

**NOTICE OF VOLUNTARY FILING
FOR CONTINUING DISCLOSURE PURPOSES**

NATIONAL CHARTER SCHOOL REVOLVING LOAN FUND REVENUE BONDS

CUSIP Prefix: 13035A, 04052F, 57563U, 021430A

Date: October 26, 2022

Equitable Facilities Fund, Inc., a Delaware nonstock, nonprofit corporation (the “Program Administrator”), was established in 2017 to operate a pooled revolving loan program for the benefit of a class of public charities that operate to support public charter school facilities. The Program Administrator originates loans to qualifying public charter schools across the country, including a nine-step lending process from loan sourcing to portfolio management (“School Loans”), for the purpose of financing and refinancing the costs of the acquisition, construction, improvement, equipping, and furnishing of public charter school facilities.

Notice is hereby given that on October 26, 2022, the Program Administrator entered into a School Loan with Rhode Island Mayoral AcademySM Blackstone Valley d/b/a Blackstone Valley Prep – A Rhode Island Mayoral AcademySM (“BVP”), a Rhode Island nonprofit corporation. Upon closing, the BVP Loan was sold to Equitable Revolving Fund LLC (“ESRF”), a Delaware limited liability company (the “Revolving Fund”) for inclusion in the ESRF Loan Pool under the Master Trust Indenture. Capitalized terms used but not defined herein have the meanings set forth in the Official Statement relating to the Arizona Industrial Development Authority National Charter School Revolving Loan Fund Revenue Bonds, Series 2022A, and the California Infrastructure and Economic Development Bank National Charter School Revolving Loan Fund Revenue Bonds, Series 2022B, dated August 30, 2022.

Attached as Appendix A hereto is a summary of the BVP loan, including a description of the obligor’s charter contract, management and governance, enrollment information, academic performance, financed project, and financial information. *None of the Revolving Fund, the Program Administrator, or their counsel has undertaken any responsibility for the accuracy or completeness of the information provided in Appendix A. Certain information may have changed since the BVP closing date and may be subject to future changes.*

BLACKSTONE VALLEY PREP
Cumberland, Rhode Island
\$12,760,000 EFF Financing / Closed: October 26, 2022 / Final Maturity: October 1, 2052

Obligor Overview

The Rhode Island Mayoral Academy Blackstone Valley (“BVP”), established in 2009, is a six-school network operating under a single charter and a single Rhode Island nonprofit corporation, with a Fall 2022 enrollment count of 2,219 students in grades K-12.

BVP was intentionally established as an economically diverse school and reserves 50% of its available seats to families who indicate that they qualify to receive free means through the National School Lunch Program. Based on this planned economic diversity, BVP pulls students from two relatively high income suburban districts, Cumberland and Lincoln, as well as two high poverty urban districts, Pawtucket and Central Falls.

The mission of Blackstone Valley Prep is “to prepare every scholar for success in college and the world beyond.”

BVP’s vision is to be a model of rigorous college and career preparatory public education by:

- Creating an intentionally diverse and inclusive school community;
- Collaborating with educators across Rhode Island; and
- Proving what is possible for all kids.

Charter Contract

All charter schools in Rhode Island are authorized by the Rhode Island Department of Education (“RIDE”). Rhode Island is one of only seven states in the nation to have a sole authorizer. Rhode Island authorizes three types of charters: 1) district charter schools that are established by school districts; 2) independent charter schools that are created by colleges or universities or a Rhode Island non-profit, and 3) mayoral academies created by a mayor or elected official of any city or town within the State. BVP is a mayoral academy, and a mayor must serve on the school’s Board of Directors as Chair. Unlike the other two types of charter schools, mayoral academies may elect out of statutory requirements relating to paying prevailing wages and benefits, participating in the state teacher’s retirement system, and providing teachers with tenure. Charter terms are up to five years and the renewal process is clear. BVP’s charter was renewed in 2019 for its third five-year term through June 30, 2024.

Management & Governance

BVP is governed by a ten-member Board. Due to its establishment as a mayoral academy, it has two a local chief executive on its Board of Directors (the “BVP Board”), the mayor of Cumberland. Although Dan McKee, a founding board chair who served until he ascended to governor, is no longer on the board, one of his special assistants is a member. No BVP Board member or senior staff person is considered a related party.

Senior staff includes a Chief Executive Officer and Superintendent, Chief Operating Officer, Chief Academic Officer, Chief Schools Officer, Chief of Human Capital, and a Chief Financial Officer. Biographies of Board members and senior staff are included on the BVP website. Jeremy Chiappetta, the school’s longstanding CEO and Superintendent, announced his departure at the end of the last academic year. His replacement, Sarah Anderson, the current Deputy Superintendent who previously served as BVP’s Chief Academic Officer, took the CEO reins on October 2, 2022.

Enrollment & Student Information

BVP's student count for the past four fiscal years, along with the current school year, is as follows:

Blackstone Valley Prep Historical Student Enrollment FY19 – FY23

<u>FY19</u>	<u>FY20</u>	<u>FY21</u>	<u>FY22</u>	<u>FY23</u>
1,965	1,990	2,112	2,217	2,219

BVP is a part of a charter network of six schools, which is Rhode Island's largest charter network, and enrolls a total of 2,219 students in grades K–12 for the 2022-2023 academic year. BVP expects to continue growing into its chartered enrollment figure of 2,360 by academic year 2027-2028. Much of this growth is expected to come from an expansion project for the high school that would increase student capacity from around 350 to 550 to meet the need of rising middle school students expected in the coming years.

For Fall 2022 (School Year 2022-2023), BVP received an average of 7.2 times as many applications as available seats, i.e., 1,515 applications to 250 open seats. Students who are not offered a seat are automatically placed on the waitlist. Current school year data shows a waitlist of 1,246 names (as of 9/16/22) and represents 56.2% of enrollment. Moreover, BVP's student retention rate for the most recent year was 93.1%.

The BVP network serves a high needs population, i.e., 63% economically-disadvantaged, 75% non-white, 13% ELL MLL (Multi-lingual learners), and 14% special education for SY21-22.

Academic Program & Results

The Academy's culture is founded on the core PRIDE values:

- Perseverance;
- Respect;
- Integrity;
- Discipline; and
- Enthusiasm

BVP's academic proficiency metrics outperform state averages and surpass the two low-income districts in which the majority of students reside. For SY20-21—the latest tested year with available data, BVP's academic proficiency results reflect consistently high performing status compared to the weighted average of its four sending districts on both ELA and Math. Based on a weighted average of 8th grade results, BVP scores represented 153.0% of its sending districts for ELA and 296.7% of its sending districts for Math. In 2022, BVP had its fifth graduating class with a four year graduation rate north of 90%.

The Project

Proceeds of the loan financed: 1) the acquisition of a ~30,000 square foot upper elementary school facility it currently leases from the Town of Lincoln (~\$5.4 million) and some minor rehabilitation; 2) the acquisition of a 32,000 square foot junior high school facility it currently leases from Civic Builders (~\$5.9 million) and some minor renovation work; 3) and other renovations to another elementary school (~\$1.3 million) and 4) costs of issuance. All of BVP's facilities are currently occupied by BVP and fully enrolled.

BVP expects to be able to take advantage of the generous debt service assistance provided by the State of Rhode Island’s Program which reimburses schools for an amount between 35% and 45% of eligible debt service expenses. The share ratio for the housing aid reimbursement rate is based on the district’s ability to pay. Housing Aid share ratio compares the wealth per student by community to the wealth per student statewide.



Project 1: Upper Elementary School
3 Fairlawn Way, Lincoln



Project 2: Junior High School
909 Lonsdale Avenue, Central Falls

Certain historical financial information for BVP is listed below.

**Blackstone Valley Prep
Historical Financial Information**

<u>Metric</u>	<u>FY19</u>	<u>FY20</u>	<u>FY21</u>
Total Revenue (TR)	\$29,164,485	\$32,217,070	\$33,979,012
DS Coverage Ratio	1.13	1.14 ¹	1.43
Debt Burden (% of TR)	9.3%	9.5%	8.3%
Days Cash on Hand	77.8	114.0	127.3

¹ Excludes balloon payment of \$200,000

Rating: S&P: “BB+”

Website: <http://blackstonevalleyprep.org>

**Blackstone Valley Prep
Security and Loan Covenants**

Security	First lien deed of trust on BVP High School (65 Macondray Street, Cumberland), Elementary School 1 (291 Broad Street, Cumberland), Elementary School 2 (52 Broad Street, Cumberland), Junior High School (909 Lonsdale Avenue, Central Falls), and a leasehold deed of trust on upper Elementary School (3 Fairlawn Way, Lincoln), and a pledge of and lien on Gross Revenues on a parity basis, such lien run to the master trustee under the master indenture
Debt Service Coverage Ratio	1.10x
Additional Bonds Test	1.20x
Liquidity Covenant	60 days cash on hand
Academic Covenant	(i) earn and maintain a RIDE overall accountability Star Rating of “3” or better; (ii) exceed sending school districts, on a weighted average basis, the percentage of students proficient in math and ELA on the State assessment—currently the Scholastic Aptitude Test (SAT); (iii) outperform the state average for high school students proficient in math and ELA on the State assessment, currently the SAT; and (iv) exceed the state four year and/or five year high school graduation rate
Enrollment Covenant	Minimum of 1,800 students