

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, 2018**

Winthrop Charter School

Table of Contents

Independent Auditor's Report	1-2
Management's Discussion and Analysis (Not Covered by Independent Auditor's Report)	3-7
Basic Financial Statements	
Government-wide Financial Statements:	
Statement of Net Position	8
Statement of Activities	9
Fund Financial Statements:	
Balance Sheet - Governmental Funds	10
Reconciliation of the Balance Sheet of the Governmental Funds to the Statement of Net Position	11
Statement of Revenues, Expenditures, and Changes in Fund Balances - Governmental Funds	12-13
Reconciliation of the Statement of Revenues, Expenditures, and Changes in Fund Balances of the Governmental Funds to the Statement of Activities	14
Statement of Revenues and Expenditures - Budget and Actual - General Fund	15
Statement of Revenues and Expenditures - Budget and Actual - Special Revenue Fund	16
Statement of Assets and Liabilities - Agency Fund	17
Notes to Basic Financial Statements	18-28
Other Independent Auditor's Reports	
Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>	29-30
Independent Auditor's Report to the Board of Directors	31-32

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, 2018, 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, 2018, 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, 2018 and the changes in its financial position or budgetary comparisons, where applicable, for the year ended June 30, 2018 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 7 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 26, 2018, 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 solely 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 effectiveness of the School's 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 26, 2018

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, 2018 and 2017.

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, 2018, the School's fund balance was \$ 3,674,970 as compared to \$ 3,372,566 at June 30, 2017.
- As of June 30, 2018, the School had a net position of \$ 1,122,841 as compared to \$ 656,867 at June 30, 2017.

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 8 and 9 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 changes 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 changes 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 10 through 16 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 17 of this report. The assets and liabilities of this fund are not included in the government-wide statement of net position.

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 18 through 28 of this report.

Government-Wide Financial Analysis

This is the School's seventh year of operations; therefore, comparative government-wide data is presented. The School's net position was \$ 1,122,841 at June 30, 2018. This amount represents net investment in capital assets (deficit) of \$ (2,524,942) and unrestricted of \$ 3,647,783. The School's net position was \$ 656,866 at June 30, 2017, which represented net investment in capital assets (deficit) of \$ (2,669,286) and unrestricted of \$ 3,326,152.

**Winthrop Charter School
Management's Discussion and Analysis
June 30, 2018**

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

Winthrop Charter School Net Position		
	June 30, 2018	June 30, 2017
	<u> </u>	<u> </u>
Assets:		
Current and other assets	\$ 3,883,083	\$ 3,778,256
Noncurrent assets	<u>14,265,842</u>	<u>14,228,478</u>
Total assets	<u>18,148,925</u>	<u>18,006,734</u>
Liabilities:		
Current liabilities	1,495,263	1,240,941
Noncurrent liabilities	<u>15,530,821</u>	<u>16,108,927</u>
Total liabilities	<u>17,026,084</u>	<u>17,349,868</u>
Net Position:		
Net investment in capital assets (deficit)	(2,524,942)	(2,669,286)
Unrestricted	<u>3,647,783</u>	<u>3,326,152</u>
Total net position	<u>\$ 1,122,841</u>	<u>\$ 656,866</u>

Current and other assets increased as a result of an increase in other receivables. Non-current assets increased due to a loan to a related party. Total liabilities decreased as debt was paid down throughout the year.

Governmental Activities: The results of this year's operations for the School as a whole are reported in the statement of activities on page 9. The table below provides a condensed presentation of the School's revenues and expenses for the years ended June 30, 2018 and 2017:

Winthrop Charter School Change in Net Position		
	June 30, 2018	June 30, 2017
	<u> </u>	<u> </u>
Revenues:		
General revenues	\$ 8,659,881	\$ 8,482,301
Program revenues	<u>1,350,439</u>	<u>1,311,663</u>
Total revenues	<u>10,010,320</u>	<u>9,793,964</u>
Functions/Program Expenses:		
Instruction	4,413,916	4,397,489
Instructional support services	2,814,380	2,884,618
Non-instructional services	<u>2,316,050</u>	<u>2,346,216</u>
Total expenses	<u>9,544,346</u>	<u>9,628,323</u>
Change in net position	<u>\$ 465,974</u>	<u>\$ 165,641</u>

Revenues increased as a result of an increase in enrollment. Expenses decreased slightly as a result of decreases to instructional support services and non-instructional services.

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	2018		2017	
	Expenditures	Percent	Expenditures	Percent
Governmental expenditures:				
Instructional expenditures	\$ 4,325,617	45%	\$ 4,180,215	43%
Debt service	2,222,840	23%	2,216,450	23%
Plant operations and maintenance	817,982	8%	869,502	9%
Administrative services	620,914	6%	653,481	7%
General Administration - management fee	675,166	7%	566,929	6%
All other functions/programs	<u>1,045,398</u>	<u>11%</u>	<u>1,162,212</u>	<u>12%</u>
Total governmental expenditures	\$ <u><u>9,707,917</u></u>	<u>100%</u>	\$ <u><u>9,648,789</u></u>	<u>100%</u>

Capital Assets and Debt Administration

Capital assets: At June 30, 2018, the School had capital assets of \$ 13,832,842, net of accumulated depreciation, invested in building, furniture, fixtures and equipment, computer equipment and improvements other than buildings as compared to \$ 14,228,478 at June 30, 2017.

Debt: At June 30, 2018, the School had outstanding debt of \$ 16,357,784 as compared to \$ 16,897,764 at June 30, 2017. Additional information on the School's debt can be found in Notes 9 and 10 on pages 24 and 25.

General Fund Budgetary Highlights

Total revenues were higher than the budget as a result of a higher rate per student as well as higher enrollment by 26 students. Expenditures were favorable by \$ 196,879 due to savings in capital outlay, food services and operation and maintenance of plant. The district administrative fee was reduced in the budget from 5% to 2% based on the School being high performing, however, the board fee refund was budgeted as if the administrative rate was 5% which caused the amount in general administration - district administrative fee to be \$ (15,837). The School ended the year with a net change in fund balance of \$ 302,403 which was favorable to the budget by \$ 569,037.

Economic Factors and Next Year's Budget

In fiscal year 2018, the State of Florida increased its Florida Education Finance Program funding by approximately 1%. The capital outlay funding pool initially decreased from \$ 75 million to \$ 50 million, however it was later revised to \$ 91 million as a consequence of HB 7069. A 2% merit increase was also paid out to eligible staff.

For fiscal year 2019, capital outlay revenue was assumed at \$ 567.45 per student which includes the additional funds associated with HB 7055. The budgets reflect the Florida Education Finance Program funding increase of approximately 1%. A 2% merit increase for all staff was budgeted as well as safety initiatives for security resources officers. All other expenditures are budgeted in alignment with enrollment changes and the School's strategic objectives.

Requests for Information

If you have any questions about this report or need additional information, please write Hillary Daigle, Vice President of Finance; Charter Schools USA; 800 Corporate Drive, Suite 700; Ft. Lauderdale, FL 33334.

BASIC
FINANCIAL STATEMENTS

Winthrop Charter School
Statement of Net Position
June 30, 2018

	Governmental Activities
Current Assets:	
Cash and cash equivalents	\$ 2,143,444
Other receivables	303,436
Due from other governments	32,775
Due from Trustee	106,690
Due from related party	23,939
Investments	984,429
Prepaid items	244,722
Deposits	26,398
Loan to related party	17,000
Interest receivable	250
	<hr/>
Total current assets	3,883,083
Noncurrent Assets:	
Capital assets (depreciable), net of accumulated depreciation	13,832,842
Loan to related party	433,000
	<hr/>
Total noncurrent assets	14,265,842
	<hr/>
Total assets	18,148,925
Current Liabilities:	
Accounts payable	57,585
Salaries and wages payable	394,354
Due to management company	177,223
Due from Agency Fund	11,951
Compensated absences	20,390
Capital lease	833,760
	<hr/>
Total current liabilities	1,495,263
Noncurrent Liabilities:	
Compensated absences	6,797
Capital lease	15,524,024
	<hr/>
Total noncurrent liabilities	15,530,821
	<hr/>
Total liabilities	17,026,084
Commitments (Note 13)	
	-
Net Position:	
Net investment in capital assets (deficit)	(2,524,942)
Unrestricted	3,647,783
	<hr/>
Total net position	\$ 1,122,841
	<hr/> <hr/>

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, 2018**

	Program Revenues			Governmental	
	Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	
				Governmental Activities Net Revenue (Expense) and Change in Net Position	
Functions/Programs:					
Instruction	\$ 4,413,916	\$ -	\$ 193,421	\$ -	\$ (4,220,495)
Instructional support services	293,511	-	-	-	(293,511)
Board services	24,705	-	-	-	(24,705)
General administration - District administrative fee	32,937	-	-	-	(32,937)
General administration - Management fee	675,166	-	-	-	(675,166)
Administrative services	620,914	-	-	-	(620,914)
Fiscal services	8,214	-	-	-	(8,214)
Food services	303,570	62,368	249,654	-	8,452
Central services	132,645	-	-	-	(132,645)
Operation of plant	1,028,032	-	57,187	-	(970,845)
Maintenance of plant	163,820	-	-	-	(163,820)
Community services - childcare or VPK, salaries, benefits, materials and supplies, etc.	164,056	361,533	-	-	197,477
Interest on long-term debt	1,682,860	-	-	426,276	(1,256,584)
Total governmental activities	\$ 9,544,346	\$ 423,901	\$ 500,262	\$ 426,276	(8,193,907)
General revenues:					
Grants and entitlements					8,630,113
Miscellaneous					29,768
Total general revenues					8,659,881
Change in net position					465,974
Net position, July 1, 2017					656,867
Net position, June 30, 2018					\$ 1,122,841

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

Winthrop Charter School
Balance Sheet - Governmental Funds
June 30, 2018

	<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	\$ 2,143,444	\$ -	\$ -	\$ -	\$ 2,143,444
Other receivables	303,436	-	-	-	303,436
Due from other governments	-	32,775	-	-	32,775
Due from Trustee	106,690	-	-	-	106,690
Due from related party	23,939	-	-	-	23,939
Due from other funds	32,775	-	-	-	32,775
Investments	984,429	-	-	-	984,429
Prepaid items	244,722	-	-	-	244,722
Deposits	26,398	-	-	-	26,398
Loan to related party	450,000	-	-	-	450,000
Interest receivable	250	-	-	-	250
	<u>4,316,083</u>	<u>32,775</u>	<u>-</u>	<u>-</u>	<u>4,348,858</u>
Total assets	<u>\$ 4,316,083</u>	<u>\$ 32,775</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 4,348,858</u>
Liabilities:					
Accounts payable	\$ 57,585	\$ -	\$ -	\$ -	\$ 57,585
Salaries and wages payable	394,354	-	-	-	394,354
Due to management company	177,223	-	-	-	177,223
Due to Agency Fund	11,951	-	-	-	11,951
Due to other funds	-	32,775	-	-	32,775
	<u>641,113</u>	<u>32,775</u>	<u>-</u>	<u>-</u>	<u>673,888</u>
Total liabilities	<u>641,113</u>	<u>32,775</u>	<u>-</u>	<u>-</u>	<u>673,888</u>
Commitments (Note 13)	-	-	-	-	-
Fund Balances:					
Nonspendable:					
Prepaid items	244,722	-	-	-	244,722
Deposits	26,398	-	-	-	26,398
Loan to related party	433,000	-	-	-	433,000
Assigned to subsequent year's budget	164,249	-	-	-	164,249
Unassigned	2,806,601	-	-	-	2,806,601
	<u>3,674,970</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>3,674,970</u>
Total fund balances	<u>3,674,970</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>3,674,970</u>
Total liabilities and fund balances	<u>\$ 4,316,083</u>	<u>\$ 32,775</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 4,348,858</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, 2018**

Total Fund Balances - Governmental Funds \$ 3,674,970

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	\$	17,877,159	
Accumulated depreciation		<u>(4,044,317)</u>	13,832,842

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	\$	(27,187)	
Capital lease		<u>(16,357,784)</u>	<u>(16,384,971)</u>

Net Position of Governmental Activities \$ 1,122,841

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

Winthrop Charter School
Statement of Revenues, Expenditures and
Changes in Fund Balances - Governmental Funds
For the Year Ended June 30, 2018

	<u>Account</u>	<u>General Fund</u>	<u>Special Revenue Fund</u>
Revenues:			
Federal through state and local	3200	\$ -	\$ 245,905
State sources:			
Florida Education Finance Program	3310	8,630,113	-
State capital outlay and debt service	3320	-	-
Other state revenue	3330	193,421	-
National School Lunch Program	3370	-	3,749
Food service revenue	3450	62,368	-
Childcare revenue	3470	361,533	-
Miscellaneous local source revenue	3490	86,955	-
		<u>9,334,390</u>	<u>249,654</u>
Total revenues			
Expenditures:			
Instruction	5000	4,325,617	-
Instructional support services	6000	293,511	-
Board services	7100	24,705	-
General administration - District administrative fee	7200.30	32,937	-
General administration - Management fee	7200.31	675,166	-
Administrative services	7300	620,914	-
Facilities acquisition and construction	7400	85,760	-
Fiscal services	7500	8,214	-
Food services	7600	53,916	249,654
Central services	7700	132,645	-
Operation of plant	7900	654,162	-
Maintenance of plant	8100	163,820	-
Community services - childcare or VPK salaries, benefits, materials and supplies, etc.	9100	164,056	-
Debt service:			
Principal	9200	-	-
Interest	9200	-	-
		<u>7,235,423</u>	<u>249,654</u>
Total expenditures			
Excess (deficiency) of revenues over expenditures		<u>2,098,967</u>	<u>-</u>
Other Financing Sources (Uses):			
Transfer in	9700	-	-
Transfer out	9700	(1,796,564)	-
		<u>(1,796,564)</u>	<u>-</u>
Total other financing sources (uses)			
Net change in fund balances		302,403	-
Fund Balances, July 1, 2017		<u>3,372,567</u>	<u>-</u>
Fund Balances, June 30, 2018		<u>\$ 3,674,970</u>	<u>\$ -</u>

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

<u>Capital Project Fund</u>	<u>Debt Service Fund</u>	<u>Total</u>
\$ -	\$ -	\$ 245,905
-	-	8,630,113
237,664	-	237,664
-	-	193,421
-	-	3,749
-	-	62,368
-	-	361,533
<u>188,612</u>	<u>-</u>	<u>275,567</u>
<u>426,276</u>	<u>-</u>	<u>10,010,320</u>
-	-	4,325,617
-	-	293,511
-	-	24,705
-	-	32,937
-	-	675,166
-	-	620,914
-	-	85,760
-	-	8,214
-	-	303,570
-	-	132,645
-	-	654,162
-	-	163,820
-	-	164,056
-	800,440	800,440
<u>426,276</u>	<u>996,124</u>	<u>1,422,400</u>
<u>426,276</u>	<u>1,796,564</u>	<u>9,707,917</u>
<u>-</u>	<u>(1,796,564)</u>	<u>302,403</u>
-	1,796,564	1,796,564
<u>-</u>	<u>-</u>	<u>(1,796,564)</u>
<u>-</u>	<u>1,796,564</u>	<u>-</u>
-	-	302,403
<u>-</u>	<u>-</u>	<u>3,372,567</u>
\$ <u><u>-</u></u>	\$ <u><u>-</u></u>	\$ <u><u>3,674,970</u></u>

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

**Winthrop Charter School
 Reconciliation of the Statement of Revenues,
 Expenditures and Changes in Fund Balances of the
 Governmental Funds to the Statement of Activities
 For the Year Ended June 30, 2018**

Net Change in Fund Balances - Governmental Fund \$ 302,403

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	\$ 85,760	
Provision for depreciation	<u>(481,396)</u>	(395,636)

Principal payments on long-term debt are reported as expenditures in governmental funds, but as a reduction of long-term liabilities in the statement of net position		800,440
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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	\$ 19,227	
Provision for amortization of costs associated with capital lease	<u>(260,460)</u>	<u>(241,233)</u>

Change in Net Position of Governmental Activities \$ 465,974

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, 2018**

	<u>Account</u>	<u>Original Budget</u>	<u>Final Budget</u>	<u>Actual</u>	<u>Variance</u>
Revenues:					
State sources:					
Florida Education Finance Program	3310	\$ 8,345,470	\$ 8,345,470	\$ 8,630,113	\$ 284,643
Other state revenue	3330	128,174	128,174	193,421	65,247
Contribution revenue	3440	110,351	-	-	-
Food service revenue	3450	146,558	146,558	62,368	(84,190)
Childcare revenue	3470	346,127	346,127	361,533	15,406
Miscellaneous local source revenue	3490	64,981	64,981	86,955	21,974
		<u>9,141,661</u>	<u>9,031,310</u>	<u>9,334,390</u>	<u>303,080</u>
Expenditures:					
Instruction	5000	4,266,490	4,266,490	4,325,617	(59,127)
Instructional support services	6000	319,301	319,301	293,511	25,790
Board services	7100	26,684	26,684	24,705	1,979
General administration - District administrative fee	7200.30	(15,837)	(15,837)	32,937	(48,774)
General administration - Management fee	7200.31	425,892	675,166	675,166	-
Administrative services	7300	662,846	662,846	620,914	41,932
Facilities acquisition and construction	7400	178,180	178,180	85,760	92,420
Facilities acquisition and construction - facilities rent	7400.36	249,274	-	-	-
Fiscal services	7500	16,084	16,084	8,214	7,870
Food services	7600	93,726	93,726	53,916	39,810
Central services	7700	134,626	134,626	132,645	1,981
Operation of plant	7900	713,599	713,599	654,162	59,437
Maintenance of plant	8100	190,027	190,027	163,820	26,207
Community services - childcare or VPK salaries, benefits, materials and supplies, etc.	9100	171,410	171,410	164,056	7,354
		<u>7,432,302</u>	<u>7,432,302</u>	<u>7,235,423</u>	<u>196,879</u>
Excess (deficiency) of revenues over expenditures		1,709,359	1,599,008	2,098,967	499,959
Other Financing Uses:					
Transfer out	9700	(1,865,642)	(1,865,642)	(1,796,564)	69,078
Net change in fund balance		<u>\$ (156,283)</u>	<u>\$ (266,634)</u>	<u>\$ 302,403</u>	<u>\$ 569,037</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, 2018**

	<u>Account</u>	<u>Original and Final Budget</u>	<u>Actual</u>	<u>Variance</u>
Revenues:				
Federal sources:				
National School Lunch Program	3260	\$ 234,390	\$ 245,905	\$ 11,515
State sources:				
National School Lunch Program	3370	-	3,749	3,749
Total revenues		<u>234,390</u>	<u>249,654</u>	<u>15,264</u>
Expenditures:				
Food services	7600	<u>234,390</u>	<u>249,654</u>	<u>(15,264)</u>
Total expenditures		<u>234,390</u>	<u>249,654</u>	<u>(15,264)</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, 2018

	<u>Student Activities</u>
Assets:	
Cash and cash equivalents	\$ 217,346
Due from General Fund	<u>11,951</u>
Total assets	\$ <u><u>229,297</u></u>
Liabilities:	
Due to students	\$ <u>229,297</u>
Total liabilities	\$ <u><u>229,297</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. There were 1,306 students enrolled for the 2017/2018 school year. 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. FCEF operates Henderson Hammock Charter School, SouthShore Charter Academy, and Waterset Charter School in Hillsborough County, Clay Charter Academy in Clay County and Keys Gate Charter School in Miami-Dade County. 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, 2018, 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, 2031 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, Florida Statutes, the School is presented as a governmental organization for financial statement reporting purposes.

Government-wide financial statements: Government-wide financial statements, including the statement of net position and the statement of activities, present information about the School as a whole.

Note 2 - Summary of Significant Accounting Policies (continued)

Government-wide financial statements are prepared using the economic resources measurement focus. The statement of activities presents a comparison between direct expenses and program revenues for each function or program of the School's governmental activities. Direct expenses are those that are specifically associated with a service, program, or department and are thereby clearly identifiable to a particular function.

Program revenues include charges paid by the recipient of the goods or services offered by the program and grants and contributions that are restricted to meeting the operational or capital requirements of a particular program. Revenues that are not classified as program revenues are presented as general revenues. The comparison of direct expenses with program revenues identifies the extent to which each governmental function is self-financing or draws from the general revenues of the School.

Fund financial statements: Fund financial statements report detailed information about the School in the governmental funds. The focus of governmental fund financial statements is on major funds rather than reporting funds by type. Each major fund is reported in a separate column. Because the focus of governmental fund financial statements differs from the focus of government-wide financial statements, a reconciliation is presented with each of the governmental fund financial statements.

The School's major governmental funds are as follows:

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 and local 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.

Additionally, the School reports separately the following fiduciary fund type:

Agency Fund - This fund is used to administer funds raised and earned by the various clubs and activities that are part of the School.

Basis of accounting: Basis of accounting refers to when revenues and expenditures, or expenses, are recognized in the accounts and reported in the financial statements. Basis of accounting relates to the timing of the measurements made, regardless of the measurement focus applied.

The government-wide financial statements are prepared using the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when a liability is incurred, regardless of the timing of the related cash flows.

Note 2 - Summary of Significant Accounting Policies (continued)

Governmental fund financial statements are prepared using the modified accrual basis of accounting. Revenues are recognized when they become measurable and available. Measurable means the amount of the transaction can be determined and available means collectible within the current period or soon enough thereafter to pay liabilities of the current period. The School considers revenues to be available if they are collected within sixty days of the end of the current period. Under the modified accrual basis of accounting, expenditures are generally recognized when the related fund liability is incurred, except for principal and interest on long-term debt, claims and judgments, and compensated absences, which are recognized when due. General capital asset acquisitions are reported as expenditures in governmental funds. Issuance of long-term debt and acquisitions under capital leases are reported as other financing sources.

The Agency Fund has no measurement focus but utilizes the accrual basis of accounting for reporting.

Cash and cash equivalents: The School considers all demand accounts and short-term investments with a maturity of three months or less when purchased 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).

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 reported at acquisition 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.

Note 2 - Summary of Significant Accounting Policies (continued)

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	3 - 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.

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.

Note 2 - Summary of Significant Accounting Policies (continued)

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.
- **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 10.

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.

Date of management review: Subsequent events were evaluated by management through September 26, 2018, which is the date the financial statements were available to be issued.

Note 3 - Cash and Cash Equivalents

At June 30, 2018, the carrying amount of the deposits and cash on hand totaled \$ 2,360,790, with a bank balance of \$ 2,389,434.

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.

Note 4 - Investments

BACF previously issued bonds to finance the acquisition of facilities and equipment for two of their schools, including Winthrop Charter School (Notes 9 and 13). The investments of the School are governed by the Series 2011 Bond Indenture. The investments are held by the Trustee and relate to an operating reserve in accordance with the Bond Indenture. At June 30, 2018, the School has \$ 984,429 invested in a money market mutual fund that is stated at amortized cost which approximates fair value.

Credit Risk

Concentration of credit risk is the risk of loss attributed to the magnitude of an investment in a single issuer. The exposure to this type of risk is limited because the money market mutual fund is rated Aaa-mf by Moody's.

Interest rate risk is the risk that changes in interest rate will adversely affect the fair value of an investment. The exposure to declines in fair values is limited because the weighted average maturity of the money market mutual fund is twenty six days.

Note 5 - Due From Trustee

The Trustee owes the School \$ 106,690 at June 30, 2018 relating to accrued interest that has yet to be transferred to the School.

Note 6 - Due From Related Party

The School is a Department of The Florida Charter Educational Foundation, Inc. ("FCEF"). As of June 30, 2018, FCEF owes the School \$ 32,775 for the National School Lunch Program funding not yet disbursed to the School.

The School and Southshore Charter Academy ("SCA") are related, as they share common board membership and are Departments of FCEF. As of June 30, 2018, the financial statements include an amount due from SCA in the General Fund of \$ 187 for a shared employee. FCEF also owes the School \$ 23,752 for expenses related to the board of directors.

Winthrop Charter School
Notes to Basic Financial Statements
June 30, 2018

Note 7 - Loan to Related Party

The School and Woodmont Charter School (“WOOD”) are related as they share common board membership and are Departments of The Florida Charter Educational Foundation, Inc. During the year, the School loaned WOOD \$ 450,000 for general working capital purposes. The loan is to be repaid over a period of six years with interest at 4.0%.

Note 8 - Capital Assets

Capital asset balances and activity for the year ended June 30, 2018 are as follows:

	Balance at July 1, 2017	Additions	Deletions	Balance at June 30, 2018
Capital assets, depreciable:				
Building	\$ 15,782,821	\$ -	\$ -	\$ 15,782,821
Furniture, fixtures and equipment	616,568	85,760	-	702,328
Computer equipment	1,160,604	-	-	1,160,604
Improvements other than buildings	231,406	-	-	231,406
	<u>17,791,399</u>	<u>85,760</u>	<u>-</u>	<u>17,877,159</u>
Total capital assets, depreciable				
Accumulated depreciation:				
Building	1,876,888	350,729	-	2,227,617
Furniture, fixtures and equipment	579,269	39,762	-	619,031
Computer equipment	1,047,333	67,764	-	1,115,097
Improvements other than buildings	59,431	23,141	-	82,572
	<u>3,562,921</u>	<u>481,396</u>	<u>-</u>	<u>4,044,317</u>
Total accumulated depreciation				
Net capital assets	\$ <u>14,228,478</u>	\$ <u>(395,636)</u>	\$ <u>-</u>	\$ <u>13,832,842</u>

Provision for depreciation was charged to governmental activities as follows:

Instruction	\$ 107,526
Operation of plant	<u>373,870</u>
	<u>\$ 481,396</u>

Note 9 - 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 13). The lease is through November 2056 and requires monthly principal and interest payments which are due through June 2042. As of June 30, 2018, the net book value of the leased facility is approximately \$ 13,555,200. Amortization of the leased facility is included in depreciation expense.

Winthrop Charter School
Notes to Basic Financial Statements
June 30, 2018

Note 9 - Capital Lease (continued)

Future minimum payments at June 30, 2018 are approximately as follows:

Year Ending June 30,	Principal	Interest	Total
2019	833,760	1,394,634	2,228,394
2020	873,040	1,365,159	2,238,199
2021	905,360	1,334,919	2,240,279
2022	638,840	1,303,327	1,942,167
2023	320,000	1,277,597	1,597,597
2024-2028	2,010,000	5,974,328	7,984,328
2029-2033	2,920,000	5,061,963	7,981,963
2034-2038	4,265,000	3,717,869	7,982,869
2039-2042	4,975,214	1,590,881	6,566,095
	<u>\$ 17,741,214</u>	<u>\$ 23,020,677</u>	<u>\$ 40,761,891</u>

Note 10 - Long-Term Liabilities

Changes in the School's long-term liabilities for fiscal year ended June 30, 2018, are as follows:

	Balance at July 1, 2017	Additions	Retirements	Amortization	Balance at June 30, 2018	Amount Due Within One Year
Capital lease obligations, net of unamortized costs of \$ 1,383,430	\$ 16,897,764	\$ -	\$ 800,440	\$ 260,460	\$ 16,357,784	\$ 833,760
Compensated absences	46,414	9,321	28,548	-	27,187	20,390
	<u>\$ 16,944,178</u>	<u>\$ 9,321</u>	<u>\$ 828,988</u>	<u>\$ 260,460</u>	<u>\$ 16,384,971</u>	<u>\$ 854,150</u>

Note 11 - Federal, State and Local Revenue Sources

The School recorded the following revenues for the year ended June 30, 2018:

Federal:	
National School Lunch Program	\$ 245,905
State:	
Florida Education Finance Program	8,630,113
State capital outlay and debt service	237,664
Other state revenue	193,421
National School Lunch Program	3,749
Local:	
Food service revenue	62,368
Childcare revenue	361,533
Local capital improvement revenue	188,612
Miscellaneous local source revenue	86,955
	<u>\$ 10,010,320</u>

Note 12 - Employee Benefit Plan

During the year ended June 30, 2018, the School offered all of its full-time employees who had attained 21 years of age, a retirement plan (the "Plan") under Internal Revenue Code Section 401(k). The employee is allowed to contribute up to a maximum of 100% of his/her annual gross compensation, subject to certain limitations. The Plan provides for a discretionary employer matching contribution of the participant's annual elective deferral to the Plan. As determined annually by the School's management, the School may also make a discretionary profit sharing contribution, which is allocated among the participants based on a pro rata formula. Participants are immediately vested in their own contributions and earnings on those contributions. Participants become vested in School contributions and earnings on School contributions according to the following schedule:

<u>Years of Service</u>	<u>Vesting Percentage</u>
1	25%
2	50%
3	75%
4	100%

Nonvested contributions are forfeited upon termination of employment and such forfeitures are used to reduce any employer contribution. For the year ended June 30, 2018, the School contributed a matching amount of \$ 15,238.

Note 13 - Commitments

Management agreement: The School has a formal agreement with Charter Schools USA at Hillsborough, LLC ("CSUSA") to manage, staff, and operate the School. The agreement was amended and restated on November 1, 2011. The initial term was equal to the greater of five years or the term of the charter, provided however, that the initial term does not exceed fifteen years from the commencement date. The agreement automatically renews for additional five year periods on the day following the expiration date unless either party delivers a written notice of termination to the other at least twelve months prior to the then current expiration date. The current term is through June 30, 2021. Total cost reimbursements and management fees amounted to \$ 675,166 for the year ending June 30, 2018.

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

<u>Year Ending June 30,</u>		
2019	\$	781,814
2020	\$	805,269
2021	\$	829,427
2022	\$	854,310
2023	\$	879,939
2024	\$	906,337
2025	\$	933,527
2026	\$	961,533

Note 13 - Commitments (continued)

The above schedule is based on a percentage of projected revenues. The fee for the year ended June 30, 2018 was approximately 11% of total revenues.

The School has an amount of \$ 177,223 due to CSUSA for the year ending June 30, 2018, for expenses paid on behalf the School.

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.

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 9). 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, 2018, the operating reserve fund met this requirement.

In addition to the capital lease payments noted in Note 9, the School is required to pay incremental rent payments to RAD. The incremental rent payments range from approximately \$ 25,600 to \$ 136,900 per month over the term of the agreement which is through June 2042. For the year ended June 30, 2018, the incremental rent was waived.

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

Note 14 - 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 \$ 237,664 for the 2017/2018 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 14 - Capital Appropriations Funding (continued)

Local Capital Improvement Revenue (LCIR) funds are also appropriated by the School Board for charter school capital outlay purposes, with funds being allocated among eligible charter schools in a similar manner to the CSCO award. The School's LCIR Award totaled \$ 188,612 for the 2017/2018 school year which has been recognized as revenue in the accompanying financial statements.

Note 15 - 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 2017/2018 school year, the School reported 1308.39 unweighted FTE. Weighted funding represented approximately 3% of total state funding.

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 16 - 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 13, 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, 2018, 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 26, 2018.

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, 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 26, 2018

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, 2018, and have issued our report thereon dated September 26, 2018.

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 Reporting Requirements

We have issued our Independent Auditor's Report on Internal Control over Financial Reporting and on 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 26, 2018, 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 that the name or official title of the entity be disclosed in this management letter. The official title of the entity is Winthrop Charter School.

Financial Condition and Management

Sections 10.854(1)(e)2. And 10.855(11), Rules of the Auditor General, require us to apply appropriate procedures and communicate whether or not the School has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and to identify 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.

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

Transparency

Sections 10.854(1)(e)7. and 10.855(13), Rules of the Auditor General, require us to apply appropriate procedures and communicate 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.

Additional Matters

Section 10.854(1)(e)4., Rules of the Auditor General, requires us to communicate 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 26, 2018