

Winthrop Charter School

A Department of Bay Area Charter Foundation, LLC
(A Component Unit of the School
Board of Hillsborough County, Florida)

Basic Financial Statements
For the Year Ended June 30, 2015

Winthrop Charter School

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Winthrop Charter School
A Department of Bay Area Charter Foundation, LLC
Hillsborough County, Florida

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities, each major fund, and the aggregate remaining fund information of Winthrop Charter School (the "School"), a Department of Bay Area Charter Foundation, LLC ("BACF"), and a component unit of the School Board of Hillsborough County, Florida, as of and for the year ended June 30, 2015, which collectively comprise the School's basic financial statements as listed in the table of contents.

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 opinions 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 opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, each major fund, and the aggregate remaining fund information of the School, as of June 30, 2015, and the respective changes in financial position, and budgetary comparison for the General Fund and Special Revenue Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 1, the financial statements of the School are intended to present the financial position and change in financial position of only that portion of the governmental activities, each major fund and the aggregate remaining fund information of BACF that is attributable to the transactions of the School. They do not purport to, and do not, present fairly the financial position of BACF as of June 30, 2015 and the changes in its financial position or budgetary comparisons, where applicable, for the year ended June 30, 2015 in conformity with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3 through 6 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated September 17, 2015, on our consideration of the 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 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 the School's internal control over financial reporting and compliance.



KEEFE McCULLOUGH

Fort Lauderdale, Florida
September 17, 2015

MANAGEMENT'S DISCUSSION AND ANALYSIS

As management of Winthrop Charter School (the "School"), a Department of Bay Area Charter Foundation, LLC, and a component unit of the School Board of Hillsborough County, Florida, we offer readers of the School's basic financial statements this narrative overview and analysis of the financial activities of the School for the year ended June 30, 2015 and 2014.

Management's discussion and analysis is included at the beginning of the School's basic financial statements to provide, in layman's terms, the current position of the School's financial condition. This summary should not be taken as a replacement for the audit, which consists of the basic financial statements.

Financial Highlights

Our basic financial statements provide these insights into the results of this year's operations.

- As of June 30, 2015, the School's fund balance was \$ 2,755,737 as compared to \$ 2,463,897 at June 30, 2014.
- As of June 30, 2015, the School had a net position of \$ 140,385 as compared to \$ 22,867 at June 30, 2014.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the School's basic financial statements. The School's basic financial statements are comprised of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the basic financial statements.

Government-Wide Financial Statements: The government-wide financial statements are designed to provide readers with a broad overview of the School's finances, in a manner similar to a private sector business.

The statement of net position presents information on all of the School's assets, liabilities, and deferred inflows/outflows of resources, with the difference between the two reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the School is improving or deteriorating.

The statement of activities presents information showing how the School's net position changed during the year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this Statement for some items that will only result in cash flows in future fiscal periods (e.g. uncollected revenues and services rendered but unpaid).

The government-wide financial statements include all governmental activities that are principally supported by grants and entitlements from the state for full-time equivalent funding. The School does not have any business-type activities. The governmental activities of the School primarily include instruction and instructional support services.

The government-wide financial statements can be found on pages 7 and 8 of this report.

Fund Financial Statements: A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The School, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds: Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of spendable resources, as well as balances of spendable resources available at the end of the fiscal year. Such information may be useful in evaluating the School's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the School's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures and change in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The School maintains several individual governmental funds. Information is presented in the governmental fund balance sheet and the governmental fund statement of revenues, expenditures and change in fund balances. The General Fund, Special Revenue Fund, Capital Project Fund and Debt Service Fund are considered to be the School's major funds.

The School adopts an annual budget for its governmental funds. A budgetary comparison statement has been provided for the General Fund and Special Revenue Fund to demonstrate compliance with the budget.

The governmental fund financial statements can be found on pages 9 through 15 of this report.

Agency Fund: In addition, the School has one Agency Fund which is a student activity fund. This fund is formed for education and school purposes.

The Agency Fund financial statement can be found on page 16 of this report. The assets and liabilities of this fund are not included in the government-wide statement of net assets.

Notes to Basic Financial Statements: The notes provide additional information that is essential for a full understanding of the data provided in the government-wide and fund financial statements. The notes to basic financial statements can be found on pages 17 through 26 of this report.

Government-Wide Financial Analysis

This is the School's fourth year of operations; therefore, comparative government-wide data is presented. The School's net position was \$ 140,385 at June 30, 2015. This amount represents net investment in capital assets (deficit) of \$ (2,581,879) and unrestricted of \$ 2,722,264. The School's net position was \$ 22,867 at June 30, 2014, which represented net investment in capital assets (deficit) of \$ (2,419,438) and unrestricted of \$ 2,442,305.

**Winthrop Charter School
Management's Discussion and Analysis
June 30, 2015**

Our analysis in the table below focuses on the net position of the School's governmental activities:

Winthrop Charter School Net Position		
	June 30, 2015	June 30, 2014
ASSETS:		
Current and other assets	\$ 3,152,682	\$ 2,892,971
Capital assets, net of depreciation	<u>15,107,772</u>	<u>15,563,360</u>
Total assets	<u>18,260,454</u>	<u>18,456,331</u>
LIABILITIES:		
Current liabilities	1,027,097	998,875
Noncurrent liabilities	<u>17,092,972</u>	<u>17,434,589</u>
Total liabilities	<u>18,120,069</u>	<u>18,433,464</u>
NET POSITION:		
Net investment in capital assets (deficit)	(2,581,879)	(2,419,438)
Unrestricted	<u>2,722,264</u>	<u>2,442,305</u>
Total net position	<u>\$ 140,385</u>	<u>\$ 22,867</u>

Governmental Activities: The results of this year's operations for the School as a whole are reported in the statement of activities on page 8. The table below provides a condensed presentation of the School's revenues and expenses for the years ended June 30, 2015 and 2014:

Winthrop Charter School Change in Net Position		
	June 30, 2015	June 30, 2014
REVENUES:		
General revenues	\$ 8,201,271	\$ 7,957,798
Program revenues	<u>1,291,358</u>	<u>1,676,834</u>
Total revenues	<u>9,492,629</u>	<u>9,634,632</u>
FUNCTIONS/PROGRAM EXPENSES:		
Instruction	4,356,796	4,348,265
Instructional support services	2,611,518	2,093,493
Non-instructional services	<u>2,406,797</u>	<u>2,551,585</u>
Total expenses	<u>9,375,111</u>	<u>8,993,343</u>
Change in net position	<u>\$ 117,518</u>	<u>\$ 641,289</u>

**Winthrop Charter School
Management's Discussion and Analysis
June 30, 2015**

Governmental Fund Expenditures

In the table below, we have presented the cost of the largest functions/programs as a percentage of total governmental expenditures:

Functions/Programs	2015		2014	
	Expenditures	Percent	Expenditures	Percent
Governmental expenditures:				
Instructional expenditures	\$ 3,993,153	43.5%	\$ 3,969,807	46.0%
Debt service	2,036,175	22.1%	1,983,591	23.0%
Plant operations and maintenance	911,626	9.9%	921,755	10.7%
Administrative services	508,599	5.5%	557,794	6.5%
General Administration - management fee	404,650	4.4%	-	0.0%
All other functions/programs	<u>1,346,586</u>	<u>14.6%</u>	<u>1,188,390</u>	<u>13.8%</u>
Total governmental expenditures	<u>\$ 9,200,789</u>	<u>100.0%</u>	<u>\$ 8,621,337</u>	<u>100.0%</u>

Capital Assets and Debt Administration

Capital assets: At June 30, 2015, the School had capital assets of \$ 15,107,772, net of accumulated depreciation, invested in building, furniture, fixtures and equipment, computer equipment and improvements other than buildings as compared to \$ 15,563,360 at June 30, 2014.

Debt: At June 30, 2015, the School had outstanding debt of \$ 17,689,651 as compared to \$ 17,982,798 at June 30, 2014. Additional information on the School's debt can be found in Notes 7 and 8 on pages 22 and 23.

General Fund Budgetary Highlights

Revenues were favorable to the budget for the year ended June 30, 2015 mainly due to the unbudgeted school recognition bonus of \$ 126,400. The School had a planned surplus of approximately \$ 189,395, however ended the year with a fund balance surplus of \$ 291,840, \$ 102,445 better than budget.

Economic Factors and Next Year's Budget

The State of Florida is projecting an increase in Florida Education Finance Program funding for the next fiscal year of approximately 3%. This increase will be offset by a reduction in Public Education Capital Outlay, a funding pool which includes all charter schools.

Expenditures are budgeted in proportion to enrollment as well as strategic objectives at the School. In addition, a 2% salary increase pool has been built into the budget for all eligible school staff.

Requests for Information

If you have any questions about this report or need additional information, please write Hillary Daigle, Controller; Charter Schools USA; 800 Corporate Drive, Suite 124; Ft. Lauderdale, FL 33334.

BASIC
FINANCIAL STATEMENTS

Winthrop Charter School
Statement of Net Position
June 30, 2015

	Governmental Activities
Current Assets:	
Cash and cash equivalents	\$ 1,995,822
Other receivables	37,710
Due from management company	31,352
Due from other governments	31,118
Due from trustee	995,070
Prepaid expenditures	28,587
Deposits	<u>33,023</u>
Total current assets	3,152,682
Noncurrent Assets:	
Capital assets (depreciable), net of accumulated depreciation	<u>15,107,772</u>
Total assets	<u>18,260,454</u>
Current Liabilities:	
Accounts payable	26,529
Salaries and wages payable	364,752
Due to other governments	5,664
Compensated absences	25,105
Capital lease	<u>605,047</u>
Total current liabilities	<u>1,027,097</u>
Noncurrent Liabilities:	
Compensated absences	8,368
Capital lease	<u>17,084,604</u>
Total noncurrent liabilities	<u>17,092,972</u>
Total liabilities	<u>18,120,069</u>
Commitments (Notes 7 and 11)	-
Net Position:	
Net investment in capital assets (deficit)	(2,581,879)
Unrestricted	<u>2,722,264</u>
Total net position	<u>\$ 140,385</u>

The accompanying notes to basic financial statements are an integral part of these statements.

**Winthrop Charter School
Statement of Activities
For the Year Ended June 30, 2015**

	<u>Expenses</u>	<u>Program Revenues</u>			<u>Governmental</u>
		<u>Charges for Services</u>	<u>Operating Grants and Contributions</u>	<u>Capital Grants and Contributions</u>	<u>Activities</u>
					<u>Net Revenue (Expense) and Change in Net Position</u>
Functions/Programs:					
Instruction	\$ 4,356,796	\$ -	\$ 145,172	\$ -	\$ (4,211,624)
Instructional support services	219,259	-	-	-	(219,259)
Board services	23,921	-	-	-	(23,921)
General administration - District administrative fee	78,632	-	-	-	(78,632)
General administration - Management fee	404,650	-	-	-	(404,650)
Administrative services	508,599	-	-	-	(508,599)
Facilities acquisition and construction - facilities rent	130,560	-	-	-	(130,560)
Fiscal services	10,764	-	-	-	(10,764)
Food services	331,952	96,204	225,526	-	(10,222)
Central services	97,190	-	-	-	(97,190)
Operation of plant	1,002,047	-	-	-	(1,002,047)
Maintenance of plant	267,771	-	-	-	(267,771)
Community services - childcare or VPK, salaries, benefits, materials and supplies, etc.	199,942	404,779	26,269	-	231,106
Interest on long-term debt	1,743,028	-	-	393,408	(1,349,620)
	<u>\$ 9,375,111</u>	<u>\$ 500,983</u>	<u>\$ 396,967</u>	<u>\$ 393,408</u>	<u>(8,083,753)</u>
Total governmental activities					
General revenues:					
Grants and entitlements					8,105,447
Miscellaneous					95,824
Total general revenues					<u>8,201,271</u>
Change in net position					117,518
Net position, July 1, 2014					<u>22,867</u>
Net position, June 30, 2015					<u>\$ 140,385</u>

The accompanying notes to basic financial statements are an integral part of these statements.

Winthrop Charter School
Balance Sheet - Governmental Funds
June 30, 2015

	<u>General Fund</u>	<u>Special Revenue Fund</u>	<u>Capital Project Fund</u>	<u>Debt Service Fund</u>	<u>Total</u>
Assets:					
Cash and cash equivalents	\$ 1,995,822	\$ -	\$ -	\$ -	\$ 1,995,822
Other receivables	37,710	-	-	-	37,710
Due from management company	31,352	-	-	-	31,352
Due from other governments	-	-	31,118	-	31,118
Due from trustee	995,070	-	-	-	995,070
Due from other funds	31,118	-	-	-	31,118
Prepaid expenditures	28,587	-	-	-	28,587
Deposits	33,023	-	-	-	33,023
	<u>3,152,682</u>	<u>-</u>	<u>31,118</u>	<u>-</u>	<u>3,183,800</u>
Total assets	<u>\$ 3,152,682</u>	<u>\$ -</u>	<u>\$ 31,118</u>	<u>\$ -</u>	<u>\$ 3,183,800</u>
Liabilities:					
Accounts payable	\$ 26,529	\$ -	\$ -	\$ -	\$ 26,529
Salaries and wages payable	364,752	-	-	-	364,752
Due to other governments	5,664	-	-	-	5,664
Due to other funds	-	-	31,118	-	31,118
	<u>396,945</u>	<u>-</u>	<u>31,118</u>	<u>-</u>	<u>428,063</u>
Total liabilities	<u>396,945</u>	<u>-</u>	<u>31,118</u>	<u>-</u>	<u>428,063</u>
Commitments (Notes 7 and 11)	-	-	-	-	-
Fund Balances:					
Nonspendable:					
Prepaid expenditures	28,587	-	-	-	28,587
Deposits	33,023	-	-	-	33,023
Assigned to subsequent year's budget	106,365	-	-	-	106,365
Unassigned	2,587,762	-	-	-	2,587,762
	<u>2,755,737</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>2,755,737</u>
Total fund balances	<u>2,755,737</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>2,755,737</u>
Total liabilities and fund balances	<u>\$ 3,152,682</u>	<u>\$ -</u>	<u>\$ 31,118</u>	<u>\$ -</u>	<u>\$ 3,183,800</u>

The accompanying notes to basic financial statements are an integral part of these statements.

**Winthrop Charter School
 Reconciliation of the Balance Sheet of the Governmental Funds
 to the Statement of Net Position
 June 30, 2015**

Total Fund Balances - Governmental Funds, Page 9 \$ 2,755,737

Amounts reported for governmental activities in the statement of net position are different because:

The cost of capital assets acquired is reported as an expenditure in the governmental funds. The statement of net position includes those capital assets, net of accumulated depreciation, among the assets of the School as a whole.

Cost of capital assets	\$	17,446,049	
Accumulated depreciation		<u>(2,338,277)</u>	15,107,772

Liabilities not payable with current available resources are not reported as fund liabilities in the governmental fund statements. All liabilities both current and long-term, are reported in the government-wide statements.

Compensated absences		(33,473)	
Capital lease payable		<u>(17,689,651)</u>	<u>(17,723,124)</u>

Net Position of Governmental Activities, Page 7 \$ 140,385

The accompanying notes to basic financial statements are an integral part of these statements.

Winthrop Charter School
Statement of Revenues, Expenditures and
Change in Fund Balances - Governmental Funds
For the Year Ended June 30, 2015

	<u>Account</u>	<u>General Fund</u>
Revenues:		
Federal through state and local	3200	\$ -
State sources:		
Florida Education Finance Program	3310	8,105,447
State capital outlay and debt service	3320	-
Other state revenue	3330	145,172
National School Lunch Program	3370	-
Food service revenue	3450	96,204
Childcare revenue	3470	404,779
Miscellaneous local source revenue	3490	95,824
		<u>8,847,426</u>
Total revenues		<u>8,847,426</u>
Expenditures:		
Instruction	5000	3,993,153
Instructional support services	6000	219,259
Board services	7100	23,921
General administration - District administrative fee	7200.30	78,632
General administration - Management fee	7200.31	404,650
Administrative services	7300	508,599
Facilities acquisition and construction	7400	254,366
Facilities acquisition and construction - facilities rent	7400.36	130,560
Fiscal services	7500	10,764
Food services	7600	106,426
Central services	7700	97,190
Operation of plant	7900	643,855
Maintenance of plant	8100	267,771
Community services - childcare or VPK salaries, benefits, materials and supplies, etc.	9100	173,673
Debt service:		
Principal	9200	-
Interest	9200	-
		<u>6,912,819</u>
Total expenditures		<u>6,912,819</u>
Change in fund balances before other financing sources (uses)		<u>1,934,607</u>
Other Financing Sources (Uses):		
Transfer in	9700	-
Transfer out	9700	(1,642,767)
		<u>(1,642,767)</u>
Total other financing sources (uses)		<u>(1,642,767)</u>
Net change in fund balances		291,840
Fund Balances, July 1, 2014		<u>2,463,897</u>
Fund Balances, June 30, 2015		<u>\$ 2,755,737</u>

The accompanying notes to basic financial statements are an integral part of these statements.

<u>Special Revenue Fund</u>	<u>Capital Project Fund</u>	<u>Debt Service Fund</u>	<u>Total</u>
\$ 249,235	\$ -	\$ -	\$ 249,235
-	-	-	8,105,447
-	393,408	-	393,408
-	-	-	145,172
2,560	-	-	2,560
-	-	-	96,204
-	-	-	404,779
-	-	-	95,824
<u>251,795</u>	<u>393,408</u>	<u>-</u>	<u>9,492,629</u>
-	-	-	3,993,153
-	-	-	219,259
-	-	-	23,921
-	-	-	78,632
-	-	-	404,650
-	-	-	508,599
-	-	-	254,366
-	-	-	130,560
-	-	-	10,764
225,526	-	-	331,952
-	-	-	97,190
-	-	-	643,855
-	-	-	267,771
26,269	-	-	199,942
-	-	553,607	553,607
-	393,408	1,089,160	1,482,568
<u>251,795</u>	<u>393,408</u>	<u>1,642,767</u>	<u>9,200,789</u>
<u>-</u>	<u>-</u>	<u>(1,642,767)</u>	<u>291,840</u>
-	-	1,642,767	1,642,767
-	-	-	(1,642,767)
-	-	1,642,767	-
-	-	-	291,840
-	-	-	2,463,897
<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 2,755,737</u>

**Winthrop Charter School
 Reconciliation of the Statement of Revenues,
 Expenditures and Change in Fund Balances of the
 Governmental Funds to the Statement of Activities
 For the Year Ended June 30, 2015**

Change in Fund Balances - Governmental Fund, Page 12 \$ 291,840

Amounts reported for governmental activities in the statement of activities are different because:

Governmental funds report capital outlays as expenditures; however, in the statement of activities, these costs are allocated over their estimated useful lives as a provision for depreciation.

Cost of capital assets	\$	254,366	
Provision for depreciation		<u>(709,954)</u>	(455,588)

Certain items reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in the governmental funds.

Change in compensated absences		(11,881)	
Provision for amortization of costs associated with capital lease		(260,460)	
Repayment of capital lease		<u>553,607</u>	<u>281,266</u>

Change in Net Position of Governmental Activities, Page 8 \$ 117,518

The accompanying notes to basic financial statements are an integral part of these statements.

**Winthrop Charter School
Statement of Revenues and Expenditures -
Budget and Actual - General Fund
For the Year Ended June 30, 2015**

	<u>Account</u>	<u>Original and Final Budget</u>	<u>Actual</u>	<u>Variance</u>
Revenues:				
State sources:				
Florida Education Finance Program	3310	\$ 8,039,789	\$ 8,105,447	\$ 65,658
Other state revenue	3330	-	145,172	145,172
Food service revenue	3450	-	96,204	96,204
Childcare revenue	3470	381,030	404,779	23,749
Miscellaneous local source revenue	3490	29,064	95,824	66,760
		<u>8,449,883</u>	<u>8,847,426</u>	<u>397,543</u>
Expenditures:				
Instruction	5000	4,045,107	3,993,153	51,954
Instructional support services	6000	216,985	219,259	(2,274)
Board services	7100	24,175	23,921	254
General administration - District administrative fee	7200.30	78,513	78,632	(119)
General administration - Management fee	7200.31	404,650	404,650	-
Administrative services	7300	556,250	508,599	47,651
Facilities acquisition and construction	7400	261,997	254,366	7,631
Facilities acquisition and construction - facilities rent	7400.36	130,560	130,560	-
Fiscal services	7500	3,891	10,764	(6,873)
Food services	7600	-	106,426	(106,426)
Central services	7700	103,346	97,190	6,156
Operation of plant	7900	517,588	643,855	(126,267)
Maintenance of plant	8100	141,100	267,771	(126,671)
Community services - childcare or VPK salaries, benefits, materials and supplies, etc.	9100	160,426	173,673	(13,247)
		<u>6,644,588</u>	<u>6,912,819</u>	<u>(268,231)</u>
Change in fund balance before other financing sources (uses)		1,805,295	1,934,607	129,312
Other Financing Uses:				
Transfer out	9700	(1,615,900)	(1,642,767)	(26,867)
Net change in fund balance		<u>\$ 189,395</u>	<u>\$ 291,840</u>	<u>\$ 102,445</u>

The accompanying notes to basic financial statements are an integral part of these statements.

**Winthrop Charter School
Statement of Revenues and Expenditures -
Budget and Actual - Special Revenue Fund
For the Year Ended June 30, 2015**

	<u>Account</u>	<u>Original and Final Budget</u>	<u>Actual</u>	<u>Variance</u>
Revenues:				
Federal sources:				
National School Lunch Program	3260	\$ 320,131	\$ 249,235	\$ (70,896)
State sources:				
National School Lunch Program	3370	-	2,560	2,560
Total revenues		<u>320,131</u>	<u>251,795</u>	<u>(68,336)</u>
Expenditures:				
Food services	7600	305,131	225,526	79,605
Community services - childcare or VPK salaries, benefits, materials and supplies, etc.	9100	<u>15,000</u>	<u>26,269</u>	<u>(11,269)</u>
Total expenditures		<u>320,131</u>	<u>251,795</u>	<u>68,336</u>
Net change in fund balance		<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

The accompanying notes to basic financial statements are an integral part of these statements.

**Winthrop Charter School
Statement of Assets and Liabilities - Agency Fund
June 30, 2015**

	<u>Student Activities</u>
Assets:	
Cash and cash equivalents	\$ <u>159,145</u>
Total assets	\$ <u><u>159,145</u></u>
Liabilities:	
Due to students	\$ <u>159,145</u>
Total liabilities	\$ <u><u>159,145</u></u>

The accompanying notes to basic financial statements are an integral part of these statements.

Note 1 - Organization and Operations

Winthrop Charter School (the "School"), a Department of Bay Area Charter Foundation, LLC, and a component unit of the School Board of Hillsborough County, Florida, was established in 2011 as a public charter school to serve students from kindergarten to eighth grade in Hillsborough County. As of June 30, 2015, 1,277 students were enrolled in the School. Bay Area Charter Foundation, LLC ("BACF") is a Florida limited liability company organized in April 2011. Florida Charter Educational Foundation, Inc. ("FCEF") is a Florida nonprofit corporation, organized pursuant to Chapter 617, Florida Statutes, and is the sole member of BACF. The governing board of the School consists of the officers and directors of BACF. BACF also operates Woodmont Charter School in Hillsborough County.

The basic financial statements of the School present only the balances, activity and disclosures related to the School. They do not purport to, and do not, present fairly the financial position of BACF or FCEF as of June 30, 2015, and their changes in financial position or budgetary comparisons, where applicable, for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Note 2 - Summary of Significant Accounting Policies

Reporting entity: The School operates under a charter granted by the sponsoring School Board of Hillsborough County (the "School Board"). The current charter is effective until June 30, 2016, and may be renewed by mutual written agreement between the School and the School Board. At the end of the term of the charter, the Board may choose not to renew the charter under grounds specified in the charter in which case the Board is required to notify the School in writing at least ninety days prior to the charter's expiration. During the term of the charter, the Board may also terminate the charter if good cause is shown. The School is considered a component unit of the School Board of Hillsborough County.

The School may also be financially accountable if an organization is fiscally dependent on the School regardless of whether the organization has a separately elected governing board, a governing board appointed by another government, or a jointly approved board. In addition, component units can be other organizations for which the nature and significance of their relationship with the School are such that exclusion would cause the reporting entity's basic financial statements to be misleading or incomplete.

As a result of evaluating the above criteria, management has determined that no component units exist for which the School is financially accountable which would require inclusion in the School's financial statements.

Basis of presentation: Based on the guidance presented in the American Institute of Certified Public Accountants Audit and Accounting Guide - Not-for-Profit Organizations and provisions of Section 228.056(9), Florida Statutes, the School is presented as a governmental organization for financial statement reporting purposes.

Government-wide statements: The School's basic financial statements include both government-wide (reporting the School as a whole) and fund financial statements (reporting the School's major funds). Both the government-wide and fund financial statements categorize primary activities as either governmental or business-type. All of the School's activities are classified as governmental activities.

Note 2 - Summary of Significant Accounting Policies (continued)

In the government-wide statement of net position, the governmental activities column is presented on a consolidated basis, if applicable, and is reported on a full-accrual, economic resource basis, which recognizes all noncurrent assets and receivables as well as all noncurrent debt and obligations.

The government-wide statement of activities reports both the gross and net cost of each of the School's functions. The net costs, by function, are also supported by general revenues (unrestricted contributions, investment earnings, miscellaneous revenue, etc.). The statement of activities reduces gross expenses (including provision for depreciation) by related program revenues, operating and capital grants and contributions. Program revenues must be directly associated with the function. Operating grants include operating-specific and discretionary (either operating or capital) grants while the capital grants column reflects capital-specific grants. For the year ended June 30, 2015, the School had program revenues of \$ 1,291,358.

This government-wide focus is more on the ability to sustain the School as an entity and the change in the School's net position resulting from the current year's activities.

Fund financial statements: The accounts of the School are organized on the basis of funds. The operations of the funds are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, equity, revenues and expenditures.

The School reports the following major governmental funds:

General Fund - This fund is used to account for all operating activities of the School except for those required to be accounted for in another fund.

Special Revenue Fund - This fund is used to account for federal grants and certain state grants that are legally restricted to expenditures for particular purposes.

Capital Project Fund - This fund is used to account for state capital outlay funding that is legally restricted to expenditures for particular purposes.

Debt Service Fund - This fund is used to account for the accumulation of resources for, and the payment of, principal and interest on long-term obligations of governmental funds.

Measurement focus and basis of accounting: Basis of accounting refers to the point at which revenues or expenditures/expenses are recognized in the accounts and reported in the financial statements. It relates to the timing of the measurements made regardless of the measurement focus applied. Governmental funds use the current financial resources measurement focus and the governmental-wide statements use the economic resources measurement focus.

Governmental activity in the government-wide financial statements is presented on the full-accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when incurred.

The governmental fund financial statements are presented on the modified-accrual basis of accounting under which revenue is recognized in the accounting period in which they become susceptible to accrual (i.e., when they become both measurable and available). "Measurable" means the amount of the transaction can be determined and "available" means collectible within sixty days after year-end or soon enough thereafter to be used to pay liabilities of the current period.

Note 2 - Summary of Significant Accounting Policies (continued)

Cash and cash equivalents: The School considers all demand accounts and money market funds which are not subject to withdrawal restrictions to be cash and cash equivalents. The School maintains its cash accounts with one financial institution. The School's accounts at this institution, at times, may exceed the federally insured limit. The School has not experienced any losses in such accounts and does not believe it is exposed to any significant credit risk (Note 3).

In addition, the Trustee holds certain funds in a money market account in the name of the Foundation for an operating reserve fund as required by the Bond Indenture (Note 11).

Prepaid items: Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items.

Due to and due from other funds: Interfund receivable and payables arise from interfund transactions and are recorded by all funds affected in the period in which transactions are executed. The balances result from the time lag between the dates that interfund goods and services are provided or reimbursable expenditures occur, transactions are recorded in the accounting system, and payments between funds are made.

Revenue recognition: Student funding is provided by the State of Florida through the School Board. Such funding is recorded as entitlement revenue in the government-wide financial statements and state source revenue in the fund financial statements. This funding is received on a prorata basis over the ten month period the School is in session and is adjusted for changes in full-time equivalent (FTE) student population.

Income taxes: The School is a Department of Bay Area Charter Foundation, LLC ("BACF"). Florida Charter Educational Foundation, Inc. ("FCEF") is a Florida nonprofit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code. FCEF is the sole member of BACF. For federal income tax purposes, BACF is considered a "disregarded entity." Because BACF is treated as a "disregarded entity," BACF is considered to be, for federal income tax purposes, a division of FCEF and, therefore, BACF is considered to be a tax-exempt organization. Accordingly, no provision for income taxes has been made in these financial statements.

Capital assets: Capital assets purchased or acquired are capitalized at historical cost or estimated historical cost. Capital assets are defined by the School as assets with an initial cost of \$ 750 and useful life of over one year. Donated capital assets are valued at the estimated fair market value as of the date received. Additions, improvements and other capital outlays that significantly extend the useful life of an asset are capitalized and depreciated over the remaining useful lives of the related fixed assets. Other costs incurred for repairs and maintenance are expensed as incurred.

Depreciation on all assets is provided on the straight-line basis over the estimated useful lives as follows:

Building	45 years
Furniture, fixtures and equipment	5 years
Computer equipment	3 years
Improvements other than buildings	10 years

Deferred outflows/inflows of resources: In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will *not* be recognized as an outflow of resources (expense/expenditure) until then. The School does not have any items that qualify for reporting in this category.

Note 2 - Summary of Significant Accounting Policies (continued)

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will *not* be recognized as an inflow of resources (revenue) until that time. The School does not have any items that qualify for reporting in this category.

Unearned revenue: Unearned revenue arises when the School receives resources before it has a legal claim to them.

Compensated absences: The School's policy permits employees to accumulate earned but unused paid time off, which is eligible for payment upon separation from service. The liability for such leave is reported as incurred in the government-wide financial statements. A liability for those amounts is recorded in the governmental funds only if the liability has matured as a result of employee resignations or retirements. The liability for compensated absences includes salary-related benefits, where applicable. Payments for compensated absences are generally paid out the General Fund.

Net position: Net position is classified in three categories. The general meaning of each is as follows:

- Net investment in capital assets - represents the difference between the cost of capital assets, less accumulated depreciation reduced by the outstanding balances of any borrowings used for the acquisition, construction or improvement of those assets.
- Restricted - consists of net position with constraints placed on their use either by 1) external groups such as creditors, grantors, contributors, or laws or regulations of other governments, or 2) law through constitutional provisions or enabling legislation.
- Unrestricted - includes that portion of net position that is available to fund future operations.

Fund balance: The governmental fund financial statements present fund balances based on the provisions of GASB Statement No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions*. This Statement provides more clearly defined fund balance classifications and also sets a hierarchy which details how the School may spend funds based on certain constraints. The following are the fund balance classifications used in the governmental fund financial statements:

- Nonspendable - this classification includes amounts that cannot be spent because they are either not in spendable form or are legally or contractually required to be maintained intact. The School classifies inventories, prepaid items, long-term notes receivable and deposits as nonspendable since they are not expected to be converted to cash or are not expected to be converted to cash within the next year.
- Restricted - this classification includes amounts that are restricted for specific purposes by external parties such as grantors and creditors or are imposed by law through constitutional provisions or enabling legislation.

Note 2 - Summary of Significant Accounting Policies (continued)

- Committed - this classification includes amounts that can be used for specific purposes voted on through formal action of the Board of Directors (the highest level of decision making authority). The committed amount cannot be used for any other purpose unless the Board of Directors removes or changes the commitment through formal action.
- Assigned - this classification includes amounts that the Board of Directors intends to use for a specific purpose but they are neither restricted nor committed. The School classifies existing fund balance to be used in the subsequent year's budget for elimination of a deficit as assigned.
- Unassigned - this classification includes amounts that have not been restricted, committed or assigned for a specific purpose within the General Fund.

The details of the fund balances are included in the Governmental Fund Balance Sheet on page 9.

When the School incurs expenditures for which restricted or unrestricted fund balance is available, the School would consider restricted funds to be spent first. When the School has expenditures for which committed, assigned or unassigned fund balance is available, the School would consider committed funds to be spent first, then assigned funds and lastly unassigned funds.

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

Budget: An operating budget is adopted and maintained by the governing board for the School pursuant to the requirements of Florida Statutes. The budget is adopted using the same basis of accounting that is used in the preparation of the basic financial statements.

Reclassifications: Certain amounts presented in the prior year data have been reclassified in order to be consistent with the current year's presentation.

Date of management review: Subsequent events were evaluated by management through September 17, 2015, which is the date the financial statements were available to be issued.

Note 3 - Cash and Cash Equivalents

At June 30, 2015, the carrying amount of the deposits and cash on hand totaled \$ 2,154,967, with a bank balance of \$ 2,155,925.

State statutes require, and it is the School's policy, that all deposits be made into, and be held by, financial institutions designated by the Treasurer of the State of Florida as "qualified public depositories" as defined by Chapter 280 of the Florida Statutes. This Statute requires that every qualified public depository institution maintain eligible collateral to secure the public entity's funds. The minimum collateral to be pledged by an institution, the collateral eligible for pledge, and the reporting requirements of the qualified public depositor to the Treasurer is defined by statute. Collateral is pooled in a multiple qualified public depository institution pool with the ability to assess members of the pool should the need arise. The School's deposits are held in a qualified public depository and are covered by the collateral pool because the School has identified itself as a public entity.

Winthrop Charter School
Notes to Basic Financial Statements
June 30, 2015

Note 4 - Due From/to Other Governments

Due from other governments at June 30, 2015 consists of an amount due from the School Board for capital outlay funding and an amount due to the School Board for an overpayment of FTE funding.

Note 5 - Due From Trustee

Due from trustee at June 30, 2015 consists of amounts relating to FTE funds that have yet to be transferred to the School and an operating reserve fund in accordance with the Series 2011 Indenture (Note 11).

Note 6 - Capital Assets

Capital asset balances and activity for the year ended June 30, 2015 are as follows:

	Balance at July 1, 2014	Additions	Deletions	Balance at June 30, 2015
Capital assets, depreciable:				
Building	\$ 15,782,821	\$ -	\$ -	\$ 15,782,821
Furniture, fixtures and equipment	568,212	39,007	-	607,219
Computer equipment	766,028	215,359	-	981,387
Improvements other than buildings	<u>74,622</u>	<u>-</u>	<u>-</u>	<u>74,622</u>
 Total capital assets, depreciable	 <u>17,191,683</u>	 <u>254,366</u>	 <u>-</u>	 <u>17,446,049</u>
Accumulated depreciation:				
Building	824,699	350,730	-	1,175,429
Furniture, fixtures and equipment	274,583	119,791	-	394,374
Computer equipment	522,047	231,971	-	754,018
Improvements other than buildings	<u>6,994</u>	<u>7,462</u>	<u>-</u>	<u>14,456</u>
 Total accumulated depreciation	 <u>1,628,323</u>	 <u>709,954</u>	 <u>-</u>	 <u>2,338,277</u>
 Net capital assets	 <u>\$ 15,563,360</u>	 <u>\$ (455,588)</u>	 <u>\$ -</u>	 <u>\$ 15,107,772</u>

Provision for depreciation was charged to governmental activities as follows:

Instruction	\$ 351,762
Operation of plant	<u>358,192</u>
	<u>\$ 709,954</u>

Note 7 - Capital Lease

The School entered into a capital lease arrangement with Red Apple at Winthrop, LLC for use of its facility. This lease arrangement was entered into as part of a transaction consisting of a bond issuance by the BACF and Red Apple Development, Inc. (Note 11). The lease is through November 2056 and requires monthly principal and interest payments which are due through June 2042. As of June 30, 2015, the net book value of the leased facility is approximately \$ 14,607,400. Amortization of the leased facility is included in depreciation expense.

Winthrop Charter School
Notes to Basic Financial Statements
June 30, 2015

Note 7 - Capital Lease (continued)

Future minimum payments at June 30, 2015 are approximately as follows:

Year Ending June 30,	Principal	Interest	Total
2016	\$ 605,047	\$ 1,462,086	\$ 2,067,133
2017	773,453	1,443,412	2,216,865
2018	803,807	1,420,104	2,223,911
2019	836,780	1,392,216	2,228,996
2020	875,733	1,362,656	2,238,389
2021-2025	2,536,927	6,382,906	8,919,833
2026-2030	2,350,000	5,635,047	7,985,047
2031-2035	3,416,667	4,564,466	7,981,133
2036-2040	5,002,500	2,984,977	7,987,477
2041-2042	2,653,548	581,605	3,235,153
	<u>\$ 19,854,462</u>	<u>\$ 27,229,475</u>	<u>\$ 47,083,937</u>

Note 8 - Long-Term Liabilities

Changes in the School's long-term liabilities for fiscal year ended June 30, 2015, are as follows:

	Balance at July 1, 2014	Additions	Retirements	Amortization	Balance at June 30, 2015	Amount Due Within One Year
Capital lease obligations, net of unamortized costs of \$ 2,164,811	\$ 17,982,798	\$ -	\$ 553,607	\$ 260,460	\$ 17,689,651	\$ 605,047
Compensated absences	21,592	14,995	3,114	-	33,473	25,105
	<u>\$ 18,004,390</u>	<u>\$ 14,995</u>	<u>\$ 556,721</u>	<u>\$ 260,460</u>	<u>\$ 17,723,124</u>	<u>\$ 630,152</u>

Note 9 - Federal, State and Local Revenue Sources

The School recorded the following revenues for the year ended June 30, 2015:

Federal:	
National School Lunch Program	249,235
State:	
Florida Education Finance Program	8,105,447
State capital outlay and debt service	393,408
Other state revenue	145,172
National School Lunch Program	2,560
Local:	
Food service revenue	96,204
Childcare revenue	404,779
Miscellaneous local source revenue	95,824
	<u>\$ 9,492,629</u>

Note 10 - Employee Benefit Plan

During the year ended June 30, 2015, the School offered all of its full-time employees, who had attained 21 years of age, a retirement plan under Internal Revenue Code Section 401(k). The employee is allowed to contribute up to a maximum of 20% of their annual gross compensation, subject to certain limitations. For the year ended June 30, 2015, the School contributed a matching amount of \$ 10,138 to the Plan.

Note 11 - Commitments

Management agreement: The School has a formal agreement with Charter Schools USA, Inc. (“CSUSA”) to manage, staff and operate the School. The initial term is consistent with the term of the charter agreement unless terminated or cancelled earlier. After the initial term, then the term of the agreement shall be extended to (i) the extent CSUSA performs in accordance with the terms of this agreement, (ii) in the event that the charter agreements between the charter school and the sponsor are extended or replaced, and (iii) the charter school board of directors approves the extension by express vote. The term of the extension of the agreement shall correspond to the length of the charter agreement unless the agreement is otherwise terminated or cancelled earlier. For the year ended June 30, 2015, the amount of compensation received by CSUSA was \$ 404,650.

CSUSA shall be entitled to retain as compensation for its services rendered pursuant to this agreement the following fees or budgeted amount approved by the Board of Directors based on enrollment:

2016	\$	715,471
2017	\$	736,935
2018	\$	759,043
2019	\$	781,814
2020	\$	805,269
2021	\$	829,427
2022	\$	854,310
2023	\$	879,939
2024	\$	906,337
2025	\$	933,527
2026	\$	961,533

The above fee schedule is based on a percentage of revenues from projections completed as part of the bond financing transaction (Note 7). The fee as calculated in the schedule would not exceed 15% of revenues in any fiscal year. The fee for the year ended June 30, 2015 was approximately 4% of total revenues.

The School has an amount due from CSUSA for \$ 31, 352 at June 30, 2015. This amount is shown on the basic financial statements as an amount due from management company. Additionally, the School’s accounts payable balance has an amount payable to CSUSA for \$ 12,907, which is for invoiced services.

Lease agreement: In November 2011, the Florida Development Finance Corporation (the “Corporation”) issued \$ 30,045,000 in Tax Exempt Educational Facilities Revenue Bonds, Series 2011A and \$ 7,945,000 in Taxable Educational Facilities Revenue Bonds, Series 2011B pursuant to an Indenture of Trust between the Corporation and a trustee to make a loan to BACF, a division of which the School exists, and Red Apple Development, LLC and subsidiaries (“RAD”) to finance the acquisition of the facilities of two charter schools existing under BACF. In order to secure the payment of the principal and interest on the bonds, the Corporation assigned all of its rights and interest in the loan agreement to the trustee. The bonds are payable from and secured by a lien upon and pledge of payments to be received by the trustee.

Note 11 - Commitments (continued)

Concurrent with the preceding loan transaction, RAD, through its wholly-owned subsidiaries, entered into two lease agreements with BACF. The facilities which are owned by RAD are leased by BACF on behalf of the schools under a 45-year lease (Note 7). The leases are deemed to be capital leases and the capital lease payments are based on the debt service requirements of the bonds which extend through June 2042. These payments are made from the revenues received from the School Board of Hillsborough County for the operation of the Schools. BACF is obligated under the Indenture to deposit all Charter revenues received from the School Board and additional revenues, if any, directly with the trustee during the term of the lease. The payments are applied by the trustee to make sinking fund payments and pay for operating expenses.

The School is required to fund an operating reserve fund in accordance with the Indenture. The balance of this fund must meet the operating reserve fund requirement as outlined in the Indenture as of November 15 of each year. The funds can be used by the School for the payment of ordinary and necessary operating expenses of the School as defined in the Indenture. As of June 30, 2015, the operating reserve fund met this requirement.

In addition to the capital lease payments noted in Note 7, the School is required to pay incremental rent payments to RAD. The incremental rent payments range from approximately \$ 11,100 to \$ 136,900 per month over the term of the agreement which is through June 2042. For the year ended June 30, 2015, the School paid incremental rent to RAD in the amount of \$ 130,560.

Post-retirement benefits: The School does not provide post-retired benefits to retired employees.

Note 12 - Capital Appropriations Funding

The Florida Department of Education has approved a Charter School Capital Outlay (CSCO) award for the School. In each year that funds are appropriated by the state for charter school capital outlay purposes those funds are allocated among eligible charter schools. The funds for the School's allocation are transferred to the School once a CSCO Plan has been provided to and approved by the sponsoring Board. The School's CSCO Award totaled \$ 393,408 for the 2014/2015 school year which has been recognized as revenue in the accompanying financial statements. If the CSCO funds are used to acquire tangible property assets, the School Board has a reversionary interest in those assets. In the event of nonrenewal, termination, or breach of the charter school agreement, ownership of the assets would automatically revert to the School Board. The School has elected to use these funds to pay a portion of the interest expense on the capital lease.

Note 13 - Florida Education Finance Program (FEFP) Funding

The basic amount of funding through the FEFP under Section 1011.62 is the product of (1) the School's unweighted FTE, multiplied by (2) the cost factor for each program, multiplied by (3) the base student allocation established by the legislature. Additional funds for exceptional students who do not have a matrix of services are provided through the guaranteed allocation designated in Section 1011.62(1)(e)2., Florida Statutes. For the 2014/2015 school year the School reported 1288.50 unweighted FTE. Weighted funding represented approximately 4% of total state funding.

Note 13 - Florida Education Finance Program (FEFP) Funding (continued)

FEFP funding may also be adjusted as a result of subsequent FTE audits conducted by the Auditor General pursuant to Section 1010.305, Florida Statutes, and Rule 6A-1.0453, Florida Administrative Code (FAC). Schools are required to maintain the following documentation for three years or until the completion of an FTE audit:

- Attendance and membership documentation (Rule 6A-1.044, FAC)
- Teacher certificates and other certification documentation (Rule 6A-1.0503, FAC)
- Procedural safeguards for weighted programs (Rule 6A-6.03411, FAC)
- Evaluation and planning documents for weighted programs (Sections 1011.62(1)(e), FS, and Rule 6A-6.03411, FAC)

Note 14 - Risk Management

The School is exposed to various risks of loss related to torts, thefts of, damage to, and destruction of assets and natural disasters. The School has obtained property insurance from commercial companies including, but not limited to, general liability and errors and omissions insurance. There have been no claims in excess of insurance coverage limits during the past three years. As disclosed in Note 11, CSUSA employs all of the employees of the School. As a result, the School is not exposed to medical or workers' compensation claims for these individuals.

OTHER INDEPENDENT
AUDITOR'S REPORTS

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 Directors
Winthrop Charter School
A Department of Bay Area Charter Foundation, LLC
Hillsborough County, Florida

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 the governmental activities, each major fund, and the aggregate remaining fund information of Winthrop Charter School (the "School"), A Department of Bay Area Charter Foundation, LLC, and a component unit of the School Board of Hillsborough County, Florida, as of and for the year ended June 30, 2015, and the related notes to the financial statements, which collectively comprise the School's basic financial statements, and have issued our report thereon dated September 17, 2015.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the 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 opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the School's internal control. Accordingly, we do not express an opinion on the effectiveness of the 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 the School’s financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, including student enrollment and attendance data and program eligibility documentation, 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 audit, 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 entity'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 entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.



KEEFE McCULLOUGH

Fort Lauderdale, Florida
September 17, 2015

INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF DIRECTORS

To the Board of Directors
Winthrop Charter School
A Department of Bay Area Charter Foundation, LLC
Hillsborough County, Florida

Report on the Financial Statements

We have audited the financial statements of Winthrop Charter School (the "School"), A Department of Bay Area Charter Foundation, LLC, and a component unit of the School Board of Hillsborough County, Florida, as of and for the year ended June 30, 2015, and have issued our report thereon dated September 17, 2015.

Auditor's Responsibility

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 and Chapter 10.850, Rules of the Auditor General.

Other Report

We have issued our Independent Auditor's Report on Internal Control over Financial Reporting and Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance with *Government Auditing Standards*. Disclosures in that report, which is dated September 17, 2015, should be considered in conjunction with this management letter.

Prior Audit Findings

Section 10.854(1)(e)1., Rules of the Auditor General, requires that we determine whether or not corrective actions have been taken to address findings and recommendations made in the preceding annual financial audit report. There were no recommendations made in the preceding audit report.

Official Title

Section 10.854(1)(e)5., Rules of the Auditor General, requires the name or official title of the entity. The official title of the entity is Winthrop Charter School.

Financial Condition

Section 10.854(1)(e)2., Rules of the Auditor General, require that we report the results of our determination as to whether or not the School has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and identification of the specific condition(s) met. In connection with our audit, we determined that the School did not meet any of the conditions described in Section 218.503(1), Florida Statutes.

Pursuant to Sections 10.854(1)(e)6.a. and 10.855(12), Rules of the Auditor General, we applied financial condition assessment procedures for the School. It is management's responsibility to monitor the School's financial condition, and our financial condition assessment was based in part on representations made by management and the review of financial information provided by same.

Transparency

Sections 10.854(1)(e)7. and 10.855(13), Rules of the Auditor General, require that we report the results of our determination as to whether the School maintains on its website the information specified in Section 1002.33(9)(p), Florida Statutes. In connection with our audit, we determined that the School maintained on its website the information specified in Section 1002.33(9)(p), Florida Statutes.

Other Matters

Section 10.854(1)(e)3., Rules of the Auditor General, requires that we address in the management letter any recommendations to improve financial management. In connection with our audit, we did not have any such recommendations.

Section 10.854(1)(e)4., Rules of the Auditor General, requires that we address noncompliance with provisions of contracts or grant agreements, or abuse, that have occurred, or are likely to have occurred, that have an effect on the financial statements that is less than material but which warrants the attention of those charged with governance. In connection with our audit, we did not have any such findings.

Purpose of this Letter

Our management letter is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and the Florida House of Representatives, the Florida Auditor General, Federal and other granting agencies, the Board of Directors and applicable management and is not intended to be and should not be used by anyone other than these specified parties.



KEEFE McCULLOUGH

Fort Lauderdale, Florida
September 17, 2015