

A. W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

**FINANCIAL STATEMENTS
AND SUPPLEMENTARY INFORMATION**

FOR THE YEAR ENDED AUGUST 31, 2014

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A. W. BROWN FELLOWSHIP LEADERSHIP ACADEMY
057-816

(Federal Employer Identification Number: 75-2742162)

CERTIFICATE OF BOARD

August 31, 2014

We, the undersigned, certify that the attached Annual Financial and Compliance Report of A.W. Brown Fellowship Leadership Academy was reviewed and X approved _____ disapproved for the year ended August 31, 2014, at a meeting of the governing body of said charter school on the 15 day of JANUARY, 2015.


Signature of Board Secretary VICE President


Signature of Board President

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INDEPENDENT AUDITOR'S REPORT

To The Board of Directors of
A.W. Brown Fellowship Leadership Academy
Dallas, Texas

Report on the Financial Statements

We have audited the accompanying financial statements of A.W. Brown Fellowship Leadership Academy (a nonprofit organization), which comprise the statement of financial position as of August 31, 2014, and the related statements of activities, and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our 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 A.W. Brown Fellowship Leadership Academy as of August 31, 2014, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

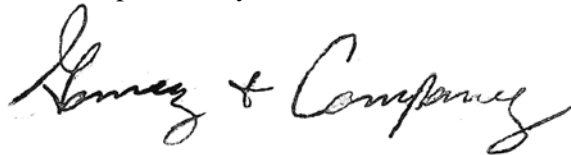
Other Matters

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying schedule of expenditures of federal awards, as required by Office of Management and Budget Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*, is presented for purposes of additional analysis and is not a required part of the 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 information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated January 15, 2015, on our consideration of A.W. Brown Fellowship Leadership Academy'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 A.W. Brown Fellowship Leadership Academy's internal control over financial reporting and compliance.

A handwritten signature in cursive script that reads "Loney & Company". The signature is written in dark ink and is positioned above the printed text of the firm's name and location.

Houston, TX
January 15, 2015

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

STATEMENT OF FINANCIAL POSITION

AUGUST 31, 2014

ASSETS

	2014
Current Assets:	
Cash and cash equivalents	\$ 2,662,102
Investments	4,424,894
Amounts due from state	1,631,639
Other receivables	2,414
Prepaid expenses	152,703
Total Current Assets:	<u>8,873,752</u>
Property & Equipment:	
Land	4,750,888
Buildings and improvements	22,916,858
Furniture and equipment	<u>2,766,754</u>
	30,434,500
Less: Accumulated depreciation	<u>(5,917,747)</u>
	<u>24,516,753</u>
Other Assets:	
Restricted cash - bond trustee	2,333,262
Debt issuance costs (net of amortization)	<u>878,524</u>
Total Other Assets:	<u>3,211,786</u>
Total Assets	<u><u>\$ 36,602,291</u></u>

LIABILITIES AND NET ASSETS

Current Liabilities:	
Accounts payable	\$ 342,655
Interest payable	69,155
Accrued payroll liabilities	329,813
Accrued compensated absences	128,010
Current portion of long-term debt	<u>1,169,869</u>
Total Current Liabilities	<u>2,039,502</u>
Long-term debt	<u>27,652,979</u>
Total Liabilities	<u>29,692,481</u>
Net Assets:	
Unrestricted	713,627
Temporarily Restricted	<u>6,196,183</u>
Total Net Assets	<u>6,909,810</u>
Total Liabilities and Net Assets	<u><u>\$ 36,602,291</u></u>

See accompanying notes to financial statements.

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

STATEMENT OF ACTIVITIES

FOR THE YEAR ENDED AUGUST 31, 2014

	Unrestricted	Temporarily Restricted	Total
REVENUES			
Local Support:			
5740 Other Revenues from Local Sources	\$ 383,656	\$ 78,371	\$ 462,027
5750 Revenues from Cocurricular Activities	65,314	81,756	147,070
Total Local Support	<u>448,970</u>	<u>160,127</u>	<u>609,097</u>
State Program Revenues			
5810 Foundation School Program Act Revenues		14,121,832	14,121,832
5820 State Program Revenues Distributed by			
Texas Education Agency		42,396	42,396
Total State Program Revenues	<u> </u>	<u>14,164,228</u>	<u>14,164,228</u>
Federal Program Revenues:			
5910 Federal Revenues Distributed by			
Education Service Center		448,007	448,007
5920 Federal Revenues Distributed by			
Texas Education Agency		1,324,941	1,324,941
5940 Federal Revenues Distributed Directly			
From the Federal Government		204,000	204,000
Total Federal Program Revenues	<u> </u>	<u>1,976,948</u>	<u>1,976,948</u>
Net assets released from restrictions:			
Restrictions satisfied by payments	<u>16,486,456</u>	<u>(16,486,456)</u>	
Total Revenues	<u>16,935,426</u>	<u>(185,153)</u>	<u>16,750,273</u>
EXPENSES			
11 Instruction	9,399,682		9,399,682
13 Curriculum Development and Instructional			
Staff Development	186,024		186,024
21 Instructional Leadership	135,088		135,088
23 School Leadership	420,396		420,396
31 Guidance, Counseling, and Evaluation	134,232		134,232
33 Health Services	53,488		53,488
34 Student (Pupil) Transportation	38,640		38,640
35 Food Services	1,429,077		1,429,077
36 Cocurricular/Extracurricular Activities	221,667		221,667
41 General Administration	1,136,359		1,136,359
51 Plant Maintenance and Operations	1,652,431		1,652,431
52 Security and Monitoring Services	225,640		225,640
53 Data Processing Services	294,822		294,822
71 Debt Services	1,607,880		1,607,880
Total Expenses	<u>16,935,426</u>		<u>16,935,426</u>
Change in Net Assets		<u>(185,153)</u>	<u>(185,153)</u>
Net Assets, Beginning of Year, as Restated	<u>713,627</u>	<u>6,381,336</u>	<u>7,094,963</u>
Net Assets, End of Year	<u>\$ 713,627</u>	<u>\$ 6,196,183</u>	<u>\$6,909,810</u>

See accompanying notes to financial statements.

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED AUGUST 31, 2014

Cash Flows from Operating Activities	
Increase (Decrease) in Net Assets	\$ (185,153)
Adjustments to Reconcile Increase (Decrease) in Net Assets to net Cash Provided (Used) by Operating Activities	
Depreciation and Amortization	1,157,834
(Increase) Decrease in Grants Receivables	177,469
(Increase) Decrease in Other Receivables	117
(Increase) Decrease in Prepaid Expenses	(50,908)
Increase (Decrease) in Accounts Payable	(38,172)
Increase (Decrease) in Retainage Payable	(219,065)
Increase (Decrease) in Interest Payable	1,152
Increase (Decrease) in Accrued Payroll Liabilities	163,598
Increase (Decrease) in Compensated Absences	<u>(38,837)</u>
Total Adjustments	<u>1,153,188</u>
Net Cash Provided (Used) by Operating Activities	<u>968,035</u>
Cash Flows from Investing Activities	
Proceeds from Disposal of Securities	118,053
Purchase of Fixed Assets	<u>(222,033)</u>
Net Cash Provided (Used) by Investing Activities	<u>(103,980)</u>
Cash Flows from Financing Activities	
Proceeds from Debt	660,624
Proceeds from Restricted Cash - Bond Trustee	242,436
Repayment of Debt	<u>(641,111)</u>
Net Cash Provided (Used) by Financing Activities	<u>261,949</u>
NET INCREASE (DECREASE) IN CASH	1,126,004
CASH AT BEGINNING OF YEAR	<u>1,536,098</u>
CASH AT END OF YEAR	<u>\$ 2,662,102</u>
Supplemental Disclosures of Cash Flow Information	
<u>Cash Paid During the Year for:</u>	
Interest	<u>\$ 1,441,048</u>

See accompanying notes to financial statements.

A. W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

NOTES TO FINANCIAL STATEMENTS

AUGUST 31, 2014

A. Organization:

A.W. Brown Fellowship Leadership Academy is an open enrollment charter school, which opened in August 1999. The Contract for Charter was granted by the State Board of Education of the State of Texas pursuant to Chapter 12 of the Texas Education Code, which expired July 31, 2013. The Charter School has applied for charter renewal and the renewal is pending at August 31, 2014.

The Charter School's programs include classroom instruction with funding provided by Public Charter School's Foundation Formula, School Breakfast/Lunch Programs, Title I Part A, Title II, Title III, and IDEA-B program.

The Charter School is exempt from federal income taxes under Section 501(c) (3) of the Internal Revenue Code. Accordingly, the financial statements do not include a provision for income taxes.

B. Summary of Significant Accounting Policies:

The general purpose financial statements of A. W. Brown Fellowship Leadership Academy (the "Charter School") were prepared in conformity with accounting principles generally accepted in the United States. The Financial Accounting Standards Board is the accepted standard setting body for establishing not for profit accounting and financial reporting principles. The Charter Holder's sole purpose is to operate the A. W. Brown Fellowship Leadership Academy.

Reporting Entity

The Charter School is a not for profit organization incorporated in the State of Texas in July 1999, as A. W. Brown Fellowship Educational Learning Center, which has as its sole operations the A.W. Brown Fellowship Charter School, and then in 2012 it changed its name to A. W. Brown Fellowship Leadership Academy. A Board of Directors comprised of six members governs the Charter School. The Board of Directors is selected pursuant to the bylaws of the Charter School and has the authority to make decisions, appoint the chief executive officer of the Charter School, and significantly influence operations. The Board of Directors has the primary accountability for the fiscal affairs of the Charter School. Since the Charter School received funding from local, state, and federal government sources, it must comply with the requirements of the entities providing those funds.

Basis of Presentation

The accompanying general purpose financial statements represent the only activity of the Charter School and have been prepared using the accrual basis of accounting in accordance with generally accepted accounting principles. Accordingly, management made certain estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

Net assets and revenues, expenses, gains, and losses are classified based on the existence or absence of donor imposed restrictions. Restricted revenues whose restrictions are met in the same year as received are shown as unrestricted revenues. Accordingly, net assets of the organization and changes therein are classified and reported as follows:

A. W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

NOTES TO FINANCIAL STATEMENTS

AUGUST 31, 2014

B. Summary of Significant Accounting Policies: (continued)

Unrestricted - net assets that are not subject to donor imposed stipulations.

Temporarily restricted - net assets subject to donor imposed stipulations or otherwise restricted that may or will be met, either by actions of the Charter School, and/or the passage of time. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Permanently restricted - net assets required to be maintained in perpetuity with only the income to be used for the charter school's activities due to donor-imposed restrictions.

Contributions

Contributions are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions. Support that is restricted by the donor is reported as an increase in temporarily restricted or permanently restricted net assets in the reporting period in which the support is recognized. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Cash and Cash Equivalents

Cash and investment instruments with an original maturity of three months or less are considered to be cash equivalents.

Receivables

Accounts receivable are presented net of estimated allowances for doubtful amounts. The Charter School's policy is to write-off receivables as they are deemed uncollectible or as notified by grantor agencies. All federal and state receivable amounts due at August 31, 2014 are considered fully collectible. Therefore, management has not recorded an allowance for the federal and state receivables that pass through the Texas Education Agency (TEA).

Capital Assets and Other Assets

Capital assets, which include buildings and improvements, furniture and equipment, vehicles, and other personal property, are reported in the general purpose and specific purpose financial statements. Capital assets are defined by the Charter School as assets with an individual cost of more than \$500. Such assets are recorded at historical cost and are depreciated over the estimated useful lives of the assets, which range from three to forty years, using the straight line method of depreciation. Expenditures for additions, major renewals and betterments are capitalized, and maintenance and repairs are charged to expense as incurred. Donations of assets are recorded as direct additions to net assets at fair value at the date of donation, which is then treated as cost. The cost of issuance of bonds is amortized over the life of each bond.

A. W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

NOTES TO FINANCIAL STATEMENTS

AUGUST 31, 2014

B. Summary of Significant Accounting Policies: (continued)

Compensated Absences

The Charter School's full-time instructional employees accumulate and vest vacation leave at varying rates depending on longevity. Managerial and part-time staff do not accumulate or vest vacation leave. Accumulated vacation leave cannot exceed 160 hours.

Estimates

Management has elected to use generally accepted accounting principles and in doing so is required to use estimates in certain account balances and notes to the financial statements. Actual results could differ from those estimates.

Fair Value

Fair Value of assets and liabilities approximate the carrying value.

Fair Value Measurements

FASB ASC 820 *Fair Value Measurement* establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described below:

Level 1: Unadjusted quoted prices for identical assets or liabilities in active markets;

Level 2: Significant direct or indirect, observable inputs other than quoted prices;

Level 3: Unobservable inputs based on assumptions of the reporting entity.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

C. Cash Equivalents and Restricted Cash

Unrestricted cash at August 31, 2014 is comprised of \$2,662,102 deposited with financial institutions. The Federal Depository Insurance Corporation (FDIC) insures these bank deposits to certain limits. \$1,143,812 of unrestricted cash deposits were fully insured by the FDIC at August 31, 2014 and \$1,518,290 was unsecured.

All of the \$2,333,262 of restricted cash balance is related to restricted bond debt service accounts that are held in the required separate bank accounts.

A. W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

NOTES TO FINANCIAL STATEMENTS

AUGUST 31, 2014

D. Long-Term Debt

Series 2012 A- \$20,680,000 Lease Revenue Bonds (tax exempt) With Newark Educational Facilities Finance Corporation. Semi-annual 6% coupon rate and final maturity in 2042.	\$ 20,680,000
Series 2012 B - \$2,385,000 Lease Revenue Bonds (taxable) with Newark Educational Facilities Finance Corporation. 6.625% coupon rate and final maturity in 2022.	2,115,000
Insurance note payable due in August 2015.	160,624
Commercial Line of Credit at 1.0% + variable prime rate and payable on demand.	500,000
Series 2011Q Taxable Education Construction Bonds – Direct Pay at 4.5% plus a variable component and the tax credit reducing the rate to approximately 1.73%. The 2011Q bonds mature in 2026.	<u>4,555,647</u>
Total debt	\$ 28,011,271
Plus 2012A bond premium	811,577
Less current portion of debt	<u>(1,169,869)</u>
	<u>\$ 27,652,979</u>

The Charter School closed on October 11, 2012, \$23,065,000 of Newark Cultural Education Facilities Finance Corporation Lease Revenue Bonds Series 2012A and Tax Lease Revenue Bonds, Series 2012B bonds. The bonds had a net premium of \$882,812. Proceeds are useable as follows: General Fund Reimbursement \$3,531,976 (includes \$798,709 reimbursement for a swap termination fee paid to Regions Bank to extinguish 2009 Series Bonds - see below); Construction \$4,785,000; Refinance \$12,403,024 paying to the Regions Bank Series 2009 A & B Bonds, Debt Service Fund \$2,133,200; Issuance Cost and Underwriter's Discount and miscellaneous \$1,094,612. The stated interest rate for Series 2012A is 6% with an effective yield of 4.85% and 5.15% for respective maturities of the bonds. The stated interest rate for Series 2012B is 6.625% with an effective yield of 6.625%. Principal and interest is paid semi-annually on February 15th and August 15th for both bond issues.

Bond Issue Costs and Extraordinary Loss for Early Debt Extinguishment

Unamortized Bond Issues costs at August 31, 2014 totaled \$878,524 as restated (see Note M. below). Issuance costs for the 2011Q and 2012 bond issues equaled \$105,772 and \$772,752, respectively. Net bond premiums related to the 2012A bond issue totaled \$811,577, as restated (see Note M. below). The costs are being amortized over the respective lives of each outstanding bond series using the straight-line method.

A. W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

NOTES TO FINANCIAL STATEMENTS

AUGUST 31, 2014

D. Long-Term Debt: (continued)

Debt Covenants

The Series 2012 bonds have multiple debt covenants as outlined by the "Master Trust Indenture and Security Agreement" (the Agreement) between the Charter School and the Trustee. These debt covenants include, but are not limited to the following: meeting certain debt service coverage ratios and "day's cash on hand" requirements as defined by the Agreement and providing audited financial statements within 120 days of fiscal year-end. Non-compliance with debt covenants may be considered an "Event of Default" as defined by the Agreement and may under certain circumstances make all outstanding bond debt due immediately.

Schedule of future principal and interest requirements are as follows:

<u>Fiscal Years</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2015	\$ 1,169,869	\$ 1,746,664	\$ 2,916,533
2016	530,834	1,706,794	2,237,628
2017	549,332	1,666,292	2,215,624
2018	564,906	1,624,156	2,189,062
2019	582,741	1,580,549	2,163,290
Thereafter	24,613,589	21,968,922	46,582,511
	28,011,271	30,293,377	58,304,648
Plus premium on bonds	811,577		
Total Debt plus Premium	<u>\$ 28,822,848</u>		

Bond Defeasance

In 2009, the School repurchased \$2,100,000 of outstanding bonds and in 2010 it repurchased \$5,200,000 in bonds outstanding. Also in 2010, it accomplished a legal defeasance of the remaining bonds of \$7,485,000 by purchasing federal government securities (SLGS) to be held in trust at Regions Bank in the amount of \$8,509,976. The transaction was designed to offset the required future interest and principal payments due on the defeased bonds.

The 2010 defeasance was previously described within the notes of the School's reports as an *in-substance* defeasance whereby the School may be responsible for any shortfalls in meeting the obligations due on the defeased bonds. However, legal counsel has described the transaction as a *legal* defeasance whereby the School may no longer be responsible for meeting potential asset shortfalls in retiring the defeased bonds, and has been fully released from its obligations to debtholders.

E. Health Care Coverage

During the year ended August 31, 2014, employees of the Charter School were covered by a Health Insurance Plan (the Plan). The Charter School contributed \$225 per month per employee to the Plan. Employees, at their option, authorized payroll withholdings to pay contributions or premiums for dependents. All premiums were paid to licensed insurers.

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

NOTES TO FINANCIAL STATEMENTS

AUGUST 31, 2014

F. Pension Plan Obligations

Plan Description

The Charter School contributes to the Teacher Retirement System of Texas (the System), a public employee retirement system. It is a cost sharing, multiple employer defined benefit pension plan with one exception; all risks and costs are not shared by the charter school, but are the liability of the State of Texas. The System provides service and disability retirement benefits, and death benefits to plan members and beneficiaries. The System operates under the authority of provisions contained primarily in the Texas Government code, Title 8, Public Retirement Systems, Subtitle C, Teacher Retirement System of Texas, which is subject to amendment by the Texas Legislature. The System's annual financial report and other required disclosure information are available by writing the Teacher Retirement System of Texas, 1000 Red River, Austin, Texas 78701-2698 or by calling (800) 877-0123.

Funding Policy

Under provisions in State law, plan members are required to contribute 6.4% of their annual covered salary and the State of Texas contributes an amount equal to 6.8% of the Charter School's covered payroll. The Charter School's employee contributions to the System for the year ending August 31, 2014 were \$596,171 and equal to the required contributions for the year. Other contributions made from federal and private grants and from the charter school for salaries above the statutory minimum for the period ending August 31, 2014 were \$26,001, equal to the required contributions for the year. The Charter School has also established a 403(b) plan for the employees. This 403(b) plan provides the option for the Charter School to make contributions to the 403(b) plan for distribution to the employees based upon a five year vesting schedule. In 2014, the Charter School made no contribution to the 403(b) plan.

G. Temporarily Restricted Net Assets

The Charter School receives significant state and federal funding that have temporary restrictions for use. The Charter School has \$6,196,183 of temporarily restricted net assets at August 31, 2014. The Charter School has no permanently restricted net assets at August 31, 2014.

H. Related Parties

The Chief Executive Officer is the father of the President of the Board of Directors. A Charter School board member and principal is the mother of the President of the Board of Directors. The President was paid \$10,888 for legal services provided to the Charter School in 2014. Some Charter School employees, including three teachers and the Chief Executive Officer, also serve on the board.

I. Donated Goods and Services

Donated goods or services are not recorded at fair value on the date of contribution. The Board has implemented the securing of a separate entity to raise funds for the Charter School and student scholarships. The Charter School had no significant goods donations, nor donated skilled services for fiscal year 2014.

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

NOTES TO FINANCIAL STATEMENTS

AUGUST 31, 2014

J. Commitments and Contingencies

The Charter School receives funds through state and federal programs that are governed by various statutes and regulations. State program funding is based primarily on student attendance data submitted to the Texas Education Agency and is subject to audit and adjustment. Expenses charged to federal programs are subject to audit and adjustment by the grantor agency. The programs administered by the charter school have complex compliance requirements, and should state or federal auditors discover areas of noncompliance, charter school funds may be subject to refund if so determined by the Texas Education Agency or the grantor agency.

The Charter School has operating leases for equipment that requires monthly installments and has the following scheduled payments in 2015 through 2018, respectively: \$ 148,518; \$141,914; \$50,072; and ending in 2018 with \$28,306.

K. Concentrations

The Charter School receives substantially all of its funding from Texas Foundation Funds through the Texas Education Agency (TEA). Its classes are dependent primarily on students from a specific geographical area. The students have choices of charter, private and public schools.

L. Investments

Investment balances within the fair value hierarchy at August 31, 2014 are as follows:

Fair Value Measurements at August 31, 2014				
	Quoted Price In Active Markets Identical Assets <u>Level 1</u>	Significant Observable Other Inputs <u>Level 2</u>	Significant Unobservable Inputs <u>Level 3</u>	<u>Totals</u>
Cash/Money Market	\$ 824,562	\$	\$	\$ 824,562
Fixed Income	2,368,973			2,368,973
Equities	67,116			67,116
Mutual Funds	1,164,243			1,164,243
Exchange-Traded products	-			-
Total Investments at Fair Value:	<u>\$ 4,424,894</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 4,424,894</u>

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

NOTES TO FINANCIAL STATEMENTS

AUGUST 31, 2014

M. Prior Period Adjustments

The Charter School recorded a prior period adjustment to increase temporarily restricted net assets for the effect of prior year amortization of premiums related to the 2012A bond issue that previously went unrecorded. The School also recorded a decrease to temporarily restricted net assets for the effect of issuance costs not amortized in the prior period. The net effect of these two adjustments was calculated to be \$97,807. Accordingly, net assets at August 31, 2013 have been restated as follows:

Net assets, as previously reported at August 31, 2013	\$ 7,192,770
Plus: Amortization of bond premium related to prior year	34,069
Less: Amortization of issuance costs related to prior years	<u>(131,876)</u>
Ending net assets, as restated at August 31, 2013	<u>\$ 7,094,963</u>

N. Subsequent Events

The Charter School's management has evaluated subsequent events through January 15, 2015, which is the day these statements were available to be issued.

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<http://www.gomezandco.com>

INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY INFORMATION

To The Board of Directors of
A.W. Brown Fellowship Leadership Academy
Dallas, Texas

We have audited the financial statements of A.W. Brown Fellowship Leadership Academy as of and for the year ended August 31, 2014, and our report thereon dated January 15, 2015, which expressed an unmodified opinion on those financial statements, appears on page 1. Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The Schedules for Individual Charter School are presented for the purposes of additional analysis and are 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 information is fairly stated in all material respects in relation to the financial statements as a whole.



Houston, TX
January 15, 2015

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

SCHEDULE OF EXPENSES

FOR THE YEAR ENDED AUGUST 31, 2014

Expenses

6100 Payroll Costs	\$ 10,324,124
6200 Professional and Contracted Services	1,856,842
6300 Supplies and Materials	1,635,039
6400 Other Operating Costs	1,604,872
6500 Debt Service	<u>1,514,549</u>
 Total Expenses	 <u>\$ 16,935,426</u>

See accompanying notes to financial statements.

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

SCHEDULE OF CAPITAL ASSETS

FOR THE YEAR ENDED AUGUST 31, 2014

	Ownership Interest		
	Local	State	Federal
1110 Cash and Temporary Investments	\$ 78,371	\$ 2,583,731	\$
1510 Land Purchase and Improvements		4,750,888	
1520 Buildings and Improvements	39,628	22,128,563	748,667
1539 Furniture and Equipment	89,667	1,767,596	909,491
Total Property and Equipment	<u>\$ 207,666</u>	<u>\$31,230,778</u>	<u>\$ 1,658,158</u>

See accompanying notes to financial statements.

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

BUDGETARY COMPARISON SCHEDULE

FOR THE YEAR ENDED AUGUST 31, 2014

	Budgeted Amounts		Actual Amounts	Variance from Final Budget
	Original	Final		
REVENUES				
Local Support:				
5740 Other Revenues from Local Sources	100,000	112,000	462,027	350,027
5750 Revenues from Cocurricular Activities			147,070	147,070
Total Local Support	100,000	112,000	609,097	497,097
State Program Revenues:				
5810 Foundation School Program Act Revenues			14,121,832	14,121,832
5820 State Program Revenues Distributed by				
Texas Education Agency	14,723,797	14,723,797	42,396	(14,681,401)
Total State Program Revenues	14,723,797	14,723,797	14,164,228	(559,569)
Federal Program Revenues:				
5910 Federal Revenues Distributed by				
Education Service Center	1,820,674	1,820,674	448,007	(1,372,667)
5920 Federal Revenues Distributed by				
Texas Education Agency			1,324,941	1,324,941
5940 Federal Revenues Distributed Directly				
From the Federal Government			204,000	204,000
Total Federal Program Revenues	1,820,674	1,820,674	1,976,948	156,274
Total Revenues	16,644,471	16,656,471	16,750,273	93,802
EXPENSES				
11 Instruction	7,994,640	8,816,053	9,399,682	(583,629)
13 Curriculum Development and Instructional				
Staff Development	267,524	227,524	186,024	41,500
21 Instructional Leadership	398,853	398,853	135,088	263,765
23 School Leadership	372,506	402,562	420,396	(17,834)
31 Guidance, Counseling, and Evaluation Services			134,232	(134,232)
33 Health Services	55,000	55,000	53,488	1,512
34 Student (Pupil) Transportation	52,000	63,800	38,640	25,160
35 Food Service	1,264,245	1,302,710	1,429,077	(126,367)
36 Cocurricular/Extracurricular Activities	145,000	283,434	221,667	61,767
41 General Administration	2,115,007	1,121,699	1,136,359	(14,660)
51 Plant Maintenance and Operations	1,285,364	1,417,405	1,652,431	(235,026)
52 Security and Monitoring Services	200,000	200,000	225,640	(25,640)
53 Data Processing Services	323,542	323,542	294,822	28,720
71 Debt Services	1,542,080	1,650,436	1,607,880	42,556
Total Expenses	16,015,761	16,263,018	16,935,426	(672,408)
Change in Net Assets	628,710	393,453	(185,153)	(578,606)
Net Assets, Beginning of Year, as Restated	7,094,963	7,094,963	7,094,963	
Net Assets at End of Year	<u>\$ 7,723,673</u>	<u>\$7,488,416</u>	<u>\$ 6,909,810</u>	<u>\$ (578,606)</u>

See accompanying notes to financial statements.

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

BUDGETARY VARIANCE EXPLANATION

FOR THE YEAR ENDED AUGUST 31, 2014

MATERIAL BUDGET VARIANCE REVENUE

(1) The following is an explanation of the 10% variances from original budget to final budget of revenue reported on the Budgetary Comparison Schedule for the year ending August 31, 2014.

Object 5740 – Increase in the number of students.

MATERIAL BUDGET VARIANCE EXPENDITURES

(1) The following is an explanation of the 10% variances from original budget to final budget reported on the Budgetary Comparison Schedule for the year ending August 31, 2014.

Function 13 – The school did not hire the additional administrator for the department that was originally in the school's budget.

Function 41 – Decrease in the budget was due to the allocation of depreciation.

Function 51 – Increase in the cost of utilities.

MATERIAL BUDGET VARIANCE REVENUE

(1) The following is an explanation of the 10% variances from final budget to actual revenue reported on the Budgetary Comparison Schedule for the year ending August 31, 2014.

Object 5740 – Increased earning on investments.

Object 5750 – Increased receipts from student activities.

Object 5810 – Object code was budgeted to Object code 5820.

Object 5820 – Decrease in student enrollment.

Object 5910 – Object code was budgeted to Object code 5920.

Object 5920 – Object code was budgeted to Object code 5910.

Object 5940 – Object code was budgeted in Object code 5910.

MATERIAL BUDGET VARIANCE EXPENDITURES

(2) The following is an explanation of the 10% variances from final budget to actual expenses reported on the Budgetary Comparison Schedule for the year ending August 31, 2014.

Function 13 – The school decided not to hire an additional staff member.

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

BUDGETARY VARIANCE EXPLANATION

FOR THE YEAR ENDED AUGUST 31, 2014

MATERIAL BUDGET VARIANCE EXPENDITURES (continued)

Function 21 – The school transferred individuals in function 21 to function 11.

Function 31 – Increased cost of counseling services for special services.

Function 34 – Lower cost associated with student transportation than expected.

Function 36 – Increase in number of student activities due to the increase in enrollment.

Function 52 – Security costs were higher than anticipated.

Function 53 – Larger than expected E-rate reimbursements.

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**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**

To The Board of Directors of
A.W. Brown Fellowship Leadership Academy
Dallas, Texas

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 A.W. Brown Fellowship Leadership Academy (a nonprofit organization), which comprise the statement of financial position as of August 31, 2014, and the related statements of activities, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated January 15, 2015.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered A.W. Brown Fellowship Leadership Academy'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 A.W. Brown Fellowship Leadership Academy's internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization'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 A.W. Brown Fellowship Leadership Academy'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 organization'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 organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

A handwritten signature in black ink that reads "Hamez & Company". The signature is written in a cursive, flowing style.

Houston, TX
January 15, 2015

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

To The Board of Directors of
A.W. Brown Fellowship Leadership Academy
Dallas, Texas

Report on Compliance for Each Major Federal Program

We have audited A.W. Brown Fellowship Leadership Academy's compliance with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on each of A.W. Brown Fellowship Leadership Academy's major federal programs for the year ended August 31, 2014. A.W. Brown Fellowship Leadership Academy'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 the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditor's Responsibility

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

Opinion on Each Major Federal Program

In our opinion, A.W. Brown Fellowship Leadership Academy complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended August 31, 2014.

Report on Internal Control over Compliance

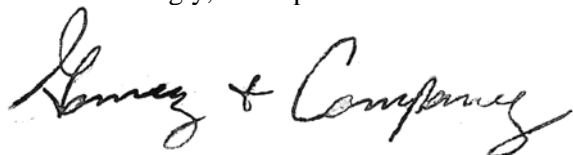
Management of A.W. Brown Fellowship Leadership Academy is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered A.W. Brown Fellowship Leadership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

Accordingly, we do not express an opinion on the effectiveness of A.W. Brown Fellowship Leadership 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. A *significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

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

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

A handwritten signature in cursive script that reads "Loney & Company". The signature is written in dark ink and is positioned above the printed text of the firm's name.

Houston, TX
January 15, 2015

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
FOR THE YEAR ENDED AUGUST 31, 2014

Summary of Audit Results

1. The auditor's report expresses an unmodified opinion on the financial statements.
2. No significant deficiencies or material weaknesses on internal control over financial statements.
3. No instances of noncompliance material to the financial statements, which would be required to be reported in accordance with *Government Auditing Standards*, were disclosed during the audit.
4. No significant deficiencies or material weaknesses on internal control over major federal award programs.
5. The auditor's report on compliance for the major federal award programs expresses an unmodified opinion on all major federal programs.
6. The audit did not disclose any audit findings which are required to be reported under section .510 (a) of OMB A-133.
7. Major programs:

U.S. Department of Agriculture	
Passed – Through Texas Education Agency	
National School Lunch Program *	CFDA Number 10.555
School Breakfast Program*	CFDA Number 10.553
8. A \$300,000 threshold was used to distinguish between Type A and Type B programs as described in section .520 (b) of OMB A-133.
9. A.W. Brown Fellowship Leadership Academy qualifies as a low-risk auditee.

<u>Current Year Findings</u>	<u>Questioned Cost</u>
No audit findings were noted as per governmental auditing standards and Section .510 (a) of OMB A-133.	\$-0-

* Denotes cluster

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY

SCHEDULE OF PRIOR YEAR FINDINGS

FOR THE YEAR ENDED AUGUST 31, 2014

No findings were noted as per .300 (f) of OMB A-133 for the year ended August 31, 2013. \$-0-

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED AUGUST 31, 2014

Federal Grantor/ Pass - Through Grantor/ Program Title	Federal CFDA Number	Pass - Through Entity Identifying Number	Federal Expenditures
<u>U.S. Department of Education</u>			
Passed - Through Texas Education Agency:			
Title I, Part A, School Improvement	84.010A	13610104057816100	\$ 12,000
Idea - B Preschool	84.173A	136610010578166000	1,181
Idea - B Preschool	84.173A	146610010578166000	480
Idea - B Formula	84.027A	136600010578166000	20,116
Idea - B Formula	84.027A	146600010578166000	242,104
<u>U.S. Department of Education</u>			
Passed - Through Education Service Center:			
Title I, Part A, School Improvement	84.010A	14610101057950	388,926
Title II, Part A, Teacher/Principal Training & Recruiting	84.367A	14694501057950	57,655
Title III, PART A-LEP	84.365A	14671001057950	<u>1,426</u>
Total U.S. Department of Education			<u>723,888</u>
<u>U.S. Department of Agriculture</u>			
Passed - Through Texas Education Agency			
Federal Food Service Reimbursement			
School Breakfast	10.553	71401301	25,363
School Breakfast	10.553	71401401	202,192
National School Lunch	10.555	71301301	85,567
National School Lunch	10.555	71301401	676,684
Passed - Through Texas Department of Agriculture			
USDA Commodity Food Distribution	10.565		<u>59,254</u>
Total U.S. Department of Agriculture			<u>1,049,060</u>
Total Expenditures of Federal Awards			<u>\$ 1,772,948</u>

A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY
NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED AUGUST 31, 2014

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying schedule of federal awards (the Schedule) includes federal grant activity of A.W. Brown Fellowship Leadership Academy under programs of the federal government for the year ended August 31, 2014. The information in this Schedule is presented in accordance with the requirements of OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Because the Schedule presents only a selected portion of the operation of A.W. Brown Fellowship Leadership Academy, it is not intended to and does not present the financial position, changes in net assets or cash flows of A.W. Brown Fellowship Leadership Academy.

Summary of Significant Accounting Policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in OMB Circular A-122, Cost Principles for Non-profit Organizations, wherein certain types of expenditures are not allowable or are limited as to reimbursement.

Pass-through entity identifying numbers are presented where available.

NOTE 2 – OTHER SOURCES OF FEDERAL REVENUES

Other sources of federal revenues are \$204,000 in tax credits for qualifying bonds. This amount has been added to total federal revenues in presenting total of \$1,976,948 within Statement of Activities on page 4.