## Financial Statements and Supplementary Schedule Together with Reports of Independent Certified Public Accountants

## **ICAHN CHARTER SCHOOL 6**

June 30, 2017 and 2016

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#### REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Board of Directors of the **Icahn Charter School 6** 

#### Report on the financial statements

We have audited the accompanying financial statements of Icahn Charter School 6 (the "Charter School"), which comprise the statements of financial position as of June 30, 2017 and 2016, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

#### Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits 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 Charter School'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 Charter School's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Charter School as of June 30, 2017 and 2016, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

#### Other matters

Supplementary information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The Schedule of Functional Expenses is presented for purposes of additional analysis and is not a required part of the financial statements. Such supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures. These additional procedures included comparing and reconciling the information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the financial statements as a whole.

#### Other reporting required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report, dated October 31, 2017, on our consideration of the Charter School's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of 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 Charter School's internal control over financial reporting and compliance.

New York, New York October 31, 2017

Grant Thornton LLP

## **Statements of Financial Position**

As of June 30, 2017 and 2016

	2017	2016
ASSETS		
Cash and cash equivalents	\$ 1,173,867	\$ 933,442
Grants and contracts receivable	142,020	80,358
Due from school district	124,333	73,527
Prepaid expenses	139,100	70,001
Contributions and other receivables	14,361	16,102
Other assets	66,000	66,000
Capital assets, net	346,789	114,559
Total assets	\$ 2,006,470	\$ 1,353,989
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts payable and accrued expenses	\$ 97,612	\$ 62,732
Accrued payroll and benefits	445,912	326,204
Deferred revenue	103,406	144,431
Obligation under capital lease	29,199	6,069
Deferred rent liability	169,591	
Total liabilities	845,720	539,436
Commitments and contingencies		
NET ASSETS - unrestricted	1,160,750	814,553
Total liabilities and net assets	\$ 2,006,470	\$ 1,353,989

## **Statements of Activities**

For the years ended June 30, 2017 and 2016

	2017 2016			
REVENUES, GAINS AND OTHER SUPPORT				
Public School District:				
Resident student enrollment	\$ 4,301,2	48 \$ 2,996,176		
Students with disabilities	10,4			
Grants and contracts:	,	,		
State and local	387,4	91 104,682		
Federal - Title and IDEA	155,6	102,066		
Other grants	30,5	89 14,158		
Total revenues, gains and other support	4,885,3	35 3,228,264		
EXPENSES				
Program services:				
Regular education	3,519,4	47 2,504,414		
Special education	116,1	34 49,483		
Total program services	3,635,5	81 2,553,897		
Supporting services:				
Management and general	916,8	465,927		
Total operating expenses	4,552,3	99 3,019,824		
Surplus from school operations	332,9	208,440		
OTHER REVENUE				
Contributions:				
Corporation	5,8	50 -		
Other income	7,4	2,071		
Total other revenue	13,2	61 2,071		
Change in net assets	346,1	97 210,511		
Net assets, beginning of year	814,5	53 604,042		
Net assets, end of year	\$ 1,160,7	<u>\$ 814,553</u>		

## **Statements of Cash Flows**

For the years ended June 30, 2017 and 2016

	2017	2016
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash receipts from:		
Public school district	\$ 4,260,223	\$ 3,053,266
Grants and contracts	487,310	104,974
Contributions	951	4,306
Other	6,460	2,071
Cash payments for:		
Vendors	(1,359,583)	(682,807)
Employee salaries and benefits	(2,751,463)	(2,213,030)
Net cash provided by operating activities	643,898	268,780
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of equipment	(396,814)	(49,247)
CASH FLOWS FROM FINANCING ACTIVITIES		
Capital lease payments	(6,659)	(4,629)
Net increase in cash and cash equivalents	240,425	214,904
Cash and cash equivalents at beginning of year	933,442	718,538
Cash and cash equivalents at end of year	\$ 1,173,867	\$ 933,442
Supplemental disclosure of cash flow information:		
Equipment acquired under capital leases	\$ 32,639	\$ -
Reconciliation of change in net assets to net cash provided by operating activities:		
Change in net assets	\$ 346,197	\$ 210,511
Adjustments to reconcile change in net assets to net cash provided by		
operating activities:		
Depreciation	194,373	191,620
Change in assets and liabilities:		
Grants and contracts receivable	(61,662)	(51,261)
Due from school district	(50,806)	(59,750)
Prepaid expenses	(69,099)	(23,683)
Contributions and other receivables	1,738	(11,796)
Other assets	-	(66,000)
Accounts payable and accrued expenses	34,883	19,090
Accrued payroll and benefits	119,708	2,960
Deferred rent	169,591	-
Deferred revenue	(41,025)	57,089
Net cash provided by operating activities	\$ 643,898	\$ 268,780

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

Notes to Financial Statements June 30, 2017 and 2016

#### 1. NATURE OF OPERATIONS

The Icahn Charter School 6 (the "Charter School") is an educational corporation formed to operate a charter school located in the City of New York, County of the Bronx. On September 13, 2011, the Board of Regents of the University of the State of New York, for and on behalf of the State Education Department, granted a provisional charter valid for a term of five years, incorporating the Charter School. The charter was last renewed in 2017 for a term up through and including fiscal 2022.

The central mission of the Charter School, using the Core Knowledge curriculum developed by E. D. Hirsch, is to provide students with a rigorous academic program offered in an extended day/year setting. Students are expected to graduate armed with the skills and knowledge to participate successfully in the most rigorous academic environments and have a sense of personal and community responsibility. The Charter School is coeducational and nonsectarian and commenced instruction on September 10, 2012.

The Charter School is exempt from federal income tax under Section 501(a) of the Internal Revenue Code and is classified as an organization described in Section 501(c)(3).

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **Basis of Presentation**

The Charter School prepares its financial statements on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"). The financial statement presentation conforms with U.S. GAAP for non-profit organization, which requires the classification of activities and net assets based upon the existence or absence of donor-imposed restrictions, as follows:

<u>Unrestricted</u> - Net assets that are not subject to donor-imposed stipulations and, therefore, may be expended for any purpose in performing the primary objective of the Charter School.

<u>Temporarily Restricted</u> - Net assets subject to donor-imposed restrictions that will be satisfied either by actions of the Charter School or the passage of time. At June 30, 2017 and 2016, the Charter School did not have any temporarily restricted net assets.

<u>Permanently Restricted</u> - Net assets subject to donor-imposed restrictions stipulating that the corpus be maintained in perpetuity by the Charter School, but permit the Charter School to expend all or part of the income derived there from. At June 30, 2016 and 2015, the Charter School did not have any permanently restricted net assets.

#### Revenue

Revenue is recorded on the accrual basis of accounting. The Charter School derives its revenue primarily from state and local capitation from the public school districts based on student enrollment, contributions and grants.

Revenues are reported as increases in unrestricted net assets unless use of the related assets is limited by explicit donor-imposed restrictions. Public school district revenues (state and local capitation) received from the New York City Department of Education Office of Charter Schools are recognized over the period earned. Amounts received in advance are reported as deferred revenue.

#### Notes to Financial Statements June 30, 2017 and 2016

Revenue from grants and contracts is recognized as the related expenses are incurred in accordance with the terms of the respective grant or contract agreement. Amounts received in advance are reported as deferred revenues.

The Charter School records contributions of cash and other assets when an unconditional promise to give such assets is received from a donor. Contributions are recorded at the fair market value of the assets received and are classified as either unrestricted, temporarily restricted or permanently restricted, depending on whether the donor has imposed a restriction on the use of such assets.

The Charter School reports gifts of cash or other assets as temporarily restricted support if they are received with donor stipulations that limit the use of the donated assets. Contributions not expected to be received within one year are recognized as temporarily restricted support and are discounted using a credit adjusted discount rate assigned in the year the pledge originates. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Donor-restricted contributions whose restrictions are met in the same fiscal year are reported as unrestricted revenues.

#### **Receivables**

Receivables contain some level of uncertainty surrounding timing and amount of collection. As such, the carrying value of the related receivables is reduced by an appropriate allowance for uncollectible accounts. The Charter School determines its allowance by considering a number of factors, including the length of time receivables are past due, the Charter School's previous loss history, the donor's current ability to pay its obligation, and the condition of the general economy and the industry as a whole. Receivables outstanding longer than the payment terms are considered past due. As of June 30, 2017 and 2016, there was no allowance for uncollectible receivables. Contributions and other receivables as of June 30, 2017 and 2016 are expected to be collected within one year.

The Charter School writes off receivables when they are deemed to be uncollectible, and payments subsequently received on such receivables are recorded as income in the period received.

#### **Cash and Cash Equivalents**

Cash and cash equivalents are recorded at fair value, and are comprised of highly liquid financial instruments with original maturities of three months or less at the time of purchase. Included in cash and cash equivalents at June 30, 2017 and 2016 is a reserve fund of \$75,000 to cover debts in the event of the Charter School's dissolution.

#### Concentration of Credit Risk

Certain financial instruments potentially subject the Charter School to concentration of credit risk. These financial instruments consist primarily of cash and cash equivalents. The Charter School maintains its cash in various bank accounts, which may exceed federally insured limits at times. The Charter School has not experienced, nor does it anticipate, any losses with respect to these bank accounts.

#### Notes to Financial Statements June 30, 2017 and 2016

#### **Capital Assets**

Furniture, fixtures, equipment, library and textbooks are stated at cost net of depreciation, or fair value at date of contribution, if donated. The Charter School capitalizes all property and equipment with a cost of at least \$1,000 and an estimated useful life of more than one year. Depreciation of furniture, fixtures, equipment, library, software and textbooks is computed in the month in which the assets are acquired, utilizing the straight-line basis, over their estimated useful lives, as follows:

	<u>Useful Lives</u>
Furniture and fixtures	3 years
Renovations and improvements	5 years
Equipment	3-5 years
Library, software and textbooks	3 years

#### Taxes

The Charter School recognizes or derecognizes a tax position based on a "more likely than not" threshold. This applies to positions taken or expected to be taken in a tax return. The Charter School evaluated its tax positions and concluded that there are no uncertain tax positions within its financial statements.

#### **Use of Estimates**

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

#### 3. CAPITAL ASSETS, NET

At June 30, 2017 and 2016, capital assets consisted of the following:

	2017	2016
Library, software and textbooks	\$ 30,288 99,040	*
Renovations and improvements Equipment	916,479	687,043
Furniture and fixtures	209,887 1,255,694	-
Less: Accumulated depreciation	(908,905 \$ 346,789	·

Included in equipment as of June 30, 2017 and 2016 are assets acquired under capital leases at a cost of approximately \$33,000 and \$22,000 with accumulated depreciation of approximately \$4,000 and \$17,000, respectively.

Notes to Financial Statements June 30, 2017 and 2016

Depreciation expense totaled approximately \$194,000 and \$192,000 for the years ended June 30, 2017 and 2016, respectively.

#### 4. RELATED PARTY TRANSACTIONS

Legal services are provided by the Inwood Opportunity LLC, a foundation for which Carl C. Icahn serves as a trustee, at no cost to the Charter School. These amounts have not been reflected as in-kind contributions in the accompanying financial statements, as neither the Charter School nor the Company has a readily measurable or objective basis for determining such amounts.

Certain expenses are shared amongst the seven Icahn Charter Schools (affiliated entities) and amounts may also be received on behalf of another Icahn Charter School. Shared expenses primarily related to prorated salaries, based on student enrollment, for administers at Icahn Charter School 1 who serve in a management capacity at the Charter School and for one student counselor at the Charter School who served in an educational capacity at Icahn Charter School 7. At June 30, 2017 and 2016, accounts payable and accrued expenses included approximately \$24,000 and \$20,000, respectively, and other receivables included approximately \$5,000, and \$11,000, respectively, pertaining to these related party transactions.

#### 5. CONTRIBUTED SERVICES AND SPACE

The Charter School utilizes certain facilities provided by the New York City public school system at no cost. The fair value of the cost savings associated with such arrangement totaled approximately \$150,000 and \$88,000 for the years ended June 30, 2017 and 2016, respectively, and is recognized as revenue within state and local grants, and also included within expenses in the statement of activities. The Charter School also utilizes certain transportation and food services provided by the New York City public school system at no cost. The Charter School is unable to determine the fair value for these services, and as such this is not reflected on the accompanying financial statements.

The Charter School also utilized for the 2016 academic school year certain classrooms provided by Icahn Charter School 1 at no cost. The charter school did not reflect the contribution of the space on the accompanying financial statements.

#### 6. CONCENTRATION OF REVENUES

The Charter School receives a majority of its revenues from the New York State Education Department through the New York City Department of Education Office of Charter Schools. The New York City Department of Education provides general operating support to the Charter School based upon the location and the number of students enrolled. Operating support provided to the Charter School by the New York City Department of Education totaled approximately \$4,312,000 and \$3,007,000 for the years ended June 30, 2017 and 2016, respectively. The Charter School is dependent upon this level of funding in order to continue its operations.

#### 7. OBLIGATION UNDER CAPITAL LEASE

A long-term lease covering equipment is classified as a capital lease. Accordingly, equipment is capitalized as leased property and amortized on a straight-line basis over the term of the lease. The corresponding obligation under the capital lease represents the present value of the rental payments discounted by an interest rate implicit in the lease agreement.

### Notes to Financial Statements June 30, 2017 and 2016

Annual payments due subsequent to June 30, 2017 follow:

Year Ending June 30,	
2018	\$ 7,257
2019	7,257
2020	7,257
2021	7,257
2022	 3,058
Total	32,086
Less: interest	 (2,887)
	\$ 29,199

#### 8. PENSION PLAN

Voor Ending June 20

The Charter School has a defined contribution plan (the "Plan"), administered by T Rowe Price, for all full-time personnel. Contributions by the Charter School to the Plan totaled approximately \$70,000 and \$66,000 for the years ended June 30, 2017 and 2016, respectively.

#### 9. COMMITMENTS AND CONTINGENCIES

The Charter School entered into a 5-year lease agreement with the Church of St. Anthony located in the Bronx to house the middle school grades commencing on August 1, 2016. The minimum future annual commitments under the operating lease at June 30, 2017 are as follows:

Year Enging June 30,	
2018	\$ 490,167
2019	610,838
2020	629,091
2021	644,826
2022	53,845
Total	\$ 2,428,767

The School's lease agreement includes rent escalation clauses. Since the payments are not equal over the term of the lease, the total rental payments are accounted for on a straight-line basis over the life of the lease. Accordingly, a deferred rent liability of \$169,591 existed as of June 30, 2017.

Notes to Financial Statements June 30, 2017 and 2016

#### **Government Agency Audits**

The Charter School participates in a number of federal and state programs. These programs require that the Charter School comply with certain requirements of laws, regulations, contracts, and agreements applicable to the programs in which it participates. All funds expended in connection with government grants and contracts are subject to audit by government agencies. While the ultimate liability, if any, from such audits of government contracts by government agencies is presently not determinable, it should not, in the opinion of management, have a material effect on the Charter School's financial position or change in net assets. Accordingly, no provision for any such liability that may result has been made in the accompanying financial statements.

#### Litigation

The Charter School may be involved in various legal actions from time to time arising in the normal course of business. In the opinion of management, there are no matters outstanding that would have a material adverse effect on the financial statements of the Charter School.

#### 10. SUBSEQUENT EVENTS

The Charter School evaluated its June 30, 2017 financial statements for subsequent events through October 31, 2017, the date the financial statements were available to be issued. The Charter School is not aware of any subsequent events which would require recognition or disclosure in the accompanying financial statements.



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# REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS AS REQUIRED BY GOVERNMENT AUDITING STANDARDS

To the Board of Directors of the **Icahn Charter School 6** 

We have audited, 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, the financial statements of Icahn Charter School 6 (the "Charter School"), which comprise the statement of financial position as of June 30, 2017, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated October 31, 2017.

#### Internal control over financial reporting

In planning and performing our audit of the financial statements, we considered the Charter School's internal control over financial reporting ("internal control") to design audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of internal control. Accordingly, we do not express an opinion on the effectiveness of the Charter School's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Charter School'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 the Charter School's 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 Charter 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*.

#### **Intended purpose**

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 Charter School'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 Charter School's internal control and compliance. Accordingly, this report is not suitable for any other purpose.

New York, New York October 31, 2017

Grant Thornton LLP



Schedule of Functional Expenses
For the year ended June 30, 2017, with comparative totals for 2016

	Program Services							
		Regular Education		Special ducation	Total	nagement d General	2017 Total	2016 Total
PERSONNEL SERVICE COSTS								
Administrative staff personnel	\$	184,053	\$	_	\$ 184,053	\$ 211,076	\$ 395,129	\$ 342,715
Instructional personnel		1,693,977		356	1,694,333	-	1,694,333	1,333,566
Non-instructional personnel					 	 255,973	 255,973	 116,530
Total personnel service costs		1,878,030		356	1,878,386	467,049	2,345,435	1,792,811
Fringe benefits and payroll taxes		355,650		98	355,748	99,931	455,679	357,281
Retirement		58,684		18	58,702	11,355	70,057	65,898
Legal		1,284		_	1,284	395	1,679	-
Accounting/audit services		18,515		2,724	21,239	6,535	27,774	28,644
Other purchasing/professional/consulting services		16,885		10,400	27,285	1,785	29,070	21,066
Building and land rent/lease		447,072		65,781	512,853	157,801	670,654	87,606
Repairs and maintenance		24,717		476	25,192	7,752	32,944	499
Insurance		45,904		-	45,904	14,124	60,028	21,739
Utilities		16,841		2,478	19,319	5,944	25,263	-
Supplies/materials		114,723		8,820	123,543	-	123,543	108,160
Equipment/furnishings		8,096		-	8,096	2,913	11,009	7,534
Staff development		141,867		-	141,867	-	141,867	121,760
Marketing/recruitment		1,762		-	1,762	542	2,304	2,609
Technology		102,057		1,890	103,947	31,984	135,931	62,627
Telephone		6,326		931	7,257	2,233	9,490	6,403
Food service		2,392		=	2,392	-	2,392	2,704
Student services		117,218		1,270	118,488	-	118,488	81,941
Office expense		12,297		1,778	14,075	56,247	70,322	32,285
Depreciation		135,599		19,031	154,630	39,743	194,373	191,620
Other		13,528		83	 13,611	 10,485	 24,096	 26,637
Total expenses	\$	3,519,447	\$	116,134	\$ 3,635,581	\$ 916,818	\$ 4,552,399	\$ 3,019,824

This schedule should be read in conjunction with the report of independent certified public accountants.