Financial Statements and
Uniform Guidance Schedules
Together With Independent Auditors' Reports

June 30, 2024 and 2023

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June 30, 2024 and 2023

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Independent Auditors' Report

Board of Trustees
Growing Up Green Charter Schools

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Growing Up Green Charter Schools (a nonprofit organization), which comprise the statements of financial position as of June 30, 2024 and 2023 and the related statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Growing Up Green Charter Schools as of June 30, 2024 and 2023, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits 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. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Growing Up Green Charter Schools and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Growing Up Green Charter Schools' ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Board of Trustees Growing Up Green Charter SchoolsPage 2

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards and Government Auditing Standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Growing Up Green Charter Schools'
 internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Growing Up Green Charter Schools' ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Board of Trustees Growing Up Green Charter SchoolsPage 3

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying schedule of activities by school for the year ended June 30, 2024 on page 20 is presented for purposes of additional analysis and is not a required part of the financial statements. The accompanying schedule of expenditures of federal awards on page 21, as required by Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards, 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 October 29, 2024, on our consideration of Growing Up Green Charter Schools' 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 solely 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 effectiveness of Growing Up Green Charter Schools' 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 Growing Up Green Charter Schools' internal control over financial reporting and compliance.

Harrison, New York October 29, 2024

PKF O'Connor Davies LLP

Statements of Financial Position

	June 30,			
		2024		2023
ASSETS				
Current Assets				
Cash	\$	1,398,640	\$	5,271,190
Investments		9,353,549		3,058,574
Grants and contracts receivable		784,754		1,135,824
Due from related party, net		871,587		1,067,190
Prepaid expenses and other current assets		891,683		1,237,302
Total Current Assets		13,300,213		11,770,080
Property and equipment, net		4,229,438		3,547,083
Security deposits		408,966		415,250
Restricted cash - escrow		200,028		148,226
Right of use assets, finance leases, net		568,468		-
Right of use assets, operating leases, net		140,726,014		99,729,973
	\$	159,433,127	<u>\$</u>	115,610,612
LIABILITIES AND NET ASSETS				
Current Liabilities				
Accounts payable and accrued expenses	\$	594,156	\$	541,429
Accrued payroll and payroll taxes		2,415,638		2,143,956
Refundable advances		143,236		1,074,390
Finance lease liabilities		113,215		-
Operating lease liabilities		2,670,817	_	2,494,402
Total Current Liabilities		5,937,062		6,254,177
Finance lease liabilities, less current portion		492,348		-
Operating lease liabilities, less current portion		144,826,024	_	101,270,172
Total Liabilities		151,255,434		107,524,349
Net assets, without donor restrictions		8,177,693		8,086,263
	<u>\$</u>	159,433,127	\$	115,610,612

Statements of Activities

	Year Ended June 30,			
		2024		2023
OPERATING REVENUE				
Public School District				
Regular student enrollment	\$	28,358,322	\$	25,827,519
Student with disabilities		4,251,638		3,982,537
Facilities funding		5,830,739		5,035,535
Grants and Contracts				
Federal grants		876,259		1,131,304
Federal E-Rate and IDEA		408,137		385,743
State and local		111,664		101,187
Total Operating Revenue		39,836,759		36,463,825
EXPENSES				
Program Services				
Regular education		23,746,411		23,248,501
Special education		12,103,046		10,881,885
After school		49,159		60,441
Total Program Services		35,898,616		34,190,827
Supporting Services				
Management and general		5,096,374		4,237,719
Fundraising		126,460		189,675
Total Expenses		41,121,450		38,618,221
(Deficit) from Operations		(1,284,691)		(2,154,396)
SUPPORT, OTHER REVENUE, AND LOSSES				
Contributions and fundraising		179,086		158,717
Other income		197,035		159,805
Lease transition of interest fee		1,000,000		-
Loss of disposal of property and equipment		<u>-</u>		(313,060)
Total Support, Other Revenue and Losses		1,376,121		5,462
Change in Net Assets		91,430		(2,148,934)
NET ASSETS WITHOUT DONOR RESTRICTIONS Beginning of year		8,086,263		3,472,362
Acquisition of net assets pursuant to merger of related charter school		<u>-</u>		6,762,835
End of year	\$	8,177,693	<u>\$</u>	8,086,263

Statement of Functional Expenses Year Ended June 30, 2024

		Program Services				Management		
	Regular	Regular	Special	After		and		
	Education	Education	Education	School	Total	General	Fundraising	Total
Personnel Services Costs								
Adminstrative staff personnel	58	\$ 2,652,887	\$ 882,801	\$ -	\$ 3,535,688	\$ 1,730,980	\$ 90,378	\$ 5,357,046
Instructional personnel	201	9,482,867	5,406,007	15,601	14,904,475	13,813	-	14,918,288
Non instructional personnel	12	61,403	46,813	474	108,690	395,722		504,412
Total Personnel Services Costs =	271	12,197,157	6,335,621	16,075	18,548,853	2,140,515	90,378	20,779,746
Fringe benefits and payroll taxes		2,739,044	1,439,943	3,753	4,182,740	477,741	20,548	4,681,029
Retirement		250,499	135,362	415	386,276	43,140	1,996	431,412
Legal fees		-	-	-	-	267,437	-	267,437
Accounting and audit services		-	-	-	-	113,411	-	113,411
Other professional and consulting servi	ices	276,008	99,469	-	375,477	627,847	13,538	1,016,862
Building and land rent		5,877,022	3,005,359	-	8,882,381	1,037,186	-	9,919,567
Repairs and maintenance		140,353	78,282	-	218,635	24,932	-	243,567
Insurance		161,469	85,298	-	246,767	29,269	-	276,036
Utilities		135,906	76,244	-	212,150	24,087	-	236,237
Supplies and materials		442,604	151,521	28,916	623,041	16,481	-	639,522
Equipment and furnishings		45,354	18,245	-	63,599	4,374	-	67,973
Staff development		135,232	48,760	-	183,992	84,687	-	268,679
Marketing and recruiting		94,324	40,507	-	134,831	7,397	-	142,228
Technology		274,983	144,543	-	419,526	49,934	-	469,460
Food services		42,872	13,313	-	56,185	-	-	56,185
Student services		271,882	77,696	-	349,578	-	-	349,578
Office expense		202,985	109,431	-	312,416	36,523	-	348,939
Depreciation and amortization		398,926	207,156	-	606,082	72,753	-	678,835
Other		59,791	36,296		96,087	38,660		134,747
Total Expenses		\$ 23,746,411	\$ 12,103,046	\$ 49,159	\$ 35,898,616	\$ 5,096,374	\$ 126,460	\$ 41,121,450

Statement of Functional Expenses Year Ended June 30, 2023

		Program Services				Management		
	Regular	Regular	Special	After		and		
	Education	Education	Education	School	Total	General	Fundraising	Total
Personnel Services Costs								
Adminstrative staff personnel	56	\$ 2,611,550	\$ 858,102	\$ -	\$ 3,469,652	\$ 1,641,567	\$ 142,657	\$ 5,253,876
Instructional personnel	185	9,899,898	5,187,002	11,241	15,098,141	4,587	-	15,102,728
Non instructional personnel	14	98,449	53,328		151,777	344,985	168	496,930
Total Personnel Services Costs	255	12,609,897	6,098,432	11,241	18,719,570	1,991,139	142,825	20,853,534
Fringe benefits and payroll taxes		2,764,758	1,368,334	2,736	4,135,828	429,759	32,706	4,598,293
Retirement		153,865	79,237	182	233,284	23,980	2,034	259,298
Legal fees		-	-	-	-	74,976	-	74,976
Accounting and audit services		-	-	-	-	128,115	-	128,115
Other professional and consulting servi	ices	146,981	50,711	-	197,692	375,416	12,110	585,218
Building and land rent		5,269,439	2,341,177	-	7,610,616	857,158	-	8,467,774
Repairs and maintenance		140,148	60,476	-	200,624	22,639	-	223,263
Insurance		156,719	75,101	-	231,820	25,977	-	257,797
Utilities		159,569	84,593	-	244,162	27,170	-	271,332
Supplies and materials		505,964	155,264	46,282	707,510	13,862	-	721,372
Equipment and furnishings		64,213	22,830	-	87,043	4,982	-	92,025
Staff development		145,014	45,783	-	190,797	101,190	-	291,987
Marketing and recruiting		83,479	35,742	-	119,221	7,005	-	126,226
Technology		205,449	102,455	-	307,904	34,409	-	342,313
Food services		27,919	7,749	-	35,668	-	-	35,668
Student services		232,553	62,839	-	295,392	-	-	295,392
Office expense		205,601	101,401	-	307,002	34,334	-	341,336
Depreciation and amortization		330,390	161,994	-	492,384	55,089	-	547,473
Other		46,543	27,767		74,310	30,519		104,829
Total Expenses		\$ 23,248,501	\$ 10,881,885	\$ 60,441	\$ 34,190,827	\$ 4,237,719	\$ 189,675	\$ 38,618,221

Statements of Cash Flows

	Year Ended June 30,			ne 30,
		2024		2023
CASH FLOWS FROM OPERATING ACTIVITIES				
Change in net assets	\$	91,430	\$	(2,148,934)
Adjustments to reconcile change in net assets				
to net cash from operating activities				
Depreciation and amortization		612,633		547,473
Amortization of right of use assets - operating leases		5,132,109		5,319,141
Amortization of right of use assets - finance leases		66,202		_
Unrealized gain on investments		17,139		_
Loss on disposal of property and equipment		-		313,060
Changes in operating assets and liabilities				
Grants and contracts receivable		351,070		(69,994)
Due from related party		195,603		(582,913)
Prepaid expenses and other current assets		345,619		(251,552)
Security deposits		6,284		17,201
Accounts payable and accrued expenses		52,727		73,537
Accrued payroll and payroll taxes		271,682		246,601
Operating lease liabilities		(2,395,883)		(3,131,600)
Refundable advances		(931,154)		947,535
Net Cash from Operating Activities		3,815,461		1,279,555
3				, -,
CASH FLOW FROM INVESTING ACTIVITIES				
Purchases of property and equipment		(1,294,988)		(1,271,237)
Purchase of investments		(1,201,000)		(3,058,574)
Proceeds from maturity of investments		(6,312,114)		(0,000,01.1)
Cash acquired from merger of related charter school		(0,012,111)		4,963,973
Net Cash from Investing Activities		(7,607,102)		634,162
Not Gash from invocating Notivities		(1,001,102)	_	004,102
CASH FLOW FROM FINANCING ACTIVITIES				
Finance lease liabilities		(29,107)		_
				_
Net Change in Cash and Restricted Cash		(3,820,748)		1,913,717
·		,		
CASH AND RESTRICTED CASH				
Beginning of year		5,419,416		3,505,699
End of year	\$	1,598,668	\$	5,419,416
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORM	IATION			
Operating right-of-use asset recognized in exchange	IATION			
, , ,	¢	46,128,150	¢	105,049,114
for operating lease liabilities	\$	40,120,130	Ф	105,049,114
Cash paid for amounts included in the measurement of lease liabilties		2 444 250		5 670 242
		2,441,350		5,678,342
Finance right-of-use asset recognized in exchange		624.070		
for finance lease liabilities		634,670		-
See notes to financial statements				

Notes to Financial Statements June 30, 2024 and 2023

1. Organization and Tax Status

Growing Up Green Charter Schools is a New York State, not-for-profit educational corporation operating in New York City pursuant to Article 56 of the Education Law of the State of New York. The accompanying financial statements include the following charter schools, collectively referred to as the "School":

Growing Up Green Charter School ("GUG") operates a charter school in the borough of Queens, New York City. GUG was granted a provisional charter on December 16, 2008 valid for a term of five years and renewable upon expiration by the Board of Regents of the University of the State of New York (the "Board of Regents"). The Board of Regents approved and issued several renewals to GUG charter, which now expires on June 30, 2027.

Growing Up Green Charter School II ("GUG II") operates a charter school in the borough of Queens, New York City. GUG II was granted a provisional charter on December 15, 2015 valid for a term of five years and renewable upon expiration by the Board of Regents. The Board of Regents approved and issued several renewals to GUG II charter, which now expires on June 30, 2025.

The School's mission is to empower children to be conscious, contributing members of their community through a rigorous curriculum and an engaging green culture. Graduates of the School will be prepared to attend high performing schools where their interdisciplinary academic foundations, knowledge of sustainability, and strong sense of self sets them apart as leaders of the future. The School provided education to approximately 1546 students in grades kindergarten through eight during the 2023-2024 academic year.

GUG and GUG II merged into a single not-for-profit legally entity under GUG II, which serves as the sole surviving educational corporation. The plan of the merger was approved by the New York State Board of Regents on June 2, 2022, and became effective for financial reporting purposes on July 1, 2022 and the surviving entity's name was changed to Growing Up Green Charter Schools.

The New York City Department of Education provides free lunches and transportation directly to some of the School's students. Such costs are not included in these financial statements. The School covers a portion of the cost of lunches for children not entitled to the free lunches.

Except for taxes that may be due for unrelated business income, the School is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code and from state and local income taxes under comparable laws.

Notes to Financial Statements June 30, 2024 and 2023

2. Summary of Significant Accounting Policies

Basis of Presentation and Use of Estimates

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"), which requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Net Asset Presentation

Resources for various purposes are classified for accounting and reporting purposes into net asset categories established according to nature and purpose as follows:

Net assets without donor restrictions - consist of resources available for the general support of the School's operations. Net assets without donor restrictions may be used at the discretion of the School's management and/or the Board of Trustees.

Net assets with donor restrictions – represents amounts restricted by donors for specific activities of the School or to be used at a future date. The School records contributions as net assets with donor restrictions if they are received with donor stipulations that limit their use either through purpose or time restrictions. When a donor restriction expires, that is, when a time restriction ends or a purpose restriction is fulfilled, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions. The School had no net assets with donor restrictions at June 30, 2024 and 2023.

Fair Value Measurements

The School follows U.S. GAAP guidance on fair value measurements which defines fair value and establishes a fair value hierarchy organized into three levels based upon the input assumptions used in pricing assets. Level 1 inputs have the highest reliability and are related to assets with unadjusted quoted prices in active markets. Level 2 inputs relate to assets with other than quoted prices in active markets which may include quoted prices for similar assets or liabilities or other inputs which can be corroborated by observable market data. Level 3 inputs are unobservable inputs and are used to the extent that observable inputs do not exist.

Investment Valuation

Investments are stated at fair value.

Notes to Financial Statements June 30, 2024 and 2023

2. Summary of Significant Accounting Policies (continued)

Investment Income Recognition

Purchases and sales of securities are recorded on a trade date basis. Interest income is recorded on the accrual basis and dividends are recorded on the ex-dividend date. Realized and unrealized gains and losses are included in the determination of change in net assets.

Restricted Cash

Under the provisions of its charter, the School established an escrow account to pay for legal and audit expenses that would be associated with a dissolution, should it occur.

The following table provides a reconciliation of cash and restricted cash reported within the statements of financial position to the amounts presented in the statements of cash flows at June 30:

	 2024	2023
Cash	\$ 1,398,640	\$ 5,271,190
Restricted cash	 200,028	148,226
	\$ 1,598,668	\$ 5,419,416

Property and Equipment

The School follows the practice of capitalizing all expenditures for property and equipment with costs in excess of \$1,000 and a useful life in excess of one year. Leasehold improvements are amortized over the shorter of the term of the lease, inclusive of all renewal periods, which are reasonably assured, or the estimated useful life of the asset. Purchased property and equipment are recorded at cost at the date of acquisition. Maintenance and repairs are expensed as incurred. All property and equipment purchased with government funding is capitalized, unless the government agency retains legal title to such assets, in which case it is expensed as incurred.

Depreciation and amortization is recognized on the straight-line method over the estimated useful lives of such assets as follows:

Computers and	equipment	5 years
Furniture and fix	ktures	7 years

Property and equipment are reviewed for impairment if the use of the asset significantly changes or another indicator of possible impairment is identified. If the carrying amount for the asset is not recoverable, the asset is written down to its fair value less costs to sell. There were no asset impairments for the years ended June 30, 2024 and 2023.

Notes to Financial Statements June 30, 2024 and 2023

2. Summary of Significant Accounting Policies (continued)

Leases

The School accounts for leases under Topic 842. The School determines if an arrangement is a lease at inception. Operating and finance leases are included in operating and finance lease ROU assets and operating and finance lease liabilities on the accompanying statements of financial position. The School made the short-term lease election for leases with an initial term of less than 12 months. ROU assets represent the right to use an underlying asset for the lease term and lease liabilities represent the obligation to make lease payments arising from the lease. Operating and finance lease ROU assets and liabilities are recognized at the lease commencement date based on the present value of lease payments over the lease term. The leases do not provide an implicit borrowing rate. The School uses a risk-free rate based on the information available at the commencement date in determining the present value of lease payments. The operating and finance lease ROU assets include any lease payments made and exclude lease incentives. The lease terms may include options to extend the lease and when it is reasonably certain that the School will exercise that option, such amounts are included in ROU assets and lease liabilities. Lease expense for lease payments is recognized on a straight-line basis over the lease term. The School's lease agreements do not contain any material residual value guarantees or material restrictive covenants. The School has lease agreements with lease and non-lease components, which are generally accounted for separately. The School applies the short-term lease exemption to all of its classes of underlying assets.

Refundable Advances

The School records certain government operating revenue as refundable advances until related services are performed, at which time they are recognized as revenue.

Revenue and Support

Revenue from the state and local governments resulting from the School's charter status and based on the number of students enrolled is recorded when services are performed in accordance with the charter agreement. Federal and other state and local funds are recorded when expenditures are incurred and billable to the government agency.

Contributions are recognized when the donor makes a promise to give to the School that is, in substance, unconditional. Grants and other contributions of cash are reported as net assets with donor restrictions if they are received with donor stipulations. Restricted contributions and grants that are made to support the School's current year activities are recorded as net assets without donor restrictions. Contributions of assets other than cash are recorded at their estimated fair value at the date of donation.

Marketing and Recruiting

Marketing and recruiting costs are expensed as incurred for staff and student recruitment. Marketing and recruiting expense for the years ended June 30, 2024 and 2023 were \$142,228 and \$126,226.

Notes to Financial Statements June 30, 2024 and 2023

2. Summary of Significant Accounting Policies (continued)

Measure of Operations

The statements of activities reports all changes in net assets, including changes in net assets from operating and non-operating activities. Operating activities consist of those items attributable to the School's ongoing services. Non-operating activities include loss on disposal of property and equipment, revenue and support from non-governmental and other sources that include contributions revenue and other activities considered to be of a more non-recurring nature.

Functional Expense Allocation

The majority of expenses can generally be directly identified with the program or supporting service to which they relate and are charged accordingly. Other expenses such as personnel services costs, fringe benefits and payroll taxes, other professional and consulting services, and building and land rent have been allocated among program and supporting services classifications on the basis of periodic time and expense studies and other basis as determined by management of the School to be appropriate.

Accounting for Uncertainty in Income Taxes

The School recognizes the effect of income tax positions only if those positions are more likely than not to be sustained. Management has determined that the School had no uncertain tax positions that would require financial statement recognition or disclosure. The School is no longer subject to examinations by the applicable taxing jurisdictions for years prior to June 30, 2021.

Reclassification

Certain 2023 accounts have been reclassified to conform to the 2024 financial statement presentation.

Subsequent Events Evaluation by Management

Management has evaluated subsequent events for disclosure and/or recognition in the financial statements through the date that the financial statements were available to be issue, which date is October 29, 2024.

3. Grants and Contracts Receivable

Grants and contracts receivable consist of federal, state, city entitlements and grants. The School expects to collect these receivables within one year. Management has assessed the need for an allowance and has determined that such an allowance is not necessary.

Notes to Financial Statements June 30, 2024 and 2023

4. Investments

Major categories of investments categorized by the fair value hierarchy are as follows at June 30:

		2024
	Level I L	evel II Total
Certificates of deposit	\$ - \$ 6	,151,721 \$ 6,151,721
U.S. Treasury Securities	3,163,142	- 3,163,142
	\$ 3,163,142 \$ 6	,151,721 9,314,863
Cash equivalents, at cost		38,686
		\$ 9,353,549
	:	2023
	Level I L	evel II Total
U.S. Treasury Securities	\$ 3,057,478 \$	- \$ 3,057,478
Cash equivalents, at cost		1,096
		\$ 3,058,574

5. Property and Equipment

Property and equipment, net consists of the following at June 30:

	2024	2023
Furniture and fixtures	\$ 713,603	\$ 613,079
Computers and equipment	2,523,230	1,810,932
easehold improvements	3,560,565	3,078,399
	6,797,398	5,502,410
Accumulated depreciation and amortization	(2,567,960)	(1,955,327)
	\$ 4,229,438	\$ 3,547,083
Computers and equipment Leasehold improvements	2,523,230 3,560,565 6,797,398 (2,567,960)	1,810,932 3,078,399 5,502,410 (1,955,327

There was no disposal of assets during the year ended June 30, 2024. Assets with a cost basis of \$2,244,330 and accumulated depreciation of \$1,931,270 were disposed of during the year ended June 30, 2023. Loss on disposal of property and equipment was \$313,060 for the year ended June 30, 2023.

6. Line-of-Credit

On September 28, 2023, the School entered into a \$2,000,000 revolving line of credit agreement with JP Morgan Chase to provide working capital. The line has an expiration date of March 22, 2025 and bears interest at the one-month Secured Overnight Financing Rate. Interest is payable on a monthly basis. The School did not draw down on the line of credit during the year ended June 30, 2024.

Notes to Financial Statements June 30, 2024 and 2023

7. Liquidity and Availability of Financial Assets

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use within one year of the statements of financial position date, are comprised of the following at June 30:

	2024	2023
Cash	\$ 1,398,640	\$ 5,271,190
Investments	9,353,549	3,058,574
Grants and contracts receivable	784,754	1,135,824
Due from related party, net	871,587	1,067,190
	\$ 12,408,530	\$ 10,532,778

As part of the School's liquidity management plan, the status of grants and contracts receivable is monitored regularly and any excess cash is held in liquid instruments until it is required for operational use. The School will continue to rely on funding received from the New York City Department of Education to cover its future operating costs (see Note 10). In addition, the School has a \$2,000,000 Line of Credit, which it could draw upon.

8. Employee Benefit Plan

The School maintains a pension plan qualified under Internal Revenue Code 401(k), for the benefit of its eligible employees. Under the plan, the School provided matching contributions up to 5% of the participant's annual compensation. Total employer match for the years ended June 30, 2024 and 2023 amounted to \$431,412 and \$259,298.

9. Concentration of Credit Risk

Financial instruments that potentially subject the School to concentrations of credit and market risk consist principally of cash and restricted cash on deposit with financial institutions, which from time to time may exceed the Federal Deposit Insurance Corporation ("FDIC") limit. Investments are maintained at a broker which insures the balance up to \$500,000 with Securities Investor Protection Corporation insurance. The School does not believe that a significant risk of loss due to the failure of a financial institution presently exists. At June 30, 2024 and 2023, approximately \$1,349,000 and \$4,919,000 of cash was maintained with an institution in excess of FDIC limits.

10. Concentration of Revenue and Support

The School receives a substantial portion of its revenue and support from the New York City Department of Education. For the years ended June 30, 2024 and 2023, the School received approximately 93% and 95% of its total revenue and support from the New York City Department of Education. If the charter school laws were modified, reducing or eliminating these revenues, the School's finances could be materially adversely affected.

Notes to Financial Statements June 30, 2024 and 2023

11. Related Party Transactions (not disclosed elsewhere)

The School is an affiliate of Friends of Growing Up Green ("Friends of GUG"), a New York State not-for-profit corporation, through common management. Friends of GUG supports the School through technical and financial assistance and by managing the School's real estate and facilities-related needs. During the years ended June 30, 2024 and 2023, the School charged \$1,139,493 and \$1,076,271 of operating expenses to Friends of GUG. At June 30, 2024 and 2023, the balance due from Friends of GUG was \$871,587 and \$1,067,190.

Effective July 1, 2021, the lease agreements for three facilities used by the School were transferred to Friends of GUG (see Note 12) and new sublease agreements were entered into between Friends of GUG (sublandlord) and the School (subtenant).

12. Commitments

The School is obligated under a non-cancelable operating lease for office and classroom space at 39-27 28th Street, Long Island City, New York, which expires on August 31, 2029. The lease provides for rent escalations and the School is responsible for utilities and other operating expenses.

On May 15, 2014, the School entered into an agreement to lease additional property at 36-49 11th Street, Long Island City, New York for a period of 10 years. The lease provides for rent escalations and the School is responsible for utilities and other operating expenses. This location became the home of Growing Up Green Middle School starting with the 2014-2015 academic year. In July 2021, the lease agreement was transferred to Friends of GUG (see Note 11) and a new sublease agreement between Friends of GUG (sublandlord) and the School (subtenant) was executed effective July 1, 2021 for a period of 3 years originally ending on June 30, 2024. The School entered into a lease transition agreement effective July 1, 2023, with an unrelated third party. As part of this agreement, the School collected a \$1,000,000 transition of interest fee, which is reflected accompanying 2024 statements of activities.

In July 2016, the School entered into a lease agreement for office and classroom space at 84-35 152nd Street, Jamaica, New York, expiring on June 30, 2036, with a renewal option for an additional ten years and subsequently a renewal option for an additional five years. The lease provides for rent escalations and the School is responsible for utilities and other operating expenses. In July 2021, the lease agreement was transferred to Friends of GUG (see Note 11) and a new sublease agreement between Friends of GUG (sublandlord) and the School (subtenant) was executed effective July 1, 2021 for a period concurrent to the lease term.

In September 2019, the School entered into a lease agreement for office and classroom space at 89-17 161st Street, Jamaica, New York, which commenced July 1, 2020 and expires July 31, 2053. The lease provides for rent escalations and the School is responsible for utilities and other operating expenses. Under the terms of the lease, the School paid a security deposit in the amount of \$130,000. In July 2021, the lease agreement was transferred to Friends of GUG (see Note 11) and a new sublease agreement between Friends of GUG (sublandlord) and the School (subtenant) was executed effective July 1, 2021 for a period concurrent to the lease term.

Notes to Financial Statements June 30, 2024 and 2023

12. Commitments (continued)

ROU assets

Weighted average discount rate

In May 2023, the School entered into a sublease agreement with Friends of GUG (sublandlord) for office and classroom space at 34-12 10th Street, Long Island City, New York, which commenced July 1, 2023 and expires on June 30, 2055. The lease provides for rent escalations and the School is responsible for utilities and other operating expenses. Under the terms of the lease, the School paid a security deposit in the amount of \$130,000.

The School entered into five operating leases for copiers between 2020 and 2022, with payments due on a monthly basis with varying expiration dates through 2026.

During the year ended June 30, 2024, the School entered into five finance leases for copiers, with payments due on a monthly basis with varying expiration dates through 2029.

Operating

151,177,264

3.05%

Finance

634,670

ROU assets consist of the following at June 30, 2024:

1100 400010	Ψ	101,111,201	Ψ	001,010
Less: accumulated amortization		(10,451,250)		(66,202)
	\$	140,726,014	\$	568,468
Weighted average remaining lease term (years)		25.98		4.93
Weighted average discount rate		3.35%		4.12%
ROU assets consist of the following at June 30, 2	2023	:		
		Operating		<u>Finance</u>
ROU assets	\$	105,049,114	\$	-
Less: accumulated amortization		(5,319,141)		-
	\$	99,729,973	\$	
Weighted average remaining lease term (years)		24.38		-

Notes to Financial Statements June 30, 2024 and 2023

12. Commitments (continued)

The future minimum lease payments under the lease agreements are as follows for the years ending June 30:

	Operating	<u>Finance</u>		
2025	\$ 7,486,788	\$	135,552	
2026	7,645,038		135,552	
2027	7,832,361		135,552	
2028	8,061,528		135,552	
2029	8,297,425		125,553	
Thereafter	 197,857,915			
Total minimum lease payments	237,181,055		667,761	
Present value discount	(89,684,214)		(62,198)	
Present value of lease liabilities	147,496,841		605,563	
Current portion	(2,670,817)		(113,215)	
Lease liabilities, less current portion	\$ 144,826,024	\$	492,348	

Building and land rent/lease expense for the years ended June 30, 2024 and 2023, were \$9,919,567 and \$8,467,774.

Utilities expense for the years ended June 30, 2024 and 2023, were \$236,237 and \$271,232.

Copier lease expense for the years ended June 30, 2024 and 2023, were \$105,048 and \$150,514.

13. Contingency

Certain grants and contracts may be subject to audit by the funding sources. Such audits might result in disallowances of costs submitted for reimbursements. Management is of the opinion that such cost disallowances, if any, will not have a material effect on the accompanying financial statements. Accordingly, no amounts have been provided in the accompanying financial statements for such potential claims.

Notes to Financial Statements June 30, 2024 and 2023

14. Merger Information

As stated in Note 1, the Board of Regents approved the merger of GUG effective July 1, 2022 with GUG II. GUG ceased to exist as a separate legal entity in conjunction with the merger.

The plan of merger was approved by the Board of Regents. Below is a summary of opening balances at July 1, 2022 for GUG:

ASSETS

Cash	\$ 3,890,672
Grants and contracts receivable	611,723
Due from related party	1,547,986
Prepaid expenses and other current assets	272,996
Property and equipment, net	893,600
Restricted cash - line of credit	1,002,246
Restricted cash - escrow	71,055
Security deposits	213,433
	\$ 8,503,711

LIABILITIES AND NET ASSETS

		മ
17	 	_

Accounts payable and accrued expenses	\$ 274,126
Accrued payroll and payroll taxes	1,060,890
Deferred rent, current portion	46,971
Refundable advances	125,487
Deferred rent	233,402
Total Liabilities	1,740,876
Net assets, without donor restrictions	 6,762,835
	\$ 8,503,711

Supplementary Information

Year Ended June 30, 2024

Schedule of Activites by School Year Ended June 30, 2024

		GUG GUG II		Total		
OPERATING REVENUE						
Public School District						
Regular student enrollment	\$	14,098,954	\$	14,259,368	\$	28,358,322
Student with disabilities		1,889,367		2,362,271		4,251,638
Facilities funding		1,554,959		4,275,780		5,830,739
Grants and Contracts						
Federal grants		440,119		436,140		876,259
Federal E-Rate and IDEA		200,953		207,184		408,137
State and local		57,460		54,204		111,664
Total Operating Revenue		18,241,812		21,594,947		39,836,759
EXPENSES						
Program Services						
Regular education		10,317,169		13,429,242		23,746,411
Special education		6,044,488		6,058,558		12,103,046
After school		19,769		29,390		49,159
Total Program Services		16,381,426		19,517,190		35,898,616
Supporting Services						
Management and general		2,468,386		2,627,988		5,096,374
Fundraising		68,426		58,034		126,460
Total Expenses		18,918,238		22,203,212		41,121,450
(Deficit) from Operations		(676,426)		(608,265)		(1,284,691)
SUPPORT, OTHER REVENUE, AND LOSSES						
Contributions and fundraising		_		179,086		179,086
Other income		99,704		97,331		197,035
Lease transition of interest fee		1,000,000		-		1,000,000
Total Support, Other Revenue and Losses		1,099,704		276,417		1,376,121
Change in Net Assets		423,278		(331,848)		91,430
NET ASSETS WITHOUT DONOR RESTRICTION	ONS					
Beginning of year		6,335,891		1,750,372		8,086,263
End of year	\$	6,759,169	\$	1,418,524	\$	8,177,693

Uniform Guidance Schedules and Reports

June 30, 2024

Schedule of Expenditures of Federal Awards Year Ended June 30, 2024

Federal Grantor/Pass-Through Grantor/ Program or Cluster Title	Federal Assistance Listing Number	Pass-Through Entity Identifying Number	Provided to Subrecipients		Total Federal penditures
U.S. Department of Education					
Pass-Through New York State Education Department:					
Title I Grants to Local Educational Agencies	84.010	0021244620	\$ -	\$	107,307
Title I Grants to Local Educational Agencies	84.010	0021245230			110,552
					217,859
English Language Acquisition State Grants	84.365	0293244620	_		22,395
English Language Acquisition State Grants	84.365	0293245230			8,540
			_		30,935
Supporting Effective Instruction State Grants					
(Formerly Improving Teacher Quality State Grants)	84.367	0147244620	-		20,399
Supporting Effective Instruction State Grants					
(Formerly Improving Teacher Quality State Grants)	84.367	0147245230			22,317
				-	42,716
Student Support and Academic Enrichment Program	84.424	0204244620	-		10,000
Student Support and Academic Enrichment Program	84.424	0204245230			10,000
			<u>-</u>		20,000
COVID-19 Education Stabilization Fund/Elementary and					
Secondary School Emergency Relief Fund ARP	84.425U	5880214620	-		241,559
COVID-19 Education Stabilization Fund/Elementary and	0.4.40=1.1				
Secondary School Emergency Relief Fund ARP	84.425U	5880215230			253,698
					495,257
Special Education Cluster (IDEA)-Cluster					
Pass-Through New York State Education Department:					
COVID-19 - Special Education Grants to States	84.027	not available	<u>-</u>		57,492
Total U.S. Department of Education			-		864,259
Federal Communications Commission					
Pass-Through Universal Service Administrative Company:					
COVID-19 Emergency Connectivity Fund Program	32.009	not available	_		12,000
Total Expenditures of Federal Awards			\$ -	\$	876,259

See independent auditors' report and notes to schedule of expenditures of federal awards

Notes to Schedule of Expenditures of Federal Awards Year Ended June 30, 2024

1. Basis of Presentation

The accompanying schedule of expenditures of federal awards (the "Schedule") includes the federal award activity of Growing Up Green Charter Schools (the "School"), under programs of the federal government for the year ended June 30, 2024. The information in this Schedule is presented in accordance with the requirements of Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance). Because the Schedule presents only a selected portion of the operations of the School, it is not intended to and does not present the financial position, changes in net assets or cash flows of the School.

2. 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 the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited as to reimbursement.

3. Indirect Cost Rate

The School has elected not to use the 10-percent de minimis indirect cost rate allowed under the Uniform Guidance.



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

Independent Auditors' Report

Board of Trustees Growing Up Green Charter Schools

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 Growing Up Green Charter Schools (the "School") (a nonprofit organization), which comprise the statement of financial position as of June 30, 2024, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated October 29, 2024.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the School's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the School's internal control. Accordingly, we do not express an opinion on the effectiveness of the School's internal control.

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

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

Board of Trustees Growing Up Green Charter SchoolsPage 2

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the School's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. 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.

Harrison, New York October 29, 2024

PKF O'Connor Davies LLP



Report on Compliance for Each Major Federal Program and Report on Internal Control Over Compliance Required by the Uniform Guidance

Independent Auditors' Report

Board of Trustees Growing Up Green Charter Schools

Report on Compliance for Each Major Federal Program

Opinion on Each Major Federal Program

We have audited Growing Up Green Charter Schools' (the "School") compliance with the types of compliance requirements identified as subject to audit in the OMB *Compliance Supplement* that could have a direct and material effect on each of the School's major federal programs for the year ended June 30, 2024. The School's major federal programs are identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs.

In our opinion, the School complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2024.

Basis for Opinion on Each Major Federal Program

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Our responsibilities under those standards and the Uniform Guidance are further described in the Auditors' Responsibilities for the Audit of Compliance section of our report.

We are required to be independent of the School and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for each major federal program. Our audit does not provide a legal determination of the School's compliance with the compliance requirements referred to above.

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the School's federal programs.

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Board of Trustees Growing Up Green Charter SchoolsPage 2

Auditors' Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the School's compliance based on our audit. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the School's compliance with the requirements of each major federal program as a whole.

In performing an audit in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the School's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the School's internal control over compliance relevant to the
 audit in order to design audit procedures that are appropriate in the circumstances and
 to test and report on internal control over compliance in accordance with the Uniform
 Guidance, but not for the purpose of expressing an opinion on the effectiveness of the
 School's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

Report on 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 a 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 Auditors' Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

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

Harrison, New York October 29, 2024

PKF O'Connor Davies LLP

Schedule of Findings and Questioned Costs Year Ended June 30, 2024

Section I - Summary of Auditors' Results

Financial Statements	
Type of report the auditor issued on whether th financial statements audited were prepared in	
accordance with U.S. GAAP:	Unmodified
Internal control over financial reporting:	
Material weakness(es) identified?	yes <u>X</u> no
Significant deficiency(ies) identified?	yes X none reported
Noncompliance material to the financial statem	nents noted? yes _X_ no
Federal Awards	
Internal control over major federal programs:	V
Material weakness(es) identified?	yes X no
Significant deficiency(ies) identified? Type of auditors' report issued on compliance	yes <u>X</u> none reported
for major federal programs:	Unmodified
Any audit findings disclosed that are required	Offitiodiffica
to be reported in accordance with 2 CFR 200	0.516(a)? yes <u>X</u> no
	<u></u>
Identification of major federal programs:	
Federal Assistance Listing Number(s)	Name of Federal Program or Cluster
84.425U	COVID-19 Education Stabilization Fund/Elementary
04.4200	and Secondary School Emergency Relief Fund ARI
	and bosonially control Emergency Heller Fana / II II
Dollar throshold used to distinguish	
Dollar threshold used to distinguish between Type A and Type B programs:	<u>\$750,000</u>
	<u>Ψ130,000</u>
Auditee qualified as low-risk auditee?	yes <u>X</u> no

<u>Section II – Financial Statement Findings</u>

During our audit, we noted no material findings for the year ended June 30, 2024.

<u>Section III – Federal Award Findings and Questioned Costs</u>

During our audit, we noted no material instance of noncompliance and none of the costs tested which were reported in the federal financially assisted programs are questioned or recommended to be disallowed.