

Foundation Academy
Richland County, Ohio

Audited Financial Statements

For the Fiscal Year Ended
June 30, 2012



Dave Yost • Auditor of State

Board of Trustees
Foundation Academy
1050 Wyandotte Avenue
Mansfield, Ohio 44906

We have reviewed the *Independent Auditor's Report* of the Foundation Academy, Richland County, prepared by Rea & Associates, Inc., for the audit period July 1, 2011 through June 30, 2012. 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 Foundation Academy is responsible for compliance with these laws and regulations.

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

Dave Yost
Auditor of State

February 28, 2013

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**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

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December 27, 2012

To the Board of Trustees
Foundation Academy
Richland County, Ohio
1050 Wyandotte Avenue
Mansfield, Ohio 44906

INDEPENDENT AUDITOR'S REPORT

We have audited the accompanying financial statements of the Foundation Academy, Richland County, Ohio (the Academy), as of and for the year ended June 30, 2012, which collectively comprise the Academy's basic financial statements as listed in the table of contents. These financial statements are the responsibility of the Academy's management. 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Academy, as of June 30, 2012, and the respective changes in financial position and cash flows, for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated December 27, 2012, on our consideration of the Academy's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis information on pages 3 through 7 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Government Accounting Standards Board who considers it to be an essential part of the 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 limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Academy's financial statements. The schedule of expenditures of federal awards, as required by the Office of Management and Budget Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations (Circular A-133) is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated in all material respects in relation to the financial statements as a whole.

Hea & Associates, Inc.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

*MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED JUNE 30, 2012
UNAUDITED*

The discussion and analysis of the Foundation Academy's (the "Academy") financial performance provides an overall review of the Academy's financial activities for the fiscal year ended June 30, 2012. Readers should also review the basic financial statements and notes to enhance their understanding of the Academy's financial performance.

Highlights

The Academy finished its fifth year of operations during fiscal year 2012 serving kindergarten through eighth grade. Enrollment varied during the year but ended with 315 students.

Key highlights for fiscal year 2012 are as follows:

- Net assets increased \$344,816.
- Operating revenues accounted for \$2,267,095 of the total revenues of \$3,107,283.
- Operating expenses accounted for \$2,681,936 of the total expenses of \$2,762,467.
- The Academy had an operating loss of \$414,841 the entirety of which was alleviated by federal and state non-operating grants.

Overview of the Financial Statements

The financial report consists of two parts - management discussion and analysis and the basic financial statements. These statements are organized so the reader can understand the financial position of the academy. Enterprise accounting uses a flow of economic resource measurement focus. With this measurement focus, all assets and all liabilities are included on the statement of net assets. The statement of net assets represents the statement of position of the Academy. The statement of revenues, expenses, and changes in net assets present increases (e.g., revenues) and decreases (e.g. expenses) in net total assets. The statement of cash flows reflects how the academy finances and meets its cash flow needs. Finally, the notes to the basic financial statements provide additional information that is essential to full understanding of the data provided on the basic financial statements.

Financial Analysis of the Academy as a Whole

The Academy is not required to present government-wide financial statements as the Academy is engaged in only business-type activities. Therefore, no condensed financial information derived from the governmental-wide financial statements is included in the discussion and analysis.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

*MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED JUNE 30, 2012
UNAUDITED
(Continued)*

Table 1 provides a summary of Academy's net assets for 2012 and 2011:

Table 1
Net Assets

	2012	2011	Change
<u>Assets:</u>			
Current Assets	\$427,171	\$134,529	\$292,642
Capital Assets	1,423,189	1,372,182	51,007
Total Assets	<u>1,850,360</u>	<u>1,506,711</u>	<u>343,649</u>
<u>Liabilities:</u>			
Current Liabilities	1,084,568	1,026,301	58,267
Long-Term Liabilities	410,882	470,316	(59,434)
	<u>1,495,450</u>	<u>1,496,617</u>	<u>(1,167)</u>
<u>Net Assets:</u>			
Invested in Capital Assets, Net of Related Debt	1,185,702	1,012,582	173,120
Unrestricted	<u>(830,792)</u>	<u>(1,002,488)</u>	<u>171,696</u>
Total Net Assets	<u>\$354,910</u>	<u>\$10,094</u>	<u>\$344,816</u>

Total net assets increased \$344,816. The increase is primarily the result of higher enrollment. The Academy was able to increase in enrollment in fiscal 2012 to 315 from 283 in fiscal 2011. Furthermore, during fiscal 2011, the Academy moved into its new facility (see Note 12). This new facility allows for significant enrollment growth. The capacity of the facility is estimated to be approximately 500 students. Enrollment as of November 2012 was 350.

Based on the analysis that was done at the time the decision was made to open the school, the Board and its management made the decision to make an investment in the future of the children of this community, not based on a plan that was expected to general large economic profits, but rather on a plan that is economically sustainable and that would generate dividends to the community in the form of enhanced opportunities for children and families. Resources for the necessary programs while recovering from the unrestricted net asset deficit have come from delaying payment on invoices from the Academy's management company for certain rent, management services, operating expenses and payroll of Academy staff.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

*MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED JUNE 30, 2012
UNAUDITED
(Continued)*

Table 2 reflects the changes in net assets for fiscal year 2012 and 2011:

Table 2
Change in Net Assets

	2012	2011	Change
<u>Operating Revenues:</u>			
Foundation	\$2,267,077	\$1,873,809	\$393,268
Charges for Services and Miscellaneous	18	20,595	(20,577)
<u>Non-Operating Revenues:</u>			
Federal/State Restricted Grants	840,188	774,400	65,788
Total Revenues	3,107,283	2,668,804	438,479
<u>Operating Expenses:</u>			
Salaries	75,001	0	75,001
Benefits	15,051	0	15,051
Purchased Services	2,261,447	2,283,394	(21,947)
Depreciation	81,177	69,607	11,570
General Supplies	196,189	123,748	72,441
Other Operating Expense	53,071	17,148	35,923
<u>Non-Operating Expenses:</u>			
Interest	80,531	70,828	9,703
Total Expenses	2,762,467	2,564,725	197,742
Total Increase (Decrease) in Net Assets	\$344,816	\$104,079	\$240,737

During fiscal year 2011, the Academy incurred costs related to the move into its new facility and made a significant investment in educational resources and equipment. For fiscal year 2012, the Academy's second full year in its new facility, enrollment increased by 32 students.

Budgeting

Unlike other public schools located in the State of Ohio, community schools are not required to follow budgetary provision set forth in the Ohio Revised Code Chapter 5705, unless specifically provided by the Academy's contract with its sponsor. The contract between the Academy and its sponsor, the Ohio Council of Community Schools, does not prescribe a budgetary process for the Academy.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

*MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED JUNE 30, 2012
UNAUDITED
(Continued)*

Capital Assets and Debt Administration

Capital Assets

At the end of fiscal year 2012, the Academy had \$1,423,189 invested in capital assets (net of accumulated depreciation) for furniture, equipment, computers and building as follows:

	<u>2012</u>	<u>2011</u>	<u>Change</u>
Furniture & Equipment	\$85,151	\$79,593	\$5,558
Computer Equipment	22,314	43,363	(21,049)
Building	1,315,724	991,214	324,510
Construction in Progress	0	258,012	(258,012)
Total Capital Assets, Net	<u>\$1,423,189</u>	<u>\$1,372,182</u>	<u>\$51,007</u>

For further information regarding the Academy's capital assets, refer to Note 6 of the basic financial statements.

Debt

At June 30, 2012, the Academy had \$469,091 of debt outstanding, of which \$58,209 is due within one year. The following table summarizes the Academy's debt outstanding as of June 30, 2012:

Outstanding Debt, at Year End

	<u>2012</u>	<u>2011</u>	<u>Change</u>
Capital Leases Payable	\$7,548	\$22,845	(\$15,297)
Secured Property Notes	229,940	336,754	(106,814)
Installment Note Payable	231,603	263,872	(32,269)
Total	<u>\$469,091</u>	<u>\$623,471</u>	<u>(\$154,380)</u>

For further information regarding the Academy's debt, refer to Note 13 to the basic financial statements.

Economic Factors

Management is not currently aware of any facts, decision or conditions that have occurred that are expected to have a significant effect on the financial position or results of operation.

Operations

Foundation Academy is a nonprofit corporation established pursuant to Ohio Revised Code Chapter 1702. The Academy offers education for Ohio children in grades K-8. The Academy is independent of any school district and is nonsectarian in its programs, admission policies, employment practices, and all other operations. The Academy may lease or acquire facilities as needed and contract for any services necessary for the operation of the Academy.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

*MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED JUNE 30, 2012
UNAUDITED
(Continued)*

Requests for Information

This financial report is designed to provide citizens, taxpayers, investors, and creditors with a general overview of the Academy's finances and to show the Academy's accountability for the money it receives. If you have any question concerning this report, please contact the administrative office of Foundation Academy, 1050 Wyandotte Ave., Mansfield, Ohio 44906.

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FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO

STATEMENT OF NET ASSETS
JUNE 30, 2012

Assets:

Current assets:

Cash and Cash Equivalents	\$	108,633
Account Receivable		5
Intergovernmental Receivable		302,818
Prepaid Expense		15,715
Total current assets		<u>427,171</u>

Noncurrent assets:

Capital Assets, net of Accumulated Depreciation		1,423,189
Total noncurrent assets		<u>1,423,189</u>
Total assets		<u>1,850,360</u>

Liabilities:

Current liabilities:

Accounts Payable, Trade		197,442
Accounts Payable, Related Party		824,869
Accrued Interest		4,048
Current Portion of Long-term Debt		58,209
Total current liabilities		<u>1,084,568</u>

Noncurrent liabilities:

Noncurrent Portion of Long-term Debt		410,882
Total noncurrent liabilities		<u>410,882</u>
Total liabilities		<u>1,495,450</u>

Net Assets

Invested in Capital Assets, Net of Related Debt		1,185,702
Unrestricted Net Assets		(830,792)
Total Net Assets	\$	<u>354,910</u>

See Accompanying Notes to the Basic Financial Statements

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED JUNE 30, 2012**

Operating Revenues:	
Community School Foundation	\$ 2,267,077
Miscellaneous	18
Total Operating Revenues	<u>2,267,095</u>
Operating Expenses:	
Salaries	75,001
Benefits	15,051
Purchased Services	2,261,447
Depreciation	81,177
General Supplies	196,189
Other Operating Expenses	53,071
Total Operating Expenses	<u>2,681,936</u>
Operating Loss	<u>(414,841)</u>
Nonoperating Revenues and (Expenses):	
Federal and State Restricted Grants	840,188
Interest Expense	(80,531)
Net Nonoperating Revenues and (Expenses)	<u>759,657</u>
Change in Net Assets	344,816
Net Assets Beginning of Year	10,094
Net Assets End of Year	<u>\$ 354,910</u>

See Accompanying Notes to the Basic Financial Statements

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2012**

CASH FLOWS FROM OPERATING ACTIVITIES

Foundation Receipts	\$ 2,256,086
Other Operating Receipts	18
Cash Payments to Suppliers for Goods and Services	(2,438,642)
Net Cash Used for Operating Activities	(182,538)

CASH FLOWS FROM INVESTMENT ACTIVITIES

Purchase of Assets	(132,185)
Net Cash Used for Investment Activities	(132,185)

CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES

Short-term Financing Payments	(51,154)
Federal and State Grant Receipts	643,582
Net Cash Provided by Noncapital Financing Activities	592,428

CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES

Note Payable Interest Payments	(28,746)
Note Payable Principal Retirement	(139,083)
Capital Lease Interest Payments	(1,162)
Capital Lease Principal Retirement	(15,297)
Net Cash Used for Capital and Related Financing Activities	(184,288)

Net Increase in Cash and Cash Equivalents	93,417
Cash and Cash Equivalents - Beginning of the Year	15,216
Cash and Cash Equivalents - Ending of the Year	\$ 108,633

Reconciliation of Operating Loss to Net Cash Used for Operating Activities

Operating Loss	\$ (414,841)
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Adjustments to Reconcile Operating Loss to Net Cash Used for Operating Activities

Depreciation	81,177
Changes in assets and liabilities:	
Increase in Receivables	(10,986)
Decrease in Prepaid Expense	8,373
Increase in Accounts Payable, Trade	71,035
Increase in Accounts Payable, Related Party	87,123
Decrease in Deferred Revenue	(4,419)
Net Cash Used for Operating Activities	\$ (182,538)

See Accompanying Notes to the Basic Financial Statements

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**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012**

Note 1 - Description of the School

The Foundation Academy (the "Academy") is a nonprofit corporation established pursuant to Ohio Revised Code Chapter 1702. The Academy offers education for Ohio children in grades K-8. The Academy is independent of any school district and is nonsectarian in its programs, admission policies, employment practices, and all other operations. The Academy may lease or acquire facilities as needed and contract for any services necessary for the operation of the academy.

The Academy was approved for operation pursuant to Ohio Revised Code Chapter 3314 under a contract with Ohio Council of Community Schools (the Sponsor) as designated by the Board of Trustees of the University of Toledo for a period of five academic years commencing on March 7, 2007 and ending June 30, 2012. The contract was subsequently renewed. The Sponsor is responsible for evaluating the performance of the Academy and has the authority to deny renewal of the contract at its expiration or terminate the contract prior to its expiration.

Ohio Revised Code Section 3314.02(E) states in part that the Academy operate under the direction of a Governing Board that consists of not less than five individuals who are not owners or employees, or immediate relatives or owners or employees of any for-profit firm that operates or manages an academy for the Governing Board. The Board is responsible for carrying out the provisions of the contract that include, but are not limited to, state-mandated provision regarding student population, curriculum, academic goals, performance standards, admission standards, and qualification of teachers.

The Academy contracts with Mosaica Education, Inc, for management services including management of personnel and human resources, the program of instruction, marketing data management, purchasing, strategic planning, public relation, financial reporting, recruiting, compliance issues, budgets, contracts, and equipment and facilities.

Note 2 - Summary of Significant Accounting Policies

The financial statements of the Academy have been prepared in conformity with generally accepted accounting principals (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 Academy also applies Financial Accounting Standards Board (FASB) statements and interpretations issued on or before November 30, 1989, provided they do not conflict with or contradict GASB pronouncements. The entity has elected not to apply FASB pronouncements and interpretations issued after November 30, 1989. The more significant of the Academy's accounting policies are described below.

A. Basis of Presentation

The Academy's basic financial statements consist of a statement of net assets; a statement of revenues, expenses, and changes in net assets; and a statement of cash flows. The Academy uses a single enterprise presentation for its financial records. Enterprise reporting focuses on the determination of operating income, changes in net assets, financial position, and cash flows.

B. Measurement Focus

The enterprise activity is accounted for using a flow of economic resources measurement focus. All assets and liabilities associated with the operation of the Academy are included on the statement of net assets. The statement of revenues, expenses, and changes in net assets presents increases (e.g. revenues) and decreases (e.g. expenses) in total net assets. The statement of cash flows reflects how the Academy finances meet its cash flow needs.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 2 - Summary of Significant Accounting Policies (Continued)

C. Basis of Accounting

Basis of accounting determines when transactions are recorded in the financial records and reported on the financial statements. The Academy's 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 on the accrual basis when the exchange takes place. Revenue resulting from nonexchange transactions, in which Academy receives value without directly giving equal value in return, such as grants and entitlements, are recognized in the period in which all eligibility requirements have been satisfied. Eligibility requirements include timing requirements, which specify the period when the resources are required to be used or the period when use is first permitted, matching requirements, in which the Academy must provide local resources to be used for a specified purpose, and expenditure requirements, in which the resources are provided to the Academy on a reimbursement basis. 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 provision set forth in the Ohio Revised Code Chapter 5705, unless specifically provided by the Academy's contract with its sponsor. The contract between the Academy and its sponsor, the Ohio Council of Community Schools, does not prescribe a budgetary process for the Academy.

E. Cash and Cash Equivalents

Cash received by the Academy is reflected as "Cash and Cash Equivalents" on the statement of net assets. The Academy had no investments during the fiscal year ended June 30, 2012.

F. Prepaid Items

The Academy records payments made to vendors for services that will benefit periods beyond June 30, 2012, 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 year in which services are consumed.

G. Capital Assets

The Academy's capital assets during fiscal year 2012 consisted of a building, computers, furniture, and other equipment. All capital assets are capitalized at cost and updated for additions and retirements during the fiscal year. Donated capital assets are recorded at their fair market values as of the date received. The Academy maintains a capitalization threshold of one thousand five hundred dollars. Improvements that enhance value or extend the useful life of the asset are capitalized. 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.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 2 - Summary of Significant Accounting Policies (Continued)

All capital assets, except land and construction in progress, are depreciated. Improvements are depreciated over the remaining useful lives of the related capital assets. Depreciation is computed using the straight-line method over the following useful lives:

<u>Description</u>	<u>Useful Lives</u>
Building	25-50 years
Computers, Furniture and Equipment	5-20 years

H. Net Assets

Net assets represent the difference between assets and liabilities. Net assets are reported as restricted when there are limitations imposed on their use either through the enabling legislation adopted by Academy or through external restrictions imposed by creditors, grantors, or laws or regulations of other governments. The Academy applies restricted resources first when an expense is incurred for purposes for which both restricted and unrestricted net assets are available.

The statement of net assets reports no restricted net assets related to certain unspent federal grant receipts and \$1,185,702 invested in capital assets net of related debt.

I. Operating Revenues and Expenses

Operating revenues are those revenues that are generated directly from the primary activity of the Academy. Operating expenses are necessary costs incurred to provide the service that is the primary activity of the Academy. All revenues and expenses not meeting this definition are reported as non-operating.

J. Estimates

The preparation of financial statements in conformity with generally accepted accounting principles 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.

K. Economic Dependency

The Academy receives approximately 99% of its operating revenue from the Ohio Department of Education. Due to the significance of this revenue source, the Academy is considered to be economically dependent on the State of Ohio Department of Education.

Note 3 – Changes in Accounting Principles

There were no changes in accounting principles implemented during 2012 that would have a material effect on the financial statements.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 4 - Deposits

Custodial credit risk is the risk that, in the event of a bank failure, the Academy's deposits may not be returned. The Academy does not have a deposit policy for custodial credit risk. At June 30, 2012, the book balance was \$108,633, and the bank balance of Academy's deposits was \$197,851. The bank balance was covered by federal depository insurance. There are no significant statutory restrictions regarding the deposit and investment of funds by the nonprofit corporation.

Note 5 – Receivables

At June 30, 2012, the Academy had intergovernmental receivables, in the amount of \$302,818. The receivables are expected to be collected within one year.

	Amount
21st Century Grant	\$ 59,483
Title I A	138,135
Title I School Improvement	55,000
National School Lunch Programs	4,668
Special Education Grants	12,422
Education Jobs Funds	18,490
Race to the Top Grant	3,629
State Foundation Adjustment	10,991
Total Intergovernmental Receivables	\$ 302,818

Note 6 - Capital Assets

Capital asset activity for the fiscal year ended June 30, 2012, was as follows:

CAPITAL ASSETS, NOT DEPRECIATED

	Balance June 30, 2011	Additions	Deletions	Balance June 30, 2012
Land	\$41,500	\$0	\$0	\$41,500
Construction in Progress	196,527	132,184	(328,711)	0
TOTAL CAPITAL ASSETS NOT DEPRECIATED	238,027	132,184	(328,711)	41,500

CAPITAL ASSETS BEING DEPRECIATED

Furniture & Equipment	105,371	17,400	0	122,771
Computer Technology	105,246	0	0	105,246
Building	1,060,570	311,311	0	1,371,881
TOTAL CAPITAL ASSETS BEING DEPRECIATED	1,271,187	328,711	0	1,599,898

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 6 - Capital Assets (Continued)

	Balance			Balance
	June 30, 2011	Additions	Deletions	June 30, 2012
LESS ACCUMULATED DEPRECIATION				
Furniture & Equipment	(25,778)	(11,842)	0	(37,620)
Computer Technology	(61,883)	(21,049)	0	(82,932)
Building	(49,371)	(48,286)	0	(97,657)
TOTAL ACCUMULATED DEPRECIATION	(137,032)	(81,177)	0	(218,209)
TOTAL CAPITAL ASSETS DEPRECIATED, NET	1,134,155	247,534	0	1,381,689
TOTAL CAPITAL ASSETS, NET	\$1,372,182	379,719	\$(328,711)	\$1,423,189

Aside from miscellaneous furniture and technology purchases during fiscal 2012, the Academy invested \$132,184 in building improvements. As the improvement project was completed during fiscal 2012, the investment was reclassified from Construction in Progress to the appropriate asset grouping and depreciation was started.

Note 7 - Risk Management

The Academy 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. During fiscal year 2012, the Academy contracted with Pashley Insurance Agency to provide insurance coverage with the Hanover Insurance Companies.

General Liability:	
Each Occurrence	\$1,000,000
Aggregate Limit	2,000,000
Products - Completed Operations Aggregate Limit	2,000,000
Medical Expense Limit - Any One Person/Occurrence	15,000
Damage to Rented Premises - Each Occurrence	500,000
Personal and Advertising Injury	1,000,000
Automobile Liability:	
Combined Single Limit	1,000,000
Building 3,	118,000
Business Personal Property	300,000
Excess/Umbrella Liability:	
Each Occurrence	5,000,000
Aggregate Limit	5,000,000

Settled claims have not exceeded this commercial coverage, in the prior three years, nor has there been a significant reduction in insurance coverage from the prior year.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 8 – Purchased Services

For the fiscal year ended June 30, 2012, purchased service expenses were as follows:

Purchased Services	<u>Amount</u>
Personnel Services	\$1,516,854
Staff and Administrative Services	413,373
Building Services	94,300
Food Services	129,794
Sponsor Services	44,991
Professional Services	20,892
Student Services	25,551
Advertising	<u>15,692</u>
Total	<u><u>\$2,261,447</u></u>

Note 9 - Defined Benefit Pension Plans

The Academy has contracted with Mosaica Education, Inc. to provide employee services. However, these contracted services do not relieve the Academy of the obligation for remitting pension contributions. The retirement systems consider the School as the Employer-of-Record and the Academy is ultimately responsible for remitting retirement contributions to each of the systems noted below.

A. School Employees Retirement System

Plan Description - The Academy contributes to the School Employees Retirement System (SERS), a cost-sharing multiple-employer pension plan. 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 state statute per Chapter 3309 of the Ohio Revised Code. SERS issues a publicly available, stand-alone financial report that includes financial statements and required supplementary information. That report can be obtained on SERS' website at www.ohsers.org under **Employers/Audit Resources**.

Funding Policy - Plan members are required to contribute 10 percent of their annual covered salary and the Academy is required to contribute 14 percent of annual covered payroll. The contribution requirements of plan members and employers are established and may be amended, up to statutory maximum amounts, by the SERS' Retirement Board, The Retirement Board acting with the advice of the actuary, allocates the employer contribution rate among four of the funds (Pension Trust Fund, Death Benefit Fund, Medicare B Fund, and Health Care Fund) of the System. For fiscal year ending June 30, 2012, the allocation to pension and death benefits is 12.7 percent. The remaining 1.3 percent of the 14 percent employer contribution rate is allocated to the Health Care and Medicare B Funds. The Academy's contributions to SERS for the years ended June 30, 2012, 2011 and 2010 were \$39,068 \$47,299 and \$31,146, respectively; which equaled the required contributions each year.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 9 – Defined Benefit Pension Plans (Continued)

B. State Teachers Retirement System

The Academy contributes to the State Teachers Retirement System of Ohio (STRS Ohio), a cost-sharing, multiple-employer public employee retirement system. STRS Ohio issues a stand-alone financial report. Copies of the STRS Ohio's 2012 Comprehensive Annual Financial Report can be requested in writing to STRS Ohio, 275 E Broad St, Columbus, OH 43215-3771, by calling toll-free 1-888-227-7877, or visiting the STRS Ohio website at www.strsoh.org.

STRS Ohio is a statewide retirement plan for licensed teachers and other faculty members employed in the public schools of Ohio or any school, community school, college, university, institution or other agency controlled, managed and supported, in whole or in part, by the state of any political subdivision thereof.

Plan Options - New members have a choice of three retirement plan options. In addition to the Defined Benefit (DB) Plan, new members are offered a Defined Contribution (DC) Plan and a Combined Plan. The DC Plan allows members to allocate all their member contributions and employer contributions equal to 10.5 percent of earned compensation among various investment choices. The Combined Plan offers features of the DC Plan and the DB Plan. In the Combined Plan, member contributions are allocated to investment choices by the member, and employer contributions are used to fund a defined benefit payment at a reduced level from the regular DB Plan. Contributions into the DC Plan and the Combined Plan are credited to member accounts as employers submit their payroll information to STRS Ohio, generally on a biweekly basis. DC and Combined Plan members will transfer to the DB Plan during their fifth year of membership unless they permanently select the DC or Combined Plan.

DB Plan Benefits – Plan benefits are established under Chapter 3307 of the Revised Code. Any member may retire who has (i) five years of service credit and attained age 60; (ii) 25 years of service credit and attained age 55; (iii) 30 years of service credit regardless of age. The annual retirement allowance, payable for life, is the greater of the “formula benefit” or the “money-purchase benefit” calculation. Under the “formula benefit”, the retirement allowance is based on years of credited service and final average salary, which is the average of the member's three highest salary years. The annual allowance is calculated by using a base percentage of 2.2 percent multiplied by the total number of years of service credit (including Ohio-value purchased credit) times the final average salary. The 31st year of earned Ohio service credit is calculated at 2.5 percent. An additional one-tenth of a percent is added to the calculation for every year of Ohio service over 31 years (2.6 percent for 32 years, 2.7 percent for 33 years and so on) until 100 percent of final average salary is reached. For members with 35 or more years of Ohio contributing service, the first 30 years will be calculated at 2.5 percent instead of 2.2 percent. Under the “money-purchase benefit” calculation, a member's lifetime contributions plus interest at specified rates are matched by an equal amount from other STRS Ohio funds. This total is then divided by an actuarially determined annuity factor to determine the maximum annual retirement allowance.

DC Plan Benefits – Benefits are established under Sections 3307.80 and 3307.89 of the Revised Code. For members who select the DC Plan, all member contributions and employer contributions at a rate of 10.5 percent are placed in an investment account. The member determines how to allocate the member and employer money among various investment choices. 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. Employer contributions into members' accounts are vested for the first anniversary of the first day of paid service. Members in the DC Plan who become disabled are entitled only to their account balances. If a member dies before retirement benefits begin, the member's designated beneficiary is entitled to receive the member's account balance.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 9 – Defined Benefit Pension Plans (Continued)

B. State Teachers Retirement System

Combined Plan Benefits – Member contributions are allocated by the member, and employer contributions are used to fund a defined benefit payment. A member's defined benefit is determined by multiplying 1 percent of the member's final average salary by the member's years of service credit. The defined benefit portion of the Combined Plan payment is payable to a members on or after age 60. The defined contributions portion of the account may be taken as a lump sum or converted to a lifetime monthly annuity at age 50.

The DB and Combined Plans offer access to health care coverage to eligible retirees who participated in the plans and their eligible dependents. Coverage under the current program includes hospitalization, physicians' fees, prescription drugs and partial reimbursement of monthly Medicare Part B premiums. By Ohio law, health care benefits are not guaranteed.

A DB or Combined Plan member with five or more years' credited service who becomes disabled may qualify for a disability benefit. Eligible spouses and dependents of members who die before retirement may qualify for survivor benefits. A death benefit of \$1,000 is payable to the beneficiary of each deceased retired member who participated in the DB Plan. Death benefit coverage up to \$2,000 can be purchased by participants in the DB, DC, or Combined Plans. Various other benefits are available to members' beneficiaries.

Funding Policy – Chapter 3307 of the Revised Code provides statutory authority for members and employer contributions. Contribution rates are established by the State Teachers Retirement Board, upon recommendation of its consulting actuary, not to exceed statutory maximum rates of 10 percent for members and 14 percent for employers.

Contribution requirements and the contributions actually made for the fiscal year ended June 30, 2012, were 10 percent of covered payroll for members and 14 percent for employers. Employer contributions actually paid should be disclosed in both dollar amounts and as a percentage of the employer's covered payroll for the current year and the two preceding years. Member and employer contributions actually made for DC and Combined Plan participants will be provided upon written request.

The Academy required contributions for pension obligations to STRS Ohio for the fiscal years ended June 30, 2012, 2011, 2010 were \$103,994, \$98,418 and \$88,153 respectively; 100 percent has been contributed for fiscal years 2012, 2011 and 2010, respectively. Contributions to the DC and Combined Plans for fiscal year 2012 were made by the Academy.

C. Social Security System

Effective July 1, 1991, all employees not otherwise covered by the School Employees Retirement System or the State Teachers Retirement System of Ohio have an option to choose Social Security or the School Retirement System. As of June 30, 2012, none of the members of the Board of Education has elected Social Security. The contribution rate is 6.2 percent of wages.

Note 10 - Postemployment Benefits

A. School Employee Retirement System

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

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 10 – Postemployment Benefits (Continued)

Medicare Part B Plan

The Medicare Part B plan reimburses Medicare Part B premiums paid by eligible retirees and beneficiaries as set forth in Ohio Revised Code (ORC) 3309.69. Qualified benefit recipients who pay Medicare Part B premiums may apply for and receive a monthly reimbursement from SERS. The reimbursement amount is limited by statute to the lesser of the January 1, 1999 Medicare Part B premium of the current premium. The Medicare Part B monthly premium for calendar year 2012 was \$99 for most participants, but could be as high as \$369.10 per month depending on their income. SERS' reimbursement to retirees was \$45.50.

The Retirement Board, acting with the advice of the actuary, allocates a portion of the current employer contribution rate to the Medicare Part B Fund. For fiscal year 2012, the actuarially required allocation is .75 percent. The Academy's contributions for the years ended June 30, 2012, 2011, and 2010 were \$2,307, \$2,793 and \$1,858, respectively, which equaled the required contributions each year.

Health Care Plan

ORC 3309.375 and 3309.69 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.

The ORC provides the statutory authority to fund SERS' postemployment benefits through employer contributions. Active members do not make contributions to the postemployment benefit plans.

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 benefits, the Retirement Board allocates the remainder of the employer 14 percent contribution to Health Care Fund. For the year ended June 30, 2012, the health care allocation is .55 percent. An additional health care surcharge on employers is collected for employees earning less than an actuarially determined minimum compensation amount, pro-rated according to service credit earned. State law provides that no employer shall pay a health care surcharge greater than 2 percent of that employer's SERS-covered payroll; nor may SERS collect in aggregate more than 1.5 percent of the total statewide SERS-covered payroll for the health care surcharge. For fiscal year 2012, the minimum compensation level was established at \$35,800. The surcharge, added to the unallocated portion of the 14% employer contribution rate is the total amount assigned to the Health Care Fund. The Academy's contributions assigned to health care for the years ended June 30, 2012, 2011, and 2010 were \$1,692, \$2,048 and \$1,222, respectively.

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 and Medicare Part B plans are included in its Comprehensive Annual Financial Report. The report can be obtained on SERS' website at www.ohsers.org under Employers/Audit Resources.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 10 – Postemployment Benefits (Continued)

B. State Teachers Retirement System

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 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 associate health care costs will be absorbed by STRS Ohio. All benefit recipients, 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 percent employer contribution rate, 1 percent of covered payroll was allocated to post-employment health care for the years ended June 30, 2012, 2011, and 2010. The 14 percent employer contribution rate is the maximum rate established under Ohio law.

The Academy's contributions for health care for the fiscal years ended June 30, 2012, 2011, and 2010 were \$8,384, \$7,571 and \$6,781, respectively; 100 percent has been contributed for fiscal years 2012, 2011 and 2010, respectively.

Note 11 - Contingencies

A. Grants

The Academy received financial assistance from federal and state agencies in the form of grants. The disbursement 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 of the Academy. However, in the opinion of management, any such disallowed claims will not have a material adverse effect on the overall financial position of the Academy at June 30, 2012.

B. Ohio Department of Education Enrollment Review

The Ohio Department of Education (ODE) conducts reviews of enrollment data and full-time equivalency (FTE) calculations made by community schools. These reviews are conducted to ensure the Academy is reporting accurate student enrollment data to the State, upon which state foundation funding is calculated. As a result of a recent review, it was determined that the Academy was under funded during fiscal 2012 by \$10,991. The amount was recognized as an intergovernmental receivable on the June 30, 2012 Balance Sheet.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 11 – Contingencies (Continued)

C. Auditor of State Review

The Auditor of State is currently performing a statewide review of supporting documentation for student attendance data reported to the Ohio Department of Education. The results of this review are still pending and will be reported separately to the Ohio Department of Education at a later date.

Note 12 – Building

In December 2009, the Academy acquired a building for \$299,924 (inclusive of closing and loan fees). Subsequently, the Academy invested \$740,661 in building improvements. The building went into service in April 2010. During fiscal 2011 and 2012, the Academy invested \$390,196 to add seven classrooms to accommodate its growing student population. These additional seven classrooms were put into service for the 2011-2012 school year. The facility's student capacity is approximately 500 students.

Note 13 – Long-Term Obligations

Changes in the Academy's long-term obligations during fiscal year 2012 were as follows:

	Balance 6/30/2011	Additions	Principal Payments	Balance 6/30/2012	Amount Due Within One Year
Capital Leases Payable	\$ 22,845	\$ -	\$ (15,297)	\$ 7,548	\$ 7,548
Note Payable - Property	250,669	-	(20,729)	229,940	22,228
Note Payable - Renovation	86,086	-	(86,086)	-	-
Installment Note Payable	263,871	-	(32,268)	231,603	28,433
Total Debt	\$ 623,471	\$ -	\$ (154,380)	\$ 469,091	\$ 58,209

Note Payable - Property

In December 2009, the Academy executed a secured promissory note in the amount of \$270,000. The proceeds were used to acquire a building for use as a school facility. The note bears interest at 7% per annum and matures in July 2018. Commencing July 2010, the loan will be repaid in 33 equal quarterly installments of \$9,459.75. The loan may be prepaid at any time without penalty. The building collateralizes the loan. Interest expense incurred on this note during fiscal 2012 was \$16,745.

Note Payable – Renovation

In April 2010, the Academy entered into a \$175,000 credit facility with a lending institution. Borrowings under the facility are to be used for renovations to the Academy's new building. The facility bears interest at 6% per annum and matures on June 30, 2012. The facility is interest only during the draw period (up to six months) with monthly principal and interest payments thereafter. Commencing July 2010, the loan will be repaid in 24 equal monthly installments of \$7,639.48. The building collateralizes the loan. Interest expense incurred on this note during fiscal 2012 was \$5,177.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 13 – Long-Term Obligations (Continued)

Installment Note Payable

In January 2010, the Academy executed a \$300,000 promissory note to reimburse Mosaica Education, Inc., a related party, (see Note 16) for organizational and development costs incurred by Mosaica during the pre-opening phase of the Academy. The note bears interest at 2.5% and matures in December 2019. The note is to be repaid in 120 equal installments of \$2,825 commencing January 2010. The note is unsecured. Interest expense incurred on this note in fiscal 2012 was \$6,824.

Balance June 30	Note Payable on Property	Installment Note Payable
2013	\$37,839	\$33,900
2014	37,839	33,900
2015	37,839	33,900
2016	37,839	33,900
2017	37,839	33,900
2018-2020	94,598	84,748
Interest	(53,851)	(22,645)
Total Principal	\$229,940	\$231,603

Note 14 – Capital Lease-Lessee Disclosure

The Academy has entered into capitalized lease for the use of furniture and equipment. The lease meets the criteria of a capital lease as defined by Statement of Financial Accounting Standards No. 13, "Accounting for Leases", which defines a capital lease generally as one which transfers benefits and risk of ownership to the lessee. The lease was capitalized in the amount of \$62,858 based on the present value of future minimum lease payments at the lease inception in 2008.

The following is a schedule of the future long-term minimum lease payments required under the capital lease and the present value of the minimum lease payments as of June 30, 2012:

Capital Lease		
Fiscal Year Ending June 30	Principal	Interest
2013	7,548	188

Note 15 –Tax Exempt Status.

The Academy has filed for its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2012
(Continued)**

Note 16 – Related Party Transactions/Management Company

The Academy contracts with Mosaica Education, Inc. for variety of services including management of personnel and human resources, board relations, financial management, marketing, technology services, the program of instruction, purchasing, strategic planning, public relations, financial reporting, recruiting, compliance issues, budgets, contracts, and equipment and facilities. Financial management services include, but are not limited to, financial statement, budget preparation, accounts payable, and payroll preparation.

Per the management agreement with the Academy, Mosaica Education, Inc. is entitled to a management fee that is equivalent to 12.5% of Academy's foundation and federal revenue, excluding amounts related to student lunch and breakfasts. The management fee for fiscal year 2012 was \$362,029.

Also, per the management agreement there are expenses that will be billed back to the Academy based on the actual cost incurred for the Academy by Mosaica Education, Inc. These expenses include salaries and other costs related to providing educational and administrative services. The total expenses billed by Mosaica Education, Inc during fiscal year 2012 were \$1,136,573.

At June 30, 2012, the Academy had payables to Mosaica Education, Inc. in the amount of \$824,869. The following is a schedule of payables to Mosaica Education, Inc.

	<u>Amount</u>
Payroll	\$546,616
Management Fees	253,421
Finance Charges	17,889
Miscellaneous	<u>6,943</u>
Total June 30, 2012	<u><u>\$824,869</u></u>

Note 17 – Sponsor

The Academy was approved for operation under a contract with the Ohio Council of Community Schools (the Sponsor) for a period of five academic years continuing through June 30, 2012. As part of this contract, the Sponsor is entitled to a maximum of three percent of Foundation revenues. There is a reduction in the fee as enrollment among all schools sponsored by the Ohio Council of Community Schools and managed by Mosaica Education, Inc. reaches certain benchmarks. During 2012 the fee was 2%. Total amount due and paid for fiscal year 2012 was \$44,991.

December 27, 2012

To the Board of Trustees
Foundation Academy
Richland County, Ohio
1050 Wyandotte Avenue
Mansfield, Ohio 44906

**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 the financial statements of the Foundation Academy, Richland County, Ohio (the Academy) as of and for the year ended June 30, 2012, and have issued our report thereon dated December 27, 2012. 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.

Internal Control Over Financial Reporting

Management of the Academy is responsible for establishing and maintaining effective internal control over financial reporting. In planning and performing our audit, we considered the Academy's internal control over financial reporting as a basis for designing our audit procedures 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 Academy's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Academy's internal control over financial reporting.

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

Our consideration of internal control over financial reporting 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 financial reporting that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider material weaknesses, as defined above.

Foundation Academy
Richland County, Ohio
Independent Auditors Report on Internal Control Over
Financial Reporting and on Compliance and Other
Matters Based on an Audit of Financial Statements
Performed in Accordance with *Government Auditing Standards*
Page 2

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Academy's financial statements are free of 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*.

This report is intended solely for the information and use of the Board of Trustees, federal awarding agencies and pass through agencies, management, and the Academy's sponsor, and is not intended to be and should not be used by anyone other than those specified parties

Rea & Associates, Inc.

December 27, 2012

To the Board of Trustees
Foundation Academy
Richland County, Ohio
1050 Wyandotte Avenue
Mansfield, Ohio 44906

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

Compliance

We have audited the compliance of the Foundation Academy, Richland County, Ohio (the Academy) with the types of compliance requirements described in the U.S. Office of Management and Budget (OMB) *Circular A-133 Compliance Supplement* that could have a direct and material effect on its major federal program for the year ended June 30, 2012. The Academy's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs. Compliance with the requirements of laws, regulations, contracts, and grants applicable to its major federal programs is the responsibility of the Academy's management. Our responsibility is to express an opinion on the Academy's compliance based on our audit.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the Academy'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. Our audit does not provide a legal determination of the Academy's compliance with those requirements.

In our opinion, the Academy complied, in all material respects, with the requirements referred to above that could have a direct and material effect on its major federal programs for the year ended June 30, 2012.

Internal Control Over Compliance

Management of the Academy is responsible for establishing and maintaining effective internal control over compliance with requirements of laws, regulations, contracts, and grants applicable to federal programs. In planning and performing our audit, we considered the Academy's internal control over compliance with requirements that could have a direct and material effect on a major federal program in order to determine our auditing procedures for the purpose of expressing our opinion on compliance and to test and report on internal control over compliance in accordance with OMB circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance.

Foundation Academy
Richland County, Ohio
Independent Auditor's Report on Compliance with
Requirements That Could Have a Direct and Material
Effect on Each Major Program and Internal Control Over
Compliance in Accordance with OMB Circular A-133
Page 2

Accordingly, we do not express an opinion on the effectiveness of the Academy'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.

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 deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above.

This report is intended solely for the information and use of the Board of Trustees, federal awarding agencies and pass-through agencies, management and the Academy's sponsor, and is not intended to be and should not be used by anyone other than these specific parties.

Hea & Associates, Inc.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED JUNE 30, 2012**

Federal Grantor/ Pass-Through Grantor/ Program Title	CFDA #	Grant Year	Revenues	Expenses
U. S. Department of Education				
<i>Passed Through Ohio Department of Education:</i>				
Title I	84.010	2012	\$ 325,679	\$ 325,679
Special Education IDEA Part B	84.027	2012	61,018	61,018
Safe and Drug-Free Schools and Communities	84.186	2012	9,000	9,000
Twenty-First Century Community Learning Centers	84.287	2012	136,164	136,164
Title II-A Improving Teacher Quality	84.367	2012	3,613	3,613
ARRA - Race to the Top	84.395	2012	3,629	3,629
Ed Jobs	84.410	2012	90,052	90,052
<i>Total U.S. Department of Education</i>			<u>629,155</u>	<u>629,155</u>
U. S. Department of Agriculture				
<i>Passed Through the Ohio Department of Education:</i>				
<i>Child Nutrition Cluster:</i>				
<i>Cash Assistance:</i>				
School Breakfast Program	10.553	2012	52,630	52,630
National School Lunch Program (B)	10.555	2012	146,778	146,778
<i>Total Child Nutrition Cluster</i>			<u>199,408</u>	<u>199,408</u>
<i>Total U.S. Department of Agriculture</i>			<u>199,408</u>	<u>199,408</u>
TOTAL FEDERAL FINANCIAL ASSISTANCE			<u>\$ 828,563</u>	<u>\$ 828,563</u>

The accompanying notes are an integral part of this schedule.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO
NOTES TO THE SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED JUNE 30, 2012**

NOTE A - SIGNIFICANT ACCOUNTING POLICIES

The accompanying Schedule of Expenditures of Federal Awards summarizes activity of the School's federal awards programs. This schedule has been prepared using the full accrual basis of accounting.

NOTE B - CHILD NUTRITION CLUSTER

Cash receipts from the U.S. Department of Agriculture are commingled with State grants. It is assumed federal monies are expended first. Food Distribution Program nonmonetary assistance is reported in the schedule of expenditures of federal awards at the entitlement value of the commodities received and disbursed.

NOTE C - TRANSFERS

Education (ODE) approval, a School can transfer (carryover) unspent Federal assistance to the succeeding year, thus allowing the School a total of 27 months to spend the assistance. There were no transfers of federal funds from fiscal year 2011 to fiscal year 2012.

**FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO**

**SCHEDULE OF FINDINGS AND QUESTIONED COSTS
OMB CIRCULAR A-133 , SECTION .505
FOR THE YEAR ENDED JUNE 30, 2012**

1. SUMMARY OF AUDITOR'S RESULTS
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(d) (1) (i)	Type of Financial Statement Opinion	Unqualified
(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 deficiencies in internal control reported at the financial statement level (GAGAS)?	No
(d) (1) (iii)	Was 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?	No
(d) (1) (iv)	Were there any other significant deficiencies in internal control reported for major federal programs?	No
(d) (1) (v)	Type of Major Programs' Compliance Opinion	Unqualified
(d) (1) (vi)	Are there any reportable findings under Section .510?	No
(d) (1) (vii)	Major Programs (list): Ed Jobs Grant Title I Grant	CFDA# 84.410 84.010
(d) (1) (viii)	Dollar Threshold: Type A/B Programs	Type A: > \$300,000 Type B: All others
(d) (1) (ix)	Low Risk Auditee?	No

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

None were noted.

3. FINDINGS AND QUESTIONED COSTS FOR FEDERAL AWARDS
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None were noted.

FOUNDATION ACADEMY
RICHLAND COUNTY, OHIO

SCHEDULE OF PRIOR AUDIT FINDINGS
JUNE 30, 2012

Finding Number	Finding Summary	Fully Corrected?	Not Corrected, Partially Corrected; Significantly Different Corrective Action Taken; or Finding No Longer Valid; Explain
2011-001	Noncompliance - Failure to file the A-133 Reporting Package in a timely manner.	No	Audit reports will be filed to the Auditor of State of Ohio by 12/31/12 and Management agrees to certify the reports within 30 days.

December 27, 2012

Foundation Academy
Richland County, Ohio
1050 Wyandotte Avenue
Mansfield, Ohio 44906

INDEPENDENT ACCOUNTANT’S REPORT ON APPLYING AGREED UPON PROCEDURES

To the Board of Trustees:

Ohio Rev. Code Section 117.53 states “the auditor of state shall identify whether the school district or community school has adopted an anti-harassment policy in accordance with Section 3313.666 of the Revised Code. This determination shall be recorded in the audit report. The auditor of state shall not prescribe the content or operation of any anti-harassment policy adopted by a school district or community school.”

Accordingly, we have performed the procedure enumerated below, which was agreed to by the Board, solely to assist the Board in evaluating whether the Foundation Academy, Richland County, Ohio (the Academy) has updated its anti-harassment policy in accordance with Ohio Rev. Code Section 3313.666. Management is responsible for complying with this requirement. This agreed-upon procedure engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of this procedure is solely the responsibility of the Board. Consequently; we make no representation regarding the sufficiency of the procedure described below either for the purpose for which this report has been requested or for any other purpose.

1. We noted the Board amended its anti-harassment policy at its meeting on April 9, 2012, to include violence within a dating relationship within its definition of harassment, intimidation or bullying.

We were not engaged to and did not conduct an examination, the objective of which would be the expression of an opinion on compliance with the anti-harassment policy. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the Board of Trustees and Sponsor, and is not intended to be and should not be used by anyone other than these specified parties.

Rea & Associates, Inc.



Dave Yost • Auditor of State

FOUNDATION ACADEMY

RICHLAND 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, 2013**