

** PUBLIC DISCLOSURE COPY **

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Form **990**Department of the Treasury
Internal Revenue Service

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.

Go to www.irs.gov/Form990 for instructions and the latest information.**2022**Open to Public
Inspection**A For the 2022 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 INTERNATIONAL, INC.**

Doing business as

Number and street (or P.O. box if mail is not delivered to street address)

15810 INDIANOLA DRIVE

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

ROCKVILLE, MD 20855**F** Name and address of principal officer: **STEVEN C. PRESTON****SAME AS C ABOVE****D** Employer identification number**53-0196517****E** Telephone number**301-530-6500****G** Gross receipts \$**69,997,749.****H(a)** Is this a group returnfor subordinates? ☐ Yes ☒ No**H(b)** Are all subordinates included? ☐ Yes ☐ No

If "No," attach a list. See instructions

H(c) Group exemption number**I** Tax-exempt status: ☒ 501(c)(3) ☐ 501(c) () (insert no.) ☐ 4947(a)(1) or ☐ 527**J** Website: **WWW.GOODWILL.ORG****K** Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other**L** Year of formation: **1910****M** State of legal domicile: **MA****Part I Summary**

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: SEE SCHEDULE O		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	32
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	32
	5 Total number of individuals employed in calendar year 2022 (Part V, line 2a)	5	172
	6 Total number of volunteers (estimate if necessary)	6	35
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	3,700.
b Net unrelated business taxable income from Form 990-T, Part I, line 11	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	43,462,789.	35,637,579.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	22,465,633.	25,799,301.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	387,561.	334,232.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	120,732.	142,681.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	66,436,715.	61,913,793.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	28,506,333.	30,528,964.
	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)	15,329,288.	18,275,845.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	75,000.	139,100.
	b Total fundraising expenses (Part IX, column (D), line 25)	1,245,872.	
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	11,435,656.	14,892,519.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	55,346,277.	63,836,428.
	19 Revenue less expenses. Subtract line 18 from line 12	11,090,438.	-1,922,635.
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	67,550,943.	67,000,954.
	22 Net assets or fund balances. Subtract line 21 from line 20	9,915,849.	12,716,508.
		57,635,094.	54,284,446.

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	
	STEVEN C. PRESTON, PRESIDENT AND CEO	4/24/2023 7:12 PM EDT	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date
	JULIA FLANNERY	JULIA FLANNERY	04/18/23
	Firm's name	Firm's EIN	PTIN
	RSM US LLP	42-0714325	P00928918
	Firm's address	Phone no.	
	100 INTERNATIONAL DRIVE, SUITE 1400 BALTIMORE, MD 21202	410-246-9300	

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

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Page **2****Part III Statement of Program Service Accomplishments**

Check if Schedule O contains a response or note to any line in this Part III

☒ **X****1** Briefly describe the organization's mission:

GOODWILL WORKS TO ENHANCE THE DIGNITY AND QUALITY OF LIFE OF INDIVIDUALS AND FAMILIES BY STRENGTHENING COMMUNITIES, ELIMINATING BARRIERS TO OPPORTUNITY, AND HELPING PEOPLE IN NEED REACH THEIR FULL POTENTIAL THROUGH LEARNING AND THE POWER OF WORK.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations 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 \$ 35,895,676. including grants of \$ 29,847,786.) (Revenue \$)
SPONSORED PROGRAMS: GOODWILL INDUSTRIES INTERNATIONAL, INC. (GII), RECEIVES SPONSORED PROGRAMS AND GRANTS FROM THE UNITED STATES DEPARTMENT OF LABOR, UNITED STATES DEPARTMENT OF AGRICULTURE AND NUMEROUS PRIVATE AND/OR CORPORATE FOUNDATIONS. GII SUBGRANTS MOST OF THESE FUNDS TO AUTONOMOUS LOCAL GOODWILL ORGANIZATIONS TO USE IN THEIR COMMUNITIES.

FEDERAL:**U.S. DEPARTMENT OF LABOR:**

FROM JULY 2021 TO JUNE 2022, GII WAS AWARDED \$22.9 MILLION FOR SCSEP PROGRAM TO PROMOTE INDIVIDUAL ECONOMIC SELF-SUFFICIENCY BY PROVIDING

4b (Code:) (Expenses \$ 19,400,095. including grants of \$ 181,730.) (Revenue \$ 25,795,601.)
DIRECT SERVICES TO MEMBERSHIP: DIRECT SERVICES TO MEMBERSHIP INCLUDES CONSULTATIONS, EXECUTIVE PROFESSIONAL DEVELOPMENT, TRAINING SEMINARS, EVENTS SUCH AS THE ANNUAL MEETING OF THE CONFERENCE OF EXECUTIVES AND THE DELEGATE ASSEMBLY, DATA PROCESSING AND ANALYSIS, ASSISTANCE IN THE DEVELOPMENT OF NATIONAL AND LOCAL COMMUNICATIONS MATERIALS, AND THE LOAN PROGRAM PROVIDED BY GMJCS.

4c (Code:) (Expenses \$ 1,506,239. including grants of \$ 187,812.) (Revenue \$)
SUPPORT SERVICES TO MEMBERSHIP: SUPPORT SERVICES TO MEMBERSHIP INCLUDE INTERNATIONAL ACTIVITIES, GOVERNMENT RELATIONS AND STRATEGIC SOURCING.

4d Other program services (Describe on Schedule O.)(Expenses \$ 311,636. including grants of \$ 311,636.) (Revenue \$)**4e** Total program service expenses 57,113,646.Form **990** (2022)

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Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	1 X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ? See instructions	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? <i>If "Yes," complete Schedule C, Part I</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? <i>If "Yes," complete Schedule C, Part II</i>	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 Rev. Proc. 98-19? <i>If "Yes," complete Schedule C, Part III</i>	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? <i>If "Yes," complete Schedule D, Part I</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? <i>If "Yes," complete Schedule D, Part II</i>	7	X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>	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? <i>If "Yes," complete Schedule D, Part IV</i>	9	X
10 Did the organization, directly or through a related organization, hold assets in donor-restricted endowments or in quasi endowments? <i>If "Yes," complete Schedule D, Part V</i>	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? <i>If "Yes," complete Schedule D, Part VI</i>	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? <i>If "Yes," complete Schedule D, Part VII</i>	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? <i>If "Yes," complete Schedule D, Part VIII</i>	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? <i>If "Yes," complete Schedule D, Part IX</i>	11d	X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	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)? <i>If "Yes," complete Schedule D, Part X</i>	11f	X
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	12a	X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	12b X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	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? <i>If "Yes," complete Schedule F, Parts I and IV</i>	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? <i>If "Yes," complete Schedule F, Parts II and IV</i>	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? <i>If "Yes," complete Schedule F, Parts III and IV</i>	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? <i>If "Yes," complete Schedule G, Part I. See instructions</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? <i>If "Yes," complete Schedule G, Part II</i>	18	X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	19	X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>	20a	X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b	
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? <i>If "Yes," complete Schedule I, Parts I and II</i>	21 X	

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Part IV Checklist of Required Schedules (continued)

	Yes	No
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? <i>If "Yes," complete Schedule I, Parts I and III</i>	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? <i>If "Yes," complete Schedule J</i>	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? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a	X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
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	
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d	
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? <i>If "Yes," complete Schedule L, Part I</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? <i>If "Yes," complete Schedule L, Part I</i>	25b	X
26 Did the organization report any amount on Part X, line 5 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part II</i>	26	X
27 Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27	X
28 Was the organization a party to a business transaction with one of the following parties (see the Schedule L, Part IV, instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? <i>If "Yes," complete Schedule L, Part IV</i>	28a	X
b A family member of any individual described in line 28a? <i>If "Yes," complete Schedule L, Part IV</i>	28b	X
c A 35% controlled entity of one or more individuals and/or organizations described in line 28a or 28b? <i>If "Yes," complete Schedule L, Part IV</i>	28c	X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30	X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31	X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	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? <i>If "Yes," complete Schedule R, Part I</i>	33	X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	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)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	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? <i>If "Yes," complete Schedule R, Part VI</i>	37	X
38 Did the organization complete Schedule O and provide explanations on Schedule O for Part VI, lines 11b and 19? <i>Note: All Form 990 filers are required to complete Schedule O</i>	38	X

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck 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	134
b Enter the number of Forms W-2G included on 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

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Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)

		Yes	No
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 172		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	X	
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 on Schedule O	3b	X	
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	X	
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		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h		
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?	8		
9 Sponsoring organizations maintaining donor advised funds.			
a Did the sponsoring organization make any taxable distributions under section 4966?	9a		
b Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b		
10 Section 501(c)(7) organizations. Enter:			
a Initiation fees and capital contributions included on Part VIII, line 12	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	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	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? Note: See the instructions for additional information the organization must report on Schedule O.	13a		
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 on Schedule O	14b		
15 Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? If "Yes," see the instructions and file Form 4720, Schedule N.	15		X
16 Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O.	16		X
17 Section 501(c)(21) organizations. Did the trust, or any disqualified or other person engage in any activities that would result in the imposition of an excise tax under section 4951, 4952 or 4953? If "Yes," complete Form 6069.	17		

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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 on Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

☒**Section A. Governing Body and Management**

	1a	1b	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.	32			
b Enter the number of voting members included on line 1a, above, who are independent		32		
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, 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 on 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 on 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 on 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 on 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 AL, AK, AR, CA, CT, CO, DC, FL, GA, HI, IL, KS

18 Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, 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 ☒ Upon request ☐ Other (explain on Schedule O)

19 Describe on 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
CATALINA SERNA-VALENCIA - 301-530-6500
15810 INDIANOLA DRIVE, ROCKVILLE, MD 20855

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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 the 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, box 6 of Form 1099-MISC, and/or box 1 of Form 1099-NEC) 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.

See the instructions for the order in which to list the persons above.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) STEVEN C. PRESTON CHIEF EXECUTIVE OFFICER	40.00			X				600,308.	0.	46,925.
(2) DAVID EAGLES CHIEF OPERATING OFFICER	39.00 1.00			X				315,137.	0.	47,691.
(3) ONNEY CRAWLEY CHIEF MARKETING OFFICER	40.00				X			313,558.	0.	47,693.
(4) MARTIN SCAGLIONE CHIEF MISSION OFFICER	40.00				X			291,290.	0.	45,318.
(5) WENDI COPELAND CHIEF STRAT. PSHIP ACTIVATION OFFICE	40.00			X				271,891.	0.	30,471.
(6) DEBORAH BETSCH CHIEF TALENT OFFICER	40.00				X			245,658.	0.	28,180.
(7) CERI DANHEUX CHIEF INFORMATION & TECHNOLOGY OFFICER	40.00				X			245,181.	0.	27,739.
(8) REGINA NELSON CHIEF LEGAL OFFICER & GEN COUNSEL	40.00					X		233,634.	0.	26,788.
(9) JAMES HILL VP DONATED GOODS RETAIL	40.00					X		242,358.	0.	16,400.
(10) MARLA JACKSON VP, QUALITY FOUNDATIONS	40.00					X		217,512.	0.	22,823.
(11) WILLIAM PARRISH SR CONSULTING, DGR	40.00					X		171,225.	0.	33,000.
(12) LAURA WALLING VP GOVERNMENT AFFAIRS	40.00					X		178,731.	0.	21,622.
(13) CATALINA SERNA-VALENCIA CHIEF FINANCIAL OFFICER	40.00			X				155,657.	0.	3,351.
(14) KIM TRAN CHIEF FINANCIAL OFFICER (THRU 1/31/22)	40.00			X				51,885.	0.	2,415.
(15) EDGAR "NED" HELMS CHAIR	2.00	X		X				0.	0.	0.
(16) MICHAEL WINCKLER VICE CHAIR	2.00	X		X				0.	0.	0.
(17) JOE GUITH SECRETARY	2.00	X		X				0.	0.	0.

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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)						(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) KEN DIEKROEGER TREASURER	2.00	X		X				0.	0.	0.
(19) ANNE MYONG TREASURER (THRU 7/1/22)	2.00	X		X				0.	0.	0.
(20) AMY LUTTRELL IMMEDIATE PAST CHAIR	2.00	X						0.	0.	0.
(21) ALVA ADAMS JR DIRECTOR	2.00	X						0.	0.	0.
(22) PAT AIRY DIRECTOR	2.00	X						0.	0.	0.
(23) MARK BOYD DIRECTOR	2.00	X						0.	0.	0.
(24) DAN BURON DIRECTOR	2.00	X						0.	0.	0.
(25) DARYL CAMPBELL DIRECTOR	2.00	X						0.	0.	0.
(26) DEBIE M COBLE DIRECTOR (THRU 7/1/22)	2.00	X						0.	0.	0.
1b Subtotal								3,534,025.	0.	400,416.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								3,534,025.	0.	400,416.

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

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- 3** Did the organization list any **former** officer, director, trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*
- 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*
- 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*

	Yes	No
3		X
4	X	
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
CASEWORTHY PO BOX 70837, WEST VALLEY CITY, UT 84170	CONSULTING	2,134,852.
CTM HOLDINGS, LLC 4060 PEACHTREE RD, ATLANTA, GA 30319	CONSULTING	890,063.
ACCENTURE, LLP 161 N. CLARK ST, CHICAGO, IL 60601	CONSULTING	455,000.
BERLIN ROSEN 750 17TH ST NW, WASHINGTON, DC 20006	CONSULTING	310,000.
INTALYTICS, INC. 5 RESEARCH DR, ANN ARBOR, MI 48103	CONSULTING	275,544.

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

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SEE PART VII, SECTION A CONTINUATION SHEETS

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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)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(27) ED DURKEE DIRECTOR	2.00	X						0.	0.	0.
(28) VICKY FREE DIRECTOR (THRU 7/1/22)	2.00	X						0.	0.	0.
(29) TONI GIFFIN DIRECTOR	2.00	X						0.	0.	0.
(30) KRISTIN GORAN DIRECTOR	2.00	X						0.	0.	0.
(31) DAVE HADANI DIRECTOR	2.00	X						0.	0.	0.
(32) JACKIE HALLBERG DIRECTOR	2.00	X						0.	0.	0.
(33) CHRIS HESS DIRECTOR	2.00	X						0.	0.	0.
(34) BEVERLY JACKSON DIRECTOR	2.00	X						0.	0.	0.
(35) CHRIS JACKSON DIRECTOR	2.00	X						0.	0.	0.
(36) DALE JENKINS DIRECTOR	2.00	X						0.	0.	0.
(37) JACKSON JEYANAYAGAM DIRECTOR	2.00	X						0.	0.	0.
(38) SHAE JOHNS DIRECTOR	2.00	X						0.	0.	0.
(39) KENT KRAMER DIRECTOR	2.00	X						0.	0.	0.
(40) RICK NEAL DIRECTOR	2.00	X						0.	0.	0.
(41) CRAIG NUNEZ DIRECTOR	2.00	X						0.	0.	0.
(42) DEBORAH PASSERINI DIRECTOR	2.00	X						0.	0.	0.
(43) ETIENNE PATOUT DIRECTOR	2.00	X						0.	0.	0.
(44) LEIGH RADFORD DIRECTOR	2.00	X						0.	0.	0.
(45) BOB RAVENER DIRECTOR (THRU 7/1/22)	2.00	X						0.	0.	0.
(46) ANNE RICHARDS DIRECTOR	2.00	X						0.	0.	0.
Total to Part VII, Section A, line 1c										

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Part VIII Statement of RevenueCheck 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					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e	26,224,904.				
	f All other contributions, gifts, grants, and similar amounts not included above ...	1f	9,412,675.				
	g Noncash contributions included in lines 1a-1f	1g	\$				
	h Total. Add lines 1a-1f						
Program Service Revenue	2 a MEMBERSHIP DUES	Business Code	900099	23,918,486.	23918486.		
	b CASE MANAGEMENT		900099	712,731.	712,731.		
	c CONFERENCES, SEMINARS, AND LEARNI		900099	688,682.	684,982.	3,700.	
	d OTHER PROGRAM SERVICES		900099	479,402.	479,402.		
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f			25,799,301.			
	Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			388,166.		
4 Income from investment of tax-exempt bond proceeds							
5 Royalties							
6 a Gross rents		6a	(i) Real (ii) Personal				
b Less: rental expenses ...		6b	291,740.				
c Rental income or (loss)		6c	220,766.				
d Net rental income or (loss)				70,974.			70,974.
7 a Gross amount from sales of assets other than inventory		7a	(i) Securities (ii) Other				
b Less: cost or other basis and sales expenses		7b	7,809,256.				
c Gain or (loss)		7c	7,863,190.				
d Net gain or (loss)				-53,934.			-53,934.
8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18		8a					
b Less: direct expenses		8b					
c Net income or (loss) from fundraising events							
9 a Gross income from gaming activities. See Part IV, line 19	9a						
b Less: direct expenses	9b						
c Net income or (loss) from gaming activities							
10 a Gross sales of inventory, less returns and allowances	10a						
b Less: cost of goods sold	10b						
c Net income or (loss) from sales of inventory							
Miscellaneous Revenue	11 a MISCELLANEOUS REVENUE	Business Code	900099	71,707.			71,707.
	b						
	c						
	d All other revenue						
	e Total. Add lines 11a-11d			71,707.			
	12 Total revenue. See instructions			61,913,793.	25795601.	3,700.	476,913.

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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

☒ X

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	30,458,375.	30,458,375.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	70,589.	70,589.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	2,793,500.	2,235,127.	400,133.	158,240.
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	12,008,081.	9,566,374.	1,752,940.	688,767.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	526,046.	435,843.	63,487.	26,716.
9 Other employee benefits	1,877,020.	1,555,161.	226,530.	95,329.
10 Payroll taxes	1,071,198.	869,256.	145,497.	56,445.
11 Fees for services (nonemployees):				
a Management				
b Legal	253,911.	217,419.	31,788.	4,704.
c Accounting	89,420.	76,568.	11,195.	1,657.
d Lobbying				
e Professional fundraising services. See Part IV, line 17	139,100.			139,100.
f Investment management fees	168,730.		168,730.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A), amount, list line 11g expenses on Sch O.)	8,269,661.	7,200,246.	1,052,728.	16,687.
12 Advertising and promotion				
13 Office expenses	795,428.	577,929.	215,463.	2,036.
14 Information technology				
15 Royalties				
16 Occupancy	2,193,033.	1,378,739.	813,339.	955.
17 Travel	900,549.	788,984.	73,875.	37,690.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	1,261,006.	1,104,510.	144,363.	12,133.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	641,387.	344,629.	296,758.	
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A), amount, list line 24e expenses on Schedule O.)				
a PROFESSIONAL DUES	137,178.	133,556.	2,534.	1,088.
b EMPLOYEE RELATIONS	75,585.	46,822.	26,453.	2,310.
c SEMINAR & TRAINING	57,724.	53,519.	2,190.	2,015.
d BAD DEBT EXPENSE	48,907.		48,907.	
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	63,836,428.	57,113,646.	5,476,910.	1,245,872.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

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Part X Balance SheetCheck 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	10,679,853.
	2 Savings and temporary cash investments	34,789,662.	2	15,317,850.
	3 Pledges and grants receivable, net	5,474,270.	3	5,468,343.
	4 Accounts receivable, net	1,798,866.	4	1,856,102.
	5 Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	895,096.	9	1,709,613.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 18,161,716.		
	b Less: accumulated depreciation	10b 13,563,572.		
	11 Investments - publicly traded securities	5,239,531.	10c	4,598,144.
	12 Investments - other securities. See Part IV, line 11	19,224,518.	11	7,583,163.
	13 Investments - program-related. See Part IV, line 11	74,000.	12	19,677,270.
	14 Intangible assets		13	
	15 Other assets. See Part IV, line 11	55,000.	14	110,616.
16 Total assets. Add lines 1 through 15 (must equal line 33)	67,550,943.	15		
17 Accounts payable and accrued expenses	67,550,943.	16	67,000,954.	
18 Grants payable	9,225,680.	17	10,351,966.	
19 Deferred revenue		18		
20 Tax-exempt bond liabilities	668,286.	19	2,285,396.	
21 Escrow or custodial account liability. Complete Part IV of Schedule D		20		
22 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		21		
23 Secured mortgages and notes payable to unrelated third parties		22		
24 Unsecured notes and loans payable to unrelated third parties		23		
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	21,883.	24		
26 Total liabilities. Add lines 17 through 25	21,883.	25	79,146.	
27 Organizations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 27, 28, 32, and 33.	9,915,849.	26	12,716,508.	
28 Net assets without donor restrictions				
29 Net assets with donor restrictions				
30 Organizations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 29 through 33.				
31 Capital stock or trust principal, or current funds		27	42,114,439.	
32 Paid-in or capital surplus, or land, building, or equipment fund	42,710,350.	28	12,170,007.	
33 Retained earnings, endowment, accumulated income, or other funds	14,924,744.	29		
34 Total net assets or fund balances		30		
35 Total liabilities and net assets/fund balances		31		
36 Total net assets or fund balances	57,635,094.	32	54,284,446.	
37 Total liabilities and net assets/fund balances	67,550,943.	33	67,000,954.	

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Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	61,913,793.
2	Total expenses (must equal Part IX, column (A), line 25)	2	63,836,428.
3	Revenue less expenses. Subtract line 2 from line 1	3	-1,922,635.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	57,635,094.
5	Net unrealized gains (losses) on investments	5	-1,428,013.
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 on Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	54,284,446.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII ☒

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain on Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a	X
b Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	X
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.	2c	X
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Uniform Guidance, 2 C.F.R. Part 200, Subpart F? _____	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 on Schedule O and describe any steps taken to undergo such audits _____	3b	X

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Schedule A (Form 990) 2022

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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) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	34391455.	36385512.	54802941.	43462789.	35637579.	204680276
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	34391455.	36385512.	54802941.	43462789.	35637579.	204680276
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)						28754051.
6 Public support. Subtract line 5 from line 4.						175926225

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
7 Amounts from line 4	34391455.	36385512.	54802941.	43462789.	35637579.	204680276
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	485,302.	579,252.	524,022.	507,769.	679,906.	2776251.
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.)	110,511.	66,130.	15,231.	13,757.	71,707.	277,336.
11 Total support. Add lines 7 through 10						207733863
12 Gross receipts from related activities, etc. (see instructions)					12 117,178,315.	
13 First 5 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 2022 (line 6, column (f), divided by line 11, column (f))	14	84.69 %
15 Public support percentage from 2021 Schedule A, Part II, line 14	15	82.88 %
16a 33 1/3% support test - 2022. 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		
		<input checked="" type="checkbox"/>
b 33 1/3% support test - 2021. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		
		<input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2022. 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		
		<input type="checkbox"/>
b 10% -facts-and-circumstances test - 2021. 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		
		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		
		<input type="checkbox"/>

Schedule A (Form 990) 2022

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 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) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(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) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(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 on 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 5 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 2022 (line 8, column (f), divided by line 13, column (f))	15	%
16 Public support percentage from 2021 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2022 (line 10c, column (f), divided by line 13, column (f))	17	%
18 Investment income percentage from 2021 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2022. 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 - 2021. 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 12 of Part I. If you checked box 12a, Part I, complete Sections A and B. If you checked box 12b, Part I, complete Sections A and C. If you checked box 12c, Part I, complete Sections A, D, and E. If you checked box 12d, 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? <i>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.</i>		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer lines 3b and 3c below.</i>		
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)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked box 12a or 12b in Part I, answer lines 4b and 4c below.</i>		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>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.</i>		
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)? <i>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.</i>		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer lines 5b and 5c 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).</i>		
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?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described on line 7? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
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))? <i>If "Yes," provide detail in Part VI.</i>		
b Did one or more disqualified persons (as defined on line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
c Did a disqualified person (as defined on line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer line 10b below.</i>		
b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

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 on lines 11b and 11c below, the governing body of a supported organization?		
11a		
b A family member of a person described on line 11a above?		
11b		
c A 35% controlled entity of a person described on line 11a or 11b above? If "Yes" to line 11a, 11b, or 11c, provide detail in Part VI .		
11c		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the governing body, members of the governing body, officers acting in their official capacity, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's officers, 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 officers, 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. All 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, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) 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 on line 2, above, 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 <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.			
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.			
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a governmental entity (see instructions).			
2 Activities Test. Answer lines 2a and 2b 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.		Yes	No
2a			
b Did the activities described on line 2a, above, 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 lines 3a and 3b 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? If "Yes" or "No" 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 (*explain in Part VI*). 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 (<i>explain in detail in Part VI</i>):		
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 0.015 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 0.035.	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 0.85 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	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

Schedule A (Form 990) 2022

GOODWILL INDUSTRIES INTERNATIONAL, INC. 53-0196517 Page 7

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	1
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	2
3	Administrative expenses paid to accomplish exempt purposes of supported organizations	3
4	Amounts paid to acquire exempt-use assets	4
5	Qualified set-aside amounts (prior IRS approval required - <i>provide details in Part VI</i>)	5
6	Other distributions (<i>describe in Part VI</i>). See instructions.	6
7	Total annual distributions. Add lines 1 through 6.	7
8	Distributions to attentive supported organizations to which the organization is responsive (<i>provide details in Part VI</i>). See instructions.	8
9	Distributable amount for 2022 from Section C, line 6	9
10	Line 8 amount divided by line 9 amount	10

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2022	(iii) Distributable Amount for 2022
1 Distributable amount for 2022 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2022 (reasonable cause required - <i>explain in Part VI</i>). See instructions.			
3 Excess distributions carryover, if any, to 2022			
a From 2017			
b From 2018			
c From 2019			
d From 2020			
e From 2021			
f Total of lines 3a through 3e			
g Applied to underdistributions of prior years			
h Applied to 2022 distributable amount			
i Carryover from 2017 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from line 3f.			
4 Distributions for 2022 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2022 distributable amount			
c Remainder. Subtract lines 4a and 4b from line 4.			
5 Remaining underdistributions for years prior to 2022, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, <i>explain in Part VI</i> . See instructions.			
6 Remaining underdistributions for 2022. Subtract lines 3h and 4b from line 1. For result greater than zero, <i>explain in Part VI</i> . See instructions.			
7 Excess distributions carryover to 2023. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2018			
b Excess from 2019			
c Excess from 2020			
d Excess from 2021			
e Excess from 2022			

Schedule A (Form 990) 2022

Part VI

Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information.
(See instructions.)

SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME:

MISCELLANEOUS INCOME

2018 AMOUNT: \$ 13,801.

2019 AMOUNT: \$ 12,180.

2020 AMOUNT: \$ 15,231.

2021 AMOUNT: \$ 13,757.

2022 AMOUNT: \$ 71,707.

BAD DEBT EXPENSE RECOVERY

2018 AMOUNT: \$ 96,710.

2019 AMOUNT: \$ 53,950.

Schedule B
(Form 990)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Attach to Form 990 or Form 990-PF.
Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2022

Name of the organization

GOODWILL INDUSTRIES INTERNATIONAL, INC.

Employer identification number

53-0196517

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☒ 501(c)(**3**) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☐ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☐ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, 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

☒ 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), 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 (entering "N/A" in column (b) instead of the contributor name and address), 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990), 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 doesn't meet the filing requirements of Schedule B (Form 990).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990) (2022)

Name of organization

Employer identification number

GOODWILL INDUSTRIES INTERNATIONAL, INC.**53-0196517****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
<u>1</u>		\$ <u>2,500,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<u>2</u>		\$ <u>25,731,251.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<u>3</u>		\$ <u>1,508,943.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
GOODWILL INDUSTRIES INTERNATIONAL, INC.	53-0196517

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 C
(Form 990)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2022

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
Complete if the organization is described below. Attach to Form 990 or Form 990-EZ.
Go to www.irs.gov/Form990 for instructions and the latest information.

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (See separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (See separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization	GOODWILL INDUSTRIES INTERNATIONAL, INC.	Employer identification number	53-0196517
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Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political campaign activity expenditures \$
- 3 Volunteer hours for political campaign activities

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 \$
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 \$
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No
- 4a Was a correction made? ☐ Yes ☐ No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities \$
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities \$
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b \$
- 4 Did the filing organization file Form 1120-POL for this year? ☐ Yes ☐ No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

A Check ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grassroots lobbying)		21,915.	
b Total lobbying expenditures to influence a legislative body (direct lobbying)		162,918.	
c Total lobbying expenditures (add lines 1a and 1b)		184,833.	
d Other exempt purpose expenditures		63,651,595.	
e Total exempt purpose expenditures (add lines 1c and 1d)		63,836,428.	
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		1,000,000.	
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:		
Not over \$500,000	20% of the amount on line 1e.		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.		
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.		
Over \$17,000,000	\$1,000,000.		
g Grassroots nontaxable amount (enter 25% of line 1f)		250,000.	
h Subtract line 1g from line 1a. If zero or less, enter -0-		0.	
i Subtract line 1f from line 1c. If zero or less, enter -0-		0.	
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?			<input type="checkbox"/> Yes <input type="checkbox"/> No

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below.

See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) Total
2a Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000.
c Total lobbying expenditures	308,868.	262,380.	254,628.	184,833.	1,010,709.
d Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
f Grassroots lobbying expenditures	95,008.	36,050.	36,050.	21,915.	189,023.

Schedule C (Form 990) 2022

SCHEDULE D
(Form 990)Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**Complete if the organization answered "Yes" on Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2022Open to Public
Inspection

Name of the organization

GOODWILL INDUSTRIES INTERNATIONAL, INC.

Employer identification number

53-0196517

Part I**Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" on 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? <input type="checkbox"/> Yes <input type="checkbox"/> No		
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? <input type="checkbox"/> Yes <input type="checkbox"/> No		

Part II**Conservation Easements.** Complete if the organization answered "Yes" on 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 (for example, 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 July 25, 2006, 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, handling of violations, and enforcing conservation easements during the year

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, 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" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under FASB 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 FASB 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 on 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 FASB ASC 958 relating to these items:

a Revenue included on 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 make significant use of its collection items (check all that apply):

a ☐ Public exhibition

d ☐ Loan or exchange program

b ☐ Scholarly research

e ☐ Other _____

c ☐ Preservation for future generations

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" on 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 on Part XIII ☐

Part V Endowment Funds. Complete if the organization answered "Yes" on 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	2,229,735.	2,089,820.	1,930,230.	1,714,614.	1,810,829.
b Contributions					
c Net investment earnings, gains, and losses	-299,593.	141,043.	167,090.	244,138.	-68,625.
d Grants or scholarships					
e Other expenditures for facilities and programs		1,128.	7,500.	8,522.	27,590.
f Administrative expenses					
g End of year balance	1,930,142.	2,229,735.	2,089,820.	1,930,230.	1,714,614.

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 71.2400 %

c Term endowment 28.7600 %

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

(i) Unrelated organizations _____

(ii) Related organizations _____

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R? _____

	Yes	No
3a(i)		X
3a(ii)		X
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" on 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		1,500,000.		1,500,000.
b Buildings		7,764,527.	4,988,288.	2,776,239.
c Leasehold improvements		704,241.	574,844.	129,397.
d Equipment		3,009,621.	2,921,518.	88,103.
e Other		5,183,327.	5,078,922.	104,405.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				4,598,144.

Schedule D (Form 990) 2022

GOODWILL INDUSTRIES INTERNATIONAL, INC.

53-0196517 Page 3

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on 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) INVESTMENT IN LOS		
(B) ALAMITOS PARTNERSHIP	31,970.	END-OF-YEAR MARKET VALUE
(C) US TREASURY NOTES	9,753,900.	END-OF-YEAR MARKET VALUE
(D) US TREASURY NOTES	9,891,400.	END-OF-YEAR MARKET VALUE
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)	19,677,270.	

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on 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" on 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" on 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) SECURITY DEPOSIT	21,883.
(3) LEASE LIABILITY	57,263.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	79,146.

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 FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII ... ☐

Schedule D (Form 990) 2022

Schedule D (Form 990) 2022

GOODWILL INDUSTRIES INTERNATIONAL, INC.

53-0196517 Page 4

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	60,537,816.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	-1,428,013.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	220,766.
e	Add lines 2a through 2d	2e	-1,207,247.
3	Subtract line 2e from line 1	3	61,745,063.
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	168,730.
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	168,730.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	61,913,793.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	63,888,464.
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	220,766.
e	Add lines 2a through 2d	2e	220,766.
3	Subtract line 2e from line 1	3	63,667,698.
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	168,730.
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	168,730.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	63,836,428.

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 V, LINE 4:

-- SUBJECT TO SPECIFIED PURPOSE: NET ASSETS FOR WHICH USE HAS BEEN DONOR
RESTRICTED BY SPECIFIED TIME OR PURPOSE LIMITATIONS.

-- PERPETUAL IN NATURE: NET ASSETS THAT MUST BE MAINTAINED IN PERPETUITY.
IN ACCORDANCE WITH DONOR INSTRUCTIONS, GOODWILL INDUSTRIES INTERNATIONAL,
INC., MAY USE THE INTEREST AND DIVIDENDS, NET OF INVESTMENT FEES, EARNED
ON THESE DONOR RESTRICTED NET ASSETS FOR SPECIFIED PURPOSES.

GOODWILL INDUSTRIES INTERNATIONAL, INC.'S NET ASSETS WITH DONOR

RESTRICTIONS ARE USED TO FUND SPECIFIC PROGRAMS THAT ADVANCE OUR MISSION

Part XIII Supplemental Information (continued)

OF ENHANCING THE DIGNITY AND QUALITY OF LIFE OF INDIVIDUALS, FAMILIES, AND COMMUNITIES BY ELIMINATING BARRIERS TO OPPORTUNITY AND HELPING PEOPLE IN NEED REACH THEIR FULLEST POTENTIAL THROUGH LEARNING AND THE POWER OF WORK.

GOODWILL INDUSTRIES INTERNATIONAL, INC'S DONOR RESTRICTED FUNDS CONSIST OF THE FOLLOWING:

DOMESTIC ACTIVITIES --

FRANK F. FLEGAL EDUCATION AND TRAINING (ENDOWMENT)

KENNETH K. KING TRAINING TRUST (ENDOWMENT)

RICHARD AND LOIS ENGLAND (ENDOWMENT)

ACCENTURE - ACCENTURE FY22 DIGITAL SKILLS

ACCENTURE - ACCENTURE OPPORTUNITY ACCELERATOR

ACCENTURE - ACCENTURE SKILLS TO SUCCEED 5

ACCENTURE - ACCENTURE VIRTUAL REALITY 2.0

CATERPILLAR - CATERPILLAR CAREER CERT 2023

DANAHER FOUNDATION - DANAHER FOUNDATION 2023

DULIN FOUNDATION - DULIN COMMERCE

GENERAL MOTORS - GM YOUTH AND YOUNG ADULT 3.0

GOOGLE FOUNDATION - GOOGLE REINVEST

GOOGLE FOUNDATION - GROW WITH GOOGLE (GDCA 2.0)

DEPARTMENT OF LABOR - LIFE LAUNCH IGNITE

DEPARTMENT OF LABOR - LIFE LAUNCH IGNITE 2.0

LOWES - LOWES TRADE SKILLS 3.0

MICROSOFT FOUNDATION - MICROSOFT GDCA

MOD PIZZA - MOD PIZZA 2023

BANK OF AMERICA - BANK OF AMERICA

MARKLE FOUNDATION - REWORK AMERICA ALLIANCE

Part XIII Supplemental Information (continued)

DEPARTMENT OF LABOR - SCSEP PY21

DEPARTMENT OF LABOR - SCSEP PY22

TERWILLIGER FAMILY FOUNDATION - TERWILLIGER FAMILY FND OA

WALMART FOUNDATION - TEXTILE RECYCLING

UNITED HEALTHCARE - UNITED HEALTHCARE

USAA - USAA OPERATION ACHIEVE

USAA - USAA OPERATION ACHIEVE 2.0

US DEPARTMENT OF AGRICULTURE - USDA

WALMART FOUNDATION - VALLEY FOUNDATION 2.0

WALMART FOUNDATION - WALMART ADV RACIAL EQUITY

DEPARTMENT OF LABOR - YOUNG ADULT LIFE LAUNCH 2.0

INTERNATIONAL ACTIVITIES --

BARKER EDUCATION (ENDOWMENT)

GERALD CLORE TRAINING (ENDOWMENT)

SIOUX CITY (ENDOWMENT)

OAKLAND/PHILIPPINE FUND

INTERNATIONAL - GENERAL

PART XI, LINE 2D - OTHER ADJUSTMENTS:

RENTAL EXPENSE REPORTED ON PART VIII 220,766.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

RENTAL EXPENSE REPORTED ON PART VIII 220,766.

**SCHEDULE F
(Form 990)**Department of the Treasury
Internal Revenue Service**Statement of Activities Outside the United States**

Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2022Open to Public
Inspection

Name of the organization

Employer identification number

GOODWILL INDUSTRIES INTERNATIONAL, INC.

53-0196517

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

- 1 For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ **Yes** ☐ **No**

- 2 For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

- 3 Activities per Region.** (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
NORTH AMERICA	0	0	GRANTMAKING		70,589.
NORTH AMERICA	0	0	PROGRAM SERVICES	DELEGATE ASSEMBLY EVENT	253,814.
EAST ASIA AND THE PACIFIC	0	0	PROGRAM SERVICES	MEMBER EVENT	6,788.
3 a Subtotal	0	0			331,191.
b Total from continuation sheets to Part I	0	0			0.
c Totals (add lines 3a and 3b)	0	0			331,191.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2022

Schedule F (Form 990) 2022

GOODWILL INDUSTRIES INTERNATIONAL, INC.

53-0196517

Page 2

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of noncash assistance	(h) Description of noncash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		NORTH AMERICA	PROGRAM GRANTS	50,500.	CHECK / WIRE	0.		
		NORTH AMERICA	ASSOCIATION GRANT	20,089.	CHECK / WIRE	0.		

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as a tax exempt 501(c)(3) organization by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter **2**

3 Enter total number of other organizations or entities **0**

Schedule F (Form 990) 2022

Part III

Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 16.

Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of noncash assistance	(g) Description of noncash assistance	(h) Method of valuation (book, FMV, appraisal, other)

Part IV Foreign Forms

- 1** Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* ☐ Yes ☒ No
- 2** Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A; don't file with Form 990)* ☐ Yes ☒ No
- 3** Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect to Certain Foreign Corporations (see Instructions for Form 5471)* ☐ Yes ☒ No
- 4** Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* ☐ Yes ☒ No
- 5** Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships (see Instructions for Form 8865)* ☐ Yes ☒ No
- 6** Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see Instructions for Form 5713; don't file with Form 990)* ☐ Yes ☒ No

Part V

Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

PART I, LINE 2:

ALL GRANT AWARDS ARE ASSIGNED A UNIQUE COST CENTER IN THE GOODWILL INDUSTRIES INTERNATIONAL, INC. (GII), GENERAL LEDGER SYSTEM. EACH GRANT IS ASSIGNED TO A PROGRAM MANAGER WHO IS RESPONSIBLE FOR FOLLOWING THE GRANT BUDGET AND WORKING WITH SUBGRANTEE LOCAL GOODWILL ORGANIZATIONS TO ACHIEVE THE GOALS SPECIFIED BY THE GRANT AWARD.

WHEN GII MAKES SUBAWARDS TO LOCAL GOODWILL ORGANIZATIONS TO CARRY OUT CERTAIN GRANT FUNDED PROGRAMS, AN AGREEMENT IS SIGNED BETWEEN GII AND THE SUBRECIPIENT. THE AGREEMENT SPECIFIES REQUIREMENTS OF THE ORIGINAL AWARD AND THE PERFORMANCE AND REPORTING REQUIREMENTS OF THE SUBRECIPIENT TO GII.

Schedule G (Form 990) 2022

GOODWILL INDUSTRIES INTERNATIONAL, INC. 53-0196517 Page 2

Part II Fundraising Events. Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))
		(event type)	(event type)	(total number)	
Revenue	1 Gross receipts				
	2 Less: Contributions				
	3 Gross income (line 1 minus line 2)				
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs				
	7 Food and beverages				
	8 Entertainment				
	9 Other direct expenses				
	10 Direct expense summary. Add lines 4 through 9 in column (d)				
	11 Net income summary. Subtract line 10 from line 3, column (d)				

Part III Gaming. Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
	7 Direct expense summary. Add lines 2 through 5 in column (d)				
	8 Net gaming income summary. Subtract line 7 from line 1, column (d)				

9 Enter the state(s) in which the organization conducts gaming activities: _____

a Is the organization licensed to conduct gaming activities in each of these states? ☐ Yes ☐ No

b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," explain: _____

Schedule G (Form 990) 2022

GOODWILL INDUSTRIES INTERNATIONAL, INC. 53-0196517 Page 3

- 11** Does the organization conduct gaming activities with nonmembers? ☐ Yes ☐ No
- 12** Is the organization a grantor, beneficiary or trustee of a trust, or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No
- 13** Indicate the percentage of gaming activity conducted in:
- | | | |
|--------------------------------------|------------|---|
| a The organization's facility | 13a | % |
| b An outside facility | 13b | % |
- 14** Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name _____

Address _____

- 15a** Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No

b If "Yes," enter the amount of gaming revenue received by the organization \$ _____ and the amount of gaming revenue retained by the third party \$ _____

c If "Yes," enter name and address of the third party:

Name _____

Address _____

- 16** Gaming manager information:

Name _____

Gaming manager compensation \$ _____

Description of services provided _____

☐ Director/officer ☐ Employee ☐ Independent contractor

- 17** Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year \$ _____

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v); and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information. See instructions.

SCHEDULE G, PART I, LINE 2B, LIST OF TEN HIGHEST PAID FUNDRAISERS:

(I) NAME OF FUNDRAISER: FOCAL POINT PHILANTHROPY ADVISORS, LLC

(I) ADDRESS OF FUNDRAISER: 5718 KENMORE ROAD, BALTIMORE, MD 21210

(I) NAME OF FUNDRAISER:

HARVEST FUND RAISING COUNSEL, A CONSTELLATION ADVANCEMENT COMPANY

(I) ADDRESS OF FUNDRAISER: 3 KINGSWOOD DRIVE, NEW HOPE, PA 18938

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" on Form 990, Part IV, line 21 or 22.
Attach to Form 990.
Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2022**Open to Public
Inspection**Name of the organization
GOODWILL INDUSTRIES INTERNATIONAL, INC.Employer identification number
53-0196517**Part I** General Information on Grants and Assistance**1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?☒ **Yes** ☐ **No****2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.**Part II** Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on 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 noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
ALABAMA GOODWILL IND, INC. 2350 GREEN SPRINGS HIGHWAY BIRMINGHAM, AL 35205	63-0288794	501(C)(3)	14,500.	0.			ACCENTURE OPPORTUNITY ACCELERA, GOOGLE REINVEST
CALIFORNIA COUNCIL OF GOODWILL INDUSTRIES - 23 CALLE CANELA - SAN CLEMENTE, CA 92673	23-7102688	501(C)(3)	50,223.	0.			ASSOCIATION GRANT
EASTER SEALS GOODWILL NORTHERN ROCKY MOUNTAIN INC - 4400 CENTRAL AVE - GREAT FALLS, MT 59405	81-0232125	501(C)(3)	1,410,506.	0.			SCSEP PY21, USDA
EVANSVILLE GOODWILL IND, INC. 500 SOUTH GREEN RIVER ROAD EVANSVILLE, IN 47115	35-0868075	501(C)(3)	838,387.	0.			SCSEP PY21
FLORIDA GOODWILL ASSOCIATION 2705 51ST AVENUE EAST BRADENTON, FL 34203	31-1667466	501(C)(3)	29,129.	0.			ASSOCIATION GRANT
GEORGIA GOODWILL ASSOCIATION 2607 CROSS COUNTRY DRIVE BLDG E COLUMBUS, GA 31906	01-0709306	501(C)(3)	12,255.	0.			ASSOCIATION GRANT

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **92.****3** Enter total number of other organizations listed in the line 1 table **0.**

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

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SEE PART IV FOR COLUMN (H) DESCRIPTIONS

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(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
GOODWILL ASSOCIATION OF MICHIGAN 271 EAST APPLE AVE MUSKEGON, MI 49442	38-1357148	501(C)(3)	418,279.	0.			ASSOCIATION GRANT, SCSEP PY21
GOODWILL EASTER SEALS INC 553 FAIRVIEW AVE NORTH ST PAUL, MN 55104	41-0706171	501(C)(3)	25,000.	0.			ASSOCIATION GRANT
GOODWILL EASTER SEALS MIAMI VALLEY 1511 KUNTZ RD DAYTON, OH 45404	31-0537112	501(C)(3)	217,134.	0.			ACCENTURE OPPORTUNITY ACCELERA, SCSEP PY21, USDA, ANTHEM HEALTHCARE,
GOODWILL IND KNOXVILLE INC P.O. BOX 11066 KNOXVILLE, TN 37939-1066	62-0868796	501(C)(3)	72,462.	0.			ACCENTURE OPPORTUNITY ACCELERA, ANTHEM HEALTHCARE
GOODWILL IND OF AKRON INC. 570 EAST WATERLOO ROAD AKRON, OH 44319	34-0252230	501(C)(3)	224,614.	0.			SCSEP PY21, USDA
GOODWILL IND OF ARKANSAS INC 7400 SCOTT HAMILTON DRIVE LITTLE ROCK, AR 72209	71-0236903	501(C)(3)	87,727.	0.			USAA OPERATION ACHIEVE, INDEED 2022, ANTHEM HEALTHCARE
GOODWILL OF CENTRAL AND NORTHERN ARIZONA INC. - 2626 WEST BERYL AVENUE - PHOENIX, AZ 85021	86-0104415	501(C)(3)	164,426.	0.			USAA OPERATION ACHIEVE, GM YOUTH AND YOUNG ADULT 2.0, ACCENTURE OPPORTUNITY ACCELERA
GOODWILL IND OF CENTRAL ILLINOIS INC. - 2319 E. WAR MEMORIAL DRIVE - PEORIA, IL 61614	37-0673521	501(C)(3)	20,000.	0.			MICROSOFT GDCA, USDA
GOODWILL IND OF CENTRAL OHIO 1331 EDGEHILL ROAD COLUMBUS, OH 43212	31-4379448	501(C)(3)	115,853.	0.			ACCENTURE OPPORTUNITY ACCELERA, USDA, INDEED 2022, GOOGLE REINVEST, GM YOUTH AND YOUNG ADULT 2.0

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GOODWILL IND OF CENTRAL OKLAHOMA, INC. - PO BOX 2780 - OKLAHOMA CITY, OK 73101	73-0641590	501(C)(3)	30,000.	0.			ACCENTURE VIRTUAL REALITY 2.0, ACCENTURE OPPORTUNITY ACCELERA, ANTHEM HEALTHCARE
GOODWILL IND OF DALLAS INC 3020 N WESTMORELAND ROAD DALLAS, TX 75212	75-0800649	501(C)(3)	161,660.	0.			USAA OPERATION ACHIEVE, INDEED 2022, GM YOUTH AND YOUNG ADULT 2.0
GOODWILL IND OF EAST TEXAS, INC. 409 WEST LOCUST ST TYLER, TX 75702	75-1478919	501(C)(3)	171,355.	0.			ACCENTURE OPPORTUNITY ACCELERA, QUALITY FOUNDATIONS-PLAYBOOKS, USAA OPERATION ACHIEVE
GOODWILL IND OF EASTERN NORTH CAROLINA - 4808 CHIN PAGE ROAD - DURHAM, NC 27703	56-0861003	501(C)(3)	10,000.	0.			MICROSOFT GDCA
GOODWILL IND OF ERIE, HURON, OTTAWA AND SANDUSKY COUNTIES - 419 W MARKET STREET - SANDUSKY, OH 44870	34-1113714	501(C)(3)	228,539.	0.			SCSEP PY21, USDA
GOODWILL IND OF GREATER CLEVELAND AND EAST CENTRAL OH - 408 NINTH STREET, S. W. - CANTON, OH 44707	34-0909974	501(C)(3)	15,000.	0.			USDA
GOODWILL IND OF GREATER GRAND RAPIDS, INC. - 3777 SPARKS DR SE - GRAND RAPIDS, MI 49546	38-6113049	501(C)(3)	25,500.	0.			USAA OPERATION ACHIEVE, USDA
GOODWILL IND OF GREATER NEW YORK & NORTHERN NEW JERSEY, INC - 4-21 27TH AVE - ASTORIA, NY 11102	13-1641068	501(C)(3)	195,350.	0.			USAA OPERATION ACHIEVE
GOODWILL IND OF KANSAS, INC. 3351 N. WEBB ROAD WICHITA, KS 67226	48-0673284	501(C)(3)	10,000.	0.			GM YOUTH 3.0

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GOODWILL IND OF KENTUCKY, INC. 1325 SOUTH FOURTH ST LOUISVILLE, KY 40208	61-0475284	501(C)(3)	3,178,283.	0.			ACCENTURE OPPORTUNITY ACCELERA, MICROSOFT GDCA, USAA OPERATION ACHIEVE, SCSEP PY21, USDA, INDEED
GOODWILL IND OF MICHIANA INC 1805 W WESTERN AVE P.O. BOX 3846 SOUTH BEND, IN 46619	35-1093073	501(C)(3)	705,645.	0.			SCSEP PY21, GM YOUTH AND YOUNG ADULT 2.0, ANTHEM HEALTHCARE, INDEED 2022
GOODWILL IND OF MIDDLE GEORGIA AND THE CSRA - 5171 EISENHOWER PKWY - MACON, GA 31206	58-1249683	501(C)(3)	45,177.	0.			USAA OPERATION ACHIEVE, GOOGLE REINVEST, ANTHEM HEALTHCARE
GOODWILL IND OF MIDDLE TENNESSEE INC - 1015 HERMAN STREET - NASHVILLE, TN 37208	62-0599413	501(C)(3)	269,030.	0.			ACCENTURE OPPORTUNITY ACCELERA, ACCENTURE VIRTUAL REALITY 2.0, LOWES TRADE SKILLS 3.0,
GOODWILL IND OF NORTH GEORGIA 235 PEACHTREE ST. NORTH TOWER SUITE ATLANTA, GA 30303	58-0566193	501(C)(3)	79,335.	0.			MICROSOFT GDCA, USDA, ANTHEM HEALTHCARE
GOODWILL IND OF NORTH LOUISIANA, INC. - 800 WEST 70TH STREET - SHREVEPORT, LA 71106-2550	72-0460816	501(C)(3)	305,512.	0.			ACCENTURE OPPORTUNITY ACCELERA, SCSEP PY21, USDA, INDEED 2022
GOODWILL IND OF NORTHEAST TEXAS, INC. - 2206 EAST LAMAR STREET - SHERMAN, TX 75090	75-1517836	501(C)(3)	15,500.	0.			ACCENTURE OPPORTUNITY ACCELERA, IHG
GOODWILL IND OF NORTHERN ILLINOIS AND WISCONSIN STATELINE AR - 850 N. CHURCH STREET - ROCKFORD, IL 61103	36-2167846	501(C)(3)	343,508.	0.			SCSEP PY21, INDEED 2022
GOODWILL IND OF NORTHWEST OHIO, INC. - 626 N. HURON ST - TOLEDO, OH 43604	34-4434288	501(C)(3)	384,511.	0.			SCSEP PY21

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GOODWILL IND OF ORANGE COUNTY CALIFORNIA INC - 410 NORTH FAIRVIEW ST - SANTA ANA, CA 92703-3412	95-1644018	501(C)(3)	163,643.	0.			SCSEP PY21, USDA
GOODWILL IND OF SAN ANTONIO 406 W COMMERCE SAN ANTONIO, TX 78207	74-1238444	501(C)(3)	177,105.	0.			ACCENTURE OPPORTUNITY ACCELERA, USAA OPERATION ACHIEVE
GOODWILL IND OF SAN DIEGO COUNTY INC. - 3663 ROSECRANS STREET - SAN DIEGO, CA 92110-3226	95-1652910	501(C)(3)	20,000.	0.			ANTHEM HEALTHCARE, INDEED 2022
GOODWILL IND OF SAN FRANCISCO, SAN MATEO AND MARIN CO - 750 POST STREET - SAN FRANCISCO, CA 94109	94-1156540	501(C)(3)	30,884.	0.			USDA, INDEED 2022, ANTHEM HEALTHCARE, MICROSOFT GDCA
GOODWILL IND OF SOUTH TEXAS INC 2961 S PORT AVE CORPUS CHRISTI, TX 78405	74-1223056	501(C)(3)	27,455.	0.			ACCENTURE OPPORTUNITY ACCELERA, USDA, IHG
GOODWILL IND OF SOUTHEASTERN LOUISIANA INC - 3400 TULANE AVENUE SUITE 1000 - NEW ORLEANS, LA 70119	72-0546906	501(C)(3)	56,077.	0.			ACCENTURE OPPORTUNITY ACCELERA, ACCENTURE VIRTUAL REALITY 2.0, USDA, INDEED 2022, ANTHEM
GOODWILL IND OF SOUTHEASTERN WISCONSIN - 5400 S. 60TH STREET - GREENDALE, WI 53129-0509	77-0744005	501(C)(3)	10,000.	0.			ANTHEM HEALTHCARE
GOODWILL IND OF SOUTHERN ARIZONA, INC. - 1940 E. SILVERLAKE ROAD. SUITE 405 - TUCSON, AZ 85713	86-0223401	501(C)(3)	299,743.	0.			ASSOCIATION GRANT, ACCENTURE OPPORTUNITY ACCELERA, SCSEP PY21, ANTHEM HEALTHCARE
GOODWILL IND OF SOUTHERN CALIFORNIA - 342 SAN FERNANDO ROAD - LOS ANGELES, CA 90031	95-1641441	501(C)(3)	75,125.	0.			MICROSOFT GDCA, USDA, INDEED 2022

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GOODWILL IND OF SOUTHERN NEVADA INC - 1280 W CHEYENNE AVENUE - NORTH LAS VEGAS, NV 89030	23-7437479	501(C)(3)	141,175.	0.			USAA OPERATION ACHIEVE, GOOGLE REINVEST
GOODWILL IND OF SOUTHERN NEW JERSEY AND PHILADELPHIA - 2835 ROUTE 73 SOUTH - MAPLE SHADE, NJ 08052	21-0681239	501(C)(3)	52,250.	0.			ASSOCIATION GRANT
GOODWILL IND OF SOUTHWEST FLORIDA INC - 4940 BAYLINE DRIVE - NORTH FORT MYERS, FL 33936	59-6196141	501(C)(3)	10,000.	0.			ASSOCIATION GRANT
GOODWILL IND OF TENNEVA AREA, INC. 2017 BROOKSIDE LANE KINGSPORT, TN 37660	23-7217515	501(C)(3)	523,927.	0.			ACCENTURE OPPORTUNITY ACCELERA, SCSEP PY21, ASSOCIATION GRANT
GOODWILL IND OF THE HEARTLAND 1410 SOUTH FIRST AVENUE IOWA CITY, IA 52240	42-0923563	501(C)(3)	32,090.	0.			MICROSOFT GDCA, USDA, LOWES TRADE SKILLS 3.0, ANTHEM HEALTHCARE
GOODWILL IND OF THE INLAND NORTHWEST - 130 E. 3RD AVE - SPOKANE, WA 99202	91-0597006	501(C)(3)	19,500.	0.			PERFORMANCE MANAGEMENT
GOODWILL IND OF THE SOUTHERN PIEDMONT - 2122 FREEDOM DRIVE P.O. BOX 668768 - CHARLOTTE, NC 28266	56-0844639	501(C)(3)	29,809.	0.			MICROSOFT GDCA, USDA, INDEED 2022
GOODWILL IND OF UPSTATE/MIDLANDS SC INC - 115 HAYWOOD ROAD - GREENVILLE, SC 29607	57-0564001	501(C)(3)	2,717,359.	0.			ACCENTURE OPPORTUNITY ACCELERA, SCSEP PY21, INDEED 2022, GOOGLE REINVEST, GM YOUTH AND
GOODWILL IND SUNCOAST INC 10596 GANDY BLVD ST PETERSBURG, FL 33702	59-0718492	501(C)(3)	30,000.	0.			ACCENTURE OPPORTUNITY ACCELERA, ACCENTURE VIRTUAL REALITY 2.0

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GOODWILL IND, INC., SERVING EASTERN NEBRASKA & SOUTHW - 4805 NORTH 72ND STREET - OMAHA, NE 68134	47-0378996	501(C)(3)	10,000.	0.			ANTHEM HEALTHCARE
GOODWILL IND. OF FORT WORTH, INC 4005 CAMPUS DR. FORT WORTH, TX 76119	75-0868393	501(C)(3)	15,000.	0.			ACCENTURE OPPORTUNITY ACCELERA, INDEED 2022
GOODWILL IND. OF NORTHWEST NORTH CAROLINA, INC - 2701 UNIVERSITY PARKWAY - WINSTON-SALEM, NC 27105-4223	56-0588474	501(C)(3)	10,000.	0.			INDEED 2022
GOODWILL IND-BIG BEND, INC. 300 MABRY STREET TALLAHASSEE, FL 32304	59-1279499	501(C)(3)	166,420.	0.			SCSEP PY21
GOODWILL INDUSTRIES MANASOTA INC 7501 15TH ST.E. SARASOTA, FL 34243	59-2074391	501(C)(3)	164,950.	0.			USAA OPERATION ACHIEVE
GOODWILL INDUSTRIES OF CENTRAL TEXAS - 1015 NORWOOD PARK BLVD - AUSTIN, TX 78753	74-1322808	501(C)(3)	177,677.	0.			USAA OPERATION ACHIEVE, LOWES TRADE SKILLS 3.0, INDEED 2022, GM YOUTH AND YOUNG ADULT 2.0
GOODWILL INDUSTRIES OF EL PASO INC. - 9611 ACER AVE - EL PASO, TX 79925	74-1234166	501(C)(3)	10,000.	0.			IHG
GOODWILL INDUSTRIES OF HAWAII INC 2610 KILIHAW ST HONOLULU, HI 96819	99-6001264	501(C)(3)	25,000.	0.			MICROSOFT GDCA, USDA, INDEED 2022
GOODWILL INDUSTRIES OF HOUSTON 1140 WEST LOOP NORTH HOUSTON, TX 77055	74-1285095	501(C)(3)	487,318.	0.			ACCENTURE OPPORTUNITY ACCELERA, MICROSOFT GDCA , SCSEP PY21, LOWES TRADE SKILLS 3.0, INDEED 2022,

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GOODWILL INDUSTRIES OF NEW MEXICO 5000 SAN MATEO BLVD. N.E. ALBUQUERQUE, NM 87109	85-0107916	501(C)(3)	1,544,363.	0.			ASSOCIATION GRANT, SCSEP PY21
GOODWILL INDUSTRIES OF SOUTH FLORIDA INC. - 2121 NW 21ST STREET - MIAMI, FL 33142	59-0866126	501(C)(3)	84,167.	0.			MICROSOFT GDCA, GOOGLE REINVEST, ANTHEM HEALTHCARE
GOODWILL INDUSTRIES OF THE CHESAPEAKE INC - 222 EAST REDWOOD STREET - BALTIMORE, MD 21202	52-0591576	501(C)(3)	321,697.	0.			USAA OPERATION ACHIEVE, LOWES TRADE SKILLS 3.0
GOODWILL INDUSTRIES OF THE SOUTHERN RIVERS, INC. - 2601 CROSS COUNTRY DRIVE BLDG A - COLUMBUS, GA 31906	58-6035822	501(C)(3)	53,057.	0.			ACCENTURE OPPORTUNITY ACCELERA, INDEED 2022, ANTHEM HEALTHCARE, GOOGLE REINVEST
GOODWILL INDUSTRIES OF THE VALLEYS 2502 MELROSE AVE NW SUITE A ROANOKE, VA 24017	54-0884014	501(C)(3)	1,590,125.	0.			ACCENTURE OPPORTUNITY ACCELERA, SCSEP PY21, USDA, ANTHEM HEALTHCARE
GOODWILL INDUSTRIES OF TULSA, INC. 2800 SOUTHWEST BLVD TULSA, OK 74107	73-0614297	501(C)(3)	22,054.	0.			LOWES TRADE SKILLS 3.0, ASSOCIATION GRANT
GOODWILL INDUSTRIES VOCATIONAL ENTERPRISES, INC. - 700 GARFIELD AVE - DULUTH, MN 55802	41-0919602	501(C)(3)	10,000.	0.			OAPLATFORM
GOODWILL KEYSTONE AREA 1150 GOODWILL DRIVE HARRISBURG, PA 17101	23-1365338	501(C)(3)	26,117.	0.			ASSOCIATION GRANT
GOODWILL OF CENTRAL AND SOUTHERN INDIANA - 1635 W MICHIGAN ST - INDIANAPOLIS, IN 46222	35-0893506	501(C)(3)	2,220,961.	0.			PERFORMANCE MANAGEMENT, SCSEP PY21, ANTHEM HEALTHCARE

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GOODWILL OF COLORADO 1460 GARDEN OF THE GODS ROAD COLORADO SPRINGS, CO 80907	84-6166225	501(C)(3)	7,500.	0.			USDA
GOODWILL OF NORTH GEORGIA INC 2201 LAWRENCEVILLE HWY SUITE 300 DECATUR, GA 30033	20-8351046	501(C)(3)	657,324.	0.			ACCENTURE OPPORTUNITY ACCELERA, MICROSOFT GDCA, SCSEP PY21, USDA, LOWES TRADE SKILLS 3.0, INDEED
GOODWILL OF SOUTHERN NEW ENGLAND 432 WASHINGTON AVENUE NORTH HAVEN, CT 06473	23-7431264	501(C)(3)	10,000.	0.			ACCENTURE OPPORTUNITY ACCELERA
GOODWILL OF SOUTHWESTERN PENNSYLVANIA - 118 52ND STREET - PITTSBURGH, PA 15201	25-1773112	501(C)(3)	338,175.	0.			SCSEP PY21
GOODWILL OF THE FINGER LAKES 422 SOUTH CLINTON AVE ROCHESTER, NY 14620-1109	16-9743906	501(C)(3)	35,000.	0.			ASSOCIATION GRANT
GOODWILL OF THE GREAT PLAINS 3100 W. 4TH STREET SIOUX CITY, IA 51103	42-0727509	501(C)(3)	24,169.	0.			ACCENTURE OPPORTUNITY ACCELERA, GOOGLE REINVEST, ANTHEM HEALTHCARE
GOODWILL OF THE OLYMPICS AND RAINIER REGION - 714 S 27TH ST - TACOMA, WA 98409	91-0573106	501(C)(3)	1,503,992.	0.			SCSEP PY21, USDA, INDEED 2022, IHG
GOODWILL OF WESTERN MISSOURI & EASTERN KANSAS - 1817 CAMPBELL - KANSAS CITY, MO 64108	43-1125281	501(C)(3)	20,000.	0.			ANTHEM HEALTHCARE
GOODWILL SERVING THE PEOPLE OF SOUTHERN LOS ANGELES COUNTY - 800 PACIFIC COAST HIGHWAY - LONG BEACH, CA 90806	95-1644017	501(C)(3)	16,293.	0.			USDA, INDEED 2022, ANTHEM HEALTHCARE

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(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HEART OF TEXAS GOODWILL IND INC 1700 S NEW RD WACO, TX 76711	74-1238443	501(C)(3)	140,880.	0.			USAA OPERATION ACHIEVE, FACEBOOK
HORIZON HAGERSTOWN GOODWILL IND 14515 PENNSYLVANIA AVENUE HAGERSTOWN, MD 21742	52-0660403	501(C)(3)	37,821.	0.			ACCENTURE OPPORTUNITY ACCELERA, ACCENTURE VIRTUAL REALITY 2.0, ANTHEM HEALTHCARE
MARION GOODWILL IND, INC. 340 WEST FAIRGROUND STREET MARION, OH 43302	31-0908180	501(C)(3)	288,440.	0.			SCSEP PY21
MEMPHIS GOODWILL IND, INC. 6895 STAGE ROAD (HWY64) MEMPHIS, TN 38133	26-3445007	501(C)(3)	95,750.	0.			ASSOCIATION GRANT
MERS/MISSOURI GOODWILL IND 1727 LOCUST STREET ST. LOUIS, MO 63106-3252	43-0652657	501(C)(3)	2,184,781.	0.			ACCENTURE OPPORTUNITY ACCELERA, SCSEP PY2
NORTH CENTRAL GOODWILL ASSOCIATION 5355 NW 86TH STREET JOHNSTON, IA 50131	42-0764469	501(C)(3)	88,195.	0.			ASSOCIATION GRANT
NORTHEAST REGIONAL ASSOCIATION 1119 WILLIAM STREET BUFFALO, NY 14206	16-0761225	501(C)(3)	30,135.	0.			ASSOCIATION GRANT
NORTHWEST ASSOCIATION 11 W JACKSON STREET MEDFORD, OR 97501	93-0564141	501(C)(3)	44,689.	0.			ASSOCIATION GRANT
OHIO ASSOCIATION OF GOODWILL IND 1331 EDGEHILL ROAD COLUMBUS, OH 43212	23-7296009	501(C)(3)	64,288.	0.			ASSOCIATION GRANT

Schedule I (Form 990)

Schedule I (Form 990)

GOODWILL INDUSTRIES INTERNATIONAL, INC.

53-0196517

Page 1

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PALMETTO GOODWILL 2150 EAGLE DRIVE BUILDING 100 N. CHARLESTON, SC 29406	57-0632511	501(C)(3)	1,953,029.	0.			USAA OPERATION ACHIEVE, SCSEP PY21 , USDA, INDEED 2022, GOOGLE REINVEST
RAPPAHANNOCK GOODWILL IND INC 4701 MARKET STREET SUITE A FREDERICKSBURG, VA 22408	54-0808744	501(C)(3)	22,424.	0.			ANTHEM HEALTHCARE
SOUTHEAST ASSOCIATION OF GOODWILLS 11975 SEAWAY RD SUITE A140 GULFPORT, MS 39503	82-4356575	501(C)(3)	60,069.	0.			ASSOCIATION GRANT
TEXAS ASSOCIATION OF GOODWILLS 10040 CIRCLEVIEW AUSTIN, TX 78733	74-2972090	501(C)(3)	56,252.	0.			ASSOCIATION GRANT
ZANESVILLE WELFARE ORGANIZATION AND GOODWILL IND, INC - 3610 WEST PIKE - ZANESVILLE, OH 43701	31-4379480	501(C)(3)	1,261,751.	0.			SCSEP PY21

Schedule I (Form 990)

Part III

Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on 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 noncash assistance

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:

ALL GRANT AWARDS ARE ASSIGNED A UNIQUE COST CENTER IN THE GOODWILL INDUSTRIES INTERNATIONAL, INC. (GII), GENERAL LEDGER SYSTEM. EACH GRANT IS ASSIGNED TO A PROGRAM MANAGER WHO IS RESPONSIBLE FOR FOLLOWING THE GRANT BUDGET AND WORKING WITH SUBGRANTEE GOODWILL ORGANIZATIONS TO ACHIEVE THE GOALS SPECIFIED BY THE GRANT AWARD.

WHEN GII MAKES SUBAWARDS TO LOCAL GOODWILL ORGANIZATIONS TO CARRY OUT CERTAIN GRANT FUNDED PROGRAMS, AN AGREEMENT IS SIGNED BETWEEN GII AND THE

Part IV Supplemental Information

SUBRECIPIENT. THE AGREEMENT SPECIFIES REQUIREMENTS OF THE ORIGINAL AWARD AND THE PERFORMANCE AND REPORTING REQUIREMENTS OF THE SUBRECIPIENT TO GII. MONTHLY REPORTS ARE RECEIVED FROM THE SUBRECIPIENTS, REVIEWED BY GII PROGRAM AND FINANCIAL TEAM MEMBERS, AND ENTERED INTO THE GII GENERAL LEDGER SYSTEM WHEN APPROVED.

GII DRAWS AND DISBURSES GRANT FUNDS ACCORDING TO SPECIFICATIONS OF THE GRANT AGREEMENT. GII MAKES PERIODIC REPORTS TO THE FUNDING FOUNDATION OR GOVERNMENT AGENCY AS REQUIRED BY THE GRANT AGREEMENT.

GII PROGRAM AND ACCOUNTING TEAM MEMBERS CONDUCT REGULAR DESK REVIEWS AND MAKE MONITORING VISITS TO THE SUBRECIPIENTS, USUALLY ON AN ANNUAL BASIS, TO REVIEW THE PROGRAM OUTCOMES AND FINANCIAL RECORDING OF THE PROGRAM EXPENDITURES.

PART II, LINE 1, COLUMN (H):

NAME OF ORGANIZATION OR GOVERNMENT: GOODWILL IND OF KENTUCKY, INC.

(H) PURPOSE OF GRANT OR ASSISTANCE: ACCENTURE OPPORTUNITY ACCELERA, MICROSOFT GDCA, USAA OPERATION ACHIEVE, SCSEP PY21, USDA, INDEED 2022, GOOGLE REINVEST, GM YOUTH AND YOUNG ADULT 2.0

NAME OF ORGANIZATION OR GOVERNMENT: GOODWILL IND OF MIDDLE TENNESSEE INC

(H) PURPOSE OF GRANT OR ASSISTANCE: ACCENTURE OPPORTUNITY ACCELERA, ACCENTURE VIRTUAL REALITY 2.0, LOWES TRADE SKILLS 3.0, GOOGLE REINVEST, GM YOUTH AND YOUNG ADULT 2.0, ANTHEM HEALTHCARE

NAME OF ORGANIZATION OR GOVERNMENT:

GOODWILL IND OF SOUTHEASTERN LOUISIANA INC

Part IV Supplemental Information

(H) PURPOSE OF GRANT OR ASSISTANCE: ACCENTURE OPPORTUNITY ACCELERA,
ACCENTURE VIRTUAL REALITY 2.0, USDA, INDEED 2022, ANTHEM HEALTHCARE

NAME OF ORGANIZATION OR GOVERNMENT:

GOODWILL IND OF UPSTATE/MIDLANDS SC INC

(H) PURPOSE OF GRANT OR ASSISTANCE: ACCENTURE OPPORTUNITY ACCELERA,
SCSEP PY21, INDEED 2022, GOOGLE REINVEST, GM YOUTH AND YOUNG ADULT 2.0

NAME OF ORGANIZATION OR GOVERNMENT: GOODWILL INDUSTRIES OF HOUSTON

(H) PURPOSE OF GRANT OR ASSISTANCE: ACCENTURE OPPORTUNITY ACCELERA,
MICROSOFT GDCA , SCSEP PY21, LOWES TRADE SKILLS 3.0, INDEED 2022, GOOGLE
REINVEST, GM YOUTH AND YOUNG ADULT 2.0

NAME OF ORGANIZATION OR GOVERNMENT: GOODWILL OF NORTH GEORGIA INC

(H) PURPOSE OF GRANT OR ASSISTANCE: ACCENTURE OPPORTUNITY ACCELERA,
MICROSOFT GDCA, SCSEP PY21, USDA, LOWES TRADE SKILLS 3.0, INDEED 2022,
GOOGLE REINVEST, ANTHEM HEALTHCARE

EXPLANATION OF GRANTS AND AWARDS:

ASSOCIATION GRANTS AND SUPPORT FOR PROGRAMMATIC OPERATIONS: THE
ASSOCIATION GRANT PROGRAM IS INTENDED TO GENERATE ACTION THAT WILL
STIMULATE THE STRENGTHENING OF INDIVIDUAL LOCAL GOODWILL ORGANIZATIONS
AND GOODWILL ASSOCIATIONS' ABILITY TO COLLABORATE ON ISSUES OF
IMPORTANCE TO THE BROAD GOODWILL COMMUNITY.

P.J. TREVETHAN AWARD: PRESENTED TO A GOODWILL INDUSTRIES CHIEF
EXECUTIVE OFFICER FOR OUTSTANDING CONTRIBUTION TO THE TRAINING OF
GOODWILL INDUSTRIES PERSONNEL.

Part IV Supplemental Information

J.D. ROBINS JR. DISTINGUISHED CAREER AWARD: RECOGNIZES A GOODWILL INDUSTRIES CHIEF EXECUTIVE OFFICER FOR HIS/HER OUTSTANDING CAREER CONTRIBUTIONS AND DEDICATION TO THE ADVANCEMENT OF THE GOODWILL INDUSTRIES MOVEMENT OVER A SPAN OF AT LEAST 25 YEARS.

GERALD L. CLORE INTERNATIONAL AWARD: RECOGNIZES THE EFFORTS OF A NORTH AMERICAN MEMBER GOODWILL INDUSTRIES EXECUTIVE TO FURTHER THE INTERNATIONAL MISSION OF GOODWILL.

HALL OF FAME (CEO): RECOGNIZES RETIRED OR DECEASED GOODWILL EXECUTIVES, STAFF, DONORS AND OTHERS WHO HAVE MADE EXEMPLARY CONTRIBUTIONS TO THE LARGER GOODWILL INDUSTRIES MOVEMENT OVER AN EXTENDED PERIOD OF TIME.

HALL OF FAME (NON-CEO): RECOGNIZES RETIRED OR DECEASED GOODWILL EXECUTIVES, STAFF, DONORS AND OTHERS WHO HAVE MADE EXEMPLARY CONTRIBUTIONS TO THE LARGER GOODWILL INDUSTRIES MOVEMENT OVER AN EXTENDED PERIOD OF TIME.

DELEGATE ASSEMBLY AWARDS: THE GII AWARDS PROGRAM ACCEPTS NOMINATIONS FOR INDIVIDUALS OTHER THAN RETIRED/DECEASED GOODWILL EXECUTIVES INCLUDING RETIRED/DECEASED STAFF, VOLUNTEERS AND BOARD MEMBERS.

GII ACHIEVER OF THE YEAR: TO HONOR AN OUTSTANDING PERSON WITH A DISABILITY OR OTHER DISADVANTAGING CONDITION WHO HAS SHOWN GREAT PROGRESS AND ACCOMPLISHMENT IN OVERCOMING BARRIERS TO EMPLOYMENT, WHILE STILL BENEFITING FROM THE GOODWILL WORK ENVIRONMENT OR RECEIVING SERVICES TO SUPPORT EMPLOYMENT IN THE COMMUNITY.

Part IV Supplemental Information

GII KENNETH SHAW GRADUATE OF THE YEAR: TO HONOR AN OUTSTANDING PERSON WITH A DISABILITY OR DISADVANTAGING CONDITION WHO COMPLETED A GOODWILL INDUSTRIES CAREER SERVICES PROGRAM AND IS COMPETITIVELY EMPLOYED BY A NON-GOODWILL EMPLOYER. THE GOODWILL INDUSTRIES INTERNATIONAL (GII) GRADUATE OF THE YEAR IS SELECTED FOR OUTSTANDING ACHIEVEMENT IN OVERCOMING BARRIERS TO ATTAINING AND MAINTAINING EMPLOYMENT, AS WELL AS FOR THE ABILITY TO ARTICULATE, IN HIS OR HER OWN WAY, HOW GOODWILL HAS HELPED SHAPED HIS OR HER SUCCESS.

EDGAR J. HELMS AWARD FOR STAFF: THIS AWARD RECOGNIZES A GOODWILL EMPLOYEE WHO HAS EXEMPLIFIED THE MISSION OF GOODWILL INDUSTRIES AND REV. HELMS' VALUES OF UNSELFISH SERVICE TO PEOPLE WITH DISABILITIES OR OTHER DISADVANTAGING CONDITIONS. THE AWARD IS OPEN TO STAFF WHO HAVE NOT BEEN A PREVIOUS PROGRAM PARTICIPANT OR RECEIVED ANY SUPPORT SERVICES FROM GOODWILL.

EDGAR J. HELMS AWARD FOR GRADUATE STAFF: THIS AWARD RECOGNIZES A GOODWILL EMPLOYEE WHO HAS EXEMPLIFIED THE MISSION OF GOODWILL INDUSTRIES AND REV. HELMS' VALUES OF UNSELFISH SERVICE TO PEOPLE WITH DISABILITIES OR OTHER DISADVANTAGING CONDITIONS.

VOLUNTEER BOARD LEADER OF THE YEAR: TO RECOGNIZE AND SHOWCASE OUTSTANDING LEADERSHIP FROM VOLUNTEER BOARD MEMBERS WHO WORK TO SUPPORT AND FURTHER THE OPERATIONS AND MISSION OF A MEMBER GOODWILL ORGANIZATION.

VOLUNTEER MISSION LEADER OF THE YEAR: TO RECOGNIZE AN OUTSTANDING

Part IV Supplemental Information

VOLUNTEER LEADER WHO WORKS TO SUPPORT THE PROGRAMS OF A MEMBER GOODWILL ORGANIZATION AND HELPS FURTHER THE MISSION OF GOODWILL INDUSTRIES THROUGH HIS/HER VOLUNTEER ACTIVITIES.

ROBERT E. AND CHARLOTTE WATKINS AWARD FOR EXCELLENCE IN MISSION ADVANCEMENT: TO HONOR A GOODWILL LEADER (CEO, STAFF OR VOLUNTEER) WHO HAS MADE A SIGNIFICANT CONTRIBUTION (PROGRAM, SERVICE, PROCESS OR INNOVATION) TO THE ADVANCEMENT OF THE GOODWILL MISSION. THE CONTRIBUTION MAY INVOLVE CLIENT CAREER SERVICES OR A RELATED FIELD AND SHOULD HAVE A LASTING EFFECT ON THE ABILITY OF ONE OR MORE GOODWILL ORGANIZATIONS TO SERVE PERSONS WITH DISABILITIES OR OTHER BARRIERS TO EMPLOYMENT.

KENNETH K. KING OUTSTANDING MANAGEMENT AWARD FOR EXECUTIVE EXCELLENCE: THIS AWARD IS PRESENTED TO A GOODWILL INDUSTRIES EXECUTIVE IN RECOGNITION OF OUTSTANDING MANAGEMENT ABILITIES AND ACCOMPLISHMENTS. THE AWARD RECOGNIZES A CEO WHOSE PERFORMANCE CONSISTENTLY DEMONSTRATES STRONG ORGANIZATIONAL IMPACT RELATED TO MISSION, EXCELLENCE AND SUSTAINABILITY. IT IS NAMED FOR THE LATE KENNETH K. KING, WHO ENDOWED THE KENNETH K. KING OUTSTANDING MANAGEMENT AWARD FOR EXECUTIVE EXCELLENCE TRUST. MR. KING INTENDED THE AWARD TO RECOGNIZE MANAGEMENT AND LEADERSHIP EXCELLENCE OF CEOS OF ANY SIZE GOODWILL. IT IS NOT INTENDED TO BE A LIFETIME ACHIEVEMENT AWARD, AS THERE IS ANOTHER AWARD FOR THAT 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.
Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2022Open to Public
Inspection

Name of the organization

GOODWILL INDUSTRIES INTERNATIONAL, INC.

Employer identification number

53-0196517

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (such as 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
- 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 on line 1a?

3 Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on 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?
- b** Participate in or receive payment from a supplemental nonqualified retirement plan?
- c** Participate in or receive payment from an equity-based compensation arrangement?
- 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 on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on 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?
- b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on 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

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes No

1b

2

4a

4b

4c

5a

5b

6a

6b

7

8

9

X

X

X

X

X

X

X

X

X

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2022

Schedule J (Form 990) 2022

GOODWILL INDUSTRIES INTERNATIONAL, INC. 53-0196517

Page 2

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 on 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 aren't 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 and/or 1099-NEC 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 on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) STEVEN C. PRESTON CHIEF EXECUTIVE OFFICER	(i)	516,036.	75,000.	9,272.	17,286.	33,395.	650,989.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) DAVID EAGLES CHIEF OPERATING OFFICER	(i)	285,568.	27,519.	2,050.	20,801.	29,885.	365,823.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) O'NEEY CRAWLEY CHIEF MARKETING OFFICER	(i)	283,201.	27,500.	2,857.	20,191.	30,595.	364,344.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) MARTIN SCAGLIONE CHIEF MISSION OFFICER	(i)	277,543.	8,308.	5,439.	15,229.	33,432.	339,951.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) WENDI COPELAND CHIEF STRAT. PSHIP ACTIVATION OFFICE	(i)	243,471.	23,738.	4,682.	18,319.	14,760.	304,970.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) DEBORAH BETSCH CHIEF TALENT OFFICER	(i)	221,411.	22,045.	2,202.	16,238.	14,299.	276,195.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(7) CERI DANHEUX CHIEF INFORMATION & TECHNOLOGY OFFICER	(i)	229,962.	13,085.	2,134.	15,662.	14,306.	275,149.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(8) REGINA NELSON CHIEF LEGAL OFFICER & GEN COUNSEL	(i)	231,345.	0.	2,289.	7,375.	21,969.	262,978.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(9) JAMES HILL VP DONATED GOODS RETAIL	(i)	197,542.	6,107.	38,709.	16,400.	2,401.	261,159.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(10) MARLA JACKSON VP, QUALITY FOUNDATIONS	(i)	196,481.	17,322.	3,709.	14,897.	10,363.	242,772.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(11) WILLIAM PARRISH SR CONSULTING, DGR	(i)	164,160.	4,787.	2,278.	11,873.	23,005.	206,103.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(12) LAURA WALLING VP GOVERNMENT AFFAIRS	(i)	173,169.	4,410.	1,152.	12,476.	10,987.	202,194.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(13) CATALINA SERNA-VALENCIA CHIEF FINANCIAL OFFICER	(i)	154,572.	0.	1,085.	2,105.	2,709.	160,471.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Schedule J (Form 990) 2022

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.

SCHEDULE O
(Form 990)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 Form 990-EZ.
Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2022Open to Public
Inspection

Name of the organization

GOODWILL INDUSTRIES INTERNATIONAL, INC.

Employer identification number

53-0196517

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

GOODWILL INDUSTRIES INTERNATIONAL, INC., WORKS TO ENHANCE THE DIGNITY
AND QUALITY OF LIFE OF INDIVIDUALS AND FAMILIES BY STRENGTHENING
COMMUNITIES, ELIMINATING BARRIERS TO OPPORTUNITY, AND HELPING PEOPLE IN
NEED REACH THEIR FULL POTENTIAL THROUGH LEARNING AND THE POWER OF WORK.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

PROGRAM PARTICIPANTS WHO ARE 55 YEARS AND OLDER WITH TRAINING
OPPORTUNITIES IN COMMUNITY SERVICE ASSIGNMENTS.

FROM JULY 2022 TO JUNE 2023, GII WAS AWARDED \$22.7 MILLION FOR SCSEP
PROGRAM TO PROMOTE INDIVIDUAL ECONOMIC SELF-SUFFICIENCY BY PROVIDING
PROGRAM PARTICIPANTS WHO ARE 55 YEARS AND OLDER WITH TRAINING
OPPORTUNITIES IN COMMUNITY SERVICE ASSIGNMENTS.

FROM JULY 2019 THROUGH SEPTEMBER 2022 (EXTENDED THROUGH MARCH 2023),
GII WAS AWARDED \$4.5 MILLION FOR THE LIFE LAUNCH PROGRAM TO SERVE 572
JUSTICE-INVOLVED YOUNG ADULTS AGES 18-24 BY PROVIDING REWARDING AND
ENGAGING ALTERNATIVES LEADING TO EMPLOYMENT, CAREER ADVANCEMENT AND
REDUCED RISK OF RECIDIVISM.

FROM JULY 2020 THROUGH DECEMBER 2023 (EXTENDED THROUGH JUNE 2024), GII
WAS AWARDED \$4.5 MILLION FOR THE YOUNG ADULT REENTRY PARTNERSHIP GRANT
TO PROVIDE OCCUPATIONAL TRAINING IN LOCALLY IN-DEMAND INDUSTRIES TO 415
ELIGIBLE JUSTICE-INVOLVED YOUNG ADULTS.

Name of the organization

GOODWILL INDUSTRIES INTERNATIONAL, INC.

Employer identification number

53-0196517

FROM JULY 2021 THROUGH DECEMBER 2024, GII WAS AWARDED \$4.5 MILLION FOR THE YOUNG ADULT REENTRY PARTNERSHIP GRANT TO PROVIDE EMPLOYMENT AND TRAINING SERVICES IN LOCALLY IN-DEMAND INDUSTRIES TO 550 ELIGIBLE JUSTICE-INVOLVED YOUNG ADULTS.

USDA:

FROM SEPTEMBER 2020 THROUGH SEPTEMBER 2023, GII WAS AWARDED \$1.5M TO SUPPORT AND MAXIMIZE THE CAPACITY FOR EACH PARTICIPATING GOODWILL TO BECOME STATE CONTRACTORS FOR THE SNAP E&T PROGRAM.

WALMART FOUNDATION:

FROM JULY 2022 THROUGH JULY 2024, THE WALMART FOUNDATION AWARDED GII A GRANT OF \$1.2 MILLION FOR TEXTILE RECYCLING TO SELECT 5-7 LOCAL GOODWILL ORGANIZATIONS TO PILOT THE DEVELOPMENT OF SKILLS, SYSTEMS, AND INFRASTRUCTURE TO TRANSFORM UNSOLD TEXTILE DONATIONS INTO RECYCLING FEEDSTOCKS (RFEEDSTOCKS).

FROM SEPTEMBER 2022 THROUGH JUNE 2024, THE WALMART FOUNDATION AWARDED GII A GRANT OF \$225,000 FOR ADVANCING RACIAL EQUITY TO GAIN A DEEPER PERSPECTIVE OF OUR ENTIRE ORGANIZATION THROUGH A DIVERSITY AND EQUITY LENS THAT WILL ALLOW US TO IDENTIFY OUR STRENGTHS, AREAS OF GROWTH, AND AREAS WHERE WE HAVE THE CAPACITY TO ENGAGE ON INTENTIONAL DEI WORK ON AS AN ORGANIZATION; TO DEVELOP GOODWILL'S DIVERSITY AND INCLUSION STRATEGIC PLAN THAT WILL BE IMPLEMENTED OVER THE NEXT 5 YEARS.

BANK OF AMERICA CHARITABLE FOUNDATION:

IN SEPTEMBER 2021, GII RECEIVED AN AWARD OF \$500,000 FOR OCTOBER 2021 THROUGH SEPTEMBER 2023 FOR THE BANK OF AMERICA RISING TOGETHER

Name of the organization

GOODWILL INDUSTRIES INTERNATIONAL, INC.

Employer identification number

53-0196517

OPPORTUNITY ACCELERATOR.

ACCENTURE:

FROM OCTOBER 2020 THROUGH SEPTEMBER 2022, GII WAS AWARDED \$1.5M TO CONNECT 30,000 YOUTH AND YOUNG ADULTS IN THE U.S. AND CANADA TO FIRST JOBS AND CAREER OPPORTUNITIES WHILE PILOTING THE OPPORTUNITY ACCELERATOR MODEL.

FROM JULY 2022, GII WAS AWARDED \$30,000 FOR SKILLS TO SUCCEED, A FREE, ONLINE TRAINING RESOURCE TO HELP INDIVIDUALS PLAN THEIR CAREERS, GET A JOB, AND BUILD SKILLS FOR THE FUTURE. CREATED BY ACCENTURE, S2SA ENGAGES PARTICIPANTS WITH ADVANCED LEARNING TECHNOLOGIES, GAMING TECHNIQUES, ROLE-BASED SIMULATIONS, VIDEOS, QUIZZES, AND OTHER INTERACTIVE EXERCISES.

FROM JUNE 2022 THROUGH OCTOBER 2022, GII WAS AWARDED \$300,000 FOR SEED FUNDING TO SUPPORT NEARLY 20,000 LOCAL GOODWILL MISSION WORKERS WITH ACCESS TO RESOURCES THEY NEED TO BEST SUPPORT 27,000 CURRENT PARTICIPANTS AND THOUSANDS MORE IN FUTURE YEARS AS THEY STRIVE TO ACHIEVE THEIR TRAINING AND EMPLOYMENT OBJECTIVES TO BUILD DIGITAL SKILLS AND ADVANCE THEIR CAREERS.

DULIN ENDOWMENT:

FROM JANUARY 2022 THROUGH DECEMBER 2022, THE DULIN FOUNDATION AWARDED GII A \$120,000 GRANT TO SUPPORT STRENGTHENING THE GOODWILL NETWORK'S FINANCIAL PERFORMANCE. IN NOVEMBER OF 2022, AN ADDITIONAL \$114,000 WAS AWARDED FOR JANUARY 2023 THROUGH DECEMBER 2023.

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GOOGLE.ORG CHARITABLE GIVING FUND OF THE TIDES FOUNDATION:

FROM JULY 2021 THROUGH JULY 2023, GOOGLE.ORG CHARITABLE GIVING FUND OF TIDES FOUNDATION AWARDED GII \$5 MILLION TO DEVELOP AND DEPLOY FIRST GENERATION INTEGRATED OPPORTUNITY ACCELERATOR PLATFORM AND CASE MANAGEMENT SYSTEMS AND TO EQUIP AND ENGAGE AT LEAST 25 LOCAL GOODWILLS WITH RHE RESOURCES NEEDED TO HELP REACH OVER 200,000 JOB SEEKERS AND CAREER ADVANCES.

FROM MARCH 2021 THROUGH JULY 2023, GII WAS AWARDED \$2.0M TO PROVIDE ADVANCED DIGITAL SKILLS TRAINING IN 20 LOCATIONS.

USAA:

FROM THE PERIOD OF OCTOBER 2022 THROUGH SEPTEMBER 2023, USAA AWARDED GII A GRANT OF \$185,000 TO CONTINUE THE MILITARY VETERANS AND FAMILIES PROGRAM THAT HAS OPERATED SINCE 2012 THROUGH OPERATION: ACHIEVE. THIS WILL ENABLE GII SNF 2 LOCAL GOODWILL ORGANIZATIONS TO PROVIDE CAREER-ENHANCING TRAINING AND EMPLOYMENT PLACEMENT SERVICES TO 110 INDIVIDUALS WITHIN THE FOCUSED POPULATION OF BLACK/HISPANIC MILITARY VETERANS AND FAMILIES.

GENERAL MOTORS:

FROM OCTOBER 2022 TO AUGUST 2023, GENERAL MOTORS AWARDED GII \$275,000 TO ENHANCE THE DIGNITY AND QUALITY OF LIFE OF INDIVIDUALS AND FAMILIES BY STRENGTHENING COMMUNITIES, ELIMINATING BARRIERS TO OPPORTUNITY, AND HELPING PEOPLE IN NEED REACH THEIR FULL POTENTIAL THROUGH LEARNING AND THE POWER OF WORK.

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IN DECEMBER 2021, FOR THE PERIOD OF JANUARY 2022 THROUGH DECEMBER 2022, GII WAS AWARDED \$700,000 FOR FIVE LOCAL GOODWILL ORGANIZATIONS TO ENHANCE OR EXPAND EXISTING CONSTRUCTION TRADES SKILLS TRAINING PROVIDED BY THE GOODWILL OR A PARTNER.

CATERPILLAR:

IN DECEMBER 2022, FROM JANUARY 2023 THROUGH DECEMBER 2023, GII WAS AWARDED \$483,790 TO PROVIDE ACCESS TO DIGITAL SKILLS TRAINING USING GOOGLE CAREER CERTIFICATES AND TO TEST THE UNITE US AUTOMATED SUPPORTIVE SERVICES REFERRAL SYSTEM.

MICROSOFT:

FROM OCTOBER 2021 THROUGH SEPTEMBER 2022, GII WAS AWARDED \$500,000 TO ENGAGE 500 YOUTH AND ADULTS IN DIGITAL SKILLS CAREER TRAINING LEADING TO EMPLOYMENT.

MARKLE:

FROM MAY 2021 THROUGH APRIL 2022, GII WAS AWARDED \$100,000 TO EXPAND THEIR ROLE ON THE REWORK AMERICA ALLIANCE TO SUPPORT 2 GOODWILL DELIVERY LOCATIONS IN ATLANTA AND ST. PAUL AND THROUGH SHARING THE LEARNING WITH THE REST OF THE GOODWILL NETWORK.

VALLEY FOUNDATION:

FROM OCTOBER 2022 THROUGH SEPTEMBER 2023, GII WAS AWARDED \$250,000 TO FOCUS ON (1) BUILDING DONATED GOODS RETAIL SKILLS AND CAPABILITIES OF LOCAL GOODWILL TEAM MEMBERS AND (2) EQUIPPING LOCAL GOODWILL VOLUNTEER BOARD MEMBERS TO EFFECTIVELY GOVERN.

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DANAHER FOUNDATION:

FROM JANUARY 2023 THROUGH DECEMBER 2023, GII WAS AWARDED \$100,000 TO PROVIDE BEST PRACTICES TO GOODWILL MEMBERS FOR MEASURING THE WEIGHT OF DONATIONS VIA SCALABLE, VERIFIABLE METHODS WHICH WILL STRENGTHEN OUR UNDERSTANDING OF THE TOTAL GOODWILL NETWORK'S LANDFILL DIVERSION RATE.

MOD PIZZA:

FROM JANUARY 2023 THROUGH DECEMBER 2023, GII WAS AWARDED \$150,000 IN SUPPORT OF THE OPPORTUNITY ACCELERATOR AND REENTRY PROGRAMS IN 6 MARKETS THAT WILL PROVIDE DIRECT SERVICES TO JUSTICE-INVOLVED INDIVIDUALS.

TERWILLIGER FAMILY FUND:

IN DECEMBER 2022. GII WAS AWARDED \$300,000 IN SUPPORT OF ACCELERATING OPPORTUNITY: INCREASING CONNECTION TO SUSTAINABLE JOBS.

UNITED HEALTHCARE SERVICES:

IN DECEMBER 2022, GII WAS AWARDED \$200,000 TO ADVANCE THE ECONOMIC VITALITY OF THE COMMUNITIES BY CONNECTING INDIVIDUALS WITH THE INFORMATION AND RESOURCES NECESSARY TO ADVANCE THEIR SOCIAL-ECONOMIC STATUS AND RESOLVE SOCIAL-ECONOMIC BARRIERS WHILE ALSO PROVIDING TALENT THAT SUPPORTS LOCAL EMPLOYER DEMAND AND RETENTION.

FORM 990, PART VI, SECTION A, LINE 1A:

THE COMMITTEE SHALL BE CHAIRED BY THE CHAIR OF THE GII BOARD OF DIRECTORS SHALL CONSIST OF BOARD'S OFFICERS, THE IMMEDIATE PAST CHAIR OF THE BOARD, THE CHAIR OF THE CONFERENCE OF EXECUTIVES, AND THE CHAIRS OF ALL BOARD COMMITTEES IN EXISTENCE WHEN THE MEETING IS HELD. THE EXECUTIVE COMMITTEE

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SHALL MEET AS NEEDED AND SHALL HAVE AUTHORITY TO ACT ON BEHALF OF CORPORATION AND THE BOARD OF DIRECTORS, EXCEPT THAT THE EXECUTIVE COMMITTEE SHALL NOT HAVE THE AUTHORITY (A) TO BUY, SELL, LEASE, RENT, MANAGE REAL PROPERTY, (B) APPROVE A PLAN OF MERGER OR DISSOLUTION OF THE CORPORATION, (C) FILL VACANCIES ON THE BOARD, OR (D) APPOINT OR DISMISS THE CORPORATION'S CEO. ACTIONS TAKEN BY THE EXECUTIVE COMMITTEE SHALL BE REPORTED AND DISCUSSED AS SOON AS POSSIBLE WITH THE FULL BOARD.

FORM 990, PART VI, SECTION A, LINE 6:

THE CORPORATION SHALL HAVE MEMBERS WHICH SHALL BE LOCAL ORGANIZATIONS USING THE WORDS "GOODWILL" OR "GOODWILL INDUSTRIES" CONSPICUOUSLY IN THEIR CORPORATE NAME, IN ALL THEIR ACTIVITIES AND PUBLICITY, AND WHICH HAVE PETITIONED FOR, AND HAVE BEEN ELECTED TO, MEMBERSHIP IN THE CORPORATION BY THE CORPORATION'S BOARD OF DIRECTORS. ORGANIZATIONAL MEMBERS INCLUDE ALL MEMBERS IN THE UNITED STATES AND CANADA AND ANY OTHER MEMBERS WHICH APPLY FOR AND ARE FOUND ELIGIBLE UNDER THE REQUIREMENTS ESTABLISHED BY THE DELEGATE ASSEMBLY. OTHER FORMS OF AFFILIATION WITH INTERNATIONAL ENTITIES, SUCH AS LICENSING AGREEMENTS, AFFILIATE AGREEMENTS, OR OTHER BINDING AGREEMENTS, MAY BE ENTERED INTO BY GII WITH THIRD PARTIES PROVIDED SUCH AFFILIATIONS ARE ALIGNED WITH GII BOARD-APPROVED GLOBAL DEVELOPMENT POLICY AS IT MAY CHANGE FROM TIME TO TIME.

FORM 990, PART VI, SECTION A, LINE 7A:

THE DELEGATE ASSEMBLY (COMPRISED OF A MEMBER OF THE LOCAL MEMBER'S GOVERNING BOARD AND THE EMPLOYED CEO OR THEIR STAFF ALTERNATE OF EACH ORGANIZATIONAL MEMBER) ELECTS HALF OF THE BOARD MEMBERS; THE GOODWILL INDUSTRIES INTERNATIONAL, INC. BOARD OF DIRECTORS ARE VOTING MEMBERS OF THE DELEGATE ASSEMBLY. THE CONFERENCE OF EXECUTIVES (COMPRISED OF MEMBER CEOS)

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ELECTS THE MEMBERS OF THE EXECUTIVE COUNCIL, WHICH ARE EX-OFFICIO MEMBERS OF THE BOARD. THE IMMEDIATE PAST BOARD CHAIR WILL REMAIN AS A VOTING MEMBER OF THE BOARD FOR THE YEAR SUBSEQUENT TO HIS OR HER SERVICE AS CHAIR OR THE END OF HIS OR HER TERM ON THE BOARD, WHICHEVER IS LONGER. OFFICERS OF THE BOARD ARE ELECTED BY THE BOARD OF DIRECTORS.

FORM 990, PART VI, SECTION A, LINE 7B:

THE DELEGATE ASSEMBLY, ACCORDING TO THE BYLAWS, "SHALL ELECT THE BOARD OF DIRECTORS, FIX THE DUES OF THE CORPORATION'S ORGANIZATIONAL MEMBERS, VOTE UPON PROPOSED AMENDMENTS TO THE BYLAWS, VOTE UPON PROPOSED CHANGES TO THE TERRITORY POLICY, AND VOTE UPON REQUIREMENTS FOR ORGANIZATIONAL MEMBERSHIP." ADDITIONALLY, THE DELEGATE ASSEMBLY HAS THE RIGHT TO VOTE ON MATERIAL MODIFICATIONS OR ADDITIONS TO GOODWILL INDUSTRIES INTERNATIONAL, INC.'S REQUIREMENTS FOR MEMBERSHIP OF ITS ORGANIZATIONAL MEMBERS. ANY SUCH MODIFICATION OR ADDITION MUST BE APPROVED BY A TWO-THIRDS VOTE OF THE DELEGATE ASSEMBLY. EXCEPT MODIFICATIONS TO THE TERRITORY POLICY WHICH ARE AMENDED BY A MAJORITY VOTE OF THE DELEGATE ASSEMBLY.

FORM 990, PART VI, SECTION B, LINE 11B:

ONCE THE FORM 990 HAS BEEN FINALIZED, GOODWILL INDUSTRIES INTERNATIONAL INC.'S AUDIT COMMITTEE REVIEWS, DISCUSSES, AND VOTES TO ACCEPT. AFTER THE COMMITTEE ACCEPTS, THE FORM 990 IS THEN: (A) DISTRIBUTED TO THE FULL BOARD AS PART OF BOARD MEETING MATERIALS AND (B) OFFERED FOR ACCEPTANCE.

IT IS EACH BOARD MEMBER'S RESPONSIBILITY TO REVIEW THE FORM 990 IN SUFFICIENT DETAIL SO AS TO BRING ANY QUESTIONS OR CONCERNS TO THE TABLE BEFORE ACCEPTANCE.

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FORM 990, PART VI, SECTION B, LINE 12C:

GOODWILL INDUSTRIES INTERNATIONAL, INC., REQUIRES EVERY BOARD MEMBER TO COMPLETE AND RETURN AN ANNUAL CONFLICT OF INTEREST DISCLOSURE. THE COMPLETED DISCLOSURES ARE THEN REVIEWED FOR ITEMS OF CONFLICT. ITEMS NOTED AS A POTENTIAL CONFLICT, IF ANY, ARE REVIEWED BY BOTH THE AUDIT COMMITTEE AND CHIEF LEGAL OFFICER, AND APPROPRIATE ACTION IS TAKEN TO ADDRESS THE DISCLOSURES. BOARD MEMBERS ARE REQUIRED TO UPDATE THE DISCLOSURE THROUGHOUT THE YEAR AS APPROPRIATE

GII ALSO REQUIRES ITS EMPLOYEES TO SUBMIT AN ANNUAL CONFLICT OF INTEREST DISCLOSURE TO BE REVIEWED BY THE CHIEF LEGAL OFFICER.

FORM 990, PART VI, SECTION B, LINE 15:

EVERY YEAR, AN EXTERNAL COMPENSATION CONSULTANT IS HIRED TO SURVEY THE MARKETPLACE AND TO PROVIDE MARKET DATA ON THE CEO POSITION. THE CEO POSITION IS MATCHED WITH OTHER SIMILAR POSITIONS IN ORGANIZATIONS WITH SIMILAR REVENUES, STRUCTURES, AND SCOPE AS GOODWILL INDUSTRIES INTERNATIONAL, INC. FOR THE CEO POSITION, BOTH BASE PAY AND TOTAL COMPENSATION PAY ARE COMPARED. TOTAL COMPENSATION INCLUDES BASE PAY, BONUS PAY, AND DEFERRED COMPENSATION. EVERY YEAR, THE COMPENSATION COMMITTEE, A SUB-COMMITTEE OF THE BOARD, CONDUCTS A FORMAL PERFORMANCE EVALUATION ON THE CEO. THIS REVIEW CONSIDERS OUTCOMES ON GOALS RELATED TO THE ORGANIZATIONAL STRATEGIC PLAN, FINANCIAL PERFORMANCE, AND RESULTS FROM A SURVEY OF ALL BOARD MEMBERS ON PERFORMANCE. SURVEY RESULTS ARE COMPILED BY AN EXTERNAL CONSULTANT AND FORWARDED TO THE CHAIR OF THE COMPENSATION COMMITTEE.

THE COMPENSATION COMMITTEE USES THE RESULTS FROM THE STRATEGIC PLAN, FINANCIAL PERFORMANCE, AND COMPILED PERFORMANCE SURVEY TO RECOMMEND TO THE

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BOARD OF DIRECTORS ANY INCREASE OR DECREASE IN PAY AND/OR BONUS THAT IS WITHIN THE MARKET COMPENSATION RANGES THAT WERE PROVIDED BY THE EXTERNAL COMPENSATION CONSULTANT FOR COMPARABLE CEO POSITIONS.

FOR OFFICERS AND KEY EMPLOYEES, POSITIONS ARE MATCHED BY AN EXTERNAL COMPENSATION CONSULTANT WITH OTHER SIMILAR POSITIONS IN ORGANIZATIONS WITH SIMILAR REVENUES, STRUCTURES, AND SCOPE AS GOODWILL INDUSTRIES INTERNATIONAL, INC. IN 2022, THE POSITIONS REVIEWED WERE: CHIEF OPERATING OFFICER, CHIEF MEMBER ADVANCEMENT OFFICER, CHIEF FINANCIAL OFFICER, CHIEF STRATEGIC PARTNERSHIP ACTIVATION OFFICER, AND CHIEF TALENT OFFICER. THE MARKET RANGES FOR BASE PAY AND BASE PLUS BONUS ARE PROVIDED TO THE COMPENSATION COMMITTEE FOR THESE POSITIONS BY THE EXTERNAL COMPENSATION CONSULTANT. THE COMPENSATION COMMITTEE REVIEWS THIS DATA AND APPROVES THE RANGES TO BE USED BY THE CEO IN DETERMINING THEIR BASE PAY PLUS BONUS. THE MERIT PAY AND BONUS AWARD FOR THE OFFICERS AND KEY EMPLOYEES, IF ANY, ARE EFFECTIVE IN JANUARY OF EACH YEAR AFTER A PERFORMANCE AND GOALS REVIEW IS CONDUCTED. NOTES FROM THE ABOVE PROCESS ARE PRODUCED CONTEMPORANEOUSLY BY THE CHAIR OF THE COMPENSATION COMMITTEE. AS OF JULY 31, 2021 THE EXECUTIVE COMMITTEE HAS ASSUMED THE RESPONSIBILITIES OF THE COMPENSATION COMMITTEE.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

AL, AK, AR, CA, CT, CO, DC, FL, GA, HI, IL, KS, KY, MD, MA, ME, MI, MN, MO, MS, ND, NH, NJ, NM, NY, NC, NV, OH, OK, OR, PA, RI, SC, TN, UT, VA, WV, WI, WA

FORM 990, PART VI, SECTION C, LINE 19:

UPON REQUEST, GOODWILL INDUSTRIES INTERNATIONAL, INC., PROVIDES COPIES OF ITS ARTICLES OF INCORPORATION, BYLAWS, AND CONFLICT OF INTEREST POLICIES.

THE ORGANIZATION'S AUDITED FINANCIAL STATEMENTS AND FORMS 990 ARE AVAILABLE

ON ITS PUBLIC WEBSITE. THESE DOCUMENTS ARE AVAILABLE FOR THE SAME PERIOD OF DISCLOSURE AS SET FORTH IN SECTION 6104(D).

FORM 990, PART VII, SECTION A, LINE 1A:
IN ADDITION TO ITS VOTING DIRECTORS, GOODWILL INDUSTRIES INTERNATIONAL, INC., HAS TWO NON-VOTING EMERITUS BOARD MEMBERS: LARRY DEJARNETT AND LORNA G UTLEY. THEY MAY BE CONTACTED IN CARE OF GII.

FORM 990, PART IX, LINE 11G, OTHER FEES:	
OTHER PROFESSIONAL FEES:	
PROGRAM SERVICE EXPENSES	7,200,246.
MANAGEMENT AND GENERAL EXPENSES	1,052,728.
FUNDRAISING EXPENSES	16,687.
TOTAL EXPENSES	8,269,661.
TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A	8,269,661.

FORM 990, PART XII, LINE 2C:
THE AUDIT OVERSIGHT PROCESS HAS REMAINED UNCHANGED FROM THE PREVIOUS 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.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2022

Open to Public
Inspection

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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
15810 INDIANOLA DRIVE LLC (SINGLE MEMBER LLC) - 53-0196517, 15810 INDIANOLA DRIVE, ROCKVILLE, MD 20855	HOLDING ENTITY FOR GII'S MEMBER SERVICES CENTER BUILDING	MARYLAND	291,133.	20,133.	GOODWILL INDUSTRIES INTERNATIONAL, INC.

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 MISSION AND JOB CREATION SERVICES, INC. (GMJCS) - 45-5221005, 15810 INDIANOLA DRIVE, ROCKVILLE, MD 20855	LOANS TO GW MEMBERS AT A LOWER COST TO CREATE JOBS AND PROMOTE MISSION	DISTRICT OF COLUMBIA	501(C)(3)	LINE 12A, I	GII	X	

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.

[illegible]

Provide additional information for responses to questions on Schedule R. See instructions.