

Dear Friends,

This past year was challenging, exhilarating, and rewarding for Goodwill. Despite economic uncertainty, high unemployment, and a rapidly changing political climate, we captured new mission and business opportunities, renovated facilities, and built program capacity throughout our territory. In 2010, we did more than ever before to serve our customers and meet the needs of the communities in which we operate.

Goodwill is defined by its commitment to employment for every individual who truly wants a job, regardless of the barriers they face. Our services are needed — we served 24% more individuals in 2010 than in 2009. Our new Goodwill Workforce Connection Centers have

been one way that we have met that increased need, providing free resources and job-search assistance to anyone who comes to us for help.

We are committed to maintaining balanced growth of service delivery and financial capacity. Our Goodwill Store & Donation Centers are a key piece of our strategy — not only do they generate funds to help support our mission services, but they also employ more than 1,800 people, offer great deals for shoppers looking for value, and provide an alternative to landfills.

Our dramatic increase in service levels in a tough economy demonstrates our commitment to mission, financial stewardship, and dedicated board of directors and staff. We will continue to successfully navigate this new world and the challenges and opportunities ahead. This year's annual report chronicles our impact on the lives of individuals, families and communities. We hope it inspires you.

Sincerely

John L. Miller

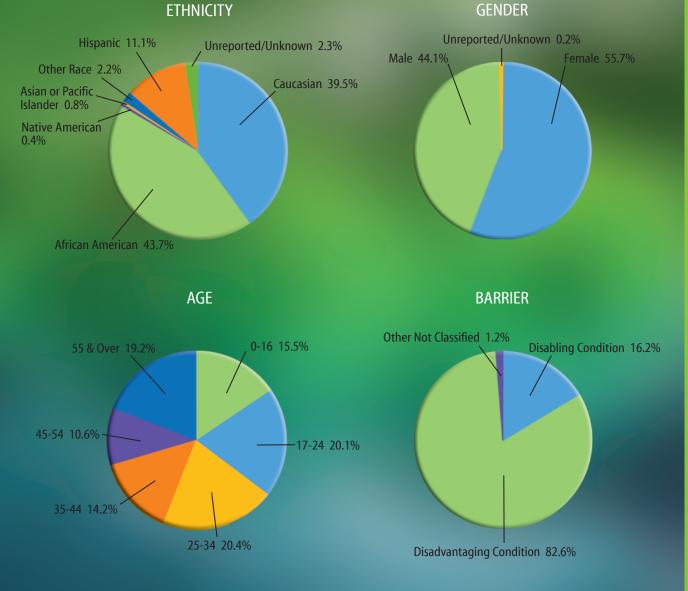
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Chairman of the Board

2010 Numbers

Goodwill provides training, employment and supportive services for people with disabilities or disadvantages who seek greater independence.

DEMOGRAPHICS OF PEOPLE SERVED



41,915 Number of individuals who received Goodwill services \$19,938,928 Projected annual earnings by individuals entering employment 13/10 Number of counties served in Wisconsin/Illinois 39/58 Number of Goodwill Store & Donation Centers/Goodwill locations 2,275,775 Number of donors of clothing and household items 5,074,157 Number of retail sales transactions 65,691,620 Pounds of clothing and textiles kept out of landfills \$88,200,000 Annual employee and paid participant earnings \$19,600,000 Annual employee benefit dollars \$17,400,000 Estimated annual payroll and income taxes paid by employees 7,194 Number of families helped through Community Assistance Voucher Program 4,502 Number of Goodwill employees

1,363 Number of Goodwill employees with disabilities



Meet Lauren High unemployment

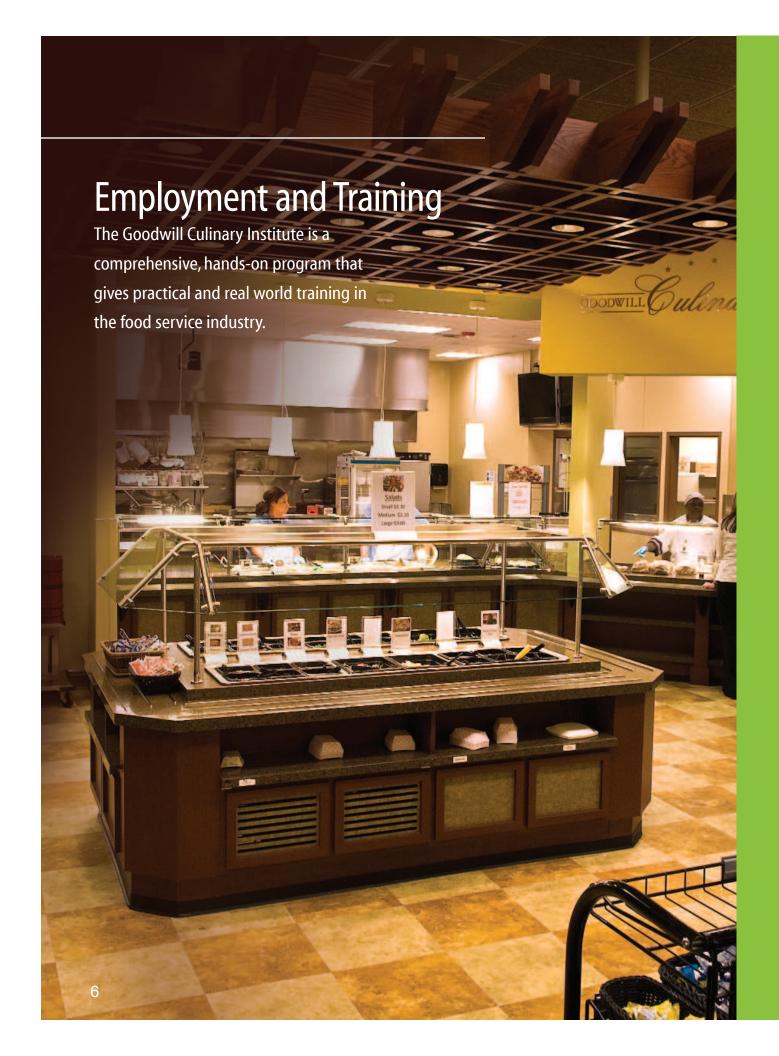
has turned the worlds of many individuals and families upside-down. Some find themselves unemployed for the first time in decades and totally unfamiliar with today's job search process, while others graduating from college are having a hard time finding that first job in their chosen field. The common thread is the need and desire for opportunities.



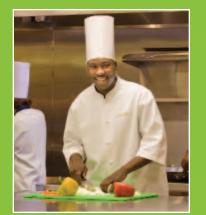
Lauren tried other job centers, but found bulletin boards of job listings, and rows of computers with one staff member to help dozens of people. Needing more individualized attention, Lauren's case manager recommended she stop by one of the Goodwill Workforce Connection Centers. "There were people I could talk with, and I was impressed with the path they have outlined for those looking for work and all they had to offer," Lauren said. "From training classes, mock interviews, and resume development, there were concrete steps for me to take and people to help guide me along the way." With the help of the Goodwill Workforce Connection Center, Lauren was able to find work as a photographer. It is a job she loves doing, and it is giving her confidence, a paycheck and a new life.

Workforce Connection Centers offer resources such as computers,

internet access, printers, fax machines, telephone and email access; resume and cover letter preparation; job postings and onsite interviewing; as well as career exploration and assessment tools. Services are provided to a wide range of people, from individuals in entry-level positions to professionals, all at no cost and with no referrals required. There are three centers in Wisconsin and two in Illinois.



Meet David The challenges David faced are similar to those faced by many individuals that Goodwill serves. Living in poverty and formerly incarcerated, David had an inconsistent work history, limited access to transportation and a lack of job training and skills. Goodwill looks beyond the barriers, focusing on the abilities and assets of each person.



David successfully completed Job Readiness Training and was placed

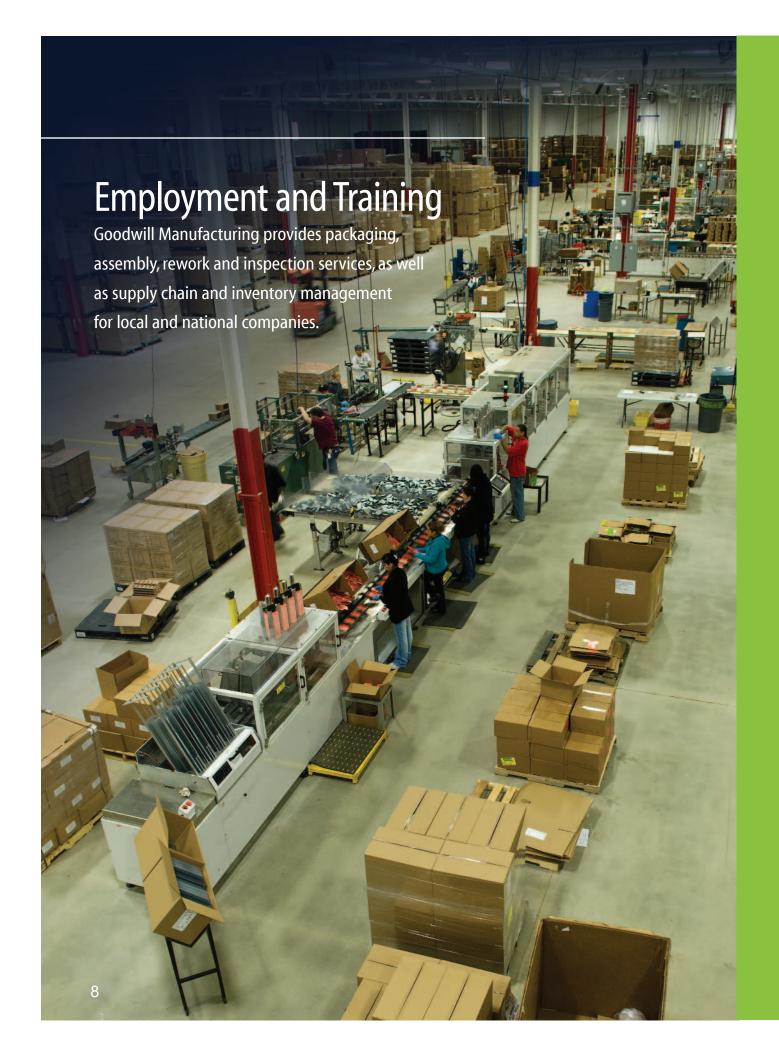
in Goodwill's Food Service operations working full time. David has seen the transformation within himself during his time at Goodwill. "It's more than a place of employment for me. It's a supportive resource where I feel comfortable and want to succeed," he says.

His growing interest in cooking and someday owning his own restaurant has made this a very valuable experience for him. "My goal is to first open a catering company, and eventually my own restaurant," says David. According to the Food Service Management Team, David has a great work ethic, is very detailed and highly motivated.

Goodwill Culinary Institute students work closely with food

service instructors and the Goodwill Café 1919 manager to prepare and serve food in our training kitchen while maintaining a clean and safe work environment. Training in sanitation, kitchen communication, knife skills, weights and measures and use of equipment are all part of the curriculum. The program prepares students for employment in a number of settings, including hospitals, hotels, schools and restaurants.

Goodwill's cafeteria and kitchen at the James O. Wright Center for Work and Training was remodeled in 2010, and our long-standing food service training program was updated and expanded. The new cafeteria was named Café 1919, the year Goodwill was founded.



Meet Angie The challenge of finding work during an economic downturn can be overwhelming. For those with barriers to employment, the challenge can seem insurmountable. Programs offered through Goodwill, like WorkNOW!, can provide an essential first step toward long-term employment. Angie was placed in a job packaging consumer products at a Goodwill Manufacturing facility in Racine.

"Goodwill provides a lot of information and training before you even begin to work. I think that's why it works so well. I've done other programs, but none of them offer that level of encouragement. The staff is dedicated and really want you to succeed," said Angie.



This program gets people working and keeps them working through one-on-one coaching and positive reinforcement. Angie found that level of moral support is the differentiator for her. "Our coaches tell us to call them anytime. Knowing that I have people behind me who truly care about my success is why I know I will reach my goal of becoming a supervisor. I am so thankful for this program," says Angie.

Goodwill Manufacturing has three facilities, one in Racine and two in

Milwaukee, Wisconsin. In 2010, we moved our Racine location into a new 156,000 square-foot facility with an open production floor. This new location allows for 12 new recessed docks, two surface docks, and a lot that can hold more than 40 trailers at one time. From product conception to national launches and distribution, area companies rely on Goodwill Manufacturing as an essential part of running day-to-day business operations.



Goodwill Store & Donation Centers

In 2010 we opened five new Goodwill Store & Donation Centers, two in Wisconsin and three in Illinois. We provide clean, bright, well-organized shopping environments stocked with dynamic inventory, which enable shoppers to enjoy some "thrill shopping," finding fabulous deals and quality merchandise at great prices. With this economic downturn, many people have discovered Goodwill as they become increasingly value conscious and resourceful, wanting to stretch their dollars. We also provide convenient donation centers at each store providing an eco-friendly place to drop off gently-used items close to home. Last year alone, Goodwill diverted over 65 million pounds of clothing and household items from landfills.

What differentiates us from other mainstream retailers is mission and investment back into the communities in which we operate. Revenue from retail operations funds the mission and community-based programs and services that Goodwill provides for people with disabilities and disadvantages.

Each store is truly a part of the community in which it is located. Goodwill partners with charities to provide assistance to our neighbors in need, works with local non-profit and other agencies to help employ community members at our stores, participates in community events and holds donation drives for items like computers, televisions and electronics.

Goodwill Store & Donation Centers are so much more than a place to shop for great deals or to drop off gently-used items.



Pewaukee



Oconomowoc



Round Lake Beach



Willowbrook



Bolinabroo



Meet Brenda Brenda's story is very similar to many you might hear. She worked at a job she loved for more than 35 years and then, as work became more difficult with age, it was time to retire. The difference with Brenda's story is that she is severely disabled and worked all of those years at Goodwill, despite barriers some thought were impossible to overcome. Goodwill not only kept her busy with work, but provided her a social outlet, a place to learn and grow. Once she retired, she needed a way to stay connected and productive.



Goodwill's Day Services were perfect for Brenda. Now, like any other retiree, she enjoys the things she has always wanted to do more of – cooking, exercising, playing cards, working on art projects, and perhaps most importantly, still being able to see her friends.

Goodwill Day Services provides programs and services for people with disabilities that are tailored to the unique needs of the individual. An experienced staff provides care in a secure and caring "home away from home" setting where individuals enjoy daily physical, recreational and social activities. The James O. Wright Center for Work and Training was remodeled in 2010 to include a brand new space for our Day Services programs. The rooms are bright and clean, and there is new equipment like interactive white boards and a new bathing system to meet the needs of our participants.

Financial Contributions

We extend sincere thanks to all those who made charitable gifts to Goodwill Industries of Southeastern Wisconsin and Metropolitan Chicago in support of our mission.

Donations are used to help support programs and services in our local communities. The names listed here are those who made a financial contribution or a substantial in-kind gift to Goodwill as of December 31, 2010.

Goodwill has made every effort to assure the accuracy of these donor lists. If you find an omission or discrepancy, please call the Development Office at 414-847-4172. We regret we cannot list all those who generously donated clothing, household goods and other items. Thank you.

Leave a legacy for the future, include Goodwill in your will.

For more information about bequests or other planned gifts please contact:

Wisconsin Residents Emily J. Capelle at 414-847-4173 or ecapelle@goodwillsew.com

Illinois Residents Catherine M. Girard at 312-994-1446 or cgirard@goodwillchicago.com

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Company

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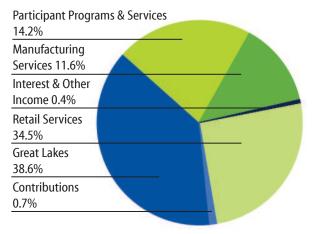
Financial Highlights

Goodwill served nearly 42,000 individuals in 2010. Through our employment, training and support programs, each of these individuals was provided with an opportunity to enhance their level of independence in some way. With thoughtful planning and careful execution we have increased our service level more than 250% since 2005.

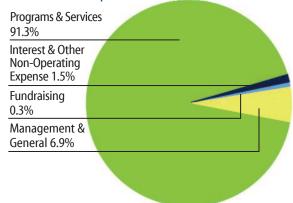
With the talent and dedication of our staff, we delivered high quality services while continuing to maintain a low administrative expense rate.

Management and fundraising expenses have been 7%, or less, of revenue and support in each of the last five years. We will continue to meet new challenges and expand our mission services while continuing to be fiscally responsible to our donors and those we serve in our community.

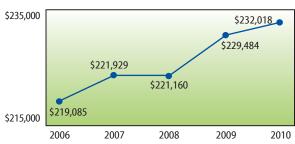
Sources of Revenue & Support



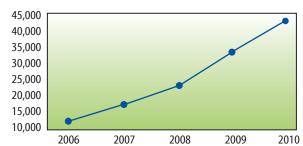
Allocation of Expenses



Revenue & Support Growth (000's)



Individuals Served



2010 Financial Activities

| STATEMENT OF FINANCIAL ACTIVITIES* | 2010 | 2009 |
|---|------------------|------------------|
| Revenue & Support | | |
| Participant Programs & Services | \$32,645 | \$30,377 |
| Retail Services | 79,474 | 66,355 |
| Great Lakes | 88,990 | 93,038 |
| Manufacturing Services | 26,665 | 36,969 |
| Contributions | 1,683 | 1,866 |
| Interest and Other Income | <u>808</u> | <u>879</u> |
| Total Revenue & Support | <u>230,265</u> | <u>229,484</u> |
| Expenses | | |
| Programs & Services | \$203,761 | \$206,024 |
| Management & General | 15,565 | 13,392 |
| Fundraising | 590 | 657 |
| Interest and Other Non-Operating Expenses | <u>3,347</u> | <u>1,316</u> |
| Total Expenses | <u>223,263</u> | 221,389 |
| Change in Net Assets | <u>\$7,002</u> | <u>\$8,095</u> |
| STATEMENT OF FINANCIAL POSITION* | 2010 | 2009 |
| Assets | | |
| Cash and Cash Equivalents | \$3,971 | \$6,246 |
| Accounts Receivable | 11,748 | 13,633 |
| Inventories | 6,834 | 6,909 |
| Prepaid and Other Expenses | 2,590 | 2,742 |
| Property, Plant and Equipment | <u>100,418</u> | <u>89,893</u> |
| Total Assets | \$125,561 | \$119,423 |
| Liabilities | | |
| Accounts Payable | \$9,804 | \$9,890 |
| Accrued Expenses | 15,349 | 14,745 |
| Long Term Debt | <u>32,248</u> | <u>33,630</u> |
| Total Liabilities | <u>57,401</u> | <u>58,265</u> |
| Net Assets | <u>68,160</u> | <u>61,158</u> |
| Total Liabilities and Net Assets | <u>\$125,561</u> | <u>\$119,423</u> |
| Y | | |

^{*}amounts in 000's

Certain amounts have been reclassified in the 2009 financial statements to be consistent with the 2010 financial statement presentation. For additional financial information, call Goodwill's Chief Financial Officer at 1-800-236-2494. 2010 amounts are unaudited as distribution of this report was performed before completion of the annual audit.

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