REGULATORY BASIS FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

JUNE 30, 2015

with

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Board of Directors KIPP Delta, Inc. d/b/a KIPP Delta Public Schools Helena-West Helena, Arkansas

Report on the Financial Statements

We have audited the accompanying financial statements of each major governmental fund, and the aggregate remaining fund information of KIPP Delta, Inc. d/b/a KIPP Delta Public Schools (the "School") as of and for the year ended June 30, 2015, and the related notes to the financial statements, 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 financial reporting prescribed or permitted by the Arkansas Code, which is more fully described in Note 1. Management is also responsible for 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.

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

Basis for Adverse Opinion on U.S. Generally Accepted Accounting Principles

As described more fully in Note 1, the School has prepared the financial statements using financial reporting prescribed or permitted by the Arkansas Code, which is a basis of accounting other than accounting principles generally accepted in the United States of America. The effects on the financial statements of the variances between the regulatory basis of accounting described in Note 1 and accounting principles generally accepted in the United States of America, although not reasonably determinable, are presumed to be material.

Adverse Opinion on U.S. Generally Accepted Accounting Principles

In our opinion, because of the significance of the matter discussed in the "Basis for Adverse Opinion on U.S. Generally Accepted Accounting Principles" paragraph, the financial statements referred to in the first paragraph do not present fairly, in accordance with accounting principles generally accepted in the United States of America, the financial position of the School as of June 30, 2015, and the respective changes in financial position for the year then ended.

Unmodified Opinion on Regulatory Basis of Accounting

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of each major governmental fund and the aggregate remaining fund information of the School, as of June 30, 2015, and the respective changes in financial position and budgetary results for the year then ended, in accordance with the basis of accounting described in Note 1.

Other Matters

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the School's regulatory basis financial statements. The Schedule of Capital Assets, Schedule of Expenditures of Federal Awards as required by U.S. Office of Management and Budget Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations,* and Schedule of State Assistance are presented for purposes of additional analysis and are not a required part of the regulatory basis financial statements.

The Schedule of Capital Assets, Schedule of Expenditures of Federal Awards, and Schedule of State Assistance are the responsibility of management and were derived from and relate directly to the underlying account and other records used to prepare the regulatory basis financial statements. Such information has been subjected to the auditing procedures applied in the audit of the regulatory basis financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the regulatory basis financial statements or to the regulatory basis financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Schedule of Capital Assets, Schedule of Expenditures of Federal Awards, and Schedule of State Assistance are fairly stated in all material respects in relation to the regulatory basis financial statements taken as a whole.

The supplemental data sheet as required by Arkansas Department of Human Services Audit Guidelines Section IX-C has not been subjected to the auditing procedures applied in the audit of the regulatory basis financial statements and, accordingly we do not express an opinion or provide any assurance on it.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated October 19, 2015, on our consideration of the School's internal control over financial reporting and 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 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.

Hudson Cisnet Co. LLP

October 19, 2015, except for Note 10, as to which the date is February 2, 2016 Little Rock, Arkansas

BALANCE SHEET - REGULATORY BASIS

JUNE 30, 2015

	General		Special Revenue		Capital Projects	
ASSETS						
Cash and cash equivalents Accounts receivable Pledges receivable Deposits Due from other funds	\$	1,147,543 329,969 111,457 10,000 146,300	\$	55,590 298,292 - - -	\$	331,960 5,994 20,000
	\$	1,745,269	\$	353,882	\$	357,954
LIABILITIES AND FUND BALANCES Liabilities:						
Accounts payable Due to other funds	\$	188,768	\$	55,093 146,300	\$	234,682
Total liabilities		188,768		201,393		234,682
Fund Balances: Restricted:						
State programs Federal programs		145,326		- 152,489		-
Capital projects Other Committed		734,864 18,152		-		123,272
Assigned Unassigned		3,584 654,575		- -		- - -
Total fund balances		1,556,501		152,489		123,272
	\$	1,745,269	\$	353,882	\$	357,954

STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - GOVERNMENTAL FUNDS - REGULATORY BASIS

YEAR ENDED JUNE 30, 2015

	General	Special Revenue	Capital Projects
REVENUES			
State assistance	\$ 10,000,623	\$ 5,826	\$ -
Federal assistance	<u>-</u>	3,608,139	<u>-</u>
Contributions	2,458,661	-	22,676
Activity revenues	61,435	-	-
Tuition	57,211	-	-
Earnings on investments	3,413	-	-
Other revenues	128,737	40,131	
	12,710,080	3,654,096	22,676
EXPENDITURES			
Current:			
Regular programs	3,762,556	34,354	-
Special education	369,324	260,508	-
Compensatory education	783,452	903,287	-
Student support services	735,529	156,259	-
Instructional staff support services	707,451	837,470	-
General administration support services	712,865	88,524	-
School administration support services	1,482,529	61,885	-
Business support services	314,065	61,680	=
Operation and maintenance of plant services	1,193,092	64,400	-
Student transportations services	915,649	=	=
Other support services	424,162	11,996	-
Food services operations	32,783	1,193,747	-
Community services operations	-	311	-
Other	-	81,456	-
Capital outlay	191,150	53,091	1,456,714
Debt service:			
Principal retirement of debt and capital leases	645,721	-	-
Interest and fiscal charges	351,371		
	12,621,699	3,808,968	1,456,714
Excess (deficiency) of revenue over			
expenditures	88,381	(154,872)	(1,434,038)
OTHER FINANCING SOURCES			
Proceeds from issuance of debt and capital leases	88,900		380,000
Net change in fund balances	177,281	(154,872)	(1,054,038)
Fund balance - beginning	1,379,220	307,361	1,177,310
Fund balance - ending	\$ 1,556,501	\$ 152,489	\$ 123,272

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET TO ACTUAL - GENERAL AND SPECIAL REVENUE FUNDS - REGULATORY BASIS

YEAR ENDED JUNE 30, 2015

	General			
	Budget	Actual	Variance	
REVENUES				
State assistance	9,957,954	\$ 10,000,623	\$ 42,669	
Federal assistance	-	-	-	
Contributions	2,000,000	2,458,661	458,661	
Activity revenues	47,700	61,435	13,735	
Tuition	35,000	57,211	22,211	
Earnings on investments	=	3,413	3,413	
Other revenues	408,586	128,737	(279,849)	
	12,449,240	12,710,080	260,840	
EXPENDITURES				
Current:				
Regular programs	3,760,350	3,762,556	(2,206)	
Special education	340,612	369,324	(28,712)	
Compensatory education	790,833	783,452	7,381	
Student support services	911,836	735,529	176,307	
Instructional staff support services	694,245	707,451	(13,206)	
General administration support services	638,667	712,865	(74,198)	
School administration support services	1,750,783	1,482,529	268,254	
Business support services	311,064	314,065	(3,001)	
Operation and maintenance of plant services	1,155,265	1,193,092	(37,827)	
Student transportations services	956,485	915,649	40,836	
Other support services	390,838	424,162	(33,324)	
Food services operations	30,364	32,783	(2,419)	
Community services operations	-	-	-	
Other	-	-	- (45.045)	
Capital outlay Debt service:	146,105	191,150	(45,045)	
Principal retirement of debt and capital leases	347,643	645,721	(298,078)	
Interest and fiscal charges	338,006	351,371	(13,365)	
	12,563,096	12,621,699	(58,603)	
(Deficiency) excess of revenues over				
expenditures	(113,856)	88,381	202,237	
OTHER FINANCING SOURCES	(115,550)	33,231	_==,_== /	
Proceeds from issuance of debt and capital leases	_	88,900	88,900	
Net change in fund balances	\$ (113,856)	\$ 177,281	\$ 291,137	
The change in fund varances	ψ (113,030)	Ψ 1/1,201	Ψ 2/1,13/	

Special Revenue

	Special Revenue	
Budget	Actual	Variance
3,576,663	\$ 5,826 3,608,139	\$ 5,826 31,476
-	-	-
- -	- -	- -
-	-	-
47,674	40,131	(7,543)
3,624,337	3,654,096	29,759
-	34,354	(34,354)
267,753	260,508	7,245
1,087,668	903,287	184,381
132,160	156,259	(24,099)
946,573 64,011	837,470 88,524	109,103 (24,513)
18,636	61,885	(43,249)
48,118	61,680	(13,562)
37,085	64,400	(27,315)
=	=	=
-	11,996	(11,996)
1,036,230	1,193,747	(157,517)
10,000	311	9,689
81,455	81,456	(1)
15,361	53,091	(37,730)
-	-	-
3,745,050	3,808,968	(63,918)
(120,713)	(154,872)	(34,159)
		
\$ (120,713)	\$ (154,872)	\$ (34,159)

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

Note 1: Summary of significant accounting policies

Reporting entity

The Board of Directors is the level of government which has responsibilities over all activities of KIPP Delta, Inc. d/b/a KIPP Delta Public Schools ("School"). The School's financial statements reflect all funds and accounts directly under the control of the School. There are no component units.

Description of funds

Major governmental funds (per the regulatory basis of accounting) are defined as General and Special Revenue.

General Fund - The General Fund is the general operating fund and is used to account for all financial resources, except those required to be reported in another fund.

Special Revenue Fund - The Special Revenue Fund is used to account for the proceeds of specific revenue sources (other than trusts for individuals, private organizations, or other governments or for major capital projects) that are legally restricted to expenditure for specified purposes.

Other governmental funds consist of the following:

Capital Projects Fund - The Capital Projects Fund is used to account for financial resources to be used for the acquisition or construction of major capital facilities (other than those financed by proprietary funds or in trust funds for individuals, private organizations, or other governments).

Measurement focus and basis of accounting

The financial statements are prepared in accordance with a regulatory basis of accounting (RBA), which is an Other Comprehensive Basis of Accounting (OCBOA). This basis of accounting is prescribed by Ark. Code Ann. 10-4-412 (c), as provided in Act 2201 of 2005, and requires that financial statements be presented on a fund basis with, as a minimum, the general fund and special revenue fund presented separately and all other funds included in the audit presented in the aggregate. The law also stipulates that the financial statements consist of a balance sheet; a statement of revenues, expenditures, and changes in fund balances; a comparison of the final adopted budget to the actual expenditures for the general fund and special revenue funds of the entity; notes to financial statements; and a supplemental schedule of capital assets, including land, buildings, and equipment. The law further stipulates that the State Board of Education shall promulgate the rules necessary to administer the regulatory basis of presentation.

The RBA is not in accordance with generally accepted accounting principles (GAAP). GAAP requires that basic financial statements present government-wide financial statements. Additionally, GAAP requires the following major concepts: Management's Discussion and Analysis, accrual basis of accounting for government-wide financial statements, including depreciation expense, modified accrual basis of accounting for fund financial statements, separate financial statements for fiduciary fund types, separate identification of special and extraordinary items, inclusion of capital assets and debt in the financial statements, specific procedures for the identification of major governmental funds and applicable note disclosures. The RBA does not require government-wide financial statements or the previously identified concepts.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

Note 1: Summary of significant accounting policies (continued)

Measurement focus and basis of accounting (continued)

The accompanying financial statements are presented on a fund basis. A fund is defined as a fiscal and accounting entity with a self-balancing set of accounts, which are segregated for purposes of recording specific activities or attaining certain objectives. Revenues are reported by major sources and expenditures are reported by major function. Other transactions, which are not reported as revenues or expenditures, are reported as other financing sources and uses. Transactions related to the recording of capital leases are reported as other financing sources.

Revenue recognition policies

Revenues are recognized when they become susceptible to accrual in accordance with the RBA.

Capital assets

Information on capital assets and related depreciation is reported in the supplemental information. Capital assets are capitalized at historical cost or estimated historical cost, if actual data is not available. Capital assets purchased are recorded as expenditures in the applicable fund at the time of purchase. Donated capital assets are reported at fair value when received. The School maintains a threshold level of \$1,000 and a useful life in excess of two years for capitalizing equipment.

No salvage value is taken into consideration for depreciation purposes. All capital assets, other than land and construction in progress, are depreciated using the straight-line method over the following useful lives:

Asset Class	Estimated Useful Life in Years
Improvements/infrastructure	5-40
Buildings	40
Furniture and equipment	3-15

Fund balance classifications

Under GASB 54, fund balance is reported under the following five classifications:

- 1. Nonspendable Fund Balance includes amounts that are not in a spendable form or are required to be maintained intact. The School does not have any nonspendable fund balance at year end.
- 2. **Restricted Fund Balance** includes amounts that can be spent only for the specific purposes stipulated by external resource providers, constitutionally, or through enabling legislation. The fund balance that is restricted for state programs and federal programs reflect amounts restricted for specific state and federal programs as mandated by respective state and federal grant or funding agreements. The fund balance that is restricted for capital projects reflects amounts that are restricted for construction or other capital outlay projects. The fund balance that is restricted for other purposes includes donated funds in which the funds have been restricted by the donor for specific uses.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

Note 1: Summary of significant accounting policies (continued)

Fund balance classifications (continued)

- 3. <u>Committed Fund Balance</u> includes amounts that can be used only for the specific purposes determined by a formal action of the School's highest level of decision-making authority (the Board of Directors) and does not lapse at year end. Amounts committed for the School's college scholarship program make up the committed fund balance at year end.
- 4. <u>Assigned Fund Balance</u> includes amounts intended for a specific purpose by the Board of Directors or by a School official that has been delegated authority to assign amounts. The assigned fund balance at year end represents funds that are intended for various school activities.
- 5. <u>Unassigned Fund Balance</u> includes any remaining fund balance that has not been reported in any other classification. This classification can also include negative amounts in other governmental funds if expenditures incurred for specific purposes exceeded the amounts restricted, committed, or assigned to those purposes.

For the purposes of fund balance classification, expenditures are to be spent from restricted fund balance first, followed in order by committed fund balance, assigned fund balance and lastly unassigned fund balance.

Budget and budgetary accounting

The School is required by state law to prepare an annual budget. The annual budget is prepared on a fiscal year basis. The School does not prepare and submit amended budgets during the fiscal year. The State Department of Education's regulations allow for the cash basis or the modified accrual basis. However, the majority of the Schools employ the cash basis method.

The School budgets intra-fund transfers. Significant variances may result in the comparison of transfers at the Statement of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual - General and Special Revenue Funds - Regulatory Basis because only interfund transfers are reported at the Statement of Revenues, Expenditures and Changes in Fund Balances - Governmental Funds - Regulatory Basis.

Budgetary perspective differences are not considered to be significant because the structure of the information utilized in preparing the budget and the applicable fund financial statements is essentially the same.

Pledges receivable

An allowance for uncollectible pledges receivable is provided based upon management's judgment of potential defaults. The determination includes such factors as prior collection history, type of contribution and nature of fund-raising activity. Pledges not expected to be collected within one year are discounted. Management did not feel that an allowance for uncollectible pledges was required for the year ended June 30, 2015. Conditional promises to give are not included as support until the conditions are substantially met.

Income taxes

The School is exempt from income taxes pursuant to Section 501(c) (3) of the Internal Revenue Code and comparable provisions of state income tax laws.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

Note 2: Cash deposits with financial institutions

Cash deposits are carried at cost (carrying value). A comparison of the bank balance and carrying value is as follows:

		Carrying value	 Bank balance
Insured (FDIC) Collateralized - held by pledging bank's	\$	259,312	\$ 259,312
trust department in the School's name		1,275,781	 1,715,143
Total deposits	<u>\$</u>	1,535,093	\$ 1,974,455

Note 3: Accounts receivable

The accounts receivable balance of \$634,255 is comprised of the following at June 30, 2015:

	eneral fund	Special revenue fund	pı	apital rojects fund	 Total
Due from other governments Other	\$ 84,056 245,913	\$ 298,292	\$	- 5,994	\$ 382,385 251,907
Total	\$ 329,969	\$ 298,292	\$	5,994	\$ 634,292

Note 4: Pledges receivable

Pledges receivable of \$131,457 at June 30, 2015 are expected to be collected in less than one year. These pledges receivable were attributable to three donors, for which no reserve has been provided.

As of June 30, 2015, the School had received conditional promises to give of \$1,338,400. These conditional promises to give will not be reflected as an asset or recognized as revenue until the conditions are substantially met.

Cash collected on unrestricted and temporarily restricted pledges totaled \$89,400 during the year ended June 30, 2015.

Note 5: Accounts payable

The accounts payable balance of \$478,543 is comprised of vendor payables at June 30, 2015.

Note 6: Line of credit

The School has a line of credit with available borrowings of up to \$500,000 and an interest rate of 5.25%. The line of credit is secured by donor contributions to the School and is scheduled to mature in April 2016. The line of credit had a balance of \$380,000 at June 30, 2015.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

Note 7: Commitments

The School was contractually obligated for the following at June 30, 2015:

Notes payable issued and outstanding

Notes payable consist of a loan for a total of \$2,339,020, which is guaranteed by the USDA Rural Development. One-half of the loan is financed by USDA. This portion of the loan is payable over 40 years with interest at the prevailing Rural Development Intermediate rate, 4.75%, and matures in August 2045. The other half of the loan is financed by Southern Bancorp and guaranteed by the USDA. This loan is payable over 20 years with variable interest rate at 2.25% over the New York Prime rate. This is capped at 10% as of June 30, 2008. On August 18, 2009, the rate was adjusted to a fixed rate of 6.37%. This loan matures in August 2024. The proceeds of this debt were used for construction of facilities. The outstanding balance of these notes payable were \$1,673,560 as of June 30, 2015.

Notes payable include a \$1,285,606 loan with Southern Bancorp Capital Partners secured by certain real estate. This loan consists of a refinanced loan for the purchase of land, conversion of construction loan to permanent and additional funds used for construction-related expenses. The loan matures in June 2029 and has a fixed interest rate of 5.50%. The outstanding balance of this loan was \$1,036,257 as of June 30, 2015.

Notes payable include a \$453,947 loan with Southern Bancorp Capital Partners secured by certain real estate. This loan was refinanced in March 2011, and converted from a \$1,400,000 construction loan to a permanent loan at that time. The proceeds were used for the expansion of the middle school campus. The loan matures in March 2031 and has a fixed interest rate of 4.00%. The outstanding balance of this loan was \$366,675 as of June 30, 2015.

Notes payable include a \$200,000 loan with Southern Bancorp Capital Partners secured by certain real estate. The proceeds from this loan were used for the construction of facilities. The loan matures in March 2031 and has a fixed interest rate of 5.00%. The outstanding balance of this loan was \$172,816 as of June 30, 2015.

Notes payable consist of a \$1,000,000 unsecured loan with the non-profit organization, Charter School Growth Fund. The loan matures in June 2018 and has a fixed interest rate of 1.00%. The proceeds of the loan are to be used for the general support of the organization. In July 2014, an agreement was reached to forgive \$250,000 of this loan effective June 1, 2014, and \$250,000 effective August 31, 2014. The debt forgiveness is included in contributions on the statement of revenues, expenditures, and changes in fund balances- governmental funds- regulatory basis. The outstanding balance of this loan was \$500,000 as of June 30, 2015.

Notes payable include a construction loan with Arvest Bank up to \$3,000,000 secured by certain real estate and guaranteed by USDA. The proceeds of the loan are to be used for the construction of facilities. The loan matures in December 2032 and has a fixed interest rate of 5.39%. The outstanding balance of this loan was \$2,782,080 at June 30, 2015.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

Note 7: Commitments (continued)

Changes in notes payable:

Description	<u>J</u> ı	Balance at uly 1, 2014	 Issued	 Retired	<u>Ju</u>	Balance at ine 30, 2015
USDA loan Southern Bancorp Capital	\$	1,055,518	\$ -	\$ 16,177	\$	1,039,341
Partners Southern Bancorp Capital		708,642	-	74,423		634,219
Partners Southern Bancorp Capital		1,083,832	-	47,575		1,036,257
Partners Southern Bancorp Capital		384,517	-	17,842		366,675
Partners Charter School Growth Fund Arvest Bank		179,799 750,000 2,865,180	 - -	 6,983 250,000 83,100		172,815 500,000 2,782,080
	\$	7,027,488	\$ 	\$ 496,103	\$	6,531,388

Year ended June 30	_	Principal		Interest		Total
2016	\$	268,727	\$	316,048	\$	584,775
2017	Ψ	284,199	Ψ	300,576	Ψ	584,775
2018		800,574		413,425		1,213,999
2019		317,902		266,873		584,775
2020		336,239		248,536		584,775
2021-2025		1,556,772		972,105		2,528,877
2026-2030		1,681,391		548,509		2,229,900
2031-2035		798,570		184,191		982,761
2036-2040		241,191		88,629		329,820
2041-2046		245,823	_	23,607		269,430
Total	<u>\$</u>	6,531,388	\$	3,362,499	\$	9,893,887

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

Note 8: Capital leases

The School has three capital leases for sixteen school buses with one of these leases entered into this year for six buses for a total of \$88,900. The School also has a capital lease for nine copiers. Total payments on capital leases for the year ending June 30, 2015 were \$149,618. The property held under the capital leases is summarized as follows as of June 30, 2015:

Equipment, net of accumulated depreciation \$ 360,557

Minimum future lease payments under the capital leases at June 30, 2015 are as follows:

2016	\$ 112,040
2017	70,683
2018	 38,334
Total minimum lease payments	221,057
Interest	 <u>(11,710</u>)
	\$ 209,347

Note 9: Operating leases

The School leases office facilities and equipment under various operating leases. Rent expense for these leases totaled \$34,255 for 2015. Future minimum lease payments at June 30, 2015 were as follows:

2016 2017	\$	28,684 15,684
	<u>\$</u>	44,368

Note 10: Retirement plans

Arkansas Teacher Retirement System

Plan description: The School contributes to the Arkansas Teacher Retirement System (ATRS), a cost-sharing multiple-employer defined benefit pension plan that covers all Arkansas public school employees, except certain nonteachers hired prior to July 1, 1989. ATRS provides retirement and disability benefits, annual cost-of-living adjustments, and death benefits to plan members and beneficiaries. Benefit and contribution provisions are established by State law and can be amended only by the Arkansas General Assembly. The Arkansas Teacher Retirement System issues a publicly available financial report that includes financial statements and required supplementary information for ATRS. That report may be obtained by writing to Arkansas Teacher Retirement System, 1400 West Third Street, Little Rock, Arkansas 72201 or by calling 1-800-666-2877.

Funding policy: ATRS has contributory and non-contributory plans. Contributory members are required by law to contribute 6% of their salary. Each participating employer is required by law to contribute at a rate established by the Arkansas General Assembly. The current employer rate is 14%. The School's contributions to ATRS for the years ended June 30, 2015, 2014, and 2013 were \$1,097,456; \$993,306; and \$836,155, respectively, equal to the required contributions each year.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2015

Note 11: Significant concentration

The School is economically dependent on funding received through state awards, federal awards, and private donations. Approximately 61%, 22%, and 15% of total revenues were from state sources, federal sources and private donations, respectively, during the year ended June 30, 2015.

Note 12: Contingencies

The School participates in federally assisted grant programs. The School is potentially liable for expenditures which may be disallowed pursuant to the terms of these grant programs. Management is not aware of any material items of non-compliance which would result in the disallowance of program expenditures.

The School participates in the Arkansas Fidelity Bond Trust Fund administered by the Arkansas Governmental Bonding Board. This program provides coverage for actual losses sustained by its members through fraudulent or dishonest acts committed by officials or employees. Each loss is limited to \$250,000 with a \$2,500 deductible. Premiums for coverage are paid by the Chief Fiscal Officer of the State of Arkansas from funds withheld from the Public School Fund.

Note 13: Fund-raising expenses

The School uses fund-raising to encourage donations within the community. The costs of fund-raising activities are expensed as incurred. During 2015, fund-raising costs totaled \$346,965.

Note 14: On-behalf payments

During the year ended June 30, 2015, health insurance premiums of \$314,503 were paid by the Arkansas Department of Education to the Arkansas Employee Benefits Division on behalf of School employees.

Note 15: Subsequent Events

In July 2015, the School entered into a capital lease for 4 school buses for \$95,400. The lease has an imputed interest rate of 4.23% and matures in July 2018.

In July 2015, the School purchased a facility in West Helena for approximately \$50,000.

During 2015, the Arkansas Department of Education approved a charter application submitted by the School to open a school in Forrest City. In August 2015, KIPP Forrest City College Preparatory opened for grade 5.



SCHEDULE OF CAPITAL ASSETS

YEAR ENDED JUNE 30, 2015

	Balance July 1, 2014		Additions		Deletions		Balance June 30, 2015	
Depreciable capital assets: Building and improvements Furniture and equipment	\$	11,088,867 3,148,424	\$	177,969 224,658	\$	11,500	\$	11,266,836 3,361,582
Total depreciable capital assets		14,237,291		402,627		11,500		14,628,418
Nondepreciable capital assets: Construction in progress Land		76,626 836,005		1,277,671		- -		1,354,297 836,005
Total nondepreciable capital assets		912,631	_	1,277,671				2,190,302
Total capital assets		15,149,922		1,680,298		11,500		16,818,720
Less accumulated depreciation for: Building and improvements Furniture and equipment Total accumulated depreciation		1,907,039 1,705,751 3,612,790	_	424,267 463,735 888,002	_	6,571 6,571		2,331,306 2,162,915 4,494,221
Capital assets, net	\$	11,537,132	\$	792,296	\$	4,929	\$	12,324,499



INDEPENDENT AUDITORS' 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 KIPP Delta, Inc. d/b/a KIPP Delta Public Schools Helena-West Helena, Arkansas

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 each major governmental fund and the aggregate remaining fund information of KIPP Delta, Inc. d/b/a KIPP Delta Public Schools (the "School"), as of and for the year ended June 30, 2015, and the related notes to the financial statements, which collectively comprise the School's regulatory basis financial statements, and have issued our report thereon dated October 19, 2015.

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 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.

audit consulting tax To the Board of Directors Page Two

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.

Hudson, Cisne & Co. LLP

Hudson Cisne Ho. LLP

Little Rock, AR October 19, 2015



Hudson Cisne & Co. LLP

CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR EACH MAJOR PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY OMB CIRCULAR A-133

To the Board of Directors KIPP Delta, Inc. d/b/a KIPP Delta Public Schools Helena-West Helena, Arkansas

Report on Compliance for Each Major Federal Program

We have audited the compliance of KIPP Delta, Inc. d/b/a KIPP Delta Public Schools (the "School") with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on each of the School's major federal programs for the year ended June 30, 2015. The School's major federal programs are identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditors' Responsibility

Our responsibility is to express an opinion on compliance for each of the School's major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and OMB Circular A-133, *Audit of States, Local Governments, and Non-Profit Organizations*. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the School's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of the School's compliance.

Opinion on Each Major Federal Program

In our opinion, KIPP Delta, Inc. d/b/a KIPP Delta Public Schools complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2015.

audit consulting tax To the Board of Directors Page Two

Report on Internal Control Over Compliance

The management of the School is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the School's internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the School's internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or combination of deficiencies in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A significant deficiency in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of OMB Circular A-133. Accordingly, this report is not suitable for any other purpose.

Hudson Cisne + Co. LLP

Hudson, Cisne & Co. LLP Little Rock, Arkansas October 19, 2015

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED JUNE 30, 2015

Federal grant/pass-through grantor/program title	Federal CFDA number	Federal expenditures
CHILD NUTRITION CLUSTER		
U.S. Department of Agriculture		
Passed through Arkansas Department of Education:	10.552	¢ 207.726
School Breakfast Program - Cash Assistance National School Lunch Program - Cash Assistance	10.553 10.555	\$ 287,736 591,485
Trational School Bullett 110gram Cash Assistance	10.555	371,403
Total Arkansas Department of Education		879,221
Passed through Arkansas Department of Human Services: National School Lunch Program - Non-Cash Assistance	10.555	67,573
Total Child Nutrition Cluster		946,794
SPECIAL EDUCATION CLUSTER U.S. Department of Education Passed through Arkansas Department of Education: Title VI - Part B - Special Education Grants to States	84.027	401,856
Title VI - Part B - Special Education Preschool Grants	84.173	5,751
Total Special Education Cluster		407,607
OTHER PROGRAMS:		
U.S. Department of Education Passed through Arkansas Department of Education: Title I, Part A - Grants to Local Education Agencies Title VI, Part B - Rural and Low Income School Program Title II, Part A - Improving Teacher Quality Subrecipient from KIPP Foundation	84.010 84.358B 84.367	1,861,026 22,540 25,577
Public Charter Schools, Title V, Part B State Fiscal Stabilization Fund (SFSF) - Investing in	84.282M	156,804
Innovation (i3) Fund - ARRA	84.396A	41,298
Total U.S. Department of Education (other programs)		2,107,245
U.S. Department of Agriculture Passed through Arkansas Department of Education: Child and Adult Care Food Program Fresh Fruit and Vegetable Program	10.558 10.582	182,292 67,699
Total U.S. Department of Agriculture (other programs)		249,991
Total Other Programs		2,357,236
Total Expenditures of Federal Awards		\$ 3,711,637

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS (CONTINUED) YEAR ENDED JUNE 30, 2015

NOTES TO THE SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

- 1. This schedule includes the federal awards activity of the School and is presented on the regulatory basis of accounting. The information in this schedule is presented in accordance with the requirements of OMB Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations. Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in the preparation of the basic financial statements.
- 2. Medicaid reimbursements are defined as contracts for services and not federal awards, therefore, such reimbursements totaling \$13,182 are not covered by the reporting requirements of OMB Circular A-133.
- 3. Nonmonetary assistance is reported at the approximate value as provided by the Arkansas Department of Human Services.

SCHEDULE OF STATE ASSISTANCE

YEAR ENDED JUNE 30, 2015

Arkansas Department of Education

Charter School Funding	\$ 7,587,314
GT Advanced Placement	250
Student Growth Funding	936,447
Professional Development Funding	31,031
National School Lunch Student Funding	1,236,363
Broadband Facilities Matching Grant Program	17,745
Arkansas School Recognition Program	9,655
Teacher Induction Grant	7,185
Early Childhood Special Education	7,193
English Language Learners (ELL)	317
Arkansas Better Chance Program	159,408
	 9,992,908
Arkansas Department of Career Education	
Secondary Workforce Centers	 13,541
Total State Assistance	\$ 10,006,449

SCHEDULE OF FINDINGS AND QUESTIONED COSTS

YEAR ENDED JUNE 30, 2015

A. SUMMARY OF AUDITORS' RESULTS

1.	Our report expresses an adverse opinion based on generally act and an unmodified opinion based on regulatory basis of accostatements of KIPP Delta, Inc. d/b/a KIPP Delta Public Schools	unting on the basic fina	ciples incial
2.	The independent auditors' report on internal control over finance	ial reporting described:	
	Significant deficiency(ies) identified?	Yes	⊠ No
	Material weakness(es) identified?	Yes	No
3.	Noncompliance considered material to the financial statements was disclosed by the audit?	Yes	No
4.	The independent auditors' report on internal control over coapplicable to major federal awards programs described:	ompliance with requirer	nents
	Significant deficiency(ies) identified?	Yes	⊠ No
	Material weakness(es) identified?	Yes	⊠ No
5.	The opinion expressed in the independent auditors' report on capplicable to major federal awards was:	ompliance with requirer	nents
	Unmodified Modified Adverse	Disclaimed	
6.	The audit disclosed findings required to be reported by OMB Circular A-133?	Yes	No
7.	The Auditee's major programs were:		
	Cluster/Program	CFDA Number	
•	Title I, Part A - Grants to Local Education Agencies Special Education Cluster	84.010 84.027 and 84.173	
8.	The threshold used to distinguish between Type A & Type B defined in OMB Circular A-133 was \$300,000.	programs as those term	is are
9.	The Auditee qualified as a low-risk auditee as that term is defined in OMB Circular A-133?	Nac	□ No

SCHEDULE OF FINDINGS AND QUESTIONED COSTS (CONTINUED) YEAR ENDED JUNE 30, 2015

B. FINDINGS - FINANCIAL STATEMENTS AUDIT

None noted

C. FINDINGS AND QUESTIONED COSTS - FEDERAL AWARDS AUDIT

None noted

D. PRIOR YEAR FINDINGS AND QUESTIONED COSTS

None noted



INDEPENDENT AUDITORS' REPORT ON COMPLIANCE WITH ARKANSAS STATE REQUIREMENTS

To the Board of Education KIPP Delta, Inc. d/b/a KIPP Delta Public Schools Helena, Arkansas

We have examined management's assertions that KIPP Delta, Inc. d/b/a KIPP Delta Public Schools (the "School") substantially complied with the requirements of Arkansas Code Annotated 6-1-101 and the applicable laws and regulations including those listed in the accompanying schedule of statutes required to be addressed by the Arkansas Department of Education during the year ended June 30, 2015. Management is responsible for the School's compliance with those requirements. Our responsibility is to express an opinion on management's assertions about the School's compliance based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence supporting the School's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the School's compliance with specified requirements.

In our opinion, KIPP Delta, Inc. d/b/a KIPP Delta Public Schools complied with the aforementioned requirements for the year ended June 30, 2015.

This report is intended solely for the information and use of the Board of Directors, management, and the Arkansas Department of Education, and is not intended to be and should not be used by anyone other than these specified parties.

Hudson Cisne 2 Co. LLP

Hudson Cisne & Co. LLP Little Rock, Arkansas October 19, 2015

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SCHEDULE OF STATUTES REQUIRED BY ARKANSAS DEPARTMENT OF EDUCATION TO BE ADDRESSED IN INDEPENDENT AUDITORS' REPORT ON COMPLIANCE

YEAR ENDED JUNE 30, 2015

YEAR ENDED JUNE 30, 2015			
DESCRIPTION	<u>STATUTES</u>		
Bidding & Purchasing Commodities	6-21-301 – 6-21-305		
Ethical Guidelines and Prohibitions	6-13-628; 6-24-101 et seq.		
Collateralization & Investment of Funds	6-20-222; 19-1-504		
Deposit of Funds	19-8-104; 19-8-106		
District Finances Bonded & Non-bonded Debt,	6-20-402		
 District School Bonds Petty Cash Changes in Pullback (no deferrals – 	6-20-1201 – 6-20-1208; 6-20-1210 6-20-409		
declining accrual percentages)Investment of Fund	6-20-401 19-1-504		
Management of SchoolsBoard of Directors	6-13-604; 6-13-606; 6-13-608; 6-13-611 – 6-13-613; 6-13-617 – 6-13-620; 6-24-101 et seq.		
District TreasurerWarrants/checks	6-13-701 6-17-918; 6-17-919; 6-20-403		
Management Letter for Audit	14-75-101 – 14-75-104		
Nonrecurring Salary Payments	6-20-412		
Revolving Loan Fund	6-19-114; 6-20-801 et seq.		
Salary Laws – Classified	6-17-2201 et seq.; 6-17-2301 et seq.		
Salary Increases 5% or more (certified & classified) School Elections	6-13-635 6-13-622; 6-13-630; 6-13-631; 6-13-634; 6-14-106; 6-14-109; 6-14-118		
Teachers and Employees	6-17-201 et seq., 6-17-2301 6-17-301 et seq. 6-17-401 et seq. 6-17-801 et seq. 6-17-309; 6-17-401 6-17-1501 et seq.; 6-17-1701 et seq. 6-17-1201 et seq.; 6-17-1301 et seq. 6-17-803; 6-17-907; 6-17-908; 6-17-911 – 6-17-913; 6-17-918; 6-17-919		
Use of Contractors, Improvement Contracts Use of DM&O Millage	22-9-201 – 22-9-205 26-80-110		
On Behalf Payments	The amount of funds paid by the Arkansas Department of Education to the Employee Benefits Division, on-behalf of District's employees		

District's employees

SUPPLEMENTAL DATA SHEET

YEAR ENDED JUNE 30, 2015

The following information is being provided to satisfy the requirements of Arkansas Department of Human Services Audit Guidelines, Section IX. C - Special Requirements:

1. Entity's Full Name: KIPP Delta, Inc. d/b/a KIPP Delta Public Schools

2. Entity's Address: 415 Ohio Street

Helena-West Helena, AR 72342

3. <u>Entity's FEIN</u>: 31-1807400

4. Entity's Telephone Number: 870-753-9035

5. Name of Director: Scott Shirey, Executive Director

6. <u>Name of Contact Person</u>: Scott Shirey, Executive Director