ross, W. A. (1991). *Teaching solid modeling: a workbook approach*. National Association of Industrial Technology, 24th Annual Conference, Dayton, Ohio.

Bertoline*, G. R. (1991). *Graphics literacy in a modern engineering/engineering technology curriculum*. Frontiers in Education 21st Annual Conference, Purdue University.

Bertoline*, G. R., Wiley, S. E. (1991). *Fundamental communications skills for the contemporary engineer*. Illinois/Indiana Section of ASEE Annual Spring Conference, Urbana, Illinois.

Bertoline, G. R. (1991). *A curriculum model for engineering and technical graphics*. Ohio Association for Engineering Graphics Annual Meeting, Wright State University-Lake Campus, Celina, Ohio.

Bertoline, G. R. (1991). *Graphics literacy in a modern engineering/engineering technology curriculum*. Frontiers in Education 21st Annual Conference, Purdue University.

Bertoline*, G. R., McGrath, M., Pleck, M., Bowers, D., & Sadowski, M. (1990). *Developing a modern graphics curriculum for the year 2000 and beyond*. North Central Section of ASEE Spring Conference, Akron, Ohio.

Bertoline*, G. R., Miller, C. L., & Frampton, D. (1990). *Strategies for articulation of CADD curriculum and technology into secondary schools*. North Central Section of ASEE Spring Conference, Akron, Ohio.

Bertoline, G. R. (1990). *Has computer graphics rendered descriptive geometry obsolete?* Fourth International Conference on Engineering Computer Graphics & Descriptive Geometry, Florida International University, Miami, Florida.

Bertoline, G. R. (1990). *Using computer graphics to solve descriptive geometry problems*. ASEE Annual Conference, Toronto, Canada.

Bertoline*, G. R., McGrath, M., Pleck, M., & Bowers, D. (1990). *A status report of the SIGGRAPH curriculum development project*. ASEE Annual Conference, Toronto, Canada.

Bertoline, G. R. (1990). *The role of technical graphics in a two- and four-year industrial technology degree*. National Association for Industrial Technology Annual Conference, Dearborn, Michigan.

Languis*, M. L., Bertoline, G. R., & Miller, D. C. (1990). *Improvement in spatial visualization.* American Educational Research Association (AERA) Annual Conference, Boston, Massachusetts.

Miller*, C. L., Bertoline, G. R. (1990). *Visual literacy for engineers* 22nd Annual Conference of the International Visual Literacy Association, Bloomington, Illinois.

Miller*, C. L., Bertoline, G. R., & Wiley, S. E. (1990). *Strategies for improving the visualization abilities of engineering students*. 4th Annual International Conference on Engineering Computer Graphics and Descriptive Geometry, Miami, Florida.

Bertoline*, G. R., Miller, C. L. & Beck, R. (1989). *Curriculum development in CADD, CAM, and robotics*. Ohio Industrial Technology Education Association Conference, Toledo, Ohio.

Bertoline, G. R. (1989). *Low cost CADD for industrial technology*. International Technology Education Association Annual Conference, Norfolk, Virginia.

Bertoline, G. R. (1989). *Developing a curriculum model for engineering graphics: a funded project of SIGGRAPH*. 5th International Forum on Micro-based CAD, Research Triangle Park, North Carolina.

Bertoline, G. R. (1989). *Computers in mechanical drawing*. Ohio Education Association/Catholic Conference, Columbus, Ohio.

Bertoline*, G. R., Miller, C. L. (1989). *Developing a curriculum model for engineering graphics: a funded project of SIGGRAPH*. National Association of Industrial Technology Conference, Indianapolis, Indiana.

Bertoline*, G. R., Miller, D. (1989). *A visualization and orthographic drawing test using the Macintosh computer*. Engineering Design Graphics Division of ASEE Mid-Year Meeting, Tuscaloosa, Alabama.

McGrath*, M., Pleck, M., Bertoline, G. R., Bowers, D., & Sadowski, M. (1989). *A historical perspective of factors affecting the engineering design graphics curriculum*. Engineering Design Graphics Division of ASEE Annual Mid-year Meeting, Tuscaloosa, Alabama.

Bertoline, G. R. (1988). *The implications of cognitive neuroscience research on spatial abilities and graphics instruction*. Third International Conference on Engineering Graphics and Descriptive Geometry, Vienna, Austria.

Bertoline, G. R. (1988). *The use of CADD in the drafting class*. Pennsylvania Vocational Education Conference, Champion, Pennsylvania.

Bertoline, G. R. (1988). *Design for success*. Engineering Design Graphics Division of ASEE, Annual Mid-year Meeting, New Harmony, Indiana.

Bertoline, G. R. (1988). *3D and intelligent input devices*. National Computer Graphics Association, Boston, Massachusetts.

Bertoline, G. R. (1987). *The class of 2001: Future directions for engineering design graphics*. Frontiers in Education Conference.

Bertoline, G. R. (1987). *Acquiring CADD hardware and software donations*. North Central Section of ASEE Spring Conference.

Boyer*, E., Bertoline, G. R. (1987). *Technological literacy: Graphic communications*. International Symposium on Technological Literacy.

Bertoline, G. R. (1987). *The role of computers in the design process*. Engineering Design Graphics Division of ASEE, Mid-year Meeting.

RECENT WORKSHOPS & PANELS

US News and World Report STEM Solutions National Conference 2015, invited panelist, San Diego, CA.

University Industry Demonstration Partnerships (UIDP) 2015 Conference, invited panelist for Contemporary Approaches for Industry-University Engagement, Purdue University, West Lafayette, IN.

T-Summit 2015, invited panel member Measuring the Competencies that Define the T, Michigan State Univesity, East Lansing, MI.

TechNexus Frontier Innovation Summit, invited panel member on Connecting the Campus, 2015 Chicago, IL.

Liberal Studies in Engineering – Broadening the Path to the Profession Worshop, served on the worrkshop advisory panel and invited panel member, 2015 Washington, DC.

US News and World Report STEM Solutions National Conference 2012 , invited panel member on STEM Education, Austin, TX.

ASEE 2010 Annual Conference, Panel on distance education, Engineering Design Graphics Division (EDGD) sponsored panel.

EDUCAUSE Education and Learning Innovation (ELI) 2008 Annual Meeting, Connecting and Reflecting: Preparing Learners for life 2.0. **Invited** presentation and workshop on haptics-based learning technology.

EDUCAUSE Education and Learning Innovation (ELI) 2007 Spring Focus Session, Immersive learning environments: New paths to interaction and engagement. **Invited** presention and workshop on haptics in learning.

EDUCAUSE Summit on Cyberinfrastructure. (2007). *Invited* participant. Denver, CO.

Madhavan, K. P. C., Bertoline, G. R., Goasguen, S., Lathrop, S. (2006). *Cyberinfrastructure for Immersive Learning Environments*. **Campus Technology** 2006 Conference, Boston, MA.

Bertoline, G. R. (2004). Integration of the support of computational science within the larger mission of the University. **Super Computing 2004** (SC04) Annual Conference, CIO Workshop, Pittsburgh, PA.

Bertoline, G. R. and Laxer, C. July 2003**. ACM SIGGRAPH** Curriculum development workshop. Funded by a grant from the ACM SIGGRAPH Education Committee.

2003 **Supercomputing Conference**, **Invited** panel presentation and discussion titled: Impacts of Public and Private Sector Collaborations for Advanced Cyberinfrastructure, Phoenix, AZ, November 19, 2003.

REVIEWER FOR JOURNALS & FOUNDATIONS

2011 International Journal for Science Education, **Reviewer**

2010 to present, **Co-Editor**, *The Journal of Technology Studies*, the flagship journal for Epsilon Pi Tau the leading international honor society for technology.

2006 to present National Science Foundation, proposal **reviewer**.

2004 **W. M. Keck Foundation,** reviewer for computer graphics curriculum related pre-proposal.

2003 to 2006 **Editorial Board**, *Journal of Terrestrial Observation*, a refereed journal for researchers addressing the theory, technology, and applications of satellite remote sensing.

2003 to 2006 **Editorial Board**, *CGEMS - Computer Graphics Educational Materials Source*, a refereed on-line resource for computer graphics instructional material sponsored by ACM SIGGRAPH.

1997 to present **Editorial Board**, *Journal of Geometry and Graphics*, a refereed international journal for scholars in the field of graphics and geometry.

1992 **Reviewer,** *Journal of Computing in Civil Engineering*, a refereed journal for students, researchers, and professionals in all civil engineering disciplines. Reviewed papers dealing with graphics instruction. Reviewed one article.

1989 to 1993 **Board of Review,** *The Journal of Theoretical Graphics and Computing*, a refereed journal for researchers and developers in theoretical graphics and computer graphics.

1987 to 1997 **Board of Review,** *The Engineering Design Graphics Journal*, refereed journal of the American Society for Engineering Education (ASEE) for Technical and Engineering Graphics.

1987 to 1992 **Reviewer,** *Engineering Education*, refereed journal of the American Society for Engineering Education. This journal has since been renamed *The Journal of Engineering Education*.

SIGNIFICANT COURSE AND CURRICULUM DEVELOPMENT AT PURDUE

Led 8 departments in the College of Technology in the development of their department-based MS degree programs.

Led a group of faculty in the College of Technology to create a PhD program in Technology Studies.

Assisted in securing funding for the High Performance Computing Lab in CIT

Co-developed a proposal for a MS degree Area of Specialization in Scientific and Information Visualization in the Department of Computer Graphics Technology. .

Developed 4 new CGT graduate courses in scientific visualization and virtual reality including: Introduction to Virtual Reality, Augmented Reality, Design Visualization, Design of Human Experiences for Virtual Environments, and Scientific and Information Visualization.

Led the CGT Department in changing its name from Technical Graphics to Computer Graphics Technology.

Led the CGT Department in development of 4 degree options from a single degree program.

Led the CGT Department in the development of an honors program.

Led the CGT Department in the development of a graduate area of specialization in computer graphics within the School of Technology's MS degree program.

Developed the Advanced Graphics and Visualization Lab in CGT.

CGT 110 Integrated computer graphics (CAD) into a course that used traditional tools.

CGT 411 Created a senior design course that required students to work in small teams to solve problems using computer graphics.

CGT 100 Created an introductory course for freshman CGT students to introduce them to the degree program, teach study skills, and give them an overview of the discipline.

CGT 163 Co-developed with Professor Craig Miller a required service course for the Colleges of Engineering.

CGT 207 Developed this advanced course teaching students advanced CAD procedures and practices commonly used in industry.

CGT 316M Led a team of CGT faculty in the development of the first multimedia course.

TECH 511 Developed the first approved graduate course for the CGT area of specialization.

Ms. Kristin Hines
Charter Schools Director
Office of Education Innovation
Office of the Mayor of Indianapolis

August 31, 2015

Re: Purdue Polytechnic Indianapolis High School

During my career, I have been involved in STEM and as the Dean and a distinguished professor of the Polytechnic Institute at Purdue University, I have led the transition of Purdue's College of Technology becoming the Purdue Polytechnic Institute. I oversee the Purdue Polytechnic Institute which offers extraordinary opportunities to students, faculty, and employers. The newly redesigned college incorporates innovative learning environments, integrates humanities with technical studies in a learn-by-doing atmosphere. Purdue Polytechnic Indianapolis High School is modeled after this innovation in higher education and, as a board member, I am fully committed to the success of Purdue Polytechnic Indianapolis High School.

I have not engaged in any business relationship with a company or employee that will provide direct or indirect financial or other benefits to me or my family members.

Gary R. Bertoline

Gary R. Bertoline, Ph.D.

Julie K. Griffith
3552 Towne Drive
Carmel, IN 46032
317-876-7736 Home
317-501-6225 Cell

SUMMARY

- Extensive executive leadership experience in management, achieving quantifiable results in multiple facets of external affairs, legislative and regulatory initiatives
- Ability to lead large, complex initiatives with multiple stakeholders both internal and external to an organization
- Skilled at setting strategic vision, driving results and leading high performance organizations
- Excellent communication and relationship building skills
- Exceptional executive presence and counsel

PROFESSIONAL EXPERIENCE

Purdue University, West Lafayette, Indiana 2011-Present
Vice President, Public Affairs

- The Office of Public Affairs includes internal university resources such as State and Federal Governmental Relations, Community Relations, Engagement, and Marketing and Media. These departments work with an extensive network of external and internal partners to promote advocacy, build relationships, advance the University's land-grant mission, and tell the Purdue story.
- The Office of Public Affairs furthers the University's efforts to deliver higher education at the highest proven value, and to improve economic prosperity and quality of life for people in Indiana and around the globe.
- Lead large, multifaceted organization that serves as both the internal and external face and image of Purdue University.
- Developed strategies and directed execution of plans for each unit within the organization.
- Established programs and strategies that led to streamlined processes while improving service levels and customer satisfaction.

Duke Energy, Indianapolis, Indiana 1997-2011
Vice President, Government Affairs & Foundation Relations (January 2000 – Present)

- Provide leadership, strategic direction and counsel for the management and successful execution of all government, business and environmental issues for the Corporation in the state of Indiana.
- Manage the image of the Corporation in its interactions with the executive branch of Indiana state government, state legislative bodies, state agencies and other stack holder groups.

- Represent the Corporation's position on regulatory issues to Indiana regulatory agencies.
- Represent the Corporation's interests in dealings with trade, industry and/or professional organizations.
- Develop and strengthen long-term partnerships with community and business leaders.

General Manager, Indiana Government Affairs and Community and Economic Development (March 1997 – December 1999)

- Led a multi-faceted community and economic development organization and implemented programs in order to build and maintain positive long-term relationships with community and economic development groups, community leaders and customers with the goal of securing and growing service area.
- Actively promoted local, state, federal and international economic development programs and policies to assist Indiana businesses. Strategically impacted business expansion and modernization projects with existing customers.
- Worked closely with the Indiana Economic Development Corp. and other public entities to develop company's profile within domestic and international markets.
- Managed the implementation of community and economic development programs to enhance the quality of life in communities served, contributing to the company's strategic success.
- Served as advisor to President on community relations and economic development issues, including representing him at public meetings and other speaking engagements.
- Served as board member or loaned executive/advisor to community organizations, providing management expertise and input from a major employer and corporate contributor in Indiana.
- Managed 22 professionals and support staff whose own responsibilities required considerable exercise of judgment, technical knowledge and skills.
- Interacted with diverse internal departments and individuals to provide support of business unit objectives and shared goals and execute strategic plans.

PanEnergy Corp. (Duke Energy), Houston, Texas **1992-1997**

Account Manager, Texas Eastern Transmission Corporation (May 1994-1997)
Manager, State Regulatory Affairs (March 1992 – May 1994)

- Managed all activities associated with specific state regulatory commissioners in the Midwest, Northeast and Eastern Canada. Activities included developing and maintaining communications with key state regulatory officials, acting as liaison with state officials to assure company objectives were communicated and met, participating in meetings of state and national regulatory bodies, and monitoring relevant industry-related issues.
- Managed all activities associated with service to customers, requiring an in-depth knowledge of customers' unique business issues, market environment, and federal and state regulatory climate which may impact business strategies.

Other related Professional Positions **1980-1992**

Syntex Laboratories, Palo Alto, California

Pharmaceutical Representative

- Managed sales and promotion of pharmaceutical products to physicians and medical staff in Indianapolis metropolitan area.

- Established and maintained relationships with Health Maintenance Organizations on behalf of national management to secure and ensure approval for product use.

James Architects & Engineers, Inc., Indianapolis, Indiana
Marketing Coordinator
- Assisted the President and Chair of Board in implementing overall marketing strategies.
- Served as Director of Marketing for the Interior Design/Space Planning Department.

Indiana Department of Commerce, Indianapolis, Indiana
Program Manager, Division of Energy Policy
- Served as government liaison to utilities and lending institutions for select programs.
- Managed 10 staff and $11.4 million program budget.
- Managed three federally-mandated programs and administered the Community Development Block Grant Program.
- Planned national symposium on energy as member of the executive planning committee.

Public Service Indiana (Marble Hill Nuclear Plant), New Washington, Indiana
Administrative Specialist, Quality Assurance
- Managed 7 staff.
- Coordinated the review and release of documentation to on-site Nuclear Regulatory Commission staff.
- Coordinated the disposition, verification and close-out documents related to safety and non-safety equipment.

CIVIC AND PROFESSIONAL ACTIVITIES

Private Sector Co-Chair for Indiana, American Legislative Exchange Council
Advisory Board, St. Vincent Women's Hospital
Dean's Advisory Council, Ball State University's College of Sciences and Humanities
Board of Directors, Chair, American Lung Association in Indiana
Board of Directors, Conexus
Board of Directors, International Center of Indianapolis
Board of Directors, Richard G. Lugar Excellence in Public Service Series
Board of Directors, Connect2Help
Board of Directors, Indiana Society of Washington, DC
Trustee, Indiana Society of Chicago
Board of Directors, Chair, Community Action of Greater Indianapolis
Board Member, Community Council of Lafayette
Board Member, Greater Lafayette Chamber of Commerce
Board Member, Wabash Center
Board Member, Purdue Polytechnic High School Indianapolis
Board Member, Lafayette-West Lafayette Development Corporation
Board of Directors and Past Chair, Indianapolis Opera
Former Board Member, Big Brothers Big Sisters of Central Indiana
Former Board Member, the Ruth Lilly Health Education Center
Former Board Member, Dean's Council of Indiana University School of Medicine
Former Board Member, Indiana Economic Development Association
Former Board Member, Indiana Community Development Society

Former Board Member, Community Affairs Discussion Group.
Former Board Member, Young Voices of Indianapolis
Former Board Member, Rivers Institute of Hanover College
Former Board Member, Mentoring Women's Network

EDUCATIONAL EXPERIENCE

Ball State University, B.S., Political Science
Numerous Executive Leadership Development and Professional Development Programs

REFERENCES

Available upon request

Ms. Kristin Hines
Charter Schools Director
Office of Education Innovation
Office of the Mayor of Indianapolis

August 31, 2015

Re: Purdue Polytechnic Indianapolis High School

As the Vice President of Public Affairs at Purdue University, I am responsible for creating and fostering critical partnerships with local, state and federal governments as well as businesses and nonprofit organizations that work to advance the economic, social and cultural development of Indiana, the nation and the world. As a Board member, I will bring my experiences and network with me to provide Purdue Polytechnic Indianapolis High School and its students the best opportunity for success.

I have not engaged in any business relationship with a company or employee that will provide direct or indirect financial or other benefits to me or my family members.

Julie K. Griffith

GEORGE E. PILLOW, JR.

9451 Lafayette Road
Indianapolis, IN 46278
Home: (317) 329-6527 ⬩ Office: (317) 253-3220 ⬩ Cell: (317) 557-8876

EMPLOYMENT

President / Owner
Pillow Express Delivery, Inc.
5434 N. Keystone Ave
Indianapolis, Indiana 46202
1988 – Present

Executive Administrator
State of Indiana
Department of Health & Human Services
Indianapolis, Indiana
1986 – 1988

- Responsible for all federal programs, writing and reviewing of Department policies and procedures, supervising implementation, and preparing annual budget

Executive Director
State of Indiana
State Housing Board
Indianapolis, Indiana
1982 – 1986

- Responsible for administration of federally funded housing programs in the state

Senior Account Manager
Xerox Corporation
Indianapolis, Indiana
1974 – 1982

- Responsible for sales and marketing for all product lines as well as training and administrative functions

EDUCATION

- B.S. in Environmental Science
- Indiana State University, 1967-1971

- School of Public and Environmental Affairs
  Indiana University, 1973-1975

- Xerox Management Training, 1975
- Stanley K. Lacey Leadership Development Course, 1985
- National Alliance of Business Development Course, 1989
- Amos Truck School Business Development Course (Dartmouth College), 1994

GEORGE E. PILLOW, JR.

9451 Lafayette Road
Indianapolis, IN 46278
Home: (317) 329-6527 ⬩ Office: (317) 253-3220 ⬩ Cell: (317) 557-8876

HONORS

- Center for Leadership Development 1993 Entrepreneur of the Year
- William Henry Entrepreneur of the Year
- Indiana Basketball Hall of Fame, Silver Anniversary Team, 1992
- 1985 Sagamore of the Wabash
- 1982 Xerox President's Club Award for Top Sales Representative
- 1971 College All-American (Basketball)
- 1999 Recipient Governor Award for Community Leadership
- Links Organization Outstanding Entrepreneur for 1999
- Selected to All Century Team at Indiana State University
- Indiana Basketball Hall of Fame

ACCOMPLISHMENTS

- Executive Assistant to Governor Robert Orr
- President's Council Committee for new arena
- Raised $250,000 for Indianapolis Children's Museum "Life Stories" exhibit
- Co-chairman for Celebration, "A Cause for Education", raised $60,000 for inner-city youth to attend college of their choice
- Assistant Executive Coordinator, Circle City Classic
- Annual sponsor of the Cosmo Knight Social Club scholarship golf tournament
- Member of transition team, Governor Mitch Daniels

CO-CHAIRMAN OF THE FOLLOWING:

- Day of Caring, United Way; Opening Ceremonies, 1984 Pan Am Games, Indianapolis
- White River Park State Games
- Grand Opening Madam C.J. Walker Building
- United Negro College Fund
- Star Panel
- Hospitality Larry Bird All-Star Class Basketball Game

BOARD MEMBER OF THE FOLLOWING:

- National Messenger Courier Association
- Madam C.J. Walker
- Indiana Chamber of Commerce
- Indianapolis Chamber of Commerce
- Indiana Regional Minority Business Development Center
- Indianapolis Children's Museum
- Stanley K. Lacy Leadership Executive Committee
- McCoy Advisory Council

GEORGE E. PILLOW, JR.

9451 Lafayette Road
Indianapolis, IN 46278
Home: (317) 329-6527 ♦ Office: (317) 253-3220 ♦ Cell: (317) 557-8876

COMMITTEE MEMBER OF THE FOLLOWING:

- Finance Committee
- United Way of Central Indiana
- Advisory Council – Search Committee member
- Indiana State University
- Organizing Committee, 1991 NCAA Final Four Basketball Tournament
- Indiana Sports Corporation, 1996 Executive Member

Ms. Kristin Hines
Charter Schools Director
Office of Education Innovation
Office of the Mayor of Indianapolis

August 31, 2015

Re: Purdue Polytechnic Indianapolis High School

As President and Chief Executive Officer of one of Indiana's four largest independent courier companies, I am well aware of the challenges to find talented, young professionals in one of Central Indiana's key economic growth sectors. I have ample nonprofit governance experience, having served as a trustee of the Indianapolis Children's Museum, an Executive Director of the Indianapolis Chamber of Commerce Advisory Board, the Eiteljorg Museum, the City of Indianapolis Economic Development Commission, and Stanley K. Lacy Leadership Graduates. I have also provided community leadership and acted as a business advocate by serving with the Organizing Committee to bring the National Athletic Collegiate Association Headquarters from Missouri to Indianapolis, served on the Transition Team for Governor-Elect Mitch Daniels, as well as acted as a Committee member for the State of Indiana Interstate I-69 Project, acted as the Assistant Executive Coordinator for the Circle City Classic, and as a Trustee of the Board of Indiana State University. I will use these experiences to help successfully govern and provide oversight to Purdue Polytechnic Indianapolis High School.

I have not engaged in any business relationship with a company or employee that will provide direct or indirect financial or other benefits to me or my family members.

George E. Pillow, Jr.

Jamal L. Smith

5700 Scotland Street
Indianapolis, IN 46234
(765) 532-1986
jamalsmith25@yahoo.com

Executive Director | *Senior Advisor* | Chairman | *General Manager*

Offering 12+ years of progressive leadership within a multitude of both private and public organizations. Create winning cultures to drive break-through improvement. Emphasis on strategy, execution and leadership all through sustainable process development.

Specialties include Strategic Planning and Execution, Leadership and Talent Management, and Strategic Partnerships & Advisement

Highlights Include:

- State Executive managing a $14M budget
- Served as Senior Advisor to former governor Mitch Daniels
- Developed marketing & recruitment strategies that yielded increases of more than 300%
- Accomplished network base and strategic partnerships
- Facilitated the announcement of the 2008 Olympic Synchronized Swim Team
- Instrumental in generating $9 million in revenue and nearly $2 million in cost savings during career.
- Appointed by two consecutive governors (Mitch Daniels and Mike Pence) to serve the State of Indiana.

Areas of Expertise:

General Management	**Strategy Development**	**Multi-Million $ Budget Management**
Government Affairs	**Recruitment & Retention**	**Continuous Process Improvements**
Talent Management	**Project Management**	**Strategic Partnerships**
Team Building / Leadership	**Cost Saving Strategies**	**Customer Relationships**

PROFESSIONAL HISTORY

Executive Director — *June 2010 – Present*
Indiana Civil Rights Commission — Indianapolis, Indiana

Senior Advisor, Minority Affairs — *May 2008 – December 2012*
State of Indiana (Office of Governor Mitch Daniels) — Indianapolis, Indiana

Director, Marketing & Business Development — *May 2005 – April 2008*
United States Synchronized Swimming (USSS) — Indianapolis, Indiana

Director, Membership Services — *June 2001 – April 2005*
Black Coaches Association (BCA) — Indianapolis, Indiana

MANAGEMENT EXPERIENCE

Management:

- **Successfully manage agency budget of more than $14 million**
- **Oversee the implementation** of many of the State's programs and initiatives;
- **Develop and maintain relationships** with a diverse section of community leaders throughout the state of Indiana
- **Develop and cultivate relationships** with various legislature throughout the Indiana General Assembly
- **Developed strategic plan** to market and implement the goals of Governor's major initiatives
- **Developed long & short term recruitment strategies that yielded an increase in membership of more than 300%.**
- **Responsible for soliciting and securing sponsor support** in preparation for 2008 Olympic Games.
- **Maintained productive relationship with sponsors and business partners**
- **Manage Annual Marketing Budget of $950k+ plus** VIK in excess of $500k
- **Managed staff of more 50+ employees**
- **Coordinated collaboration between various agencies** resulting in a budget increase of more than $5mil
- **Managed USSS site committee responsible for RFPs**, bids, and awarding of elite level national and international sporting events
- **Coordinated activities between personnel of National Federation of State High School Association** and the Black Coaches Association.
- Maintain records reflecting progress, adverse trends, conclusions, and/or recommendations for the Black Coaches Association.
- **Oversee all matters concerning BCA membership** including the recruitment of coaches and administrators, fees and sponsorship, and maintenance of the Membership Database.
- **Lead Purdue University H&K recruitment efforts resulting in an increase of 200%** minority participation for the graduate school program

COMMUNITY RELATIONS, COMMISSIONS, & BOARDS

Commissions, Boards & Community Engagement:

- **Appointed by Indianapolis Mayor to Co-Chair the Your Life Matters (YLM) initiative –** an initiative aimed at identifying barriers and making recommendations to eliminate barriers to success for young people. Focus areas include: Health, Education, Employment, & Juvenile Justice
- **Serve as Chair of the Governor's Commission for Minority and Women Business Enterprises**
- **Serve on NCAA – NIT Site Supervisory Committee** in conjunction with IN Sports Corporation
- **Established working relationships** with private and public organizations, state agencies, as well as community and faith based organizations.
- **Represented the Governor on the Interagency Council for Black and Minority Health**
- **Serve as Governor's Representative on the IN Health Information Technology Board**
- **Serve on IN Cord Blood Bank Board of Directors**

MARKETING & SALES EXPERIENCE

Marketing:

- **Lead communication campaign/marketing efforts** that contributed to an increase in the gubernatorial minority vote from 4% (2004) 29% (2008)
- **Developed and Implemented organizational Marketing Plan**.
- **Composed marketing strategies generating an excess of $1.2 million in sponsorship dollars** for organizational development and operations.
- **Designed and lead BCA Membership marketing campaigns** increasing new membership by more than 300%
- **Developed and Cultivated relationships** with faith-based and community oriented organizations as well as private organizations in order to strategically position the organization within its target market.
- **Developed long & short term recruitment strategies that yielded an increase in membership of more than 300%.**
- **Headed national membership recruitment campaign** aimed at increasing and sustaining high school representation among BCA membership; campaign **resulted in 150% increase** in high school constituency.
- **Headed Minority Graduate Recruitment Program** for the Health & Kinesiology department at Purdue University. Worked with Department Chair to develop scholarship programs and marketing strategies to attract prospective graduate students, and to increase minority enrollment.
- **Researched, identified, and Recruited prospective companies** for sponsor and cross-promotion opportunities
- Part of a **sales team that generated an excess of $16M**.

TECHNICAL EXPERIENCE:

Financial Analysis:

- **Proficient in MS Excel spreadsheets to assist in analyzing individual/group productivity, growth**, and track market trends.
- Adept at reading and interpreting financial statements as well as utilizing Excel to create charts and reports used to assess company production.

Presentation:

- Proficient in using MS PowerPoint to assist with sales/marketing presentations.
- Proficient in using MS PowerPoint to produce charts and reports used to give an account of revenue and/or company growth.

Word Processing:

- Proficient with MS Word to develop letters, proposals, statements and other documents required to accomplish day-to-day work assignments.

Research:

- Proficient with the web and all search engines to conduct market research.
- **Adept at and familiar with research programs (NUD*IST, InFo GraPH, Marketing Plan Pro, etc.) used to collect, track, analyze, and report market trends and develop marketing strategies.**

EDUCATION:

Master of Science, Sports Marketing & Athletic Administration, MS ***December 2002***
Purdue University
West Lafayette, Indiana

Bachelor of Arts, History, BA ***May 1999***
Wright State University
Dayton, Ohio

REFERENCES: *Available upon request*

Ms. Kristin Hines
Charter Schools Director
Office of Education Innovation
Office of the Mayor of Indianapolis

August 31, 2015

Re: Purdue Polytechnic Indianapolis High School

My professional experiences have included government affairs, marketing and business development, event management and community engagement. I have managed professionals and oversee budgets of more than $14 million. I have also developed and implemented organizational marketing plans and led recruitment campaigns resulting in more than 300%. In addition to my professional success, I have been engaged in many opportunities to help shape today's youth. In 2014, I was appointed by Mayor Ballard to Co-Chair the Youth Life Matters Taskforce Initiative – an initiative aimed at identifying impediments and making recommendations to eliminate barriers to success for young people. I have also coached over one hundred young men and personally mentored more than a dozen. I am fully committed to the lifelong success of our city's youth and will bring that commitment with me to serve on the Board of Directors of Purdue Polytechnic Indianapolis High School.

I have not engaged in any business relationship with a company or employee that will provide direct or indirect financial or other benefits to me or my family members.

Jamal Smith

Maureen Weber, JD

SENIOR VICE PRESIDENT AND CHIEF STRATEGY OFFICER

Maureen Weber supports the successful growth of the organization, helping to provide the vision, leadership, and management necessary to execute day-to-day operations and implement high-impact company growth strategies.

Weber joined PLTW from Indiana University Health, the most comprehensive healthcare system in Indiana, where she served as the vice president of customer experience. In this capacity, she was responsible for building and executing strategies to drive service improvements across the care continuum and enhancing convenience of and access to system services. She also served in a number of operational and policymaking roles for the State of Indiana and was accountable for leading the transformational agenda for several state agencies.

Weber chairs the Indiana Charter School Board, is a member of the Executive Committee of EmployIndy, and serves on a variety of other boards and commissions in the Indianapolis community.

Weber earned a juris doctorate from the Georgetown University Law Center, where she served on the *Georgetown Journal of Law & Public Policy,* and a bachelor's degree from the Georgetown University School of Foreign Service, with a concentration in Science and Technology in International Affairs.

Ms. Kristin Hines
Charter Schools Director
Office of Education Innovation
Office of the Mayor of Indianapolis

August 31, 2015

Re: Purdue Polytechnic Indianapolis High School

My career has provided me with a wide variety of experiences which I will employ to ensure the success of Purdue Polytechnic Indianapolis High School. I am a member of the Executive Committee of EmployIndy, and serves on a variety of other boards and commissions in the Indianapolis community. As the Chair of the Indiana Charter School Board, and former Chief Operating Officer of the Indiana Department of Education, I am keenly aware of the challenges and struggles that public schools, particularly, charter schools face and am knowledgeable of the best practices in helping start up charter schools achieve success.

I am eager to lend my skills to Purdue Polytechnic Indianapolis High School as well as employing my professional and community network to assist the school in its development and sustainability efforts.

I have not engaged in any business relationship with a company or employee that will provide direct or indirect financial or other benefits to me or my family members.

Maureen Weber

Maureen Weber

Education Service Provider Questionnaire

Portfolio

Name of School	Years in Operation	Number of Students Served (as of 2014 count day)
Indianapolis Metropolitan High School	12	261
The Excel Center – Michigan Street	6	335
The Excel Center - Richmond	3	296
The Excel Center – West	3	390
The Excel Center – Kokomo	3	350
The Excel Center – Lafayette	3	287
The Excel Center – Franklin Road	4	363
The Excel Center – Meadows	5	345
The Excel Center – Decatur	5	222
The Excel Center - Anderson	5	339
The Excel Center – University Heights	1	N/A
The Excel Center – Noblesville	1	N/A
The Excel Center – Austin (Texas)	2	150
The Excel Center – Memphis (Tennessee)	1	N/A
The Excel Center – South Bend	*Open in fall 2015*	N/A
The Excel Center – Washington, D.C.	*Open in fall 2016*	N/A
ACE Preparatory Academy Charter School	*Open in fall 2016*	N/A
Avondale Meadows Academy	10	482
Vision Academy	2	255
Community Montessori School	14	545
Thea Bowman Leadership Academy	13	1,317
Xavier School of Excellence	7	299
The Bloomington Project School	7	271
New Community School	14	245
Inspire Academy	3	169
Canaan Community Academy	4	106
Neighbors New Vista High School	4	171
North Daviess Community Schools	11	1,175
Marion Academy	1	N/A
KIPP Indianapolis, Inc.	11	450
Irvington Community School	14	1,022
Indianapolis Academy of Excellence	2	72
Christel House DORS	3	190
Wa-Nee School Corporation	NA	3,029

Names/ contact information for all other authorizers that oversee schools within the network

1. Indiana Charter School Board
   c/oEmily Richardson
   Indiana Government Center North
   100 North Senate Ave., Room 1049
   Indianapolis, IN 46204
2. Office of Charter Schools
   c/o Robert Marra
   Ball State University
   Teachers College (TC), Room 912
   Muncie, IN 47306

ESP's Growth Plan and how the organization will maintain fiscal responsibility and provide quality services during the period of growth

Purdue Polytechnic Indianapolis High School intends to negotiate a contract with the Indiana Network of Independent Schools (INIschool) to act as an Education Service Provider to the school.INIschools, whose sole member is Goodwill Education Initiatives, Inc., is affiliated with Goodwill Industries of Central Indiana, Inc. and operates 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 eleven (11) Excel Centers. INIschools has also provided various services, including but not limited to full administrative support, performance analytics, finance and accounting, special education administration, IT and reporting/compliance services to twenty-four (24) schools.

Following this rapid growth during the 2012-15 timeframe in which GEI acquired subject matter expertise in a variety of core administrative functions, GEI, through INIschools, has the capacity to add Purdue Polytechnic Indianapolis High School to its network starting the 2017-18 school year, with assistance in start-up services beginning the 2015-2016 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 eleven (11) new locations in the last four (4) 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 Purdue Polytechnic 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 Purdue Polytechnic 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 Purdue Polytechnic 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 Purdue Polytechnic to fulfill its fiduciary governance role on behalf of the school.

Accountability
GEI/INIschools 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 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 15 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

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 56% of its students pass the English 10 ECA and 80% pass the Algebra I ECA during the 2012-13 school year. However, the State Board of Education has determined that the main ECA measure of success for Adult High Schools in Indiana should be the percentage of graduates that pass both portions of the ECA, which the Excel Center did during the 2014-15 school year at a rate of 95%.

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 accountability model that looks at the "graduation rate" of an Adult High School as well as the College & Career Readiness of its graduates. Under this model the Excel Center has over 90% of graduates earn either an Industry Certification or Dual Credit and performs well on the "Graduation Rate". The "Graduation Rate" is determined by taking the number of graduates for the school year *divided by* the number of students the school receives funding for.

School	Free or Reduced Lunch%	Non-White %	ECAEnglish/LA[1]	ECA Math	ECA Both 2014-15	Graduation Rate[2]
Excel Center - Michigan	84%	85%	52.2%[3]	78.2%[4]	N/A[5]	74.4%
Excel Center - Meadows	84%	95%	52.2%	78.2%	N/A	92.5%
Excel Center - Decatur	84%	66%	52.2%	78.2%	N/A	63.1%
Excel Center - Franklin	84%	79%	52.2%	78.2%	N/A	75.9%
Excel Center - Anderson	58%	58%	56.7%	83.3%	N/A	53.9
Excel Center - Kokomo	89%	23%	75.5%	77.8%	N/A	86.1%
Excel Center - Richmond	77%	21%	50.9%	70.5%	N/A	91.0%
Excel Center - Lafayette	77%	39%	58.1%	77.0%	N/A	90.3%
Excel Center - West	78%	91%	64.8%	97.1%	N/A	66.1%

Indianapolis Metropolitan High School
During the 2013-14 school year, the Indy Met had 36% of its 10th grade cohort pass the English 10 ECA and 45% 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 is only one school that a comparison can be made at this time; however that school is much smaller with very limited data on which to make any comparisons.

Indianapolis Metropolitan High School and non-GEI partner schools

School	Free or Reduced Lunch%	Non-White %	ECA English/LA[6]	ECA Math	ECA Both 2013-14	Graduation Rate 2013-14
Indianapolis Metropolitan[7]	88.0%	88.5%	35.0%	23.2%	22.4%	52.2%
Emmerich Manual	28.1%	39.7%	60.9%	38.3%	47.1%	73.6%
Fall Creek Academy	89.8%	94.3%	46.2%	34.6%	30.8%	87.9%
Community Montessori	29.4%	12.8%	66.7%	51.9%	35.3%	92.6%
Thea Bowman	77.7%	99.9%	73.8%	64.2%	62.8%	88.4%

[1] Figures based on total number of students who completed testing while enrolled during the 2012-13 school year.
[2]The Graduation Rate is calculated in the manner pursuant to Adult High School Accountability Model: 511 IAC 6.3-1-3.
[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.
[5] This figure is N/A since a high percentage of Excel Center students have ECAs/GQE results spanning several years.
[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

Xavier School of Excellence	88.0%	86.3%	N/A	N/A	N/A	N/A
Phalen Leadership Academies	87.8%	96.3%	N/A	N/A	N/A	N/A
Bloomington Project School	32.8%	22.9%	100.0%	N/A	N/A	N/A
New Community School	53.9%	20.4%	N/A	N/A	N/A	N/A
Hammond Academy for Science and Technology	49.6%	79.4%	74.7%	51.7%	51.4%	87.5
Inspire Academy	81.0%	48.5%	N/A	N/A	N/A	N/A
Canaan Community Academy	51.9%	2.8%	N/A	N/A	N/A	N/A
Gary Middle College	96.0%	97.5%	24.1%	40.9%	16.0%	8.0%
Neighbors New Vista	70.1%	47.4%	42.1%	3.6%	15.8%	27.4%
North Daviess Community Schools	41.6%	3.9%	81.3%	72.9%	76.0%	95.7%
Wa-Nee School Corporation	34.1%	13.8%	90.9%	92.9%	88.9%	90.5%

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. The Excel Centers have also made a conscious effort to ensure that every graduate is prepared for 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%; 2013-14: 52.2%.

Post-graduation degree attainment

Excel Centers

While INIschools does not track degree attainment after students exit the Excel Center, 75% 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).

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.

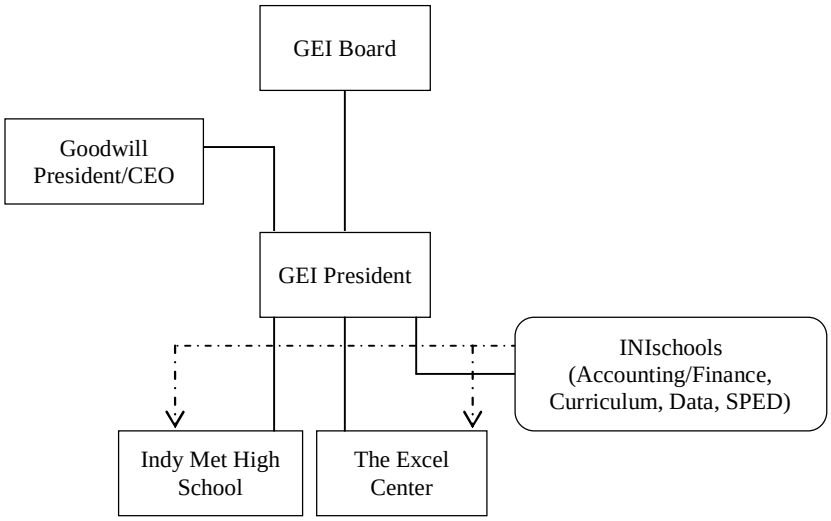
During the 2012-13 school year students at the Excel Center earned an average of more than two years' worth of credits (22.5) and students at the Indy Met earned 1.5 years' worth of credits (15.5). This is part of a concentrated effort to get students up to grade level as soon as possible.

Leadership

Leadership Structure

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.

The following organizational chart depicts the overall structure of GEI. The following pages provides a more detailed organizational chart for INIschools.



INISCHOOLS
INDIANA NETWORK OF INDEPENDENT SCHOOLS

GEI (Scott Bess)
(10)

Scott Bess
GEI (Scott Bess)
Senior VP of Mission and Education Initiatives, Goodwill, and Presi...
INIS

Shatoya Jordan
EXCEL CENTER REGION-North (Shatoya Jordan)
Regional Director, The Excel Center
All Excel
6 See Page 2

Patrick Fassnacht
EXCEL CENTER REGION-South (Patrick Fassnacht)
Regional Director, The Excel Center
All Excel
6 See Page 3

Adam Jones
EXCEL CENTER REGION-West (Adam Jones)
Regional Director, The Excel Center
All Excel
5 See Page 4

Michelle Ashley
GEI (Michelle Ashley)
Director of Goodwill Works
GEI
1 See Page 5

Bryan Bush
GEI EOD
Director, GEI & GWCS HR
INIS
1 See Page 6

Daniel Stevens
INIS (Daniel Stevens)
Chief, School Operations
INIS
2 See Page 7

Dan Scott
INIS (Dan Scott)
Director, Data Services
INIS
2 See Page 8

Janet Rummel
INIS (Janet Rummel)
Chief Academic Officer
INIS
4 See Page 9

Jeffrey Lozer
INIS (Jeffrey Lozer)
Senior Director, INIS
INIS
2 See Page 10

Daniel Stevens
JAG (Daniel Stevens)
Chief, School Operations
Corporate
1 See Page 11

INISCHOOLS
INDIANA NETWORK OF INDEPENDENT SCHOOLS

INIS (Jeffrey Lozer)

(2)

Jeffrey Lozer

INIS (Jeffrey Lozer)
Senior Director, INIS
INIS

See Page 1

Kimberly Reier

Network Development and Advancement Director
INIS
INIS (Jeffrey Lozer)

Lori Thompson

INIS Controller
INIS
INIS (Jeffrey Lozer)

INISCHOOLS
INDIANA NETWORK OF INDEPENDENT SCHOOLS

INIS (Janet Rummel)

(4)

Janet Rummel

INIS (Janet Rummel)
Chief Academic Officer
INIS

See Page 1

Tanisha Adams

GEI CENTRAL OFFICE (Tanisha Adams)
Manager, Registrar
INIS

6 See Page 47

Tonya Taylor

INIS SpEd ADMIN (Tonya Taylor)
Director, Special Education
INIS

6 See Page 48

Amanda Helman

Curriculum Services Director
INIS
INIS (Janet Rummel)

Heather Roth

Outreach, Enrollment, and Records Coordinator
INIS
INIS (Janet Rummel)

INISCHOOLS
INDIANA NETWORK OF INDEPENDENT SCHOOLS

INIS SpEd ADMIN (Tonya Taylor)

(6)

Tonya Taylor

INIS SpEd ADMIN (Tonya Taylor)

Director, Special Education

INIS

See Page 9

Courtney Kontor

Speech and Language Pathologist

INIS

INIS SpEd ADMIN (Tonya Taylor)

Karen Palmer

GEI Coordinator-Hourly

INIS

INIS SpEd ADMIN (Tonya Taylor)

Laura Cope

Assistant Director of Special Education

INIS

INIS SpEd ADMIN (Tonya Taylor)

Stephanie Williams

Special Education Compliance Monitor

INIS

INIS SpEd ADMIN (Tonya Taylor)

CORPORATE COORDINATOR-HOURLY (Unfilled)

DIRECTOR IMET (Unfilled)

INISCHOOLS
INDIANA NETWORK OF INDEPENDENT SCHOOLS

GEI CENTRAL OFFICE (Tanisha Adams)

(6)

Tanisha Adams
GEI CENTRAL OFFICE (Tanisha Adams)
Manager, Registrar
INIS

See Page 9

Amanda Reffitt
Administrative Assistant
INIS
GEI CENTRAL OFFICE (Tanisha Adams)

Cammy Betts
Registrar
INIS
GEI CENTRAL OFFICE (Tanisha Adams)

Cheryl Funches
Clerical Support-GEI SalaryNE
INIS
GEI CENTRAL OFFICE (Tanisha Adams)

Hannah Wayman
Registrar
INIS
GEI CENTRAL OFFICE (Tanisha Adams)

Jeanita Jordan
Administrative Assistant-Excel
INIS
GEI CENTRAL OFFICE (Tanisha Adams)

Administrative Assistant (Unfilled)

INISCHOOLS
INDIANA NETWORK OF INDEPENDENT SCHOOLS

INIS (Dan Scott)

(2)

Dan Scott

INIS (Dan Scott)
Director, Data Services
INIS

See Page 1

David Harbin

Data Services Support Manager
INIS
INIS (Dan Scott)

Tyler Caldwell

BI Analyst
INIS
INIS (Dan Scott)

INISCHOOLS
INDIANA NETWORK OF INDEPENDENT SCHOOLS

GEI EOD

(1)

Bryan Bush

GEI EOD

Director, GEI & GWCS HR

INIS

See Page 1

Tiffany Trotter Payne

EOD Business Partner, GEI

INIS

GEI EOD

INISCHOOLS
INDIANA NETWORK OF INDEPENDENT SCHOOLS

INIS (Daniel Stevens)

(2)

Daniel Stevens

INIS (Daniel Stevens)
Chief, School Operations
INIS

See Page 1

Debra Daniels / Debra Daniels

Jessica Hambleton

Office Manager
INIS
INIS (Daniel Stevens)

Staff Turnover
Mr. Bess has been with GEI since 2005. Any personnel changes within the past year have been to add expertise and experience for GEI's growing school operations.

Board of Directors
INIschools is controlled by GEI through its Board. The GEI Board consists of the following members:

- C. Perry Griffith, Jr., Chair – 12 years
- Gina DelSanto, Vice Chair – 11 years
- Michael O'Connor, Secretary – 9 years
- Scott Bess, President – 12 years
- Claudia Cummings – 2 year
- Jeffrey A. Harrison – 8 years
- Richard Horn – 1 year
- Don Palmer – 2 years
- Doris Pryor – 3 years

During its 12 years of existence, GEI has had very little turnover. The chart, below, describes the Board turnover that GEI has experienced.

Board Member	Year of Turnover	Reason for Turnover
Fred C. Tucker, III	2014	Retired, moved to Florida
Juan Gonzalez	2014	Change of job responsibilities with extensive travel
Holly Hill Brooks	2013	Term expired, did not seek re-election due to increased travel
Derrick Burks	2012	Change of job responsibilities required Derrick to cut down on Board commitments
Gwen Fountain	2010	Retired, moved to Montana
Bruce Jacobson	2011	Retired, moved to South Carolina
George Pillow	2008	Retired
Jenny Sosna	2008	Term expired, did not seek re-election

Self-Assessment and Client Satisfaction
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 Purdue Polytechnic Indianapolis High School, 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

INIschools has provided a copy of a draft services 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. Purdue Polytechnic Indianapolis High School will own and hold title to everything it purchases. That is, Purdue Polytechnic Indianapolis High School 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 Purdue Polytechnic Indianapolis High School or INIschools "own" the underlying intellectual property.

Finances

Most Recent Federal Tax Return

PUBLIC DISCLOSURE COPY - STATE REGISTRATION NO. 0001816837

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 private foundations)

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

Open to Public Inspection

A For the 2014 calendar year, or tax year beginning and ending

B Check if applicable: Address change, Name change, Initial return, Final return/terminated, Amended return, Application pending

C Name of organization
GOODWILL INDUSTRIES
OF CENTRAL INDIANA, INC.

Doing business as

Number and street (or P.O. box if mail is not delivered to street address): 1635 W. MICHIGAN STREET — Room/suite

City or town, state or province, country, and ZIP or foreign postal code: INDIANAPOLIS, IN 46222

D Employer identification number 35-0893506

E Telephone number 317-524-4313

G Gross receipts $ 104,529,218.

F Name and address of principal officer: DANIEL J. RILEY
SAME AS C ABOVE

H(a) Is this a group return for subordinates? Yes X No

H(b) Are all subordinates included? Yes No
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.GOODWILLINDY.ORG

H(c) Group exemption number ▶

K Form of organization: X Corporation Trust Association Other ▶

L Year of formation: 1936

M State of legal domicile: IN

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: SEE SCHEDULE O FOR FULL DESCRIPTION.

2 Check this box ▶ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	15
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	15
5	Total number of individuals employed in calendar year 2014 (Part V, line 2a)	5	5120
6	Total number of volunteers (estimate if necessary)	6	30
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	731,528.	1,114,631.
	9	Program service revenue (Part VIII, line 2g)	80,833,675.	84,581,184.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	-74,552.	-75,911.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	4,739,523.	4,415,489.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	86,230,174.	90,035,393.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	103,673.	51,859.
	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)	49,859,214.	53,469,908.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 492,667.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	36,494,058.	36,635,155.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	86,456,945.	90,156,922.
	19	Revenue less expenses. Subtract line 18 from line 12	-226,771.	-121,529.
			Beginning of Current Year	**End of Year**
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	57,469,365.	66,976,128.
	21	Total liabilities (Part X, line 26)	28,098,582.	37,571,789.
	22	Net assets or fund balances. Subtract line 21 from line 20	29,370,783.	29,404,339.

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, SENIOR VP AND CFO
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				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) X Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III .....

1 Briefly describe the organization's mission:
SEE SCHEDULE O FOR FULL DESCRIPTION.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ..... **Yes** X **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 $ 75,126,484. including grants of $ 51,859.) (Revenue $ 87,082,428.)
SEE SCHEDULE O FOR FULL DESCRIPTION.

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 ▶ 75,126,484.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete *Schedule B, Schedule of Contributors*?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*	11a	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f	X	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a		X
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b	X	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? *If "Yes," complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? *If "Yes," complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21		X
22	Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22	X	
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No", go to line 25a*	24a	X	
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		X
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		X
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		X
25a	**Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34	X	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		X
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V **Statements Regarding Other IRS Filings and Tax Compliance**

Check if Schedule O contains a response or note to any line in this Part V

					Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	25			
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	5120			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b	X	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)					
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?			3a		X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," to line 3b, provide an explanation in Schedule O*			3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a		X
b	If "Yes," enter the name of the foreign country: ▶					
	See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?			6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d				
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g	N/A	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h	X	
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		N/A	8		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the sponsoring organization make any taxable distributions under section 4966?		N/A	9a		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		N/A	9b		
10	**Section 501(c)(7) organizations.** Enter:					
a	Initiation fees and capital contributions included on Part VIII, line 12 N/A	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter:					
a	Gross income from members or shareholders N/A	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year N/A	12b				
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	Is the organization licensed to issue qualified health plans in more than one state?		N/A	13a		
	Note. See the instructions for additional information the organization must report on Schedule O.					
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b				
c	Enter the amount of reserves on hand	13c				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a		X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*			14b		

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 or note to any line in this Part VI X

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	1a	15		
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.				
b	Enter the number of voting members included in line 1a, above, who are independent	1b	15		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2			X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3			X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4			X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5			X
6	Did the organization have members or stockholders?	6			X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a			X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b			X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a	The governing body?	8a		X	
b	Each committee with authority to act on behalf of the governing body?	8b		X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*	9			X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code.)*

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.			
12a	Did the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this was done*	12c	X	
13	Did the organization have a written whistleblower policy?	13	X	
14	Did the organization have a written document retention and destruction policy?	14	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a	X	
b	Other officers or key employees of the organization	15b	X	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

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. Indicate how you made these available. Check all that apply.

Own website Another's website X Upon request Other *(explain in Schedule O)*

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, address, and telephone number of the person who possesses the organization's books and records: ▶

DANIEL J. RILEY - 317-524-4313

1635 W. MICHIGAN ST., INDIANAPOLIS, IN 46222

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

Check if Schedule O contains a response or note to any line 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): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(1) DARELL E. ZINK CHAIRMAN OF THE BOARD	1.00	X		X				0.	0.	0.
(2) J. SCOTT ENRIGHT VICE-CHAIRMAN	1.00	X		X				0.	0.	0.
(3) ROSE MAYS, PH.D SECRETARY	1.00	X		X				0.	0.	0.
(4) MARK DENIEN TREASURER	1.00	X		X				0.	0.	0.
(5) MIKE BLAKLEY DIRECTOR	1.00	X						0.	0.	0.
(6) PEGGY BOEHM DIRECTOR	1.00	X						0.	0.	0.
(7) JUSTIN CHRISTIAN DIRECTOR	1.00	X						0.	0.	0.
(8) GORDON M. GRAHAM DIRECTOR	1.00	X						0.	0.	0.
(9) THOMAS A. KING DIRECTOR	1.00	X						0.	0.	0.
(10) OWEN B. MELTON JR. DIRECTOR	1.00	X						0.	0.	0.
(11) MICHAEL O' CONNOR DIRECTOR	1.00	X						0.	0.	0.
(12) DON PALMER DIRECTOR	1.00	X						0.	0.	0.
(13) JOHN D. PERRY DIRECTOR	1.00	X						0.	0.	0.
(14) MARIBETH SMITH DIRECTOR	1.00	X						0.	0.	0.
(15) JEAN WOJTOWICZ DIRECTOR	1.00	X						0.	0.	0.
(16) JAMES M. MCCLELLAND PRESIDENT AND CEO	40.00			X				432,488.	0.	44,853.
(17) DANIEL J. RILEY ASSISTANT SECRETARY/TREASURE/SENIOR	40.00			X				203,889.	0.	17,692.

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

(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): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(18) KENT KRAMER	40.00									
SENIOR VP AND COO				X				222,740.	0.	37,466.
(19) CINDY GRAHAM	40.00									
VICE PRESIDENT					X			154,731.	0.	19,468.
(20) JAMES HUMPRHEY	40.00									
VICE PRESIDENT					X			170,523.	0.	33,506.
(21) ERIC SCHLEGEL	40.00									
VICE PRESIDENT					X			163,991.	0.	13,204.
(22) SCOTT BESS	40.00									
PRESIDENT - GEI						X		0.	172,719.	35,603.
(23) KENNETH FILE	40.00									
VP ADVANCEMENT						X		151,993.	0.	32,307.
(24) JEFFREY TON	40.00									
SENIOR VP - CORPORATE CONNECTIVITY &						X		156,996.	0.	28,333.
(25) ZAIDA MONELL	40.00									
VICE PRESIDENT						X		150,151.	0.	32,296.
(26) KYLE LANHAM	40.00									
VICE PRESIDENT						X		110,399.	0.	26,088.
1b Sub-total ▶								1,917,901.	172,719.	320,816.
c Total from continuation sheets to Part VII, Section A ▶								123,883.	0.	30,576.
d Total (add lines 1b and 1c) ▶								2,041,784.	172,719.	351,392.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 17

		Yes	No
3 Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	4	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
DONALD WILLIAMS 1116 HAWKS LANE, INDIANAPOLIS, IN 46220	RENT	199,800.
BARNES AND THORNBURG, 1313 MERCHANTS BANK BLDG 11 S MERIDIAN STREET , INDIANAPOLIS	LEGAL	184,742.
L.D.FOSTER RENTAL PROPERTY 11590 DITCH ROAD, CARMEL, IN 46032	RENT	160,636.
WILSON MARKETING GROUP, 1755 NORTH BROWN RD. SUITE 250, LAWRENCEVILLE, GA 30043	SALVAGE BROKERAGE SERVICES	133,581.

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ▶ 4

SEE PART VII, SECTION A CONTINUATION SHEETS

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(27) BETSY DELGADO	40.00									
VICE PRESIDENT						X		123,883.	0.	30,576.
Total to Part VII, Section A, line 1c								123,883.		30,576.

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line 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 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a	400,573.				
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	714,058.				
	g Noncash contributions included in lines 1a-1f: $						
	h **Total.** Add lines 1a-1f			1,114,631.			
			Business Code				
Program Service Revenue	2 a DONATED GOOD SALES		453310	77,015,877.	77,015,877.		
	b GOVERNMENT CONTRACTS		900099	7,022,674.	7,022,674.		
	c EDUCATION SERVICES		624310	504,760.	504,760.		
	d COMMERCIAL SERVICES		900099	37,873.	37,873.		
	e						
	f All other program service revenue						
	g **Total.** Add lines 2a-2f			84,581,184.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			65,569.			65,569.
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
		(i) Real	(ii) Personal				
	6 a Gross rents						
	b Less: rental expenses						
	c Rental income or (loss)						
	d Net rental income or (loss)						
		(i) Securities	(ii) Other				
	7 a Gross amount from sales of assets other than inventory	5,087,356.	2,158,188.				
	b Less: cost or other basis and sales expenses	5,116,278.	2,270,746.				
	c Gain or (loss)	-28,922.	-112,558.				
	d Net gain or (loss)			-141,480.			-141,480.
	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	9,608,045.				
	b Less: cost of goods sold	b	7,106,801.				
	c Net income or (loss) from sales of inventory			2,501,244.	2,501,244.		
	Miscellaneous Revenue		**Business Code**				
	11 a OTHER REVENUES		900099	1,914,245.			1,914,245.
	b						
	c						
	d All other revenue						
	e **Total.** Add lines 11a-11d			1,914,245.			
	12 **Total revenue.** See instructions.			90,035,393.	87,082,428.	0.	1,838,334.

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 or note to any line 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 domestic organizations and domestic governments. See Part IV, line 21				
2 Grants and other assistance to domestic individuals. See Part IV, line 22	51,859.	51,859.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,514,552.		1,514,552.	
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	41,553,498.	34,672,315.	6,552,731.	328,452.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	1,427,167.	1,243,345.	172,654.	11,168.
9 Other employee benefits	8,974,691.	7,363,933.	1,544,611.	66,147.
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal	65,305.		65,305.	
c Accounting	93,911.		93,911.	
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.)	4,672,201.	3,714,464.	947,747.	9,990.
12 Advertising and promotion	1,259,203.	742,455.	501,246.	15,502.
13 Office expenses	4,996,347.	4,734,567.	254,615.	7,165.
14 Information technology				
15 Royalties				
16 Occupancy	17,891,782.	16,337,930.	1,532,223.	21,629.
17 Travel	2,026,317.	1,753,559.	252,782.	19,976.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	406,752.	406,752.		
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	4,235,578.	3,527,734.	703,765.	4,079.
23 Insurance				
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 MISCELLANEOUS	565,187.	429,488.	130,431.	5,268.
b MEMBERSHIP AND DUES	225,074.	8,250.	213,533.	3,291.
c STAFF DEVELOPMENT	99,007.	42,029.	56,978.	
d BAD DEBT EXPENSE	97,804.	97,804.		
e All other expenses	687.		687.	
25 **Total functional expenses.** Add lines 1 through 24e	90,156,922.	75,126,484.	14,537,771.	492,667.
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 or note to any line in this Part X

				(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing		1,303,671.	1	852,167.
	2	Savings and temporary cash investments			2	
	3	Pledges and grants receivable, net			3	
	4	Accounts receivable, net		3,359,353.	4	4,223,846.
	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		4,278,713.	8	4,437,252.
	9	Prepaid expenses and deferred charges		497,816.	9	1,411,208.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 81,118,952.			
	b	Less: accumulated depreciation	10b 30,752,232.	40,526,406.	10c	50,366,720.
	11	Investments - publicly traded securities		5,055,024.	11	4,406,561.
	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		2,448,382.	15	1,278,374.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		57,469,365.	16	66,976,128.
Liabilities	17	Accounts payable and accrued expenses		9,977,494.	17	10,245,975.
	18	Grants payable			18	
	19	Deferred revenue			19	
	20	Tax-exempt bond liabilities		8,830,000.	20	17,700,000.
	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			23	
	24	Unsecured notes and loans payable to unrelated third parties		960,000.	24	650,000.
	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		8,331,088.	25	8,975,814.
	26	**Total liabilities.** Add lines 17 through 25		28,098,582.	26	37,571,789.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ X and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets		29,359,520.	27	29,393,461.
	28	Temporarily restricted net assets		11,263.	28	10,878.
	29	Permanently restricted net assets			29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building, or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		29,370,783.	33	29,404,339.
	34	Total liabilities and net assets/fund balances		57,469,365.	34	66,976,128.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI X

1	Total revenue (must equal Part VIII, column (A), line 12)	1	90,035,393.
2	Total expenses (must equal Part IX, column (A), line 25)	2	90,156,922.
3	Revenue less expenses. Subtract line 2 from line 1	3	-121,529.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	29,370,783.
5	Net unrealized gains (losses) on investments	5	13,978.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	141,107.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	29,404,339.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII X

			Yes	No
1	Accounting method used to prepare the Form 990: Cash X Accrual Other _____			
	If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
	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 Consolidated basis Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
	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 X Consolidated basis Both consolidated and separate basis			
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?	2c	X	
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X	
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	3b	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.
▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990.*

OMB No. 1545-0047

2014

Open to Public Inspection

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

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 X 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 in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g.

a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**

b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**

c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**

d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**

e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations .....

g 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 listed in your governing document? Yes	No	(v) Amount of monetary support (see Instructions)	(vi) Amount of other support (see Instructions)
Total						

LHA **For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.** 432021 09-17-14

Schedule A (Form 990 or 990-EZ) 2014

12330511 765919 GIC12.0 2014.03020 GOODWILL INDUSTRIES OF CENT GIC12_01

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) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	711,647.	2,171,514.	647,575.	731,528.	1,104,461.	5,366,725.
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	711,647.	2,171,514.	647,575.	731,528.	1,104,461.	5,366,725.
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.						5,366,725.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
7 Amounts from line 4	711,647.	2,171,514.	647,575.	731,528.	1,104,461.	5,366,725.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	186,660.	156,216.	237,093.	90,735.	65,569.	736,273.
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 VI.)	690,731.	683,829.	1,354,499.	1,399,755.	1,914,245.	6,043,059.
11 **Total support.** Add lines 7 through 10						12,146,057.

12 Gross receipts from related activities, etc. (see instructions) ..... **12** 420,541,166.

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 2014 (line 6, column (f) divided by line 11, column (f)) ..... **14** 44.18 %

15 Public support percentage from 2013 Schedule A, Part II, line 14 ..... **15** 52.58 %

16a **33 1/3% support test - 2014.** 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 ..... ▶ X

b **33 1/3% support test - 2013.** 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 - 2014.** 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 VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ..... ▶

b **10% -facts-and-circumstances test - 2013.** 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 VI 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) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(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) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(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 VI.)						
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 2014 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2013 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2014** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2013** Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2014.** 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 - 2013.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶

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

Part IV Supporting Organizations

(Complete only if you checked a box on line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

			Yes	No
1	Are all of the organization's supported organizations listed by name in the organization's governing documents? *If "No" describe in* ***Part VI*** *how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.*	1		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? *If "Yes," explain in* ***Part VI*** *how the organization determined that the supported organization was described in section 509(a)(1) or (2).*	2		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? *If "Yes," answer (b) and (c) below.*	3a		
b	Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? *If "Yes," describe in* ***Part VI*** *when and how the organization made the determination.*	3b		
c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? *If "Yes," explain in* ***Part VI*** *what controls the organization put in place to ensure such use.*	3c		
4a	Was any supported organization not organized in the United States ("foreign supported organization")? *If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below.*	4a		
b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? *If "Yes," describe in* **Part VI** *how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.*	4b		
c	Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? *If "Yes," explain in* ***Part VI*** *what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.*	4c		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? *If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in* ***Part VI,*** *including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).*	5a		
b	**Type I or Type II only.** Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b		
c	**Substitutions only.** Was the substitution the result of an event beyond the organization's control?	5c		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations; (b) individuals that are part of the charitable class benefited by one or more of its supported organizations; or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? *If "Yes," provide detail in* ***Part VI.***	6		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? *If "Yes," complete Part I of Schedule L (Form 990).*	7		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? *If "Yes," complete Part I of Schedule L (Form 990).*	8		
9a	Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? *If "Yes," provide detail in* ***Part VI.***	9a		
b	Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? *If "Yes," provide detail in* ***Part VI.***	9b		
c	Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? *If "Yes," provide detail in* ***Part VI.***	9c		
10a	Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? *If "Yes," answer (b) below.*	10a		
b	Did the organization have any excess business holdings in the tax year? *(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)*	10b		

Part IV Supporting Organizations *(continued)*

			Yes	No
11	Has the organization accepted a gift or contribution from any of the following persons?			
a	A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	**11a**		
b	A family member of a person described in (a) above?	**11b**		
c	A 35% controlled entity of a person described in (a) or (b) above? *If "Yes" to a, b, or c, provide detail in* ***Part VI.***	**11c**		

Section B. Type I Supporting Organizations

			Yes	No
1	Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? *If "No," describe in* ***Part VI*** *how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.*	**1**		
2	Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? *If "Yes," explain in* ***Part VI*** *how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.*	**2**		

Section C. Type II Supporting Organizations

			Yes	No
1	Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? *If "No," describe in* ***Part VI*** *how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).*	**1**		

Section D. Type III Supporting Organizations

			Yes	No
1	Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	**1**		
2	Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? *If "No," explain in* ***Part VI*** *how the organization maintained a close and continuous working relationship with the supported organization(s).*	**2**		
3	By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? *If "Yes," describe in* ***Part VI*** *the role the organization's supported organizations played in this regard.*	**3**		

Section E. Type III Functionally-Integrated Supporting Organizations

1 *Check the box next to the method that the organization used to satisfy the Integral Part Test during the year* ***(see instructions):***

a The organization satisfied the Activities Test. *Complete* ***line 2*** *below.*

b The organization is the parent of each of its supported organizations. *Complete* ***line 3*** *below.*

c The organization supported a governmental entity. *Describe in Part VI how you supported a government entity (see instructions).*

			Yes	No
2	Activities Test. ***Answer (a) and (b) below.***			
a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? *If "Yes," then in* ***Part VI identify those supported organizations and explain*** *how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.*	**2a**		
b	Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? *If "Yes," explain in* ***Part VI*** *the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.*	**2b**		
3	Parent of Supported Organizations. ***Answer (a) and (b) below.***			
a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in ***Part VI.***	**3a**		
b	Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in ***Part VI*** *the role played by the organization in this regard.*	**3b**		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income			(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1		
2	Recoveries of prior-year distributions	2		
3	Other gross income (see instructions)	3		
4	Add lines 1 through 3	4		
5	Depreciation and depletion	5		
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7	Other expenses (see instructions)	7		
8	**Adjusted Net Income** (subtract lines 5, 6 and 7 from line 4)	8		

Section B - Minimum Asset Amount			(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a	Average monthly value of securities	1a		
b	Average monthly cash balances	1b		
c	Fair market value of other non-exempt-use assets	1c		
d	**Total** (add lines 1a, 1b, and 1c)	1d		
e	**Discount** claimed for blockage or other factors (explain in detail in **Part VI**):			
2	Acquisition indebtedness applicable to non-exempt-use assets	2		
3	Subtract line 2 from line 1d	3		
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4		
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6	Multiply line 5 by .035	6		
7	Recoveries of prior-year distributions	7		
8	**Minimum Asset Amount** (add line 7 to line 6)	8		

Section C - Distributable Amount				Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2	Enter 85% of line 1	2		
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4	Enter greater of line 2 or line 3	4		
5	Income tax imposed in prior year	5		
6	**Distributable Amount.** Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6		

7 Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions).

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations** *(continued)*

Section D - Distributions		Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes	
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3	Administrative expenses paid to accomplish exempt purposes of supported organizations	
4	Amounts paid to acquire exempt-use assets	
5	Qualified set-aside amounts (prior IRS approval required)	
6	Other distributions (describe in **Part VI**). See instructions.	
7	**Total annual distributions.** Add lines 1 through 6.	
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in **Part VI**). See instructions.	
9	Distributable amount for 2014 from Section C, line 6	
10	Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)		(i) Excess Distributions	(ii) Underdistributions Pre-2014	(iii) Distributable Amount for 2014
1	Distributable amount for 2014 from Section C, line 6			
2	Underdistributions, if any, for years prior to 2014 (reasonable cause required-see instructions)			
3	Excess distributions carryover, if any, to 2014:			
a				
b				
c				
d				
e	From 2013			
f	**Total** of lines 3a through e			
g	Applied to underdistributions of prior years			
h	Applied to 2014 distributable amount			
i	Carryover from 2009 not applied (see instructions)			
j	Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4	Distributions for 2014 from Section D, line 7: $			
a	Applied to underdistributions of prior years			
b	Applied to 2014 distributable amount			
c	Remainder. Subtract lines 4a and 4b from 4.			
5	Remaining underdistributions for years prior to 2014, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions).			
6	Remaining underdistributions for 2014. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions).			
7	**Excess distributions carryover to 2015.** Add lines 3j and 4c.			
8	Breakdown of line 7:			
a				
b				
c				
d	Excess from 2013			
e	Excess from 2014			

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

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.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at** *www.irs.gov/form990* .

OMB No. 1545-0047

2014

Name of the organization	**Employer identification number**
GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.	35-0893506

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	X 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, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

X For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling $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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.	35-0893506

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		$ 749,920.	Person X Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person Payroll Noncash (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.	35-0893506

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
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.	35-0893506

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. 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 info. 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.
▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047
2014
Open to Public Inspection

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

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 value of contributions to (during year)		
3	Aggregate value of 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 a historically important land area
Protection of natural habitat
Preservation of a certified historic structure
Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? **Yes** **No**

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

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

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? **Yes** **No**

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

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) Revenue 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 Revenue 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, for escrow or custodial account liability? 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:

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

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

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. 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		12,494,728.		12,494,728.
b Buildings		42,458,579.	11,795,687.	30,662,892.
c Leasehold improvements				
d Equipment		26,165,645.	18,956,545.	7,209,100.
e Other				
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10c.)* ▶				50,366,720.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. 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)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 15.)* ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) DUE TO GW COMMERCIAL SERVICES	8,522,458.
(3) OTHER LIABILITIES	453,356.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25.)* ▶	8,975,814.

2. Liability for uncertain tax positions. 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.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

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 (losses) 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.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

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.

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.

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.

Part XIII Supplemental Information *(continued)*

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 CREATE AN UNCERTAIN TAX POSITION. GOODWILL IS NO LONGER SUBJECT TO EXAMINATION BY TAXING AUTHORITIES FOR YEARS BEFORE 2011.

SCHEDULE I (Form 990)

Department of the Treasury
Internal Revenue Service

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

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

▶ **Attach to Form 990.**

▶ **Information about Schedule I (Form 990) and its instructions is at** *www.irs.gov/form990.*

OMB No. 1545-0047

2014

Open to Public Inspection

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

Part I **General Information on Grants and Assistance**

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] **Yes** [ ] **No**

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

Part II **Grants and Other Assistance to Domestic Organizations and Domestic Governments.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than $5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶

3 Enter total number of other organizations listed in the line 1 table ▶

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

Schedule I (Form 990) (2014)

432101
10-15-14

Part III **Grants and Other Assistance to Domestic Individuals.** 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
CLIENT TUITION, TRAINING AND ASSISTANCE	1536	51,859.	0.		

Part IV **Supplemental Information.** Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

PART I, LINE 2:

SCHEDULE I, PART 1, LINE 2: THE ORGANIZATION IS A RELATED ORGANIZATION OF GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. (GOODWILL). ALL GRANTS ARE MADE TO SUPPORT GOODWILL AND ITS PRIMARY EXEMPT PURPOSE.

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" on Form 990, Part IV, line 23.
▶ Attach to Form 990.
▶ Information about Schedule J (Form 990) and its instructions is at *www.irs.gov/form990.*

OMB No. 1545-0047

2014

Open to Public Inspection

Name of the organization: GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number: 35-0893506

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	Housing allowance or residence for personal use		
	Travel for companions	Payments for business use of personal residence		
	X Tax indemnification and gross-up payments	Health or social club dues or initiation fees		
	Discretionary spending account	Personal services (e.g., maid, chauffeur, chef)		
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b	X	
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?	2	X	
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.			
	X Compensation committee	Written employment contract		
	X Independent compensation consultant	X Compensation survey or study		
	X Form 990 of other organizations	X 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), 501(c)(4), and 501(c)(29) 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) 2014**

432111
10-13-14

12330511 765919 GIC12.0 2014.03020 GOODWILL INDUSTRIES OF CENT GIC12_01

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

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

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) JAMES M. MCCLELLAND	(i)	353,125.	65,651.	13,712.	29,865.	14,988.	477,341.	0.
PRESIDENT AND CEO	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) DANIEL J. RILEY	(i)	177,200.	25,272.	1,417.	16,310.	1,382.	221,581.	0.
ASSISTANT SECRETARY/TREASURE/SENIOR	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) KENT KRAMER	(i)	195,005.	24,272.	3,463.	15,659.	21,807.	260,206.	0.
SENIOR VP AND COO	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) CINDY GRAHAM	(i)	134,358.	18,630.	1,743.	11,708.	7,760.	174,199.	0.
VICE PRESIDENT	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) JAMES HUMPRHEY	(i)	154,594.	14,683.	1,246.	13,437.	20,069.	204,029.	0.
VICE PRESIDENT	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) ERIC SCHLEGEL	(i)	144,808.	16,895.	2,288.	12,437.	767.	177,195.	0.
VICE PRESIDENT	(ii)	0.	0.	0.	0.	0.	0.	0.
(7) SCOTT BESS	(i)	0.	0.	0.	0.	0.	0.	0.
PRESIDENT - GEI	(ii)	148,905.	22,586.	1,228.	12,843.	22,760.	208,322.	0.
(8) KENNETH FILE	(i)	135,726.	15,188.	1,079.	11,708.	20,599.	184,300.	0.
VP ADVANCEMENT	(ii)	0.	0.	0.	0.	0.	0.	0.
(9) JEFFREY TON	(i)	136,116.	19,757.	1,123.	12,560.	15,773.	185,329.	0.
SENIOR VP - CORPORATE CONNECTIVITY &	(ii)	0.	0.	0.	0.	0.	0.	0.
(10) ZAIDA MONELL	(i)	130,776.	18,697.	678.	11,757.	20,539.	182,447.	0.
VICE PRESIDENT	(ii)	0.	0.	0.	0.	0.	0.	0.
(11) BETSY DELGADO	(i)	123,380.	0.	503.	8,525.	22,051.	154,459.	0.
VICE PRESIDENT	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 1A:

JAMES MCCLELLAND, PRESIDENT AND CEO OF GICI, RECEIVED CERTAIN TAXABLE

GROSS-UP PAYMENTS TO COMPENSATE HIM FOR FICA LIMITS AND RETIREMENT PLAN

CONTRIBUTION LIMITS.

SCHEDULE K (Form 990)
Department of the Treasury
Internal Revenue Service

Supplemental Information on Tax-Exempt Bonds

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.
▶ Attach to Form 990. ▶ Information about Schedule K (Form 990) and its instructions is at *www.irs.gov/form990*.

OMB No. 1545-0047
2014
Open to Public Inspection

Name of the organization: GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number: 35-0893506

Part I Bond Issues

	(a) Issuer name	(b) Issuer EIN	(c) CUSIP #	(d) Date issued	(e) Issue price	(f) Description of purpose	(g) Defeased Yes	(g) Defeased No	(h) On behalf of issuer Yes	(h) On behalf of issuer No	(i) Pooled financing Yes	(i) Pooled financing No
A	INDIANA FINANCE AUTHORITY	35-1602316	45505RBF1	12/01/06	12,000,000.	SEE PAGE 2 OF SCHEDULE K.		X		X		X
B	INDIANA FINANCE AUTHORITY	35-1602316	NONE	02/01/14	10,500,000.	SEE PAGE 2 OF SCHEDULE K.		X		X		X
C												
D												

Part II Proceeds

		A	B	C	D
1	Amount of bonds retired				
2	Amount of bonds legally defeased				
3	Total proceeds of issue	12,000,000.	10,500,000.		
4	Gross proceeds in reserve funds				
5	Capitalized interest from proceeds				
6	Proceeds in refunding escrows				
7	Issuance costs from proceeds	136,483.	58,000.		
8	Credit enhancement from proceeds				
9	Working capital expenditures from proceeds				
10	Capital expenditures from proceeds	11,863,517.	10,442,000.		
11	Other spent proceeds				
12	Other unspent proceeds				
13	Year of substantial completion	2009			

		A Yes	A No	B Yes	B No	C Yes	C No	D Yes	D No
14	Were the bonds issued as part of a current refunding issue?		X		X				
15	Were the bonds issued as part of an advance refunding issue?		X		X				
16	Has the final allocation of proceeds been made?	X		X					
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X		X					

Part III Private Business Use

		A Yes	A No	B Yes	B No	C Yes	C No	D Yes	D No
1	Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?		X		X				
2	Are there any lease arrangements that may result in private business use of bond-financed property?		X		X				

Part III Private Business Use *(Continued)*

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
3a	Are there any management or service contracts that may result in private business use of bond-financed property?		X		X				
b	If "Yes" to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?								
c	Are there any research agreements that may result in private business use of bond-financed property?		X		X				
d	If "Yes" to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4	Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government ▶	%		%		%		%	
5	Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government ▶	%		%		%		%	
6	Total of lines 4 and 5	%		%		%		%	
7	Does the bond issue meet the private security or payment test?		X		X				
8a	Has there been a sale or disposition of any of the bond-financed property to a non-governmental person other than a 501(c)(3) organization since the bonds were issued?		X		X				
b	If "Yes" to line 8a, enter the percentage of bond-financed property sold or disposed of	%		%		%		%	
c	If "Yes" to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2?								
9	Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2?		X		X				

Part IV Arbitrage

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Has the issuer filed Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate?	X		X					
2	If "No" to line 1, did the following apply?								
a	Rebate not due yet?								
b	Exception to rebate?								
c	No rebate due?								
	If "Yes" to line 2c, provide in Part VI the date the rebate computation was performed								
3	Is the bond issue a variable rate issue?	X		X					
4a	Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?	X			X				
b	Name of provider	JP MORGAN CHASE BAN							
c	Term of hedge	10.0000000							
d	Was the hedge superintegrated?		X						
e	Was the hedge terminated?		X						

Part IV Arbitrage *(Continued)*

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
5a Were gross proceeds invested in a guaranteed investment contract (GIC)?		X		X				
b Name of provider								
c Term of GIC								
d Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?								
6 Were any gross proceeds invested beyond an available temporary period?		X		X				
7 Has the organization established written procedures to monitor the requirements of section 148?		X		X				

Part V Procedures To Undertake Corrective Action

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
Has the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations?		X						

Part VI Supplemental Information. Provide additional information for responses to questions on Schedule K (see instructions).

SCHEDULE K, PART I, COLUMN (F)
IN 2006, GICI ISSUED TAX-EXEMPT BONDS THROUGH THE INDIANA FINANCE
AUTHORITY (IFA). OWEN B. MELTON, JR., A GICI BOARD MEMBER IN 2006, IS
ALSO A MEMBER OF THE BOARD OF DIRECTORS OF THE IFA. MR. MELTON
ABSTAINED FROM VOTING AT THE IFA MEETING IN 2006 WHEN THE GICI BOND
ISSUE WAS APPROVED.

THE PURPOSE OF THE BOND ISSUE WAS TO BUILD NEW STORES, REMODEL EXISTING
FACILITIES, AND REFINANCE EXISTING DEBT.

SCHEDULE K, PART I, COLUMN (F)
IN FEBRUARY 2014, GICI ISSUED TAX-EXEMPT BONDS THROUGH THE INDIANA
FINANCE AUTHORITY (IFA). OWEN B. MELTON, JR., A GICI BOARD MEMBER, IS
ALSO A MEMBER OF THE BOARD OF DIRECTORS OF THE IFA. MR. MELTON
ABSTAINED FROM VOTING AT THE IFA MEETING IN 2013 WHEN THE GICI BOND
ISSUE WAS APPROVED.

THE PURPOSE OF THE BOND ISSUE WAS TO BUILD NEW STORES, REMODEL EXISTING
FACILITIES, AND REFINANCE EXISTING DEBT.

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
▶ Attach to Form 990.
▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

Open To Public Inspection

Name of the organization: GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number: 35-0893506

Part I Types of Property

		(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1	Art - Works of art				
2	Art - Historical treasures				
3	Art - Fractional interests				
4	Books and publications	X		3,474,918.	ACTUAL SALES VOLUME
5	Clothing and household goods	X		69,096,907.	ACTUAL SALES VOLUME
6	Cars and other vehicles	X	4,780	4,444,052.	ACTUAL SALES VOLUME
7	Boats and planes				
8	Intellectual property				
9	Securities - Publicly traded				
10	Securities - Closely held stock				
11	Securities - Partnership, LLC, or trust interests				
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other				
15	Real estate - Residential				
16	Real estate - Commercial				
17	Real estate - Other				
18	Collectibles				
19	Food inventory				
20	Drugs and medical supplies				
21	Taxidermy				
22	Historical artifacts				
23	Scientific specimens				
24	Archeological artifacts				
25	Other ▶ ( )				
26	Other ▶ ( )				
27	Other ▶ ( )				
28	Other ▶ ( )				

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

			Yes	No
30a	During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?	30a		X
b	If "Yes," describe the arrangement in Part II.			
31	Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	31	X	
32a	Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a	X	
b	If "Yes," describe in Part II.			
33	If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.			

LHA **For Paperwork Reduction Act Notice, see the Instructions for Form 990.** **Schedule M (Form 990) (2014)**

432141
08-12-14

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, LINE 32B:

GICI ACCEPTS AND SELLS DONATED AUTOMOBILES. A THIRD PARTY IS USED ONLY

FOR VEHICLE TOWING AND AUCTION SERVICES.

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.
▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990*.

OMB No. 1545-0047
2014
Open to Public Inspection

Name of the organization	Employer identification number
GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.	35-0893506

FORM 990, PART I, LINE 1:

GOODWILL INDUSTRIES OFFERS OPPORTUNITIES,PROVIDES SERVICES, AND LEVERAGES ITS RESOURCES WITH THOSE OF OTHERS TO IMPROVE THE EDUCATION, SKILLS, EMPLOYABILITY, AND ECONOMIC SELF-SUFFICIENCY OF ADULTS AND THE FUTURE EMPLOYABILITY OF YOUNG PEOPLE.

FORM 990, PART III, LINES 1 AND 4A:

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. ("GICI") AND ITS SUBSIDIARIES, GW COMMERCIAL SERVICES, INC. ("GWCS") AND GOODWILL EDUCATION INITIATIVES, INC. ("GEI"), TOGETHER WITH GOODWILL INDUSTRIES FOUNDATION OF CENTRAL INDIANA, INC. (THE FOUNDATION) (COLLECTIVELY REFERRED TO AS "GOODWILL") ARE VOLUNTARY HEALTH AND WELFARE 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).

GOODWILL'S MANAGEMENT ENCOURAGES INTERESTED READERS TO READ THE FORM 990 TAX RETURNS OF ALL RELATED ENTITIES IN ORDER TO OBTAIN COMPLETE INFORMATION ABOUT THE EXEMPT ACTIVITIES, OPERATIONS AND INTERRELATIONSHIPS OF THE COLLECTIVE CENTRAL INDIANA GOODWILL ORGANIZATIONS.

GICI OPERATES FOUR DISTINCT ENTERPRISE DIVISIONS, DESCRIBED BELOW.

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

GICI'S RETAIL OPERATION COLLECTS DONATIONS OF USED CLOTHING AND HOUSEHOLD ITEMS AND SELLS THEM THROUGH A NETWORK OF 52 THRIFT STORES, THREE WAREHOUSE OUTLET CENTERS AND TWO VINTAGE STORES. 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 2,100 INDIVIDUALS, MORE THAN 65% OF WHOM HAVE A BARRIER TO EMPLOYMENT. THESE OPERATIONS ALSO GENERATE REVENUE AND CASH FLOW THAT FUND A LARGE PORTION OF GICI'S OTHER MISSION-RELATED OPERATIONS AND ITS 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.

GICI'S EMPLOYMENT CENTER ("EC") 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.

GICI'S MISSION ADVANCEMENT ("MA") 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. MA ALSO MANAGES PROGRAMS

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

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 AND MA 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.

GOODWILL STRIVES TO PLACE MANY OF THE INDIVIDUALS IT SERVES THROUGH ITS MISSION ADVANCEMENT DIVISION IN EMPLOYMENT WITH EXTERNAL EMPLOYERS. IN MANY INSTANCES, INDIVIDUALS MAY WORK AT GOODWILL IN VARIOUS CAPACITIES TO GAIN WORK EXPERIENCE, TRAINING, JOB AND INCOME STABILITY, AND SOFT SKILLS NECESSARY TO BECOME MORE SELF-SUFFICIENT IN EMPLOYMENT WITH OTHER FIRMS. INDIVIDUALS WITH DISABILITIES OR OTHER BARRIERS MADE UP 67% OF GOODWILL'S TOTAL WORKFORCE OF MORE THAN 3,100 EMPLOYEES IN 2014. EMPLOYEES WITH DISABILITIES AND OTHER BARRIERS RECEIVE INDIVIDUALIZED CASE MANAGEMENT AND SUPPORT DESIGNED TO ASSIST THEM IN DAILY LIVING, FINANCIAL DECISIONS, TRANSPORTATION, LIFE SKILLS, COMMUNICIATIONS, ACCESS TO HEALTH CARE AND OTHER CRITICAL NEEDS. FOR THE NEARLY 11% OF GOODWILL'S WORKFORCE THAT HAS A CRIMINAL HISTORY, GOODWILL PROVIDES EMPLOYMENT AND RELATED SERVICES TO HELP THEM RE-ESTABLISH A WORK AND EARNINGS HISTORY, DEVELOP JOB AND LIFE SKILLS AND REDUCE THE RISK OF RECIDIVISM. IN 2014,GOODWILL PLACED 942 INDIVIDUALS IN JOBS WITH EXTERNAL EMPLOYERS, AN AVERAGE OF MORE THAN 4 PEOPLE EVERY WORKDAY.

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

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

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, 2014, GWCS OPERATED 11 ABILITY ONE CONTRACTS AT GOVERNMENT SITES IN INDIANAPOLIS, INDIANA, AND EMPLOYS APPROXIMATELY 200 SEVERELY DISABLED INDIVIDUALS.

GEI PROVIDES EDUCATIONAL OPPORTUNITIES DESIGNED TO ENABLE YOUNG PEOPLE TO PREPARE FOR PRODUCTIVE ADULT LIVES AND HELPS ADULTS WHO LACK HIGH SCHOOL DIPLOMAS RAISE THEIR EDUCATION ATTAINMENT LEVELS. GEI OPERATES 10 PUBLIC CHARTER HIGH SCHOOLS (INDIANAPOLIS METROPOLITAN HIGH SCHOOL, FIVE INDIANAPOLIS LOCATIONS OF THE EXCEL CENTER, EXCEL CENTER - ANDERSON, EXCEL CENTER - KOKOMO, EXCEL CENTER - LAFAYETTE, AND EXCEL CENTER - RICHMOND)

UNDER THE PROVISIONS OF THE INDIANA CHARTER SCHOOL LAWS AND THE CHARTERING AUTHORITY OF THE MAYOR OF INDIANAPOLIS AND THE INDIANA CHARTER SCHOOL BOARD. THE SCHOOLS OCCUPY SPACE AT GOODWILL'S INDIANAPOLIS HEADQUARTERS BUILDING AND AT 8 ADDITIONAL LOCATIONS, AND CONTRACTS WITH GICI FOR CERTAIN BUSINESS SUPPORT SERVICES. THE SCHOOLS RECEIVE THE MAJORITY OF THEIR FUNDING FROM THE STATE OF INDIANA. THEIR REVENUES ARE SUPPLEMENTED WITH FUNDS FROM THE UNITED STATES DEPARTMENT OF EDUCATION, PRIVATE GRANTS, AND GIFTS. INDIANAPOLIS METROPOLITAN HIGH SCHOOL (THE MET) IS IN ITS ELEVENTH YEAR OF OPERATION AND STUDENT ENROLLMENT AT DECEMBER 31, 2014 WAS 262 STUDENTS. THE EXCEL CENTER , IN ITS FIFTH YEAR OF OPERATION, SERVES STUDENTS WHO PREVIOUSLY DROPPED OUT OF HIGH SCHOOL AND ARE SEEKING THEIR HIGH SCHOOL DIPLOMA RATHER THAN A GED. TODAY, THE EXCEL CENTER SERVES APPROXIMATELY 2,900 STUDENTS AT 9 LOCATIONS.

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

DEMOGRAPHICS OF STUDENTS ATTENDING THE MET INCLUDE: 78% AFRICAN AMERICAN, 15% CAUCASIAN, 3% HISPANIC, 4% BI-RACIAL; 85% ELIGIBLE FOR FREE OR REDUCED PRICE LUNCH; 29% IDENTIFIED AS SPECIAL NEEDS STUDENTS; 97% LIVE WITHIN MARION COUNTY, 3% 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. ENTERING FRESHMEN IN 2013-2014 WERE GIVEN THE TEST OF ADULT BASIC EDUCATION (TABE) AND TWO-THIRDS WERE AT A 6TH OR 7TH GRADE LEVEL FOR MATH AND ENGLISH. ONLY 29% OF INCOMING STUDENTS PASSED THE 8TH GRADE INDIANA STATE TEST OF EDUCATIONAL PROFICIENCY (ISTEP+) IN ENGLISH AND ONLY 34% PASSED THE 8TH GRADE ISTEP+ IN MATH. THE MOST RECENT GRADUATING CLASS HAD OVER AN 95% PASS RATE ON THE REQUIRED HIGH SCHOOL END OF COURSE ASSESSMENTS.

THROUGH THE 2013-14 SCHOOL YEAR, OVER 500 STUDENTS HAD GRADUATED FROM THE MET, AND 60% OF THOSE GRADUATES ARE STILL ENROLLED IN OR HAVE ALREADY COMPLETED A POST-SECONDARY PROGRAM.

DEMOGRAPHICS FOR THE EXCEL CENTER ARE AS FOLLOWS: STUDENTS RANGE IN AGE FROM 17 TO 70. HALF OF THE STUDENTS ARE IN THE 18-24 AGE RANGE. 70% ARE UNEMPLOYED. 15% ARE EX-OFFENDERS. 64% ARE FEMALE AND 36% MALE. 37% ARE CAUCASIAN AND 39% ARE AFRICAN AMERICAN, 18% ARE HISPANIC WITH

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

THE REMAINDER BEING MULTI-RACIAL OR ASIAN. 75% OF STUDENTS MAKE LESS THAN $10,000 PER YEAR. AT THE END OF 2014, 927 STUDENTS HAD GRADUATED FROM THE EXCEL CENTER WITH 72% OF THOSE STUDENTS MOVING ONTO POST-SECONDARY EDUCATION OR HAVING ALREADY ATTAINED A POST-SECONDARY CREDENTIAL.

THE FOUNDATION SOLICITS FINANCIAL SUPPORT FROM THE GENERAL PUBLIC TO DISBURSE SUCH FUNDS TO SUPPORT GOODWILL AND GEI, TO HELP ESTABLISH NEW PROGRAMS OR SERVICES FOR DISABLED AND DISADVANTAGED INDIVIDUALS IN CENTRAL INDIANA, FURTHER GOODWILL'S EDUCATIONAL EFFORTS, PROVIDE COLLEGE SCHOLARSHIPS TO QUALIFYING GRADUATES OF GEI'S CHARTER SCHOOLS, AND ATTRACT PROMISING STUDENTS TO CAREERS IN FAMILY SUSTAINING VOCATIONS BY PROVIDING SCHOLARSHIPS AND INTERNSHIPS.

FORM 990, PART III, LINES 1 AND 4A, CONTINUED:

IN 2014, GOODWILL INDUSTRIES FOUNDATION OF CENTRAL INDIANA, INC., MADE GRANTS TO GICI AND GEI FOR THE FOLLOWING PURPOSES:

GICI:

-INTERNSHIPS FOR COLLEGE STUDENTS PURSUING CAREERS IN HUMAN SERVICES AND DATA ANALYSIS.

-SUPPORT FOR GICI'S MISSION ADVANCEMENT OPERATIONS, SPECIFICALLY TO ASSIST YOUTH AND ADULTS SEEKING EMPLOYMENT AND EDUCATIONAL ADVANCEMENT.

-THE LAUNCH OF A NEW PROGRAM EMPLOYING INDIVIDUALS WITH DISABILITIES AND OTHER BARRIERS PERFORMING VARIOUS FACILITY MAINTENANCE AND UPKEEP TASKS AT GICI'S RETAIL STORE LOCATIONS.

- A PILOT PROGRAM TO PURCHASE "SMART" BINS FOR THE COLLECTION OF

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

DONATED GOODS IN LOCATIONS WHERE GICI DOES NOT HAVE A RETAIL STORE.

GEI:

-A TRIP FOR MET STUDENTS TO VISIT HAITI DURING WHICH THEY INSTALLED WATER FILTRATION SYSTEM IN HAITIAN VILLAGES.

-SUPPORT FOR A RECRUITMENT AND ADMISSIONS COORDINATOR FOR THE MET.

-SCHOLARSHIPS PROVIDED TO ASSIST STUDENTS IN PURSUIT OF POST-SECONDARY EDUCATION.

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 RECEIVE, REVIEW, AND SIGN THE ORGANIZATION'S CONFLICT OF INTEREST POLICY ANNUALLY.

FORM 990, PART VI, SECTION B, LINE 15:

FORM 990, PART VI, SECTION B, LINE 15: THE BOARD OF DIRECTORS OF GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. (GOODWILL) HAS ESTABLISHED A COMPENSATION COMMITTEE WITH THE RESPONSIBILITY TO ESTABLISH THE COMPENSATION AND BENEFITS OF THE PRESIDENT AND 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 KEY EMPLOYEES. THE ROLE OF THE COMPENSATION COMMITTEE AND PRESIDENT, AS DELEGATED TO IT BY THE BOARD OF DIRECTORS, IS TO ENSURE THAT

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

THE COMPENSATION ARRANGEMENTS OF GOODWILL ARE STRUCTURED SO THAT COMPENSATION PAYMENTS TO EXECUTIVES ARE AT ALL TIMES REASONABLE FOR AN ORGANIZATION SUBJECT TO THE REQUIREMENTS AND CONTRAINTS OF SECTIONS 501(C)(3) AND 4958 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, IN EVALUATING PROSPECTIVELY ANY INCENTIVE OR CONTINGENT COMPENSATION PLAN, AND IN REVIEWING RETROACTIVELY THE AMOUNTS DETERMINED BY APPLICATION OF ANY INCENTIVE FORMULA. THE PURPOSE OF SUCH RETROACTIVE REVIEW IS TO ENSURE THAT NO AMOUNT IS PAID PURSUANT TO ANY INCENTIVE PLAN OR FORMULA THAT, WHEN AGGREGATED WITH BASIC SALARY AND BONUS, EXCEEDS REASONABLE COMPENSATION. THE COMPENSATION COMMITTEE'S ACTIONS ARE REPORTED TO AND RATIFIED BY GICI'S BOARD OF DIRECTORS.

GOODWILL'S EXECUTIVE MANAGEMENT TEAM PROVIDES STRATEGIC DIRECTION FOR AND DAY-TO-DAY MANAGEMENT OF THE OPERATIONS OF GOODWILL AND ITS RELATED ENTITIES, GW COMMERCIAL SERVICES, INC., GOODWILL EDUCATION INITIATIVES, INC., AND GOODWILL INDUSTRIES FOUNDATION OF CENTRAL INDIANA, INC. WITH ONE

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

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 ENCOURAGES INTERESTED READERS TO READ THE FORM 990 TAX RETURNS OF ALL FOUR ENTITIES IN ORDER TO OBTAIN COMPLETE INFORMATION ABOUT THE EXEMPT ACTIVITIES, OPERATIONS AND INTERRELATIONSHIPS OF THE COLLECTIVE CENTRAL INDIANA GOODWILL ORGANIZATIONS.

FORM 990, PART VI, SECTION C, LINE 19:

GOODWILL INDUSTRIES MAKES ITS GOVERNING DOCUMENTS, CONFLICTS OF INTEREST POLICY, AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON REQUEST.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

GAIN ON INTEREST RATE SWAP HEDGE 141,107.

FORM 990, PART XII, LINE 2C:

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. (GICI) IS RELATED TO GW COMMERCIAL SERVICES (GWCS), GOODWILL EDUCATION INITIATIVES, INC. (GEI), AND GOODWILL INDUSTRIES FOUNDATION OF CENTRAL INDIANA, INC. (FOUNDATION). THE CONSOLIDATED AND COMBINED FINANCIAL STATEMENTS OF GICI, GWCS, GEI AND THE FOUNDATION ARE AUDITED ANNUALLY BY AN INDEPENDENT PUBLIC ACCOUNTING FIRM. THE FINANCE AND AUDIT COMMITTEE (COMMITTEE) OF GICI MEETS WITH THE AUDITORS ANNUALLY DURING THE AUDIT PLANNING STAGE TO REVIEW THE AUDIT PLAN AND ANY AUDIT CONCERNS. COMMITTEE MEMBERS GENERALLY CONSIST OF BOARD MEMBERS FROM EACH OF THE ABOVE ORGANIZATIONS. THE COMMITTEE THEN MEETS WITH THE AUDITORS AT THE

Name of the organization GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number 35-0893506

CONCLUSION OF THE ANNUAL AUDIT TO REVIEW AND RECOMMEND APPROVAL OF THE AUDITED FINANCIAL STATEMENTS. UPON THE COMMITTEE'S RECOMMENDATION, THE FINANCIAL STATEMENTS ARE PRESENTED TO THE FULL GICI BOARD FOR FINAL APPROVAL. THIS PROCESS HAS NOT CHANGED IN THE PAST YEAR.

SCHEDULE R (Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990.
▶Information about Schedule R (Form 990) and its instructions is at *www.irs.gov/form990.*

OMB No. 1545-0047

2014

Open to Public Inspection

Name of the organization: GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC.

Employer identification number: 35-0893506

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	No
GOODWILL EDUCATION INITIATIVES, INC - 20-0749885, 1635 W. MICHIGAN STREET, INDIANAPOLIS, IN 46222	PROVIDE EDUCATION OPPORTUNITIES FOR YOUTH & ADULTS	INDIANA	501(C)3	LINE 2	GOODWILL INDUSTRIES OF CENTRAL INDIANA		X
GW COMMERCIAL SERVICES, INC - 35-2082941 1635 W. MICHIGAN STREET INDIANAPOLIS, IN 46222	PROVIDE REHABILITATION TRAINING AND JOB OPPORTUNITIES	INDIANA	501(C)3	LINE 11A, I	GOODWILL INDUSTRIES OF CENTRAL INDIANA		X
GOODWILL INDUSTRIES FOUNDATION OF CENTRAL INDIANA, INC - 23-7148440, 1635 W. MICHIGAN STREET, INDIANAPOLIS, IN 46222	SUPPORT OF GOODWILL INDUSTRIES	INDIANA	501(C)3	LINE 7	N/A		X

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

Schedule R (Form 990) 2014

432161
08-14-14 LHA

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity? Yes	(i) No

Part V **Transactions With Related Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

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

			Yes	No
1	During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a	Receipt of **(i)** interest, **(ii)** annuities, **(iii)** royalties, or **(iv)** rent from a controlled entity	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

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

	(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

Part VI **Unrelated Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners sec. 501(c)(3) orgs.? Yes	(e) No	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership

Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions).

Projected Annual & Five-Year Budget

INDIANA NETWORK OF INDEPENDENT SCHOOLS LLC (INISchools)

5 - YEAR BUDGET

	2015-2016	2016-2017	2017-2018	2018-2019	2019-2020
REVENUE					
Service Fees	4,874,440	5,361,884	5,898,072	6,192,976	6,502,625
EXPENSES					
Wage Expense	2,716,011	2,987,612	3,286,373	3,450,692	3,623,227
Benefits	804,516	884,968	973,464	1,022,138	1,073,244
Contracted Services - Goodwill	540,000	594,000	653,400	686,070	720,374
Professional Fees	173,500	190,850	209,935	230,929	254,021
Supplies and Materials	101,500	111,650	122,815	128,956	135,404
Facilities	56,000	165,000	165,000	165,000	165,001
Professional Development	50,000	55,000	60,500	63,525	66,701
Utilities	60,300	66,330	72,963	80,259	88,285
Taxes	35,000	35,000	35,000	35,000	35,000
Marketing / Promotion	15,180	16,698	18,368	19,286	20,250
Equipment	30,000	33,000	36,300	38,115	40,021
Furniture	15,180	16,698	18,368	19,286	20,250
Software Licenses	86,250	94,875	104,363	109,581	115,060
Meeting Expenses	10,000	11,000	12,100	12,705	13,340
Travel Expenses	25,000	27,500	30,250	31,763	33,351
TOTAL EXPENSES	**4,718,437**	**5,290,181**	**5,799,199**	**6,093,304**	**6,403,529**
NET PROFIT	**156,003**	**71,703**	**98,874**	**99,672**	**99,096**

Detailed List of all Debts

INIschools does not have any debt.

Last Three Years of Audited Financials

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS

Together with Independent Auditors' Report

JANUARY 03, 2015

GREENWALT CPAs

We Deliver Peace of Mind

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
TABLE OF CONTENTS
JANUARY 03, 2015

Independent Auditors' Report 1

Consolidated Statement of Financial Position 3

Consolidated Statement of Activities 4

Consolidated Statement of Functional Expenses 5

Consolidated Statements of Cash Flows 6

Notes to Consolidated Financial Statements 7

Schedule of Expenditures of Federal Awards 20

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 21

Report on Compliance for Each Major Federal Program
and on Internal Control over Compliance 23

Schedule of Findings and Questioned Costs 25

PH 317 241 2999
FAX 317 240 4485

Greenwalt CPAs, Inc.
5342 W. Vermont Street
Indianapolis, IN 46224
www.greenwaltcpas.com

GREENWALT CPAs

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Goodwill Industries of Central Indiana, Inc. and subsidiaries:

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Goodwill Industries of Central Indiana, Inc. (an Indiana non-profit corporation) and subsidiaries (Goodwill) which comprise the consolidated statement of financial position as of January 03, 2015, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and related notes to the consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Goodwill as of January 03, 2015 and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited Goodwill's December 28, 2013 financial statements and our report dated February 27, 2014, expressed an unmodified opinion on those financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended December 28, 2013, is consistent, in all material respects, with the audited financial statements from which it has been derived.

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 February 26, 2015, on our consideration of Goodwill's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and 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* in considering Goodwill Industries of Central Indiana, Inc. and subsidiaries' internal control over financial reporting and compliance.

Greenwalt CPAs, Inc.

March 5, 2015

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
JANUARY 03, 2015 WITH SUMMARIZED COMPARATIVE INFORMATION AS OF DECEMBER 28, 2013

ASSETS	Unrestricted	Temporarily Restricted	Eliminations	Totals January 03, 2015	Totals December 28, 2013
CURRENT ASSETS					
Cash and cash equivalents	$ 5,980,304	$ 66,229	$ -	$ 6,046,533	$ 5,701,677
Trade accounts receivable, net	4,736,640	-	-	4,736,640	2,252,000
Charter school accounts receivable	-	-	-	-	874,417
Other receivables, net	499,550	-	-	499,550	1,863,677
Inventories	4,437,252	-	-	4,437,252	4,278,713
Prepayments	1,613,537	-	-	1,613,537	761,579
Due from other funds	-	10,878	(10,878)	-	-
Total current assets	17,267,283	77,107	(10,878)	17,333,512	15,732,063
LONG-TERM ASSETS					
Land and improvements	12,494,728	-	-	12,494,728	11,170,860
Buildings and improvements	44,323,491	-	-	44,323,491	36,428,967
Equipment	33,563,547	-	-	33,563,547	30,978,776
Projects in progress	1,139,354	-	-	1,139,354	2,357,718
	91,521,120	-	-	91,521,120	80,936,321
Accumulated depreciation	(36,260,753)	-	-	(36,260,753)	(33,137,956)
Net property and equipment	55,260,367	-	-	55,260,367	47,798,365
Investments	4,406,561	-	-	4,406,561	5,055,024
Deposits	25,000	-	-	25,000	-
Other assets	139,020	-	-	139,020	90,664
Total long-term assets	59,830,948	-	-	59,830,948	52,944,053
	$ 77,098,231	$ 77,107	$ (10,878)	$ 77,164,460	$ 68,676,116
LIABILITIES AND NET ASSETS					
CURRENT LIABILITIES					
Bank line of credit	$ 650,000	$ -	$ -	$ 650,000	$ 2,006,500
Current portion of bonds and notes payable	1,100,450	-	-	1,100,450	1,182,623
Accounts payable	6,332,554	-	-	6,332,554	7,214,070
Accrued liabilities	4,404,688	-	-	4,404,688	3,606,251
Due to other funds	10,878	-	(10,878)	-	-
Total current liabilities	12,498,570	-	(10,878)	12,487,692	14,009,444
LONG-TERM LIABILITIES					
Bonds and notes payable	17,137,518	-	-	17,137,518	8,327,968
Other long-term liabilities	453,356	-	-	453,356	637,571
Total long-term liabilities	17,590,874	-	-	17,590,874	8,965,539
Total liabilities	30,089,444	-	(10,878)	30,078,566	22,974,983
COMMITMENTS AND CONTINGENCIES (NOTES 8, 11, 12 AND 14)					
NET ASSETS	47,008,787	77,107	-	47,085,894	45,701,133
	$ 77,098,231	$ 77,107	$ (10,878)	$ 77,164,460	$ 68,676,116

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JANUARY 03, 2015
WITH SUMMARIZED COMPARATIVE INFORMATION FOR THE YEAR ENDED DECEMBER 28, 2013

			Totals	
	Unrestricted	Temporarily Restricted	January 03, 2015	December 28, 2013
REVENUE				
Sales - donated goods	$ 77,015,877	$ -	$ 77,015,877	$ 73,559,846
Sales - purchased goods	3,071,472	-	3,071,472	7,025,107
Commercial services	14,964,845	-	14,964,845	14,389,061
Mission advancement	7,022,674	-	7,022,674	6,893,985
Education services	24,278,863	-	24,278,863	21,072,886
Interest and dividend income	65,569	-	65,569	90,735
Realized gain (loss) on investments	(28,922)	-	(28,922)	10,946
Unrealized gain (loss) on investments	13,978	-	13,978	(94,711)
Net loss on disposition of property	(112,558)	-	(112,558)	(176,233)
Gain on interest rate swap hedge	141,107	-	141,107	204,208
Other, net	1,439,919	-	1,439,919	929,821
Total revenue	127,872,824	-	127,872,824	123,905,651
SUPPORT				
United Way of Central Indiana, Inc.				
Allocation	400,573	-	400,573	383,311
Annual and capital campaign contributions	10,170	-	10,170	11,675
Other contributions	703,888	-	703,888	1,789,038
Total support	1,114,631	-	1,114,631	2,184,024
NET ASSETS RELEASED FROM RESTRICTIONS	94,306	(94,306)	-	-
Total revenue and support	129,081,761	(94,306)	128,987,455	126,089,675
EXPENSES				
Retail and commercial services	80,532,867	-	80,532,867	80,406,878
Mission advancement	7,563,695	-	7,563,695	7,404,410
Education services	24,475,694	-	24,475,694	19,843,680
General and administrative	14,537,771	-	14,537,771	13,584,807
Fundraising	492,667	-	492,667	517,433
Total expenses	127,602,694	-	127,602,694	121,757,208
CHANGE IN NET ASSETS, BEFORE EXTRAORDINARY ITEM	1,479,067	(94,306)	1,384,761	4,332,467
EXTRAORDINARY ITEM (NOTES 1 AND 6E):				
NET LOSS DUE TO CHANGE IN STATE REGULATION	-	-	-	(1,068,594)
CHANGE IN NET ASSETS, AFTER EXTRAORDINARY ITEM	1,479,067	(94,306)	1,384,761	3,263,873
NET ASSETS, BEGINNING OF YEAR	45,529,720	171,413	45,701,133	42,437,260
NET ASSETS, END OF YEAR	$ 47,008,787	$ 77,107	$ 47,085,894	$ 45,701,133

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JANUARY 03, 2015
WITH SUMMARIZED COMPARATIVE INFORMATION FOR THE YEAR ENDED DECEMBER 28, 2013

	Retail and Commercial Services	Mission Advancement	Education Services	General and Administrative	Fundraising	Totals	
						January 03, 2015	December 28, 2013
Salaries and wages	$ 33,242,304	$ 5,238,649	$ 11,782,063	$ 7,901,094	$ 328,452	$ 58,492,562	$ 54,812,391
Employee benefits	9,161,925	1,130,599	4,244,656	1,883,454	77,315	16,497,949	13,592,594
Professional services	3,507,913	336,314	195,132	1,106,963	9,990	5,156,312	5,291,890
Supplies	4,929,719	106,852	284,539	254,615	7,165	5,582,890	5,675,224
Cost of sales	7,433,150	-	-	-	-	7,433,150	9,750,072
Occupancy	16,291,735	362,637	2,984,070	1,532,223	21,629	21,192,294	19,416,345
Advertising and printing	724,729	5,471	160,223	501,246	15,502	1,407,171	1,494,840
Travel and transportation	1,541,484	196,961	422,554	252,782	19,976	2,433,757	2,412,998
Staff development	5,091	36,234	76,548	56,978	-	174,851	227,392
Memberships and dues	6,234	2,016	7,433	213,533	3,291	232,507	297,902
Client tuition, training and assistance	160	27,846	23,853	687	-	52,546	93,280
Student services	-	-	1,688,377	-	-	1,688,377	1,870,066
Depreciation and amortization	2,913,288	72,049	2,394,567	703,765	4,079	6,087,748	5,806,072
Bad debt expense	97,804	-	-	-	-	97,804	45,534
Interest expense	305,064	-	139,854	-	-	444,918	340,981
Other	372,267	48,067	71,825	130,431	5,268	627,858	629,627
	$ 80,532,867	$ 7,563,695	$ 24,475,694	$ 14,537,771	$ 492,667	$ 127,602,694	$ 121,757,208

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JANUARY 03, 2015 AND DECEMBER 28, 2013

INCREASE IN CASH AND CASH EQUIVALENTS

	January 03, 2015	December 28, 2013
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	$ 1,384,761	$ 3,263,873
Depreciation and amortization	6,087,748	5,806,072
Forgiveness of Common School Fund Loans and accrued interest	-	(4,855,727)
Write-off of Basic Grant Receivable	-	5,924,321
Gain on interest rate swap hedge	(141,107)	(204,208)
Realized (gain) loss on investments	28,922	(10,946)
Unrealized (gain) loss on investments	(13,978)	94,711
Net loss on disposition of property	112,558	176,233
(Increase) decrease in operating assets:		
Trade accounts receivable	(2,484,640)	312,228
Charter school accounts receivable	874,417	728,591
Other receivables	1,364,127	(583,622)
Inventories	(158,539)	(72,540)
Prepayments	(851,958)	44,156
Deposits	(25,000)	37,803
Other assets	(48,356)	6,974
Increase (decrease) in operating liabilities:		
Accounts payable and accrued liabilities	(83,079)	(590,785)
Other long-term liabilities	(43,108)	(43,108)
Net cash provided by operating activities	6,002,768	10,034,026
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of investments	(4,453,767)	(1,390,637)
Proceeds from sales of investments	5,087,286	1,699,132
Proceeds from sales of fixed assets	2,158,187	3,222
Capital expenditures	(15,820,495)	(8,119,489)
Net cash used in investing activities	(13,028,789)	(7,807,772)
CASH FLOWS FROM FINANCING ACTIVITIES		
Borrowing (repayments) on line of credit, net	(1,356,500)	1,329,500
Proceeds from bonds and notes payable	10,500,000	724,554
Principal payments on bonds and notes payable	(1,772,623)	(855,741)
Net cash provided by financing activities	7,370,877	1,198,313
INCREASE IN CASH AND CASH EQUIVALENTS	344,856	3,424,567
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	5,701,677	2,277,110
CASH AND CASH EQUIVALENTS, END OF YEAR	$ 6,046,533	$ 5,701,677
SUPPLEMENTAL CASH FLOWS INFORMATION		
Cash paid for interest	$ 370,112	$ 263,454

See accompanying notes to financial statements.

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 52 thrift stores, three warehouse outlet centers, and two vintage stores. 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 2,100 individuals, more than 65% 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. GWCS operates 11 Ability One contracts at government sites in Indianapolis, Indiana, and employs approximately 200 severely disabled individuals.

GICI's Mission Advancement ("MA") 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. MA also 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 and MA 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.

1. Summary of Significant Accounting Policies, Continued

Description of Organization, Continued

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 January 03, 2015
Indianapolis Metropolitan High School	Indianapolis, IN (at GICI headquarters facility)	Mayor of Indianapolis	11	268
The Excel Center for Adult Learners	Four locations in Indianapolis, IN, including one at GICI headquarters facility	Mayor of Indianapolis	4	1,121
The Excel Center-Anderson	Anderson, IN	Indiana Charter School Board	3	329
The Excel Center – Kokomo	Kokomo, IN	Indiana Charter School Board	2	305
The Excel Center – Lafayette	Lafayette, IN	Indiana Charter School Board	2	267
The Excel Center – Richmond	Richmond, IN	Indiana Charter School Board	2	268
The Excel Center – West	Indianapolis, IN	Mayor of Indianapolis	2	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.

1. Summary of Significant Accounting Policies, Continued

Description of Organization, Continued

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 2014 and 2013, Goodwill received United Way grants of $400,573 and $383,311, respectively.

Basis of Accounting And Use of Estimates

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 28, 2013, 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 January 03, 2015, 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.

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.

1. Summary of Significant Accounting Policies, Continued

Trade and Charter School Accounts Receivable, Continued

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.

Prior to June 30, 2013, the Indiana Department of Education funded charter schools on a six-month arrearage basis. In 2013, the State of Indiana amended the manner in which it funds charter schools, eliminating the former six-month lag. Beginning in July 2013, GEI's charter schools receive their State funding on a current basis. The effect of this change in funding resulted in the writeoff of the amounts receivable under the prior funding schedule. The amount of the writeoff, which is reflected in the Extraordinary Item on the Statement of Activities, was $5,924,321.

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. Leasehold improvements are depreciated over a period of time not exceeding the life of the corresponding property lease. 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 $1,139,354 and $2,357,718 at January 03, 2015 and December 28, 2013, respectively.

1. Summary of Significant Accounting Policies, Continued

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. In February 2014, Goodwill issued $10.5 million of tax-exempt bonds to finance several capital projects. Transaction costs for the bond issuance totaled $58,000 and are being amortized over the life of the bonds. The 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.

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, mission advancement, 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 $1,407,171 in 2014 and $1,494,840 in 2013. Goodwill's policy is to record advertising expenditures in the period in which they are incurred.

1. Summary of Significant Accounting Policies, Continued

Subsequent Events

Subsequent events have been considered through February 26, 2015, 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 create an uncertain tax position. Goodwill is no longer subject to examination by taxing authorities for years before 2011.

3. Trade Accounts Receivable

Trade accounts receivable are summarized as follows:

	Janaury 03, 2015	December 28, 2013
Trade accounts receivable	$ 4,903,794	$ 2,362,153
Less – allowance for uncollectible accounts	(167,154)	(110,153)
Trade accounts receivable, net	$ 4,736,640	$ 2,252,000

4. Inventories

Inventories are summarized as follows:

	Janaury 03, 2015	December 28, 2013
Donated goods	$ 3,788,730	$ 3,671,353
Purchased goods	648,522	607,360
	$ 4,437,252	$ 4,278,713

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:

	January 03, 2015	December 28, 2013
Mutual funds – market value	$ 4,406,561	$ 5,055,024
Mutual funds – cost basis	$ 4,401,734	$ 5,036,219

6. BONDS AND NOTES PAYABLE

a. Goodwill has a committed line of credit with a commercial bank, expiring September, 2015. This line of credit provides for maximum borrowings of $5,000,000 and bears interest at one-month LIBOR plus 1.75% (a total of 1.91% at January 3, 2015). As of January 03, 2015 and December 28, 2013, Goodwill had $650,000 and $960,000, respectively, outstanding on the line of credit. The line of credit includes a non-use fee of 0.15% of the unused balance. In 2014 and 2013, Goodwill paid $6,806 and $5,846, in non-use fees, respectively.

   GEI has a line of credit with a commercial bank, which expires September, 2015. This line of credit provides for maximum borrowings of $2,500,000 and bears interest at one-month LIBOR plus 2.50% (a total of 2.66% at January 3, 2015). As of January 03, 2015 and December 28, 2013, GEI had $0 and $1,046,500, respectively, outstanding on the line of credit. The line of credit includes a non-use fee of 0.15% of the unused balance. In 2014 and 2013, GEI paid $2,888 and $1,711 in non-use fees. The GEI line of credit is guaranteed by Goodwill.

   Consolidated line of credit balances were $650,000 and $2,006,500 at January 03, 2015 and December 28, 2013, respectively.

b. In 1996, Goodwill issued $8.8 million of tax-exempt long-term bonds. The bonds bore interest at an adjustable interest rate and re-priced every seven days based on market conditions. The interest rate approximates the quoted weekly Securities Industry and Financial Markets Association (SIFMA) Index rate. During 2014, the interest rate on the bonds ranged from 0.09% to 0.18%. Annually on June 1, Goodwill was required to make principal payments of $440,000. In prior years, Goodwill sold retail stores that were originally financed with the 1996 bond issue. As a result, Goodwill repaid additional bond principal upon closing the sales transactions, which represented the prorated amount of then-outstanding bond debt related to the buildings that were sold. The bonds were completely extinguished in 2014. The outstanding balance of the bonds payable at January 03, 2015 and December 28, 2013 was $0 and $430,000, respectively.

6. BONDS AND NOTES PAYABLE, CONTINUED

Goodwill maintained a direct-pay letter of credit facility with a commercial bank that secured Goodwill's 1996 tax-exempt bonds. Goodwill paid fees equal to 55 basis points in 2014 (through June, when the bonds were extinguished) and 2013 to the bank to maintain the letter of credit. During 2014 and 2013, Goodwill paid $592 and $3,436, respectively, which is included in interest expense in the statement of functional expenses.

Goodwill paid 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 $0 and $201 of remarketing fees in 2014 and 2013, 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 2014, the interest rate on the bonds ranged from 0.09% to 0.19%. Goodwill is required to make annual principal payments of $600,000, through 2027. The outstanding balance of the bonds payable at Janaury 03, 2015 and December 28, 2013 was $7,200,000 and $8,400,000, respectively.

   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 basis points in 2014 and 2013 to the bank to maintain the letter of credit. Goodwill paid letter of credit fees for the 2006 bonds of $44,172 and $47,300 in 2014 and 2013, 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 $7,853 and $8,451 of remarketing fees in 2014 and 2013, respectively.

d. In February 2014, Goodwill issued $10.5 million of tax-exempt bonds through the Indiana Finance Authority. The bonds have a 20-year term and have a 2.57% fixed interest rate for the first seven (7) years, through March 2, 2021. Goodwill makes monthly interest payments beginning August 1, 2014 and monthly principal and interest payments beginning May 1, 2015. The bonds are held by a commercial bank for the first seven years, after which Goodwill has the right to refinance the then-outstanding principal, renegotiate the interest rate, and/or place the bonds in the open market via a remarketing agent and trustee. The bonds are unrated and are not specifically secured by any collateral or credit enhancement vehicles. Proceeds of the bonds were used to finance construction of four retail stores and significant remodeling at Goodwill's Indianapolis headquarters facility. The outstanding balance of bonds payable under the 2014 issuance at January 03, 2015 was $10,500,000.

e. In prior years, GEI borrowed from the Indiana Common School Fund to finance its charter school operations and costs associated with enrollment growth. During 2013, the Indiana legislature enacted legislation that eliminated all charter school Common School Fund debt, along with associated accrued interest. The amount of the debt forgiveness for GEI's schools totaled $4,627,505, along with $228,222 of forgiven accrued interest. These amounts are reflected in the Extraordinary Item on the Statement of Activities.

6. Bonds and Notes Payable, Continued

f. In 2013, GEI opened four new Excel Centers and entered into operating leases for the locations. In two of the locations, tenant improvements were financed through notes payable to commercial banks. The notes require monthly principal and interest payments for five years, through 2018. The duration of the notes matches the length of the respective Excel Center charters.

Excel Center Location	Original Amount	Interest Rate	Expiration Date	Balance as of January 03, 2015
Lafayette, IN	$274,554	5%	4/1/2018	$211,377
Kokomo, IN	$450,000	5%	7/1/2018	$326,591

g. Total interest expense as shown on the Statement of Functional Expenses consists of the following:

	2014	2013
Bond, notes payable, and line of credit interest	$ 370,112	$ 263,454
Letter of credit fees	47,626	54,344
Remarketing fees	7,853	8,652
Bond amortization expenses	9,633	6,974
Line of credit non-use fees	9,694	7,557
Total interest expense	$ 444,918	$ 340,981

h. 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 $4,387,500 at January 03, 2015. 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 03, 2015 and December 28, 2013, the swap had a negative fair value of $289,714 and $430,821, 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 2013 to 2014 is recorded as a gain on interest rate swap hedge on the statement of activities.

i. The aggregate maturities of long-term debt are as follows for the following fiscal years:

2015	$ 1,100,450
2016	1,283,115
2017	1,291,237
2018	1,188,166
2019	1,125,000
Thereafter	12,250,000
	$ 18,237,968

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 40 retail stores and 7 other buildings used in operations. The lease agreements have terms of up to 15 years, and certain leases have one or more renewal options for up to an additional five years per option. Aggregate rental expense for 2014 and 2013, including common area maintenance charges, totaled $8,829,826 and $8,377,602, 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 2015. Rent expense under these leases was $118,317 and $109,273 for 2014 and 2013, respectively.

Goodwill leases vehicles, equipment and drivers used in operations. The leases expire in March 2021. Fixed lease costs are $9,222 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 $1,739,286 and $1,508,515 for 2014 and 2013, respectively.

GEI leases one of its locations from GICI and the rest from third parties. The effects of the lease between GEI and GICI have been eliminated in consolidation. Aggregate rental expense for 2014 and 2013 was $1,279,390 and $778,432, respectively. 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.

Future minimum rental payments required under operating leases that have initial or remaining lease terms as of January 03, 2015 are as follows for the fiscal years ending:

2015	$	11,113,972
2016		10,941,810
2017		9,251,387
2018		7,875,951
2019		6,755,715
Thereafter		15,982,935
	$	61,921,770

9. Retirement Plan

Goodwill maintains a discretionary thrift plan which allows eligible employees to contribute 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 2014 and 2013 was $1,526,584 and $1,008,481, 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 January 03, 2015 and December 28, 2013, the Foundation had net assets of $30.0 million and $29.4 million, respectively, comprised primarily of equity mutual fund investments, equity hedge funds, and alternative investments consisting of private equity and natural resource funds. For 2014 and 2013, the Foundation granted to Goodwill $952,251 and $816,345, 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 $537,346 and $557,927 for 2014 and 2013, respectively. Included in other receivables at January 03, 2015 and December 28, 2013 is $252,300 and $608,336, 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.

GEI leases an Excel Center facility 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.

In 2013, Goodwill purchased land from a third party company on which it built a new retail store. A Goodwill board member is an officer of the third party company. The board member recused himself from all Goodwill board of directors' discussion and voting related to the lease transaction.

In February 2014, Goodwill issued tax-exempt bonds through the Indiana Finance Authority (IFA). A Goodwill board member also serves on the board of the IFA. The board member recused himself from all Goodwill and IFA board of directors' discussion and voting related to the bond 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 $5.8 million. Goodwill purchases reinsurance which pays individual claims that exceed $100,000 per year, in accordance with the provisions of the Affordable Care Act. 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 $6,139,769 and $6,299,953 for 2014 and 2013, 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 3, 2015 and December 28, 2013, the estimated liability was $1,108,870 and $801,751, respectively, and is included in accrued liabilities in the statement of financial position.

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 January 3, 2015 are as follows:

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Fixed income mutual fund	$ 4,406,561	$ 4,406,561	$ -	$ -
Interest rate swap	$ (289,714)	$ -	$ (289,714)	$ -

13. FAIR VALUE MEASUREMENTS, CONTINUED

Fair values measured on a recurring basis at December 28, 2013 are as follows:

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Fixed income mutual fund	$ 5,055,024	$ 5,055,024	$ -	$ -
Interest rate swap	$ (430,821)	$ -	$ (430,821)	$ -

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 2014, Goodwill entered into an agreement to purchase real estate adjacent to its Indianapolis headquarters for $1.1 million. If the acquisition is successful, Goodwill intends to hold the property for future development. Goodwill has commenced appropriate due diligence efforts related to the property.

In 2014, Goodwill acquired real estate on which it intends to build a retail store. The purchase price was $800,000 and store construction costs will approximate $1.9 million. Goodwill expects to complete construction and open the store in late summer 2015.

On February 12, 2015, Goodwill purchased land for $1.2 million to build a retail store. Store construction costs will approximate $1.9 million, and Goodwill expects the store to open in late summer 2015.

In 2014, Goodwill entered into a 15-year lease with a developer for a build-to-suit outlet store and distribution center facility. The lease agreement requires the developer to obtain all required development entitlements and construction permits and satisfy certain contingencies. As of March 5, 2015, those entitlements, permits and contingencies have not been satisfied. Therefore, the future minimum lease commitments for this project are not included in Note 8.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED JANUARY 03, 2015

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			
Jobs for America's Graduates (JAG) Program	17.259	S0704-WI-12-Y	$ 485,710
Goodwill Industries International			
Senior Community Service Employment Program	17.235	SCSEP-PY 13/14 Subgrant	1,984,705
U.S. DEPARTMENT OF HEALTH AND HUMAN SERVICES			
Indiana Department of Health			
Affordable Care Act - Maternal, Infant and Early Childhood Home Visiting Program	93.505	A70-4-069741	714,668
		A70-4-069740	3,057,202
			3,771,870
Total expenditures of federal awards			$ 6,242,285

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.

PH 317 241 2999
FAX 317 240 4485

Greenwalt CPAs, Inc.
5342 W. Vermont Street
Indianapolis, IN 46224
www.greenwaltcpas.com

GREENWALT CPAs

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 of America, the consolidated financial statements of Goodwill Industries of Central Indiana, Inc. and subsidiaries (Goodwill), which comprise the consolidated statement of financial position as of January 03, 2015 and the related consolidated statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to consolidated financial statements and have issued our report thereon dated February 26, 2015.

Internal Control Over Financial Reporting

In planning and performing our audit of the consolidated financial statements, we considered Goodwill's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of Goodwill's internal control. Accordingly, we do not express an opinion on the effectiveness of Goodwill's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or 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 internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Goodwill's consolidated financial statements are free from 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 purpose of this report is 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.

Greenwalt CPAs, Inc.

March 5, 2015

PH 317 241 2999
FAX 317 240 4485

Greenwalt CPAs, Inc.
5342 W. Vermont Street
Indianapolis, IN 46224
www.greenwaltcpas.com

GREENWALT CPAs

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 each of Goodwill's major federal programs for the year ended January 03, 2015. Goodwill's major federal programs are identified in the summary of auditors' 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 $2,703,310 in federal awards which is not included in the schedule of expenditures of federal awards during the year ended January 03, 2015. 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 Organizer 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 its federal programs.

Auditors' Responsibility

Our responsibility is to express an opinion on compliance for Goodwill's major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States 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 on compliance for each major federal program. However, our audit does not provide a legal determination of Goodwill's compliance.

Opinion on Each Major Federal Program

In our opinion, Goodwill complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended January 03, 2015.

Report on Internal Control Over Compliance

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 each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each 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. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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.

Greenwalt CPAs, Inc.

March 5, 2015

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 compliance:
   Material weakness(es) identified? _____yes ___x___no
   Significant deficiency(ies) identified? _____yes ___x___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? _____yes ___x___no

7. Identification of major programs:

CFDA Number	Name of Federal Program or Cluster
17.235	Senior Community Service Employment Progra

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

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

CONSOLIDATED FINANCIAL STATEMENTS

Together with Independent Auditors' Report

DECEMBER 28, 2013

GREENWALT CPAs

We Deliver Peace of Mind

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
TABLE OF CONTENTS
DECEMBER 28, 2013

Independent Auditors' Report 1

Consolidated Statement of Financial Position 3

Consolidated Statement of Activities 4

Consolidated Statement of Functional Expenses 5

Consolidated Statement of Cash Flows 6

Notes to Consolidated Financial Statements 7

PH 317 241 2999
FAX 317 240 4485

Greenwalt CPAs, Inc.
5342 W. Vermont Street
Indianapolis, IN 46224
www.greenwaltcpas.com

GREENWALT CPAs

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Goodwill Industries of Central Indiana, Inc. and subsidiaries:

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Goodwill Industries of Central Indiana, Inc. (an Indiana non-profit corporation) and subsidiaries (Goodwill) which comprise the consolidated statement of financial position as of December 28, 2013, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and related notes to the consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Goodwill as of December 28, 2013 and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited Goodwill's December 29, 2012 financial statements and our report dated March 18, 2013, expressed an unmodified opinion on those financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended December 29, 2012, is consistent in all material respects, with the audited financial statements from which it has been derived.

Greenwalt CPAs, Inc.

February 27, 2014

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
DECEMBER 28, 2013 WITH SUMMARIZED COMPARATIVE INFORMATION AS OF DECEMBER 29, 2012

ASSETS	Unrestricted	Temporarily Restricted	Eliminations	Totals December 28, 2013	Totals December 29, 2012
CURRENT ASSETS					
Cash and cash equivalents	$ 5,541,527	$ 160,150	$ -	$ 5,701,677	$ 2,277,110
Trade accounts receivable, net	2,252,000	-	-	2,252,000	2,564,228
Charter school accounts receivable	874,417	-	-	874,417	7,527,329
Other receivables, net	1,863,677	-	-	1,863,677	1,280,055
Inventories	4,278,713	-	-	4,278,713	4,206,173
Prepayments	761,579	-	-	761,579	805,735
Due from other funds	-	11,263	(11,263)	-	-
Total current assets	15,571,913	171,413	(11,263)	15,732,063	18,660,630
LONG-TERM ASSETS					
Land and improvements	11,170,860	-	-	11,170,860	11,170,860
Buildings and improvements	36,428,967	-	-	36,428,967	34,821,653
Equipment	30,978,776	-	-	30,978,776	26,970,194
Projects in progress	2,357,718	-	-	2,357,718	716,796
	80,936,321	-	-	80,936,321	73,679,503
Accumulated depreciation	(33,137,956)	-	-	(33,137,956)	(28,015,100)
Net property and equipment	47,798,365	-	-	47,798,365	45,664,403
Investments	5,055,024	-	-	5,055,024	5,447,284
Deposits	-	-	-	-	37,803
Other assets	90,664	-	-	90,664	97,638
Total long-term assets	52,944,053	-	-	52,944,053	51,247,128
	$ 68,515,966	$ 171,413	$ (11,263)	$ 68,676,116	$ 69,907,758
LIABILITIES AND NET ASSETS					
CURRENT LIABILITIES					
Bank line of credit	$ 2,006,500	$ -	$ -	$ 2,006,500	$ 677,000
Current portion of bonds, notes and capital leases payable	1,182,623	-	-	1,182,623	1,216,859
Accounts payable	7,214,070	-	-	7,214,070	6,587,556
Accrued liabilities	3,606,251	-	-	3,606,251	4,823,550
Due to other funds	11,263	-	(11,263)	-	-
Total current liabilities	14,020,707	-	(11,263)	14,009,444	13,304,965
LONG-TERM LIABILITIES					
Bonds, notes and capital leases payable	8,327,968	-	-	8,327,968	13,280,646
Other long-term liabilities	637,571	-	-	637,571	884,887
Total long-term liabilities	8,965,539	-	-	8,965,539	14,165,533
Total liabilities	22,986,246	-	(11,263)	22,974,983	27,470,498
COMMITMENTS AND CONTINGENCIES (NOTES 8, 11, 12 AND 14)					
NET ASSETS	45,529,720	171,413	-	45,701,133	42,437,260
	$ 68,515,966	$ 171,413	$ (11,263)	$ 68,676,116	$ 69,907,758

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 28, 2013
WITH SUMMARIZED COMPARATIVE INFORMATION FOR THE YEAR ENDED DECEMBER 29, 2012

			Totals	
	Unrestricted	Temporarily Restricted	December 28, 2013	December 29, 2012
REVENUE				
Sales - donated goods	$ 73,559,846	$ -	$ 73,559,846	$ 72,979,946
Sales - purchased goods	7,025,107	-	7,025,107	6,802,097
Commercial services	14,389,061	-	14,389,061	13,652,541
Workforce services	6,893,985	-	6,893,985	6,306,813
Education services	21,072,886	-	21,072,886	14,733,386
Interest and dividend income	90,735	-	90,735	237,093
Realized gain (loss) on investments	10,946	-	10,946	(8,426)
Unrealized gain (loss) on investments	(94,711)	-	(94,711)	145,494
Net loss on disposition of property	(176,233)	-	(176,233)	(537,227)
Gain on interest rate swap hedge	204,208	-	204,208	92,147
Other, net	929,821	-	929,821	885,369
Total revenue	123,905,651	-	123,905,651	115,289,233
SUPPORT				
United Way of Central Indiana, Inc.				
Allocation	383,311	-	383,311	352,180
Annual and capital campaign contributions	11,675	-	11,675	24,183
Other contributions	1,560,779	228,259	1,789,038	1,787,555
Total support	1,955,765	228,259	2,184,024	2,163,918
NET ASSETS RELEASED FROM RESTRICTIONS	93,700	(93,700)	-	-
Total revenue and support	125,955,116	134,559	126,089,675	117,453,151
EXPENSES				
Retail and commercial services	80,406,878	-	80,406,878	78,240,867
Workforce services	7,404,410	-	7,404,410	6,397,895
Education services	19,843,680	-	19,843,680	15,937,542
General and administrative	13,584,807	-	13,584,807	12,122,006
Fundraising	517,433	-	517,433	452,701
Total expenses	121,757,208	-	121,757,208	113,151,011
CHANGE IN NET ASSETS, BEFORE EXTRAORDINARY ITEM	4,197,908	134,559	4,332,467	4,302,140
EXTRAORDINARY ITEM (NOTES 1 AND 6D):				
NET LOSS DUE TO CHANGE IN STATE REGULATION	(1,068,594)	-	(1,068,594)	-
CHANGE IN NET ASSETS, AFTER EXTRAORDINARY ITEM	3,129,314	134,559	3,263,873	4,302,140
NET ASSETS, BEGINNING OF YEAR	42,400,406	36,854	42,437,260	38,135,120
NET ASSETS, END OF YEAR	$ 45,529,720	$ 171,413	$ 45,701,133	$ 42,437,260

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED DECEMBER 28, 2013
WITH SUMMARIZED COMPARATIVE INFORMATION FOR THE YEAR ENDED DECEMBER 29, 2012

	Retail and Commercial Services	Workforce Services	Education Services	General and Administrative	Fundraising	Totals	
						December 28, 2013	December 29, 2012
Salaries and wages	$ 32,271,235	$ 5,157,303	$ 9,715,813	$ 7,335,382	$ 332,658	$ 54,812,391	$ 49,478,804
Employee benefits	8,158,991	901,475	2,845,348	1,615,388	71,392	13,592,594	12,782,761
Professional services	3,419,009	299,375	646,788	915,211	11,507	5,291,890	5,464,905
Supplies	4,896,791	186,312	265,163	321,723	5,235	5,675,224	5,670,471
Cost of sales	9,750,072	-	-	-	-	9,750,072	9,739,274
Occupancy	15,762,160	381,481	1,778,415	1,468,676	25,613	19,416,345	18,814,823
Advertising and printing	960,625	7,653	126,357	368,552	31,653	1,494,840	1,803,930
Travel and transportation	1,474,351	255,950	333,596	332,578	16,523	2,412,998	2,427,869
Staff development	32,467	49,529	49,218	96,049	129	227,392	472,447
Memberships and dues	7,045	7,521	44,921	235,132	3,283	297,902	239,719
Client tuition, training and assistance	90	55,437	35,694	2,009	50	93,280	138,828
Student services	-	-	1,870,066	-	-	1,870,066	232,264
Depreciation and amortization	3,062,057	80,594	1,948,109	709,153	6,159	5,806,072	5,041,833
Bad debt expense	39,534	-	6,000	-	-	45,534	115,194
Interest expense	216,366	-	124,615	-	-	340,981	359,433
Other	356,085	21,780	53,577	184,954	13,231	629,627	368,456
	$ 80,406,878	$ 7,404,410	$ 19,843,680	$ 13,584,807	$ 517,433	$ 121,757,208	$ 113,151,011

See accompanying notes to financial statements.

GOODWILL INDUSTRIES OF CENTRAL INDIANA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 28, 2013 AND DECEMBER 29, 2012

INCREASE IN CASH AND CASH EQUIVALENTS

	December 28, 2013	December 29, 2012
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	$ 3,263,873	$ 4,302,140
Depreciation and amortization	5,806,072	5,041,833
Forgiveness of Common School Fund Loans and accrued interest	(4,855,727)	-
Write-off of Basic Grant Receivable	5,924,321	-
Gain on interest rate swap hedge	(204,208)	(92,147)
Realized (gain) loss on investments	(10,946)	8,426
Unrealized (gain) loss on investments	94,711	(145,494)
Net loss on disposition of property	176,233	537,227
(Increase) decrease in operating assets:		
Trade accounts receivable	312,228	982,704
Charter school accounts receivable	728,591	(2,621,046)
Other receivables	(583,622)	(108,660)
Inventories	(72,540)	(615,750)
Prepayments	44,156	196,246
Deposits	37,803	-
Other assets	6,974	6,974
Increase (decrease) in operating liabilities:		
Accounts payable and accrued liabilities	(590,785)	1,542,464
Other long-term liabilities	(43,108)	(43,107)
Net cash provided by operating activities	10,034,026	8,991,810
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of investments	(1,390,637)	(1,647,132)
Proceeds from sales of investments	1,699,132	3,753,157
Proceeds from sales of fixed assets	3,222	800
Capital expenditures	(8,119,489)	(10,635,879)
Net cash used in investing activities	(7,807,772)	(8,529,054)
CASH FLOWS FROM FINANCING ACTIVITIES		
Borrowing (repayments) on line of credit, net	1,329,500	462,596
Proceeds from bonds and notes payable	724,554	851,413
Principal payments on bonds and notes payable	(855,741)	(1,084,034)
Principal payments on capital leases payable	-	(5,712)
Net cash provided by financing activities	1,198,313	224,263
INCREASE IN CASH AND CASH EQUIVALENTS	3,424,567	687,019
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	2,277,110	1,590,091
CASH AND CASH EQUIVALENTS, END OF YEAR	$ 5,701,677	$ 2,277,110
SUPPLEMENTAL CASH FLOWS INFORMATION		
Cash paid for interest	$ 263,454	$ 228,848

See accompanying notes to financial statements.

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, three warehouse outlet centers, and one vintage store. 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 2,000 individuals, more than 65% 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 28, 2013, GWCS operated 11 Ability One contracts at government sites in Indianapolis, Indiana, and employed approximately 200 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.

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,

1. Summary of Significant Accounting Policies, Continued

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 28, 2013
Indianapolis Metropolitan High School	Indianapolis, IN (at GICI headquarters facility)	Mayor of Indianapolis	10	312
The Excel Center for Adult Learners	Four locations in Indianapolis, IN, including one at GICI headquarters facility	Mayor of Indianapolis	3	1,312
The Excel Center-Anderson	Anderson, IN	Indiana Charter School Board	2	340
The Excel Center – Kokomo	Kokomo, IN	Indiana Charter School Board	1	325
The Excel Center – Lafayette	Lafayette, IN	Indiana Charter School Board	1	319
The Excel Center – Richmond	Richmond, IN	Indiana Charter School Board	1	321
The Excel Center – West	Indianapolis, IN	Mayor of Indianapolis	1	334

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.

1. Summary of Significant Accounting Policies, Continued

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 2013 and 2012, Goodwill received United Way grants of $383,311 and $352,180, respectively.

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 29, 2012, 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 28, 2013, 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.

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.

1. Summary of Significant Accounting Policies, Continued

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.

Prior to June 30, 2013, the Indiana Department of Education funded charter schools on a six-month arrearage basis. In 2013, the State of Indiana amended the manner in which it funds charter schools, eliminating the former six-month lag. Beginning in July, 2013, GEI's charter schools receive their State funding on a current basis. The effect of this change in funding resulted in the writeoff of the amounts receivable under the prior funding schedule. The amount of the writeoff, which is reflected in the Extraordinary Item on the Statement of Activities, was $5,924,321.

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 $2,357,718 and $716,796 at December 28, 2013 and December 29, 2012, respectively.

1. Summary of Significant Accounting Policies, Continued

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.

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 $1,494,840 in 2013 and $1,803,930 in 2012. Goodwill's policy is to record advertising expenditures in the period in which they are incurred.

Subsequent Events

Subsequent events have been considered through February 27, 2014, 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 create an uncertain tax position. Goodwill is no longer subject to examination by taxing authorities for years before 2010.

3. Trade Accounts Receivable

Trade accounts receivable are summarized as follows:

	December 28, 2013	December 29, 2012
Trade accounts receivable	$ 2,362,153	$ 2,668,183
Less – allowance for uncollectible accounts	(110,153)	(103,955)
Trade accounts receivable, net	$ 2,252,000	$ 2,564,228

4. Inventories

Inventories are summarized as follows:

	December 28, 2013	December 29, 2012
Donated goods	$ 3,671,353	$ 3,524,107
Purchased goods	607,360	682,066
	$ 4,278,713	$ 4,206,173

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 28, 2013	December 29, 2012
Mutual funds – market value	$ $5,055,024	$ 5,447,284
Mutual funds – cost basis	$ 5,073,829	$ 5,371,378

6. BONDS, NOTES AND CAPITAL LEASES PAYABLE

a. Goodwill has a committed line of credit with a commercial bank, expiring September, 2015. This line of credit provides for maximum borrowings of $5,000,000 and bears interest at the bank's commercial rate less one percent (a total of 2.25% at December 28, 2013). In As of December 28, 2013 and December 29, 2012, Goodwill had $960,000 and $303,000, respectively, outstanding on the line of credit. The line of credit includes a non-use fee of 0.15% of the unused balance. In 2013 and 2012, Goodwill paid $5,846 and $5,886, in non-use fees, respectively.

   GEI has a line of credit with a commercial bank, which expires September, 2015. This line of credit provides for maximum borrowings of $2,500,000 and bears interest at the bank's commercial rate less one percent (a total of 2.25% at December 29, 2012). As of December 28, 2013 and December 29, 2012, GEI had $1,046,500 and $374,000, respectively, outstanding on the line of credit. The line of credit includes a non-use fee of 0.15% of the unused balance. In 2013 and 2012, GEI paid $1,711 and $173 in non-use fees. The line of credit is guaranteed by Goodwill.

   Consolidated line of credit balances were $2,006,500 and $677,000 at December 28, 2013 and December 29, 2012, 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 2013, the interest rate on the bonds ranged from 0.09% to 0.27%. Annually on June 1, Goodwill is required to make principal payments of $440,000. 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 28, 2013 and December 29, 2012 was $430,000 and $870,000, 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 paid fees equal to 55 basis points in 2013 and 2012 to the bank to maintain the letter of credit. During 2013 and 2012, Goodwill paid $3,436 and $5,892, 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 $201 and $32 of remarketing fees in 2013 and 2012, 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 2013, the interest rate on the bonds ranged from 0.11% to 0.27%. Goodwill is required to make annual principal payments of $600,000, through 2027. The outstanding balance of the bonds payable at December 28, 2013 and December 29, 2012 was $8,400,000 and $9,000,000, respectively.

   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 basis points in 2013 and 2012 to the bank to maintain the letter of credit. Goodwill paid letter of credit fees for the 2006 bonds of $47,300 and $45,528 in 2013 and 2012, 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 $8,451 and $9,056 of remarketing fees in 2013 and 2012, respectively.

d. In prior years, GEI borrowed from the Indiana Common School Fund to finance its charter school operations and costs associated with enrollment growth. During 2013, the Indiana legislature enacted legislation that eliminated all charter school Common School Fund debt, along with associated accrued interest. The amount of the debt forgiveness for GEI's schools totaled $4,627,505, along with $228,222 of forgiven accrued interest. These amounts are reflected in the Extraordinary Item on the Statement of Activities.

e. In 2013, GEI opened four new Excel Centers and entered into operating leases for the locations. In two of the locations, tenant improvements were financed through notes payable to commercial banks. The notes require monthly principal and interest payments for five years, through 2018. The duration of the notes matches the length of the respective Excel Center charters.

Excel Center Location	Original Amount	Interest Rate	Expiration Date	Balance as of December 28, 2013
Lafayette, IN	$274,554	5%	4/1/2018	$269,815
Kokomo, IN	$450,000	5%	7/1/2018	$410,776

6. Bonds, Notes and Capital Leases Payable, Continued

f. Total interest expense as shown on the Statement of Functional Expenses consists of the following:

	2013	2012
Bond, notes payable, and line of credit interest	$ 274,036	$ 292,866
Letter of credit fees	50,736	51,420
Remarketing fees	8,652	9,088
Line of credit non-use fees	7,557	6,059
Total interest expense	$ 340,981	$ 359,433

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 $4,907,500 at December 29, 2013. 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 28, 2013 and December 29, 2012, the swap had a negative fair value of $430,821 and $635,029, 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 2012 to 2013 is recorded as a gain 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:

2014	$ 1,182,623
2015	750,450
2016	758,115
2017	766,237
2018	653,166
Thereafter	5,400,000
	$ 9,510,591

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 42 retail stores and 9 other buildings used in operations. The lease agreements have terms of up to 15 years, and certain leases have one or more renewal options for up to an additional five years per option. Aggregate rental expense for 2013 and 2012, including common area maintenance charges, totaled $8,377,602 and $8,259,251, 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 $109,273 and $105,552 for 2013 and 2012, respectively.

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 $1,508,515 and $1,436,866 for 2013 and 2012, respectively.

GEI leases one of its locations from GICI and the rest from third parties. The effects of the lease between GEI and GICI have been eliminated in consolidation. Aggregate rental expense for 2013 and 2012 was $778,432 and $564,428, respectively. 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.

Future minimum rental payments required under operating leases that have initial or remaining lease terms as of December 28, 2013 are as follows for the fiscal years ending:

2014	$	9,221,837
2015		8,789,574
2016		8,272,791
2017		6,730,572
2018		5,544,413
Thereafter		14,977,910
	$	53,537,097

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 2013 and 2012 was $1,008,481 and $1,327,820, 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 28, 2013 and December 29, 2012, the Foundation had net assets of $29.4 million and $24.5 million, respectively, comprised primarily of equity mutual fund investments, equity hedge funds, and alternative investments consisting of private equity and natural resource funds. For 2013 and 2012, the Foundation granted to Goodwill $816,345 and $895,651, 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 $557,927 and $490,344 for 2013 and 2012, respectively. Included in other receivables at December 28, 2013 and December 29, 2012 is $608,336 and $306,425, 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 leased an Excel Center facility 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.

In 2013, Goodwill purchased real estate, on which it intends to build a new retail store, from a third party company. A Goodwill board member is an officer of the third party company. The board member recused himself from all Goodwill board of directors' discussion and voting related to the lease transaction.

Subsequent to December 28, 2013, Goodwill issued tax-exempt bonds through the Indiana Finance Authority (IFA) (see Note 14). A Goodwill board member also serves on the board of the IFA. The board member recused himself from all Goodwill and IFA board of directors' discussion and voting related to the bond 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 $6,299,953 and $5,763,444 for 2013 and 2012, respectively.

12. SELF INSURANCE, CONTINUED

Goodwill maintains an estimated liability for incurred but not reported medical claims based on average claim costs and claims processing lag times. At December 28, 2013 and December 29, 2012, the estimated liability was $801,751 and $1,030,772, respectively, and is included in accrued liabilities in the statement of financial position.

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 28, 2013 are as follows:

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Fixed income mutual fund	$ 5,055,024	$ 5,055,024	$ -	$ -
Interest rate swap	$ (430,821)	$ -	$ (430,821)	$ -

Fair values measured on a recurring basis at December 29, 2012 are as follows:

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Fixed income mutual fund	$ 5,447,284	$ 5,447,284	$ -	$ -
Interest rate swap	$ (635,029)	$ -	$ (635,029)	$ -

13. Fair Value Measurements, Continued

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 December 28, 2013, Goodwill issued $10.5 million of tax-exempt bonds through the Indiana Finance Authority. The bonds have a 20-year term and have a 2.57% fixed interest rate for the first seven (7) years, through March 2, 2021. Goodwill will make monthly interest payments beginning August 1, 2014 and monthly principal and interest payments beginning May 1, 2015. The bonds will be held by a commercial bank for the first seven years, after which Goodwill has the right to refinance the then-outstanding principal, renegotiate the interest rate, and/or place the bonds in the open market via a remarketing agent and trustee. The bonds are unrated and are not specifically secured by any collateral or credit enhancement vehicles. Proceeds of the bonds will be used for the following purposes:

a. A new retail store with an estimated total cost of $2,575,000

b. Three relocated retail stores with a combined estimated total cost of $6,925,000

c. Remodeling of Goodwill's Indianapolis headquarters facility with an estimated cost of $1,000,000

In 2013, Goodwill entered into operating lease agreements for the construction of two new retail stores, both of which will be completed and operational in spring 2014. The lease payments for these stores commence after Goodwill assumes possession of the completed stores. The future minimum lease obligations for these stores are included in the amounts shown in Note 8 Lease Obligations.

Subsequent to December 28, 2013, Goodwill entered into an operating lease agreement for a new vintage store which will be completed later in 2014, contingent on successful completion of due diligence, permitting and facility remodeling. Due to the contingencies involved with the facility, the future minimum lease obligations are not included in Note 8.

In 2013, Goodwill entered into a contract to sell a building it owns that formerly housed a retail store. The contract stipulates that the transaction will close on or before February 28. 2014. The selling price approximates the building's appraised value, and will generate a gain on the sale of fixed assets when the transaction closes.

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
TABLE OF CONTENTS
DECEMBER 29, 2012

Independent Auditors' Report 1

Consolidated Statement of Financial Position 3

Consolidated Statement of Activities 4

Consolidated Statement of Functional Expenses 5

Consolidated Statement of Cash Flows 6

Notes to Consolidated Financial Statements 7

Schedule of Expenditures of Federal Awards 20

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* 21

Report on Compliance for Each Major Federal Program
and on Internal Control over Compliance 23

Schedule of Findings and Questioned Costs 26

PH 317 241 2999
FAX 317 240 4485

Greenwalt CPAs, Inc.
5342 W. Vermont Street
Indianapolis, IN 46224
www.greenwaltcpas.com

GREENWALT CPAs

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.

Greenwalt 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	Unrestricted	Temporarily Restricted	Eliminations	Totals December 29, 2012	Totals December 31, 2011
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)	-	-
Total current assets	18,638,889	36,854	(15,113)	18,660,630	15,807,105
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
	73,679,503	-	-	73,679,503	64,043,379
Accumulated depreciation	(28,015,100)	-	-	(28,015,100)	(23,434,995)
Net property and equipment	45,664,403	-	-	45,664,403	40,608,384
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
Total long-term assets	51,247,128	-	-	51,247,128	48,167,040
	$ 69,886,017	$ 36,854	$ (15,113)	$ 69,907,758	$ 63,974,145
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)	-	-
Total current liabilities	13,320,078	-	(15,113)	13,304,965	11,172,793
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
Total long-term liabilities	14,165,533	-	-	14,165,533	14,666,232
Total liabilities	27,485,611	-	(15,113)	27,470,498	25,839,025
COMMITMENTS AND CONTINGENCIES (NOTES 8, 11, 12 AND 14)					
NET ASSETS	42,400,406	36,854	-	42,437,260	38,135,120
	$ 69,886,017	$ 36,854	$ (15,113)	$ 69,907,758	$ 63,974,145

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

			Totals	
	Unrestricted	Temporarily Restricted	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
Total revenue	115,289,233	-	115,289,233	102,481,693
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
Total support	2,142,177	21,741	2,163,918	3,259,761
NET ASSETS RELEASED FROM RESTRICTIONS	689,851	(689,851)	-	-
Total revenue and support	118,121,261	(668,110)	117,453,151	105,741,454
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
Total expenses	113,151,011	-	113,151,011	99,073,021
CHANGE IN NET ASSETS	4,970,250	(668,110)	4,302,140	6,668,433
NET ASSETS, BEGINNING OF YEAR	37,430,156	704,964	38,135,120	31,466,687
NET ASSETS, END OF YEAR	$ 42,400,406	$ 36,854	$ 42,437,260	$ 38,135,120

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

	Retail and Commercial Services	Workforce Services	Education Services	General and Administrative	Fundraising	Totals December 29, 2012	Totals 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)
(Increase) decrease in operating assets:		
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
Increase (decrease) in operating liabilities:		
Accounts payable and accrued liabilities	1,542,464	1,427,709
Other long-term liabilities	(43,107)	30,375
Net cash provided by operating activities	8,991,810	9,268,951
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)
Net cash used in investing activities	(8,529,054)	(9,608,471)
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)
Net cash provided by (used in) financing activities	224,263	(431,957)
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	687,019	(771,477)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	1,590,091	2,361,568
CASH AND CASH EQUIVALENTS, END OF YEAR	$ 2,277,110	$ 1,590,091
SUPPLEMENTAL CASH FLOWS INFORMATION		
Cash paid for interest	$ 228,848	$ 253,627

See accompanying notes to financial statements.

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.

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 $352,780 and $381,655, respectively.

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.

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.

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.

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 2012	December 31, 2011
Trade accounts receivable	$ 2,668,183	$ 3,662,[illegible]46
Less – allowance for uncollectible accounts	(103,955)	(115,214)
Trade accounts receivable, net	$ 2,564,228	$ 3,546,932

4. INVENTORIES

Inventories are summarized as follows:

	December 29 2012	December 31, 2011
Donated goods	$ 3,524,107	$ 2,960,073
Purchased goods	682,066	630,350
	$ 4,206,173	$ 3,590,423

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 2012	December 31, 2011
Mutual funds – market value	$ 5,447,284	$ 7,416,241
Mutual funds – cost basis	$ 5,371,378	$ 7,485,828

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.

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

Year of Issuance	Original Borrowing	Interest Rate	Term of Loan	Amount Outstanding as of December 29, 2012
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

Year of Issuance	Original Borrowing	Interest Rate	Term of Loan	Amount Outstanding as of December 29, 2012
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%.

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
	$	14,497,505

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.

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
	$	53,220,216

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,

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.

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:

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
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:

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
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 wil. 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

SCHEULE 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			
Jobs for America's Graduates (JAG) Program	17.259	S0704-WI-11/12-Y	$ 407,117
		S0704-JWI-11/12-Y	29,250
			436,367
Goodwill Industries International			
Senior Community Service Employment Program	17.235	SCSEP-PY 11/12 Subgrant	2,341,036
U.S. DEPARTMENT OF EDUCATION			
Indiana Department of Education			
21st Century Learning Center Grant	84.287C	A58-0-10DL-056	113,775
U.S. DEPARTMENT OF HEALTH AND HUMAN SERVICES			
Indiana Department of Health			
Affordable Care Act - Maternal, Infant and Early Childhood Home Visiting Program	93.505	A70-2-069483	1,461,561
		A70-2-069482	327,372
		A70-1-069484	209,768
		A70-3-069633	58,083
		A70-3-069634	649,450
			2,706,234
Total expenditures of federal awards			$ 5,597,412

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.

PH 317 241 2999
FAX 317 240 4485

Greenwalt CPAs, Inc.
5342 W. Vermont Street
Indianapolis, IN 46224
www.greenwaltcpas.com

GREENWALT CPAs

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.

Greenwalt CPAs, Inc.

March 18, 2013

PH 317 241 2999
FAX 317 240 4485

Greenwalt CPAs, Inc.
5342 W. Vermont Street
Indianapolis, IN 46224
www.greenwaltcpas.com

GREENWALT CPAs

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-C1. 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.

Greenwalt CPAs, Inc.

March 18, 2013

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:

CFDA Number	Name of Federal Program or Cluster
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

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.

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.

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

Please see the following pages.

INISCHOOLS
Indiana Network of Independent Schools

1635 W. Michigan St., Indianapolis, IN 46222
(317) 524-4117 ▪ fax (317) 524-4003
www.inischools.org

To: **Brooke Huntington**
From: **Jeff Lozer**
Re: **Purdue Polytechnic Estimated Fees**
Date: **August 24, 2015**

We are providing you our service fee estimates in advance of your submission of a Prospectus to the Mayor's OEI staff. These estimates have been provided as a result of the information you have given to us, and they may increase or decrease based on the ultimate needs of Purdue Polytechnic High School. In the event Purdue Polytechnic High School is chartered and it seeks to enter into a service relationship with INIschools, the terms and conditions of that relationship will be memorialized in a service agreement.

Services Requested:

Comprehensive Pre-opening, Opening and Ongoing Support:

I have included with this memo the pre-opening tracker used by OEI staff to ensure the progression of tasks required to open school. As it has done with other school startup clients, INIschools will help the organizational development efforts of Purdue Polytechnic High School by driving progress and completing pre-opening tasks. This will include everything from setting up benefit plans and insurance to coordinating IT infrastructure.

Following the pre-opening phase Purdue Polytechnic High School will continue to be supported by the administrative backbone of Goodwill Education Initiatives.

Finance and Accounting Support:

INIschools will provide the following:

- Implementation and setup of Blackbaud's Financial Edge (FE) software (Work to commence first 6 months of 2016 with a targeted "Go Live" date of July 1, 2016);
- Planning support of appropriate School staff in regards to accounting system setup preferences;
- Prepare, submit and manage grant application budgets (Walton, INDOE CSP, others);
- Prepare and submit budgets required for loans and lines of credit that are sought from financial institutions;
- Creation of efficient processes within the accounting department (that can be documented and "pass" a pre-opening audit);
- Development of an accounting procedures manual;
- Responsibilities beginning July 2017 (unless otherwise stated):
    - Attend monthly meetings with School staff to discuss current financial issues
    - Assisting with data entry responsibilities
    - Reconciliation of monthly bank statements
    - Preparation of month-end journal entries

1635 W. Michigan St., Indianapolis, IN 46222
(317) 524-4117 ▪ fax (317) 524-4003
www.inischools.org

- Monthly review of General Ledger for accuracy
- Preparation of monthly financial statements
- Grant management including preparation of grant reimbursement claims and grant reporting
- Preparation of Form 9 (beginning January 2018)
- Preparation of quarterly Interest Earned Reports
- Preparation and submission (with School approval) of retirement fund reports (including PERF and TRF)
- Review of quarterly and annual payroll tax returns prepared by School's payroll company
- Preparation of IRS Forms 1099 and 1096 (beginning January 2018)
- Review of accounting records in anticipation of annual audit (beginning June 2018)
- Preparation of information for property tax return (Not responsible for actual tax return)
- Manage fixed asset schedules including depreciation schedule and State Form 369

It is anticipated that Purdue Polytechnic High School will need 3 user licenses for Blackbaud's The Financial Edge (FE) fund accounting software. This software is cloud-based and will allow appropriate Purdue Polytechnic High School and INIschools personnel access to the accounting system. While the accounting system license will be owned by Purdue Polytechnic High School, INIschools will help Purdue Polytechnic High School with the setup and implementation of the accounting system. The fee estimates include the costs for license acquisition.

Special Education Administration

INIschools will provide comprehensive special education services for Purdue Polytechnic High School ("School"). INIschools will work in tandem with (and under the direction of) the School's Director to deliver effective interventions and maintenance of effort, while ensuring proper documentation and compliant processes and procedures. In particular, INIschools will provide the following:

- Preliminary Consultation – INIschools, at Purdue Polytechnic High School's direction, will consult with School as it refines its Special Education function. This consultative support will include, but not be limited, to the following: evaluation of policies and file setup/maintenance, evaluation of compliance with state and federal requirements, assessment of providers performing direct services and the development or refinement of a school budget for direct special education services. It is expected that this activity will be performed in the May-July 2017 timeframe and all such work performed will be at the request of School.
- Special Education File Maintenance - INIschools will maintain the School's filing system and establish effective processes for Child Find, Records Requests and General File Maintenance.
- Compliance Monitoring – INIschools will ensure School's compliance with state and federal authorities through monthly communication with School's Teacher(s) of Record, production of monthly reporting for School, and periodic internal audits of materials.

1635 W. Michigan St., Indianapolis, IN 46222
(317) 524-4117 ▪ fax (317) 524-4003
www.inischools.org

- Speech/Language Services – INIschools will itself, or through a third party approved by School, provide on-site speech and language services one day per week. Fees for such services will be in addition to those estimated herein.
- Additional Therapies – INIschools will itself, or through a third party approved by the School, provide additional therapies in support of School's special education program. Fees for such services will be in addition to those estimated herein.
- Direct Administrative and Management Support – INIschools, through its Director of Special Education, will directly support the School. This support will include, but is not limited to: Federal B and State reporting, Medicaid reimbursement, audit preparation, ongoing supervision of the compliance function and professional development and coaching. This service shall also include working with the School, at its request, to develop a direct services budget assumption for school year 2017-18 and for successive years.

State Reporting and Compliance.

INIschools will support and manage the School's registrar, state reporting and compliance functions. This will include the following services:

- Ensuring that School has set up and is maintaining a calendaring system for state, federal and, if needed, authorizer reports;
- Ensuring that School has set up and is properly maintaining:
  - ✓ STN App Center;
  - ✓ DOE Online;
  - ✓ Testing sites;
  - ✓ Learning Connection;
  - ✓ Title I reports.
- Following up at regular intervals with School staff and performing ongoing management and troubleshooting services.
- Supporting the School on an as needed basis for the filing of state reports and reports to the School's charter authorizer.
- Providing INIschools staff to perform start-up and ongoing registrar activities, including:
  - ✓ Developing enrollment applications and other supporting documentation during the pre-opening phase;
  - ✓ Requesting records and handling records transfer requests; and
  - ✓ Ongoing reporting and reconciliation of student data between the School's student information systems and INDOE data systems.

In addition, INIschools will provide School with access to its performance management system. INIschools, pursuant to a Data Sharing Agreement, will construct a data mapping framework between School's student information system (SIS) and any secondary data sources identified by School (for which there may be an additional charge). This arrangement will permit nightly uploading of School's data residing on its SIS to the INIschools data warehouse; this will enable INIschools to merge and cross-

1635 W. Michigan St., Indianapolis, IN 46222
(317) 524-4117 ▪ fax (317) 524-4003
www.inischools.org

tabulate the data to make available digital dashboards to School. These constantly refreshed visualizations of progress will provide School with a real time understanding of school and student performance. This will allow the School leadership team to track, act upon and manage performance indicators that are essential to the success of the school and its students.

Thank you for asking us to be of service.

Assurances

INIschools provides the following assurances:

- Polytechnic Indianapolis High School is structurally independent of INIschools and GEI and Purdue Polytechnic Indianapolis High School, through its Board of Directors, shall have exclusive authority to set and approve school policies.
- Purdue Polytechnic Indianapolis High School and INIschools are represented by separate, independent legal counsel and any agreement between INIschools and Purdue Polytechnic Indianapolis High School shall be the product of arms length negotiations.

Assurances Form

As the authorized representative of the applicant, I hereby certify that the information submitted in this application for a charter **Purdue Polytechnic Indianapolis High School** to be located in **Indianapolis, Indiana** (location to be determined) 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.

Authorized Representative's Signature

6/31/15

Date

OEI