

GROVER CLEVELAND MASTERY CHARTER SCHOOL

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

**PERIOD FROM APRIL 1, 2012 (DATE OF INCEPTION)
TO JUNE 30, 2013**

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
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INDEPENDENT AUDITORS' REPORT

Board of Trustees
Grover Cleveland Mastery Charter School
Philadelphia, Pennsylvania

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and the general fund of Grover Cleveland Mastery Charter School, as of June 30, 2013 and for the period April 1, 2012 (date of inception) to June 30, 2013, and the related notes to the financial statements, which collectively comprise the entity's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditors' 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 auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and general fund of Grover Cleveland Mastery Charter School as of June 30, 2013, and the respective changes in financial position for the period April 1, 2012 (date of inception) to June 30, 2013 in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and the schedule of revenues, expenditures and changes in fund balance- budget and actual on pages 3 through 5 and page 21 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Grover Cleveland Mastery Charter School's basic financial statements. The 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* is presented for purposes of additional analysis and is not a required part of the basic financial statements. The schedule of expenditures of federal awards is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic 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 expenditures of federal awards is fairly stated, in all material respects, in relation to the basic 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 December 10, 2013 on our consideration of Grover Cleveland Mastery 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 result 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 Grover Cleveland Mastery Charter School's internal control over financial reporting and compliance.



CliftonLarsonAllen LLP

Plymouth Meeting, Pennsylvania
December 10, 2013

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)
JUNE 30, 2013**

The Board of Trustees of Grover Cleveland Mastery Charter School (the School) offers readers of the School's financial statements this narrative overview and analysis of the financial activities of the School for the period April 1, 2012 (date of inception) to June 30, 2013. Although the School was established in April 2012, the School operations started in July 2012. As a result, the management discussion and analysis along with the financial statements were completed for the period of April 1, 2012 (date of inception) to June 30, 2013. We encourage readers to consider the information presented here in conjunction with the School's financial statements.

Financial Highlights

- Total revenues were \$8,536,207 which consisted mostly of School District student subsidies and federal grants.
- At the close of the period ended June 30, 2013, the School reports an ending fund deficit of \$690,910.
- The School's cash balance at June 30, 2013 was \$2,226,921.

Overview of the Financial Statements

The discussion and analysis is intended to serve as an introduction to the School's basic financial statements. The School's basic financial statements as presented comprise four components: Management's Discussion and Analysis (this section), the basic financial statements, required supplementary schedule and reporting requirements under *Government Auditing Standards* and OMB Circular A-133.

Government-Wide Financial Statements

The government-wide financial statements are designed to provide readers with a broad overview of the School's finances, in a manner similar to a private-sector business.

The *statement of net position* presents information on all of the School's assets and liabilities, with the difference between the two reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the School is improving or deteriorating.

The *statement of activities* presents information showing how the School's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows.

The government-wide financial statements report on the function of the School that is principally supported by subsidies from school districts whose constituents attend the School.

Fund Financial Statements

A *fund* is a group of related accounts that are used to maintain control over resources that have been segregated for specific activities or purposes. The School, like governmental type entities, utilizes fund accounting to ensure and demonstrate compliance with finance-related legal requirements. The School has only one fund type, the governmental general fund.

Notes to the Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)
JUNE 30, 2013**

Government-Wide Financial Analysis

Net position may serve over time as a useful indicator of a government's financial position. In the case of the School, assets exceeded liabilities by \$1,225,615 as of June 30, 2013.

Total Assets	\$ 4,356,095
Total Liabilities	<u>3,130,480</u>
Total Net Position	<u><u>\$ 1,225,615</u></u>

The School's revenues are predominately from the School District of Philadelphia, based on the student enrollment and awards from federal sources.

REVENUES	
Local Educational Agencies	\$ 6,385,232
State Sources	69,976
Federal Sources	1,752,449
Other Local Sources	<u>328,550</u>
Total Revenues	8,536,207
EXPENDITURES	
Instruction	3,968,892
Special Education	848,928
Student Support Services	571,696
Administration Support	1,014,035
Pupil Health	45,630
Transportation	2,157
Operations and Maintenance	501,876
Other Support Services	34,931
Student Activities	32,032
Depreciation Expense	<u>290,415</u>
Total Expenditures	<u>7,310,592</u>
Change in Net Position	1,225,615
Net Position, Beginning	<u>-</u>
Net Position, Ending	<u><u>\$ 1,225,615</u></u>

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)
JUNE 30, 2013**

Government Fund

The focus of the School's *governmental fund* is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing the School's financing requirements. In particular, *fund balance* may serve as a useful measure of a government's net resources available for spending for program purposes at the end of the fiscal year.

The School's governmental fund, (the General Fund), reported an ending fund deficit of \$690,910. For the period ended June 30, 2013, the School's expenditures (\$9,227,117) exceeded revenues (\$8,536,207) by \$690,910.

General Fund Budgetary Highlights

Actual revenues were less than budgeted revenue by \$6,904. Actual expenditures were higher than budgeted expenditures by \$514,623 due to higher than support services expenditures.

Capital Asset

As of June 30, 2013, the School's investment in capital assets for its governmental activities totaled \$1,916,525 (net of accumulated depreciation). This investment in capital assets includes leasehold improvements, furniture and fixtures and equipment.

Major capital asset purchases during the period included the following:

- Capital expenditures of \$197,580 for equipment
- Capital expenditures of \$327,288 for furniture
- Capital expenditures of \$1,672,756 for leasehold improvements
- Capital expenditures of \$9,316 for software

Additional information on the School's capital assets can be found in Note 3 of this report.

Economic Factors and Next Year's Budgets and Rates

The School's primary source of revenue, the School District of Philadelphia subsidy, will increase 6% from \$8,096 to \$8,597 for regular education students and increase 13% from \$19,660 to \$22,242 for special education students.

Future Events that will Financially Impact the School

Due to the budget deficits at the Commonwealth of PA and the School District of Philadelphia, we expect funding cuts will occur in future years. These cuts can have a significant impact financially.

Contacting the School's Financial Management

The financial report is designed to provide interested parties a general overview of the School's finances. Questions regarding any of the information provided in this report should be addressed to the Chief Financial Officer, Mastery Charter School – Pickett Campus, 5700 Wayne Avenue, Philadelphia, PA 19144.

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
STATEMENT OF ACTIVITIES
PERIOD FROM APRIL 1, 2012 (DATE OF INCEPTION) TO JUNE 30, 2013**

	Governmental Activities
ASSETS	
CURRENT ASSETS	
Cash	\$ 2,226,921
Local Subsidies Receivable	53,433
State Subsidies Receivable	63,275
Federal Subsidies Receivable	72,062
Other Receivables	23,690
Prepaid Expenses	189
Total Current Assets	2,439,570
CAPITAL ASSETS, NET	1,916,525
Total Assets	4,356,095
LIABILITIES	
CURRENT LIABILITIES	
Accounts Payable	295,312
Accrued Expenses	610,005
Due to Other Governmental Entities	25,163
Due to Mastery Charter Schools Foundation	2,200,000
Total Current Liabilities	3,130,480
NET POSITION	
Net Investment in Capital Assets	1,916,525
Unrestricted	(690,910)
Total Net Position	\$ 1,225,615

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
STATEMENT OF ACTIVITIES
PERIOD FROM APRIL 1, 2012 (DATE OF INCEPTION) TO JUNE 30, 2013**

Functions	Expenses	Program Revenues <u>Operating Grants and Contributions</u>	Net(Expense) Revenue and Changes in Net Position <u>Total Governmental Activities</u>
Governmental Activities:			
Instruction	\$ 3,968,892	\$ 1,752,449	\$ (2,216,443)
Special Education	848,928	-	(848,928)
Student Support Services	571,696	-	(571,696)
Administration Support	1,014,035	-	(1,014,035)
Pupil Health	45,630	-	(45,630)
Transportation	2,157	-	(2,157)
Operations and Maintenance	501,876	-	(501,876)
Other Support Services	34,931	-	(34,931)
Student Activities	32,032	-	(32,032)
Depreciation Expense	290,415	-	(290,415)
Total	<u>\$ 7,310,592</u>	<u>\$ 1,752,449</u>	(5,558,143)
General Revenues:			
			6,385,232
Local Educational Agencies			6,385,232
State Grants and Reimbursements			69,976
Other Local Revenue			328,550
Total General Revenues			<u>6,783,758</u>
Change in Net Position			1,225,615
Net Position - Beginning of Period			<u>-</u>
Net Position - End of Period			<u>\$ 1,225,615</u>

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
BALANCE SHEET – GOVERNMENTAL FUNDS
JUNE 30, 2013**

	General Fund
ASSETS	
Cash	\$ 2,226,921
Local Subsidies Receivable	53,433
State Subsidies Receivable	63,275
Federal Subsidies Receivable	72,062
Other Receivables	23,690
Prepaid Expenses	189
Total Assets	\$ 2,439,570
LIABILITIES AND FUND BALANCE	
LIABILITIES	
Accounts Payable	\$ 295,312
Accrued Expenses	610,005
Due to Governments	25,163
Due to Mastery Charter Schools Foundation	2,200,000
Total Liabilities	3,130,480
FUND BALANCE	
Nonspendable:	
Prepaid Expenses	189
Unassigned	(691,099)
Total Fund Deficit	(690,910)
Total Liabilities and Fund Balance	\$ 2,439,570

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
RECONCILIATION OF THE BALANCE SHEET OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF NET POSITION
JUNE 30, 2013**

Total Fund Deficit for Governmental Funds \$ (690,910)

Total net position reported for governmental activities in the statement of net position is different because:

Capital assets used in governmental funds are not financial resources and, therefore, are not reported in the funds. Those assets consist of:

Capital Assets, Net 1,916,525

Total Net Position of Governmental Activities \$ 1,225,615

GROVER CLEVELAND MASTERY CHARTER SCHOOL
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
GOVERNMENTAL FUNDS
PERIOD FROM APRIL 1, 2012 (DATE OF INCEPTION) TO JUNE 30, 2013

	<u>General Fund</u>
REVENUES	
Local Educational Agencies	\$ 6,385,232
State Sources	69,976
Federal Sources	1,752,449
Other Local Revenue	328,550
Total Revenues	<u>8,536,207</u>
EXPENDITURES	
Instruction	5,314,787
Support Services	3,880,298
Non-Instructional Services	32,032
Total Expenditures	<u>9,227,117</u>
NET CHANGE IN FUND BALANCE	(690,910)
Fund Balance - Beginning of Period	<u>-</u>
FUND DEFICIT - END OF PERIOD	<u><u>\$ (690,910)</u></u>

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS TO
THE STATEMENT OF ACTIVITIES
PERIOD FROM APRIL 1, 2012 (DATE OF INCEPTION) TO JUNE 30, 2013**

Net Change in Fund Deficit - Total Governmental Funds \$ (690,910)

Amounts reported for governmental activities in the statement of activities are different because:

Governmental funds report capital outlays as expenditures. However, in the statement of activities, assets are capitalized and the cost is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which capital outlays exceeded depreciation in the current period.

Capital Outlays	2,206,940
Depreciation Expense	<u>(290,415)</u>

Change in Net Position of Governmental Activities \$ 1,225,615

GROVER CLEVELAND MASTERY CHARTER SCHOOL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 1 BACKGROUND AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Background

Grover Cleveland Mastery Charter School (School) was formed as a Pennsylvania nonprofit corporation to operate in accordance with Pennsylvania Act 22 of 1997. The initial charter was granted by the Commonwealth on April 19, 2012. The current charter is for a five-year term from July 1, 2012 to June 30, 2017. During the period ended June 30, 2013, the School served approximately 675 students in grades kindergarten through eight. Although the School was established in April 2012, the School operations started in July 2012. As a result, the management discussion and analysis along with the financial statements were completed for the period of April 1, 2012 (date of inception) to June 30, 2013.

Basis of Presentation

The financial statements of the School have been prepared in conformity with U.S. generally accepted accounting principles (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard setting body for establishing government accounting and financial reporting principles. The GASB has issued a codification of governmental accounting and financial reporting standards.

Government-Wide and Fund Financial Statements

The government-wide financial statements (the statement of net position and the statement of activities) report on the School as a whole. The statement of activities demonstrates the degree to which the direct expenses of the School's function are offset by program revenues.

The fund financial statements (governmental fund balance sheet and statement of governmental fund revenues, expenditures and changes in fund balance) report on the School's General Fund.

Measurement Focus, Basis of Accounting and Financial Statement Presentation

Government-wide Financial Statements:

The statement of net position and the statement of activities are prepared using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred regardless of the timing of the related cash flows. Grants and similar items are recognized as soon as all eligibility requirements imposed by provider have been met.

Fund Financial Statements:

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the School considers revenues to be available if they are collected within 60 days of the end of the current period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting.

GROVER CLEVELAND MASTERY CHARTER SCHOOL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 1 BACKGROUND AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Measurement Focus, Basis of Accounting and Financial Statement Presentation (Continued)

The government reports the following major governmental fund:

General Fund – The General Fund is the operating fund of the School and accounts for all revenues and expenditures of the School.

Method of Accounting

Accounting standards requires a statement of net position, a statement of activities and changes in net position. It requires the classification of net position into three components – net investment in capital assets; restricted; and unrestricted.

These calculations are defined as follows:

- Net investment in capital assets– This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. If there are significant unspent related debt proceeds at year-end, the portion of the debt attributable to the unspent proceeds are not included in the calculation of net investment in capital assets. Rather, that portion of the debt is included in the same net position component as the unspent proceeds. The School presently has no debt related to capital assets.
- Restricted – This component of net position consists of constraints placed on net position use through external constraints imposed by creditors such as through debt covenants, grantors, contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation. The School presently has no restricted net position.
- Unrestricted net position – This component of net position consists of net position that do not meet the definition of “restricted” or “net investment in capital assets.”

In the fund financial statements, governmental funds report nonspendable portions of fund balance related to prepaid expenses, long term receivables, and corpus on any permanent fund. Restricted funds are constrained from outside parties (statute, grantors, bond agreements, etc.). Committed fund balances represent amounts constrained for a specific purpose by a governmental entity using its highest level of decision-making authority. Committed fund balances are established and modified by a resolution approved by the Board of Trustees. Assigned fund balances are intended by the School to be used for specific purposes, but are neither restricted nor committed. Unassigned fund balances are considered the remaining amounts.

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

NOTE 1 BACKGROUND AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Method of Accounting (Continued)

When expenditures are incurred for purposes for which both restricted and unrestricted fund balance are available, it is currently the School's policy to use restricted first, then unrestricted fund balance. When expenditures are incurred for purposes for which committed, assigned, and unassigned amounts are available, it is currently the School's policy to use committed first, then assigned, and finally unassigned amounts.

Budgets and Budgetary Accounting

Budgets are adopted on a basis consistent with U.S. generally accepted accounting principles. An annual budget is adopted for the General Fund.

The Budgetary Comparison Schedule should present both the original and the final appropriated budgets for the reporting period. The School only has a general fund budget; an original budget was filed and accepted by the Labor, Education and Community Services Comptroller's Office in June 2012. An amended budget was approved by the Board of Trustees in January 2013. The budget is required supplementary information.

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and 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.

Concentration of Credit Risk

Periodically, the School may maintain deposits in excess of the Federal Deposit Insurance Corporation's limit of \$250,000, with financial institutions. At times, cash in bank may exceed FDIC insurable limits.

Significant Accounting Estimates—Self-Insured Claims

As of July 1, 2012, the School entered into a self funded benefit payment plan ("plan"), which covers eligible employees/members and dependents of each of the Mastery Charter Schools and NST ("the Schools"), as defined in the agreement. The Mastery Charter High School ("MCHS") is the plan sponsor of the plan. The Schools are primarily self-insured, up to certain limits, for employee group health claims. The plan has purchased stop-loss insurance, which will reimburse MCHS for individual claims in excess of \$100,000 annually or aggregate claims exceeding \$1,000,000 annually.

GROVER CLEVELAND MASTERY CHARTER SCHOOL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 1 BACKGROUND AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Significant Accounting Estimates—Self-Insured Claims (Continued)

During the period ended June 30, 2013, each school paid premiums to MCHS based on an 1) previous years claims and premiums experience, 2) actual claims for the period ended June 30, 2013 and 3) claims incurred but not reported. Such estimates were provided by the School's benefits consultant. The self-insured claims liability for all schools, which includes incurred but not reported losses, amounts to \$1,396,931 as of June 30, 2013 and is reflected on the books of MCHS as an accrued liability. The total expense under the program was approximately \$5,610,533, which includes the School's portion of \$337,374 for the period ended June 30, 2013.

The determination of such claims, premiums and expenses and the appropriateness of the related liability is continually reviewed and updated. It is reasonably possible that the accrued estimated liability for self-insured claims may need to be revised in the near term.

Cash

The School's cash is considered to be cash on hand and demand deposits.

Accounts Receivable

Accounts receivable primarily consist of amounts due from the Pennsylvania Department of Education for federal, state and local subsidy programs. Accounts receivable are stated at the amount management expects to collect from outstanding balances. As of June 30, 2013, no allowance for doubtful accounts was deemed warranted based on historical experience.

Prepaid Expenses

Prepaid expenses include payments to vendors for services applicable to future accounting periods such as insurance premiums.

Capital Assets

Capital assets, which include property and equipment, are reported in the government-wide financial statements. All capital assets are capitalized at cost and updated for additions and retirements during the period. The School does not possess any infrastructure. Improvements are capitalized; the cost of normal maintenance and repairs that do not add to the value of the asset or materially extend an asset's life are not. Capital assets of the School are depreciated using the straight-line method over the estimated useful lives of the assets except for leasehold improvements which are limited to the shorter of the life of the School's Charter or the estimated useful lives of the improvements. Software costs are depreciated over thirty-six months using the straight-line method.

Income Tax Status

The School is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Service Code. No provision for income taxes has been established, as the School has no unrelated business activity.

GROVER CLEVELAND MASTERY CHARTER SCHOOL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 2 CASH

Deposits

Custodial credit risk is the risk that in the event of a bank failure, the School's deposits may not be returned to it. The School invests in repurchase agreements with its bank wherein the funds are secured by obligations of the U.S. Government or agencies or instrumentalities of the U.S. Government. As of June 30, 2013, \$1,988,511 of the School's bank balance was exposed to custodial credit risk as follows:

Uninsured and Uncollateralized	\$	-
Collateralized		-
Uninsured and collateral held by the pledging bank's trust department not in the School's name		<u>1,988,511</u>
Total Custodial Credit Risk	<u>\$</u>	<u>1,988,511</u>

Reconciliation to the Financial Statements:

Custodial Credit Risk from Above	\$	1,988,511
Plus: Insured Amount		250,000
Less: Outstanding Checks		(12,090)
Plus: Petty Cash		500
Total Cash Per Financial Statements	<u>\$</u>	<u>2,226,921</u>

NOTE 3 CAPITAL ASSETS

Capital assets are stated at cost. Depreciation has been calculated on such assets using the straight line method over the following estimated lives:

Leasehold Improvements	5 Years
Equipment	5 Years
Furniture and Fixtures	7 Years
Software	3 Years

Capital asset activity for the period is summarized below:

Description	Balance April 01, 2012	Deletions	Additions	Balance June 30, 2013
Equipment	\$ -	\$ -	\$ 197,580	\$ 197,580
Furniture	-	-	327,288	327,288
Leasehold Improvements	-	-	1,672,756	1,672,756
Software	-	-	9,316	9,316
Total	<u>-</u>	<u>-</u>	<u>2,206,940</u>	<u>2,206,940</u>
Less: Accumulated Depreciation	-	-	290,415	290,415
Capital Assets, Net	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,916,525</u>	<u>\$ 1,916,525</u>

GROVER CLEVELAND MASTERY CHARTER SCHOOL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 4 REVENUE

Charter schools are funded by the local public school district in which each student resides. The rate per student is determined annually and is based on the budgeted total expenditure per average daily membership of the prior school year for each school district. The majority of the students for the School reside in Philadelphia. For the period ended June 30, 2013, the rate for the School District of Philadelphia was \$8,096 per year for regular education students plus additional funding for special education students and transportation. The annual rate is paid monthly by the School District of Philadelphia and is prorated if a student enters or leaves during the year. Total revenue from these sources was \$6,385,232 for the period ended June 30, 2013.

NOTE 5 GOVERNMENT GRANTS AND REIMBURSEMENT PROGRAMS

The School participates in numerous state and federal grant and reimbursement programs, which are governed by various rules and regulations of the grantor agencies. Costs charged to the respective grant programs and reimbursement programs for social security taxes, retirement expense, facility lease expense and health services are subject to audit and adjustment by the grantor agencies; therefore, to the extent that the School has not complied with the rules and regulations governing the grants and reimbursement programs, refunds of any money received may be required and the collectability of any related receivable at June 30, 2013 may be impaired. In the opinion of the School, there are no significant contingent liabilities relating to compliance with the rules and regulations governing the respective grants; therefore, no provision has been recorded in the accompanying financial statements for such contingencies.

NOTE 6 PENSION PLAN

Plan Description:

The School contributes to the Public School Employees' Retirement System (the System), a governmental cost-sharing multiple-employer defined benefit pension plan. The plan provides retirement and disability benefits, legislatively mandated *ad hoc* cost-of-living adjustments, and healthcare insurance premium assistance to qualifying annuitants. The Public School Employees' Retirement Code (Act No. 96 of October 2, 1975, as amended) (24 Pa.C.S. 8101-8535) assigns the authority to establish and amend benefit provisions to the System. The System issues a comprehensive annual financial report that includes financial statements and required supplementary information for the plan. A copy of the report may be obtained by writing to Diane J. Wert, Office of Financial Management, Public School Employees' Retirement System, P.O. Box 125, Harrisburg, Pennsylvania 17108-0125. This publication is also available on the PSERS website at www.psers.state.pa.us/publications/cafr/index.htm.

Funding Policy:

The contribution policy is established in the Public School Employees' Retirement Code and requires contributions by active members, employers and the Commonwealth of Pennsylvania.

GROVER CLEVELAND MASTERY CHARTER SCHOOL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 6 PENSION PLAN (CONTINUED)

Member contributions are as follows:

- Active members who joined the System prior to July 22, 1983, contribute at 5.25% (Membership Class T-C) or at 6.5% (Membership Class T-D) of the member's qualifying compensation.
- Members who joined the System on or after July 22, 1983, and who were active or inactive as of July 1, 2001, contribute at 6.25% (Membership Class T-C) or at 7.5% (Membership Class T-D) of the member's qualifying compensation.
- Members who joined the System after June 30, 2001, contribute at 7.5% (automatic Membership Class T-D). For all new hires and for members who elected Class T-D membership, the higher contribution rates began with service rendered on or after January 1, 2002.
- Members who joined the System after June 30, 2011 would become Class T-E member or, alternatively, elect to become a class T-F member. The base contribution rate for Class T-E members is 7.50% of compensation. The base contribution rate for Class T-F members is 10.30% of compensation. Class T-E and Class T-F members are subject to a "shared risk" employee contribution rate.

Employer contributions are based upon an actuarial valuation. For the period ended June 30, 2013, the rate of employer's contribution was 12.36% of covered payroll. The 12.36% rate is composed of a pension contribution rate of 11.50% for pension benefits and 0.86% for health care insurance premium assistance.

Payroll expense for employees covered by the System for the period ended June 30, 2013 was approximately \$3.5 million.

In accordance with Act 29 of 1994, the Commonwealth of Pennsylvania will pay school entities for contributions made to the System based on the formula in Act 29 of 1994, but not less than one-half of the school entities contributions. The School's contributions to the Plan for the period ended June 30, 2013 totaled \$87,759.

Effective July 1, 2012, the School was part of the Mastery Charter School 403(b) Retirement Plan, a multiple employer defined contribution plan under Section 403(b) of the Internal Revenue Code, which employees of the School can elect to contribute. Employees, who do not participate in the PSERS retirement plan, can contribute up to 5% of their qualified compensation, with the School matching up to 5% of their qualified compensation. Employees who participate in the PSERS retirement plan can also participate in the 403b plan, but these 403b contributions are not matched by the School. The School's contribution to the Plan for the period ended June 30, 2013 was \$135,214.

GROVER CLEVELAND MASTERY CHARTER SCHOOL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 7 RISK MANAGEMENT

The School is exposed to various risks of loss related to torts: theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The School carries commercial insurance for such risks. Settled claims resulting from these risks have not exceeded commercial insurance coverage.

NOTE 8 MANAGEMENT AGREEMENT

The Mastery Charter Schools use a Network Support Team (NST) for their educational, administrative and financial services. The NST is a separate department that is included in the operations of the Mastery Charter High School.

As of July 1, 2012, the School entered into a one year agreement with the Mastery Charter High School to provide educational, administrative and financial services for the School by the NST. As a result of common usage of the NST, the Mastery Charter Schools are considered related parties (see Note 10). The NST management fee is 8.5% of local school funds plus reimbursement for any costs NST incurs in providing the educational, administrative and financial services. Unless specified notice is given, the agreement renews each year during the term of the School's charter. The total fee was \$542,745 for the period ending June 30, 2013.

NOTE 9 RELATED PARTY TRANSACTIONS

Mastery Charter High School, Mastery Charter School – Shoemaker Campus, Mastery Charter School – Thomas Campus, Mastery Charter School – Pickett Campus, Mastery Charter School – Harrity Elementary, Mastery Charter School – Mann Elementary, Mastery Charter School – Smedley Elementary, Hardy Williams Charter School, Mastery Charter School – Gratz Elementary and Mastery Charter School – Clymer Elementary are considered related parties as a result of common members of the boards and the management of the schools.

High Tech High Philadelphia Foundation (HTHPF) and Mastery Charter Schools Foundation (MCSF) are considered related parties due to the mission of each organization, which is to support the Mastery Charter Schools.

During the year end June 30, 2013, MCSF provided a \$2,200,000 interest-free loan to the School during the fiscal year with a maturity date of June 30, 2014. The amount is included in the Due to Mastery Charter School Foundation balance at June 30, 2013.

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

NOTE 9 RELATED PARTY TRANSACTIONS (CONTINUED)

The following represents amounts due from and to related parties as of June 30, 2013:

	<u>Due From (Receivable)</u>	<u>Due to (Payable)</u>
Due to Other Governmental Entities (All Schools)	\$ -	\$ 25,163
Due to Mastery Charter Schools Foundation	-	2,200,000
	<u>\$ -</u>	<u>\$ 2,225,163</u>

GROVER CLEVELAND MASTERY CHARTER SCHOOL
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET AND ACTUAL
GENERAL FUND
PERIOD FROM APRIL 1, 2012 (DATE OF INCEPTION) TO JUNE 30, 2013
(UNAUDITED)

	Budgeted Amounts		Actual Amounts	Over (Under) Final Budget
	Original	Final		
REVENUES				
Local Sources	\$ 6,293,224	\$ 6,290,291	\$ 6,385,232	\$ 94,941
State Sources	23,361	91,424	69,976	(21,448)
Federal Sources	469,931	2,098,885	1,752,449	(346,436)
Other Revenue	-	62,511	328,550	266,039
Total Revenues	<u>6,786,516</u>	<u>8,543,111</u>	<u>8,536,207</u>	<u>(6,904)</u>
EXPENDITURES				
Instruction	4,545,425	5,529,444	5,314,787	(214,657)
Support Services	2,222,379	3,156,050	3,880,298	724,248
Non-Instructional Services	27,000	27,000	32,032	5,032
Total Expenditures	<u>6,794,804</u>	<u>8,712,494</u>	<u>9,227,117</u>	<u>514,623</u>
NET CHANGE IN FUND BALANCE	<u>\$ (8,288)</u>	<u>\$ (169,383)</u>	(690,910)	<u>\$ (521,527)</u>
Fund Balance - Beginning of Period			<u>-</u>	
FUND DEFICIT - END OF PERIOD			<u>\$ (690,910)</u>	

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
PERIOD ENDED JUNE 30, 2013**

Federal Grantor Pass-Through Grantor Program Title	Source Code	Federal CFDA Number	Pass-through Grantor's Number	Grant Period Beginning/ Ending Date	Grant Amount	Amount (Deferred) Revenue at July 1, 2012	Total Received for the Year	Federal Expenditures	Accrued (Deferred) Revenue at June 30, 2013
<u>U.S. Department of Education</u>									
Pass-Through Pennsylvania Department of Education:									
Title I - Improving Basic Programs	I	84.010	013-131127	7/1/12-9/30/13	\$ 481,416	\$ -	\$ 421,239	\$ 481,416	\$ 60,177
ARRA - Title I School Improvement Grant 1003g	I	84.377	142-120825	7/1/12-9/30/13	1,385,140	-	1,211,997	1,217,146	5,149
Title II - Improving Teacher Quality	I	84.367	020-131127	7/1/12-9/30/13	53,887	-	47,151	53,887	6,736
Total U.S. Department of Education						-	1,680,387	1,752,449	72,062
Total Expenditures of Federal Awards						\$ -	\$ 1,680,387	\$ 1,752,449	\$ 72,062

D - Direct Funding
I - Indirect Funding
S - State Share

See accompanying Notes to Schedule of Expenditures of Federal Awards.

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
PERIOD ENDED JUNE 30, 2013**

NOTE 1 GENERAL INFORMATION

The accompanying Schedule of Expenditures of Federal Awards presents the activities of the federal financial assistance programs of Mastery Grover Cleveland Mastery Charter School (the School). Financial awards received directly from federal agencies, as well as financial assistance passed through other governmental agencies or non-profit organizations, are included in the schedule.

NOTE 2 BASIS OF PRESENTATION

The accompanying Schedule of Expenditures of Federal Awards includes the federal grant activity of the School and is presented on the accrual 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*.

NOTE 3 RELATIONSHIP TO FINANCIAL STATEMENTS

The Schedule of Expenditures of Federal Awards presents only a selected portion of the activities of the School. It is not intended to, nor does it, present either the balance sheet, revenue, expenditures, or changes in fund balances of governmental funds. The financial activity for the aforementioned awards is reported in the School's statement of activities and statement of revenue, expenditures, and changes in fund balance – governmental funds.

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*

Board of Trustees
Grover Cleveland Mastery Charter School
Philadelphia, Pennsylvania

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities and the general fund of Grover Cleveland Mastery Charter School, as of June 30, 2013 and for the period April 1, 2012 (date of inception) to June 30, 2013, and the related notes to the financial statements, which collectively comprise Grover Cleveland Mastery Charter School's basic financial statements, and have issued our report thereon dated December 10, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered Grover Cleveland Mastery Charter 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 Grover Cleveland Mastery Charter School's internal control. Accordingly, we do not express an opinion on the effectiveness of Grover Cleveland Mastery 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 entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

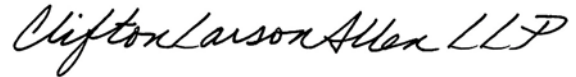
Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not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

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Grover Cleveland Mastery 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*.

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 result 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.



CliftonLarsonAllen LLP

Plymouth Meeting, Pennsylvania
December 10, 2013

INDEPENDENT AUDITORS' REPORT ON COMPLIANCE WITH REQUIREMENTS THAT COULD HAVE A DIRECT AND MATERIAL EFFECT ON EACH MAJOR PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE IN ACCORDANCE WITH OMB CIRCULAR A-133

Board of Trustees
Grover Cleveland Mastery Charter School
Philadelphia, Pennsylvania

Report on Compliance for Each Major Federal Program

We have audited Grover Cleveland Mastery Charter School's compliance 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 Grover Cleveland Mastery Charter School's major federal programs for the period ended June 30, 2013. Grover Cleveland Mastery Charter 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 Grover Cleveland Mastery Charter 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, *Audits 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 Grover Cleveland Mastery Charter 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 Grover Cleveland Mastery Charter School's compliance.

Opinion on Each Major Federal Program

In our opinion, Grover Cleveland Mastery Charter School 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 period ended June 30, 2013.


Report on Internal Control Over Compliance

Management of Grover Cleveland Mastery Charter 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 Grover Cleveland Mastery Charter 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 Grover Cleveland Mastery Charter 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 result of that testing based on the requirements of OMB Circular A-133. Accordingly, this report is not suitable for any other purpose.



CliftonLarsonAllen LLP

Plymouth Meeting, Pennsylvania
December 10, 2013

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
PERIOD ENDED JUNE 30, 2013**

Section I – Summary of Auditors’ Results

Financial Statements

1. Type of auditors’ report issued: Unmodified
2. Internal control over financial reporting:
- Material weakness(es) identified? _____ yes X no
 - Significant deficiency(ies) identified that are not considered to be material weakness(es)? _____ yes X none reported
3. Noncompliance material to financial statements noted? _____ yes X no

Federal Awards

1. Internal control over major federal programs:
- Material weakness(es) identified? _____ yes X no
- Significant deficiency(ies) identified that are not considered to be material weakness(es)? _____ yes X none reported
2. Type of auditor’s report issued on compliance for major federal programs: Unmodified
3. Any audit findings disclosed that are required to be reported in accordance with section 510(a) of Circular A-133? _____ yes X no

Identification of Major Federal Programs

CFDA Number(s)	Name of Federal Program or Cluster
84.010	Pass-Through Pennsylvania Department of Education – Title I Improving Basic Programs
84.388	Pass-Through Pennsylvania Department of Education - ARRA – Title I School Improvement Grant

Dollar threshold used to distinguish between Type A or Type B programs was: \$ 300,000

- Auditee qualified as low-risk auditee pursuant to OMB Circular A-133? _____ yes X no

**GROVER CLEVELAND MASTERY CHARTER SCHOOL
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
PERIOD ENDED JUNE 30, 2013**

Section II – Financial Statement Findings

Our audit did not disclose any matters required to be reported in accordance with Government Auditing Standards.

Section III – Findings and Questioned Costs – Major Federal Programs

Our audit did not disclose any matters required to be reported in accordance with Section 510(a) of OMB Circular A-133.

Section IV – Prior Audit Findings

There are no prior year findings since the current period is the initial financial statement period for the School.