FINANCIAL STATEMENTS WITH INDEPENDENT AUDITOR'S REPORT

JUNE 30, 2015 (With Comparative Totals as of June 30, 2014)

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INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees International Leadership Charter School

Report on the Financial Statements

We have audited the accompanying financial statements of International Leadership Charter School, which comprises the statement of financial position as of June 30, 2015, and the related statements of activities, cash flow and functional expenses for year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of International Leadership Charter School as of June 30, 2015, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

The financial statements of International Leadership Charter School as of June 30, 2014 were audited by other auditors whose report dated October 22, 2014 expressed an unmodified opinion on those statements.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated October 28, 2015, on our consideration of International Leadership Charter School's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards in considering International Leadership Charter School's internal control over financial reporting and compliance.

Xacl Group + Company, LLP
Certified Public Accountants

New York, New York October 28, 2015

INTERNATIONAL LEADERSHIP CHARTER SCHOOL STATEMENT OF FINANCIAL POSITION

JUNE 30, 2015 (With Comparative Totals as of June 30, 2014)

ASSETS

GUID DENTE A GGETTG	2015	2014
CURRENT ASSETS Cash and cash equivalents Construction cash held by trustee Restricted cash Grants and contracts receivable Prepaid expenses	\$ 30,695 4,505,782 71,307 40,224 64,034	\$ 683,139 9,601,955 71,167 92,406 934
Total Current Assets	4,712,042	10,449,601
PROPERTY AND EQUIPMENT, at cost, less accumulated depreciation	13,614,269	7,614,455
OTHER ASSETS Deferred expenses, net of accumulated amortization Debt service reserve Security deposits	604,060 1,289,650 142,737	624,890 1,289,650 142,737
Total Assets	\$ 20,362,758	\$ 20,121,333
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES Bonds payable - current portion Accounts payable and accrued expenses Construction costs payable Accrued interest payable Line of credit payable Due to Victory Education Partners Due to Charter School Institute	\$ 265,000 404,200 58,701 511,200 80,263 125,000 100,000	\$ - 690,447 - 227,200 100,000 - 100,000
Total Current Liabilities	1,544,364	1,117,647
Bonds payable, less current portion	17,485,000	17,750,000
Total Liabilities	19,029,364	18,867,647
NET ASSETS - UNRESTRICTED	1,333,394	1,253,686
Total Liabilities and Net Assets	\$ 20,362,758	\$ 20,121,333

See notes to financial statements.

INTERNATIONAL LEADERSHIP CHARTER SCHOOL STATEMENT OF ACTIVITIES

YEAR ENDED JUNE 30, (With Comparative Totals for the year ended June 30, 2014)

UNRESTRICTED NET ASSETS	2015	2014
REVENUE, GAINS AND OTHER SUPPORT Public School District	2013	2014
Resident student enrollment Grants and Contracts	\$ 4,446,419	\$ 4,135,551
Federal - Title and IDEA	176,878	171,084
Food Service and Child Nutrition Program Interest and other income	42,776 34,670	40,657 42,549
Contribution - Foundation/Individual/Corporation		56,432
Total Public Support and Revenue	4,700,743	4,446,273
EXPENSES		
Program Expenses Regular education	2,551,035	3,319,193
Special education	374,271	368,799
Supporting Services	2,925,306	3,687,992
Management and general Fundraising	1,663,406 32,323	1,002,119
Total Expenses	4,621,035	4,690,111
CHANGE IN NET ASSETS	79,708	(243,838)
Beginning of year	1,253,686	1,497,524
End of year	\$ 1,333,394	\$ 1,253,686

See notes to financial statements.

INTERNATIONAL LEADERSHIP CHARTER SCHOOL STATEMENTS OF CASH FLOWS

YEAR ENDED JUNE 30, (With Comparative Totals for the year ended June 30, 2014)

CACH ELOWG EDOM ODED A TING A CTIVITIES	2015	2014
CASH FLOWS FROM OPERATING ACTIVITIES Increase (Decrease) in Net Assets ADJUSTMENTS TO RECONCILE INCREASE (DECREASE) IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES		\$ (243,838)
Depreciation Amortization Changes in Assets and Liabilities	26,334 20,830	40,025
Grants and contracts receivable Prepaid expenses Accrued interest payable	52,182 (63,100) 284,000	(4,965) 53,299 227,200
Accounts payable and accrued expenses	(286,247)	358,357
Net cash provided by operating activities	113,707	430,078
CASH FLOWS FROM INVESTING ACTIVITIES Construction cash held by trustee Restricted cash	5,096,173 (140)	(71,167)
Acquisition of fixed assets Withdrawals from restricted account held by trustee	(6,026,148)	(3,468,624) 3,071,175
Net cash used in investing activities	(930,115)	(468,616)
CASH FLOWS FROM FINANCING ACTIVITIES Construction costs payable Line of credit payable Due to Victory Education Partners	58,701 (19,737) 125,000	- - -
Net cash provided by financing activities	163,964	
NET DECREASE IN CASH AND CASH EQUIVALENTS CASH AND CASH EQUIVALENTS	(652,444)	(38,538)
	692 120	721 677
Beginning of year	683,139	721,677
End of year	\$ 30,695	\$ 683,139
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Interest paid - expensed	\$ 473,665	\$ 466,860
Interest paid - capitalized	\$ 551,999	\$ 332,340

See notes to financial statements.

STATEMENT OF FUNCTIONAL EXPENSES

YEAR ENDED JUNE 30, 2015

(With Comparative Totals for the year ended June 30, 2014)

	Regular Education	Special Education	Total Programs	Management & General	Fund- Raising	Total	Total 2014
Personnel Expenses	<u> </u>						
Salaries and wages Payroll taxes and fringe benefits	\$ 846,601 440,319	\$ 132,342 68,831	\$ 978,943 509,150	\$ 347,418 180,693	\$ 13,329 6,933	\$ 1,339,690 696,776	\$ 1,191,398 648,364
Total Personnel Expenses	1,286,920	201,173	1,488,093	528,111	20,262	2,036,466	1,839,762
Operating Expenses	<u> </u>						
Contractual services Professional services	59,614 -	6,386	66,000	135,837	-	66,000 135,837	73,189 235,855
Marketing and recruitment Curricula and books	35,168 142,612	3,767 15,276	38,935 157,888	-	-	38,935 157,888	105,630 90,925
Instructional supplies and equipment	7,935	850	8,785	-	-	8,785	63,415
Student meals Office supplies	131,074 37,839	14,040 4,053	145,114 41,892	-	-	145,114 41,892	141,483 49,977
Postage, printing and subscriptions	27,359	2,931	30,290	-	-	30,290	23,377
Rent Utilities	449,655 102,196	70,291 15,975	519,946 118,171	184,524 41,938	7,080 1,609	711,550 161,718	624,587 118,782
Security	-	-	-	91,153	_	91,153	63,588
Facility maintenance and equipment Insurance	74,776 52,189	11,689 8,158	86,465 60,347	30,686 21,417	1,177 822	118,328 82,586	124,486 97,992
Travel and conference	11,939	1,866	13,805	4,899	188	18,892	30,085
Professional development	75,242	11,762	87,004	30,877	1,185	119,066	170,524
Other expenses Interest expense	56,517 -	6,054	62,571	73,135 473,665	-	135,706 473,665	102,369 694,060
Amortization	-	-	-	20,830	-	20,830	-
Depreciation				26,334	·	26,334	40,025
Total Operating Expenses	1,264,115	173,098	1,437,213	1,135,295	12,061	2,584,569	2,850,349
TOTAL EXPENSES	\$ 2,551,035	\$ 374,271	\$ 2,925,306	\$ 1,663,406	\$ 32,323	\$ 4,621,035	\$ 4,690,111

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

1. Organization

The International Leadership Charter School ("The School"), a 501 (c) (3) tax-exempt organization, is a public charter high school located in Bronx, New York. The School opened in January 2006 and currently operates classes for ninth to twelve grade. The School's charter was renewed on June 16, 2015 for an additional five years. The mission of the school is to prepare the young men and women of the Bronx not only for the demands of higher education, but also for leading lives of meaning. Its teaching philosophy provides powerful learning experiences that stress engagement, discovery, and the active application of learning to the world around us.

2. <u>Summary of Significant Accounting Policies</u>

a) Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with principles generally accepted in the United States of America.

b) Cash and Cash Equivalents

The School maintains its cash in bank deposit accounts, which, at times, may exceed federally insured limits. The School has not experienced any losses in such accounts. The School believes it is not exposed to significant credit risk on cash and equivalents.

For purposes of the statement of cash flows, the School considers all highly liquid debt instruments purchased with maturity of three months or less to be cash equivalents.

c) Grants and Contracts Receivable

Unconditional promises to give that are expected to be collected within one year are recorded as grants and contribution receivable at net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

2. Summary of Significant Accounting Policies (Continued)

c) Grants and Contracts Receivable (Continued)

The discounts on those amounts are computed using risk-free interest rates applicable to the years in which the promises are received. Conditional promises to give are not included as support until the conditions are substantially met.

d) Financial Statement Presentation

The School is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted, and permanently restricted.

- i) Unrestricted net assets Net assets that are not subject to grantor or donor-imposed stipulations.
- ii) Temporarily restricted net assets Net assets subject to donor-imposed stipulations that may or will be met, either by actions of the School and/or passage of time. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. There are no temporarily restricted net assets at June 30, 2015.
- iii) Permanently restricted net assets Net assets subject to grantor or donor-imposed stipulations that they be maintained permanently by the School to use all or part of the assets for general or specific purposes. There are no permanently restricted net assets at June 30, 2015.

Furthermore, information is required to segregate program service expenses from support expenses.

e) Donated Services

The Charter School follows U.S. GAAP guidance on accounting for contributions received and contributions made. Accordingly, contributed services are recognized as revenue and assets or expenses at fair value if those services (a) create or enhance nonfinancial assets, (b) would typically need to be purchased by the Charter School if they had not been provided by contribution; or (c) require specialized skills and are provided by individuals with those skills.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

2. <u>Summary of Significant Accounting Policies (Continued)</u>

e) Donated Services (Continued)

The School receives donated services from unpaid volunteers. No amounts have been recognized in the statement of activities since the services do not meet the specialized skill criteria for recognition under generally accepted accounting principles.

f) Contributions

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted net assets depending on the existence or nature of any donor restrictions.

g) Property and Equipment

Purchase of property and equipment are capitalized at cost. Donated assets are capitalized at the estimated fair value at date of receipt. The cost of maintenance and repairs is charged to expense as incurred; significant improvements are capitalized. The School capitalizes additions and significant improvements in excess of \$500. Depreciation is computed using the straight-line method over estimated useful lives of 3 to 7 years.

h) Construction in Progress

All applicable direct and indirect costs are capitalized as property costs during the construction period. No provision for depreciation is made on construction in progress until the assets are place in service. Costs incurred after the property is substantially complete and ready for its intended use will charged to operations.

i) Revenue Recognition

Revenue from the state and local government resulting from its charter school status is based on the number of students enrolled and is recorded when services are performed in accordance with the charter agreement.

Revenue from federal, state and local government grants and contracts are recorded by the School when qualifying expenditures are incurred and billable. Funds received in advance for which qualifying expenditures have not been incurred are reflected as refundable advances from state and local government grants in the accompanying statement of financial position.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

2. Summary of Significant Accounting Policies (Continued)

j) Income Taxes

In January 2006 The School filed and received approval of its application for tax exempt status from the Internal Revenue Service under section 501(c)(3) of the Internal Revenue code and has been classified as a publicly supported organization as described in Internal Revenue Code section 509 (A)(1) and 170 (B)(1)(A)(II).

Management believes that the organization has no uncertain tax positions that would require financial statement recognition. The School is no longer subject to income tax examination by federal, state or local tax authorities for years before 2011, which is the standard statute of limitations look-back period.

k) Comparative Financial Information

The June 30, 2015 financial statements includes certain prior year summarized comparative information in total but not by net asset class. In addition, only certain of the notes to the financial statements for June 30, 2014 are presented. As a result, the June 30, 2014 comparative information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such June 30, 2014 information should be read in conjunction with the Organization's financial statements for the year ended June 30, 2014, from which the summarized information was derived.

1) Estimates

The preparation of financial statements in conformity with principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

m) <u>Deferred Expenses</u>

Closing costs are amortized on the straight-line method over the life of the related bonds as indicated in note 9.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

3. Restricted Cash

Under the provisions of its charter, the School established a bank account to pay for any legal and audit expenses that would be associated with dissolution, should it occur.

4. Reclassifications

Certain accounts relating to the prior year have been reclassified to conform to the current year's presentation. These reclassifications have no effect on changes in unrestricted net assets as previously reported.

5. <u>Property and Equipment</u>

At June 30, 2015 and 2014, property and equipment consisted of the following:

			Estimated Useful
	<u>2015</u>	<u>2014</u>	<u>Life</u>
Land	\$ 2,530,000	\$ 2,530,000	
Computers and equipment	145,121	145,121	5 years
Furniture and fixtures	69,087	57,642	5 years
Leasehold improvements	836,030	836,030	39 years
Construction in progress	11,022,454	5,007,753	
	\$14,602,694	\$8,576,546	
Accumulated depreciation	(988,425)	(962,091)	
	\$13,614,269	\$ <u>7,614,455</u>	

Depreciation expense for the years ended June 30, 2015 and 2014 was \$26,334 and \$40,025, respectively.

6. <u>Accrued Expenses</u>

Accrued expenses consist primarily of amounts due to staff for payroll earned during the school year but paid out over the summer months.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

7. Pupil Enrollment and Other Revenues From Government Agencies

Under the Charter School Agreement and the Charter Schools Act, the School is entitled to receive funding from governmental sources that are available to public schools. The calculation of the amounts to be paid to the School under these programs is determined by the State, and is based on complex laws and regulations, enrollment levels, and economic information related to the home school districts of the children enrolled in the School.

If these regulations, some of which are relatively new in the State of New York, were to change, or other factors included in the calculations were to change, the level of funding that the School receives could vary significantly.

The amounts are based upon actual amounts received as well as estimates by the management based upon the best information available at the time. However, actual amounts received, as determined by the funding source, could vary based on changes in the factors used to calculate the amounts owed.

8. <u>Defined Contribution Plan</u>

The School maintains a deferred 401K plan for all qualified employees. The School elects to make contributions to the plan on a discretionary basis. For the year ended June 30, 2015 and 2014, The School had not contributed to the plan.

9. <u>Deferred Expenses</u>

At June 30, 2015, deferred expenses consisted of the following:

 $\frac{\text{Amortization}}{\text{Period}}$ Bond issuance costs \$624,890 30 years
Less: Accumulated amortization $\frac{(20,830)}{\$ 604,060}$

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

10. Bonds Payable

On March 21, 2013, Build NYC Resource Corporation provided construction and permanent financing through the issuance of \$17,750,000 in Tax-Exempt Revenue Bonds (the "Series 2013 Bonds"), with principal amounts, interest rates and maturity dates as follows:

Principal Amounts	Interest Rates	<u>Due Dates</u>
\$ 2,920,000 5,360,000 9,470,000	5.00% 5.75% 6.00%	July 1, 2023 July 1, 2033 July 1, 2043
\$17,750,000		- '

The proceeds from the sale of the Bonds, together with other available funds, were used to (1) refinance or reimburse the School for certain costs of acquiring, constructing, renovating, equipping and furnishing its future educational facility; (2) fund the Service Reserve Fund established under the indenture in an amount equal to the Debt Service Reserve Fund Requirement of the Bonds; (3) cover interest on the Bonds during construction for a period of sixteen months; and (4) pay certain costs of issuing the Series 2013 Bonds.

The Bonds are secured by the pledge and assignment to the Trustee of the Trust Estate for the benefit of the holders of the Bonds. The obligations of the School under the loan agreement are secured by the mortgages assigned to the Trustee for the benefit of the holders of the Bonds.

Interest on the Bonds is payable initially on July 1, 2013 and semiannually thereafter on each January 1st and July 1st computed on the basis of a 360-day year of twelve 30-day months. The amount of the interest that was capitalized as it related to the financing of the School's facility was \$551,999 for the year ended June 30, 2015.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

10. Bonds Payable (Continued)

Principal and interest payments due on the Bonds by fiscal year are as follows:

Fiscal year ended		Principal		<u>Interest</u>	<u>Total</u>
2016	\$	265,000	\$	1,015,775	\$ 1,280,775
2017		280,000		1,002,150	1,282,150
2018		290,000		987,900	1,277,900
2019		305,000		973,025	1,278,025
2020		320,000		957,400	1,277,400
2021 and thereafter	<u>1</u>	6,290,000		14,133,663	30,423,663
	<u>\$1</u>	7,750,000	<u>\$</u>	19,069,913	<u>\$36,819,913</u>

For the years ended June 30, 2015, the interest expense was \$470,401.

Debt Service Escrow

The bond indenture agreements provide for the creation of debt service reserve. The balance being held by the trustee at June 30, 2015 was \$1,289,650.

11. School Facility

The School occupies a commercial facility for its classroom space and administrative office on a monthly basis. The monthly rent payment is \$52,049.

12. Contingency

The School participates in a number of federal and state programs. These programs require that the School comply with certain requirements of laws, regulations, contracts, and agreements applicable to the programs in which it participates. All funds expended in connection with government grants and contracts are subject to audit by government agencies.

While the ultimate liability, if any, from such audits of government and contracts by government agencies is presently not determinable, it should not, in the opinion of the management, have a material effect on the financial position or results of operations. Accordingly, no provision for any such liability that may result has been made in the accompanying financial statements.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

13. Due to Charter School Institute

The amount due to the Charter School Institute ("CSI") arose regarding a grant that the School received from CSI in 2008. In 2013, after the statute of limitations had passed, CSI pursued the repayment of this grant. The School has settled with CSI and has agreed to pay \$100,000 in five installments every other month, with the first payment due by November 15, 2015.

14. <u>Due to Victory Education Partners</u>

Advances from Victory Education Partners bear interest at 3% and are due on demand. Subsequent payment of \$75,000 has been made in September 2015.

15. <u>Line of Credit</u>

The School has borrowings on an outstanding line of credit with the bank for the original amount of \$100,000 at 4% per annum. For the year ended June 30, 2015, the balance was \$80,263.

16. Construction Contract

The School entered into a Construction Contract Agreement in the amount of \$11,658,546, including changes orders, to construct, renovate and equip of the acquired building for classroom expansions. At June 30, 2015, \$7,057,249 of costs has been incurred.

17. Subsequent Events

Management has evaluated subsequent events through October 28, 2015, the date that financial statements were available to be issued. No significant subsequent events have been identified that would require adjustment or disclosure in the accompanying financial statements.

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Board of Trustees of International Leadership Charter School

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of International Leadership Charter School, which comprise the statement of financial position as of June 30, 2015, and the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated October 28, 2015.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered International Leadership Charter School's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of International Leadership Charter School's internal control. Accordingly, we do not express an opinion on the effectiveness of International Leadership Charter School's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether International Leadership Charter School's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audits, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the organization's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Lock Group + Company, LLP
Certified Public Accountants

New York, New York October 28, 2015