# FINANCIAL STATEMENTS WITH INDEPENDENT AUDITOR'S REPORT

JUNE 30, 2016

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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, 2016, 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, 2016, 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**

We have previously audited International Leadership Charter School's June 30, 2015 financial statements, and our report dated October 28, 2015 expressed an unmodified opinion on those audited financial statements. In our opinion, the summarized comparative information presented herein as of June 30, 2015 is consistent, in all material respects, with the audited financial statements from which it has been derived.

#### Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated October 18, 2016, 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.

Certified Public Accountants

New York, New York October 18, 2016

# STATEMENT OF FINANCIAL POSITION JUNE 30, 2016

(With Comparative Totals as of June 30, 2015)

#### **ASSETS**

	2016	2015
CURRENT ASSETS  Cash and cash equivalents Construction cash held by trustee Grants and contracts receivable Prepaid expenses	\$ 17,021 - 85,491 2,414	\$ 30,695 4,505,782 40,224 64,034
Total Current Assets	104,926	4,640,735
PROPERTY AND EQUIPMENT, net	20,317,255	13,614,269
OTHER ASSETS Deferred expenses, net Restricted cash and escrow reserves Security deposits	583,230 2,082,804 142,737	604,060 1,360,957 142,737
Total Assets	\$ 23,230,952	\$ 20,362,758
LIABILITIES AND NET ASSETS	S	
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 Loan from Fund for the City of New York	\$ 280,000 830,427 2,422,545 504,575 99,400 	\$ 265,000 504,200 58,701 511,200 80,263 125,000
Total Current Liabilities	4,358,197	1,544,364
Bonds payable, less current portion	17,205,000	17,485,000
Total Liabilities	21,563,197	19,029,364
NET ASSETS - UNRESTRICTED	1,667,755	1,333,394
Total Liabilities and Net Assets	\$ 23,230,952	\$ 20,362,758

# STATEMENT OF ACTIVITIES

YEAR ENDED JUNE 30, (With Summarized Totals for the year ended June 30, 2015)

UNRESTRICTED NET ASSETS		
	2016	2015
REVENUE, GAINS AND OTHER SUPPORT		
Public School District Resident student enrollment	\$ 5,155,272	\$ 4,446,419
Grants and Contracts	\$ 3,133,272	\$ 4,440,419
Federal - Title and IDEA	195,319	176,878
Federal - Other	38,377	-
Food Service and Child Nutrition Program	49,427	42,776
Contribution - Foundation/Individual/Corporation	13,634	8,000
Interest and other income	1,367	9,220
Total Public Support and Revenue	5,453,396	4,683,293
EXPENSES		
Program Expenses		
Regular education	3,942,382	2,535,273
Special education	546,262	372,583
	4,488,644	2,907,856
Supporting Services		
Management and general	602,788	1,663,406
Fundraising	27,603	32,323
Total Expenses	5,119,035	4,603,585
CHANGE IN NET ASSETS	334,361	79,708
Beginning of year	1,333,394	1,253,686
End of year	\$ 1,667,755	\$ 1,333,394

See notes to financial statements.

# STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED JUNE 30, 2016

(With Summarized Totals for the year ended June 30, 2015)

	Regular Education	Special Education	Total Programs	Management & General	Fund- Raising	Total	Total 2015
Personnel Expenses	_						
Administrative Staff Instructional Personnel Non-instructional Personnel	\$387,801 978,112 123,317	\$73,169 125,359 15,805	\$460,970 1,103,471 139,122	\$181,139 - -	- - -	\$642,109 1,103,471 139,122	\$491,990 897,183 133,696
<b>Total Personnel Expenses</b>	\$1,489,230	\$214,333	\$1,703,563	\$181,139		\$1,884,702	\$1,522,869
Operating Expenses	_						
Fringe benefits and payroll Professional development Financial management Professional fees Student and staff recruitment Curriculum and classroom Office supplies and materials Food service Travel and conferences Postage, printing, and copying	224,186 70,023 66,553 32,884 97,957 24,706 192,698 8,258 22,855	32,265 25 9,515 - 12,555 3,166 24,697 1,188 2,929	256,451 70,048 76,068 32,884 110,512 27,872 217,395 9,446 25,784	27,268 	- - - - - - - -	283,719 70,048 106,953 157,201 32,884 110,512 27,872 217,395 10,450 25,784	183,186 119,066 68,538 223,692 59,765 287,568 129,497 145,115 18,893 13,727
Insurance Information technology Leased equipment Security Non-capitalized equipment	56,278 64,157 12,774 115,838	8,100 8,223 1,838 16,560	64,378 72,380 14,612 132,398	6,845 - 1,554 14,587	- - -	71,223 72,380 16,166 146,985	82,585 48,530 100,320
and furnishings Repairs and maintenance Depreciation and amortization Rent Utilities Bond interest Bad debt Other expenses	3,285 59,310 213,054 575,271 144,256 397,651 14,166 56,992	473 8,536 30,458 82,241 20,623 56,848 3,542 8,148	3,758 67,846 243,512 657,512 164,879 454,499 17,708 65,139	400 7,214 26,830 72,443 18,166 50,076	27,603	4,158 75,060 270,342 729,955 183,045 504,575 17,708 99,918	22,830 27,097 23,796 711,549 161,719 473,665
Total Operating Expenses	2,453,152	331,929	2,785,081	421,649	27,603	3,234,333	3,080,716
TOTAL EXPENSES	\$3,942,382	\$546,262	\$4,488,644	\$602,788	\$27,603	\$5,119,035	\$4,603,585

# STATEMENT OF CASH FLOWS YEAR ENDED JUNE 30,

(With Summarized Totals for the year ended June 30, 2015)

	2016	2015
CASH FLOWS FROM OPERATING ACTIVITIES Change in net asset ADJUSTMENTS TO RECONCILE CHANGE IN NET ASSETS TO NET CASH FROM OPERATING ACTIVITIES	\$ 334,361	\$ 79,708
Depreciation Amortization Changes in Operating Assets and Liabilities	249,512 20,830	26,334 20,830
Grants and contracts receivable Prepaid expenses Accrued interest payable Accounts payable and accrued expenses	(45,267) 61,620 (6,625) 326,227	52,182 (63,100) 284,000 (286,247)
Net cash from operating activities	940,658	113,707
CASH FLOWS FROM INVESTING ACTIVITIES  Construction cash held by trustee Restricted cash and escrow reserves Acquisition of fixed assets	4,505,782 (721,847) (6,952,498)	5,096,173 (140) (6,026,148)
Net cash from investing activities	(3,168,563)	(930,115)
CASH FLOWS FROM FINANCING ACTIVITIES  Construction costs payable Line of credit payable Bonds payable Due to Victory Education Partners Loan from Fund for the City of New York	2,363,844 19,137 (265,000) (125,000) 221,250	58,701 (19,737) - 125,000
Net cash from financing activities	2,214,231	163,964
NET CHANGE IN CASH AND CASH EQUIVALENTS	(13,674)	(652,444)
CASH AND CASH EQUIVALENTS		
Beginning of year	30,695	683,139
End of year	\$ 17,021	\$ 30,695
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Interest paid - expensed	\$ 504,575	\$ 473,665
Interest paid - capitalized	\$ 504,575	\$ 551,999

See notes to financial statements.

### NOTES TO FINANCIAL STATEMENTS JUNE 30, 2016

#### 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 twelfth 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>

Basis of Presentation and Use of Estimates

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"), which requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

#### Net Asset Presentation

Net assets, revenues, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Unrestricted amounts are those currently available at the discretion of the board for use in the operations of the School. Temporarily restricted amounts are restricted by donor imposed restrictions as to use or time restricted. When a restriction expires, temporarily restricted net assets are re-classified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Permanently restricted amounts contain donor imposed restrictions to be maintained permanently by the School.

There are no temporarily or permanently restricted net assets at June 30, 2016.

#### Cash and Cash Equivalents

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

## NOTES TO FINANCIAL STATEMENTS JUNE 30, 2016

#### 2. Summary of Significant Accounting Policies (Continued)

#### Revenue Recognition

Tuition revenue is from state and local government sources for student tuition and other school-related income. The School recognizes tuition and other school-related income as revenue during the applicable school year in which the revenue is earned.

Grants and contracts revenue is recognized when qualifying expenditures are incurred and/or services are provided to the students during the applicable school year. Funds received in advance or any unspent funds for which qualifying expenditures have not been incurred are recorded as refundable advances. Any unspent amounts might be returned to the granting agency or the granting agency can approve that those amounts be applied to a future grant period.

#### Grants Receivable

Grants receivable are recorded at net realizable value and do not bear interest. The allowance for doubtful accounts is the School's best estimate of the amount of probable credit losses in existing receivables. Management determines the allowance based on historical write-off experience and reviews its allowance for doubtful accounts periodically. Past due balances are reviewed individually for collectability. At June 30, 2016, there are no allowances recorded, as management believes all amounts are collectible.

#### Donated Goods and Services

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 U.S. GAAP.

#### Reclassifications

Certain accounts relating to the prior year have been reclassified to conform to the current year's presentation.

## NOTES TO FINANCIAL STATEMENTS JUNE 30, 2016

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

Restricted Cash and Escrow Reserves

Restricted cash and escrow reserves relate to required reserve and escrow accounts that are required to be maintained by the School in accordance with the bond indenture and charter requirements.

## Property and Equipment

Property and equipment are recorded at cost. Donated assets are capitalized at the estimated fair value at date of receipt. Maintenance and repairs are 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 the respective asset; 5 years for furniture and equipment and 3 years for software.

#### Functional Allocation of Expenses

Expenses have been charged to program and supporting services, either directly when identifiable to a specific program, or indirectly based on management's estimate of the functional area benefited

#### 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 June 30, 2012.

## Deferred Expenses

Closing costs consist of professional fees and other costs incurred for securing financing and are amortized on the interest method over the life of the related bonds.

## NOTES TO FINANCIAL STATEMENTS JUNE 30, 2016

#### 2. Summary of Significant Accounting Policies (Continued)

Prior Year Summarized Comparative Information

Information as of and for the year ended June 30, 2015 is presented for comparative purposes only. The notes to the financial statements and certain activity by net asset classification are not included in this report. Accordingly, such 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 information should be read in conjunction with the School's financial statements as of and for the year ended June 30, 2015, from which the summarized comparative information was derived.

#### Subsequent Events

Management has evaluated subsequent events for disclosure and/or recognition in the financial statements through the date that the financial statements were available to be issued, which date is October 18, 2016. Based on this evaluation, management has determined that the following subsequent events require disclosure regarding additional financing of \$3,300,000 on July 1, 2016 (see Note 7).

#### 3. Restricted Cash and Escrow Reserves

Restricted cash and escrow reserve accounts at June 30, 2016 consist of:

Restricted cash – held by trustee	\$ 793,154
Debt service	1,289,650
	\$2,082,804

#### 4. **Property and Equipment**

At June 30, 2016, property and equipment consisted of the following:

Land	\$ 2,530,000
Building	17,796,129
Computer and equipment	128,358
Furniture and fixtures	264,675
	20,719,162
Less Accumulated depreciation	(401,907)
Total	\$20,317,255

## NOTES TO FINANCIAL STATEMENTS JUNE 30, 2016

#### 5. Retirement Plan

The School maintains a deferred 401K plan (the "Plan") for all qualified employees. The School elects to make contributions to the Plan on a discretionary basis. For the year ended June 30, 2016, the School had not contributed to the Plan.

# 6. <u>Deferred Expenses</u>

At June 30, 2016, deferred expenses consisted of the following:

Bond issuance costs	\$ 624,890
Less: Accumulated amortization	(41,660)
	\$ 583,230

#### 7. **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>
\$ 2,655,000	5.00%	July 1, 2023
5,360,000	5.75%	July 1, 2033
9,470,000	6.00%	July 1, 2043
\$17,485,000		

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.

## NOTES TO FINANCIAL STATEMENTS JUNE 30, 2016

#### 7. **Bonds Payable (Continued)**

Interest on the Bonds is payable initially on July 1, 2013 and semiannually thereafter on each January 1<sup>st</sup> and July 1<sup>st</sup> 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 \$504,575 for the year ended June 30, 2016.

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

Fiscal year ended		<b>Principal</b>		<u>Interest</u>	<u>Total</u>
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		340,000		949,900	1,280,900
2021 and thereafter	<u>1</u>	5,950,000		13,192,763	29,142,763
	<u>\$1</u>	7,485,000	<u>\$</u>	18,054,138	\$35,539,138

For the years ended June 30, 2016, the interest expense was \$504,575.

On July 1, 2016, Building NYC Resource Corporation provided \$2,905,000 in Tax-Exempt Revenue Bonds (the "Series 2016A Bonds"), with interest calculated at 6.25% per annum, and \$395,000 in Taxable Revenue Bonds (the "Series 2016B Bonds"), with interest calculated at 5%, for a total of \$3,300,000 (collectively, the "2016 Series Bonds") for renovations and equipment purchases, establishing reserve accounts and costs related to the issuance of the Bonds. Provision of the debt provide for payments of interest only on the Series 2016A Bonds through June 2023, then principal and interest payments through maturity (July 2046), payments of interest only on the Series 2016B Bonds through July 2018, then principal and interest payments through maturity (July 2046). The debt is secured by the property.

#### 8. Commitment

In August 2011, the School had entered into a non-cancelable lease agreement for classroom and administrative space. Terms of the lease provide for monthly payments of approximately \$52,000 per month, expiring in August 2016. In January 2016, the School had relocated to a newly constructed facility and is liable for rent payments under the lease. From January 1 to June 30, 2016, the School paid approximately \$312,000 under the lease and will owe approximately \$65,000 through August 2016.

# NOTES TO FINANCIAL STATEMENTS JUNE 30, 2016

#### 9. <u>Line of Credit</u>

The School obtained an unsecured line of credit with the bank in the amount of \$100,000 at 4.25% per annum. At June 30, 2016, the balance was \$99,400.

#### 10. Concentration of Risk

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.

The School receives a substantial portion of its support and revenue from the New York City Department of Education. If the charter school laws were modified, reducing or eliminating these revenues the School's finances could be materially adversely affected.

## 11. 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.

#### 12. Loan from Fund for the City of New York

The School received an unsecured, non-interest bearing, short-term bridge loan of \$250,000 from the Fund for the City of New York. As of June 30, 2016, the remaining loan balance was \$221,250, which was subsequently paid in August 2016.

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, 2016, 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 18, 2016.

## **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.

Xack Group + Company, LLP
Certified Public Accountants

New York, New York October 18, 2016