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

ICAHN CHARTER SCHOOL 7

June 30, 2018 and 2017

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Board of Directors of the **Icahn Charter School 7**

Report on the financial statements

We have audited the accompanying financial statements of Icahn Charter School 7 (the "Charter School"), which comprise the statements of financial position as of June 30, 2018 and 2017, 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, 2018 and 2017, 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, 2018, 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.

Grant Thornton LLP New York, New York

October 31, 2018

Statements of Financial Position

As of June 30, 2018 and 2017

	2018	2017
ASSETS		
Cash and cash equivalents Grants and contracts receivable Due from school district Prepaid expenses	\$ 1,130,182 130,388 72,506 37,728	\$ 656,660 74,715 94,230 42,841
Contributions and other receivables Capital assets, net	19,840 181,100	10,558 114,638
Total assets	\$ 1,571,744	\$ 993,642
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts payable and accrued expenses Accrued payroll and benefits Deferred revenue Obligation under capital leases	\$ 211,100 416,603 81,205 14,682	\$ 68,323 322,373 65,671 5,467
Total liabilities	723,590	461,834
Commitments and contingencies		
NET ASSETS - unrestricted	848,154	531,808
Total liabilities and net assets	\$ 1,571,744	\$ 993,642

Statements of Activities

For the years ended of June 30, 2018 and 2017

	2018	2017
REVENUES, GAINS AND OTHER SUPPORT	-	
Public school district:		
Resident student enrollment	\$ 3,660,829	\$ 3,048,694
Students with disabilities	30,472	11,131
Grants and contracts:		
State and local	193,648	108,159
Federal - Title and IDEA	163,181	84,077
Other grants	14,196	21,737
Total revenues, gains and other support	4,062,326	3,273,798
EXPENSES		
Program services:		
Regular education	3,264,003	2,777,840
Special education	69,014	38,322
Total program services	3,333,017	2,816,162
Supporting services:		
Management and general	433,069	373,455
Total operating expenses	3,766,086	3,189,617
Surplus from school operations	296,240	84,181
OTHER REVENUE		
Other income	20,106	4,498
Total other revenue	20,106	4,498
Change in net assets	316,346	88,679
Net assets, beginning of year	531,808	443,129
Net assets, end of year	\$ 848,154	\$ 531,808

Statements of Cash Flows

For the years ended June 30, 2018 and 2017

	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash receipts from:		
Public school district	\$ 3,676,364	\$ 2,999,263
Grants and contracts	343,738	163,377
Contributions	15,556	4,182
Other	4,550	317
Cash payments for:		
Vendors	(881,685)	(785,311)
Employee salaries and benefits	(2,517,624)	(2,153,174)
Net cash provided by operating activities	640,899	228,654
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of furniture, fixtures and equipment	(161,060)	(148,850)
CASH FLOWS FROM FINANCING ACTIVITIES		
Capital lease payments	(6,317)	(4,475)
Net increase in cash and cash equivalents	473,522	75,329
Cash and cash equivalents, beginning of year	656,660	581,331
Cash and cash equivalents, end of year	\$ 1,130,182	\$ 656,660
Supplemental disclosure of cash flow information:		
Equipment acquired under capital leases	\$ 15,532	\$ -
Reconciliation of change in net assets to net cash provided by operating activities:		
Change in net assets	\$ 316,346	\$ 88,679
Adjustments to reconcile change in net assets to net cash provided by		
operating activities:	110 120	140.077
Depreciation Change in a section of the life in the l	110,130	148,277
Change in assets and liabilities:	(55,673)	(15 205)
Grants and contracts receivable Prepaid expenses	5,113	(15,285) 7,271
Due from school districts	7,197	(47,778)
Contributions and other receivables	(9,282)	1,336
Accounts payable and accrued expenses	142,777	(42,055)
Accrued payroll and benefits	94,230	137,640
Due to school districts	14,527	
Deferred revenue	15,534	(49,431)
Net cash provided by operating activities	\$ 640,899	\$ 228,654

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

Notes to Financial Statements June 30, 2018 and 2017

1. NATURE OF OPERATIONS

The Icahn Charter School 7 (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 2018 for a term up through and including July 31, 2023.

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 9, 2013.

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, 2018 and 2017, 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, 2018 and 2017, 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

Notes to Financial Statements June 30, 2018 and 2017

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.

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, 2018 and 2017, there was no allowance for uncollectible receivables. Contributions and other receivables as of June 30, 2018 and 2017 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, 2018 and 2017 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, 2018 and 2017

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:

Useful Lives

Furniture and fixtures	3 years
Equipment	3-5 years
Library, software and textbooks	3 years

Taxes

The Charter School follows guidance that clarifies the accounting for uncertainty in tax positions taken or expected to be taken in a tax return, including issues relating to financial statement recognition and measurement. This guidance provides that the tax effects from an uncertain tax position can only be recognized in the consolidated financial statements if the position is "more-likely-than-not" to be sustained if the position were to be challenged by a taxing authority. The assessment of the tax position is based solely on the technical merits of the position, without regard to the likelihood that the tax position may be challenged.

The Charter School is exempt from federal income tax under IRC section 501(c)(3), though it is subject to tax on income unrelated to its exempt purpose, unless that income is otherwise excluded by the Code. The Charter School has processes presently in place to ensure the maintenance of its tax-exempt status; to identify and report unrelated business income; to determine its filing and tax obligations in jurisdictions for which it was nexus; and to identify and evaluate other matters that may be considered tax positions. The Charter School has determined that there are no material uncertain tax positions that require recognition or disclosure in the financial statements. In addition, the Charter School has not recorded a provision for income taxes as it has no material tax liability from unrelated business income activities.

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.

Notes to Financial Statements June 30, 2018 and 2017

3. CAPITAL ASSETS, NET

At June 30, 2018 and 2017, capital assets consisted of the following:

	2018		2017	
Library, software and textbooks Equipment Furniture and fixtures	\$	28,973 739,986 165,227	\$	28,972 593,419 135,203
		934,186		757,594
Less: Accumulated depreciation		(753,086)		(642,956)
	\$	181,100	\$	114,638

Included in equipment as of June 30, 2018 and 2017 are assets acquired under capital leases at a cost of approximately \$37,000 and \$22,000 with accumulated depreciation of approximately \$23,000 and \$17,000, respectively.

Depreciation expense totaled approximately \$110,000 and \$148,000 for the years ended June 30, 2018 and 2017, respectively.

4. RELATED PARTY TRANSACTIONS

Legal services are provided by the Inwood Opportunity LLC (the "Company"), 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. At June 30, 2018 and 2017, accounts payable and accrued expenses included approximately \$93,000 and \$25,000, respectively, and other receivables included approximately \$18,000 and \$5,000, 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 estimated fair value of the cost savings associated with such arrangement which totaled approximately \$174,000 and \$91,000 for the years ended June 30, 2018 and 2017, respectively, 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.

Notes to Financial Statements June 30, 2018 and 2017

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 ("DOE") 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 DOE totaled approximately \$3,691,000 and \$3,060,000 for the years ended June 30, 2018 and 2017, respectively. The Charter School is dependent upon this level of funding in order to continue its operations.

7. OBLIGATION UNDER CAPITAL LEASE

Certain long-term leases covering equipment are classified as capital leases. 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 leases represents the present value of the rental payments discounted by interest rates implicit in the lease agreements.

Annual payments due subsequent to June 30, 2018 follow:

Year Ending June 30,	
2019	\$ 4,256
2020	3,454
2021	3,454
2022	3,454
2023	1,439
Total	16,057
Less: Interest	(1,375)
	\$ 14,682

8. PENSION PLAN

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 \$38,000 and \$40,000 for the years ended June 30, 2018 and 2017, respectively.

9. COMMITMENTS AND CONTINGENCIES

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.

Notes to Financial Statements June 30, 2018 and 2017

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, 2018 financial statements for subsequent events through October 31, 2018, 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 7**

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 7 (the "Charter School"), which comprise the statement of financial position as of June 30, 2018, 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, 2018.

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.

Grant Thornton LLP New York, New York

October 31, 2018



Schedule of Functional Expenses
For the year ended June 30, 2018, with comparative totals for 2017

		Program Service	es	_		
	Regular Education	Special Education	Total	Management and General	2018 Total	2017 Total
PERSONNEL SERVICE COSTS						
Administrative staff personnel	\$ 148,111	\$ -	\$ 148,111	\$ 200,221	\$ 348,332	\$ 319,701
Instructional personnel	1,707,311	80	1,707,391	-	1,707,391	1,462,484
Non-instructional personnel				96,338	96,338	87,743
Total personnel service costs	1,855,422	80	1,855,502	296,559	2,152,061	1,869,928
Fringe benefits and payroll taxes	392,637	75	392,712	29,636	422,348	381,035
Retirement	26,912	4	26,916	10,529	37,445	39,849
Legal service	1,332	-	1,332	148	1,480	1,178
Accounting/audit services	25,727	2,076	27,803	3,089	30,892	27,703
Other Purchasing/professional/consulting services	18,230	30,472	48,702	824	49,526	26,718
Building and land rent/lease	144,929	11,696	156,625	17,403	174,028	91,092
Repairs and maintenance	5,251	44	5,295	292	5,587	4,626
Insurance	35,202	-	35,202	3,911	39,113	30,225
Supplies/materials	172,035	9,052	181,087	-	181,087	121,120
Equipment/furnishings	1,711	-	1,711	18	1,729	9,524
Staff development	184,069	-	184,069	-	184,069	135,427
Marketing/recruitment	8,408	-	8,408	934	9,342	2,950
Technology	95,781	1,354	97,135	10,793	107,928	99,699
Telephone	7,616	615	8,231	915	9,146	9,055
Food service	-	-	-	-	-	9,113
Student services	147,929	3,906	151,835	-	151,835	118,368
Office expense	27,628	2,203	29,831	41,034	70,865	42,220
Depreciation	93,533	7,402	100,935	9,195	110,130	148,277
Other	19,651	35	19,686	7,789	27,475	21,510
Total expenses	\$ 3,264,003	\$ 69,014	\$ 3,333,017	\$ 433,069	\$ 3,766,086	\$ 3,189,617

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