

Breakthrough Charter Schools:
Cleveland Entrepreneurship
Preparatory School – Woodland Hills
Cuyahoga County, Ohio

Audited Financial Statements

For the Fiscal Year Ended
June 30, 2016



Dave Yost • Auditor of State

Board of Trustees
Breakthrough Charter Schools:
Cleveland Entrepreneurship Preparatory School - Woodland Hills
9201 Crane Avenue
Cleveland, Ohio 44105

We have reviewed the *Independent Auditor's Report* of the Breakthrough Charter Schools: Cleveland Entrepreneurship Preparatory School - Woodland Hills, Cuyahoga County, prepared by Rea & Associates, Inc., for the audit period July 1, 2015 through June 30, 2016. Based upon this review, we have accepted these reports in lieu of the audit required by Section 117.11, Revised Code. The Auditor of State did not audit the accompanying financial statements and, accordingly, we are unable to express, and do not express an opinion on them.

Our review was made in reference to the applicable sections of legislative criteria, as reflected by the Ohio Constitution, and the Revised Code, policies, procedures and guidelines of the Auditor of State, regulations and grant requirements. The Breakthrough Charter Schools: Cleveland Entrepreneurship Preparatory School - Woodland Hills is responsible for compliance with these laws and regulations.

A handwritten signature in black ink that reads "Dave Yost".

Dave Yost
Auditor of State

March 2, 2017

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**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*For the Fiscal Year Ended June 30, 2016
Table of Contents*

	<i>Page</i>
Independent Auditor’s Report	1
Management’s Discussion and Analysis	4
Basic Financial Statements:	
Statement of Net Position	11
Statement of Revenues, Expenses and Changes in Net Position	12
Statement of Cash Flows	13
Notes to the Basic Financial Statements	14
Required Supplementary Information:	
Schedule of School’s Proportionate Share of the Net Pension Liability School Employees Retirement System of Ohio – Last Three Fiscal Years	41
Schedule of School’s Proportionate Share of the Net Pension Liability State Teachers Retirement System of Ohio – Last Three Fiscal Years	42
Schedule of School Contributions School Employee Retirement System of Ohio – Last Four Fiscal Years.....	43
Schedule of School Contributions State Teachers Retirement System of Ohio – Last Four Fiscal Years	44
Independent Auditor’s Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>	45
Independent Auditor’s Report on Compliance for Each Major Federal Program and Report on Internal Control over Compliance Required by Uniform Guidance	47
Schedule of Expenditures of Federal Awards.....	50
Notes to the Schedule of Expenditures of Federal Awards.....	51
Schedule of Findings and Questioned Costs.....	52
Corrective Action Plan	54

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January 25, 2017

To the Board of Trustees
Breakthrough Charter Schools:
Cleveland Entrepreneurship Preparatory School - Woodland Hills
9201 Crane Avenue
Cleveland, Ohio 44105

Independent Auditor's Report

Report on the Financial Statements

We have audited the accompanying financial statements of Breakthrough Charter Schools: Cleveland Entrepreneurship Preparatory School – Woodland Hills, Cuyahoga County, Ohio (the School) as of and for the year ended June 30, 2016, 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 accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Breakthrough Charter Schools: Cleveland Entrepreneurship Preparatory School – Woodland Hills, Cuyahoga County, Ohio as of June 30, 2016, and the changes in its financial position and its cash flows for the year then ended 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, Schedules of the School’s Proportionate Share of the Net Pension Liability, and Schedules of School Contributions on pages 4-9, 41-42, and 43-44, respectively, 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 an opinion on the financial statements that collectively comprise the School’s basic financial statements. The schedule of expenditures of federal awards, as required by *Title 2 U.S. Code of Federal Regulations Part 200*, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance) 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 January 25, 2017 on our consideration of the School’s internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is 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.

Hea & Associates, Inc.

Medina, Ohio

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Management's Discussion and Analysis
For the Fiscal Year Ended June 30, 2016
(Unaudited)*

The management's discussion and analysis of Breakthrough Charter Schools: Cleveland Entrepreneurship Preparatory School – Woodland Hills' (the "School") financial performance provides an overall review of the School's financial activities for the fiscal year ended June 30, 2016. The intent of this discussion and analysis is to look at the School's financial performance as a whole; readers should also review the basic financial statements and the notes to the basic financial statements to enhance their understanding of the School's financial performance.

Financial Highlights

Key financial highlights for 2016 are as follows:

- In total, net position decreased by \$185,439 or 8 percent from a deficit of \$2,471,648 to a deficit of \$2,657,087.
- The School had operating revenues of \$2,357,290 and operating expenses of \$4,012,237 for fiscal year 2016. The School also had \$1,469,508 in non-operating revenues during fiscal year 2016.
- Enrollment increased from 263 students to 271 students.

Using these Basic Financial Statements

This annual report consists of a series of financial statements and notes to those statements. These statements are organized so the reader can understand the School's financial activities. The statement of net position and statement of revenues, expenses and changes in net position provide information about the activities of the School, including all short-term and long-term financial resources and obligations.

Reporting the School Financial Activities

Statement of Net Position, Statement of Revenues, Expenses, and Changes in Net Position and the Statement of Cash Flows

These documents answer the question, "How did we do financially during 2016?" These statements include all assets, liabilities, deferred outflows/inflows of resources, revenues and expenses using the accrual basis of accounting similar to the accounting used by most private-sector companies. This basis of accounting takes into account all of the current year's revenues and expenses regardless of when cash is received.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Management's Discussion and Analysis
For the Fiscal Year Ended June 30, 2016
(Unaudited)*

These statements report the School's net position and changes in that position. This change in net position is important because it tells the reader that, for the School as a whole, the financial position of the School has improved or diminished. The causes of this change may be the result of many factors, some financial, some not. These statements can be found on pages 11 and 12 of this report.

The statement of cash flows provides information about how the School finances and is meeting the cash flow needs of its operations. The statement of cash flows can be found on page 13 of this report.

The table below provides a summary of the School's net position for the fiscal years 2016 and 2015:

Table 1 - Net Position		
	2016	2015
ASSETS		
Current Assets	\$ 591,040	\$ 555,172
Capital Assets, Net	15,909	-
Total Assets	606,949	555,172
DEFERRED OUTFLOWS OF RESOURCES		
Pensions	1,076,112	217,654
LIABILITIES		
Current Liabilities	501,342	416,678
Long-term liabilities:		
Net Pension Liability	3,588,570	2,388,668
Total Liabilities	4,089,912	2,805,346
DEFERRED INFLOWS OF RESOURCES		
Pensions	250,236	439,128
NET POSITION		
Investment in		
Capital Assets	15,909	-
Unrestricted (Deficit)	(2,672,996)	(2,471,648)
Total Net Position	\$ (2,657,087)	\$ (2,471,648)

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Management's Discussion and Analysis
For the Fiscal Year Ended June 30, 2016
(Unaudited)*

In 2015, the School adopted GASB Statement 68, “Accounting and Financial Reporting for Pensions—an Amendment of GASB Statement 27,” which significantly revises accounting for pension costs and liabilities. For reasons discussed below, many end users of this financial statement will gain a clearer understanding of the School’s actual financial condition by adding deferred inflows related to pension and the net pension liability to the reported net position and subtracting deferred outflows related to pension.

Governmental Accounting Standards Board standards are national and apply to all government financial reports prepared in accordance with generally accepted accounting principles. When accounting for pension costs, GASB 27 focused on a funding approach. This approach limited pension costs to contributions annually required by law, which may or may not be sufficient to fully fund each plan’s *net pension liability*. GASB 68 takes an earnings approach to pension accounting; however, the nature of Ohio’s statewide pension systems and state law governing those systems requires additional explanation in order to properly understand the information presented in these statements.

Under the new standards required by GASB 68, the net pension liability equals the School’s proportionate share of each plan’s collective:

1. Present value of estimated future pension benefits attributable to active and inactive employees’ past service
2. Minus plan assets available to pay these benefits

GASB notes that pension obligations, whether funded or unfunded, are part of the “employment exchange” – that is, the employee is trading his or her labor in exchange for wages, benefits, and the promise of a future pension. GASB noted that the unfunded portion of this pension promise is a present obligation of the government, part of a bargained-for benefit to the employee, and should accordingly be reported by the government as a liability since they received the benefit of the exchange. However, the School is not responsible for certain key factors affecting the balance of this liability. In Ohio, the employee shares the obligation of funding pension benefits with the employer. Both employer and employee contribution rates are capped by State statute. A change in these caps requires action of both Houses of the General Assembly and approval of the Governor. Benefit provisions are also determined by State statute. The employee enters the employment exchange with the knowledge that the employer’s promise is limited not by contract but by law. The employer enters the exchange also knowing that there is a specific, legal limit to its contribution to the pension system. In Ohio, there is no legal means to enforce the unfunded liability of the pension system *as against the public employer*. State law operates to mitigate/lessen the moral obligation of the public employer to the employee, because all parties enter the employment exchange with notice as to the law. The pension system is responsible for the administration of the plan.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Management's Discussion and Analysis
For the Fiscal Year Ended June 30, 2016
(Unaudited)*

Most long-term liabilities have set repayment schedules or, in the case of compensated absences (i.e. sick and vacation leave), are satisfied through paid time-off or termination payments. There is no repayment schedule for the net pension liability. As explained above, changes in pension benefits, contribution rates, and return on investments affect the balance of the net pension liability, but are outside the control of the local government. In the event that contributions, investment returns, and other changes are insufficient to keep up with required pension payments, State statute does not assign/identify the responsible party for the unfunded portion. Due to the unique nature of how the net pension liability is satisfied, this liability is separately identified within the long-term liability section of the statement of net position.

In accordance with GASB 68, the School's statements prepared on an accrual basis of accounting include an annual pension expense for their proportionate share of each plan's *change* in net pension liability not accounted for as deferred inflows/outflows.

As a result of implementing GASB 68, the School is reporting a net pension liability and deferred inflows/outflows of resources related to pension on the accrual basis of accounting.

At June 30, 2016, the School's net position totaled \$(2,657,087). The significant deficit in net position can solely be explained by the net pension liability and related deferred inflows/outflows of resources. The decrease in current assets is primarily due to the decreases in pledge receivable and other receivable, offset by an increase in cash and cash equivalents. The increase in current liabilities is primarily due to increases in accounts payable. These changes are primarily due to activity related to the increased enrollment.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Management's Discussion and Analysis
For the Fiscal Year Ended June 30, 2016
(Unaudited)*

The table below shows the change in net position for the fiscal years 2016 and 2015:

Table 2 - Change in Net Position

	2016	2015
OPERATING REVENUES		
State Foundation	\$ 2,215,120	\$ 2,019,444
Extracurricular Activities	18,237	15,807
Classroom Materials and Fees	20	-
Other Income	123,913	153,493
Total Operating Revenues	<u>2,357,290</u>	<u>2,188,744</u>
OPERATING EXPENSES		
Salaries and Wages	1,419,479	1,397,576
Fringe Benefits	494,875	216,716
Purchased Services	1,763,374	1,460,123
Materials and Supplies	136,005	108,683
Depreciation	1,847	-
Equipment	56,963	46,697
Other	139,694	76,229
Total Operating Expenses	<u>4,012,237</u>	<u>3,306,024</u>
Operating Loss	(1,654,947)	(1,117,280)
NON-OPERATING REVENUES		
Tax Distribution	245,380	198,482
Intergovernmental Revenues	847,923	833,132
Contributions and Donations	376,205	208,500
Total Non-operating Revenues	<u>1,469,508</u>	<u>1,240,114</u>
Change in Net Position	(185,439)	122,834
Net Position - Beginning of Year	<u>(2,471,648)</u>	<u>(2,594,482)</u>
Net Position - End of Year	<u><u>\$(2,657,087)</u></u>	<u><u>\$(2,471,648)</u></u>

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Management's Discussion and Analysis
For the Fiscal Year Ended June 30, 2016
(Unaudited)*

The revenue generated by community schools are heavily dependent upon per-pupil allotment given by the State foundation program and federal entitlement programs. Foundation payments attributed to 58 percent of total operating and non-operating revenues during fiscal year 2016.

The increase in foundation revenue is due to the increase in enrollment. This can also explain the increases in operating expenses.

Capital Assets

At June 30, 2016, the School had \$15,909 invested in equipment, net of accumulated depreciation. See Note 8 in the notes to the basic financial statements for more detail on the School's capital assets.

Current Financial Related Activities

The School's fiscal agent relationship is with Breakthrough Charter Schools, a Charter Management Organization. During the 2015-2016 school year there were 271 students enrolled in the School. The School relies on the State Foundation Funds, State and Federal Sub-Grants and private donors to provide the monies necessary to operate the School.

Contacting the School's Financial Management

This financial report is designed to provide our clients and creditors with a general overview of the School's finances and to show the School's accountability for the money it receives. If you have questions about this report or need additional financial information contact Doug Mangen, Treasurer, 3615 Superior Avenue, Suite 4403A, Cleveland, Ohio 44114 or email doug@mangen1.com.

Basic Financial Statements

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Statement of Net Position
June 30, 2016*

ASSETS

Current Assets:

Cash and Cash Equivalents	\$ 187,932
Receivables:	
Intergovernmental - Federal and State Grants	145,951
Pledge	205,001
Other	48,904
Prepaid Items	3,252
Total Current Assets	<u>591,040</u>

Noncurrent Assets:

Depreciable Capital Assets, Net of Depreciation	15,909
Total Assets	<u>606,949</u>

DEFERRED OUTFLOWS OF RESOURCES

Pensions	<u>1,076,112</u>
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LIABILITIES

Current Liabilities:

Accounts Payable	367,045
Accrued Wages and Benefits	134,297
Total Current Liabilities	<u>501,342</u>

Noncurrent Liabilities:

Net Pension Liability (See Note 11)	3,588,570
Total Liabilities	<u>4,089,912</u>

DEFERRED INFLOWS OF RESOURCES

Pensions	<u>250,236</u>
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NET POSITION

Investment in Capital Assets	15,909
Unrestricted	(2,672,996)
Total Net Position	<u>\$ (2,657,087)</u>

See accompanying notes to the basic financial statements

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Statement of Revenues, Expenses and Changes in Net Position
For the Fiscal Year Ended June 30, 2016*

OPERATING REVENUES	
State Foundation	\$ 2,215,120
Extracurricular Activities	18,237
Classroom Materials and Fees	20
Other Operating Revenues	123,913
Total Operating Revenues	<u>2,357,290</u>
 OPERATING EXPENSES	
Salaries and Wages	1,419,479
Fringe Benefits	494,875
Purchased Services	1,763,374
Materials and Supplies	136,005
Depreciation	1,847
Equipment	56,963
Other	139,694
Total Operating Expenses	<u>4,012,237</u>
Operating Loss	<u>(1,654,947)</u>
 NON-OPERATING REVENUES	
Tax Distribution	245,380
Intergovernmental	847,923
Contributions and Donations	376,205
Total Non-operating Revenues	<u>1,469,508</u>
Change in Net Position	(185,439)
 Net Position - Beginning of Year	 <u>(2,471,648)</u>
Net Position - End of Year	<u><u>\$ (2,657,087)</u></u>

See accompanying notes to the basic financial statements

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Statement of Cash Flows
For the Fiscal Year Ended June 30, 2016*

CASH FLOWS FROM OPERATING ACTIVITIES	
Cash Received from State of Ohio	\$ 2,215,120
Cash Received from Other Operations	276,109
Cash Payments for Salaries and Wages	(1,414,765)
Cash Payments for Fringe Benefits	(339,573)
Cash Payments for Purchased Services	(1,683,424)
Cash Payments for Materials and Supplies	(136,005)
Cash Payments for Equipment	(56,963)
Cash Payments for Other Expenses	(140,944)
Net Cash Used in Operating Activities	<u>(1,280,445)</u>
 CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES	
Federal and State Grants	817,618
Tax Distribution	245,380
Contributions and Donations	379,704
Proceeds from Loans	123,866
Principal paid on Loans	(123,866)
Net Cash Provided by Noncapital Financing Activities	<u>1,442,702</u>
 CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES	
Payments for Capital Acquisitions	<u>(17,756)</u>
Net Cash Used in Capital and Related Financing Activities	<u>(17,756)</u>
 Net Increase in Cash and Cash Equivalents	 144,501
 Cash and Cash Equivalents - Beginning of Year	 <u>43,431</u>
Cash and Cash Equivalents - End of Year	<u>\$ 187,932</u>
 RECONCILIATION OF OPERATING LOSS TO NET CASH USED IN OPERATING ACTIVITIES OPERATING ACTIVITIES	
Operating Loss	\$ (1,654,947)
Adjustments:	
Depreciation	1,847
(Increase) in Assets and Deferred Outflows:	
Pension Receivable	2,750
Other Receivable	133,939
Prepaid Items	(1,250)
Deferred Outflows - Pensions	(858,458)
Increase (Decrease) in Liabilities and Deferred Inflows:	
Accounts Payable	79,950
Accrued Wages and Benefits	4,714
Net Pension Liability	1,199,902
Deferred Inflows - Pensions	(188,892)
Net Cash Used in Operating Activities	<u>\$ (1,280,445)</u>

See accompanying notes to the basic financial statements

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 1 – DESCRIPTION OF THE SCHOOL

Breakthrough Charter Schools: Cleveland Entrepreneurship Preparatory School – Woodland Hills (the "School") is a nonprofit corporation established pursuant to Ohio Revised Code Chapters 3314 and 1702. The School is an approved tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code exclusively for educational purposes. Management is not aware of any course of action or series of events that have occurred that might adversely affect the School's tax-exempt status. The School's mission is to provide students of grades fifth to grade eight a high quality, academically rigorous education for the college bound scholar. The School is currently at kindergarten through second grade and plans to add a grade each year to accomplish their mission. The School, which is part of the State's education program, is independent of any school district and is nonsectarian in its programs, admission policies, employment practices and all other operations. The School may sue and be sued, acquire facilities as needed and contract for any services necessary for the operation of the School.

The School was approved for operation under a contract with the Cleveland Municipal School District (the Sponsor) for a period of three years commencing July 1, 2012. The Sponsor is responsible for evaluating the performance of the School and has the authority to deny renewal of the contract at its expiration or terminate the contract prior to its expiration. This contract was extended for a five-year period beginning July 1, 2015.

The School has contracted with Breakthrough Charter Schools for academic and business services beginning July 1, 2012 for an initial term of five years. This agreement has been extended through June 30, 2019.

The School operates under the direction of the Board of Trustees. The Board of Trustees is responsible for carrying out the provisions of the contract, which include but are not limited to, State-mandated provisions regarding student population, curriculum, academic goals, performance standards, admission standards and qualifications of teachers. The Board of Trustees controls the School's one instructional/support facility staffed by 12 non-certified and 25 certificated full time teaching personnel who provide services to 271 students.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The basic financial statements (BFS) of the School have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The School's significant accounting policies are described below.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

A. Basis of Presentation

The School's basic financial statements consist of a statement of net position, a statement of revenues, expenses and changes in net position and a statement of cash flows.

Enterprise reporting focuses on the determination of the change in net position, financial position and cash flows.

B. Measurement Focus

Enterprise accounting uses a flow of economic resources measurement focus. With this measurement focus, all assets, liabilities, and deferred outflows/inflows of resources are included on the statement of net position. The statement of revenues, expenses and changes in net position presents increases (i.e., revenues) and decreases (i.e., expenses) in net position. The statement of cash flows provides information about how the School finances and meets the cash flow needs of its enterprise activities.

C. Basis of Accounting

Basis of accounting determines when transactions are recorded in the financial records and reported on the basic financial statements. The School's basic financial statements are prepared using the accrual basis of accounting.

Revenue resulting from exchange transactions, in which each party gives and receives essentially equal value, is recorded upon the accrual basis when the exchange takes place.

Non-exchange transactions, in which the School receives value without directly giving equal value in return, include grants, entitlements and donations. Revenue from grants, entitlements and donations is recognized in the fiscal year in which all eligibility requirements have been satisfied.

Eligibility requirements include timing requirements, which specify the fiscal year when the resources are required to be used or the fiscal year when use is first permitted, matching requirements, in which the School must provide local resources to be used for a specified purpose, and expenditure requirements, in which the resources are provided to the School on a reimbursement basis. Grants and entitlements received before the eligibility requirements are met are recorded as deferred inflows.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

C. Basis of Accounting (Continued)

Deferred Outflows/Inflows of Resources - In addition to assets, the statements of financial position will sometimes report a separate section for deferred outflows of resources. Deferred outflows of resources represent a consumption of net position that applies to a future period and will not be recognized as an outflow of resources (expense) until then. For the School, deferred outflows of resources are reported on the statement of net position for pension. The deferred outflows of resources related to pension are explained in Note 11.

In addition to liabilities, the statements of financial position report a separate section for deferred inflows of resources. Deferred inflows of resources represent an acquisition of net position that applies to a future period and will not be recognized as an inflow of resources (revenue) until that time. For the School, deferred inflows of resources include pension. The deferred inflows of resources related to pension are explained in Note 11.

On the accrual basis of accounting, expenses are recognized at the time they are incurred.

D. Budgetary Process

Unlike other public schools located in the State of Ohio, community schools are not required to follow budgetary provisions set forth in Ohio Revised Code Section 5705, unless specifically provided in the contract between the School and its Sponsor. The contract between the School and its Sponsor does prescribe an annual budget requirement in addition to preparing a 5-year forecast, which is to be updated on an annual basis.

E. Cash and Cash Equivalents

All monies received by the School are accounted for by the School's fiscal agent, Breakthrough Charter Schools. All cash is received and deposited by the School. Separate accounts are maintained in the School's name. Monies for the School are maintained in these accounts.

For the purposes of the statement of cash flows and the presentation on the statement of net position, investments with original maturities of three months or less at the time they are purchased by the School are considered to be cash equivalents. Investments with an initial maturity of more than three months that are not purchased from the pool are reported as investments.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

F. Capital Assets

All capital assets are capitalized at cost and updated for additions and reductions during the fiscal year. Donated capital assets are recorded at their fair market value on the date donated. The School does not have any infrastructure. The School maintains a capitalization threshold at \$5,000. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend an asset's life are not capitalized. All reported capital assets are depreciated. Depreciation is computed using the straight-line method over the remaining useful life of the related capital assets. Building Improvements are depreciated over 30 years, leasehold improvements are depreciated over 20 years and furniture, fixtures and equipment are depreciated over five years.

G. Net Position

Net position represents the difference between assets and deferred outflows of resources compared to liabilities and deferred inflows of resources. Net investment in capital assets consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any borrowings used for the acquisition, construction or improvement of those assets. Net position is reported as restricted when there are limitations imposed on their use through external restrictions imposed by creditors, grantors or laws or regulations of other governments.

The School applies restricted resources first when an expense is incurred for purposes for which both restricted and unrestricted net position are available.

H. Operating Revenues and Expenses

Operating revenues are those revenues that are generated directly from the primary activity. For the School, these revenues are payments from the State Foundation Program, extracurricular activities, classroom materials and fees, and other operating revenues, including reimbursements of salaries and benefits for employees. Operating expenses are necessary costs incurred to provide goods or services that are the primary activities of the School. All revenues and expenses not meeting this definition are reported as nonoperating.

I. Prepaid Items

Payments made to vendors for services that will benefit fiscal years beyond June 30, 2016 are recorded as prepaid items using the consumption method. A current asset for the prepaid amount is recorded at the time of the purchase and an expense is reported in the fiscal year ended in which services are consumed.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

J. Intergovernmental Revenue

The School currently participates in the State Foundation Basic Aid, various State Restricted Grants, Teacher Incentive Fund (TIF), Title I, IDEA-B, Title II-A, 21st Century and Food Service. The State Foundation Basic Aid (which includes casino and facilities revenue) is recognized as operating revenue. All of the other grant revenues received from these programs are recognized as non-operating revenues in the accounting period in which all eligibility requirements have been met.

Eligibility includes timing requirements, which specify the year when the resources are required to be used or the fiscal year when use is first permitted; matching requirements, in which the School must provide local resources to be used for a specified purpose; and expenditure requirements, in which the resources are provided to the School on a reimbursement basis. Amounts recognized under the above named programs for the 2016 school year totaled \$3,063,043.

K. Estimates

The preparation of basic financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results may differ from those estimates.

L. Compensated Absences

Full-Time employees are eligible for ten paid days and part-time teachers are eligible for five paid days of sick/personal/bereavement leave per year. Other part-time employees are not eligible for sick/personal/bereavement leave. No accrual for leave is made since unused leave time is not paid to employees upon termination of employment.

M. Contributions and Donations

Non-cash contributions and donations are recorded at their fair market value on the date donated. Contributions and donations received for the 2016 school year totaled \$376,205.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

N. Pensions

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the pension plans and additions to/deductions from their fiduciary net position have been determined on the same basis as they are reported by the pension systems. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. The pension systems report investments at fair value.

NOTE 3 – CHANGE IN ACCOUNTING PRINCIPLES

For the fiscal year ended June 30, 2016, the School has implemented Governmental Accounting Standards Board (GASB) Statement No. 72, *Fair Value Measurement and Application*, GASB Statement No. 73, *Accounting and Financial Reporting for Pensions and Related Assets That Are Not within the Scope of GASB Statement 68*, and *Amendments to Certain Provisions of GASB Statements 67 and 68*, GASB Statement No. 76, *The Hierarchy of Generally Accepted Accounting Principles for State and Local Governments* and GASB Statement No. 79, *Certain External Investment Pools and Pool Participants*.

GASB Statement No. 72, *Fair Value Measurement of Application*. The objective of this Statement is to address accounting and financial reporting issues related to fair value measurement. This Statement provides guidance for determining a fair value measurement for financial reporting purposes. This Statement also provides guidance for applying fair value to certain investments and disclosures related to all fair value measurements. The School implemented these changes in the fiscal year 2016 financial statements; however, there was no effect on the beginning net position/fund balance.

GASB Statement No. 73 *Accounting and Financial Reporting for Pensions and Related Assets That Are Not within the Scope of GASB Statement 68*, and *Amendments to Certain Provisions of GASB Statements 67 and 68* establishes requirements for defined benefit pensions that are not within the scope of GASB Statement No. 68 as well as for the assets accumulated for purposes of providing those pensions. In addition, it establishes requirements for defined contribution pensions that are not within the scope of Statement 68. It also clarifies the application of certain provisions of GASB Statements 67 and 68. The implementation of GASB Statement No. 73 did not have an effect on the financial statements of the School.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 3 – CHANGE IN ACCOUNTING PRINCIPLES (Continued)

GASB Statement No. 76, *The Hierarchy of Generally Accepted Accounting Principles for State and Local Governments*. The objective of this Statement is to identify—in the context of the current governmental financial reporting environment—the hierarchy of generally accepted accounting principles (GAAP). The “GAAP hierarchy” consists of the sources of accounting principles used to prepare financial statements of state and local governmental entities in conformity with GAAP and the framework for selecting those principles. The implementation of GASB Statement No. 76 did not have an effect on the financial statements of the School.

GASB Statement No. 79, *Certain External Investment Pools and Pool Participants*. This Statement addresses accounting and financial reporting for certain external investment pools and pool participants. Specifically, it establishes criteria for an external investment pool to qualify for making the election to measure all of its investments at amortized cost for financial reporting purposes. The School implemented these changes in the fiscal year 2016 financial statements; however, there was no effect on the beginning net position/fund balance.

NOTE 4 – SPONSORSHIP AND MANAGEMENT AGREEMENTS

The School entered into an agreement with the Cleveland Municipal School District for a period of three years commencing July 1, 2012, extended for a five-year period. Sponsorship fees are calculated as 1.5 percent of the fiscal year 2016 foundation payments received by the School, from the State of Ohio. The total amount due from the School for fiscal year 2015 was \$33,286, of which \$15,082 was outstanding as of June 30, 2016, and was recorded as accounts payable. Sponsorship fees are recorded as professional and technical services within the purchased services expense on the Statement of Revenues, Expenses, and Change in Net Position.

The School entered into an agreement with Breakthrough Charter Schools to provide academic and business services beginning July 1, 2012 for an initial term of five years. Management fees are calculated as 10% of the fiscal year 2016 Foundation payments received by the School from the State of Ohio. The total amount due from the School for the fiscal year ending June 30, 2016 was \$221,293, of which \$14,880 was outstanding as of June 30, 2016, and is recorded as a liability. Management fees are recorded as professional and technical services within the purchased services on the Statement of Revenues, Expenses, and Changes in Net Position.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 5 – DEPOSITS

Deposits with Financial Institutions

At June 30, 2016, the carrying amount of all School's deposits was \$187,932. Based on the criteria described in GASB Statement No. 40, *Deposits and Investment Risk Disclosures*, as of June 30, 2016, of the School's bank balance \$91,544 was exposed to custodial risk as discussed below, while \$250,000 was covered by FDIC.

Custodial credit risk is the risk that, in the event of bank failure, the School's deposits may not be returned. All deposits are collateralized with eligible securities in amounts equal to at least 105% of the carrying value of the deposits. Such collateral, as permitted by the Ohio Revised Code, is held in single financial institution collateral pools at Federal Reserve Banks, or at member banks of the federal reserve system, in the name of the respective depository bank and pledged as a pool of collateral against all of the public deposits it holds or as specific collateral held at the Federal Reserve Bank in the name of the School. The School has no deposit policy for custodial credit risk beyond the requirements of State statute. Although the securities were held by the pledging institutions' trust department and all statutory requirements for the deposit of money had been followed, noncompliance with federal requirements could potentially subject the School to a successful claim by the FDIC.

NOTE 6 – RECEIVABLES

Receivables at June 30, 2016, consisted of intergovernmental receivables arising from grants and entitlements, pledge receivable, and other receivables. Intergovernmental receivables are considered collectible in full due to the current year guarantee of federal funds and the stable condition of state programs. A summary of the principal items of receivables follows:

	<u>Receivables</u>
Intergovernmental - Federal and State Grants:	
Title I	\$ 69,115
Title II-A	747
IDEA B	41,796
Food Service	3,262
TIF	<u>31,031</u>
Total Intergovernmental - Federal and State Grants	145,951
Other Receivable	48,904
Pledges Receivable	<u>205,001</u>
Total Receivables	<u>\$ 399,856</u>

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 7 – TAX DISTRIBUTION

The Breakthrough network of schools participate in a partnership with the Cleveland Municipal School District (CMSD) for a property tax levy of 1 mill based on the assessed real property value within the CMSD. The levy is for four years and was passed in November 2012 and started collection in January 2013. On November 8, 2016, this levy was renewed for an additional four years.

NOTE 8 – CAPITAL ASSETS

	<u>Balance</u> <u>6/30/2015</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance</u> <u>6/30/2016</u>
Capital Assets:				
<u>Depreciable Capital Assets:</u>				
Furniture, Fixtures, and Equipment	\$ -	\$ 17,756	\$ -	\$ 17,756
Total Depreciable Capital Assets	<u>-</u>	<u>17,756</u>	<u>-</u>	<u>17,756</u>
<u>Less Accumulated Depreciation:</u>				
Furniture, Fixtures, and Equipment	-	(1,847)	-	(1,847)
Total Accumulated Depreciation	<u>-</u>	<u>(1,847)</u>	<u>-</u>	<u>(1,847)</u>
Total Capital Assets, Net	<u>\$ -</u>	<u>\$ 15,909</u>	<u>\$ -</u>	<u>\$ 15,909</u>

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 9 – RISK MANAGEMENT

A. Insurance Coverage

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.

For the fiscal year ended 2016, the School contracted with the O’Neill Group with the following insurance coverage:

Commercial General Liability per Occurrence	\$1,000,000
Commercial General Liability Aggregate	3,000,000
Umbrella Coverage per Occurrence	15,000,000
Umbrella Coverage per Aggregate	15,000,000
Commercial Property (\$5,000 Deductible)	71,000
Crime Coverage (\$1,000 Deductible) Each Employee	1,000,000
Computer Coverage (\$1,000 Deductible)	100,000
Employee Benefits Liability (\$1,000 Deductible) Each Employee	1,000,000
Employee Benefits Liability (\$1,000 Deductible) Aggregate	1,000,000
Employers Stop Gap Liability	1,000,000
School Board Legal Liability per Aggregate (\$2,500 Deductible)	1,000,000
School Board Legal Liability per Occurrence (\$2,500 Deductible)	3,000,000
Sexual Misconduct Liability per Occurrence/Aggregate	1,000,000
Student Accident per Aggregate (\$500 Deductible)	250,000

Settled claims have not exceeded this commercial coverage in any of the past three years, nor has there been any significant reduction in insurance coverage from the prior year. The School owns no property, but leases a facility located at 9201 Crane Avenue, Cleveland, Ohio (See Note 15).

B. Workers' Compensation

The School makes premium payments to the Ohio Workers' Compensation System for employee injury coverage. The premium is calculated by multiplying the monthly total gross payroll by a factor that is calculated by the State.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 9 – RISK MANAGEMENT (Continued)

C. Employees Medical, Dental, Vision, Life and Disability Benefits

Effective January 1, 2011, Breakthrough Charter Schools contracted through an independent carrier to provide insurance to all employees who work 30 or more hours per week. Employees have a choice of two medical plans. The School subsidizes more for an employee plan and the least amount for a family plan. The School subsidizes between 52 – 75% of the Point of Service (PPO) \$250 deductible plan and subsidizes between 65 – 86% for the Health Savings Account (HSA) \$2,600 deductible plan. The school subsidizes 50% for dental insurance. Vision insurance and voluntary life is paid by the employee. Long-term disability insurance, short-term disability, and basic life insurance benefits are paid by the School. Total insurance benefits paid by the School for the fiscal year were \$113,262.

NOTE 10 – CONTINGENCIES

A. Grants

The School received financial assistance from State agencies in the form of grants. The expense of funds received under these programs generally requires compliance with terms and conditions specified in the grant agreements and are subject to audit by the grantor agencies. Any disallowed claims resulting from such audits could become a liability. However, in the opinion of management, any such disallowed claims will not have a material adverse effect on the overall financial position of the School at June 30, 2016.

B. Litigation

The School is not involved in any litigation that, in the opinion of management, would have material effect on the financial statements.

C. State Foundation Funding

School Foundation funding is based on the annualized full-time equivalent (FTE) enrollment of each student. Effective for the 2014-2015 school year, Schools must comply with minimum hours of instruction, instead of minimum number of school days each year. The funding formula the Ohio Department of Education (ODE) is legislatively required to follow will continue to adjust as enrollment information is updated by the academy, which can extend past the fiscal year end.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 10 – CONTINGENCIES (Continued)

C. State Foundation Funding (Continued)

As of the date of this report, ODE has not finalized the total impact of enrollment adjustments to the June 30, 2015 and June 30, 2016 Foundation funding for the Academy; therefore, the financial statement impact is not determinable at this time. ODE and management believe this will result in either a receivable to or liability of the Academy.

NOTE 11 – DEFINED BENEFIT PENSION PLAN

A. Net Pension Liability

The net pension liability reported on the statement of net position represents a liability to employees for pensions. Pensions are a component of exchange transactions—between an employer and its employees—of salaries and benefits for employee services. Pensions are provided to an employee—on a deferred-payment basis—as part of the total compensation package offered by an employer for employee services each financial period. The obligation to sacrifice resources for pensions is a present obligation because it was created as a result of employment exchanges that already have occurred.

The net pension liability represents the School’s proportionate share of each pension plan’s collective actuarial present value of projected benefit payments attributable to past periods of service, net of each pension plan’s fiduciary net position. The net pension liability calculation is dependent on critical long-term variables, including estimated average life expectancies, earnings on investments, cost of living adjustments and others. While these estimates use the best information available, unknowable future events require adjusting this estimate annually.

Ohio Revised Code limits the School’s obligation for this liability to annually required payments. The School cannot control benefit terms or the manner in which pensions are financed; however, the School does receive the benefit of employees’ services in exchange for compensation including pension.

GASB 68 assumes the liability is solely the obligation of the employer, because (1) they benefit from employee services; and (2) State statute requires all funding to come from these employers.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 11 – DEFINED BENEFIT PENSION PLAN (Continued)

A. Net Pension Liability (Continued)

All contributions to date have come solely from these employers (which also includes costs paid in the form of withholdings from employees). State statute requires the pension plans to amortize unfunded liabilities within 30 years. If the amortization period exceeds 30 years, each pension plan’s board must propose corrective action to the State legislature.

Any resulting legislative change to benefits or funding could significantly affect the net pension liability. Resulting adjustments to the net pension liability would be effective when the changes are legally enforceable.

The proportionate share of each plan’s unfunded benefits is presented as a long-term *net pension liability* on the accrual basis of accounting. Any liability for the contractually-required pension contribution outstanding at the end of the year is included in *accrued wages and benefits*.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

The net pension liability was measured as of June 30, 2015, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. The School’s proportion of the net pension liability was based on the School’s share of contributions to the pension plan relative to the contributions of all participating entities.

Following is information related to the proportionate share and pension expense:

	<u>SERS</u>	<u>STRS</u>	<u>Total</u>
Proportion of the Net Pension Liability Prior Measurement Date	0.0024240%	0.00931607%	
Proportion of the Net Pension Liability Current Measurement Date	<u>0.0035471%</u>	<u>0.01225227%</u>	
Change in Proportionate Share	<u>0.0011231%</u>	<u>0.0029362%</u>	
Proportionate Share of the Net Pension Liability	\$202,401	\$3,386,169	\$ 3,588,570
Pension Expense	\$28,676	\$321,111	\$349,787

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 11 – DEFINED BENEFIT PENSION PLAN (Continued)

A. Net Pension Liability (Continued)

At June 30, 2016, the School reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	<u>SERS</u>	<u>STRS</u>	<u>Total</u>
Deferred Outflows of Resources			
Differences between expected and actual experience	\$3,259	\$154,367	\$157,626
Changes in proportion and differences School contributions subsequent to the measurement date	49,702	671,549	721,251
	<u>14,249</u>	<u>182,986</u>	<u>197,235</u>
Total Deferred Outflows of Resources	<u>\$67,210</u>	<u>\$1,008,902</u>	<u>\$1,076,112</u>
Deferred Inflows of Resources			
Net difference between projected and actual earnings on pension plan investments	<u>\$6,706</u>	<u>\$243,530</u>	<u>\$250,236</u>

\$197,235 reported as deferred outflows of resources related to pension resulting from School contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ending June 30, 2017.

Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pension will be recognized in pension expense as follows:

	<u>SERS</u>	<u>STRS</u>	<u>Total</u>
Fiscal Year Ending June 30:			
2017	\$13,443	\$112,931	\$126,374
2018	13,443	112,931	126,374
2019	13,427	112,929	126,356
2020	<u>5,942</u>	<u>243,595</u>	<u>249,537</u>
Total	<u>\$46,255</u>	<u>\$582,386</u>	<u>\$628,641</u>

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 11 – DEFINED BENEFIT PENSION PLAN (Continued)

A. Net Pension Liability (Continued)

Actuarial Assumptions - SERS

SERS' total pension liability was determined by their actuaries in accordance with GASB Statement No. 67, as part of their annual actuarial valuation for each defined benefit retirement plan. Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts (e.g., salaries, credited service) and assumptions about the probability of occurrence of events far into the future (e.g., mortality, disabilities, retirements, employment termination). Actuarially determined amounts are subject to continual review and potential modifications, as actual results are compared with past expectations and new estimates are made about the future.

Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employers and plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing benefit costs between the employers and plan members to that point. The projection of benefits for financial reporting purposes does not explicitly incorporate the potential effects of legal or contractual funding limitations.

Actuarial calculations reflect a long-term perspective. For a newly hired employee, actuarial calculations will take into account the employee's entire career with the employer and also take into consideration the benefits, if any, paid to the employee after termination of employment until the death of the employee and any applicable contingent annuitant. In many cases actuarial calculations reflect several decades of service with the employer and the payment of benefits after termination.

Key methods and assumptions used in calculating the total pension liability in the latest actuarial valuation, prepared as of June 30, 2015, are presented below:

Wage Inflation	3.25 percent
Future Salary Increases, including inflation	4.00 percent to 22 percent
COLA or Ad Hoc COLA	3 percent
Investment Rate of Return	7.75 percent net of investments expense, including inflation
Actuarial Cost Method	Entry Age Normal

For post-retirement mortality, the table used in evaluating allowances to be paid is the 1994 Group Annuity Mortality Table set back one year for both men and women. Special mortality tables are used for the period after disability retirement.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 11 – DEFINED BENEFIT PENSION PLAN (Continued)

A. Net Pension Liability (Continued)

The most recent experience study was completed June 30, 2010.

The long-term return expectation for the Pension Plan Investments has been determined using a building-block approach and assumes a time horizon, as defined in SERS' *Statement of Investment Policy*. A forecasted rate of inflation serves as the baseline for the return expectation. Various real return premiums over the baseline inflation rate have been established for each asset class. The long-term expected nominal rate of return has been determined by calculating a weighted averaged of the expected real return premiums for each asset class, adding the projected inflation rate, and adding the expected return from rebalancing uncorrelated asset classes. The target allocation and best estimates of arithmetic real rates of return for each major assets class are summarized in the following table:

Asset Class	Target Allocation	Long-Term Expected Real Rate of Return
Cash	1.00 %	0.00 %
US Stocks	22.50	5.00
Non-US Stocks	22.50	5.50
Fixed Income	19.00	1.50
Private Equity	10.00	10.00
Real Assets	10.00	5.00
Multi-Asset Strategies	15.00	7.50
Total	<u>100.00 %</u>	

Discount Rate The total pension liability was calculated using the discount rate of 7.75 percent. The projection of cash flows used to determine the discount rate assumed the contributions from employers and from the members would be computed based on contribution requirements as stipulated by State statute. Projected inflows from investment earning were calculated using the long-term assumed investment rate of return (7.75 percent). Based on those assumptions, the plan's fiduciary net position was projected to be available to make all future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefits to determine the total pension liability.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 11 – DEFINED BENEFIT PENSION PLAN (Continued)

A. Net Pension Liability (Continued)

Sensitivity of the School’s Proportionate Share of the Net Pension Liability to Changes in the Discount Rate Net pension liability is sensitive to changes in the discount rate, and to illustrate the potential impact the following table presents the net pension liability calculated using the discount rate of 7.75 percent, as well as what each plan’s net pension liability would be if it were calculated using a discount rate that is one percentage point lower (6.75 percent), or one percentage point higher (8.75 percent) than the current rate.

	1% Decrease (6.75%)	Current Discount Rate (7.75%)	1% Increase (8.75%)
School's proportionate share of the net pension liability	\$280,657	\$202,401	\$136,503

Changes between Measurement Date and Report Date

In April 2016, the SERS Board adopted certain assumption changes which impacted their annual actuarial valuation prepared as of June 30, 2016. The most significant change is a reduction in the discount rate from 7.75 percent to 7.5 percent. Although the exact amount of these changes is not known, the impact to the School’s net pension liability is expected to be significant.

Actuarial Assumptions - STRS

The total pension liability in the June 30, 2015, actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	2.75 percent
Projected salary increases	2.75 percent at age 70 to 12.25 percent at age 20
Investment Rate of Return	7.75 percent, net of investment expenses, including inflation
Cost-of-Living Adjustments (COLA)	2 percent simple applied as follows: for members retiring before August 1, 2013, 2 percent per year; for members retiring August 1, 2013, or later, 2 percent COLA paid on fifth anniversary of retirement date.

Mortality rates were based on the RP-2000 Combined Mortality Table (Projection 2022—Scale AA) for Males and Females. Males’ ages are set-back two years through age 89 and no set-back for age 90 and above. Females younger than age 80 are set back four years, one year set back from age 80 through 89 and not set back from age 90 and above.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 11 – DEFINED BENEFIT PENSION PLAN (Continued)

A. Net Pension Liability (Continued)

Actuarial assumptions used in the June 30, 2015, valuation are based on the results of an actuarial experience study, effective July 1, 2012.

The 10 year expected real rate of return on pension plan investments was determined by STRS' investment consultant by developing best estimates of expected future real rates of return for each major asset class.

The target allocation and best estimates of geometric real rates of return for each major asset class are summarized as follows:

<u>Asset Class</u>	<u>Target Allocation</u>	<u>Long-Term Expected Real Rate of Return</u>
Domestic Equity	31.00 %	8.00 %
International Equity	26.00	7.85
Alternatives	14.00	8.00
Fixed Income	18.00	3.75
Real Estate	10.00	6.75
Liquidity Reserves	1.00	3.00
Total	<u>100.00 %</u>	

Discount Rate The discount rate used to measure the total pension liability was 7.75 percent as of June 30, 2015. The projection of cash flows used to determine the discount rate assumes member and employer contributions will be made at the statutory contribution rates in accordance with rate increases described above. For this purpose, only employer contributions that are intended to fund benefits of current plan members and their beneficiaries are included. Projected employer contributions that are intended to fund the service costs of future plan members and their beneficiaries, as well as projected contributions from future plan members, are not included. Based on those assumptions, STRS' fiduciary net position was projected to be available to make all projected future benefit payments to current plan members as of June 30, 2015.

Therefore, the long-term expected rate of return on pension plan investments of 7.75 percent was applied to all periods of projected benefit payment to determine the total pension liability as of June 30, 2015.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 11 – DEFINED BENEFIT PENSION PLAN (Continued)

A. Net Pension Liability (Continued)

Sensitivity of the School’s Proportionate Share of the Net Pension Liability to Changes in the Discount Rate The following table presents the School’s proportionate share of the net pension liability calculated using the current period discount rate assumption of 7.75 percent, as well as what the School’s proportionate share of the net pension liability would be if it were calculated using a discount rate that is one-percentage-point lower (6.75 percent) or one-percentage-point higher (8.75 percent) than the current rate:

	1% Decrease (6.75%)	Current Discount Rate (7.75%)	1% Increase (8.75%)
School's proportionate share of the net pension liability	\$4,703,644	\$3,386,169	\$2,272,047

B. School Employees Retirement System (SERS)

Plan Description – School non-teaching employees participate in SERS, a cost-sharing multiple-employer defined benefit pension plan administered by SERS. SERS provides retirement, disability and survivor benefits, annual cost-of-living adjustments, and death benefits to plan members and beneficiaries. Authority to establish and amend benefits is provided by Ohio Revised Code Chapter 3309. SERS issues a publicly available, stand-alone financial report that includes financial statements, required supplementary information and detailed information about SERS’ fiduciary net position. That report can be obtained by visiting the SERS website at www.ohsers.org under Employers/Audit Resources.

Age and service requirements for retirement are as follows:

	Eligible to Retire on or before August 1, 2017 *	Eligible to Retire on or after August 1, 2017
Full Benefits	Any age with 30 years of service credit	Age 67 with 10 years of service credit; or Age 57 with 30 years of service credit
Actuarially Reduced Benefits	Age 60 with 5 years of service credit Age 55 with 25 years of service credit	Age 62 with 10 years of service credit; or Age 60 with 25 years of service credit

* Members with 25 years of service credit as of August 1, 2017, will be included in this plan.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 11 – DEFINED BENEFIT PENSION PLAN (Continued)

B. School Employees Retirement System (SERS) (Continued)

Annual retirement benefits are calculated based on final average salary multiplied by a percentage that varies based on year of service; 2.2 percent for the first thirty years of service and 2.5 percent for years of service credit over 30. Final average salary is the average of the highest three years of salary.

One year after an effective benefit date, a benefit recipient is entitled to a three percent cost-of-living adjustment (COLA). This same COLA is added each year to the base benefit amount on the anniversary date of the benefit.

Funding Policy – Plan members are required to contribute 10 percent of their annual covered salary and the School is required to contribute 14 percent of annual covered payroll. The contribution requirements of plan members and employers are established and may be amended by the SERS' Retirement Board up to statutory maximum amounts of 10 percent for plan members and 14 percent for employers. The Retirement Board, acting with the advice of the actuary, allocates the employer contribution rate among four of the System's funds (Pension Trust Fund, Death Benefit Fund, Medicare B Fund, and Health Care Fund). For the fiscal year ended June 30, 2016, the allocation to pension, death benefits, and Medicare B was 14.00 percent. No allocations were made to the Health Care Fund.

The School's contractually required contribution to SERS was \$14,249 for fiscal year 2015. Of this amount \$769 is reported as an accrued wages and benefits.

C. State Teachers Retirement System (STRS)

Plan Description – School licensed teachers and other faculty members participate in STRS Ohio, a cost-sharing multiple-employer public employee retirement system administered by STRS. STRS provides retirement and disability benefits to members and death and survivor benefits to beneficiaries. STRS issues a stand-alone financial report that includes financial statements, required supplementary information and detailed information about STRS' fiduciary net position. That report can be obtained by writing to STRS, 275 E. Broad St., Columbus, OH 43215-3771, by calling (888) 227-7877, or by visiting the STRS Web site at www.strsoh.org.

New members have a choice of three retirement plans; a Defined Benefit (DB) Plan, a Defined Contribution (DC) Plan and a Combined Plan. Benefits are established by Ohio Revised Code Chapter 3307. The DB plan offers an annual retirement allowance based on final average salary multiplied by a percentage that varies based on years of service.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 11 – DEFINED BENEFIT PENSION PLAN (Continued)

C. State Teachers Retirement System (STRS) (Continued)

Effective August 1, 2015, the calculation will be 2.2 percent of final average salary for the five highest years of earnings multiplied by all years of service.

With certain exceptions, the basic benefit is increased each year by two percent of the original base benefit. For members retiring August 1, 2013, or later, the first two percent is paid on the fifth anniversary of the retirement benefit. Members are eligible to retire at age 60 with five years of qualifying service credit, or age 55 with 25 years of service, or 30 years of service regardless of age. Age and service requirements for retirement will increase effective August 1, 2015, and will continue to increase periodically until they reach age 60 with 35 years of service or age 65 with five years of service on August 1, 2026.

The DC Plan allows members to place all their member contributions and 9.5 percent of the 14 percent employer contributions into an investment account. Investment allocation decisions are determined by the member. The remaining 4.5 percent of the 14 percent employer rate is allocated to the defined benefit unfunded liability. A member is eligible to receive a retirement benefit at age 50 and termination of employment. The member may elect to receive a lifetime monthly annuity or a lump sum withdrawal.

The Combined Plan offers features of both the DB Plan and the DC Plan. In the Combined Plan, 11.0 of the 12.0 percent member rates goes to the DC Plan and 1.0 percent goes to the DB plan. Member contributions to the DC plan are allocated among investment choices by the member, and contributions to the DB plan from the employer and the member are used to fund the defined benefit payment at a reduced level from the regular DB Plan. The defined benefit portion of the Combined Plan payment is payable to a member on or after age 60 with five years of services. The defined contribution portion of the account may be taken as a lump sum payment or converted to a lifetime monthly annuity after termination of employment at age 50 or later.

New members who choose the DC plan or Combined Plan will have another opportunity to reselect a permanent plan during their fifth year of membership. Members may remain in the same plan or transfer to another STRS plan. The optional annuitization of a member's defined contribution account or the defined contribution portion of a member's Combined Plan account to a lifetime benefit results in STRS bearing the risk of investment gain or loss on the account. STRS has therefore included all three plan options in the GASB 68 schedules of employer allocation and pension amounts by employer.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 11 – DEFINED BENEFIT PENSION PLAN (Continued)

C. State Teachers Retirement System (STRS) (Continued)

A DB or Combined Plan member with five or more years of credited service who is determined to be disabled may qualify for a disability benefit. Eligible survivors of members who die before service retirement may qualify for monthly benefits. New members on or after July 1, 2013, must have at least ten years of qualifying service credit that apply for disability benefits. Members in the DC Plan who become disabled are entitled only to their account balance. If a member of the DC Plan dies before retirement benefits begin, the member's designated beneficiary is entitled to receive the member's account balance.

Funding Policy – Employer and member contribution rates are established by the State Teachers Retirement Board and limited by Chapter 3307 of the Ohio Revised Code. For the fiscal year ended June 30, 2016, plan members were required to contribute 13 percent of their annual covered salary. Effective July 1, 2016, the statutory maximum employee contribution rate was increased one percent to 14 percent. The School was required to contribute 14 percent; the entire 14 percent was the portion used to fund pension obligations. The fiscal year 2016 contribution rates were equal to the statutory maximum rates.

The School's contractually required contribution to STRS was \$182,986 for fiscal year 2016. Of this amount, \$19,641 is reported as an accrued wages and benefits.

NOTE 12 – POSTEMPLOYMENT BENEFITS

A. School Employees Retirement System (SERS)

Plan Description – In addition to a cost-sharing multiple-employer defined benefit pension plan, the School Employees Retirement System (SERS) administers two postemployment benefit plans.

Health Care Plan - Sections 3309.375 and 3309.69 of the Ohio Revised Code permit SERS to offer health care benefits to eligible retirees and beneficiaries. SERS' Retirement Board reserves the right to change or discontinue any health plan or program. SERS offers several types of health plans from various vendors, including HMOs, PPOs, Medicare Advantage and traditional indemnity plans. A prescription drug program is also available to those who elect health coverage. SERS employs two third-party administrators and a pharmacy benefit manager to manage the self-insurance and prescription drug plans, respectively.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 12 – POSTEMPLOYMENT BENEFITS (Continued)

A. School Employees Retirement System (SERS) (Continued)

The Ohio Revised Code provides the statutory authority to fund SERS' postemployment benefits through employer contributions. Active members do not make contributions to the postemployment benefit plan.

The Health Care Fund was established under, and is administered in accordance with Internal Revenue Code 105(e). Each year after the allocation for statutorily required pensions and benefits, the Retirement Board may allocate the remainder of the employer 14% contribution to the Health Care Fund in accordance with the funding policy. For the year ended June 30, 2016, the health care allocation is 0.00%. An additional health care surcharge on employers is collected for employees earning less than an actuarially determined minimum compensation amount, prorated if less than a full year of service credit was earned. By statute no employer shall pay a health care surcharge greater than 2.0% of that employer's SERS-covered payroll; nor may SERS collect in aggregate more than 1.5% of the total statewide SERS-covered payroll for the health care surcharge. For fiscal year 2016, the minimum compensation level was established at \$23,000. The surcharge, added to the unallocated portion of the 14% employer contribution rate is the total amount assigned to the Health Care Fund. The School's contributions for health care for the fiscal years ended June 30, 2016, 2015, and 2014 were \$1,715, \$876, and \$270, respectively. For fiscal year 2016, the full amount is being reported as an accrued wages and benefits. The full amount has been contributed for fiscal years 2015 and 2014.

The SERS Retirement Board establishes the rules for the premiums paid by the retirees for health care coverage for themselves and their dependents or for their surviving beneficiaries. Premiums vary depending on the plan selected, qualified years of service, Medicare eligibility, and retirement status.

The financial reports of SERS' Health Care plan are included in its Comprehensive Annual Financial Report. That report can be obtained on SERS' website at www.ohsers.org under Employers/Audit Resources.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 12 – POSTEMPLOYMENT BENEFITS (Continued)

B. State Teachers Retirement System (STRS)

Plan Description – STRS Ohio administers a pension plan that is comprised of: a Defined Benefit Plan; a self-directed Defined Contribution Plan, and a Combined Plan that is a hybrid of the Defined Benefit Plan and the Defined Contribution Plan.

Ohio law authorizes STRS Ohio to offer a cost-sharing, multiple employer health care plan. STRS Ohio provides access to health care coverage to eligible retirees who participated in the Defined Benefit or Combined Plans. Coverage under the current program includes hospitalization, physicians' fees, prescription drugs and partial reimbursement of monthly Medicare Part B premiums.

Pursuant to Chapter 3307 of the Revised Code, the Retirement Board has discretionary authority over how much, if any, of the associated health care costs will be absorbed by STRS Ohio. All health care plan enrollees, for the most recent year, pay a portion of the health care costs in the form of a monthly premium.

STRS Ohio issues a stand-alone financial report. Interested parties can view the most recent *Comprehensive Annual Financial Report* by visiting www.strsoh.org or by requesting a copy by calling toll-free 1-888-227-7877.

Funding Policy - Under Ohio law, funding for post-employment health care may be deducted from employer contributions. Of the 14.00 percent employer contribution rate, 0.00 percent of covered payroll was allocated to post-employment health care for the year ended June 30, 2016 and 2015. For the years ended June 30, 2014, and 2013, 1.00 percent of covered payroll was allocated to post-employment health care. The 14.00 percent employer contribution rate is the maximum rate established under Ohio law. The School's contributions for health care for the fiscal years ended June 30, 2016, 2015, and 2014 were \$0, \$0, and \$8,214 respectively. The full amount has been contributed for fiscal years 2016, 2015 and 2014.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 13 – SHORT AND LONG TERM LIABILITIES

The changes in the School’s short and long-term obligations during fiscal year 2016 were as follows:

	Balance as of <u>6/30/2015</u>	<u>Additions</u>	<u>Deletions</u>	Balance as of <u>6/30/2016</u>
Loans Payable	\$ -	\$ 123,866	\$ (123,866)	\$ -
Net Pension Liability:				
STRS	2,265,991	1,120,178	-	3,386,169
SERS	122,677	79,724	-	202,401
Total Long-Term Liabilities	<u>\$ 2,388,668</u>	<u>\$ 1,323,768</u>	<u>\$ (123,866)</u>	<u>\$ 3,588,570</u>

The School entered into a loan agreement with Friends of E Prep Schools on April 14, 2016 at an interest rate of 1.00% in the amount of 17,866. This loan was repaid by the School as of June 30, 2016.

The School entered into a loan agreement with Friends of Breakthrough Schools on October 5, 2015 at an interest rate of 1.00% in the amount of 106,000. This loan was repaid by the School as of June 30, 2016.

The net pension liability is discussed further in Note 11.

NOTE 14 – PURCHASED SERVICES

For the fiscal year ended June 30, 2016, purchased service expenses were payments for services rendered by various vendors, and are as follows:

Professional and Technical Services	\$ 855,954
Property Services	404,786
Travel Mileage/Meeting	22,167
Communications	23,989
Utilities	50,735
Contracted Craft or Trade Service	159,539
Tuition and Similar Payments	25,480
Pupil Transportation	220,724
Total	<u>\$ 1,763,374</u>

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 15 – OPERATING LEASES

As of July 2012, the School entered into an agreement with Friends of Breakthrough Schools to occupy and use its current building at 9201 Crane Avenue, Cleveland, Ohio 44105.

In April 2013, the School amended its original school building lease with the Friends of Breakthrough Schools. The original lease did not reflect the current market value of real estate within the region. The School's Board and finance committee along with the Breakthrough Charter Schools' Board and finance committee researched comparable market values to determine the agreed rents. The amended lease increased the base rent from \$0.24/sq ft to \$11.00/sq ft.

This increase in base rent was driven by the current market rates and the Board's desire to maintain their current building location, combined with the long-term sustainability of the Breakthrough network of schools. In December 2013, the School entered into an amended lease agreement with Friends of Breakthrough Real Estate, LLC extending the term of the lease through June 30, 2034 or the termination of the Breakthrough Charter Schools agreement.

Rent and related expenses under the leases was \$242,546 for the fiscal year ended June 30, 2016.

During the remainder of the lease term, the annual rent expense of \$568,469 will be allocated between Cleveland Entrepreneurship Preparatory-Woodland Hills and Village Preparatory-Woodland Hills. The allocation will be determined before the commencement of each school year and based on the number of students targeted for enrollment for each school as of June 30th of the prior school year.

NOTE 16 – FISCAL AGENT

The Academic and Business Services Agreement states Breakthrough Charter Schools (BCS) shall be responsible and accountable for the following financial functions:

- Provision of a licensed fiscal officer (treasurer);
- Payment of school expenditures with school funds;
- Maintenance of adequate cash balances to cover payroll and payments to vendors; and
- Payroll.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Basic Financial Statements
For the Fiscal Year Ended June 30, 2016*

NOTE 17 – FRIENDS OF BREAKTHROUGH DONATIONS

The School is a separate corporation from Friends of Breakthrough Schools, an Ohio not-for-profit corporation. Friends of Breakthrough Schools is an agency that was organized to provide funding for operations for Breakthrough Charter Schools. Friends of Breakthrough Schools provided funding to the School during fiscal year 2016 in the amount of \$363,401. Of that amount, \$205,001 has been recorded as a pledge receivable and will be paid during the subsequent school year.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Required Supplementary Information
Schedule of School's Proportionate Share of the Net Pension Liability
School Employees Retirement System of Ohio
Last Three Fiscal Years (1)*

	<u>2015</u>	<u>2014</u>	<u>2013</u>
School's Proportion of the Net Pension Liability	0.0035471%	0.0024240%	0.0024240%
School's Proportionate Share of the Net Pension Liability	\$ 202,401	\$ 122,677	\$ 144,148
School's Covered-Employee Payroll	\$ 106,783	\$ 70,426	\$ 192,565
School's Proportionate Share of the Net Pension Liability as a Percentage of its Covered-Employee Payroll	189.54%	174.19%	74.86%
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	69.16%	71.70%	65.52%

(1) Information prior to 2013 is not available.

Amounts presented as of the School's measurement date which is the prior fiscal period end.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Required Supplementary Information
Schedule of School's Proportionate Share of the Net Pension Liability
State Teachers Retirement System of Ohio
Last Three Fiscal Years (1)*

	2015	2014	2013
School's Proportion of the Net Pension Liability	0.01225227%	0.00931607%	0.00931607%
School's Proportionate Share of the Net Pension Liability	\$ 3,386,169	\$ 2,265,991	\$ 2,699,233
School's Covered-Employee Payroll	\$ 1,290,864	\$ 951,846	\$ 292,208
School's Proportionate Share of the Net Pension Liability as a Percentage of its Covered-Employee Payroll	262.32%	238.06%	923.74%
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	72.10%	74.70%	69.30%

(1) Information prior to 2013 is not available.

Amounts presented as of the School's measurement date which is the prior fiscal period end.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Required Supplementary Information
Schedule of School's Contributions
School Employees Retirement System of Ohio
Last Four Fiscal Years (1)*

	<u>2016</u>	<u>2015</u>	<u>2014</u>	<u>2013</u>
Contractually Required Contribution	\$ 14,249	\$ 14,074	\$ 9,761	\$ 26,651
Contributions in Relation to the Contractually Required Contribution	<u>(14,249)</u>	<u>(14,074)</u>	<u>(9,761)</u>	<u>(26,651)</u>
Contribution Deficiency (Excess)	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
School Covered-Employee Payroll	\$ 101,779	\$ 106,783	\$ 70,426	\$ 192,565
Contributions as a Percentage of Covered-Employee Payroll	14.00%	13.18%	13.86%	13.84%

(1) Information prior to 2013 is not available.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Required Supplementary Information
Schedule of School's Contributions
State Teachers Retirement System of Ohio
Last Four Fiscal Years (1)*

	<u>2016</u>	<u>2015</u>	<u>2014</u>	<u>2013</u>
Contractually Required Contribution	\$ 182,986	\$ 180,721	\$ 123,740	\$ 37,987
Contributions in Relation to the Contractually Required Contribution	<u>(182,986)</u>	<u>(180,721)</u>	<u>(123,740)</u>	<u>(37,987)</u>
Contribution Deficiency (Excess)	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
School Covered-Employee Payroll	\$ 1,307,043	\$ 1,290,864	\$ 951,846	\$ 292,208
Contributions as a Percentage of Covered-Employee Payroll	14.00%	14.00%	13.00%	13.00%

(1) Information prior to 2013 is not available.

January 25, 2017

To the Board of Trustees
Breakthrough Charter Schools:
Cleveland Entrepreneurship Preparatory School - Woodland Hills
9201 Crane Avenue
Cleveland, Ohio 44105

Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards*

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 Breakthrough Charter Schools: Cleveland Entrepreneurship Preparatory School – Woodland Hills, Cuyahoga County, Ohio (the School) as of and for the year ended June 30, 2016, and the related notes to the financial statements, which collectively comprise the School's basic financial statements, and have issued our report thereon dated January 25, 2017.

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 opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the School's internal control. Accordingly, we do not express an opinion on the effectiveness of the School's internal control.

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

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

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the School’s financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Rea & Associates, Inc.

Medina, Ohio

January 25, 2017

To the Board of Trustees
Breakthrough Charter Schools:
Cleveland Entrepreneurship Preparatory School - Woodland Hills
9201 Crane Avenue
Cleveland, Ohio 44105

**Independent Auditor's Report on Compliance for Each Major Federal Program and
Report on Internal Control over Compliance Required by Uniform Guidance**

Report on Compliance for Each Major Federal Program

We have audited Breakthrough Charter Schools: Cleveland Entrepreneurship Preparatory School - Woodland Hills, Ohio (the School) compliance with the types of compliance requirements described in the *OMB 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, 2016. The School's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with federal statutes, regulations, and the terms and conditions of its federal awards applicable to its federal programs.

Auditor's 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 the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards and Uniform Guidance 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.

Basis for Qualified Opinion on Twenty First Century

As described in the accompanying schedule of findings and questioned costs, the School did not comply with requirements regarding CFDA 84.287 Twenty First Century as described in finding number 2016-001 for Level of Effort - Maintenance of Effort. Compliance with such requirements is necessary, in our opinion, for the School to comply with the requirements applicable to that program.

Qualified Opinion on Twenty First Century

In our opinion, except for the noncompliance described in the Basis for Qualified Opinion paragraph, the School complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on Twenty First Century for the year ended June 30, 2016.

Other Matters

The School's response to the noncompliance finding identified in our audit is described in the accompanying corrective action plan. The School's response was not subjected to the auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.

Report on Internal Control over Compliance

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 the Uniform Guidance, 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.

Breakthrough Charter Schools: Cleveland Entrepreneurship Preparatory School - Woodland Hills
Independent Auditor's Report on Compliance for Each Major Federal Program and
Report on Internal Control over Compliance Required by Uniform Guidance
Page 3

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 and therefore, material weaknesses or significant deficiencies may exist that were not identified. However, we identified a deficiency in internal control over compliance, as described in the accompanying schedule of findings and questioned costs as item 2016-001, that we consider to be a material weakness.

The School's response to the internal control over compliance finding identified in our audit is described in the accompanying corrective action plan. The School's response was not subjected to the auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.

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 the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Rea & Associates, Inc.

Medina, Ohio

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL -
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Schedule of Expenditures of Federal Awards
For the Fiscal Year Ended June 30, 2016*

Federal Grantor Pass Through Grantor Program Title	Federal CFDA Number	Program Year	Federal Expenditures	Passed Through to Subrecipients
<u>U.S. Department of Agriculture</u>				
<i>Passed Through the Ohio Department of Education</i>				
<i>Children Nutrition Cluster:</i>				
School Breakfast Program	10.553	2016	\$ 45,519	0
National School Lunch Program	10.555	2016	129,997	0
Total Nutrition Cluster			175,516	0
Total U.S. Department of Agriculture			175,516	0
<u>U.S. Department of Education</u>				
<i>Passed Through the Ohio Department of Education</i>				
Title I	84.010	2016	167,524	0
Special Education Grants to States	84.027	2016	60,549	0
Improving Teacher Quality State Grants	84.367	2016	19,306	0
Twenty First Century	84.287	2016	338,431	
<i>Passed through Breakthrough Charter Schools:</i>				
Teacher Incentive Fund	84.374	2016	168,150	0
Total U.S. Department of Education			753,960	0
Total Federal Assistance			\$ 929,476	0

The accompanying notes to this schedule are an integral part of this schedule.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Notes to the Schedule of Expenditures of Federal Awards
2 CFR 200.510(b)(6)
For the Year Ended June 30, 2016*

NOTE A – BASIS OF PRESENTATION

The accompanying Schedule of Expenditures of Federal Awards (the Schedule) includes the federal award activity of Breakthrough Charter Schools: Cleveland Entrepreneurship Preparatory School – Woodland Hills, Cuyahoga County, Ohio (the School) under programs of the federal government for the year ended June 30, 2016. The information on this Schedule is prepared in accordance with the requirements of Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Because the Schedule presents only a selected portion of the operations of the School, it is not intended to and does not present the financial position, changes in net position, or cash flows of the School's basic financial statements.

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Expenditures reported on the Schedule are reported on the cash basis of accounting. Such expenditures are recognized following the cost principles contained in Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, wherein certain types of expenditures may or may not be allowable or may be limited as to reimbursement. The School has elected not to use the 10-percent de minimis indirect cost rate as allowed under the Uniform Guidance.

NOTE C - CHILD NUTRITION CLUSTER

The School commingles cash receipts from the U.S. Department of Agriculture with similar State grants. When reporting expenditures on this Schedule, the School assumes it expends federal monies first.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Schedule of Findings and Questioned Costs
2 CFR § 200.515
June 30, 2016*

1. SUMMARY OF AUDITOR'S RESULTS
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(d) (1) (i)	Type of Financial Statement Opinion	Unmodified
(d) (1) (ii)	Were there any material control weakness conditions reported at the financial statement level (GAGAS)?	No
(d) (1) (ii)	Were there any other significant deficiency conditions reported at the financial statement level (GAGAS)?	No
(d) (1) (iii)	Were there any reported material non-compliance at the financial statement level (GAGAS)?	No
(d) (1) (iv)	Were there any material internal control weakness conditions reported for major federal programs?	Yes
(d) (1) (iv)	Were there any significant deficiencies in internal control reported for major federal programs?	No
(d) (1) (v)	Type of Major Programs' Compliance Opinion	Qualified
(d) (1) (vi)	Are there any reportable findings under 2 CFR § 200.516(a)?	Yes
(d) (1) (vii)	Major Programs (list): Twenty First Century	CFDA # 84.287
(d) (1) (viii)	Dollar Threshold: Type A/B Programs	Type A: > \$750,000 Type B: All others
(d) (1) (ix)	Low Risk Auditee under 2 CFR §200.520?	Yes

2. FINDINGS RELATED TO THE FINANCIAL STATEMENTS REQUIRED TO BE REPORTED IN ACCORDANCE WITH GAGAS

None noted.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Schedule of Findings and Questioned Costs (Continued)
2 CFR § 200.515
June 30, 2016*

3. FINDINGS AND QUESTIONED COSTS FOR FEDERAL AWARDS
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Finding Number: 2016-001 – Material Weakness/Material Non-Compliance – Level of Effort - Maintenance of Effort

Federal Programs: Twenty First Century

CFDA Numbers: 84.287

Federal Award Number/Year: 2016

Federal Agency: U.S. Department of Education

Pass-Through Entity: Ohio Department of Education (ODE)

Criteria: 34 CFR part 299.5 (a) *General.* An Local Education Agency (LEA) receiving funds under an applicable program listed in paragraph (b) of this section may receive its full allocation of funds only if the State Education Agency (SEA) finds that either the combined fiscal effort per student or the aggregate expenditures of State and local funds with respect to the provision of free public education in the LEA for the preceding fiscal year was not less than 90 percent of the combined fiscal effort per student or the aggregate expenditures for the second preceding fiscal year. In Ohio, the SEA prepares the calculation from information provided by the LEA through EMIS. The Office of Federal Programs (OFP) uses the final EMIS Student Reporting Period S (student FTE data) and EMIS Period H (fiscal) data reported by LEAs for the MOE determination.

Condition: During our testing we noted the School was not able to reconcile the Period H reports submitted through EMIS to the accounting ledgers.

Cause: The School did not implement policies and procedures to ensure complete and accurate period H reporting.

Effect: The information submitted through the EMIS system for the Period H reports did not reconcile to the School's accounting ledgers.

Recommendation: We recommend the School establish procedures to ensure complete and accurate Period H reporting.

Management's Response: See corrective action plan.

**BREAKTHROUGH CHARTER SCHOOLS:
CLEVELAND ENTREPRENEURSHIP PREPARATORY SCHOOL –
WOODLAND HILLS
CUYAHOGA COUNTY, OHIO**

*Corrective Action Plan
2 CFR § 200.511(c)
June 30, 2016*

Finding Number	Planned Corrective Action	Anticipated Completion Date	Responsible Contact Person
2016-001	A new firm with significant experience in formatting data according to state specifications was hired to perform the QuickBooks to Period H conversion in fiscal year 2015 and fiscal year 2016. Data is now transferred in a manner that ensures adequate time to review and make necessary corrections prior to EMIS Period H submission.	Completed in fiscal year 2015	Doug Mangen - Treasurer



Dave Yost • Auditor of State

ENTREPRENEURSHIP PREPARATORY SCHOOL – WOODLAND HILLS CAMPUS

CUYAHOGA COUNTY

CLERK'S CERTIFICATION

This is a true and correct copy of the report which is required to be filed in the Office of the Auditor of State pursuant to Section 117.26, Revised Code, and which is filed in Columbus, Ohio.

Susan Babbitt

CLERK OF THE BUREAU

**CERTIFIED
MARCH 14, 2017**