

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

**NATIONAL CHARTER SCHOOL REVOLVING LOAN FUND REVENUE BONDS**

**CUSIP Prefix: 13035A, 04052F**

**Date: October 6, 2020**

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 2, 2020, the Program Administrator entered into a School Loan (the “Alma del Mar Loan”) with Alma del Mar Foundation, a Massachusetts not-for-profit corporation. Upon closing, the Alma del Mar loan was sold to Equitable Revolving Fund LLC, 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 2020A and the California Infrastructure and Economic Development Bank National Charter School Revolving Loan Fund Revenue Bonds, Series 2020B, dated August 12, 2020.

Attached as Appendix A hereto is a summary of the Alma del Mar 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 counsels has undertaken any responsibility for the accuracy or completeness of the information provided in Appendix A. Certain information may have changed since the Alma del Mar Loan closing date and may be subject to future changes.***

**ALMA DEL MAR CHARTER SCHOOL**  
**New Bedford, Massachusetts**  
**\$21,000,000 EFF Financing / Closed: October 2, 2020 / Final Maturity: October 1, 2050**

**Obligor Overview**

Alma del Mar Charter School (“Alma”) was founded in 2011 and in the academic year 2019-2020 served 650 students in grades K-8 at two campuses/schools (under one charter) in New Bedford, Massachusetts. Alma is an Expeditionary Learning (EL) school and its curriculum model is designed to combine the best practices of high performing urban charter schools with EL Education’s in-depth approach to teaching content.

The legal borrower and landlord will be the Alma del Mar Foundation, Inc. (the “Foundation”), a legally separate, tax-exempt 501(c)(3) organization that acts primarily as a fund-raising organization to supplement resources for Alma. Alma will be the tenant.

*Alma’s mission is: “Alma del Mar Charter School is an inclusive, K-8 Expeditionary Learning school that puts New Bedford students on a college trajectory and challenges them to be service-oriented leaders. By engaging in a rigorous academic program with an emphasis on meaningful work, our students will master essential skills and content, take ownership of their learning and think boldly while addressing complex academic and community issues.”*

**Charter Contract**

Alma operates under a charter contract with the Commonwealth of Massachusetts Board of Elementary and Secondary Education. Alma was initially awarded a five-year charter in 2011 and the charter was renewed in 2016 for five years through June 30, 2021. For Fiscal Year (“FY”) 2019, Alma met the Commonwealth of MA, Board of Elementary and Secondary Education’s expectations in its academic, financial, and operational indicators, as well as progress made towards the achievement of the goals set forth in the charter.

**Management & Governance**

As per Alma’s bylaws, the Alma board can include between nine and 18 directors. It is currently governed by nine board members with backgrounds in areas such as academics and education administration; finance; nonprofit management; legal; and management consulting. Several have close ties to the New Bedford community. The Alma board has a formal conflict of interest policy and no ASA Board member or senior staff is considered to be a related party.

Senior staff includes a Founder/Executive Director who has led Alma since 2011. Senior management includes a Chief of Staff, Director of Curriculum, Director of Talent, Director Finance, and Director of Development, as well as two principals leading their respective schools.

Biographies of board members and senior staff are included on the Alma website.

**Enrollment & Student Information**

Alma’s October 1 student count (the basis for Massachusetts per pupil funding) for the past four fiscal years is as follows:

<b>Alma del Mar Charter School</b>			
<b>Historical Student Enrollment</b>			
<b>FY17 – FY20</b>			
<b><u>FY17</u></b>	<b><u>FY18</u></b>	<b><u>FY19</u></b>	<b><u>FY20</u></b>
324	413	441	650

Until FY19, Alma had operated one school (Sarah D. Ottiwell Campus), reaching an enrollment of 450 K-8 students in FY20. In the same year, Alma opened its second school (Frederick Douglass Campus) with 200 children, bringing Alma's total enrollment to 650 students. Over the next three years, the Frederick Douglass campus will continue to add students, with a projected student count of 594 students. At full enrollment, Alma expects 1,044 students across the two campuses in FY23.

Between FY17 and FY20, student retention has averaged 95%. The waitlist, as a percentage of enrollment exceeded 110% between FY17 and FY19, decreasing to 54% in FY20 as Alma opened its second school.

Alma students currently come from the City of New Bedford. For academic year 2019-2020, students were approximately 60% Latinx, 14% African American, and 22% Caucasian. Alma's economically-disadvantaged, ELL, and DWD populations are 59%, 31%, and 18%, respectively.

### **Academic Program & Results**

Alma is an Expeditionary Learning (EL) School. It pushes its scholars to excel in the three dimensions of achievement that are the foundations of EL: mastery of knowledge and skills; producing high-quality work; and building strong character. Alma provides a content-rich curriculum that serves to build foundational skills while providing scholars with critical background knowledge on a variety of topics. This includes strong literacy instruction; employing a Singapore math approach and curriculum; and teaching science and social studies primarily through "Learning Expeditions", 6-12-week investigations into key topics.

The percentage of Alma students meeting or exceeding expectations on the Massachusetts Comprehensive Assessment System (MCAS)<sup>1</sup> has generally exceeded that of the district and has generally been better versus the state. In 2019, the most recent year of test results, Alma's proficient and advanced rates in ELA and math for 8<sup>th</sup> graders were 226% and 300%, respectively, as a percentage of the district results. At the same time, the proficient and advanced rates in ELA and math for Alma's economically disadvantaged, Latinx, and ELL subgroups were at least 133% versus the district and the state for comparable subgroups.

### **The Project**

Proceeds of the EFF financing, along with Alma's equity, will be used to fund the construction of a new permanent facility, the future home of the Frederick Douglass Campus, and pay costs of issuance associated with this transaction.

The Frederick Douglass Campus is located at 739 Church St, New Bedford, MA 02745. The project will be a ground up development of a new ~51,800 sq. ft. two story school building serving 594 students in grades K-8 on a four-acre parcel of land. The project includes: 31 classrooms and special program rooms; library; regulation sized gymnasium; outdoor space; a cafeteria; and parking for up to 100 cars.

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<sup>1</sup> MCAS is the statewide standards-based assessment program developed in 1993, in response to the Massachusetts Education Reform Act of the same year. Testing is required.

**Financial Information**

Certain historical financial information for Alma is listed below. These metrics will be updated and included in EFF’s continuing disclosure annual report.

**Alma del Mar  
Historical Financial Information**

Metric	FY17	FY18	FY19
Total Revenue (TR)	\$4,974,339	\$6,126,020	\$7,064,423
DS Coverage Ratio	1.37x	1.16x	1.39x
Debt Burden (% of TR)	9.8%	9.8%	9.3%
Days Cash on Hand	86.2	135.8	125.1

**Ratings**                    S&P: BB/Stable

**Website**                    <https://www.almadelmar.org/>

**Alma del Mar  
Security and Loan Covenants**

<b>Security</b>	Secured by first lien pledge of Foundation’s gross revenues and a mortgage on the property located at 739 Church St, New Bedford, MA 02745. Deposit account control agreement with Foundation’s depository bank. Additionally, a pledge of gross revenues of the Alma and a deposit account control agreement with Alma’s depository bank. Both pledges are secured on parity with Boston Private Bank and Trust Company via an Standstill and Intercreditor Agreement with Boston Private Bank and Trust Company.								
<b>Debt Service Coverage Ratio</b>	1.10x based on the consolidated financial statements of the Foundation and Alma								
<b>Additional Bonds Test</b>	1.20 based on the consolidated financial statements of the Foundation and Alma								
<b>Liquidity Covenant</b>	60 days cash on hand based on the consolidated financial statements of the Foundation and Alma								
<b>Academic Covenant</b>	Commencing the 2020-2021 academic year, the Alma covenants that Alma will meet or exceed (i) the percentage of students in their district scoring proficient in math and ELA on the Massachusetts Comprehensive Assessment System (MCAS); and (ii) the percentage of socio-economically disadvantaged and student of color populations in their district scoring proficient in math and ELA on the MCAS.								
<b>Enrollment Covenant</b>	Alma shall maintain annual enrollment levels, as reported by the State each October, corresponding to the below table. <table border="1" style="margin-left: 20px;"> <thead> <tr> <th>Academic Year Ending June 30</th> <th>Enrollment Requirement</th> </tr> </thead> <tbody> <tr> <td>2021</td> <td>774</td> </tr> <tr> <td>2022</td> <td>917</td> </tr> <tr> <td>2023 and thereafter</td> <td>1,012</td> </tr> </tbody> </table>	Academic Year Ending June 30	Enrollment Requirement	2021	774	2022	917	2023 and thereafter	1,012
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