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Mary Taylor, CPA Auditor of State

INDEPENDENT ACCOUNTANTS' REPORT

The Unlimited Classroom Mahoning County 100 DeBartolo Place, Suite 115 Youngstown, Ohio 44512

To the Governing Board:

We have audited the accompanying financial statements of The Unlimited Classroom, Mahoning County, Ohio (the "School"), as of and for the year ended June 30, 2006, which collectively comprise the School's basic financial statements as listed in the table of contents. These financial statements are the responsibility of the School's management. Our responsibility is to express opinions 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 the Comptroller General of the United States' *Government Auditing Standards*. Those standards require that we plan and perform the audit to reasonably assure whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe our audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of The Unlimited Classroom, Mahoning County, Ohio, as of June 30, 2006, and the respective changes in financial position and cash flows, thereof for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated July 3, 2007, on our consideration of the School's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. While we did not opine on the internal control over financial reporting or on compliance, that report describes the scope of our testing of internal control over financial reporting and compliance and the results of that testing. That report is an integral part of an audit performed in accordance with *Government Auditing Standards*. You should read it in conjunction with this report in assessing the results of our audit.

Voinovich Government Center / 242 Federal Plaza W. / Suite 302 / Youngstown, OH 44503-1293 Telephone: (330) 797-9900 (800) 443-9271 Fax: (330) 797-9949 www.auditor.state.oh.us The Unlimited Classroom Mahoning County Independent Accountants Report Page 2

Management's Discussion and Analysis is not a required part of the basic financial statements but is supplementary information accounting principles generally accepted in the United States of America requires. We have applied certain limited procedures, consisting principally of inquiries of management regarding the methods of measuring and presenting the required supplementary information. However, we did not audit the information and express no opinion on it.

Mary Jaylor

Mary Taylor, CPA Auditor of State

July 3, 2007

MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE FISCAL YEAR ENDED JUNE 30, 2006 UNAUDITED

The discussion and analysis of The Unlimited Classroom's (the "School") financial performance provides an overall review of the School's financial activities for the fiscal year ended June 30, 2006. The intent of this discussion and analysis is to look at the School's financial performance as a whole; readers should also review the basic financial statements and the notes to the basic financial statements to enhance their understanding of the School's financial performance.

Financial Highlights

Key financial highlights for 2006 are as follows:

- In total, net assets were \$619,763 at June 30 2006.
- The School had operating revenues of \$1,368,452 and operating expenses of \$1,716,412 for fiscal year 2006. The School also received \$383,821 in federal and state grants during fiscal year 2006. Total change in net assets for the fiscal year was an increase of \$46,367.

Using these Basic Financial Statements

This annual report consists of a series of financial statements and notes to those statements. These statements are organized so the reader can understand the School's financial activities. The *Statement of Net Assets* and *Statement of Revenues, Expenses and Changes in Net Assets* provide information about the activities of the School, including all short-term and long-term financial resources and obligations.

Reporting the School Financial Activities

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

These documents look at all financial transactions and asks the question, How did we do financially during 2006? The Statement of Net Assets and the Statement of Revenues, Expenses and Changes in Net Assets answer this question. These statements include *all assets, liabilities, revenues and expenses* using the *accrual basis of accounting* similar to the accounting used by most private-sector companies. This basis of accounting takes into account all of the current year's revenues and expenses regardless of when cash is received or paid.

These two statements report the School's *net assets* and changes in those assets. This change in net assets is important because it tells the reader that, for the School as a whole, the *financial position* of the School has improved or diminished. The causes of this change may be the result of many factors, some financial, some not. These statements can be found on pages 7 and 8 of this report.

The Statement of Cash Flows provides information about how the School finances and is meeting the cash flow needs of its operations. The Statement of Cash Flows can be found on page 9 of this report.

MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE FISCAL YEAR ENDED JUNE 30, 2006 UNAUDITED

The table below provides a summary of the School's net assets for fiscal years 2006 and 2005

	Net Assets			
	2006	2005		
Assets				
Current assets	\$ 400,545	\$ 515,474		
Capital assets, net	224,014	67,805		
Total assets	624,559	583,279		
<u>Liabilities</u>				
Current liabilities	4,796	9,883		
Total liabilities	4,796	9,883		
Net Assets				
Invested in capital assets	224,014	67,805		
Restricted	23,272	33,557		
Unrestricted	372,477	472,034		
Total net assets	\$ 619,763	\$ 573,396		

Over time, net assets can serve as a useful indicator of a government's financial position. At June 30, 2006, the School's net assets totaled \$619,763.

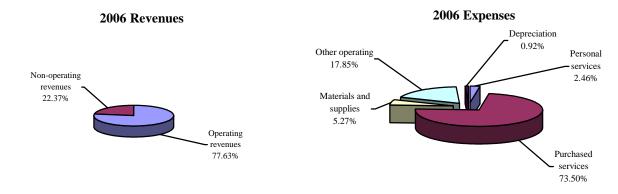
At year-end, capital assets represented 35.87% of total assets, compared to 11.62% in 2005. The School purchased \$172,067 in capital assets during fiscal year 2006. Capital assets consisted of furniture and equipment. There is no debt related to these capital assets. Capital assets are used to provide services to the students and are not available for future spending.

MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE FISCAL YEAR ENDED JUNE 30, 2006 UNAUDITED

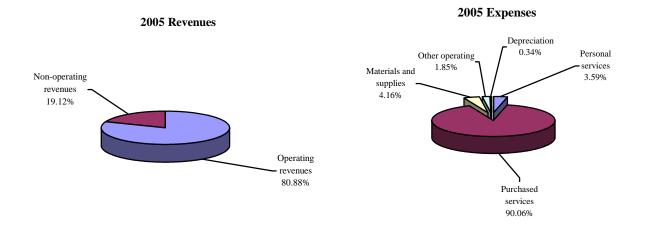
Change in Net Assets

	2006	2005	
Operating Revenues:			
State foundation	\$ 1,343,497	\$ 1,000,238	
Services provided to other entities	24,955		
Total operating revenue	1,368,452	1,000,238	
Operating Expenses:			
Personal services	42,248	43,993	
Purchased services	1,261,526	1,103,622	
Materials and supplies	90,439	50,917	
Other	306,341	22,676	
Depreciation	15,858	4,182	
Total operating expenses	1,716,412	1,225,390	
Non-operating revenues:			
Federal and state grants	383,821	230,962	
Interest income	10,506	5,423	
Total non-operating revenues	394,327	236,385	
Change in net assets	46,367	11,233	
Net assets at beginning of year	573,396	562,163	
Net assets at end of year	\$ 619,763	\$ 573,396	

The charts below illustrate the revenues and expenses for the School during fiscal 2006 and 2005.



MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE FISCAL YEAR ENDED JUNE 30, 2006 UNAUDITED



Capital Assets

At June 30, 2006, the School had \$224,014 invested in furniture and equipment. See Note 4 to the basic financial statements for more detail on capital assets

Current Financial Related Activities

The School relies on the State Foundation Funds as well as State and Federal Sub-Grants to provide the monies necessary to operate the electronic conversion school.

In conclusion, the School has committed itself to providing online educational opportunities to students. Management will aggressively pursue adequate funding to secure the financial stability of the School.

Contacting the School's Financial Management

This financial report is designed to provide our clients and creditors with a general overview of the School's finances and to show the School's accountability for the money it receives. If you have questions about this report or need additional financial information contact Ms. Cynthia Lengyel, Treasurer, The Unlimited Classroom, 100 DeBartolo Place, Suite 115, Youngstown, Ohio 44512-7019.

STATEMENT OF NET ASSETS JUNE 30, 2006

Assets:	
Current asset:	
Cash and cash equivalents	\$ 400,171
Receivable:	
Accounts	 374
Total current assets	 400,545
Non-current assets:	
Capital assets, net	 224,014
Total assets	 624,559
Liabilities:	
Current liabilities:	
Accounts payable	734
Pension obligation payable	 4,062
Total current liabilities	 4,796
Net Assets:	
Invested in capital assets	224,014
Restricted for:	
State funded programs	5,393
Federally funded programs	17,879
Unrestricted	 372,477
Total net assets	\$ 619,763

SEE ACCOMPANYING NOTES TO THE BASIC FINANCIAL STATEMENTS

STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS FOR THE FISCAL YEAR ENDED JUNE 30, 2006

Operating revenues:	
State foundation.	\$ 1,343,497
Services provided to other entities	24,955
Total operating revenues	 1,368,452
Operating expenses:	
Personal services	42,248
Purchased services.	1,261,526
Materials and supplies	90,439
Other operating expenses	306,341
Depreciation	15,858
Total operating expenses	 1,716,412
Operating loss	 (347,960)
Non-operating revenues:	
Federal and state grants	383,821
Interest income	10,506
Total non-operating revenues	 394,327
Change in net assets	46,367
Net assets at beginning of year	573,396
Net assets at end of year	\$ 619,763

SEE ACCOMPANYING NOTES TO THE BASIC FINANCIAL STATEMENTS

STATEMENT OF CASH FLOWS FOR THE FISCAL YEAR ENDED JUNE 30, 2006

Cash flows from operating activities:		
Cash received from State foundation	\$	1,343,497
Cash received from services provided to other entities.	Ŷ	24,955
Cash payments for personal services		(43,638)
Cash payments to suppliers for goods and services		(1,265,645)
Cash payments for materials and supplies		(90,439)
Cash payments for other expenses		(306,293)
		(300,293)
Net cash used in		
operating activities		(337,563)
Cash flows from noncapital financing activities:		
Federal and state grants.		383,821
Net cash provided by noncapital		
financing activities		383,821
Cash flows from capital and related		
financing activities:		
Acquisition of capital assets		(172,067)
		(172,007)
Net cash used in capital and related		
financing activities		(172,067)
Cash flows from investing activities:		
Interest received		10,506
		10,500
Net cash provided by investing activities		10,506
Net decrease in cash and cash equivalents		(115,303)
Cash and cash equivalents at beginning of year		515,474
Cash and cash equivalents at end of year	\$	400,171
Reconciliation of operating loss		
to net cash used in operating activities:		
Operating loss	\$	(347,960)
Adjustments:		
Depreciation		15,858
		10,000
Changes in assets and liabilities:		
Increase in accounts receivable.		(374)
Decrease in accounts payable.		(3,697)
Decrease in pension obligation payable		(1,390)
in pension configuren pujuote · · · · · · · ·		(1,570)
Net cash used in		
operating activities	\$	(337,563)

SEE ACCOMPANYING NOTES TO THE BASIC FINANCIAL STATEMENTS

NOTES TO BASIC FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED JUNE 30, 2006

NOTE 1 - DESCRIPTION OF THE SCHOOL

The Unlimited Classroom (the "School") is a nonprofit corporation established pursuant to Ohio Revised Code Chapters 3314 and 1702. The School's objective is to focus on providing students with curriculum and instruction via distance learning technology. The School is a public school that provides an alternative to the traditional educational setting. The School, which is part of the State's education program, is nonsectarian in its programs, admissions policies, employment practices, and all other operations. The School may acquire facilities as needed and contract for any services necessary for the operation of the school.

The School is a legally separate, start-up community school, served by a Board of Directors. The School focuses on providing students with curriculum and instruction via distance learning technology. The seven person Board of Directors, appointed by the Mahoning County Educational Service Center (ESC), consists of three persons employed in administrator positions with the Mahoning County ESC, one person employed in an administrator position with the Mahoning County Career and Technical Center (MCCTC), one person who is neither an officer nor employee of the Mahoning County ESC or MCCTC who shall be a public educator or other public office, one person who is appointed to represent the interests of the parents and students of the School, and the School's Treasurer. The School treasurer is a non-voting ex-officio of the Board of Directors.

The Mahoning County ESC sponsored the School during fiscal year 2006. Based on the significant influence the Board of Education of Mahoning County ESC has over the Board of Directors of the School, the School is a component unit of Mahoning County ESC.

The Area Cooperative Computerized Educational Service System (ACCESS), under a purchased services basis with the School, provides internet, e-mail and other services to the School (see Note 7). Personnel providing services to the School on behalf of the Mahoning County ESC are considered employees of the ESC and the ESC shall be solely responsible for all payroll functions. The School provides services to approximately 203 students.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The basic financial statements (BFS) of the School have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The School also applies Financial Accounting Standards Board (FASB) Statements and Interpretations issued on or before November 30, 1989, provided those pronouncements do not conflict with or contradict GASB pronouncements. The School does not apply FASB Statements and Interpretations issued after November 30, 1989. The School's significant accounting policies are described below.

A. Basis of Presentation

Enterprise accounting is used to account for operations that are financed and operated in a manner similar to private business enterprises where the intent is that the costs (expenses) of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges or where it has been decided that periodic determination of revenues earned, expenses incurred, and/or net income is appropriate for capital maintenance, public policy, management control, accountability or other purposes.

NOTES TO BASIC FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED JUNE 30, 2006

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - (Continued)

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

B. Measurement Focus and Basis of Accounting

Enterprise fund accounting uses a flow of economic resources measurement focus. With this measurement focus, all assets and all liabilities are included on the Statement of Net Assets. The Statement of Revenues, Expenses and Changes in Net Assets presents increases (i.e., revenues) and decreases (i.e., expenses) in total net assets. Basis of accounting refers to when revenues and expenses are recognized in the accounts and reported in the financial statements. Basis of accounting relates to the timing of the measurements made. The accrual basis of accounting is used for reporting purposes. Revenues are recognized when they are earned, and expenses are recognized when they are incurred.

C. Budgetary Process

Unlike other public schools located in the State of Ohio, community schools are not required to follow budgetary provisions set forth in Ohio Revised Code Section 5705, unless specifically provided in the School's contract with its Sponsor. The contract between the School and its Sponsor does not prescribe a budgetary process for the School.

D. Cash

Cash received by the School is maintained in a demand deposit account.

E. Capital Assets and Depreciation

Capital assets are capitalized at cost or estimated historical cost and updated for additions and deletions during the year. The School maintains a capitalization threshold of \$1,000. The School does not have any infrastructure. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend an asset's life are not capitalized.

All capital assets are depreciated. Depreciation is computed using the straight-line method. Equipment is depreciated over ten years.

F. Net Assets

Net assets represent the difference between assets and liabilities. Net assets invested in capital assets, consists of capital assets, net of accumulated depreciation. Net assets are reported as restricted when there are limitations imposed on their use through external restrictions imposed by creditors, grantors or laws or regulations of other governments.

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

NOTES TO BASIC FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED JUNE 30, 2006

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - (Continued)

G. Intergovernmental Revenues

The School currently participates in the State Foundation Program, and the State Special Education Program. Revenues received from these programs are recognized as operating revenues in the accounting period in which all eligibility requirements have been met. Other grants and entitlements are recognized as non-operating revenues in the accounting period in which all eligibility requirements have been met.

Eligibility requirements include timing requirements, which specify the year when the resources are required to be used or the fiscal year when use is permitted, matching requirements, in which the School must provide local resources to be used for a specified purpose, and expenditure requirements, in which the resources are provided to the School on a reimbursement basis.

The Ohio Department of Education conducts reviews of enrollment data and full-time equivalency (FTE) calculations made by the School. These reviews are conducted to ensure the School is reporting accurate enrollment data to the State, upon which State Foundation funding is calculated. The review resulted in the discovery of an underpayment to the School in the amount of \$2,629.

H. Estimates

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

I. Tax Exemption Status

The School is a non-profit organization that, in the opinion of legal counsel, is exempt from federal income taxes due to the School qualifying as an integral part of the Mahoning ESC and the Mahoning County Career and Technical Center.

NOTE 3 - DEPOSITS AND INVESTMENTS

At June 30, 2006, the carrying amount of all School deposits was \$400,171. Based on the criteria described in GASB Statement No. 40, "<u>Deposits and Investment Risk Disclosures</u>", as of June 30, 2006, \$100,000 of the School's bank balance of \$467,135 was covered by Federal Deposit Insurance Corporation, while \$367,135 was exposed to custodial risk as discussed below.

Custodial credit risk is the risk that, in the event of bank failure, the School's deposits may not be returned. All deposits are collateralized with eligible securities in amounts equal to at least 105% of the carrying value of the deposits. Such collateral, as permitted by the Ohio Revised Code, is held in single financial institution collateral pools at Federal Reserve Banks, or at member banks of the federal reserve system, in the name of the respective depository bank and pledged as a pool of collateral against all of the public deposits it holds or as specific collateral held at the Federal Reserve Bank in the name of the School.

NOTES TO BASIC FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED JUNE 30, 2006

NOTE 4 - CAPITAL ASSETS

Capital asset activity for the fiscal year ended June 30, 2006, was as follows:

	 alance at y 1, 2005	Additions	Disp	osals_	alance at le 30, 2006
Furniture and equipment Less: accumulated depreciation	\$ 72,542 (4,737)	\$ 172,067 (15,858)	\$	-	\$ 244,609 (20,595)
Capital assets, net	\$ 67,805	\$ 156,209	\$	-	\$ 224,014

NOTE 5 - RISK MANAGEMENT

The School is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to contracted personnel; and natural disasters. For fiscal year 2006, professional liability is provided by the Ohio School Plan with a \$3,000,000 annual aggregate/\$1,000,000 single occurrence limit and educational legal liability deductible of \$2,500.

NOTE 6 - PURCHASED SERVICES

For fiscal year ended June 30, 2006, purchased service expenses were as follows:

Professional and technical services	\$ 1,166,420
Property services	45,711
Travel expenses	15,192
Communications	34,203
	* • • • • • • • •
Total	<u>\$ 1,261,526</u>

NOTE 7 - SERVICE AGREEMENTS

A. Area Cooperative Computerized Educational Service System

The School entered into a one-year agreement commencing on July 1, 2005 and ending June 30, 2006, with ACCESS for internet access, electronic mail, Ohio Uniform School Accounting System (USAS), the Uniform Staff Payroll System (USPS), Educational Management Information System (EMIS), Student Information System (SIS/POISE) to include student grade reporting, attendance and scheduling and INFOhio Automated library services. Separate and apart from this agreement, the School agrees to obtain at its own expense, the additional computer and electronic equipment necessary for receipt of these services at the School's facilities. The School paid ACCESS \$127.05 per month for services during fiscal 2006.

NOTES TO BASIC FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED JUNE 30, 2006

NOTE 7 - SERVICE AGREEMENTS - (Continued)

B. Mahoning County ESC

The School had a service contract with Mahoning County ESC. This contract outlined the services that would be provided to the School. The following payments were made for fiscal year 2006 from the School to Mahoning County ESC.

Purchased services for fiscal services	\$ 32,944
Administrative fee of 5% and fiscal fee of 5%, which covers phone service, mail delivery, courier service, copier codes, storage, receptionist, payroll, EMIS, operations, purchasing,	155 210
accounts payable/receivable, and Treasurer.	156,319
Payment for teachers, psychologist, technology, administrators, Rent, postage, and secretarial staff	895,812
Total amount of payments made by the School to Mahoning County ESC during fiscal 2006	<u>\$1,085,075</u>

NOTE 8 - CONTINGENCIES

A. Grants

The School received financial assistance from federal and state agencies in the form of grants. The expenditure of funds received under these programs generally requires compliance with terms and conditions specified in the grant agreements and is subject to audit by the grantor agencies. Any disallowed claims resulting from such audits could become a liability. However in the opinion of management, any such disallowed claims will not have a material adverse effect on the overall financial position of the School at June 30, 2006.

B. Litigation

A suit was filed in the US District Court, Southern District of Ohio, Western Division on October 6, 2004, which challenges the funding of charter schools under Equal Protection, Due Process and claims violation of a right to vote on the bodies administering public schools. The case is still pending. The effect of this suit, if any, on the School is not presently determinable.



Mary Taylor, CPA Auditor of State

INDEPENDENT ACCOUNTANTS' REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS REQUIRED BY *GOVERNMENT AUDITING STANDARDS*

The Unlimited Classroom Mahoning County 100 DeBartolo Place, Suite 115 Youngstown, Ohio 44512

To the Governing Board:

We have audited the financial statements of The Unlimited Classroom (the "School") as of and for the year ended June 30, 2006, which collectively comprise the School's basic financial statements and have issued our report thereon dated July 3, 2007. 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 the Comptroller General of the United States' *Government Auditing Standards*.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the School's internal control over financial reporting to determine our auditing procedures to express our opinion on the financial statements and not to opine on the internal control over financial reporting. Our consideration of the internal control would not necessarily disclose all matters in the internal control over financial reporting that might be material weaknesses. A material weakness is a reportable condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that misstatements caused by error or fraud in amounts material to the financial statements we audited may occur and not be timely detected by employees when performing their assigned functions. We noted no matters involving the internal control over financial reporting and its operation that we consider material weaknesses.

Compliance and Other Matters

As part of reasonably assuring whether the School's financial statements are free of material misstatement, we tested its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could directly and materially affect 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 an opinion. The results of our tests disclosed no instances of noncompliance or other matters we must report under *Government Auditing Standards*.

Voinovich Government Center / 242 Federal Plaza W. / Suite 302 / Youngstown, OH 44503-1293 Telephone: (330) 797-9900 (800) 443-9271 Fax: (330) 797-9949 www.auditor.state.oh.us The Unlimited Classroom Mahoning County Independent Accountants' Report on Internal Control over Financial Reporting and on Compliance and Other Matters Required by *Government Auditing Standards* Page 18

We intend this report solely for the information and use of the audit committee, management, and Governing Board. It is not intended for anyone other than these specified parties.

mary Jaylor

Mary Taylor, CPA Auditor of State

July 3, 2007





THE UNLIMITED CLASSROOM

MAHONING COUNTY

CLERK'S CERTIFICATION

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

Susan Babbett

CLERK OF THE BUREAU

CERTIFIED JULY 24, 2007

> 88 E. Broad St. / Fourth Floor / Columbus, OH 43215-3506 Telephone: (614) 466-4514 (800) 282-0370 Fax: (614) 466-4490 www.auditor.state.oh.us