


APPENDIX A: 2018-19 CHARTER SCHOOL ANNUAL REPORT

PART 1: SCHOOL INFORMATION AND EXECUTIVE SUMMARY	
Name of Charter School:	Year School Opened:
Elm City College Preparatory School	2004
Street Address:	City/Zip Code:
407 James Street	New Haven, CT 06513
School Director:	School Director Contact Information:
Andrew Poole	Andrewpoole@achievementfirst.org /203-772-7010
Grades Authorized to Serve in 2018-19:	Charter Term:
K-12	2017-2020
<p>1. School Performance Best Practices: In 250 words or less, summarize a successful school model resulting in strong student outcomes and a positive school climate during the 2018-19 school year. Describe the strategy and its impact on the school referencing quantitative data. Provide evidence of collaboration with local school districts in this area, as appropriate.</p> <p>Achievement First schools have always been mission and values driven, sustaining a mission that has remained substantially the same some for all 20 years since the opening of Amistad Middle School in 1999, and core values that are an integral part of daily life for all staff, students, and families.</p> <p>In 2018-19 our values were completely refreshed at the behest of school leaders after flagging that the values across schools had diverged to a degree that schools felt the differences and network support was further separated. After a nearly year-long process that secured input from all constituents – leaders, teachers, parents, students, and network support staff – schools and the network adopted a new set of core values we all share:</p> <div style="text-align: center; margin: 10px 0;">  </div> <p>Lead for Racial Equity. AF exists to address the legacy of racism in education. We look at ourselves first. We reflect and talk about the role race plays in our work, experiences, and decisions. We strive to be constantly anti-racist in our words and actions.</p> <p>Strive for Excellence. We set ambitious goals and don't stop until we achieve them. Then, we set new goals.</p> <p>Embrace Challenge. We grow when we're challenged. That's why we welcome mistakes and challenges as opportunities to learn and get better.</p> <p>Care for the Whole Person. We share a journey to fulfill our potential as whole people. We support that journey by honoring each other's identities, emotions, and dreams AND by pushing each other from a place of belief and love.</p> <p>Choose Joy. We choose to see the purpose and joy that is within and around us, and we actively work to spread joy to others throughout each day.</p> <p>Go Further Together. We accomplish more together than we can alone. We join forces on big and small things. We do what we say we will do. We make choices with our team and family in mind.</p>	

Concurrently, Achievement First leadership developed an updated five-year plan that named and instructional vision of GREAT TEACHING fueling an EXCEPTIONAL STUDENT EXPERIENCE.

This vision is based on the idea that there are three big classroom crushers:

- a. Students who don't feel known & loved
- b. Students who are not being asked to think
- c. Students who are bored

In order to create the vision teachers and leaders will consistently ask the following questions of ALL parts of their day.:

Student Experience

- **Positive Tone:** To what extent is the overall tone of the classroom marked by respect, belonging, and a deep belief in all students? (v. neutral, sluggish, marked by control or teacher authority, demand without deep belief)
- **Focused Learning:** To what extent are the habits and routines consistent, predictable, and in service of focused learning?

Great Teaching

- **Feedback:** To what extent is the teacher giving feedback about the quality of student thinking and ideas? (v. feedback to a process or checklist)
- **Discourse:** To what extent are students talking with peers about rich, engaging tasks (low floor, high ceiling) in a way that supports nuanced, conceptual understanding?

PART 2: SCHOOL PERFORMANCE

2. School Goals: State the school’s mission statement. Provide the school’s mission-specific, measurable goals. Analyze school progress toward these goals, providing data as appropriate. Add/Remove rows, as necessary.

Mission Statement:

The mission of Elm City College Prep is to deliver on the promise of equal educational opportunity for all of America’s children. That is what we work for, every day. We know that all children—regardless of race, zip code, or economic status—deserve access to great schools.

Note on Goals: The goals identified below are updated from the 2018-2023 Five Year Strategic Plan completed during the 2018-19 school year.

Goal Statement:	Evidence of Progress toward Goal:
<p>Excellence & Equity – Prepare <u>all</u> our students for long-term success</p>	<p>On the 2017-18 Next Gen Performance Index, Elm City surpassed the state average in points earned for high needs students in every category, with percentage point differences ranging from +8.7 (ELA Growth) to +18.7 (Math Performance).</p>
<p>Consistent Excellence – By 2023 85% of schools will be strong or exemplary on the AF Report Card (AFRC). The AFRC measures schools on a 1,000 point scale where:</p> <ul style="list-style-type: none"> • Exemplary: Topping benchmark districts, national model • Strong: Topping state non-poor or meeting AF goals • Developing*: Between host and state non-poor or AF goals <p>Poor: At host district level or significant gap to AF goals</p>	<p>In 2018 (latest year available), 44% of AF schools across all regions were strong or exemplary. Elm City K-4 was among the strong performers on the very high AF bar, and continues to far exceed the host district of New Haven.</p> <p>On the 2018-19 SBAC Elm City students were 60% proficient in ELA and 55% in Math, compared to the New Haven District at 34.4% in ELA and 22.5% in Math.</p>
<p>Increased College Success – By 2023 Graduating seniors will have an expected college completion (ECC) that exceeds that of the top income quartile (65%). ECC is a term we use to describe the average graduation rate for underrepresented students at the colleges they matriculate to. This data is a strong predictor for long term college success and completion.</p>	<p>The 2018 ECC for our high schools was 55%, a number we recognize as being too low. The five-year goal of 65% is ambitious but realistic, while our long-term aspiration continues to be a 75% college persistence rate.</p>

3. Student Achievement: Data summarizing school performance and academic achievement from the last three years is provided below. Please review data evidencing student growth and progress toward closing achievement gaps.

Performance Metric	*2015-16:	*2016-17:	*2017-18:
ELA Performance Index – All Students	68.1%	68.4%	70.3%
ELA Performance Index – High Needs Students	66.6%	67.5%	70.3%
Math Performance Index – All Students	63.0%	63.4%	66.0%
Math Performance Index – High Needs Students	60.9%	62.2%	66.0%
Science Performance Index – All Students	42.9%	44.6%	N/A

*Source: CSDE analysis based on district submitted and certified data.



Science Performance Index – High Needs Students	42.2%	43.7%	N/A
ELA Avg. Percentage of Growth Target Achieved – All Students	75.3%	56.3%	64.3%
ELA Avg. Percentage of Growth Target Achieved – High Needs Students	72.8%	55.2%	64.3%
Math Avg. Percentage of Growth Target Achieved – All Students	67.6%	59.3%	71.7%
Math Avg. Percentage of Growth Target Achieved – High Needs Students	64.9%	58.2%	71.7%
Average daily attendance rate:	96.5%	95.9%	96.0%
Chronic absenteeism rate:	5.7%	9.1%	6.7%
Overall suspension rate: (% of students with 1+ suspension/ expulsion)	18.3%	16.4%	14.2%
Number of in-school suspensions:	158	99	136
Number of out-of-school suspensions:	185	201	250
Number of expulsions:	*	0	*
Four Year Adjusted Cohort Graduation Rate (if applicable):	N/A	N/A	85.7%
Six Year Adjusted Cohort Graduation Rate (if applicable)	N/A	95.2%	N/A
Accountability Index charter school:	74.2%	73.9%	82.3%
Accountability Index state:	73.1%	73.2%	74.9%

4. Legal compliance Best Practices: In 250 words or less, summarize methods illustrating that the school is acting in compliance with applicable laws and regulations (e.g. support for students with disabilities, English learners, employee and student rights). Describe the areas of operation including policies and procedures that ensure compliance with applicable laws and regulations. Include quantitative and qualitative information associated with compliance. Provide evidence of collaboration with local school districts in this area, as appropriate.

The school has policy documents that set forth compliance with applicable laws and regulations. These policies, including the Family Handbook, Employee Handbook, Fiscal Policies and Procedures, Special Services Playbook, and Behavior Policy, have been reviewed by the Connecticut State Department of Education and other key stakeholders. Additionally, the school has retained a charter management organization to assist in compliance-related areas, including training on and accountability for the policies.

PART 3: STEWARDSHIP, GOVERNANCE, AND MANAGEMENT

5. Financial Documents: As required by C.G.S. § 10-66cc(b)(2) and 10-66pp, the charter school and if applicable, the charter school management organization of the state or local charter school, (1) shall submit FY 2017-18 certified audit statements, including the statement of activities (showing all revenues from public and private sources, expenditures, and net operating gain/loss), balance sheet and statement of cash flows. (2) The charter school and if applicable, the charter school management organization of the state or local charter school, shall submit a complete copy of the most recently completed Internal Revenue Service form 990, including all parts and schedules, **other than Schedule B** of such form. (3) Provide the FY 2018-19 budget. (4) Provide a FY 2019-20 board-approved budget.

6. Financial Condition: Provide the following financial data for FY 2018-19

Total margin (net income/total revenue):	0.33%
Debt to asset ratio (total liabilities/total assets):	7.00%
Debt service coverage ratio (net income+depreciation+interest expense)/ (principal+interest payments):	0.02
Current asset ratio (current assets/current liabilities):	0.99
Days of (unrestricted cash/((total expenditures-depreciation)/365)):	6.05
Cash flow (change in cash balance):	-131,237

7. **Governing Board:** Consistent with C.G.S. § 10-66bb(d)(3)(A), provide the following information for all governing board members. The governing board should include teachers and parents and guardians of students enrolled in the school, and the chairperson of the local or regional board of education of the town in which the charter school is located and which has jurisdiction over a school that resembles the approximate grade configuration of the charter school, or the designee of such chairperson, provided such designee is a member of the board of education or the superintendent of schools for the school district, or the superintendents designee.

Name:	Occupation:	Board Role/Term:	Mailing/Email:	Background Check:
Dick Ferguson	Former COO, Cox Radio	Chair	108 Long Lots Road Westport, CT 06880 dickferguson2000@aol.com	Complete
Laura Saverin	Private Investor and Community Activist	Treasurer	24 Oenoke Ridge New Canaan, CT 06840 lsaverin@gmail.com	Complete
Genevive Walker	Director of Programs, ConnCAT	Secretary	32 Mountain Top Lane New Haven, CT 06513 gwalker@conncat.org	Complete
Patric Gregory	CEO, Highway Safety Corporation	Director	16 Johns Path Madison, CT 06443 pgregory@highwaysafety.net	Complete
Stephanie Ma	Attorney, Crumbie Law Group	Director	10 Elizabeth Terrace North Haven, CT 06473 stephanie.w.ma@gmail.com	Complete
Prish Pierce	Sales, Wareck D'Ostillo Real Living & Shutters/Sails	Director	556 Chapel Street #1 New Haven CT 06511 prishpierce@gmail.com	Complete
Magaly Cajigas	Mortgage Originator in Training, Ion Bank	Director	86 Dell Drive, New Haven, CT	Complete
Nicole Brambila	Student, Yale Law School	Director	nicole.brambila@yale.edu	In process
Joe Rodriguez	Director, New Haven Board of Education	Director	466 Middletown Ave, New Haven, CT	In process
Melinda Hamilton	Retired	Director	melinda.hamilton@comcast.net	In process
				<input type="checkbox"/> Yes <input type="checkbox"/> No

8. Renewal Terms and Other Issues: Provide a progress update on terms established in the charter school’s most recent renewal; summarize actions taken and progress data to substantiate efforts to address such terms. Provide an update on how the charter school is addressing or plans to address the issues noted. The chart below is pre-populated to include terms documented in the school’s last renewal resolution or issues identified by the CSDE.

Standard/Indicator:	Term or Condition:	Progress Update:
1.1 Academic Achievement	The school’s Performance Index rates (1a.-1d.) in the 2017-18 Next Generation Accountability Report have slipped below New Haven, the host district.	As noted in a separate communication, EECP respectfully disagrees that the referenced term and/or condition has been appropriately identified as our data indicates that we have exceeded our host district on all academic indices by 17 to 25 percentage points. We would be happy to work with CSDE to resolve this discrepancy.
1.4 Chronic Absenteeism	The school’s chronic absenteeism rate for the 2016-17 school year was 12.9%, while the state average was 9.9%. The school’s rate for the 2017-18 school year was 15.5%, which remains above the state average of 10.7%.	As noted in a separate communication, EECP respectfully disagrees that the referenced term and/or condition has been appropriately identified as the data above indicates that our chronic absenteeism rate was 6.7 in 2017-18, 4 percentage points below the state average. We would be happy to work with CSDE to resolve this discrepancy.

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9. **Stewardship, Governance, and Management Best Practices:** In 250 words or less, summarize processes established in the areas of **stewardship, governance, and management** (e.g., financial management, reporting compliance, sustaining financial viability, and school operations), to ensure the school is financially viable and organizationally healthy and strong. Describe the strategy and its impact on the school referencing quantitative and qualitative data. Provide evidence of collaboration with local school districts in this area, as appropriate.

Elm City College Prep has fully adhered to requirements previously identified by CSDE, including board approval of key policy documents and school leadership involvement in approval processes.

The Elm City Board also undertook significant revisions to their charter management agreement (CMA) with Achievement First to clearly define when and how the board will be engaged in principal level disciplinary actions. They also formed a personnel committee of the board to handle such matters if they arise.

The Elm City Board continues to invite and welcome participation from the host district board representatives that have been appointed by their respective boards of education and attend our meetings.

A highlight of the year for our boards is the annual board retreat in July or August when the four CT boards (Amistad Academy, Elm City College Prep, AF Bridgeport and AF Hartford) come together for joint presentations and info sharing across charters. The most recent retreat included a presentation by the newly created “Team Student Experience” outlining the many shifts to increase student engagement, voice, and agency.

PART 4: STUDENT POPULATION

10. Enrollment and Demographic Data: Provide 2018-19 student demographic and enrollment information.

Grades Served:	K-12	Student Enrollment:	767
% Free/Reduced-Price Lunch:	71.1%	% Black:	72.4%
% Special Education:	8.3%	% Hispanic:	24.8%
% Limited English Proficiency:	5.4%	% Caucasian:	2.4%

2018-19 Enrollment by Grade Level:

PK	K	1	2	3	4	5	6	7	8	9	10	11	12	Total
	63	66	67	66	64	66	64	68	63	51	46	38	45	767

11. Enrollment Efforts: Summarize the school’s efforts to attract, enroll, and retain a diverse and representative student population, including minority students, low-income students, English learners, and students with disabilities.

Prior to New Haven’s Public Schools of Choice enrollment lottery, Elm City’s student recruitment outreach efforts included multiple direct mailings to New Haven Public Schools students based on a contact list provided by New Haven Public Schools, print and radio advertisements, neighborhood canvassing, partnerships with community organizations, including churches, community centers, daycare centers and after-school programs. Open houses and information sessions were held at the school and representatives of Elm City attended New Haven’s Public Schools of Choice program fair. Information about Elm City and our student admission process was also available at www.achievementfirst.org.

12. Waitlist Data: Provide waitlist totals below, illustrating demand and community support for the school.

2018-19 Waitlist:	2019-20 Waitlist:
374	349

13. Student Population Best Practice: In 250 words or less, summarize systems used in the area of student population (e.g., family and community engagement, recruitment processes, retention strategies), to ensure the school promotes equity by effectively attracting, enrolling and retaining students particularly among targeted populations. Include a brief narrative on the school’s unique model and describe the strategy and its impact on the school referencing quantitative and qualitative data. Provide evidence of collaboration with local school districts in this area, as appropriate.

Achievement First’s New Haven schools aim to serve students who have historically been the most underserved by the traditional public school system. Our location in New Haven neighborhoods and our distinct outreach efforts help us deepen our relationships with members of the New Haven community so that we can become even more effective in identifying, enrolling, and retaining students who reflect the demographics of the city.

Our Community Outreach Associate uses a two-pronged strategy to advance our student recruitment goals. The first strategy is to develop and execute a comprehensive student recruitment campaign plan that includes multiple tactics to engage families and students in the city. As a part of the plan, our Community Outreach Associate has delivered presentations to daycare centers, represented Achievement First at city school fairs, and provided literature on Achievement First to several community-based organizations that serve diverse populations in New Haven.

Our second strategy to attract, enroll and retain special populations is community engagement and outreach. We engage the community onsite at our schools and offsite at local events and meetings to raise awareness of Achievement First with community leaders, residents and families. For instance, our Community Outreach

Associate and school leaders organize and host Visitor Days and information sessions at our New Haven Schools each year for individuals and organizations who have an interest in learning about our instructional practices, enrollment policies and school culture. These discussions and tours often include prospective parents, representatives from daycare centers and afterschool programs, and service providers for students and families who are English Language Learners.

APPENDIX B: 2020-22 TWO YEAR PRELIMINARY ENROLLMENT REQUEST



Directions: On an annual basis, charter schools must submit an enrollment request for the following school year. Consistent with C.G.S. § 10-66bb(c), the State Board of Education considers enrollment requests in the context of each school’s charter and record of student achievement.

C.G.S. § 10-66bb(c)(2) places an enrollment cap on the number of students that a state charter school may enroll. However, charter schools with a demonstrated record of achievement may seek a waiver. If the school submitted 2020-21 and enrollment request 2021-22 requires an enrollment waiver, please specify that below.

1. Complete the table below providing the school’s enrollment and growth history. Submit an enrollment request and growth projections for the upcoming school year.															
School Year:	Actual Enrollment:														
	PK	K	1	2	3	4	5	6	7	8	9	10	11	12	Total
2017-18		65	67	67	67	67	66	62	65	62	51	53	31	29	752
2018-19		62	63	67	66	69	65	68	64	61	47	49	52	24	757
2019-20		63	66	67	66	64	66	64	68	63	51	46	38	45	767
School Year:	2020-2022 Two Year Enrollment Requests:														
	PK	K	1	2	3	4	5	6	7	8	9	10	11	12	Total
2020-21		66	66	64	72	66	65	65	64	64	50	50	50	45	787
2021-22		66	66	66	64	72	66	65	64	64	50	50	50	50	793
2. Based on the requests entered above, is the school seeking a waiver to the enrollment cap described in C.G.S. § 10-66bb(c)(2), no state charter school shall enroll more than two hundred fifty students, or in the case of a kindergarten to grade eight, inclusive, school, more than three hundred students, or twenty-five per cent of the enrollment of the school district in which the state charter school is to be located, whichever is less.														<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
3. Provide a rationale for the enrollment request(s), by school year, including a synopsis of all relevant assumptions.															
<p>Together with Amistad Academy in New Haven, Amistad Academy is a fully grown, five-cluster (2 elementary, 2 middle, 1 high school) school. Growth is driven almost exclusively by larger, backfilled classes rising to Amistad High School at higher rates. Average matriculation rates from Elm City MS to Amistad HS were 87% going into the 2018-19 school year.</p>															
4. Summarize the school’s plans to successfully expand and accommodate the needs of the students served (e.g., programming, staffing, facilities, and class size).															

The Board and school leadership of Elm City is currently exploring the possibility of consolidating the K-8 grades at the 407 James Street campus. While a cost saving measure, leadership sees some programmatic (expanded enrichment) and family friendly (siblings share a campus) benefits. The facility consolidation is not anticipated to have any impact on the enrollment plan above.

APPENDIX C: CHARTER SCHOOL PERFORMANCE FRAMEWORK

The Connecticut State Department of Education’s (CSDE) charter school performance framework promotes clear and transparent expectations for all charter schools. The four performance standards are central to measuring schools’ efficacy and viability, and align to state law and national best practices among charter school authorizers, as accumulated by the National Association of Charter School Authorizers. Within each standard area, the framework identifies a series of indicators used to evaluate charter schools. The framework drives the CSDE’s charter school accountability systems and processes, including initial approval decisions, annual monitoring, and renewal determinations.

Performance Standards:

1. **School Performance:** Is the school a successful model resulting in strong student outcomes and a positive school climate?
2. **Stewardship, Governance, and Management:** Is the school financially and organizationally healthy and viable?
3. **Student Population:** Is the school promoting equity by effectively attracting, enrolling, and retaining students, particularly among targeted populations?
4. **Legal Compliance:** Is the school acting in compliance with applicable laws and regulations?

Performance Standards:

Performance Indicators:

1. School Performance	<ol style="list-style-type: none"> 1.1. Academic Achievement <ol style="list-style-type: none"> a. ELA Performance Index – All Students b. ELA Performance Index – High Needs Students c. Math Performance Index – All Students d. Math Performance Index – High Needs Students e. Science Performance Index – All Students f. Science Performance Index – High Needs Students 1.2. Academic Growth <ol style="list-style-type: none"> a. ELA Academic Growth – All Students b. ELA Academic Growth – High Needs Students c. Math Academic Growth – All Students d. Math Academic Growth – High Needs Students e. Progress toward English Language Proficiency – Literacy f. Progress toward English Language Proficiency - Oral 1.3. Participation Rates (a. All Students, b. High Needs) 1.4. Chronic Absenteeism (a. All Students, b. High Needs) 1.5. Preparation for Postsecondary and Career Readiness - % Taking Courses 1.6. Preparation for Postsecondary and Career Readiness - % Passing Exams 1.7. On-track to High School Graduation 1.8. 4-year Adjusted Cohort Graduation 1.9. 6-year Adjusted Cohort Graduation 1.10. Postsecondary Entrance Rate (All Students) 1.11. Physical Fitness 1.12. Arts Access
2. Stewardship, Governance, and Management	<ol style="list-style-type: none"> 2.1. Financial Management 2.2. Financial Reporting 2.3. Financial Viability 2.4. Governance and Management 2.5. Facility
3. Student Population	<ol style="list-style-type: none"> 3.1. Recruitment and Enrollment Process 3.2. Waitlist and Enrollment Data 3.3. Demographic Representation 3.4. Family and Community Support 3.5. School Culture and Climate
4. Legal Compliance	<ol style="list-style-type: none"> 4.1. Open Meetings and Information Management 4.2. Students with Disabilities 4.3. English Learners 4.4. Rights of Students 4.5. Teacher/Staff Credentials 4.6. Employee Rights



APPENDIX D: STATEMENT OF ASSURANCES

It is imperative that charter schools – as with all other public schools – adopt and uphold the highest ethical and legal standards while delivering excellent academic opportunities for students and their families.

As the authorized representative of **Elm City College Preparatory School**, to the best of my knowledge, I affirm that:

1. Pursuant to C.G.S.A. § 10-66rr, all board members and staff have satisfactorily completed background checks, including a state and national criminal records checks and a record check of the Department of Children and Families child abuse and neglect registry.
2. Pursuant to C.G.S.A. § 10-66rr, if applicable, all charter school management organization (CMO) governing board members and staff members, who performs a service involving direct student contact have satisfactorily completed background checks, as described in (1).
3. All contractors doing business with the school, who performs a service involving direct student contact have satisfactorily completed background checks, as described in (1).
4. Records of any and all background checks described above, are on file at **Elm City College Preparatory School** and available for random audit by the Connecticut State Department of Education (CSDE).
5. Pursuant to C.G.S.A. § 10-66oo, **Elm City College Preparatory School** Governing Board has adopted written anti-nepotism and conflict of interest policies consistent with state law and best practices in nonprofit corporate governance, and pursuant to 10-66bb(d), that no member or employee of the Governing Board has a personal or financial interest in any asset, real or personal, of the charter school.
6. Pursuant to C.G.S.A. § 10-66oo, each member of a governing council of a state or local charter school shall complete training related to charter school governing council responsibilities and best practices at least once during the term of the charter, and that no board member of **Elm City College Preparatory School** serves on the board of another charter school or CMO. *ITAP → in process of receiving training. New Board members currently*
7. All public funds received by **Elm City College Preparatory School** have been, or are being, expended prudently and in a manner required by law.
8. All Governing Board meetings are open and accessible to the public, and that **Elm City College Preparatory School** has posted, and continues to post, on any Internet website that the Governing Board operates, the schedule, agenda, and minutes of each Governing Board meeting, including any meeting of a subcommittee of the Governing Board.
9. **Elm City College Preparatory School** does not discriminate in any employment practice, education program, or educational activity on the basis of race, color, religious creed, sex, age, national origin, ancestry, marital status, sexual orientation, gender identity or expression, disability, or any other basis prohibited by Connecticut state and/or federal nondiscrimination laws.
10. **Elm City College Preparatory School** does not operate any school location outside the scope of its approved charter or subsequent State Board of Education approval.



By signing this Statement of Assurances on behalf of the Governing Board of **Elm City College Preparatory School**, I acknowledge that I understand the terms contained herein and affirm the validity of each statement to the best of my knowledge. I further understand that **Elm City College Preparatory School** may be subject to random audit by the CSDE to verify these statements.

Signature:

Name of Board Chairperson:

Richard Ferguson

Date:

8/23/2019



Accounts				<u>Comments</u>
	<u>2018-19 Full Year</u>	<u>2019-20 Draft</u>		
	<u>Forecast</u>	<u>Budget</u>	<u>Change</u>	
Revenue				
Public Revenue				
General Operating Revenue	8,534,576	8,729,676	195,100	Increased due to higher enrollment at ES/MS/HS in FY20
Other Public Revenues	873,798	906,231	32,433	Increase in student meal program funding at ES/HS
Special Education Funding	200,413	182,520	(17,893)	Decreased SPED funding anticipated at ES/MS
Total Public Revenue	9,608,788	9,818,427	209,640	
Private Revenues	3,077,766	2,803,475	(274,291)	Less philanthropy need due to reductions in staff at ES
Other Revenue	25,282	13,657	(11,625)	
Total Revenue	12,711,835	12,635,559	(76,276)	
	-	-	-	
School Expenses				
Personnel Expenses				
School Salaries and Wages	7,225,461	7,247,057	21,596	Reductions in staff at ES offset by increase at HS, with natural salary increases
Other Personnel Costs	203,083	222,430	19,347	Increased due to after-school non-academic salaries at ES/MS
Bonuses	38,690	38,513	(177)	
Payroll Taxes & Benefits	1,469,037	1,468,441	(596)	
Temporary Staff	49,760	26,475	(23,285)	Decreased substitute teachers and temp admin/ops staff at HS
Total Personnel Expenses	8,986,032	9,002,916	16,884	
Non-Personnel Expenses				
Program Support Activities	279,145	232,738	(46,406)	Decreased field trips (Expeditions) at ES and SAT Prep at HS
Program Materials & Supplies	315,845	282,528	(33,316)	Decreased curriculum support, Orchestra Supplies, and furniture at ES
Operations	536,703	593,588	56,885	Increased student meal expense in FY20
Technology	427,872	389,054	(38,818)	Decreased spending on student software, infrastructure and equipment
General & Administrative	266,133	269,921	3,788	
Physical Plant	830,881	800,746	(30,135)	Decreased maintenance and repairs and site improvements at ES/MS
Supplemental Program	41,522	30,987	(10,535)	
8205 - AF Charter Management Fee	919,825	934,951	15,125	
8216 - Ancillary Services Fees	108,605	90,504	(18,101)	
Total Non-Personnel Expenses	3,726,531	3,625,017	(101,514)	
9903 - Contingencies	-	7,626	7,626	
Total School Expenses	12,712,563	12,635,559	(77,004)	
9901 - Inter-Charter Transfers	-	-	-	
9906 - Unallocated Credit Card Expenses	-	-	-	
Net Income - Surplus/Deficit	(728)	(0)	728	



	YTD as of March 2019			2019			Comments
	YTD Budget	YTD Actuals	YTD Variance	FY19 Budget	March FY19 Forecast	Variance	
Accounts							
Revenue							
Public Revenue							
General Operating Revenue	6,417,941	6,424,807	6,867	8,557,254	8,503,155	(54,099)	Lower enrollment at MS and HS than budgeted
Other Public Revenues	612,857	601,926	(10,931)	817,143	872,063	54,920	Increased Title revenue awarded
Special Education Funding	117,708	199,567	81,858	156,945	199,567	42,622	Higher SPED funding at ES/MS than budgeted
Total Public Revenue	7,148,506	7,226,299	77,793	9,531,341	9,574,784	43,443	
Private Revenues	2,326,260	1,002,123	(1,324,137)	3,101,680	3,067,760	(33,920)	Decreased philanthropy need due to upside in revenue
Other Revenue	7,085	22,364	15,279	9,446	25,271	15,825	
Total Revenue	9,481,851	8,250,786	(1,231,064)	12,642,468	12,667,815	25,348	
School Expenses							
Personnel Expenses							
School Salaries and Wages	5,341,132	5,359,898	18,766	7,121,510	7,202,532	81,022	Add'l Dean/TIRs that were not budgeted at ECCP K-6
Other Personnel Costs	180,994	115,739	(65,254)	241,325	202,062	(39,263)	ECCP K-6 will not run Saturday Academy as budgeted
Bonuses	34,054	650	(33,404)	45,406	38,577	(6,829)	
Payroll Taxes & Benefits	1,118,911	1,074,680	(44,231)	1,491,881	1,464,361	(27,520)	Health insurance lower at ECCP K-6 based on staff selections
Temporary Staff	21,435	38,871	17,436	28,579	49,340	20,761	Higher admin temps/substitute teachers than budgeted at HS
Total Personnel Expenses	6,696,526	6,589,839	(106,687)	8,928,701	8,956,872	28,170	
Non-Personnel Expenses							
Program Support Activities	232,252	172,566	(59,686)	309,669	277,748	(31,921)	Lower field trips and PD than budgeted at ECCP K-6
Program Materials & Supplies	244,518	211,386	(33,131)	326,023	314,735	(11,289)	Lower curricula/curriculum support than budgeted at ES
Operations	396,474	355,066	(41,408)	528,632	533,526	4,893	
Technology	340,688	262,084	(78,604)	454,251	426,793	(27,458)	Less classroom equip/student computers at ES/HS
General & Administrative	204,532	154,883	(49,649)	272,710	265,274	(7,436)	Lower legal fees at all schools
Physical Plant	557,025	586,420	29,395	742,700	827,570	84,870	Higher maintenance and utilities costs than budgeted at ES/HS
Supplemental Program	28,731	22,803	(5,928)	38,308	41,004	2,696	
8205 - AF Charter Management Fee	683,352	683,352	(0)	911,136	916,566	5,430	
8216 - Ancillary Services Fees	67,752	81,302	13,550	90,336	108,403	18,067	
Total Non-Personnel Expenses	2,755,324	2,529,862	(225,462)	3,673,765	3,711,619	37,854	
9903 - Contingencies	30,000	-	(30,000)	40,000	-	(40,000)	Contingency removed at ECCP K-6/MS to offset overages
Total School Expenses	9,481,850	9,119,701	(362,149)	12,642,467	12,668,491	26,024	
9901 - Inter-Charter Transfers	-	-	-	-	-	-	
9906 -Unallocated Credit Card Expenses	-	11,138	11,138	-	-	-	
Net Income - Surplus/Deficit	1	(880,053)	(880,053)	1	(676)	(677)	



	YTD as of March 2019			2019			Comments
	YTD Budget	YTD Actuals	YTD Variance	FY19 Budget	March FY19 Forecast	Variance	
Accounts							
Revenue							
Public Revenue							
General Operating Revenue	3,872,813	3,903,549	30,737	5,163,750	5,163,750	-	
Other Public Revenues	415,687	423,643	7,956	554,250	585,379	31,130	Increased Title revenue awarded
Special Education Funding	59,129	97,212	38,084	78,838	97,212	18,374	Higher SPED funding than budget
Total Public Revenue	4,347,628	4,424,404	76,776	5,796,838	5,846,341	49,504	
Private Revenues	1,221,777	492,697	(729,080)	1,629,036	1,593,982	(35,054)	Decreased philanthropy need due to upside in revenue
Other Revenue	1,500	2,229	729	2,000	2,720	720	
Total Revenue	5,570,905	4,919,330	(651,575)	7,427,874	7,443,043	15,170	
School Expenses							
Personnel Expenses							
School Salaries and Wages	3,247,135	3,330,436	83,301	4,329,513	4,477,288	147,775	Hired +1 Dean and +2.7 TIRs that were not budgeted
Other Personnel Costs	108,000	66,029	(41,971)	144,000	96,500	(47,500)	School will not run Saturday Academy as budgeted
Bonuses	19,500	650	(18,850)	26,000	26,000	-	
Payroll Taxes & Benefits	685,256	663,913	(21,343)	913,674	888,129	(25,545)	Health insurance lower than budget based on staff selections
Temporary Staff	13,688	17,620	3,933	18,250	20,250	2,000	
Total Personnel Expenses	4,073,578	4,078,648	5,070	5,431,437	5,508,167	76,730	
Non-Personnel Expenses							
Program Support Activities	170,948	92,539	(78,409)	227,930	166,500	(61,430)	Lower field trips and PD than budgeted
Program Materials & Supplies	157,875	111,266	(46,609)	210,500	180,800	(29,700)	Lower curricula/curriculum support than budgeted
Operations	193,088	170,540	(22,547)	257,450	256,950	(500)	
Technology	187,363	148,243	(39,120)	249,817	239,167	(10,650)	Lower classroom equipment purchases than budgeted
General & Administrative	108,600	86,079	(22,521)	144,800	138,800	(6,000)	Lower legal fees than budgeted
Physical Plant	219,000	213,187	(5,813)	292,000	342,720	50,720	Higher maintenance and repairs than budgeted
Supplemental Program	-	-	-	-	-	-	
8205 - AF Charter Management Fee	415,454	415,454	(0)	553,939	559,389	5,450	
8216 - Ancillary Services Fees	30,000	36,000	6,000	40,000	48,000	8,000	
Total Non-Personnel Expenses	1,482,327	1,273,308	(209,019)	1,976,436	1,932,326	(44,110)	
9903 - Contingencies	15,000	-	(15,000)	20,000	-	(20,000)	Removed contingency to offset staffing overage
Total School Expenses	5,570,905	5,351,956	(218,949)	7,427,873	7,440,493	12,620	
9901 - Inter-Charter Transfers	-	-	-	-	-	-	
9906 -Unallocated Credit Card Expenses	-	-	-	-	-	-	
Net Income - Surplus/Deficit	0	(432,626)	(432,626)	0	2,550	2,549	



	YTD as of March 2019			2019			Comments
	YTD Budget	YTD Actuals	YTD Variance	FY19 Budget	March FY19 Forecast	Variance	
Accounts Revenue							
Public Revenue							
General Operating Revenue	1,080,000	1,063,059	(16,941)	1,440,000	1,406,250	(33,750)	Enrollment is 3 scholars under budget
Other Public Revenues	126,847	121,712	(5,135)	169,130	179,883	10,753	Increased Title revenue awarded
Special Education Funding	17,500	50,282	32,782	23,333	50,282	26,949	Higher SPED funding than budget
Total Public Revenue	1,224,347	1,235,053	10,706	1,632,463	1,636,415	3,952	
Private Revenues	634,729	506,575	(128,153)	846,305	858,205	11,900	Increased to partially cover enrollment shortfall
Other Revenue	5,100	17,740	12,640	6,800	21,905	15,105	Increased revenue to offset site improvements below
Total Revenue	1,864,176	1,759,368	(104,808)	2,485,568	2,516,525	30,957	
School Expenses							
Personnel Expenses							
School Salaries and Wages	978,311	952,786	(25,525)	1,304,415	1,314,555	10,140	Higher teaching salaries than budgeted
Other Personnel Costs	32,414	21,712	(10,702)	43,219	42,702	(517)	
Bonuses	7,500	-	(7,500)	10,000	5,600	(4,400)	
Payroll Taxes & Benefits	218,154	190,373	(27,780)	290,871	288,536	(2,336)	
Temporary Staff	2,438	3,250	813	3,250	3,250	-	
Total Personnel Expenses	1,238,817	1,168,122	(70,695)	1,651,756	1,654,643	2,888	
Non-Personnel Expenses							
Program Support Activities	8,921	16,028	7,106	11,895	25,325	13,430	Higher PD and student incentives than budgeted
Program Materials & Supplies	38,179	45,923	7,744	50,905	65,652	14,747	Higher Copier Lease than budgeted
Operations	60,750	44,298	(16,452)	81,000	81,096	96	
Technology	96,335	67,648	(28,687)	128,447	121,243	(7,204)	Lower cell phone usage and tech infrastructure than budgeted
General & Administrative	53,243	39,013	(14,231)	70,991	73,606	2,615	
Physical Plant	200,634	216,064	15,430	267,512	281,152	13,640	Higher site improvements than budgeted
Supplemental Program	5,475	9,150	3,675	7,300	9,150	1,850	
8205 - AF Charter Management Fee	116,821	116,821	(0)	155,761	156,656	895	
8216 - Ancillary Services Fees	30,000	36,000	6,000	40,000	48,000	8,000	
Total Non-Personnel Expenses	610,359	590,944	(19,415)	813,812	861,881	48,070	
Total School Expenses	1,864,175	1,759,066	(105,109)	2,485,567	2,516,524	30,957	Removed contingency to partially offset enrollment shortage
9901 - Inter-Charter Transfers	-	-	-	-	-	-	
9906 -Unallocated Credit Card Expenses	-	-	-	-	-	-	
Net Income - Surplus/Deficit	0	302	302	0	1	0	



Accounts	YTD as of March 2019			2019			Comments	Amistad Share	Elm City Share	BPT Share 2018
	YTD Budget	YTD Actuals	YTD Variance	FY19 Budget	March FY19 Forecast	Variance		2018-19 Budget	2018-19 Budget	19 Budget
								FY19 Forecast	FY19 Forecast	FY19 Forecast
Revenue										
Public Revenue										
General Operating Revenue	5,670,000	5,643,185	(26,815)	7,560,000	7,481,250	(78,750)	Enrollment is 7 under budget	251	172	242
Other Public Revenues	272,147	218,928	(53,219)	362,863	413,315	50,452	Increased Title revenue awarded	38%	26%	36%
Special Education Funding	158,979	201,519	42,540	211,972	201,519	(10,453)	Lower Special Education funding than budget	2,834,646	1,933,155	2,713,449
Total Public Revenue	6,101,126	6,063,632	(37,494)	8,134,835	8,096,084	(38,751)		156,605	106,800	149,909
Private Revenues	1,817,935	11,033	(1,806,901)	2,423,913	2,382,249	(41,664)		76,356	52,073	73,091
Other Revenue	1,875	9,268	7,393	2,500	2,500	-		3,067,606	2,092,028	2,936,449
Total Revenue	7,920,936	6,083,933	(1,837,003)	10,561,248	10,480,833	(80,415)		902,634	615,573	864,042
								947	646	907
								3,971,187	2,708,247	3,801,398
School Expenses								-	-	-
Personnel Expenses								-	-	-
School Salaries and Wages	4,317,671	4,166,702	(150,969)	5,756,895	5,459,321	(297,574)	Less teachers/TIRs than budgeted	2,068,537	1,410,688	1,980,096
Other Personnel Costs	157,043	108,352	(48,691)	209,390	243,266	33,876	Higher vacation academy and tutoring than budget	92,173	62,860	88,233
Bonuses	27,300	-	(27,300)	36,400	27,000	(9,400)	Lower attendance bonus payout anticipated	10,230	6,977	9,793
Payroll Taxes & Benefits	833,984	852,919	18,935	1,111,979	1,113,375	1,396		421,858	287,696	403,821
Temporary Staff	20,548	69,662	49,114	27,397	100,000	72,603	Higher admin temps/substitute teachers than budget	37,890	25,840	36,270
Total Personnel Expenses	5,356,546	5,197,635	(158,911)	7,142,061	6,942,962	(199,099)		2,630,688	1,794,061	2,518,212
Non-Personnel Expenses								-	-	-
Program Support Activities	202,721	247,676	44,955	270,295	332,520	62,225	Higher SAT Prep and TFA Fees than budgeted	125,992	85,923	120,605
Program Materials & Supplies	187,553	209,743	22,189	250,071	264,250	14,179	Higher assessment fees and copier lease than budget	100,124	68,282	95,844
Operations	552,000	542,677	(9,323)	736,000	756,500	20,500	Higher student transportation costs than budget	286,638	195,480	274,383
Technology	220,549	178,762	(41,786)	294,065	256,898	(37,166)	Less student computer purchases than budget	97,339	66,383	93,177
General & Administrative	165,205	115,293	(49,912)	220,274	204,599	(15,675)	Lower legal and postage fees than budget	77,522	52,868	74,208
Physical Plant	531,699	608,237	76,538	708,932	788,305	79,373	Higher maintenance and utilities costs than budget	298,689	203,698	285,918
Supplemental Program	90,000	52,838	(37,162)	120,000	123,275	3,275		46,709	31,854	44,712
8205 - AF Charter Management Fee	584,663	584,663	(0)	779,550	776,008	(3,542)		294,030	200,521	281,458
8216 - Ancillary Services Fees	30,000	36,000	6,000	40,000	48,000	8,000		18,187	12,403	17,410
Total Non-Personnel Expenses	2,564,390	2,575,890	11,500	3,419,187	3,550,356	131,169		1,345,230	917,412	1,287,714
Total School Expenses	7,920,936	7,773,524	(147,411)	10,561,248	10,493,317	(67,930)		3,975,918	2,711,473	3,805,926
9901 - Inter-Charter Transfers	-	-	-	-	-	-		-	-	-
9906 - Unallocated Credit Card Expenses	-	43,104	43,104	-	-	-		-	-	-
Net Income - Surplus/Deficit	0	(1,732,695)	(1,732,695)	0	(12,485)	(12,485)		(4,731)	(3,226)	(4,528)

Elm City College Preparatory, Inc.

**Financial Statements,
Federal Awards in Accordance
with the Uniform Guidance,
State Financial Assistance in Accordance with
the State Single Audit Act,
and Independent Auditor's Reports**

June 30, 2018

Elm City College Preparatory, Inc.

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Independent Auditor's Report

To the Board of Directors
Elm City College Preparatory, Inc.

Report on the Financial Statements

We have audited the accompanying financial statements of Elm City College Preparatory, Inc., which comprise the statement of financial position as of June 30, 2018, and the related statements of activities and changes in net assets, functional expenses 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 Elm City College Preparatory, Inc. as of June 30, 2018, 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

Report on Summarized Comparative Information

We have previously audited Elm City College Preparatory, Inc.'s 2017 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated November 16, 2017. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2017 is consistent, in all material respects, with the audited financial statements from which it has been derived.

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying schedules of expenditures of federal awards and state financial assistance, as required by Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance) and the State Single Audit Act, are presented for 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.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated November 29, 2018, on our consideration of Elm City College Preparatory, Inc.'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 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 Elm City College Preparatory, Inc.'s 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 Elm City College Preparatory, Inc.'s internal control over financial reporting and compliance.



Hartford, Connecticut
November 29, 2018

Elm City College Preparatory, Inc.

**Statement of Financial Position
June 30, 2018
(With Comparative Totals for 2017)**

	<u>2018</u>	<u>2017</u>
<u>Assets</u>		
Cash	\$ 365,084	\$ 852,983
Grants receivable	1,063,951	1,068,184
Other receivables	2,945	10,000
Prepaid expenses and other assets	121,935	96,336
Due from related party	365,027	528,449
Due from other schools	20,200	159,329
Construction in progress	22,656	667,792
Property and equipment, net	<u>35,825,598</u>	<u>36,685,108</u>
Total assets	<u>\$ 37,787,396</u>	<u>\$ 40,068,181</u>
<u>Liabilities and Net Assets</u>		
Liabilities		
Accounts payable and accrued expenses	\$ 184,731	\$ 305,813
Accrued salaries and other payroll related expenses	105,435	130,079
Due to other schools	689,029	690,163
Prepaid revenue	-	27,869
Mortgage payable	2,933,727	3,921,531
Loans payable	<u>77,764</u>	<u>-</u>
Total liabilities	<u>3,990,686</u>	<u>5,075,455</u>
Commitments and contingencies		
Net assets		
Unrestricted	33,796,710	34,986,846
Temporarily restricted	<u>-</u>	<u>5,880</u>
Total net assets	<u>33,796,710</u>	<u>34,992,726</u>
Total liabilities and net assets	<u>\$ 37,787,396</u>	<u>\$ 40,068,181</u>

See Notes to Financial Statements.

Elm City College Preparatory, Inc.

**Statement of Activities and Changes in Net Assets
Year Ended June 30, 2018
(With Comparative Totals for 2017)**

	Unrestricted	Temporarily restricted	2018	2017
Operating revenue				
State and local per pupil operating revenue	\$ 7,909,000	\$ -	\$ 7,909,000	\$ 7,909,000
Federal, state and local grants	617,361	-	617,361	496,280
Student meal revenue	482,393	-	482,393	428,792
Releases from restrictions	5,880	(5,880)	-	-
Total operating revenue	9,014,634	(5,880)	9,008,754	8,834,072
Expenses				
Program services	12,576,865	-	12,576,865	12,498,003
General and administrative	1,901,587	-	1,901,587	2,097,564
Fundraising	93,250	-	93,250	128,927
Total expenses	14,571,702	-	14,571,702	14,724,494
Deficit on school operations from government funding	(5,557,068)	(5,880)	(5,562,948)	(5,890,422)
Support and other revenue				
Contributions - operations	3,139,000	-	3,139,000	3,618,093
Contributions - capital projects	250,000	-	250,000	750,000
State funding for debt repayment	850,000	-	850,000	-
In-kind contributions	105,458	-	105,458	195,883
Interest and other income	22,474	-	22,474	19,384
Total support and other revenue	4,366,932	-	4,366,932	4,583,360
Change in net assets	(1,190,136)	(5,880)	(1,196,016)	(1,307,062)
Net assets, beginning	34,986,846	5,880	34,992,726	36,299,788
Net assets, end	\$ 33,796,710	\$ -	\$ 33,796,710	\$ 34,992,726

See Notes to Financial Statements.

Elm City College Preparatory, Inc.

**Statement of Functional Expenses
Year Ended June 30, 2018
(With Comparative Totals for 2017)**

	Program services	General and administrative	Fundraising	2018 Total	2017 Total
Personnel services costs					
Administrative staff personnel	\$ -	\$ 948,182	\$ -	\$ 948,182	\$ 1,065,660
Instructional personnel	6,288,533	-	-	6,288,533	5,987,269
Total personnel services costs	6,288,533	948,182	-	7,236,715	7,052,929
Fringe benefits and payroll taxes	1,139,823	171,862	-	1,311,685	1,293,770
Retirement	55,332	8,343	-	63,675	59,248
Management company fees	808,117	47,440	93,250	948,807	992,645
Accounting/audit services	-	32,887	-	32,887	42,180
Other purchased/professional/ consulting services	9,429	9,687	-	19,116	14,323
Building and land rent/lease	40,452	6,099	-	46,551	114,899
Repairs and maintenance	476,156	71,795	-	547,951	601,707
Insurance	50,464	7,609	-	58,073	49,217
Utilities	194,855	29,380	-	224,235	235,153
Supplies/materials	181,499	-	-	181,499	341,156
Equipment/furnishings	29,694	4,477	-	34,171	39,160
Staff development	89,666	3,759	-	93,425	93,408
Marketing/recruitment	4,590	-	-	4,590	13,905
Technology	372,134	6,643	-	378,777	307,055
Food service	468,678	-	-	468,678	464,899
Student services	354,050	-	-	354,050	438,746
Office expense	177,166	74,271	-	251,437	265,171
Depreciation and amortization	1,791,878	447,969	-	2,239,847	2,186,728
Other	36,687	6,818	-	43,505	68,135
Parental activities	7,662	-	-	7,662	8,385
Interest expense	-	24,366	-	24,366	41,675
Total expenses	\$ 12,576,865	\$ 1,901,587	\$ 93,250	\$ 14,571,702	\$ 14,724,494

See Notes to Financial Statements.

Elm City College Preparatory, Inc.

**Statement of Cash Flows
Year Ended June 30, 2018
(With Comparative Totals for 2017)**

	2018	2017
Cash flows from operating activities		
Change in net assets	\$ (1,196,016)	\$ (1,307,062)
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities		
Depreciation and amortization	2,239,847	2,186,728
Grants received for long-term purposes	(1,100,000)	(750,000)
Property and equipment from in-kind donations	(42,796)	-
Changes in operating assets and liabilities		
Grants receivable	4,233	4,441
Other receivables	7,055	10,972
Prepaid expenses and other assets	(25,599)	(4,700)
Due from related party	163,422	(508,190)
Due from other schools	139,129	2,505
Accounts payable and accrued expenses	(71,089)	(537,993)
Accrued salaries and other payroll related expenses	(24,644)	32,234
Due to other schools	(1,134)	159,292
Prepaid revenue	(27,869)	(61,749)
	<u>64,539</u>	<u>(773,522)</u>
Net cash provided by (used in) operating activities		
Cash flows from investing activities		
Construction in progress	(648,725)	(674,400)
Purchase of property and equipment	(10,449)	(11,165)
	<u>(659,174)</u>	<u>(685,565)</u>
Net cash used in investing activities		
Cash flows from financing activities		
Contributions restricted for long-term purposes	250,000	750,000
Grant received for payment of debt	850,000	-
Repayment of mortgages payable	(987,804)	(139,495)
Repayment of loans payable	(5,460)	-
	<u>106,736</u>	<u>610,505</u>
Net cash provided by financing activities		
Net decrease in cash	(487,899)	(848,582)
Cash, beginning	<u>852,983</u>	<u>1,701,565</u>
Cash, end	<u>\$ 365,084</u>	<u>\$ 852,983</u>
Supplemental disclosure of cash flow information		
Interest paid	<u>\$ 164,086</u>	<u>\$ 181,335</u>
Noncash investing and financing transactions		
Construction in progress transferred to property and equipment	\$ 1,243,868	\$ 629,082
Construction in progress funded through accounts payable	-	49,993
Property and equipment funded by loan proceeds	83,224	-

Elm City College Preparatory, Inc.

**Notes to Financial Statements
June 30, 2018**

Note 1 - Nature of operations

Elm City College Preparatory, Inc. (the "School") was incorporated to focus on strengthening the academic and character skills needed for all students to excel in top tier colleges, to achieve success in a competitive world and to serve as the next generation of leaders in their communities. On March 3, 2004, the Board of Education of the State of Connecticut granted the School a charter which has been renewed through June 30, 2020. The School is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code (the "IRC"). The School's primary sources of income are per pupil and other government funding. Today the School serves students from low-income households in New Haven, Connecticut. In fiscal year 2018, the School operated classes for students in grades K-12.

Note 2 - Summary of significant accounting policies

Basis of presentation

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the School and changes therein are classified and reported as follows:

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

Board designated - The School aspires to have a reserve of 2.5% of its annual budget at any time. Cash basis operating surpluses, if they exist at year-end, may be used to accumulate the board-designated reserve. Utilization of the reserve may be approved by the Board of Directors and used for emergency funds in case of an unexpected financial crises, start-up costs for growth needs, facility capital requirements, principal-in-residence salaries and one-time projects which have significant future potential. The reserve balance will be generated from the School's budgeted per-pupil operating revenue, excluding state and federal nonoperating grants. As of June 30, 2018, there was no board-designated reserve.

Temporarily restricted net assets - Net assets resulting from contributions and other inflows of assets whose use by the School are limited by donor-imposed stipulations that either expire by the passage of time or can be fulfilled and removed by actions of the School pursuant to those stipulations. When such stipulations end or are fulfilled, such temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities and changes in net assets. However, if a restriction is fulfilled in the same period in which the contribution is received, the School reports the support as unrestricted.

Permanently restricted net assets - Net assets resulting from contributions and other inflows of assets whose use by the School is limited by donor-imposed stipulations that neither expire by the passage of time nor can be fulfilled or otherwise removed by actions of the School.

Grants and other receivables

Grants receivable represent amounts owed to the School based on exchange transactions. Grants receivable are recorded at net realizable value in the amount of \$993,168 at June 30, 2018. The School has determined that no allowance for uncollectible accounts for grants receivable is necessary as of June 30, 2018, based on management's assessments of the creditworthiness of its grantors, the aging of its receivables, as well as current economic conditions and historical information.

Elm City College Preparatory, Inc.

**Notes to Financial Statements
June 30, 2018**

Revenue recognition

Federal, state and private awards are used to finance education programs and capital improvements. The School recognizes grants to the extent that eligible grant costs are incurred. Receivables are recognized to the extent costs have been incurred, but not reimbursed.

Revenue from the state and local governments resulting from the School's charter status is based on the number of students enrolled and is recorded when services are performed in accordance with the charter agreement.

Contributions are recognized by the School when a donor makes a promise to give that is, in substance, unconditional. Contributions that are restricted by the donor, but whose restrictions are met in the same period, are reported as increases to unrestricted net assets. All other donor-restricted contributions are reported as increases to temporarily restricted net assets. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets.

The School receives a substantial portion of its support and revenue from the State Department of Education. If the charter school laws were modified, reducing or eliminating these revenues, the School's finances could be materially adversely affected.

Donated goods and services

The School occasionally receives contributed goods and services. Such goods and services are only recorded as in-kind contributions at their fair value, provided they meet the criteria for recognition. Such criteria includes contributions of services that (i) create or enhance non-financial assets or those that require specialized skills, (ii) are provided by individuals possessing those skills, and (iii) would typically need to be purchased, if not provided by donation, and are recorded at their fair value in the period received. Contributed services received from Board members and volunteers are not recorded in the financial statements since these services do not meet the criteria for recognition as contributed services.

Property and equipment

Property and equipment are stated at cost less accumulated depreciation and amortization. The School has established a \$3,000 threshold above which assets are capitalized. Property and equipment acquired with certain government contract funds are recorded as an expense pursuant to the terms of the contract in which the government funding source retains ownership of the property. Leasehold improvements are amortized on a straight-line basis over the lesser of the term of the related lease or the estimated useful lives of the assets. Long-term projects that have not been placed in service are included in construction in progress; depreciation does not commence until the asset is placed in service.

Depreciation and amortization are provided on a straight-line basis over the estimated useful lives or lease terms as follows:

Building	27 years
Land improvements	10 years
Leasehold improvements	3 - 27 years
Furniture and fixtures	3 - 5 years
Computers and hardware	3 - 5 years
Musical instruments	5 years
Equipment	5 years
Software	3 - 5 years

Elm City College Preparatory, Inc.

**Notes to Financial Statements
June 30, 2018**

Long-lived assets

The School recognizes an impairment loss when the carrying amount of a long-lived asset exceeds its fair value. In the event that facts and circumstance indicate that the carrying amounts of long-lived assets may be impaired, an evaluation of recoverability would be performed. The evaluation process consists of comparing the estimated future undiscounted cash flows associated with the asset to the asset's carrying amount to determine if a write down is required. If the review indicates that the asset will not be recoverable, the carrying value of the asset would be reduced to its estimated realizable value. There was no impairment loss recognized for the year ended June 30, 2018.

Statement of cash flows

For purposes of reporting cash flows, the School considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents. There were no cash equivalents at June 30, 2018.

Functional allocation of expenses

Expenses that can be directly identified with the program or supporting service to which they relate are charged accordingly. Other expenses by function have been allocated among program and supporting service classifications using bases determined by management to be reasonable.

Income taxes

The School is classified by the Internal Revenue Service as exempt from income tax under Section 501(a) of the IRC as a public education school described in Section 501(c)(3).

The School has no unrecognized tax benefits at June 30, 2018. The School's federal and state income tax returns prior to fiscal year 2015 are closed and management continually evaluates expiring statutes of limitations, audits, proposed settlements, changes in tax law and new authoritative rulings.

If applicable, the School would recognize interest and penalties associated with tax matters as part of general and administrative expenses in the statement of activities and changes in net assets and include accrued interest and penalties in accrued expenses in the statement of financial position. The School did not recognize any interest or penalties associated with tax matters for the year ended June 30, 2018.

Prior year summarized information

The financial statements include certain prior year summarized comparative information in total, but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the School's financial statements for the year ended June 30, 2017, from which the summarized information was derived.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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 revenue and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates include useful lives of property and equipment.

Elm City College Preparatory, Inc.

**Notes to Financial Statements
June 30, 2018**

Concentrations of credit risk

The School maintains cash in one financial institution. Accounts at this institution are insured by the Federal Deposit Insurance Corporation. From time to time, the School's balances may exceed these limits. At June 30, 2018, the School's uninsured bank balances totaled \$221,962. The School limits its credit risk by selecting financial institutions considered to be highly creditworthy.

Subsequent events

Management has reviewed subsequent events through November 29, 2018, which is the date the financial statements were approved and available for issuance.

Note 3 - Concentrations

The School currently receives approximately 98% of its operating revenue, which is subject to specific requirements, from the Federal and State Departments of Education. Approximately 100% of the School's grants receivable consists of a receivable from the State of Connecticut for school construction payments.

Note 4 - Conditional promise to receive

During 2016, Achievement First, Inc. received a grant restricted for facilities' renovations at the School's elementary and middle school totaling \$2,500,000 that contained donor conditions. The School recognized \$1,000,000 as of the fiscal year ended June 30, 2018 upon meeting certain conditions of the grant requirements. During 2018, \$500,000 of the original promise was reallocated to another school with permission of the funder. Since this grant represents a conditional promise to give, the remaining \$1,000,000 has not been recorded as contribution revenue until donor conditions are met.

Note 5 - Construction in progress

Construction in progress at June 30, 2018 represents long-term projects that have not been placed in service. Depreciation does not commence until the asset is placed in service.

Elm City College Preparatory, Inc.

**Notes to Financial Statements
June 30, 2018**

Note 6 - Property and equipment

The following is a summary of property and equipment at June 30, 2018:

Buildings	\$ 36,731,039
Land	2,734,744
Land improvements	836,798
Leasehold improvements	2,415,963
Furniture and fixtures	1,203,292
Computers and hardware	438,085
Musical instruments	99,543
Equipment	569,046
Software	<u>65,186</u>
	45,093,696
Less accumulated depreciation and amortization	<u>(9,268,098)</u>
Net property and equipment	<u>\$ 35,825,598</u>

Depreciation and amortization expense was \$2,239,847 for the year ended June 30, 2018.

Note 7 - Related party transactions

The School entered into an Academic and Business Services Agreement (the "Agreement") with Achievement First, Inc. ("AF, Inc."), a not-for-profit organization dedicated to helping start and run charter schools. The Agreement provides management and other administrative support services to the School.

Pursuant to the terms of the Agreement, the School pays a service fee equivalent to 10% of all public revenues received by the School during or for that school year. Public revenues include all sources of revenue from a public source, but specifically exclude in-kind contributions such as student transportation, start-up funding, funding for student meals, and funding from competitive public grants. The term of the Agreement is through the Charter renewal date of June 30, 2020. The Agreement automatically renews to coincide with the charter renewals. The Agreement covers services including bookkeeping, facilities acquisition and management, special education delivery support, data analysis management support, and tutoring program support. The School is to pay AF, Inc. an ancillary services fee that is mutually negotiated by the School and AF, Inc. For the year ended June 30, 2018, the School incurred management and ancillary service fees of \$948,807, which are included in the accompanying statement of functional expenses.

AF, Inc. pledged \$3,123,413 in operating funding and \$250,000 for facilities funding for the year ended June 30, 2018. At June 30, 2018, the amount due from AF, Inc. was \$365,027.

Note 8 - Due to/from other schools

The School entered into a Cooperative Arrangement Agreement (the "Arrangement") with Amistad Academy, Inc. ("Amistad"), a non-profit charter school located in New Haven, Connecticut. The Arrangement provides educational services to high school students of Elm City College Preparatory, Inc. and sets forth the terms and conditions of the joint program. Under the Arrangement, Amistad was permitted to pay operating expenses incurred and then bill the School

Elm City College Preparatory, Inc.

**Notes to Financial Statements
June 30, 2018**

for a proportionate share of those costs. The proportionate share was based on the number of students enrolled in the high school as of October 1 divided by the total enrollment of the high school as of the same date. At June 30, 2018, the amount due to Amistad was \$654,362.

Throughout the year, the School shares various costs with other schools. The following amounts are outstanding at June 30, 2018:

Due from Achievement First Hartford Academy, Inc.	\$ 3,689
Due from Achievement First Brooklyn Charter Schools	4,983
Due to Amistad Academy, Inc.	(654,362)
Due to Achievement First Bridgeport Academy, Inc.	(34,667)
Due from Achievement First Rhode Island, Inc.	11,528
	<hr/>
	\$ (668,829)
	<hr/> <hr/>

Note 9 - Line of credit

The School has a demand note line of credit agreement with a financial institution in which it can borrow up to \$400,000. Interest accrues at 5.5%. The line of credit has no expiration date, but is expected to be renewed on an annual basis. The loan is collateralized by certain assets of the School. There was no outstanding balance on the line of credit at June 30, 2018.

Note 10 - Mortgage payable

The first mortgage is payable in monthly installments of \$3,317 including interest at 3.55% through July 15, 2018, at which point the interest rate is adjusted to the 5-year Federal Home Loan Bank of New York plus 2.5%. The loan matures on July 15, 2035 and is secured by certain real estate. The balance on this loan as of June 30, 2018 was \$507,490.

The School secured a second mortgage loan of \$1,196,000 from an unrelated party in order to finance the rehabilitation of Amistad High School. Mortgage is payable in monthly installments of \$7,620 including interest at 4.52% through December 10, 2018, at which point the interest rate is adjusted to the 5-year Federal Home Loan Bank of New York plus 2.5%. The outstanding balance will be amortized over twenty years, with a rate change every five years. The loan matures on December 10, 2023 and is secured by certain real estate. The balance on this loan as of June 30, 2018 was \$171,646. The mortgage is collateralized by a second lien on 794 Dixwell Avenue and 13-21 Elizabeth Street, New Haven, Connecticut, as well as a second lien on leases, rentals and agreements for the leasing or rental of the mortgaged property. The mortgage is also secured by the personal property and fixtures, leases, rental and sales agreements, security deposits, income and profit of any kind, books and records and insurance proceeds and condemnation awards.

The School has a construction to permanent mortgage loan of up to \$7,000,000 during the first 24 months and not more than \$5,000,000 upon completion and conversion to a permanent mortgage loan in order to finance the construction of a new high school. The construction loan is dated December 10, 2013 and was converted to a permanent loan in December 2015. The permanent mortgage matures on December 31, 2025 with an interest rate adjusted to the 5-year Federal Home Loan Bank of New York plus 2.5% (4.66% at June 30, 2018). The balance on this loan as of June 30, 2018 was \$2,254,591. The loan is secured by the same collateral as the first mortgage payable.

Elm City College Preparatory, Inc.

**Notes to Financial Statements
June 30, 2018**

Future maturities of long-term debt for the five years subsequent to June 30, 2018 and thereafter are as follows:

2019	\$	155,516
2020		162,595
2021		169,999
2022		148,953
2023		129,838
Thereafter		<u>2,166,826</u>
	\$	<u><u>2,933,727</u></u>

Interest expense after allocation to other schools for the year ended June 30, 2018 was \$24,366.

Note 11 - Loans payable

The School entered into two loans with a third party to fund utility improvements at the elementary and middle schools. The loans are payable in monthly installments with interest ranging from .019%-.306%. Future maturities of the loans payable are as follows:

2019	\$	22,408
2020		22,450
2021		22,492
2022		<u>10,414</u>
	\$	<u><u>77,764</u></u>

Note 12 - Operating leases

The School leases various office equipment under non-cancelable operating leases through May 2022. The lease expense for the year ended June 30, 2018 was \$84,271. Future minimum lease payments are as follows:

2019	\$	54,040
2020		37,263
2021		25,649
2022		<u>8,072</u>
	\$	<u><u>125,024</u></u>

Elm City College Preparatory, Inc.

**Notes to Financial Statements
June 30, 2018**

Note 13 - Pension plan

Effective September 1, 2007, the School adopted a 403(b) profit sharing plan (the "Plan") which covers employees not eligible for the Connecticut State Teachers' Retirement Board Plan (the "TRB Plan"). The Plan is a defined contribution plan. Employees are eligible to enroll in the Plan either the first day of the Plan year or the first day of the seventh month of the Plan year. In July 2011, the School adopted an amendment to the Plan which provides for an employer match for employees meeting certain criteria. For the year ended June 30, 2018, the School's contribution was \$63,675.

Certain employees of the School are required to participate in the TRB Plan, a defined benefit plan established and administered by the Connecticut State Teachers' Retirement Board. The School is not required to and does not contribute to the TRB Plan.

Note 14 - Risk management

The School is exposed to various risks of loss related to torts; thefts of, damage to and destruction of assets; actions by employees and parents; and natural disasters. The School maintains commercial insurance to protect itself from these risks.

The School entered into contractual relationships with certain governmental funding sources. The governmental agencies may request return of funds as a result of noncompliance by the School, as well as additional funds for the use of facilities. The accompanying financial statements make no provision for the possible disallowance or refund because management does not believe that there are any liabilities to be recorded.

Note 15 - Commitments

At June 30, 2018, the School has outstanding commitments on signed construction contracts to spend \$49,667 on improvements at the middle school.

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
Elm City College Preparatory, Inc.

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 Elm City College Preparatory, Inc. (a nonprofit organization) which comprise the statement of financial position as of June 30, 2018, and the related statements of activities and changes in net assets, 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 November 29, 2018.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered Elm City College Preparatory, Inc.'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 Elm City College Preparatory, Inc.'s internal control. Accordingly, we do not express an opinion on the effectiveness of Elm City College Preparatory, Inc.'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 Elm City College Preparatory, Inc.'s financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

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

CohnReznick LLP

Hartford, Connecticut
November 29, 2018

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

To the Board of Directors
Elm City College Preparatory, Inc.

Report on Compliance for Each Major Federal Program

We have audited Elm City College Preparatory, Inc.'s compliance with the types of compliance requirements described in the *OMB Compliance Supplement* that could have a direct and material effect on each of Elm City College Preparatory, Inc.'s major federal programs for the year ended June 30, 2018. Elm City College Preparatory, Inc.'s major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

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

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of Elm City College Preparatory, Inc.'s major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about Elm City College Preparatory, Inc.'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 Elm City College Preparatory, Inc.'s compliance.

Opinion on Each Major Federal Program

In our opinion, Elm City College Preparatory, Inc. 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, 2018.

Report on Internal Control over Compliance

Management of Elm City College Preparatory, Inc. 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 Elm City College Preparatory, Inc.'s internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of Elm City College Preparatory, Inc.'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 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 the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.



Hartford, Connecticut
November 29, 2018

Elm City College Preparatory, Inc.

**Schedule of Expenditures of Federal Awards
Year Ended June 30, 2018**

Federal grantor/pass- through grantor/ program or cluster title	Federal CFDA number	Pass-through entity identifying number	Passed through to subrecipients	Total federal expenditures
U.S. Department of Agriculture				
Passed through State Department of Education				
Child Nutrition Cluster				
School Breakfast Program	10.553	12060-20508-82079	\$ -	\$ 146,394
National School Lunch Program	10.555	12060-20560-82079	-	290,846
National School Lunch Program - Commodities	10.555	12060-20560-82079	-	<u>27,375</u>
Total Child Nutrition Cluster			<u>-</u>	<u>464,615</u>
U.S. Department of Education				
Passed through State Department of Education				
Title I Grants to Local				
Educational Agencies (LEAs)	84.010	12060-20679-82070	-	396,916
Supporting Effective Instruction State Grants	84.367	12060-20858-84131	-	<u>50,483</u>
Total U.S. Department of Education			<u>-</u>	<u>447,399</u>
Total Expenditures of Federal Awards			<u>\$ -</u>	<u>\$ 912,014</u>

See Notes to Schedule of Expenditures of Federal Awards.

Elm City College Preparatory, Inc.

**Notes to Schedule of Expenditures of Federal Awards
June 30, 2018**

Note 1 - Basis of presentation

The accompanying schedule of expenditures of federal awards (the "Schedule") includes the federal award activity of Elm City College Preparatory, Inc. under programs of the federal government for the year ended June 30, 2018. 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 Elm City College Preparatory, Inc., it is not intended to and does not present the financial position, changes in net assets, or cash flows of Elm City College Preparatory, Inc.

Note 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.

Note 3 - Indirect cost rate

Elm City College Preparatory, Inc. has not elected to use the 10% de minimis indirect cost rate as allowed under the Uniform Guidance.

Note 4 - Noncash federal awards

Elm City College Preparatory, Inc. received and expended \$27,375 of USDA donated commodities under the National School Lunch Program.

Elm City College Preparatory, Inc.

Schedule of Findings and Questioned Costs
Year Ended June 30, 2018

I. Summary of Auditor's Results

Financial Statements

Type of auditor's report issued: Unmodified opinion

Internal control over financial reporting:

Material weakness(es) identified? yes X no
Significant deficiency(ies) identified? yes X none reported

Noncompliance material to financial statements noted? yes X no

Federal Awards

Internal control over major programs:

Material weakness(es) identified? yes X no
Significant deficiency(ies) identified? yes X none reported

Type of auditor's report issued on compliance for major programs: Unmodified opinion

Any audit findings disclosed that are required to be reported in accordance with 2 CFR Section 200.516(a)? yes X no

Identification of major programs:

<u>CFDA Number(s)</u>	<u>Name of Federal Program or Cluster</u>
10.553/10.555	Child Nutrition Cluster

Dollar threshold used to distinguish between type A and type B programs: \$750,000

Auditee qualified as low-risk auditee? yes X no

Elm City College Preparatory, Inc.
Schedule of Findings and Questioned Costs
Year Ended June 30, 2018

II. Findings - Financial Statement Audit

None

III. Findings and Questioned Costs - Major Federal Award Programs Audit

None

Independent Auditor's Report on Compliance for Each Major State
Program and Report on Internal Control over Compliance
Required by the State Single Audit Act

To the Board of Directors
Elm City College Preparatory, Inc.

Report on Compliance for Each Major State Program

We have audited Elm City College Preparatory, Inc.'s compliance with the types of compliance requirements described in the Office of Policy and Management's *Compliance Supplement* that could have a direct and material effect on each of Elm City College Preparatory, Inc.'s major state programs for the year ended June 30, 2018. Elm City College Preparatory, Inc.'s major state 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 state programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of Elm City College Preparatory, Inc.'s major state programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the State Single Audit Act (C.G.S. Sections 4-230 to 4-236). Those standards and the State Single Audit Act 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 state program occurred. An audit includes examining, on a test basis, evidence about Elm City College Preparatory, Inc.'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 state program. However, our audit does not provide a legal determination of Elm City College Preparatory, Inc.'s compliance.

Opinion on Each Major State Program

In our opinion, Elm City College Preparatory, Inc. 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 state programs for the year ended June 30, 2018.

Report on Internal Control over Compliance

Management of Elm City College Preparatory, Inc. 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 Elm City College Preparatory, Inc.'s internal control over compliance with the types of requirements that could have a direct and material effect on each major state program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing our opinion on compliance for each major state program and to test and report on internal control over compliance in accordance with the State Single Audit Act, 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 Elm City College Preparatory, Inc.'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 state 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 state 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 combination of deficiencies, in internal control over compliance with a type of compliance requirement of a state 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 the State Single Audit Act. Accordingly, this report is not suitable for any other purpose.



Hartford, Connecticut
November 29, 2018

Elm City College Preparatory, Inc.

**Schedule of Expenditures of State Financial Assistance
Year Ended June 30, 2018**

State grantor/ Pass-through grantor/ program title	State grant program CORE-CT number	Passed through to subrecipients	Expenditures
<u>Department of Education</u>			
Child Nutrition State Matching Grant	11000-SDE64000-16211	\$ -	\$ 5,129
Healthy Foods Initiative	11000-SDE64000-16212	-	9,755
School Breakfast	11000-SDE64000-17046	-	2,894
Charter School Facility, General Improvements, and Debt Repayment	12052-SDE64000-43003	-	850,000
Passed through City of New Haven Charter Schools	11000-SDE64000-16119	<u>-</u>	<u>7,909,000</u>
Total Expenditures of State Financial Assistance		<u>\$ -</u>	<u>\$ 8,776,778</u>

See Note to Schedule of Expenditures of State Financial Assistance.

Elm City College Preparatory, Inc.

**Note to Schedule of Expenditures of State Financial Assistance
June 30, 2018**

The accompanying schedule of expenditures of state financial assistance includes the state grant activity of Elm City College Preparatory, Inc. under programs of the State of Connecticut for the fiscal year ended June 30, 2018. Various departments and agencies of the State of Connecticut have provided financial assistance through grants and other authorizations in accordance with the General Statutes of the State of Connecticut. These financial assistance programs fund several programs including charter school funding and school nutrition programs.

Note 1 - Summary of significant accounting policies

The accounting policies of Elm City College Preparatory, Inc. conform to accounting principles generally accepted in the United States of America as applicable to not-for-profit organizations.

The information in the schedule of expenditures of state financial assistance is presented based upon regulations established by the State of Connecticut, Office of Policy and Management.

Basis of accounting

The expenditures reported on the schedule of expenditures of state financial assistance are reported on the accrual basis of accounting. In accordance with Section 4-236-22 of the Regulations to the State Single Audit Act, certain grants are not dependent on expenditure activity and, accordingly, are considered to be expended in the fiscal year of receipt. These grant program receipts are reflected in the expenditures column of the schedule of expenditures of state financial assistance.

Elm City College Preparatory, Inc.

**Schedule of Findings and Questioned Costs
Year Ended June 30, 2018**

I. Summary of Auditor's Results

Financial Statements

Type of auditor's opinion issued: Unmodified

Internal control over financial reporting:

Material weakness(es) identified? yes X no
 Significant deficiency(ies) identified? yes X none reported

Noncompliance material to financial statements noted? yes X no

State Financial Assistance

Internal control over major programs:

Material weakness(es) identified? yes X no
 Significant deficiency(ies) identified? yes X none reported

Type of auditor's opinion issued on compliance for major programs: Unmodified

Any audit findings disclosed that are required to be reported in accordance with Section 4-236-24 of the Regulations to the State Single Audit Act? yes X no

The following schedule reflects the major program included in the audit:

<u>State grantor and program</u>	<u>State CORE-CT number</u>	<u>Expenditures</u>
Department of Education Charter Schools	11000-SDE64000-16119	\$ 7,909,000
Charter School Facility, General Improvements, and Debt Repayment	12052-SDE64000-43003	850,000
Dollar threshold used to distinguish between type A and type B programs:		\$ <u>200,000</u>

Elm City College Preparatory, Inc.
Schedule of Findings and Questioned Costs
Year Ended June 30, 2018

II - Financial Statement Findings

None

III - State Financial Assistance Findings and Questioned Costs

None

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Form **990**

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

2017
Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

A For the 2017 calendar year, or tax year beginning **JUL 1, 2017** and ending **JUN 30, 2018**

B Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization ELM CITY COLLEGE PREPARATORY, INC C/O ACHIEVEMENT FIRST INC. Doing business as Number and street (or P.O. box if mail is not delivered to street address) Room/suite 370 JAMES STREET 404 City or town, state or province, country, and ZIP or foreign postal code NEW HAVEN, CT 06513 F Name and address of principal officer: LAURA SAVERIN SAME AS C ABOVE	D Employer identification number 20-5196171 E Telephone number 203 773-3223 G Gross receipts \$ 13,297,603. H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
J Website: ▶ WWW.ACHIEVEMENTFIRST.ORG		
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation: 2004 M State of legal domicile: CT

Part I Summary

1	Briefly describe the organization's mission or most significant activities: ELM CITY COLLEGE PREPARATORY, INC. IS AN EDUCATIONAL CORPORATION, ESTABLISHED FOR THE PURPOSE OF		
2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
3	Number of voting members of the governing body (Part VI, line 1a)	3	12
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	12
5	Total number of individuals employed in calendar year 2017 (Part V, line 2a)	5	146
6	Total number of volunteers (estimate if necessary)	6	0
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.
8	Contributions and grants (Part VIII, line 1h)	4,395,980.	3,416,375.
9	Program service revenue (Part VIII, line 2g)	8,806,185.	9,858,754.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	22.	1,257.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	19,362.	21,217.
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	13,221,549.	13,297,603.
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	10,545.	22,312.
14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	8,405,947.	8,612,075.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 93,250.		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	6,112,119.	5,859,232.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	14,528,611.	14,493,619.
19	Revenue less expenses. Subtract line 18 from line 12	-1,307,062.	-1,196,016.
20	Total assets (Part X, line 16)	40,068,181.	37,787,396.
21	Total liabilities (Part X, line 26)	5,075,455.	3,990,686.
22	Net assets or fund balances. Subtract line 21 from line 20	34,992,726.	33,796,710.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer LAURA SAVERIN, TREASURER Type or print name and title	Date _____			
Paid Preparer Use Only	Print/Type preparer's name KIMBERLY NARDONE	Preparer's signature KIMBERLY NARDONE	Date 03/22/19	Check if self-employed <input type="checkbox"/>	PTIN P01058771
	Firm's name ▶ COHNREZNICK LLP	Firm's EIN ▶ 22-1478099			
	Firm's address ▶ 350 CHURCH STREET, 12TH FLOOR HARTFORD, CT 06103		Phone no. 959-200-7000		

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

1 Briefly describe the organization's mission:

**ELM CITY COLLEGE PREPARATORY, INC. IS AN EDUCATIONAL COPORATION
ESTABLISHED FOR THE PURPOSE OF STRENGTHENING THE ACADEMIC AND
CHARACTER SKILLS NEEDED FOR ALL STUDENTS TO EXCEL IN TOP TIER
COLLEGES, TO ACHIEVE SUCCESS IN A COMPETITIVE WORLD AND TO SERVE AS**

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code: _____) (Expenses \$ 12,498,783. including grants of \$ 22,312.) (Revenue \$ 9,876,423.)
ACADEMIC PROGRAMS FOR STUDENTS IN KINDERGARTEN THROUGH TWELFTH GRADE.

4b (Code: _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4c (Code: _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4d Other program services (Describe in Schedule O.)
(Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4e Total program service expenses **12,498,783.**

ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.

Form 990 (2017)

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Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	X	
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X

Form **990** (2017)

**ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.**

Form 990 (2017)

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Part IV Checklist of Required Schedules *(continued)*

	Yes	No
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Form 990 (2017)

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
3b	If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7d	If "Yes," indicate the number of Forms 8282 filed during the year		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the sponsoring organization make any taxable distributions under section 4966?		
9b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
10a	Initiation fees and capital contributions included on Part VIII, line 12		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter:		
11a	Gross income from members or shareholders		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans		
13c	Enter the amount of reserves on hand		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O		

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
	1a	12	
b	Enter the number of voting members included in line 1a, above, who are independent		
	1b	12	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	X	
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
10b			
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?		X
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
12c			
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	X	
b	Other officers or key employees of the organization	X	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		
16b			

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **NONE**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records: **GAYLORD BOURNE, CPA - 203-773-3223**
370 JAMES STREET, NO. 404, NEW HAVEN, CT 06513

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) DICK FERGUSON CHAIR	1.00	X		X				0.	0.	0.
(2) DONAVAN TRACEY TEACHER REPRESENTATIVE	1.00	X						0.	0.	0.
(3) GENEVIEVE WALKER SECRETARY	1.00	X		X				0.	0.	0.
(4) JOE RODRIGUEZ BOE REPRESENTATIVE	1.00	X						0.	0.	0.
(5) LAURA SAVERIN TREASURER	1.00	X		X				0.	0.	0.
(6) MAGALY CAJIGAS PARENT REPRESENTATIVE	1.00	X						0.	0.	0.
(7) MELINDA HAMILTON DIRECTOR	1.00	X						0.	0.	0.
(8) PATRIC GREGORY DIRECTOR	1.00	X						0.	0.	0.
(9) PATRICIA PIERCE DIRECTOR	1.00	X						0.	0.	0.
(10) SAM BRILL DIRECTOR	1.00	X						0.	0.	0.
(11) STEPHANIE MA DIRECTOR	1.00	X						0.	0.	0.
(12) WILL HEINS VICE-CHAIR	1.00	X		X				0.	0.	0.
(13) ANDREW POOLE PRINCIPAL	40.00					X		147,498.	0.	24,779.
(14) KEVIN SHARKEY DEAN OF STUDENTS	40.00					X		107,423.	0.	18,334.
(15) MARC MICHAELSON DIRECTOR	40.00					X		160,070.	0.	20,582.
(16) MICHAEL LENGLE DIRECTOR OF OPERATIONS	40.00					X		107,395.	0.	8,946.
(17) ROBERT HAWKE PRINCIPAL	40.00					X		140,475.	0.	18,334.

ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.

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Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1b Sub-total							662,861.	0.	90,975.	
c Total from continuation sheets to Part VII, Section A							0.	0.	0.	
d Total (add lines 1b and 1c)							662,861.	0.	90,975.	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **6**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
ACHIEVEMENT FIRST, 370 JAMES STREET, STE 404, NEW HAVEN, CT 06513	MANAGEMENT	948,807.
NG & L PO BOX 391, GUILFORD, CT 06437	CUSTODIAL SERVICES	131,252.
PREMIER MAINTENANCE, INC. 885 MAIN STREET, BRIDGEPORT, CT 06604	CUSTODIAL SERVICES	126,594.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **3**

ELM CITY COLLEGE PREPARATORY, INC
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Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e	27,375.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	3,389,000.				
	g Noncash contributions included in lines 1a-1f: \$		27,375.				
	h Total. Add lines 1a-1f		3,416,375.				
	Program Service Revenue	2 a STATE AND LOCAL PER PUPIL OPER RE	Business Code 611110	8,391,393.	8,391,393.		
b FACILITY FUNDING		611110	850,000.	850,000.			
c GRANTS FROM GOVERNMENT CONTRACTOR		611110	617,361.	617,361.			
d							
e							
f All other program service revenue							
g Total. Add lines 2a-2f			9,858,754.				
Other Revenue		3 Investment income (including dividends, interest, and other similar amounts)		1,257.			1,257.
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	3,548.				
		(ii) Personal					
		b Less: rental expenses	0.				
	c Rental income or (loss)		3,548.				
	d Net rental income or (loss)		3,548.			3,548.	
	7 a Gross amount from sales of assets other than inventory	(i) Securities					
		(ii) Other					
		b Less: cost or other basis and sales expenses					
		c Gain or (loss)					
	d Net gain or (loss)						
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
		b Less: direct expenses	b				
c Net income or (loss) from fundraising events							
9 a Gross income from gaming activities. See Part IV, line 19	a						
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11 a MISCELLANEOUS REVENUE	900000	17,669.	17,669.				
	b						
	c						
	d All other revenue						
	e Total. Add lines 11a-11d		17,669.				
12 Total revenue. See instructions.		13,297,603.	9,876,423.	0.	4,805.		

ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21 ...				
2 Grants and other assistance to domestic individuals. See Part IV, line 22	22,312.	22,312.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	7,236,715.	6,288,533.	948,182.	
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	63,675.	55,332.	8,343.	
9 Other employee benefits	852,509.	740,810.	111,699.	
10 Payroll taxes	459,176.	399,013.	60,163.	
11 Fees for services (non-employees):				
a Management	948,807.	808,117.	47,440.	93,250.
b Legal	1,058.		1,058.	
c Accounting	32,887.		32,887.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	18,058.	9,429.	8,629.	
12 Advertising and promotion	4,590.	4,590.		
13 Office expenses	251,437.	177,166.	74,271.	
14 Information technology	378,777.	372,134.	6,643.	
15 Royalties				
16 Occupancy	192,703.	157,224.	35,479.	
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	24,366.		24,366.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	2,239,847.	1,791,878.	447,969.	
23 Insurance	58,073.	50,464.	7,609.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a REPAIRS AND MAINTENANCE	547,951.	476,156.	71,795.	
b FOOD SERVICE	468,678.	468,678.		
c STUDENT SERVICE	331,738.	331,738.		
d SUPPLIES/MATERIALS	181,499.	181,499.		
e All other expenses	178,763.	163,710.	15,053.	
25 Total functional expenses. Add lines 1 through 24e	14,493,619.	12,498,783.	1,901,586.	93,250.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.

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Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A)			(B)	
		Beginning of year			End of year	
Assets	1 Cash - non-interest-bearing	812,890.	1		280,413.	
	2 Savings and temporary cash investments	40,093.	2		84,671.	
	3 Pledges and grants receivable, net	1,068,184.	3		1,063,951.	
	4 Accounts receivable, net	10,000.	4		2,945.	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L			5		
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L			6		
	7 Notes and loans receivable, net			7		
	8 Inventories for sale or use			8		
	9 Prepaid expenses and deferred charges	96,336.	9		121,935.	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	45,093,696.	10a			
	b Less: accumulated depreciation	9,268,098.	10b			
	11 Investments - publicly traded securities			11		
	12 Investments - other securities. See Part IV, line 11			12		
	13 Investments - program-related. See Part IV, line 11			13		
	14 Intangible assets			14		
	15 Other assets. See Part IV, line 11	1,355,570.	15		407,883.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	40,068,181.	16		37,787,396.		
Liabilities	17 Accounts payable and accrued expenses	435,892.	17		290,166.	
	18 Grants payable		18			
	19 Deferred revenue	27,869.	19			
	20 Tax-exempt bond liabilities		20			
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21			
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L			22		
	23 Secured mortgages and notes payable to unrelated third parties	3,921,531.	23		3,011,491.	
	24 Unsecured notes and loans payable to unrelated third parties		24			
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	690,163.	25		689,029.	
	26 Total liabilities. Add lines 17 through 25	5,075,455.	26		3,990,686.	
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.					
	27 Unrestricted net assets	34,986,846.	27		33,796,710.	
	28 Temporarily restricted net assets	5,880.	28		0.	
	29 Permanently restricted net assets		29			
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.					
	30 Capital stock or trust principal, or current funds		30			
	31 Paid-in or capital surplus, or land, building, or equipment fund		31			
	32 Retained earnings, endowment, accumulated income, or other funds		32			
33 Total net assets or fund balances	34,992,726.	33		33,796,710.		
34 Total liabilities and net assets/fund balances	40,068,181.	34		37,787,396.		

Form **990** (2017)

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	13,297,603.
2	Total expenses (must equal Part IX, column (A), line 25)	2	14,493,619.
3	Revenue less expenses. Subtract line 2 from line 1	3	-1,196,016.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	34,992,726.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	33,796,710.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2b	Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____	X	
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits _____	X	

Form 990 (2017)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization ELM CITY COLLEGE PREPARATORY, INC C/O ACHIEVEMENT FIRST INC. Employer identification number 20-5196171

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 [] A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
2 [X] A school described in section 170(b)(1)(A)(ii). (Attach Schedule E (Form 990 or 990-EZ).)
3 [] A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
4 [] A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state:
5 [] An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
6 [] A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
7 [] An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
8 [] A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
9 [] An agricultural research organization described in section 170(b)(1)(A)(ix) operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university:
10 [] An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
11 [] An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
12 [] An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
a [] Type I. A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. You must complete Part IV, Sections A and B.
b [] Type II. A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). You must complete Part IV, Sections A and C.
c [] Type III functionally integrated. A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). You must complete Part IV, Sections A, D, and E.
d [] Type III non-functionally integrated. A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). You must complete Part IV, Sections A and D, and Part V.
e [] Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
f Enter the number of supported organizations

Table with 6 columns: (i) Name of supported organization, (ii) EIN, (iii) Type of organization, (iv) Is the organization listed in your governing document?, (v) Amount of monetary support, (vi) Amount of other support. Includes a Total row at the bottom.

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2017 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2016 Schedule A, Part II, line 14	15	%
16a 33 1/3% support test - 2017. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 33 1/3% support test - 2016. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2017. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10% -facts-and-circumstances test - 2016. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Table with 7 columns: (a) 2013, (b) 2014, (c) 2015, (d) 2016, (e) 2017, (f) Total. Rows include: 1 Gifts, grants, contributions, and membership fees received; 2 Gross receipts from admissions; 3 Gross receipts from activities that are not an unrelated trade or business; 4 Tax revenues levied for the organization's benefit; 5 The value of services or facilities furnished by a governmental unit; 6 Total; 7a Amounts included on lines 1, 2, and 3 received from disqualified persons; 7b Amounts included on lines 2 and 3 received from other than disqualified persons; 8 Public support.

Section B. Total Support

Table with 7 columns: (a) 2013, (b) 2014, (c) 2015, (d) 2016, (e) 2017, (f) Total. Rows include: 9 Amounts from line 6; 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources; 10b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975; 10c Add lines 10a and 10b; 11 Net income from unrelated business activities not included in line 10b; 12 Other income; 13 Total support.

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

Table with 2 columns: Description, Percentage. Row 15: Public support percentage for 2017 (line 8, column (f) divided by line 13, column (f)) 15%. Row 16: Public support percentage from 2016 Schedule A, Part III, line 15 16%.

Section D. Computation of Investment Income Percentage

Table with 2 columns: Description, Percentage. Row 17: Investment income percentage for 2017 (line 10c, column (f) divided by line 13, column (f)) 17%. Row 18: Investment income percentage from 2016 Schedule A, Part III, line 17 18%.

19a 33 1/3% support tests - 2017. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2016. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i>		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i>		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>		
b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer 10b below.</i>		
b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? <i>If "Yes" to a, b, or c, provide detail in Part VI.</i>		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? <i>If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.</i>		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? <i>If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.</i>		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? <i>If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).</i>		

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i>		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i>		

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).		
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.		
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.		
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).		
2 Activities Test. Answer (a) and (b) below.		
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? <i>If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.</i>		
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? <i>If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.</i>		
3 Parent of Supported Organizations. Answer (a) and (b) below.		
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? <i>Provide details in Part VI.</i>		
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i>		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI.) **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

ELM CITY COLLEGE PREPARATORY, INC

Schedule A (Form 990 or 990-EZ) 2017 C/O ACHIEVEMENT FIRST INC.

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions.	
7 Total annual distributions. Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	
9 Distributable amount for 2017 from Section C, line 6	
10 Line 8 amount divided by line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2017	(iii) Distributable Amount for 2017
1 Distributable amount for 2017 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2017 (reasonable cause required- explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2017			
a			
b From 2013			
c From 2014			
d From 2015			
e From 2016			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2017 distributable amount			
i Carryover from 2012 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2017 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2017 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2017, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI . See instructions.			
6 Remaining underdistributions for 2017. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI . See instructions.			
7 Excess distributions carryover to 2018. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2013			
b Excess from 2014			
c Excess from 2015			
d Excess from 2016			
e Excess from 2017			

Schedule A (Form 990 or 990-EZ) 2017

Part VI

Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

Multiple horizontal lines for supplemental information.

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**
▶ **Attach to Form 990.**

▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

OMB No. 1545-0047

2017
Open to Public Inspection

Name of the organization ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC. **Employer identification number**
20-5196171

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).
 Preservation of land for public use (e.g., recreation or education) Preservation of a historically important land area
 Protection of natural habitat Preservation of a certified historic structure
 Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included on Form 990, Part VIII, line 1

(ii) Assets included in Form 990, Part X

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenue included on Form 990, Part VIII, line 1

b Assets included in Form 990, Part X

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule D (Form 990) 2017

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIII and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment _____ %
- b Permanent endowment _____ %
- c Temporarily restricted endowment _____ %

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		2,734,744.		2,734,744.
b Buildings		36,731,039.	5,755,929.	30,975,110.
c Leasehold improvements		3,252,761.	1,716,661.	1,536,100.
d Equipment		1,171,860.	881,282.	290,578.
e Other		1,203,292.	914,226.	289,066.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				35,825,598.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) DUE TO OTHER SCHOOLS	689,029.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	689,029.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	13,375,686.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a		
b	Donated services and use of facilities	2b	78,083.	
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d	2e		78,083.
3	Subtract line 2e from line 1		3	13,297,603.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b	4c		0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)		5	13,297,603.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	14,571,702.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a	78,083.	
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d	2e		78,083.
3	Subtract line 2e from line 1		3	14,493,619.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b	4c		0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)		5	14,493,619.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

THE SCHOOL IS CLASSIFIED BY THE INTERNAL REVENUE SERVICE AS EXEMPT FROM INCOME TAX UNDER SECTION 501(A) OF THE IRC AS A PUBLIC EDUCATION SCHOOL DESCRIBED IN SECTION 501(C)(3). THE SCHOOL HAS NO UNRECOGNIZED TAX BENEFITS AT JUNE 30, 2018. THE SCHOOL'S FEDERAL AND STATE INCOME TAX RETURNS PRIOR TO FISCAL YEAR 2015 ARE CLOSED AND MANAGEMENT CONTINUALLY EVALUATES EXPIRING STATUTES OF LIMITATIONS, AUDITS, PROPOSED SETTLEMENTS, CHANGES IN TAX LAW AND NEW AUTHORITATIVE RULINGS.

IF APPLICABLE, THE SCHOOL WOULD RECOGNIZE INTEREST AND PENALTIES ASSOCIATED WITH TAX MATTERS AS PART OF GENERAL AND ADMINISTRATIVE EXPENSES IN THE STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS AND INCLUDE ACCRUED INTEREST AND PENALTIES IN ACCRUED EXPENSES IN THE STATEMENT OF

Part XIII Supplemental Information *(continued)*

FINANCIAL POSITION. THE SCHOOL DID NOT RECOGNIZE ANY INTEREST OR PENALTIES
ASSOCIATED WITH TAX MATTERS FOR THE YEAR ENDED JUNE 30, 2018.

Multiple horizontal lines for supplemental information.

SCHEDULE E
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Schools

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 13, or Form 990-EZ, Part VI, line 48.**

▶ **Attach to Form 990 or Form 990-EZ.**

▶ **Go to www.irs.gov/Form990 for the latest information.**

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization **ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.** Employer identification number **20-5196171**

Part I

	YES	NO
1 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	X	
2 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	X	
3 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe. If "No," please explain. If you need more space, use Part II	X	
<u>ELM CITY COLLEGE PREPARATORY, INC. STATES ITS NON-DISCRIMINATORY POLICY IN ALL SOURCES USED FOR THE SOLICITATION OF STUDENTS, THE POLICY IS ALSO INCLUDED IN THEIR APPLICATION MATERIALS.</u>		
4 Does the organization maintain the following?		
a Records indicating the racial composition of the student body, faculty, and administrative staff?	X	
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	X	
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	X	
d Copies of all material used by the organization or on its behalf to solicit contributions?	X	
If you answered "No" to any of the above, please explain. If you need more space, use Part II.		
5 Does the organization discriminate by race in any way with respect to:		
a Students' rights or privileges?		X
b Admissions policies?		X
c Employment of faculty or administrative staff?		X
d Scholarships or other financial assistance?		X
e Educational policies?		X
f Use of facilities?		X
g Athletic programs?		X
h Other extracurricular activities?		X
If you answered "Yes" to any of the above, please explain. If you need more space, use Part II.		
6a Does the organization receive any financial aid or assistance from a governmental agency?	X	
b Has the organization's right to such aid ever been revoked or suspended?		X
If you answered "Yes" on either line 6a or line 6b, explain on Part II.		
7 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," explain on Part II	X	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or Form 990-EZ.

Schedule E (Form 990 or 990-EZ) 2017

Part II Supplemental Information. Provide the explanations required by Part I, lines 3, 4d, 5h, 6b, and 7, as applicable.

Also provide any other additional information.

LINE 6 - EXPLANATION OF GOVERNMENT FINANCIAL AID:

THE SCHOOL IS RECOGNIZED BY THE STATE OF CONNECTICUT AS A CHARTER SCHOOL,
AS SUCH THE STATE OF CONNECTICUT PROVIDES GRANT FUNDING FOR OPERATIONS
BASED ON A CENSUS OF STUDENTS. ADDITIONAL FUNDING IS RECEIVED FROM
FEDERAL AND STATE GRANTS FOR BREAKFAST AND LUNCH PROGRAMS, EDUCATION
FUNDING AND CONSTRUCTION FUNDING.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

▶ **Attach to Form 990.**

▶ **Go to www.irs.gov/Form990 for the latest information.**

OMB No. 1545-0047

2017

**Open to Public
Inspection**

Name of the organization **ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.**

**Employer identification number
20-5196171**

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ _____
- 3** Enter total number of other organizations listed in the line 1 table ▶ _____

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2017)

ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
SCHOLARSHIP	16	0.	5,917.	FMV	SCHOLARSHIPS TO ATTEND COLLEGE
SCHOLARSHIP	41	0.	16,395.	FMV	SCHOLARSHIPS TO ATTEND UNIVERSITY SUMMER PROGRAMS

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2:

APPLICATIONS ARE REVIEWED PRIOR TO SCHOLARSHIPS BEING AWARDED, AND THE USE OF FUND IS MONITORED TO ENSURE THAT FUNDS ARE USED FOR EDUCATIONAL PURPOSES.

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

2017

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
 ▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
 ▶ Attach to Form 990.
 ▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Department of the Treasury
Internal Revenue Service

Name of the organization **ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.** Employer identification number **20-5196171**

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|---|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (such as, maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|--|---|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment? **4a**
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan? **4b**
- c** Participate in, or receive payment from, an equity-based compensation arrangement? **4c**
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization? **5a**
- b** Any related organization? **5b**
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization? **6a**
- b** Any related organization? **6b**
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1b		
2		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7	X	
8		X
9		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2017

ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.

20-5196171

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) ANDREW POOLE PRINCIPAL	(i)	147,390.	0.	108.	2,500.	22,279.	172,277.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) MARC MICHAELSON DIRECTOR	(i)	159,794.	0.	276.	2,500.	18,082.	180,652.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) ROBERT HAWKE PRINCIPAL	(i)	139,853.	500.	122.	0.	18,334.	158,809.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
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	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 7:

SOME OF THE INDIVIDUALS LISTED ON FORM 990, PART VII, RECEIVED BONUSES.

THESE AMOUNTS WERE APPROVED BY THE BOARD AND INCLUDED IN THE INDIVIDUALS

W-2S.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2017

Open To Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Go to www.irs.gov/Form990 for the latest information.

Name of the organization **ELM CITY COLLEGE PREPARATORY, INC
C/O ACHIEVEMENT FIRST INC.** Employer identification number **20-5196171**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded				
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory	X	1	27,375.	FMV
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ()				
26 Other ()				
27 Other ()				
28 Other ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule M (Form 990) 2017

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, PART I, COLUMN (B):

AMOUNTS IN COLUMN B REPRESENT THE NUMBER OF CONTRIBUTORS.

Multiple horizontal lines for data entry.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2017

Open to Public
Inspection

Name of the organization	ELM CITY COLLEGE PREPARATORY, INC C/O ACHIEVEMENT FIRST INC.	Employer identification number	20-5196171
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FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

STRENGTHENING THE ACADEMIC AND CHARACTER SKILLS NEEDED FOR ALL STUDENTS
TO EXCEL IN THE TOP TIER COLLEGES, TO ACHIEVE SUCCESS IN A COMPETITIVE
WORLD AND TO SERVE AS THE NEXT GENERATION OF LEADERS IN THE
COMMUNITIES.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

THE NEXT GENERATION OF LEADERS IN THEIR COMMUNITIES.

FORM 990, PART VI, SECTION A, LINE 3:

THE ORGANIZATION DELEGATES CERTAIN FINANCIAL FUNCTIONS, SPECIFICALLY
ACCOUNTING AND BOOKKEEPING, TO THE CHARTER MANAGEMENT ORGANIZATION,
ACHIEVEMENT FIRST, INC.

FORM 990, PART VI, SECTION B, LINE 11B:

FORM 990 IS GIVEN TO THE BOARD TREASURER WHO REVIEWS IT ON BEHALF OF THE
BOARD PRIOR TO SUBMISSION TO THE IRS. FORM 990 IS ALSO REVIEWED BY THE
CONTROLLER OF ACHIEVEMENT FIRST, INC. PRIOR TO FILING.

FORM 990, PART VI, SECTION B, LINE 12C:

BOARD MEMBERS ARE REQUIRED ANNUALLY, TO DISCLOSE CONFLICTS OF INTEREST.
VENDORS AND OTHER MAJOR CONTRACTORS ARE REQUIRED TO ENSURE THERE ARE NO
CONFLICTS OF INTEREST.

FORM 990, PART VI, SECTION B, LINE 15:

SALARIES ARE DETERMINED THROUGH COMPARISON WITH LOCAL SCHOOL DISTRICTS TO

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2017)

Name of the organization ELM CITY COLLEGE PREPARATORY, INC C/O ACHIEVEMENT FIRST INC.	Employer identification number 20-5196171
--	---

ENSURE WE REMAIN COMPETITIVE. CONTINUING EMPLOYMENT IS REVIEWED AND APPROVED ANNUALLY BY THE BOARD OF TRUSTEES.

FORM 990, PART VI, SECTION C, LINE 19:

ALL THESE DOCUMENTS ARE AVAILABLE UPON REQUEST AT NO COST TO THE PUBLIC. THE ORGANIZATION'S FORM 990 IS AVAILABLE BOTH UPON REQUEST AND ON THE WEBSITE.

FORM 990, PART XII, LINE 2C

THIS PROCESS HAS NOT CHANGED FROM PRIOR YEAR.

PUBLIC INSPECTION COPY

Form **990**

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

2017
Open to Public Inspection

A For the 2017 calendar year, or tax year beginning **JUL 1, 2017** and ending **JUN 30, 2018**

B Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization ACHIEVEMENT FIRST INC Doing business as Number and street (or P.O. box if mail is not delivered to street address) Room/suite 370 JAMES STREET 404 City or town, state or province, country, and ZIP or foreign postal code NEW HAVEN, CT 06513 F Name and address of principal officer: ANDREW BOAS SAME AS C ABOVE	D Employer identification number 65-1203744 E Telephone number 203-773-3223 G Gross receipts \$ 57,013,087. H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
J Website: ▶ WWW.ACHIEVEMENTFIRST.ORG		
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation: 2003
		M State of legal domicile: CT

Part I Summary

1	Briefly describe the organization's mission or most significant activities: ACHIEVEMENT FIRST, INC. IS A NON-PROFIT CHARTER SCHOOLS MANAGEMENT ORGANIZATION THAT OPERATES A		
2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
3	Number of voting members of the governing body (Part VI, line 1a)	3	9
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	9
5	Total number of individuals employed in calendar year 2017 (Part V, line 2a)	5	314
6	Total number of volunteers (estimate if necessary)	6	30
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	43,132.
8	Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
9	Program service revenue (Part VIII, line 2g)	21,871,823.	32,493,326.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	22,938,092.	23,727,620.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	76,322.	67,496.
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	746,447.	724,645.
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	45,632,684.	57,013,087.
14	Benefits paid to or for members (Part IX, column (A), line 4)	13,059,770.	11,704,324.
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	23,969,727.	25,163,293.
b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 971,752.	0.	0.
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	7,331,313.	7,425,756.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	44,360,810.	44,293,373.
19	Revenue less expenses. Subtract line 18 from line 12	1,271,874.	12,719,714.
20	Total assets (Part X, line 16)	Beginning of Current Year	End of Year
21	Total liabilities (Part X, line 26)	17,867,190.	28,141,162.
22	Net assets or fund balances. Subtract line 21 from line 20	9,348,545.	6,902,803.
		8,518,645.	21,238,359.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer ANDREW BOAS, CHAIRMAN Type or print name and title	Date _____			
Paid Preparer Use Only	Print/Type preparer's name KIMBERLY NARDONE	Preparer's signature KIMBERLY NARDONE	Date 04/08/19	Check if self-employed <input type="checkbox"/>	PTIN P01058771
	Firm's name ▶ COHNREZNICK LLP				Firm's EIN ▶ 22-1478099
	Firm's address ▶ 350 CHURCH STREET, 12TH FLOOR HARTFORD, CT 06103				Phone no. 959-200-7000

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: ACHIEVEMENT FIRST, INC. IS A NON-PROFIT CHARTER SCHOOLS MANAGEMENT ORGANIZATION THAT OPERATES A NETWORK OF K-12 PUBLIC CHARTER SCHOOLS IN CONNECTICUT, RHODE ISLAND, AND NEW YORK. THE NETWORK OF SCHOOLS FOCUSES ON PROVIDING STUDENTS WITH THE ACADEMIC AND CHARACTER SKILLS

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 22,146,919. including grants of \$) (Revenue \$ 24,452,265.) EDUCATIONAL, FINANCIAL AND MANAGEMENT SERVICES TO CHARTER SCHOOLS IN CONNECTICUT, NEW YORK AND RHODE ISLAND.

4b (Code:) (Expenses \$ 11,704,324. including grants of \$ 11,704,324.) (Revenue \$) SCHOOL GRANTS: TO PROVIDE ASSISTANCE TO A NETWORK OF K-12 PUBLIC CHARTER SCHOOLS IN CONNECTICUT, RHODE ISLAND, AND NEW YORK. THE NETWORK OF SCHOOLS FOCUSES ON PROVIDING STUDENTS WITH THE ACADEMIC AND CHARACTER SKILLS THEY NEED TO GRADUATE FROM TOP COLLEGES, TO SUCCEED IN A COMPETITIVE WORLD, AND TO SERVE AS THE NEXT GENERATION OF LEADERS OF THEIR COMMUNITIES. CONTRIBUTIONS, GIFTS, AND GRANTS WERE RECEIVED BY THE ORGANIZATION WHICH WERE USED TO COVER THE EXPENSES OF THESE PROGRAMS.

4c (Code:) (Expenses \$ 5,755,069. including grants of \$) (Revenue \$) IMPROVEMENT OF EDUCATIONAL EXPERIENCES RELATED TO PREPARATION AND SUCCESS IN COLLEGE, INNOVATION IN ELEMENTARY SCHOOL DESIGN, PARENT AND COMMUNITY ENGAGEMENT AND, SHARING EDUCATIONAL PRACTICES WITH TRADITIONAL PUBLIC AND OTHER CHARTER SCHOOLS.

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 39,606,312.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
14a Did the organization maintain an office, employees, or agents outside of the United States?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Part IV Checklist of Required Schedules (continued)

	Yes	No
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

Table with columns for question number, description, and Yes/No checkboxes. Includes rows for backup withholding (1a-1c), employee reporting (2a-2b), unrelated business income (3a-3b), foreign accounts (4a-4b), prohibited tax shelter transactions (5a-5c), annual gross receipts (6a-6b), deductible contributions (7a-7h), sponsoring organizations (8-9), and section 501(c)(7), (12), (11), (12a), (29) organizations (10-14b).

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8a	The governing body?	X	
8b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?		X
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	X	
15b	Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).	X	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **NY, CT, RI**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records: **GAYLORD BOURNE, CPA - 203-773-3223**
370 JAMES STREET, NO. 404, NEW HAVEN, CT 06513

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) ANDREW BOAS CHAIRMAN	1.00	X		X				0.	0.	0.
(2) ANTHONY L. DAVIS TREASURER AND SECRETARY	1.00	X		X				0.	0.	0.
(3) ARIELA ROZMAN MEMBER	1.00	X						0.	0.	0.
(4) ELSA NUNEZ MEMBER	1.00	X						0.	0.	0.
(5) JOHN MOTLEY MEMBER	1.00	X						0.	0.	0.
(6) THOMAS LEHRMAN MEMBER	1.00	X						0.	0.	0.
(7) VINCENT DOWLING MEMBER	1.00	X						0.	0.	0.
(8) WILLIAM R. BERKLEY MEMBER	1.00	X						0.	0.	0.
(9) VALERIE ROCKEFELLER MEMBER	1.00	X						0.	0.	0.
(10) DACIA TOLL CO-CEO AND PRESIDENT	40.00			X				290,683.	0.	11,446.
(11) DOUGLAS MCCURRY CO-CEO AND SUPERINTENDENT	40.00			X				288,340.	0.	21,456.
(12) VICTOR DE LA PAZ CHIEF FINANCIAL OFFICER	40.00			X				194,040.	0.	2,500.
(13) AMY D'ANGELO REGIONAL SUPERINTENDENT	40.00					X		190,158.	0.	20,167.
(14) CHI YOUNG TSCHANG REGIONAL SUPERINTENDENT	40.00					X		192,681.	0.	18,983.
(15) MAX KOLTUV REGIONAL SUPERINTENDENT	40.00					X		202,554.	0.	18,015.
(16) RALPH HARRIS FERRELL CHIEF OPERATING OFFICER	40.00					X		213,029.	0.	24,778.
(17) THOMAS KAISER CHIEF TALENT OFFICER	40.00					X		195,825.	0.	8,946.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1b Sub-total							1,767,310.	0.	126,291.	
c Total from continuation sheets to Part VII, Section A							0.	0.	0.	
d Total (add lines 1b and 1c)							1,767,310.	0.	126,291.	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **58**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
DIGITAL BACK OFFICE 192 NAUGATUCK AVE, MILFORD, CT 06460	INTERNET SERVICES	1,268,012.
RELAY GRADUATE SCHOOL OF EDUCATION 40 W 20TH STREET, NEW YORK, NY 10011	EDUCATION SERVICES	287,000.
JEFFREY IMRICH 187 PINEHURST AVE, NEW YORK, NY 10033	CONSULTANT SERVICES	192,351.
TRANSCEND INC 159 LINCOLN AV, HASTING-IN-HUDSON, NY 10706	CURRICULUM DEVELOPMENT	176,433.
LISA STONE 539 EAST LURAY AVENUE, ALEXANDRIA, VA 22301	CONSULTANT SERVICES	130,366.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **5**

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

				(A)	(B)	(C)	(D)	
				Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512 - 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	32,493,326.				
	g	Noncash contributions included in lines 1a-1f: \$						
	h	Total. Add lines 1a-1f		32,493,326.				
Program Service Revenue	2 a	MANAGEMENT FEE	Business Code	541610	19,021,031.	19,021,031.		
	b	ANCILLARY SCHOOL SERVICES SUPPORT	541610	2,878,001.	2,878,001.			
	c	FEDERAL E-RATE FUNDING	541610	1,068,748.	1,068,748.			
	d	CHARTER START UP	541610	759,840.	759,840.			
	e						
	f	All other program service revenue						
	g	Total. Add lines 2a-2f		23,727,620.				
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		67,496.			67,496.	
	4	Income from investment of tax-exempt bond proceeds						
	5	Royalties						
	6 a	Gross rents	(i) Real	(ii) Personal				
		Less: rental expenses						
		Rental income or (loss)						
		Net rental income or (loss)						
	7 a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		Less: cost or other basis and sales expenses						
		Gain or (loss)						
		Net gain or (loss)						
	8 a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
		Less: direct expenses	b					
		Net income or (loss) from fundraising events						
9 a	Gross income from gaming activities. See Part IV, line 19	a						
	Less: direct expenses	b						
	Net income or (loss) from gaming activities							
10 a	Gross sales of inventory, less returns and allowances	a						
	Less: cost of goods sold	b						
	Net income or (loss) from sales of inventory							
Miscellaneous Revenue			Business Code					
11 a	CURRICULUM DEVELOPMENT REVENUE	900099	683,000.	683,000.				
b	MISCELLANEOUS REVENUE	900099	41,645.	41,645.				
c							
d	All other revenue							
e	Total. Add lines 11a-11d		724,645.					
12	Total revenue. See instructions.		57,013,087.	24,452,265.	0.	67,496.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	11,694,076.	11,694,076.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22	10,248.	10,248.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	815,292.	692,560.	93,895.	28,837.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	20,445,088.	17,365,487.	2,353,772.	725,829.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	374,739.	319,319.	43,618.	11,802.
9 Other employee benefits	1,833,770.	1,562,574.	213,446.	57,750.
10 Payroll taxes	1,694,404.	1,443,820.	197,223.	53,361.
11 Fees for services (non-employees):				
a Management				
b Legal	115,319.	98,723.	12,505.	4,091.
c Accounting	51,100.	43,746.	5,541.	1,813.
d Lobbying	82,500.		82,500.	
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch. O.)	1,060,497.	978,503.	41,444.	40,550.
12 Advertising and promotion	203,090.	186,356.	16,734.	
13 Office expenses	372,254.	275,917.	94,872.	1,465.
14 Information technology	458,665.	415,573.	42,672.	420.
15 Royalties				
16 Occupancy	913,801.	824,865.	88,936.	
17 Travel	618,268.	485,648.	116,480.	16,140.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	34,636.	31,172.	3,464.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	184,044.	184,044.		
23 Insurance	8,713.	8,033.	553.	127.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a SCHOOL PROGRAM SUPPORT	1,875,256.	1,706,750.	166,435.	2,071.
b PROFESSIONAL DEVELOPMEN	833,198.	712,976.	113,970.	6,252.
c RECRUITMENT OF SCHOOL A	421,832.	415,156.	5,201.	1,475.
d GOVERNANCE, ADVOCACY AN	109,145.	79,335.	10,572.	19,238.
e All other expenses	83,438.	71,431.	11,476.	531.
25 Total functional expenses. Add lines 1 through 24e	44,293,373.	39,606,312.	3,715,309.	971,752.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	108,450.	1	4,746,934.
	2 Savings and temporary cash investments	9,874.	2	5,122.
	3 Pledges and grants receivable, net	6,888,493.	3	18,301,526.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net	5,942,669.	7	2,004,038.
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	1,044,418.	9	474,304.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 1,659,023.		
	b Less: accumulated depreciation	10b 1,381,212.	461,855.	10c 277,811.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	3,411,431.	15	2,331,427.
16 Total assets. Add lines 1 through 15 (must equal line 34)	17,867,190.	16	28,141,162.	
Liabilities	17 Accounts payable and accrued expenses	1,523,833.	17	2,057,597.
	18 Grants payable		18	
	19 Deferred revenue	150,967.	19	82,740.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties	5,514,849.	24	3,339,196.
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	2,158,896.	25	1,423,270.
	26 Total liabilities. Add lines 17 through 25	9,348,545.	26	6,902,803.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	2,867,280.	27	3,974,672.
	28 Temporarily restricted net assets	5,651,365.	28	17,263,687.
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	8,518,645.	33	21,238,359.	
34 Total liabilities and net assets/fund balances	17,867,190.	34	28,141,162.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	57,013,087.
2	Total expenses (must equal Part IX, column (A), line 25)	2	44,293,373.
3	Revenue less expenses. Subtract line 2 from line 1	3	12,719,714.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	8,518,645.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	21,238,359.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

- 1 Accounting method used to prepare the Form 990: Cash Accrual Other _____
If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- b Were the organization's financial statements audited by an independent accountant?
If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
1		
2a		X
2b	X	
2c	X	
3a	X	
3b	X	

Form 990 (2017)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization **ACHIEVEMENT FIRST INC** Employer identification number **65-1203744**

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990 or 990-EZ).)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: _____
- 10 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 12 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
 - f Enter the number of supported organizations
- g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
Total						

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	20937868.	18827529.	23318462.	21871823.	32493326.	117449008
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	20937868.	18827529.	23318462.	21871823.	32493326.	117449008
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						23160703.
6 Public support. Subtract line 5 from line 4.						94288305.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
7 Amounts from line 4	20937868.	18827529.	23318462.	21871823.	32493326.	117449008
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	109,601.	180,811.	192,386.	76,322.	67,496.	626,616.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	820,130.	88,225.	146,000.	746,447.	724,645.	2525447.
11 Total support. Add lines 7 through 10						120601071
12 Gross receipts from related activities, etc. (see instructions)					12 105,727,490.	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2017 (line 6, column (f) divided by line 11, column (f))	14	78.18 %
15 Public support percentage from 2016 Schedule A, Part II, line 14	15	56.34 %
16a 33 1/3% support test - 2017. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
b 33 1/3% support test - 2016. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2017. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10% -facts-and-circumstances test - 2016. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2017 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2016 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2017 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2016 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2017. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2016. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i>		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i>		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>		
b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer 10b below.</i>		
b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? <i>If "Yes" to a, b, or c, provide detail in Part VI.</i>		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? <i>If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.</i>		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? <i>If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.</i>		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? <i>If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).</i>		

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i>		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i>		

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).		
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.		
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.		
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).		
2 Activities Test. Answer (a) and (b) below.		
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? <i>If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.</i>		
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? <i>If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.</i>		
3 Parent of Supported Organizations. Answer (a) and (b) below.		
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? <i>Provide details in Part VI.</i>		
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i>		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI.) **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

Schedule A (Form 990 or 990-EZ) 2017

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions.	
7 Total annual distributions. Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	
9 Distributable amount for 2017 from Section C, line 6	
10 Line 8 amount divided by line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2017	(iii) Distributable Amount for 2017
1 Distributable amount for 2017 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2017 (reasonable cause required- explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2017			
a			
b From 2013			
c From 2014			
d From 2015			
e From 2016			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2017 distributable amount			
i Carryover from 2012 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2017 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2017 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2017, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI . See instructions.			
6 Remaining underdistributions for 2017. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI . See instructions.			
7 Excess distributions carryover to 2018. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2013			
b Excess from 2014			
c Excess from 2015			
d Excess from 2016			
e Excess from 2017			

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information.
(See instructions.)

SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME:

OTHER

2013 AMOUNT: \$ 820,130.

2014 AMOUNT: \$ 15,725.

LEGAL SERVICES

2014 AMOUNT: \$ 72,500.

2015 AMOUNT: \$ 146,000.

MISCELLANEOUS INCOME

2016 AMOUNT: \$ 2,447.

2017 AMOUNT: \$ 41,645.

CURRICULUM DEVELOPMENT REVENUE

2016 AMOUNT: \$ 744,000.

2017 AMOUNT: \$ 683,000.

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
 ▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
 ▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization

ACHIEVEMENT FIRST INC

Employer identification number

65-1203744

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political campaign activity expenditures ▶ \$ _____
- 3 Volunteer hours for political campaign activities

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file **Form 1120-POL** for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a	Total lobbying expenditures to influence public opinion (grass roots lobbying)														
b	Total lobbying expenditures to influence a legislative body (direct lobbying)														
c	Total lobbying expenditures (add lines 1a and 1b)														
d	Other exempt purpose expenditures														
e	Total exempt purpose expenditures (add lines 1c and 1d)														
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.														
<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">If the amount on line 1e, column (a) or (b) is:</th> <th style="width: 50%;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f)														
h	Subtract line 1g from line 1a. If zero or less, enter -0-														
i	Subtract line 1f from line 1c. If zero or less, enter -0-														
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes <input type="checkbox"/> No												

4-Year Averaging Period Under section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) Total
2a	Lobbying nontaxable amount				
b	Lobbying ceiling amount (150% of line 2a, column(e))				
c	Total lobbying expenditures				
d	Grassroots nontaxable amount				
e	Grassroots ceiling amount (150% of line 2d, column (e))				
f	Grassroots lobbying expenditures				

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?		X	
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? ..	X		
c Media advertisements?		X	
d Mailings to members, legislators, or the public?		X	
e Publications, or published or broadcast statements?		X	
f Grants to other organizations for lobbying purposes?		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body?		X	
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		X	
i Other activities?	X		91,660.
j Total. Add lines 1c through 1i			91,660.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

PART II-B, LINE 1, LOBBYING ACTIVITIES:

THE ORGANIZATION HAS STAFF MEMBERS WHO ENGAGE IN VARIOUS FORMS OF LOBBYING TO FURTHER THE CAUSE OF CHARTER SCHOOLS IN NEW YORK AND CONNECTICUT. IT ALSO HAS A CONTRACT WITH RICAN FOR LOBBYING ACTIVITY IN RHODE ISLAND.

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**
▶ **Attach to Form 990.**

▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

OMB No. 1545-0047

2017
Open to Public Inspection

Name of the organization ACHIEVEMENT FIRST INC **Employer identification number** 65-1203744

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input type="checkbox"/> Yes <input type="checkbox"/> No	

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).
 Preservation of land for public use (e.g., recreation or education) Preservation of a historically important land area
 Protection of natural habitat Preservation of a certified historic structure
 Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included on Form 990, Part VIII, line 1

(ii) Assets included in Form 990, Part X

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenue included on Form 990, Part VIII, line 1

b Assets included in Form 990, Part X

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule D (Form 990) 2017

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIII and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment _____%
 - b Permanent endowment _____%
 - c Temporarily restricted endowment _____%
- The percentages on lines 2a, 2b, and 2c should equal 100%.
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|--|--------|----|
| (i) unrelated organizations | 3a(i) | |
| (ii) related organizations | 3a(ii) | |
| b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R? | 3b | |
- 4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		863,651.	630,478.	233,173.
d Equipment		325,062.	322,518.	2,544.
e Other		470,310.	428,216.	42,094.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				277,811.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) DUE FROM SCHOOLS	2,279,969.
(2) SECURITY DEPOSIT	51,458.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	2,331,427.

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) DUE TO SCHOOLS	1,423,270.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	1,423,270.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	45,319,011.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a		
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d	-11,694,076.	
e	Add lines 2a through 2d	2e		-11,694,076.
3	Subtract line 2e from line 1	3		57,013,087.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b	4c		0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5		57,013,087.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	32,599,297.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d	2e		0.
3	Subtract line 2e from line 1	3		32,599,297.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b	11,694,076.	
c	Add lines 4a and 4b	4c		11,694,076.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5		44,293,373.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

AF HAS NO UNRECOGNIZED TAX BENEFITS AT JUNE 30, 2018. AF'S FEDERAL TAX RETURNS PRIOR TO FISCAL YEAR 2015 ARE CLOSED AND MANAGEMENT CONTINUALLY EVALUATES EXPIRING STATUTES OF LIMITATIONS, AUDITS, PROPOSED SETTLEMENTS, CHANGES IN TAX LAW AND NEW AUTHORITATIVE RULINGS.

IF APPLICABLE, AF WOULD RECOGNIZE INTEREST AND PENALTIES ASSOCIATED WITH TAX MATTERS AS PART OF MANAGEMENT AND GENERAL EXPENSES IN THE STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS AND INCLUDE ACCRUED INTEREST AND PENALTIES IN ACCRUED EXPENSES IN THE STATEMENT OF FINANCIAL POSITION. AF DID NOT RECOGNIZE ANY INTEREST OR PENALTIES ASSOCIATED WITH TAX MATTERS FOR THE YEAR ENDED JUNE 30, 2018.

Part XIII Supplemental Information (continued)

PART XI, LINE 2D - OTHER ADJUSTMENTS:

GRANTS TO SCHOOLS -11,694,076.

PART XII, LINE 4B - OTHER ADJUSTMENTS:

GRANTS TO SCHOOLS 11,694,076.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

▶ **Attach to Form 990.**

▶ **Go to www.irs.gov/Form990 for the latest information.**

OMB No. 1545-0047

2017

**Open to Public
Inspection**

Name of the organization **ACHIEVEMENT FIRST INC** Employer identification number **65-1203744**

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
ACHIEVEMENT FIRST BRIDGEPORT ACADEMY - 403 JAMES STREET - NEW HAVEN, CT 06513	37-1543858	501(C)(3)	1,476,413.	0.			TO SUPPORT THE GENERAL OPERATING EXPENSES OF THE SCHOOL.
ACHIEVEMENT FIRST BROOKLYN CHARTER SCHOOL - 403 JAMES STREET - NEW HAVEN, CT 06513	20-5118947	501(C)(3)	15,020.	0.			TO SUPPORT THE GENERAL OPERATING EXPENSES OF THE SCHOOL.
ACHIEVEMENT FIRST HARTFORD ACADEMY 495 BLAKE STREET NEW HAVEN, CT 06515	26-2236909	501(C)(3)	2,572,500.	0.			TO SUPPORT THE GENERAL OPERATING EXPENSES OF THE SCHOOL.
ACHIEVEMENT FIRST RHODE ISLAND INC. - 495 BLAKE STREET - NEW HAVEN, CT 06515	46-1986417	501(C)(3)	712,285.	0.			TO SUPPORT THE GENERAL OPERATING EXPENSES OF THE SCHOOL.
AMISTAD ACADEMY, INC. 495 BLAKE STREET NEW HAVEN, CT 06515	06-1546695	501(C)(3)	1,904,364.	0.			TO SUPPORT THE GENERAL OPERATING EXPENSES OF THE SCHOOL.
ELM CITY COLLEGE PREPARATORY, INC 495 BLAKE STREET NEW HAVEN, CT 06515	20-5196171	501(C)(3)	3,128,913.	0.			TO SUPPORT THE GENERAL OPERATING EXPENSES OF THE SCHOOL.

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **6.**
- 3** Enter total number of other organizations listed in the line 1 table

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2017)

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
SCHOLARSHIP TO ATTEND UNIVERSITY PROGRAM	4	10,248.	0.	FMV	

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2:

GRANTS GIVEN TO THE SCHOOLS ARE FOR OPERATING AND FACILITY ACQUISITION/RENOVATION EXPENSES. ACHIEVEMENT FIRST, INC. PLAYS AN OVERSIGHT ROLE FOR EACH SCHOOL IN MONITORING THE USE OF GRANT FUNDS.

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

2017

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Department of the Treasury
Internal Revenue Service

Name of the organization

ACHIEVEMENT FIRST INC

Employer identification number

65-1203744

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|---|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (such as, maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|--|---|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1b		
2		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7	X	
8		X
9		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2017

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) DACIA TOLL CO-CEO AND PRESIDENT	(i)	270,503.	20,000.	180.	2,500.	8,946.	302,129.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) DOUGLAS MCCURRY CO-CEO AND SUPERINTENDENT	(i)	268,160.	20,000.	180.	2,500.	18,956.	309,796.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) VICTOR DE LA PAZ CHIEF FINANCIAL OFFICER	(i)	193,920.	0.	120.	2,500.	0.	196,540.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) AMY D'ANGELO REGIONAL SUPERINTENDENT	(i)	190,038.	0.	120.	2,500.	17,667.	210,325.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) CHI YOUNG TSCHANG REGIONAL SUPERINTENDENT	(i)	192,561.	0.	120.	2,500.	16,483.	211,664.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) MAX KOLTUV REGIONAL SUPERINTENDENT	(i)	202,434.	0.	120.	2,500.	15,515.	220,569.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(7) RALPH HARRIS FERRELL CHIEF OPERATING OFFICER	(i)	212,849.	0.	180.	2,500.	22,278.	237,807.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(8) THOMAS KAISER CHIEF TALENT OFFICER	(i)	195,698.	0.	127.	2,500.	6,446.	204,771.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 7:

SOME OF THE INDIVIDUALS LISTED ON FORM 990, PART VII, RECEIVED BONUSES.

THESE AMOUNTS WERE APPROVED BY THE BOARD AND INCLUDED IN THE INDIVIDUALS

W-2S.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2017

Open to Public
Inspection

Name of the organization

ACHIEVEMENT FIRST INC

Employer identification number

65-1203744

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

NETWORK OF K-12 PUBLIC CHARTER SCHOOLS IN CONNECTICUT, RHODE ISLAND,
AND NEW YORK. THE NETWORK OF SCHOOLS FOCUSES ON PROVIDING STUDENTS WITH
THE ACADEMIC AND CHARACTER SKILLS THEY NEED TO GRADUATE FROM TOP
COLLEGES, TO SUCCEED IN A COMPETITIVE WORLD, AND TO SERVE AS THE NEXT
GENERATION OF LEADERS OF THEIR COMMUNITIES.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

THEY NEED TO GRADUATE FROM TOP COLLEGES, TO SUCCEED IN A COMPETITIVE
WORLD, AND TO SERVE AS THE NEXT GENERATION OF LEADERS OF THEIR
COMMUNITIES.

FORM 990, PART VI, SECTION B, LINE 11B:

FORM 990 IS GIVEN TO THE BOARD CHAIR WHO REVIEWS IT ON BEHALF OF THE BOARD
PRIOR TO SUBMISSION TO THE IRS. FORM 990 IS ALSO REVIEWED BY THE CONTROLLER
PRIOR TO FILING.

FORM 990, PART VI, SECTION B, LINE 12C:

BOARD MEMBERS ARE REQUIRED ANNUALLY, TO DISCLOSE CONFLICTS OF INTEREST.
VENDORS AND OTHER MAJOR CONTRACTORS ARE REQUIRED TO ENSURE THERE ARE NO
CONFLICTS OF INTEREST.

FORM 990, PART VI, SECTION B, LINE 15:

THE CONCERNED PARTY'S SALARIES ARE DETERMINED THROUGH COMPARISON TO SIMILAR
ORGANIZATIONS AND REVIEWED AND APPROVED BY THE BOARD OF DIRECTORS.

Name of the organization ACHIEVEMENT FIRST INC	Employer identification number 65-1203744
--	---

FORM 990, PART VI, SECTION C, LINE 19:

ALL THESE DOCUMENTS ARE AVAILABLE UPON REQUEST AT NO COST TO THE PUBLIC.
 THE ORGANIZATION'S FORM 990 IS AVAILABLE BOTH UPON REQUEST AND ON THE
 WEBSITE WWW.GUIDESTAR.ORG.

FORM 990, PART XII, LINE 2C:

THIS PROCESS HAS NOT CHANGED FROM PRIOR YEAR.

Application for Automatic Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**

▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868 .**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile, click on Charities & Non-Profits, and click on e-file for Charities and Non-Profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

	Enter filer's identifying number	
Type or print	Name of exempt organization or other filer, see instructions. ACHIEVEMENT FIRST INC	Employer identification number (EIN) or 65-1203744
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 370 JAMES STREET, NO. 404	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW HAVEN, CT 06513	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

GAYLORD BOURNE, CPA

• The books are in the care of ▶ **370 JAMES STREET, NO. 404 - NEW HAVEN, CT 06513**
Telephone No. ▶ **203-773-3223** Fax No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **MAY 15, 2019**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year _____ or
- ▶ tax year beginning **JUL 1, 2017**, and ending **JUN 30, 2018**.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.