

Alone we can do little, together we can do so much.

The community collaborative mural featured on the cover was designed and donated by acclaimed Chicano artist and Goodwill Southern California employee David Flury. The sketch piece was installed at the first Goodwill Stand Down and invited veterans, volunteers and partners to contribute their artistic inspirations and special messaging to bring the mural to life. The finished piece is now on display at Goodwill's Community Enrichment Center at Fletcher Square. Flury grew up in South Central Los Angeles and his work is very much informed by graffiti art as well as the work of an earlier generation of Chicano artists. Flury has shown work at over 220 exhibitions, both locally and internationally, since the inception of his professional career over 23 years ago.

2013 was certainly a year to take stock. After several years of exceptional growth in retail sales, 2013 was marked by challenges on several fronts: an increasingly competitive retail environment, a more urgent demand for intensive employment services, and the escalating expenses of employment in California. While our retail revenues continue to grow, these challenges resulted in a significant drop in our budgeted allocations to program.

Despite these setbacks, 2013 also marked a year of successes with a strong focus on supporting returning veterans and more in-depth employment services and programs for people with the most severe disabilities and disadvantages. Retail highlights included the opening of 7 new stores and breaking ground on our new Community Enrichment Center at Fletcher Square.

We held our first annual Gala for Heroes which honored notable members of the community who have a proven record of commitment and service to our U.S. veterans and their specific challenges. We also held our first annual Veteran Stand Down where we served over 300 veterans and their family members with supportive services including housing referrals, health screenings, employment counseling, clothing, makeovers and haircuts, meals, and connections to veteran benefits.

Our dedicated staff and Board of Directors continue to explore and implement proven and innovative methods of serving our clientele, as well as improving the vision for the future. It may prove to be a longer road than any of us had hoped for, but we are confident that our hard work will pay off and provide an even stronger foundation on which we will continue to serve the community.







Thank You: To everyone who helped make the Stand Down a success.

Veteran Stand Down

Stand Down: A military term designating that a combat unit is temporarily moved out of the field and back to base camp for rest and rehabilitation.

Now, Stand Down is also a term used for organized community events for at-risk and homeless veterans and their families. Stand Downs provide a safe place to "rest" for a while, offering a variety of support services and resources to men and women who have served our country.

With the help of an enthusiastic, experienced and dedicated army of partners, Goodwill staff and volunteers, Goodwill Southern California hosted its first annual Veteran Stand Down on October 10 and 11, 2013, at Los Angeles Historic Park. We served more than 340 homeless and at-risk veterans at the two-day event.

We provided food, clothing, education, housing and employment information, haircuts and makeovers, care packages, health services, mental health counseling, phones and email, yoga, tai chi, massage, a community collaborative mural project, music, books, pet care, children's activities and more.

We were inspired by the overwhelming generosity of so many people, businesses and organizations. We were humbled by the courage and spirit of those we were able to serve.





Gala for Heroes 2013: Honorees and GSC Board Chair and President & CEO

GALA for HEROES

November 16, 2013 marked the first annual Goodwill Gala for Heroes to honor and celebrate veterans, high profile community members and individuals from Entertainment and Business, who have made significant contributions to advancing the veteran community. The event netted over \$400,000 for Goodwill's Veteran Employment Program. It was a star-studded evening with performances by Gary Sinise and the Lt. Dan Band, as well as Elliott Yamin, American Idol finalist and chart topping singer-songwriter.

2013 Honorees

Gary Sinise

Acclaimed film and television star honored for his years of work in support of veterans and their families.

The Cusumano Family

Honored for their extensive work in helping veterans regain a sense of purpose, and give them a physical outlet to rehabilitate their minds, bodies and souls.

Chris Marvin

Honored for his work with Got Your 6, a campaign to change the conversation in America, such that veterans and military family members are seen as leaders and civic assets who will return to reinvigorate our communities.



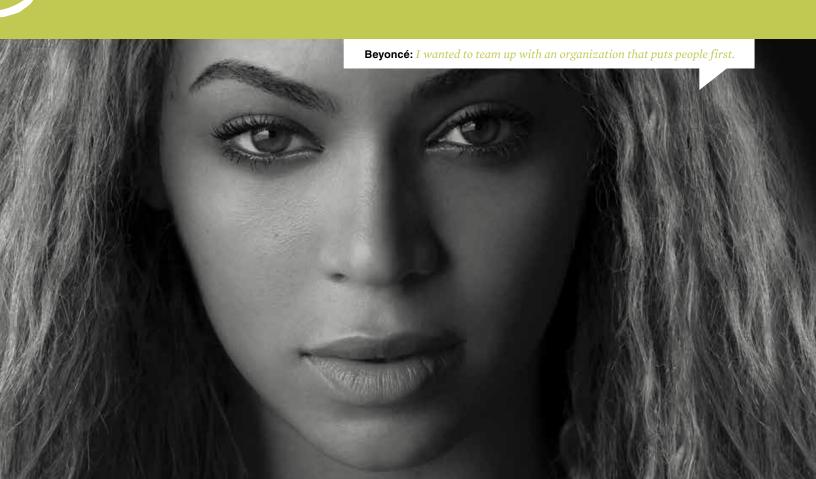
BEYONCE Knowles-Carter

In April of 2013 Beyoncé Knowles-Carter announced that she would lend her voice to help raise awareness about Goodwill's mission of transforming lives through the power of work.

"Goodwill helps people get back to work by providing education, job training and placement. I wanted to team up with an organization that puts people first and works every day to help them improve and re-establish their lives," said Beyoncé.

Beyoncé encouraged fans to support Goodwill by promoting donation drives at her Mrs. Carter Show World Tour North American concerts. The mobile donation drive partnership kicked off on Friday, June 28, at the Staples Center in Los Angeles, with Goodwill Southern California.

Beyoncé also helped build awareness of Goodwill's mission through in-concert education, social media and online ticket auctions benefitting Goodwill.





One Fun Day of #DoGood Deeds. For the Community. For the Planet. For Each Other.

Goodwill Southern California hosted one fun day of Do Good deeds,
Thursday, December 12, 2013. Goodwill asked the community to do one (or
more) Do Good deeds for someone and provided 50 ideas on our website from
donating spare change, to planting a tree, to simply lending an ear to a friend.
Do Good Day doesn't have to cost a thing. It doesn't have to take a lot of time.
But it feels really GOOD!

And we're planning our second annual Do Good Day this December 12, 2014 with the help of the Los Angeles Lakers.

SPOILIGE SNICKE

Johnny

6

When Annabel was five months old, she became sick, so Johnny and his wife took her to the doctor. They got some medicine and went home, but she worsened through the night. The next morning, they returned to the hospital and received devastating news — she had pneumonia. Annabel passed away that afternoon.

"Losing her, I just felt unaccomplished, like I failed in so many aspects as a father. I should have been able to protect my daughter."

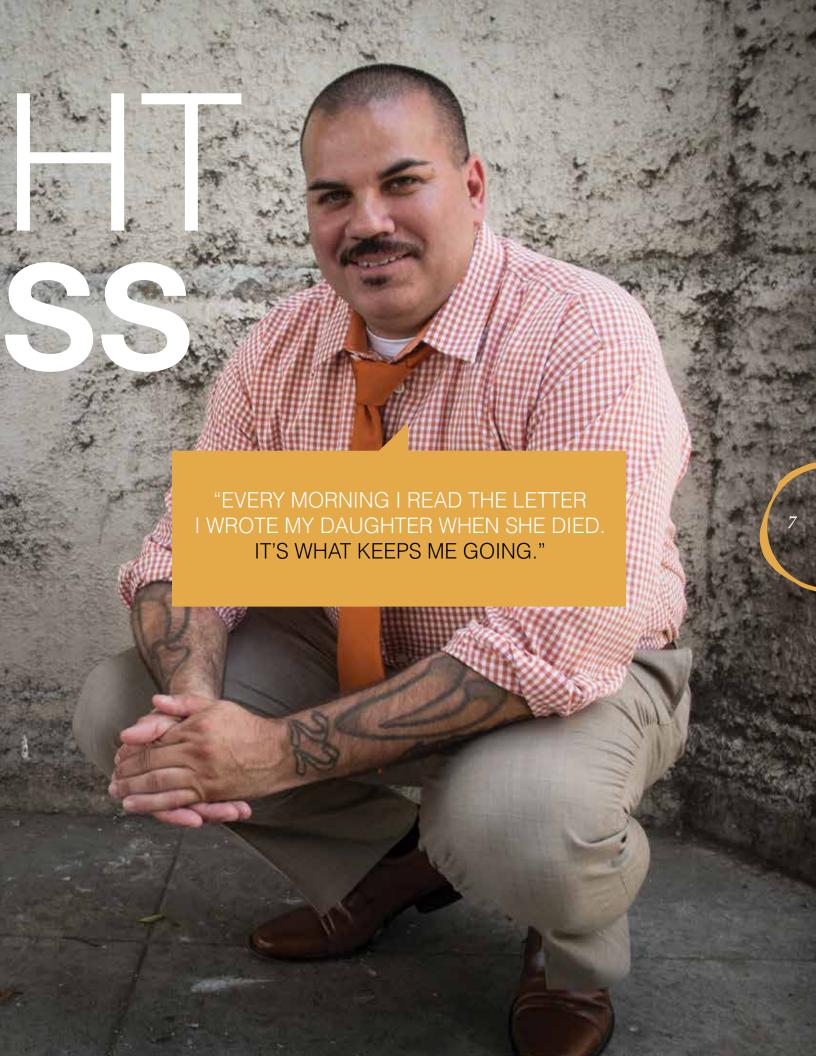
Soon after her death, Johnny lost his position in the military. He and his wife divorced. He was incarcerated and, for a period of time, homeless. Johnny sought help from veteran programs over the years, but with little success — there were so many veterans out there, it was easy to get lost in the shuffle. And, he still carried the guilt of his daughter's death.

At Goodwill, he met specialists who understood his past. He participated in an employment program that provided the guidance and structure he needed. "Now that I'm at Goodwill, I have a support system."

Goodwill's Veteran Employment Program offers skills assessments, one-on-one career counseling, employment preparation courses, educational and technical skills classes, and work tools, as well as access to a host of other partner services.

When you Donate to Goodwill, you are helping veterans prepare for and secure meaningful and sustainable employment. \$50 provides someone in Goodwill's Veteran Employment Program with resume preparation, interview workshops and on-the-job training.

Thank you. Your donation helps Transform Lives through the Power of Work.



SPOILIGE SNOW SPECIAL SPONDING SPONDING

Angel

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At first glance, Angel may not strike you as someone who needs help. But, despite a master's degree and a lifetime of work experience, the 47-year-old lost everything.

She'd been laid off from her job and her exhaustive job search turned up nothing. Meanwhile, her savings dwindled. She lost her apartment and had to file for unemployment. Things looked grim for Angel. She desperately needed help. After 15 months of searching for work and deeply discouraged, Angel came to Goodwill. Our career advisors helped her connect with new opportunities.

"A lot of times, people say they'll help you and they don't follow through. Goodwill followed through for me."

Thank you. Your donation helps Transform Lives through the Power of Work.



2013 Financials

Selected Financial Information A complete copy of this report from which these numbers were derived is available on our website or on request.

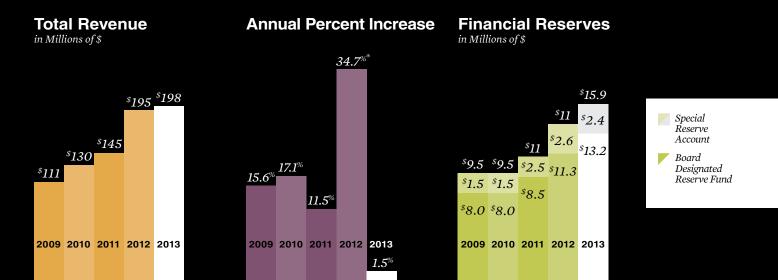
Charity Navigator, an independent charity evaluator, has awarded Goodwill Southern California its twelfth consecutive four-star ranking, the highest available to a nonprofit. In times when donors demand more accountability, transparency and quantifiable results, this ranking demonstrates that Goodwill is worthy of the public's trust, and that every hard-earned dollar gifted to us will be spent wisely. For the full report, please visit charitynavigator.com.

Income	Dollars	Percent
Store Sales	\$ 102,225,580	51.5 %
Merchandise Donations*	69,698,234	35.1 %
Salvage Sales	2,632,669	1.3 %
Contract Services	9,154,175	4.6 %
Workforce Development	10,189,304	5.1 %
Fund Development:		
General	2,479,116	1.2 %
Capital Campaign	1,166,921	0.6 %
Interest and Dividends	350,737	0.2 %
Other (Including Gain on Sale of Propert	y) 667,532	0.3 %
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Total Income	\$ 198,564,268	

Expenses	Dollars	Percent	
Stores	\$ 125,723,902	63.9 %	
Material Handling	32,833,127	16.7 %	
Contract Services	7,307,960	3.7 %	
Workforce Development	19,023,424	9.7 %	
Fund Development	1,726,966	0.9 %	
General & Administrative	10,159,364	5.2 %	
Total Operating Expense \$ 196,774,743			
Change in Net Assets			
from Operations	1,789,525		
Realized and Unrealized Gains 1,877,851			

\$ 3,667,376

* For Annual Percent Increase below, increase in 2012 was due to change in accounting for estimated Merchandise Donations.



Increase in Net Assets

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NISH/Ability One

IIS Department of Labo

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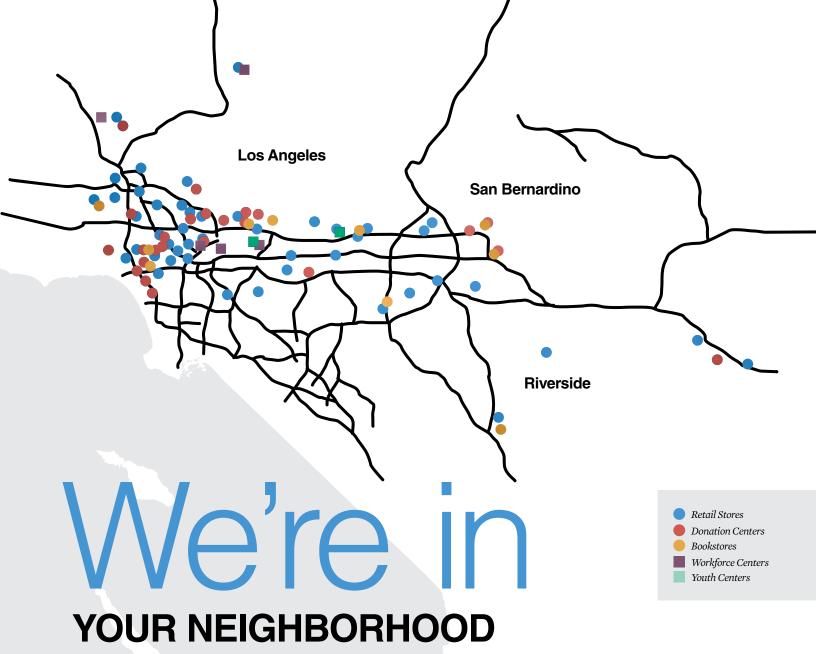
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