

U.S. Department of Education
Washington, D.C. 20202-5335



**APPLICATION FOR GRANTS
UNDER THE**

Grants for Replication and Expansion of High-Quality Charter Schools

CFDA # 84.282M

PR/Award # U282M140028

Grants.gov Tracking#: GRANT11707127

OMB No. , Expiration Date:

Closing Date: Jul 21, 2014

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This application was generated using the PDF functionality. The PDF functionality automatically numbers the pages in this application. Some pages/sections of this application may contain 2 sets of page numbers, one set created by the applicant and the other set created by e-Application's PDF functionality. Page numbers created by the e-Application PDF functionality will be preceded by the letter e (for example, e1, e2, e3, etc.).

Application for Federal Assistance SF-424

* 1. Type of Submission: <input type="checkbox"/> Preapplication <input checked="" type="checkbox"/> Application <input type="checkbox"/> Changed/Corrected Application	* 2. Type of Application: <input checked="" type="checkbox"/> New <input type="checkbox"/> Continuation <input type="checkbox"/> Revision	* If Revision, select appropriate letter(s): <input type="text"/> * Other (Specify): <input type="text"/>
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* 3. Date Received: <input type="text" value="07/21/2014"/>	4. Applicant Identifier: <input type="text"/>
--	--

5a. Federal Entity Identifier: <input type="text"/>	5b. Federal Award Identifier: <input type="text"/>
--	---

State Use Only:

6. Date Received by State: <input type="text"/>	7. State Application Identifier: <input type="text"/>
---	---

8. APPLICANT INFORMATION:

* a. Legal Name: <input type="text" value="Success Academy Charter Schools - NYC"/>	
* b. Employer/Taxpayer Identification Number (EIN/TIN): <input type="text" value="36-4629540"/>	* c. Organizational DUNS: <input type="text" value="9617309880000"/>

d. Address:

* Street1:	<input type="text" value="95 Pine Street"/>
Street2:	<input type="text" value="Floor 6"/>
* City:	<input type="text" value="New York"/>
County/Parish:	<input type="text"/>
* State:	<input type="text" value="NY: New York"/>
Province:	<input type="text"/>
* Country:	<input type="text" value="USA: UNITED STATES"/>
* Zip / Postal Code:	<input type="text" value="10005-3904"/>

e. Organizational Unit:

Department Name: <input type="text"/>	Division Name: <input type="text"/>
--	--

f. Name and contact information of person to be contacted on matters involving this application:

Prefix: <input type="text" value="Mr."/>	* First Name: <input type="text" value="Scott"/>
Middle Name: <input type="text" value="E"/>	
* Last Name: <input type="text" value="Sobelman"/>	
Suffix: <input type="text"/>	
Title: <input type="text" value="Finance Manager"/>	

Organizational Affiliation: <input type="text" value="Success Academy Charter Schools, Inc."/>

* Telephone Number: <input type="text"/>	Fax Number: <input type="text"/>
--	----------------------------------

* Email: <input type="text"/>

Application for Federal Assistance SF-424

*** 9. Type of Applicant 1: Select Applicant Type:**

M: Nonprofit with 501C3 IRS Status (Other than Institution of Higher Education)

Type of Applicant 2: Select Applicant Type:

Type of Applicant 3: Select Applicant Type:

* Other (specify):

*** 10. Name of Federal Agency:**

U.S. Department of Education

11. Catalog of Federal Domestic Assistance Number:

84.282

CFDA Title:

Charter Schools

*** 12. Funding Opportunity Number:**

ED-GRANTS-062014-002

* Title:

Office of Innovation and Improvement (OII): Charter Schools Program (CSP): Grants for Replication and Expansion of High-Quality Charter Schools CFDA Number 84.282M

13. Competition Identification Number:

84-282M2014-1

Title:

14. Areas Affected by Project (Cities, Counties, States, etc.):

Add Attachment

Delete Attachment

View Attachment

*** 15. Descriptive Title of Applicant's Project:**

Replicating and Expanding Success for Thousands of NYC Children

Attach supporting documents as specified in agency instructions.

Add Attachments

Delete Attachments

View Attachments

Application for Federal Assistance SF-424

16. Congressional Districts Of:

* a. Applicant

* b. Program/Project

Attach an additional list of Program/Project Congressional Districts if needed.

17. Proposed Project:

* a. Start Date:

* b. End Date:

18. Estimated Funding (\$):

* a. Federal	<input type="text" value="418,000.00"/>
* b. Applicant	<input type="text" value="0.00"/>
* c. State	<input type="text" value="1,600,248.00"/>
* d. Local	<input type="text" value="120,000.00"/>
* e. Other	<input type="text" value="0.00"/>
* f. Program Income	<input type="text" value="0.00"/>
* g. TOTAL	<input type="text" value="2,138,248.00"/>

*** 19. Is Application Subject to Review By State Under Executive Order 12372 Process?**

a. This application was made available to the State under the Executive Order 12372 Process for review on

b. Program is subject to E.O. 12372 but has not been selected by the State for review.

c. Program is not covered by E.O. 12372.

*** 20. Is the Applicant Delinquent On Any Federal Debt? (If "Yes," provide explanation in attachment.)**

Yes No

If "Yes", provide explanation and attach

21. *By signing this application, I certify (1) to the statements contained in the list of certifications and (2) that the statements herein are true, complete and accurate to the best of my knowledge. I also provide the required assurances** and agree to comply with any resulting terms if I accept an award. I am aware that any false, fictitious, or fraudulent statements or claims may subject me to criminal, civil, or administrative penalties. (U.S. Code, Title 218, Section 1001)**

** I AGREE

** The list of certifications and assurances, or an internet site where you may obtain this list, is contained in the announcement or agency specific instructions.

Authorized Representative:

Prefix: * First Name:

Middle Name:

* Last Name:

Suffix:

* Title:

* Telephone Number: Fax Number:

* Email:

* Signature of Authorized Representative:

* Date Signed:

Representative	Congressional District	Existing Schools
Gregory Meeks	5	SA-RO, SA-SG
Nydia M. Velazquez	7	SA-CH, SA-FG, SA-WB
Hakeem Jeffries	8	SA-BS1, SA-BS2, SA-BB
Yvette D. Clarke	9	SA-CR, SA-PH
Jerrold Nadler	10	SA-HK, SA-UW, SA-BH
Carolyn B. Maloney	12	SA-US, SA-HSLA
Charles B. Rangel	13	SA-H1,SA-H2,SA-H3,SA-H4,SA-H5,SA-HC,SA-HE,SA-HNC,SA-HNW,SA-HW,SA-WH
José E. Serrano	15	SA-BX1,SAMS-BX1,SA-BX2,SAMS-BX2,SA-BX3,SA-BX4

ASSURANCES - NON-CONSTRUCTION PROGRAMS

Public reporting burden for this collection of information is estimated to average 15 minutes per response, including time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding the burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to the Office of Management and Budget, Paperwork Reduction Project (0348-0040), Washington, DC 20503.

PLEASE DO NOT RETURN YOUR COMPLETED FORM TO THE OFFICE OF MANAGEMENT AND BUDGET. SEND IT TO THE ADDRESS PROVIDED BY THE SPONSORING AGENCY.

NOTE: Certain of these assurances may not be applicable to your project or program. If you have questions, please contact the awarding agency. Further, certain Federal awarding agencies may require applicants to certify to additional assurances. If such is the case, you will be notified.

As the duly authorized representative of the applicant, I certify that the applicant:

1. Has the legal authority to apply for Federal assistance and the institutional, managerial and financial capability (including funds sufficient to pay the non-Federal share of project cost) to ensure proper planning, management and completion of the project described in this application.
2. Will give the awarding agency, the Comptroller General of the United States and, if appropriate, the State, through any authorized representative, access to and the right to examine all records, books, papers, or documents related to the award; and will establish a proper accounting system in accordance with generally accepted accounting standards or agency directives.
3. Will establish safeguards to prohibit employees from using their positions for a purpose that constitutes or presents the appearance of personal or organizational conflict of interest, or personal gain.
4. Will initiate and complete the work within the applicable time frame after receipt of approval of the awarding agency.
5. Will comply with the Intergovernmental Personnel Act of 1970 (42 U.S.C. §§4728-4763) relating to prescribed standards for merit systems for programs funded under one of the 19 statutes or regulations specified in Appendix A of OPM's Standards for a Merit System of Personnel Administration (5 C.F.R. 900, Subpart F).
6. Will comply with all Federal statutes relating to nondiscrimination. These include but are not limited to: (a) Title VI of the Civil Rights Act of 1964 (P.L. 88-352) which prohibits discrimination on the basis of race, color or national origin; (b) Title IX of the Education Amendments of 1972, as amended (20 U.S.C. §§1681-1683, and 1685-1686), which prohibits discrimination on the basis of sex; (c) Section 504 of the Rehabilitation Act of 1973, as amended (29 U.S.C. §794), which prohibits discrimination on the basis of handicaps; (d) the Age Discrimination Act of 1975, as amended (42 U.S.C. §§6101-6107), which prohibits discrimination on the basis of age; (e) the Drug Abuse Office and Treatment Act of 1972 (P.L. 92-255), as amended, relating to nondiscrimination on the basis of drug abuse; (f) the Comprehensive Alcohol Abuse and Alcoholism Prevention, Treatment and Rehabilitation Act of 1970 (P.L. 91-616), as amended, relating to nondiscrimination on the basis of alcohol abuse or alcoholism; (g) §§523 and 527 of the Public Health Service Act of 1912 (42 U.S.C. §§290 dd-3 and 290 ee- 3), as amended, relating to confidentiality of alcohol and drug abuse patient records; (h) Title VIII of the Civil Rights Act of 1968 (42 U.S.C. §§3601 et seq.), as amended, relating to nondiscrimination in the sale, rental or financing of housing; (i) any other nondiscrimination provisions in the specific statute(s) under which application for Federal assistance is being made; and, (j) the requirements of any other nondiscrimination statute(s) which may apply to the application.
7. Will comply, or has already complied, with the requirements of Titles II and III of the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970 (P.L. 91-646) which provide for fair and equitable treatment of persons displaced or whose property is acquired as a result of Federal or federally-assisted programs. These requirements apply to all interests in real property acquired for project purposes regardless of Federal participation in purchases.
8. Will comply, as applicable, with provisions of the Hatch Act (5 U.S.C. §§1501-1508 and 7324-7328) which limit the political activities of employees whose principal employment activities are funded in whole or in part with Federal funds.

9. Will comply, as applicable, with the provisions of the Davis-Bacon Act (40 U.S.C. §§276a to 276a-7), the Copeland Act (40 U.S.C. §276c and 18 U.S.C. §874), and the Contract Work Hours and Safety Standards Act (40 U.S.C. §§327-333), regarding labor standards for federally-assisted construction subagreements.
10. Will comply, if applicable, with flood insurance purchase requirements of Section 102(a) of the Flood Disaster Protection Act of 1973 (P.L. 93-234) which requires recipients in a special flood hazard area to participate in the program and to purchase flood insurance if the total cost of insurable construction and acquisition is \$10,000 or more.
11. Will comply with environmental standards which may be prescribed pursuant to the following: (a) institution of environmental quality control measures under the National Environmental Policy Act of 1969 (P.L. 91-190) and Executive Order (EO) 11514; (b) notification of violating facilities pursuant to EO 11738; (c) protection of wetlands pursuant to EO 11990; (d) evaluation of flood hazards in floodplains in accordance with EO 11988; (e) assurance of project consistency with the approved State management program developed under the Coastal Zone Management Act of 1972 (16 U.S.C. §§1451 et seq.); (f) conformity of Federal actions to State (Clean Air) Implementation Plans under Section 176(c) of the Clean Air Act of 1955, as amended (42 U.S.C. §§7401 et seq.); (g) protection of underground sources of drinking water under the Safe Drinking Water Act of 1974, as amended (P.L. 93-523); and, (h) protection of endangered species under the Endangered Species Act of 1973, as amended (P.L. 93-205).
12. Will comply with the Wild and Scenic Rivers Act of 1968 (16 U.S.C. §§1271 et seq.) related to protecting components or potential components of the national wild and scenic rivers system.
13. Will assist the awarding agency in assuring compliance with Section 106 of the National Historic Preservation Act of 1966, as amended (16 U.S.C. §470), EO 11593 (identification and protection of historic properties), and the Archaeological and Historic Preservation Act of 1974 (16 U.S.C. §§469a-1 et seq.).
14. Will comply with P.L. 93-348 regarding the protection of human subjects involved in research, development, and related activities supported by this award of assistance.
15. Will comply with the Laboratory Animal Welfare Act of 1966 (P.L. 89-544, as amended, 7 U.S.C. §§2131 et seq.) pertaining to the care, handling, and treatment of warm blooded animals held for research, teaching, or other activities supported by this award of assistance.
16. Will comply with the Lead-Based Paint Poisoning Prevention Act (42 U.S.C. §§4801 et seq.) which prohibits the use of lead-based paint in construction or rehabilitation of residence structures.
17. Will cause to be performed the required financial and compliance audits in accordance with the Single Audit Act Amendments of 1996 and OMB Circular No. A-133, "Audits of States, Local Governments, and Non-Profit Organizations."
18. Will comply with all applicable requirements of all other Federal laws, executive orders, regulations, and policies governing this program.
19. Will comply with the requirements of Section 106(g) of the Trafficking Victims Protection Act (TVPA) of 2000, as amended (22 U.S.C. 7104) which prohibits grant award recipients or a sub-recipient from (1) Engaging in severe forms of trafficking in persons during the period of time that the award is in effect (2) Procuring a commercial sex act during the period of time that the award is in effect or (3) Using forced labor in the performance of the award or subawards under the award.

<p>SIGNATURE OF AUTHORIZED CERTIFYING OFFICIAL</p> <p>Scott Sobelman</p>	<p>TITLE</p> <p>Finance Manager</p>
<p>APPLICANT ORGANIZATION</p> <p>Success Academy Charter Schools - NYC</p>	<p>DATE SUBMITTED</p> <p>07/21/2014</p>

Standard Form 424B (Rev. 7-97) Back

DISCLOSURE OF LOBBYING ACTIVITIES

Complete this form to disclose lobbying activities pursuant to 31 U.S.C.1352

Approved by OMB
0348-0046

1. * Type of Federal Action: <input type="checkbox"/> a. contract <input checked="" type="checkbox"/> b. grant <input type="checkbox"/> c. cooperative agreement <input type="checkbox"/> d. loan <input type="checkbox"/> e. loan guarantee <input type="checkbox"/> f. loan insurance	2. * Status of Federal Action: <input type="checkbox"/> a. bid/offer/application <input checked="" type="checkbox"/> b. initial award <input type="checkbox"/> c. post-award	3. * Report Type: <input checked="" type="checkbox"/> a. initial filing <input type="checkbox"/> b. material change
--	--	--

4. Name and Address of Reporting Entity:
 Prime SubAwardee

* Name: Success Academy Charter Schools - NYC

* Street 1: 95 Pine Street * Street 2: Floor 6

* City: New York * State: NY: New York * Zip: 10005

Congressional District, if known: 10

5. If Reporting Entity in No.4 is Subawardee, Enter Name and Address of Prime:

6. * Federal Department/Agency: US Department of Education	7. * Federal Program Name/Description: Charter Schools
	CFDA Number, if applicable: 84.282

8. Federal Action Number, if known: 	9. Award Amount, if known: \$
--	---

10. a. Name and Address of Lobbying Registrant:

Prefix: * First Name: Christopher Middle Name: T.

* Last Name: Murray Suffix:

* Street 1: 1909 K Street, NW * Street 2: Suite 600

* City: Washington * State: DC: District of Columbia * Zip: 20006

b. Individual Performing Services (including address if different from No. 10a)

Prefix: * First Name: Christina Middle Name:

* Last Name: Culver Suffix:

* Street 1: * Street 2:

* City: * State: * Zip:

11. Information requested through this form is authorized by title 31 U.S.C. section 1352. This disclosure of lobbying activities is a material representation of fact upon which reliance was placed by the tier above when the transaction was made or entered into. This disclosure is required pursuant to 31 U.S.C. 1352. This information will be reported to the Congress semi-annually and will be available for public inspection. Any person who fails to file the required disclosure shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

* Signature: Scott Sobelman

* Name: Prefix: * First Name: Scott Middle Name: E.
* Last Name: Sobelman Suffix:

Title: Finance Manager Telephone No.: Date: 07/21/2014

Federal Use Only: Authorized for Local Reproduction Standard Form - LLL (Rev. 7-97)

PR/Award # U282M140028

NOTICE TO ALL APPLICANTS

The purpose of this enclosure is to inform you about a new provision in the Department of Education's General Education Provisions Act (GEPA) that applies to applicants for new grant awards under Department programs. This provision is Section 427 of GEPA, enacted as part of the Improving America's Schools Act of 1994 (Public Law (P.L.) 103-382).

To Whom Does This Provision Apply?

Section 427 of GEPA affects applicants for new grant awards under this program. **ALL APPLICANTS FOR NEW AWARDS MUST INCLUDE INFORMATION IN THEIR APPLICATIONS TO ADDRESS THIS NEW PROVISION IN ORDER TO RECEIVE FUNDING UNDER THIS PROGRAM.**

(If this program is a State-formula grant program, a State needs to provide this description only for projects or activities that it carries out with funds reserved for State-level uses. In addition, local school districts or other eligible applicants that apply to the State for funding need to provide this description in their applications to the State for funding. The State would be responsible for ensuring that the school district or other local entity has submitted a sufficient section 427 statement as described below.)

What Does This Provision Require?

Section 427 requires each applicant for funds (other than an individual person) to include in its application a description of the steps the applicant proposes to take to ensure equitable access to, and participation in, its Federally-assisted program for students, teachers, and other program beneficiaries with special needs. This provision allows applicants discretion in developing the required description. The statute highlights six types of barriers that can impede equitable access or participation: gender, race, national origin, color, disability, or age. Based on local circumstances, you should determine whether these or other barriers may prevent your students, teachers, etc. from such access or participation in, the Federally-funded project or activity. The description in your application of steps to be taken to overcome these barriers need not be lengthy; you may provide a clear and succinct

description of how you plan to address those barriers that are applicable to your circumstances. In addition, the information may be provided in a single narrative, or, if appropriate, may be discussed in connection with related topics in the application.

Section 427 is not intended to duplicate the requirements of civil rights statutes, but rather to ensure that, in designing their projects, applicants for Federal funds address equity concerns that may affect the ability of certain potential beneficiaries to fully participate in the project and to achieve to high standards. Consistent with program requirements and its approved application, an applicant may use the Federal funds awarded to it to eliminate barriers it identifies.

What are Examples of How an Applicant Might Satisfy the Requirement of This Provision?

The following examples may help illustrate how an applicant may comply with Section 427.

(1) An applicant that proposes to carry out an adult literacy project serving, among others, adults with limited English proficiency, might describe in its application how it intends to distribute a brochure about the proposed project to such potential participants in their native language.

(2) An applicant that proposes to develop instructional materials for classroom use might describe how it will make the materials available on audio tape or in braille for students who are blind.

(3) An applicant that proposes to carry out a model science program for secondary students and is concerned that girls may be less likely than boys to enroll in the course, might indicate how it intends to conduct "outreach" efforts to girls, to encourage their enrollment.

We recognize that many applicants may already be implementing effective steps to ensure equity of access and participation in their grant programs, and we appreciate your cooperation in responding to the requirements of this provision.

Estimated Burden Statement for GEPA Requirements

According to the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless such collection displays a valid OMB control number. Public reporting burden for this collection of information is estimated to average 1.5 hours per response, including time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. The obligation to respond to this collection is required to obtain or retain benefit (Public Law 103-382). Send comments regarding the burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to the U.S. Department of Education, 400 Maryland Ave., SW, Washington, DC 20210-4537 or email ICDocketMgr@ed.gov and reference the OMB Control Number 1894-0005.

Optional - You may attach 1 file to this page.

rev_7.21 lpm CSP Draft - GEPA.pdf

Add Attachment

Delete Attachment

View Attachment

Addressing Section 427 of GEPA

Success Academy Charter Schools (SA) recognizes that, based on local circumstances, students with special education designation and students with limited English proficiency face greater educational challenges than their peers. SA has taken this into account as we have developed our program model, and we are deeply committed to enhancing access for these students.

Students requiring special education services make up approximately 14% of SA's student body, and English Language Learners (ELLs) make up approximately 8% of SA's student body. As described throughout our proposal, SA has had great success serving special education students and students with limited English proficiency.

SA educates students with disabilities in the least restrictive environment, with their non-disabled, native English speaking peers to the extent appropriate and allowed by each student's Individualized Education Program (IEP) prepared by the Committee on Special Education (CSE) of the student's school district of residence and all applicable federal laws, including the Individuals with Disabilities Education Act (IDEA). Additionally, SA provides additional push-in and other support services to its special education and ELL students to ensure they are able to achieve at the same high level as their peers.

CERTIFICATION REGARDING LOBBYING

Certification for Contracts, Grants, Loans, and Cooperative Agreements

The undersigned certifies, to the best of his or her knowledge and belief, that:

(1) No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of an agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.

(2) If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form-LLL, "Disclosure of Lobbying Activities," in accordance with its instructions.

(3) The undersigned shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and that all subrecipients shall certify and disclose accordingly. This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by section 1352, title 31, U.S. Code. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

Statement for Loan Guarantees and Loan Insurance

The undersigned states, to the best of his or her knowledge and belief, that:

If any funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this commitment providing for the United States to insure or guarantee a loan, the undersigned shall complete and submit Standard Form-LLL, "Disclosure of Lobbying Activities," in accordance with its instructions. Submission of this statement is a prerequisite for making or entering into this transaction imposed by section 1352, title 31, U.S. Code. Any person who fails to file the required statement shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

* APPLICANT'S ORGANIZATION Success Academy Charter Schools - NYC	
* PRINTED NAME AND TITLE OF AUTHORIZED REPRESENTATIVE	
Prefix: Mr.	* First Name: Scott Middle Name:
* Last Name: Sobelman	Suffix:
* Title: Finance Manager	
* SIGNATURE: Scott Sobelman	* DATE: 07/21/2014

Abstract

The abstract narrative must not exceed one page and should use language that will be understood by a range of audiences. For all projects, include the project title (if applicable), goals, expected outcomes and contributions for research, policy, practice, etc. Include population to be served, as appropriate. For research applications, also include the following:

- Theoretical and conceptual background of the study (i.e., prior research that this investigation builds upon and that provides a compelling rationale for this study)
- Research issues, hypotheses and questions being addressed
- Study design including a brief description of the sample including sample size, methods, principals dependent, independent, and control variables, and the approach to data analysis.

[Note: For a non-electronic submission, include the name and address of your organization and the name, phone number and e-mail address of the contact person for this project.]

You may now Close the Form

You have attached 1 file to this page, no more files may be added. To add a different file, you must first delete the existing file.

* Attachment:

Scott Sobelman
95 Pine Street, 6th floor
New York, NY 10005



Abstract: Replicating & Expanding Success for Thousands of NYC Children

Since opening its first charter school in Harlem in 2006, Success Academy has maintained an excellent track record for operational efficiency and high academic achievement among students of color, English Language Learners (ELL), and special needs children alike. SA has reversed the achievement gap for thousands of children: 76% of its scholars qualify for free or reduced price lunch; 86% are children of color. For five consecutive years, SA students have achieved tremendous academic success, ranking in the top percentages of all schools in the city and state. On the 2013 state exams, 100% of SA students passed science; 82% passed math, compared to 30% of NYC students; 58% passed English Language Arts, compared with 26% of NYC kids. SA's ELL and special needs students outperformed their citywide peers by dramatic margins.

Even as SA students have excelled academically, they have also benefitted from a robust, engaging curriculum: science five days a week, chess, art, music, dance, and sports. They know the thrill of competing – and winning – at national chess and debate championships. They have met famous writers and journalists, chess grand masters, and Olympic champions. Regardless of personal circumstances, they have experienced a world rich with art, music, theater and dance.

The vast majority of NYC public schools are failing to help children, especially children of color, achieve at a level that will prepare them for college. There is great demand for the high-quality education SA schools offer – as this year's wait list of 10,000 shows. SA is determined to meet this need. As of August 2014, SA will operate 32 K-12 charter schools in New York City, serving 9,000 primarily low-income, minority students in neighborhoods deprived of safe, high-quality schools. With the help of this grant and other public and private funding, SA can replicate and expand by opening 20 elementary, 10 middle, and 2 high schools over the next five years, educating more than 26,000 students.

Project Narrative File(s)

* **Mandatory Project Narrative File Filename:**

[Add Mandatory Project Narrative File](#)

[Delete Mandatory Project Narrative File](#)

[View Mandatory Project Narrative File](#)

To add more Project Narrative File attachments, please use the attachment buttons below.

[Add Optional Project Narrative File](#)

[Delete Optional Project Narrative File](#)

[View Optional Project Narrative File](#)

Success Academy Charter Schools – New York City

Scott Sobelman
95 Pine Street, 6th floor
New York, NY 10005



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INTRODUCTION

Since first opening its doors to 165 kindergarten and first graders in Harlem eight years ago, Success Academy has grown to a network of 32 world-class schools, serving 9,000 mostly low-income, minority students from all across New York City. In the largest and arguably most educationally disadvantaged city in the United States, SA has demonstrated that all kids can excel, across neighborhoods and across racial, ethnic, and socio-economic lines.

Our young scholars – primarily high-risk, low-income inner city kids admitted by random lottery – have achieved tremendous academic success, and our schools are consistently among the highest performing in the city and state. In 2013, the network as a whole performed in the top 2% of all NYC elementary and middle schools. We have strong evidence that our school model delivers consistent results. For the fifth consecutive year, our scholars – 86% of whom are African American or Hispanic – outperformed students across New York State by 51 percentage points in math and 27 points in English.

These dramatic gains in student achievement, as well high parent demand, have spurred our growth, which we approach with the same deliberate, results-driven methodology. We have learned what it takes to open and operate great schools and transform the lives of our young scholars. We have made rigor our guiding principle and relied on standardization (from school design to the qualities of excellent teaching) as our best tool. We have focused on the professional development of our educators, and applied world-class business practices to the delivery of public education. Our model is so efficient that, by year four, our elementary schools are financially self-sufficient: They require only public per-pupil funding to operate.

Our innovative school model provides the highest quality schooling and demands accountability in all grades. Instead of treating elementary, middle, and high schools as separate

entities, Success Academy functions as one system, ensuring that scholars transition smoothly during critical stages of their academic development. As scholars advance from grade to grade, our teachers and school leaders communicate and collaborate on each child's academic and social-emotional welfare. In elementary school, scholars gain a strong foundation of core knowledge and critical thinking skills, preparing them for the challenges and growing independence of middle school. By the time they finish eighth grade, students have the equivalent of two additional years of schooling and are ready for the college prep curriculum of Success Academy High School of the Liberal Arts.

Success Academy is on track to open and operate 64 exceptional K-12 schools by 2020 and serve more than 26,000 students. With the support of the Charter Schools Program's Replication and Expansion funding, SA aims to open 14 new elementary and middle schools over the next five years, which, along with the 18 more new schools it expects to open in the same time frame, will provide an exceptional education to an additional 17,000 students.

A. QUALITY OF THE ELIGIBLE APPLICANT

When McKinsey & Company surveyed test scores across dozens of countries, they concluded: "Lagging achievement in the United States is not merely an issue for poor children attending schools in poor neighborhoods; instead, it affects most children in most schools."

For the most vulnerable children living in the most difficult circumstances the outlook is especially bleak. In New York City, which currently spends \$38 billion on schools each year, only one in four 8th graders can read at grade level; 70% of 5th graders are failing math. One in three students fail to graduate from high school; among black and Latino students, two in five fail. Of those who graduate, only one in five has the math and literacy skills to succeed in college

— and the odds are worse for black and Hispanic graduates.

There are profound achievement gaps separating New York City white and Asian students from their African American and Hispanic peers: 15% of African American students and 19% of Hispanic students passed last year’s state math exam. By comparison, 50% of white students and 64% of Asian students passed. At 53 city schools, not one African American child passed math. In 48 schools, no Hispanic children passed math.

In the face of such large-scale educational failure, SA has established an extraordinary track record of high student achievement: In 2009, the first year its students were eligible to take the New York State exams, every student passed the math (100%), and 95% passed the English Language Arts (“ELA”). SA Harlem 1 students – all African American and Hispanic – outperformed schools located in more affluent communities, including the Upper East and Upper West Sides of Manhattan and the affluent suburb of Scarsdale.

Demonstrating that these early outcomes were anything but a fluke, in subsequent years, all testing schools have consistently maintained the same extraordinary student outcomes:

- 2010 – SA Harlem 1 (the only testing school that year): math exam passage rate of 95% and ELA exam passage rate of 88%.
- 2011 – SA Harlem 1-4: math exam passage rate of 95%; ELA exam passage rate of 81%.
- 2012 – SA Harlem 1-4: math exam passage rate of 96%; ELA exam passage rate of 88%.
- 2013 – SA Harlem 1-5 and SA Bronx 1-2: math exam passage rate of 82% and ELA exam passage rate of 58% (In 2013, New York adopted much more rigorous state exams, based on the Common Core; even though SA scholars’ scores dropped, they were still in the top 1% in math and top 7% in ELA among all New York State public schools.)

Rank Within New York State on State Tests			
Year	Age-Eligible Schools	Math	ELA
2009	SA Harlem 1	Top 3%	Top 6%
2010	SA Harlem 1	Top 1%	Top 2%
2011	SA Harlem 1-4	Top 4%	Top 10%
2012	SA Harlem 1-4	Top 1%	Top 3%
2013	SA Harlem 1-5, SA Bronx 1-2	Top 1%	Top 7%

The above results far exceed citywide averages: for example, in 2013, the New York City average passage rates were 30% on the math exam and 26% on the ELA exam. Notably, SA scholars, 76% of whom receive free or reduced price lunch, have consistently outperformed more affluent areas in and around New York City. Each of the seven SA testing schools ranked in the top 1% of all elementary/middle schools citywide. The academic gains SA students have made are all the more notable when compared with their peers in neighboring schools.

2012-13 New York State Math Exam

Success Academy	% Passing	Co-Located School	% Passing	District	% Passing
Harlem 1 (Grades 3-4)	79%	PS 149 Sojourner Truth	4%	District 3	43%
Harlem 2 (Grades 3-4)	77%	PS 30 Hernandez/Hughes	13%	District 5	13%
Harlem 3 (Grades 3-4)	84%	Mosaic Preparatory (M375)	11%	District 4	21%
Harlem 4 (Grades 3-4)	79%	STEM Institute (M241)	4%	District 3	43%
Harlem 4 (Grade 5)*	96%	PS 149 Sojourner Truth	3%	District 3	43%
Harlem 5 (Grade 3)	88%	PS 123 Mahlia Jackson	5%	District 5	13%
Harlem West M.S. (Grades 5-7)	80%	Frederick Douglas Academy II (M860)	5%	District 3	43%
		Wadleigh Secondary (M415)	0%	District 3	43%
Harlem Central M.S. (Grade 5)	75%	PS 208 Locke	4%	District 3	43%
Bronx 1 (Grade 3)**	90%	PS 18 John Peter Zenger**	11%	District 7	9%
Bronx 2 (Grade 3)	97%	PS 55 Benjamin Franklin	14%	District 9	13%

2012-13 New York State English Language Arts Exam

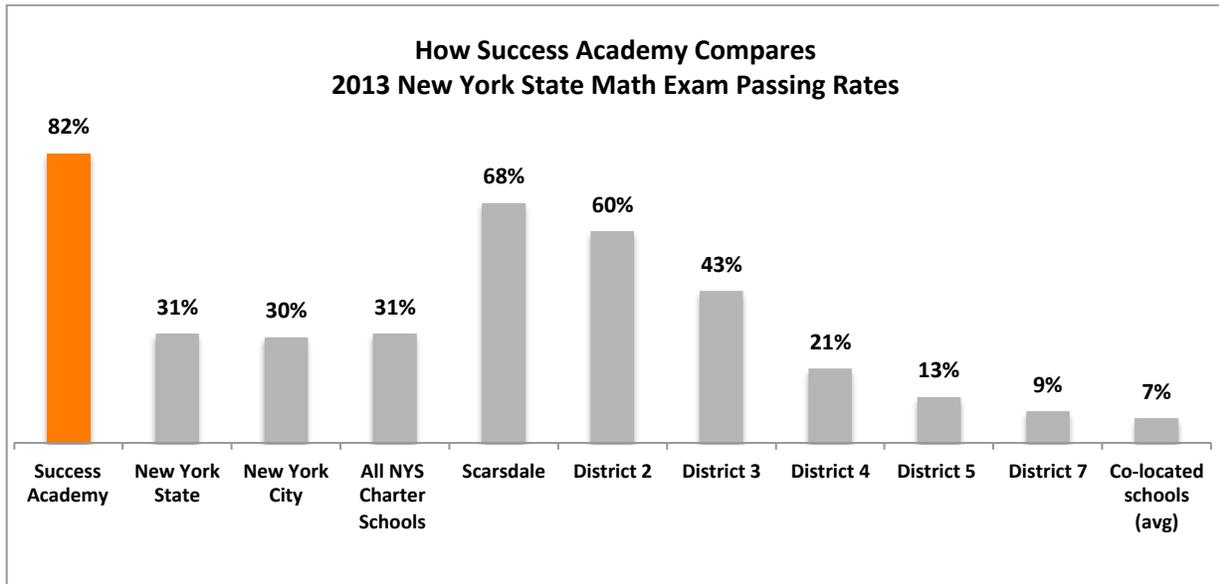
Success Academy School	% Passing	Co-Located School	% Passing	District	% Passing
Harlem 1 (Grades 3-4)	56%	PS 149 Sojourner Truth	10%	District 3	42%
Harlem 2 (Grades 3-4)	57%	PS 30 Hernandez/Hughes	12%	District 5	13%
Harlem 3 (Grades 3-4)	54%	Mosaic Preparatory (M375)	10%	District 4	20%
Harlem 4 (Grades 3-4)	56%	STEM Institute (M241)	4%	District 3	42%
Harlem 4 (Grade 5)*	53%	PS 149 Sojourner Truth	0%	District 3	42%
Harlem 5 (Grade 3)	64%	PS 123 Mahlia Jackson	18%	District 5	13%
Harlem West M.S. (Grades 5-7)	57%	Frederick Douglas Academy II (M860)	8%	District 3	42%
	65%	Wadleigh Secondary (M415)	2%	District 3	42%
Harlem Central M.S. (Grade 5)	59%	PS 208 Locke	7%	District 3	42%
Bronx 1 (Grade 3)**	67%	PS 18 John Peter Zenger**	10%	District 7	9%
Bronx 2 (Grade 3)	77%	PS 55 Benjamin Franklin	3%	District 9	11%

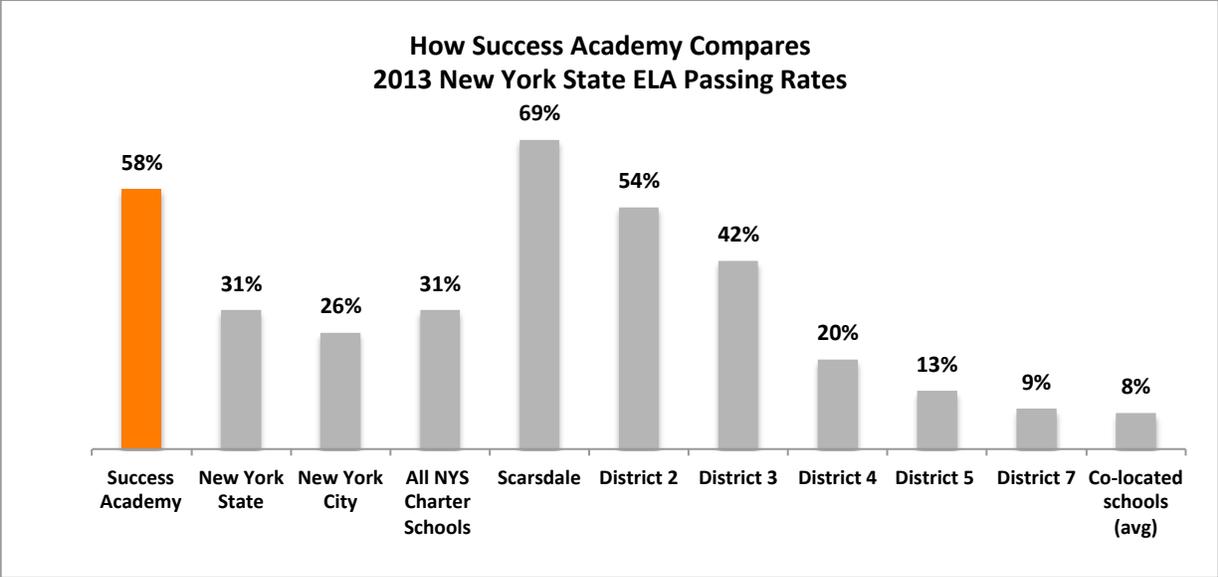
This academic achievement led the U.S. Department of Education to name SA Harlem 1 a national Blue Ribbon School in 2012, which is the U.S. Department of Education’s highest honor. Year after year—adding each year more students, grades, and schools – SA schools reliably provide the same top-notch educational programming and outcomes for all students, particularly students at risk of academic failure. Other highlights from 2013 include:

- SA schools surpassed many of NYC’s best schools – including highly selective Gifted and Talented programs – while serving children with an overall poverty rate of 76%.
- SA Bronx 1 and SA Bronx 2 both ranked in the Top 25 highest performing schools in New York State, based on combined scores of math and ELA.
- Nearly all test takers are children of color, and they dramatically outperformed their peers across the state – where just 15% of African American students and 18% of Hispanic students passed math, and 16% of African American students and 17% of Hispanic students passed the ELA exam.

- SA Bronx 2 ranked #3 out of 3,528 New York State schools in Math, scoring as the top non-selective school in the state. It surpassed 3 of the 4 selective Gifted and Talented programs in New York City.
- Fifth graders from Harlem 4 ranked #1 out of 2,254 schools in the State in math.
- In math, SA schools outperformed some of New York City’s best schools from affluent neighborhoods – including PS 87 and PS 199 on the Upper West Side, PS 6 on the Upper East Side, and PS 321 in Park Slope, Brooklyn.
- Seventh graders from Harlem 1 ranked #9 out of 1,382 schools in New York State in both Math and ELA. See Appendix for multi-year test data by school.

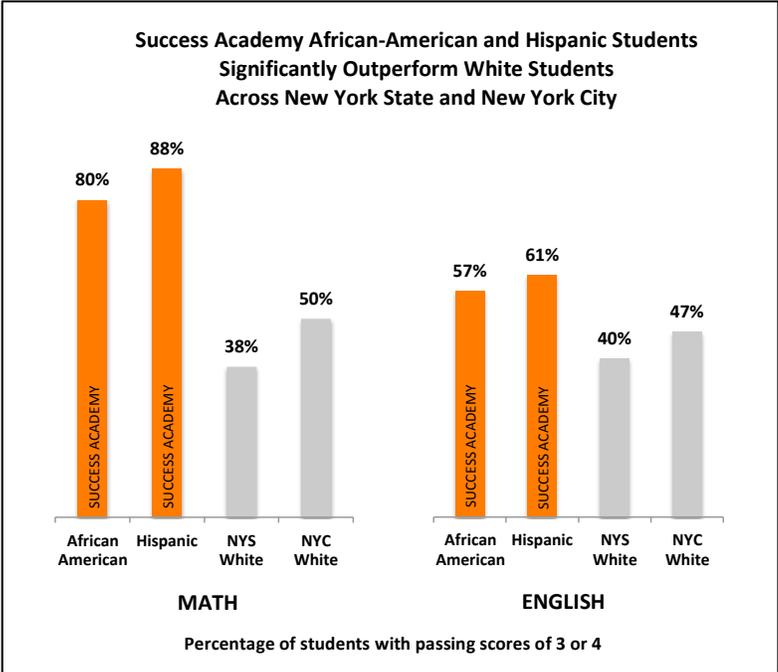
Success Academy African American and Hispanic scholars represent 86% of the student population, and for the last five years (since they have been age-eligible to take the state tests), they have demonstrated that the achievement gap can be reversed. In 2012, (before New York State tests were aligned to the Common Core),





In 2012, 98% of SA’s African American scholars and 97% of Hispanic scholars passed the state math exam, compared to 73% of white students across New York State. Similarly, 89% of SA’s African-American scholars and 89% of Hispanic scholars passed the ELA exam, compared to 66% of white students in New York State. In 2011, 94% of SA students were proficient in math compared to 62% of test takers citywide and 81% were proficient on the ELA exam, compared to 51% citywide.

SA students of color outperform their white and Asian peers in district schools, not only reversing the achievement gap, but effectively flipping it, outperforming their white peers.



B. ASSISTING EDUCATIONALLY DISADVANTAGED STUDENTS

From the start, SA has had a deep commitment to serving children with disabilities. About 14.26% of SA students are current or former special needs students, and SA devotes considerable resources to serving them: hiring special education teachers and therapists, offering CTT (Collaborative Team Teaching) classes in most grades, and in schools where the DOE provides sufficient space, providing 12:1:1 (12 students, two adults) services. These students do extremely well in our schools, outperforming New York City special education students overall by 49 percentage points in math and 23 points in reading on the most recent state exams.

SA is far more effective than district schools at helping students with disabilities progress academically and re-join their non-disabled peers. On average, about 7% of SA students with Individualized Education Programs (IEPs) graduate to general education. This year, SA mainstreamed 11.4% of scholars who had an IEP at some point during the 2013-14 school year. By comparison, according to the most recent data available (2011-12), the city's district schools declassified only 0.6% of students with disabilities. In 2014-15, SA will have five 12:1:1 classes at three SA schools, and approximately 65 ICT classes across 22 schools.

SA is equally committed to serving English language learners – current or former ELL students make up 8.23% of the student body, compared to the city average of 13%. Last year, more than half of SA's ELL students achieved a level of English fluency and literacy to graduate to general education status. At SA, most ELL students become proficient in English within three years, compared with five years at New York City district schools. English Language Learners and special education students at SA passed both math and ELA at significantly higher rates than their peers across New York State. Results for the last three years are listed in the Appendix, on page 11.

Attendance and Retention

SA stresses the importance of being in school on time to parents, and school is rarely closed due to weather. If the NYC subways are open, so are SA schools. Collectively, SA schools have an average annual attendance rate of 96%, and annual teacher attendance of 99%. Individual schools range from 94% to 97%. Principals and staff make an extra effort to help families most at risk of having students with low attendance. This includes providing wake up calls and, in extreme family situations, personally escorting students to school. See Appendix for multi-year attendance data by school.

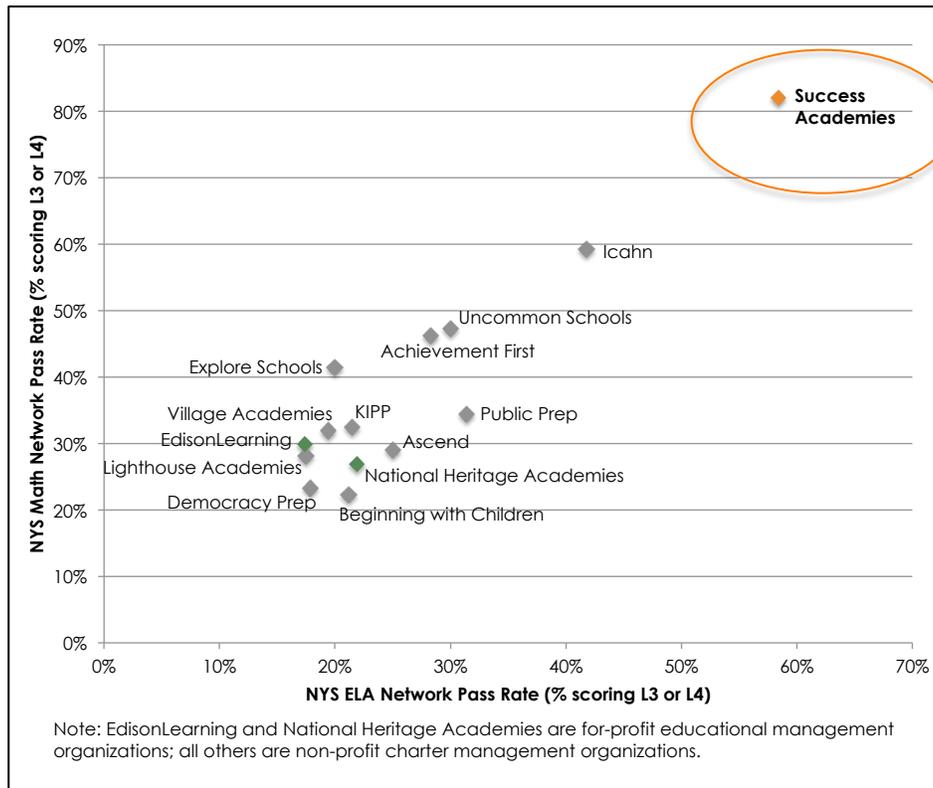
SA strives to educate and retain every scholar who walks through our doors and no child has been expelled. SA's annual attrition rate in 2013 of 9% has been consistent for many years and is much lower than the city average (14%) and that of co-located district schools (21%). SA schools retain students with disabilities (88%) and ELLs (91%) at equally high levels. See Appendix for multi-year retention data by school.

Evidence that SA is New York City's top performing CMO

Success Academy is distinct among charter schools in New York City and across the state in its outstanding academic results. On the most recent state exams, the average scores of all New York State charter schools was similar to that of district schools across the city and state. Only a few charter schools stood out, and among those, Success Academy dominated.

Last year, when SA students significantly outperformed all other city and state charter schools (as well as most district schools) on the more rigorous, Common Core-aligned state exams, educators from other NYC charter school networks (as well as private and district

How Success Academy Compares to Other New York City Charter Schools (2013 Exam)



schools) sought SA’s advice on curriculum and teaching best practices. SA has routinely shared its expertise and collaborated with other educators such as principals from the Houston Independent School District, and the volume of requests has increased. This past year, SA hosted 266 “Ed Partners” from 70 different organizations for tours and workshops, including KIPP, Uncommon Schools, Ascend, Explore, and Achievement First; the Broad Superintendents Academy Fellows; and the Charter Network Accelerator Group.

Response from Communities

SA schools are located in some of the most educationally disadvantaged school districts in the city and demand for high quality schools is strong. For the 2014-2015 school year, SA schools

received more than 14,500 unique applications for fewer than 3,000 open seats. This demand extends across all five NYC boroughs. For example, last year SA received applications from more than 800 mixed-income residents of the Upper West Side (Community School District 3) for its 288 open seats. SA received applications from 1,252 residents of the Bronx (CSD 9) for 93 open seats. This level of demand is apparent even in districts where SA has not yet opened a school. For example, SA received 545 unique applications from families living in Brownsville, Brooklyn (CSD 18), despite not operating a school in the district.

School Culture

At all Success Academy schools, respect for others and proper behavior are explicitly taught, modeled, expected, and rewarded. Values and good character are a part of our daily instruction, starting in kindergarten. There is a school-wide emphasis on setting goals and making a strong effort, of “going Beyond Z,” and college graduation is an expectation for all students.

SA believes that to be truly successful, schools must be interesting and engaging to children, and as obvious as that might be, many educators don’t value that engagement enough. SA knows that in order for scholars to fall in love with learning, to actively listen and participate in their own education, they must not be bored. Teachers differentiate learning, doubling up resources and support for struggling students, finding new challenges for those who are soaring. “Joyful rigor” is our mantra and it drives SA’s high attendance data as well as academic results.

The schools’ core values spell the word “ACTION,” and students are encouraged to show and are rewarded for demonstrating these values:

- ***Agency:*** Every member of our community takes ownership! We take responsibility for making sure that our schools and scholars are fulfilling the highest possible standards across the board.
- ***Curiosity:*** Our schools are fueled by wonder. Our scholars are encouraged to ask about the world and use their newfound knowledge to ask more questions. Teachers explore new tactics to refine their craft and together with staff continuously ask, “What if?”
- ***Try and Try:*** We don't expect success to come easily. Our entire community understands that tackling tough challenges takes elbow grease, grit, and perseverance.
- ***Integrity:*** Our community is based on honesty and professionalism. We are open and transparent.
- ***Others:*** We never forget to look out for and be aware of each other. From helping someone else on a project to simply smiling in the hallway, we build a community of mutual respect and support.
- ***No Shortcuts:*** Learning takes time and effort.

Parental Engagement

Engaging parents in the schools’ mission and their children’s academic success is crucial.

Parental involvement begins in April right after the admissions lottery. Each accepted child and his/her family attends at least four different school events as part of an extensive summer enrollment process.

SA takes an active approach in establishing and growing relationships with its parents and communities to build excellent schools and support student achievement. SA includes parents in discussions about how Title I funds should be spent. Additionally, at the beginning of

every school year, SA schools conduct school-wide meetings with parents about parent involvement and actively providing input to the school. Parents are encouraged to join SA's Parent Councils and Parent Council Executive Committees. These stakeholder groups ensure open lines of communication through scheduled check-ins with the school operations team, and frequent meetings with parents to solicit feedback and keep parents informed. SA prioritizes communication and input from parents throughout the year, from its 24-hour policy for returning phone calls, to its open door policy on visiting schools and speaking with administrators and/or teachers. Each school also has its own Community Relations Coordinator to ensure that community-school communications are handled in a timely and effective manner. Each school has 24 parent events a year, including Meet Success Academy, Dress Rehearsal, Family Picnic, Halloween Parade, Math Bee, Spelling Bee, Multicultural Day, Black History Day, Ballroom Dance Performance, Slam the Exam Pep Rally, Family Appreciation Week Events, Teacher Appreciation Week Events, Art Show, Field Day, Success Stories, and Graduation.

To encourage parents to become involved in the school community and their child's development, SA takes care to schedule family events at times that work for parents and makes communication with families a priority. SA distributes Parent Handbooks and regularly sends emails and flyers about school events. In the past year, SA has grown its social media community on Facebook and Instagram, where teachers and parents post videos and photos of students, celebrating scholar achievement and reinforcing a culture of excellence. Teachers, principals, and parents are encouraged to share photos or news with SA by emailing  which are then shared via social media and also used for each school's yearbook – yet another way that parents feel connected to the schools.

SA does not permit parents to hold bake sales or school fundraisers; instead, the schools

encourage parents to focus their student's academic success: reading six nights a week, checking homework, and more important than they realize – getting them to school on time.

Every school periodically assesses the effectiveness of its own parent and community involvement policies and related activities to evaluate whether it should provide additional coordination, technical assistance, or support. In response to feedback in a recent parent survey, SA began sharing tips and educational resources designed by our subject matter experts via social media to help parents reinforce and supplement what their children learn in the classroom. In addition, this past year, when developing an online hub for communication among parents and between parents and school staff, SA held focus groups to ensure that the website's design and functionality reflected parents' needs.

Finding authentic opportunities for parents to be invested in their scholars' schooling is critical to SA success. SA strives to treat parents as highly valued customers, and continuously think about parent convenience and satisfaction. SA parents responding to the NYC DOE's 2013 School Survey (<http://schools.nyc.gov/Accountability/tools/survey/default.htm>) are overwhelmingly happy with their experiences at Success Academy.

- 95% agree or strongly agree that “My child’s school provides my child with extra help when he or she needs it.”
- 98% agree or strongly agree that “My child’s school helps keep my child on track for college, career and success in life after high school.”
- 98% are satisfied or very satisfied with the education their children have received in 2012-2013.
- 97% are satisfied or very satisfied with the response they get when they contact their children’s school.

- 96% would recommend their child’s Success Academy school to other parents.
- 96% (of Success Academy parent respondents with children who have disabilities) agreed or strongly agreed, “My child’s school works to achieve the goals on my child’s [Individualized Education Program].”

Extended School Day

SA scholars have significantly more instruction time due to a longer instructional day. Four days a week, the school day lasts from 7:45 a.m. until 4:00 p.m. in kindergarten and until 4:30 p.m. or 5:30 p.m. for all other grades. One day a week, school dismisses scholars at 12:30 p.m. at the elementary schools or 1:30 p.m. at the middle schools. This time is devoted to professional development for teachers and principals. In addition to the time spent per subject, detailed in the chart below, students have 30 minutes for lunch, as well as time for recess, assemblies and field studies. As a result of this additional instruction time, by the time scholars complete the eighth grade, they will have had the equivalent of two additional years of school. For a breakdown of time spent per subject for elementary, middle, and high school students, see Appendix.

Curriculum

The SA curriculum is tailored to maximize each scholar’s learning. The math curriculum helps scholars develop theoretical, conceptual, and practical mathematical understandings. To teach reading, writing, and critical thinking, SA developed THINK Literacy, which focuses on extended periods of dedicated reading and writing. Students learn to express their ideas clearly and precisely and are able to construct compelling written arguments. SA schools also teach science five days a week, beginning in kindergarten. SA believes that young children are much more capable of problem solving when they are challenged to think.

Research conducted by Amy Claessens, University of Chicago and Mimi Engel & F. Chris Curran, Vanderbilt University, [American Educational Research Journal: 25 November 2013](#), found that "...all children benefit from exposure to advanced content in reading and mathematics and that students do not benefit from basic content coverage... This is true regardless of whether they attended preschool, began kindergarten with more advanced skills, or are from families with low income." ECLS-K data used in this study, a nationally representative sample of children who entered kindergarten in the 1998–1999.

SA provides early exposure to a variety of subjects and activities with a goal of igniting a passion that will lead to more focused study later on, and increasing a student's competitive advantage in college admissions. The field studies program is a vital part of the SA school design as it connects classroom curriculum to real world experiences, infuses additional joy into the school day, and exposes students to cultural experiences and institutions that they may not otherwise access. Not all field studies are off campus; last year, novelist Salman Rushdie, journalist Carl Bernstein, and Olympic athletes visited SA schools, as did jugglers and artists. Each student visits a minimum of one to three major New York City cultural institutions each year and participates in an average of two field studies per month.

As early as kindergarten, students learn about a variety of subjects in project-based learning units: supermarkets, birds, the Brooklyn Bridge, their own neighborhoods, and the New York City subway system. Through hands-on exploration with their classes and also on their own with parents, they learn to gather information, gain communication skills, use their imaginations, and apply their knowledge learned from a variety of sources.

Elementary School

SA's THINK Literacy curriculum was developed by in-house experts and is designed to prepare students for any reading or writing challenge they will encounter throughout their education. The program is built upon the concept that children should love reading and discussing their ideas. Uniquely, each of the classrooms has its own library, containing as many as 2,500 titles (depending on grade level), equally balanced in terms of fiction and non-fiction. SA is very selective in the quality of children's literature because it is key to engaging young readers. In upper grades, about 40% of a scholar's library will be comprised of digital books and periodicals. Through the various parts of THINK Literacy, students learn to express their ideas clearly and precisely and learn how to construct compelling arguments.

SA also developed its own math program, which focuses on building students' problem-solving skills, conceptual understanding, computational fluency, and assessment preparedness. Instructional leaders use Cognitive Guided Instruction (CGI) to hone scholars' problem-solving abilities. This approach allows for differentiation of students according to their pace of learning, whether struggling or racing ahead. The math program is designed to orient students toward a college-track mathematics curriculum that includes algebra by the eighth grade. The goal of the math program is to benchmark students not against its U.S. counterparts, but rather against more mathematically advanced countries. These are the students they will compete against for spots in both college and the workforce.

The science program at SA is unique, offering discovery-based science five days a week, starting in kindergarten. No other school in the country has such a robust science curriculum for kindergarteners. At SA, students do not simply read about squid, they dissect them. By the end of

each school year, students will have each completed about 150 experiments. SA is committed to implementing a strong Science, Technology, Engineering and Mathematics (STEM) based science program and is leading this charge through aligning its curriculum with the Next Generation Science Standards (NGSS). The result of SA’s science focus is astounding – 100% of our 4th and 8th grade scholars passed the most recent New York State Science Exam (all but six out of the 707 test takers earning an advanced rating, the highest possible score).

Although SA emphasizes rigorous instruction in literacy, math, and science, there is a commitment to ensuring that these core academic subjects do not crowd out other important subjects and activities. SA curriculum also includes chess, visual arts, music, dance, typing, debate, geography, computer programming, and team sports.

Middle School

Building on key principles of elementary schools, SA middle schools deliver a demanding, engaging curriculum. Using the Common Core and a college preparatory curriculum as the foundation, SA’s focus is on inquiry-based learning, critical thinking, deep subject mastery and excellent teaching. The sequential, coherent curriculum provides scholars with opportunities to build higher levels of critical thinking and gain deep subject mastery.

The middle school core curriculum focuses on mathematics, science, history, language arts and literature, fitness, chess, and computer science. SA signature programs include Advisory, “Reading the *Times*,” Independent Reading, and a robust set of electives. Regardless of the classroom setting—whether a teacher is promoting group work or individual achievement—all classes invite dialogue and conversation and demand creativity and deep, independent thinking.

SA recently modified its middle school design to provide its pre-adolescent scholars with more choice and more opportunity to select elective courses that compliment their academic curriculum. Because preadolescence is a transitional period from concrete thinking to abstract thinking, and when active learning matters most, SA expanded the variety and number of electives – not only to teach, but to serve as a critical outlet for creativity, self-awareness, independence and experiential learning. Electives, taught by core teachers, help scholars to think and look at the world differently, problem solve and develop an appreciation for a hobby or skill they can enjoy throughout life. Beginning this year, middle school scholars will enroll in two electives each trimester, for a total of six electives per academic year. Importantly, these are opportunities that scholars will select for themselves.

School begins at 8:00 am and ends at 5:00 pm on Monday, Tuesday, Thursday, and Friday. School runs from 8:00 am to 1:15 pm on Wednesday, when teachers engage in professional development opportunities. Most class periods for core subjects are 50 minutes long; however, a few of them run for 75 minutes.

In our school advisory program, scholars learn about themselves and explore social issues, develop social and emotional competencies and life skills, such as self-advocacy and entrepreneurialism, and plan how to improve their academic performance and achieve their goals. Advisory meets a few times each week and at the beginning and end of each school day.

Homework is intended to reinforce what students are learning in class and to provide opportunities for self-directed study. Students need time outside of school to expand and reflect upon the groundwork laid during the school day. Homework for fifth grade scholars averages approximately 10 hours per week; for older grades, about 14 hours per week.

The curriculum and culture work in tandem to create coherence and integrity in scholars’

academic experiences. SA middle schools are dynamic communities of scholars, designed to foster in every young person resourcefulness and integrity, a sense of social responsibility, and an appreciation of learning through an innovative and intellectually rigorous course of study.

High School

At the Success Academy High School for the Liberal Arts, opening in August 2014, students study mathematics, science, computer science, history, literature/humanities, composition and rhetoric, sports and fitness, fine arts (visual arts, drama, music, dance, videography, and photography), speech and debate, and journalism. These “core” courses are required for graduation and are the backbone of the high school education. To dig deeper into subjects that interest them, students are able to choose from a variety of electives. Examples include: “The History of Mathematics,” “Introduction to Archaeology,” “Advanced Acting and Directing,” “African Art,” and “Design Thinking.” A senior thesis, required of all students, is an original written work on a topic of choice and an excellent preparation for the demands of college.

Classroom settings vary: discussion seminar, smart classroom, lecture hall, fab lab and fine arts studio. All classes invite dialogue and conversation and demand creativity and deep, independent thinking. Most textbooks and class materials will be on the student’s iPad, and students will submit assignments and take assessments online.

Honors Academy Scholars participate in many academic, social, and community-service activities that can help develop intellectual and leadership potential. Students may apply for admission to the highly selective Honors Academy at the end of the freshman year. Honors Scholars get to enroll in special electives and to sign up early for dual enrollment college

courses. As an Honors Scholar, he/she is expected to be highly motivated and willing to take a leadership role in the school.

The STEM Track Program focuses on science, technology, engineering, and mathematics. Students apply to this selective program of study during freshman year. Each student completes a senior thesis in a STEM field along with completing an internship in applied sciences, mathematics, technology, or engineering. The use of digital technologies and 3-D computer programming is incorporated into many STEM courses, such as “Engineering and Entrepreneurship” and “Design Thinking for Applied Sciences.”

The high school “fab lab” consists of sophisticated computerized equipment and is a place where scholars can design and make just about anything they can imagine – using computers linked to advanced production machinery, such as laser-powered cutters and etchers and super 3-D printers that can actually produce three-dimensional objects.

Computer science, required in the freshman year, is not only a series of core and elective courses

STEM Track Graduation Requirements			
GENERAL LIBERAL ARTS REQUIREMENTS		STEM TRACK REQUIREMENTS	
	CREDITS		CREDITS
Mathematics		Mathematics	
Algebra I or Geometry	3	Algebra I (test out by exam option)	3
Geometry or Algebra II	3	Geometry	3
Algebra II or Statistics or Pre-Calculus	3	Algebra II	3
		Pre-Calculus & Trigonometry	3
		Calculus	3
		Mathematics Modeling & Applications	2
Computer Science		Computer Science	
Intro to Computer Programming	2	Intro to Computer Programming	2
Intermediate Computer Programming	1	Intermediate Computer Programming	1
		Computational Thinking and Advanced Programming	2
Science		Science	
Physics	3	Physics	3
Chemistry	3	Chemistry	3
Biology	3	Biology	3
Seminar in Science	1	Seminar in Science	1
		Seminar in Science	1
		Scientific Revolutions	1
		Chaos and Complexity	1
		Science Selective Course	2
		Applied Sciences and Engineering	
		Intro to Applied Sciences & Engineering	2
		3-D Modeling	1
		Design Thinking for the Sciences	2
		Engineering Design & Entrepreneurship	1
		Advanced Engineering	1
Internship	1	Internship in Applied Sciences	1
Senior Thesis	2	Senior Thesis in Applied Sciences	2
TOTAL CREDITS	25	TOTAL CREDITS	47

that prepare students for the AP test in computer science, but teaches them coding skills. SA computer science classes emphasize programming and computational thinking, and teach skills that equip students to make web sites, apps, and web-based and discrete programs.

In the later years of high school, students may enroll in a college course and receive both high school and college credit. During the junior or senior year of high school students may receive credit for working part-time as an intern. SA will help in finding an internship in areas of interest such as business, science, computers, or fine arts.

The ACTION NOW advisory program is the place where students can explore social issues, develop social and emotional competencies and life skills, such as self-advocacy and entrepreneurialism, and plan how to improve their academic performance and achieve their goals. An advisory group is made up of 12 to 15 students and their ACTION NOW Coach.

Professional Development

As evidence mounts that teacher quality is one of the biggest determinants of student achievement, a recent study by the National Council on Teacher Quality detailed the failings of our country's teacher-training programs. More than half of the teacher-training programs surveyed received the lowest possible ranking – level 1, out of 4 levels. Fewer than 7% received the highest ranking of level 4. Lax admission standards, uneven curriculum, and poor or limited classroom training were chief criticisms. Many graduates not only lack teaching and classroom management skills; their subject area knowledge is severely limited.

The urgent need for truly great teachers led SA to produce its own high-octane professional educators program. What began with a small group of teachers, in the program called T-School, has become a major educational enterprise that has drawn more outside requests

than SA can handle. This year, SA will train more than 1,000 of its own faculty. SA has developed and steadily refined the immersive training given to teachers before they even walk into the classroom. Throughout the year, they continue to receive professional development through daily coaching and weekly workshops, getting the equivalent of 13 weeks of training. A multifaceted curriculum fully prepares teachers in both content and practice – not just classroom management, but all the many delivery and interaction skills that produce excellent learning.

SA’s emphasis on excellent teaching – focusing first and foremost on *adult* competency and performance – ensures that scholars are actively learning. To enable students to achieve at high levels, SA has standardized how it assesses and trains educators, refining its methods on a daily basis, continuously aiming to improve educational outcomes. SA is set apart by the investment it makes in developing strong, capable teachers, teachers who are intellectually prepared to deliver purposeful, well-planned lessons, built around questions and student interaction. Smart, effective, emotionally engaged teachers make a difference in the lives and learning of their students, and at SA teachers work hard to challenge scholars to achieve their greatest potential.

The Success Academy staffing model and emphasis on professional development provides its workforce with opportunities for career growth. A professional “career ladder,” and the value placed on continuous improvement have been critical to developing high-performing new leaders. Many of our most successful principals began as teachers and progressed to greater leadership roles: Grade Team Leads, Lab Site Teachers, and Leadership Residents. At each level, SA provides in-depth training, feedback, and coaching. Operations and network professionals have similar opportunities and benefit equally from structured training. See the Appendix for a sample week of Leadership and T-School training.

COMPETITIVE PREFERENCE PRIORITY #1 LOW INCOME DEMOGRAPHIC

After initially concentrating its first cluster of schools in Harlem, SA has located schools in different neighborhoods throughout New York City. When considering future sites, SA looks for public schools that are underutilized and have consistently poor academic track records – schools where the demand for educational choices is great and the supply could easily be made available. For example, Success Academy has four schools in the South Bronx and two in Bed-Stuy, Brooklyn, both areas where there are few high-quality schools.

In New York City, there are, sadly, the poorest neighborhoods are also the ones with the worst schools. The majority of SA schools (69%) are located in the highest poverty areas of New York City, where more than 42% of residents live below the poverty level (and the new high school, which is located in midtown Manhattan, currently serves children who live in the Bronx and Harlem). Only seven SA schools are located in low-poverty areas. For a map of SA schools indicating poverty levels by neighborhood, see the Appendix.

Across New York City, about 75% of all students receive Free or Reduced Price Lunch (“FRPL”). The income threshold to qualify for free lunch in New York City is about \$40,000 a year for a family of four. Across all SA schools, an average of 76% of students are eligible for free or reduced price lunch. For specific FRPL rates for each individual school, see Appendix.

COMPETITIVE PREFERENCE PRIORITY #3 PROMOTING DIVERSITY

SA uses a variety of outreach efforts to ensure that every family within that school’s community knows about SA and its world-class schools, so that the family can choose to apply. A high level of outreach is critical to reaching underserved families within the community, including those students with disabilities, English language learners (“ELLs”), and other educationally

disadvantaged students – and to creating a diverse student body. SA reaches out to parents of children who may be categorized as students with disabilities, ELLs, students from different racial and ethnic groups, and/or economically disadvantaged students through the use of a variety of methods, including, but not limited to:

- Mailings and bilingual distributions to residents of the school’s community district, including residents in low-income and mixed-income communities;
- Bilingual flyers dropped in public housing complexes, supermarkets, preschools, and community centers;
- Outreach materials (including bilingual letters and materials) posted in local newspapers, supermarkets, preschools, community centers, and public housing apartment complexes;
- Tours of existing SA schools; and/or
- Information sessions hosted at public and private venues frequented by families of young children, including daycare and nursery schools.

SA seeks to attract *all* students, including special education students, by directing outreach and other recruitment efforts at a broad range of neighborhoods, preschools, and community programs that serve both special education and non-special education students. SA’s most recent application was available in Spanish, Chinese, Russian, and French as well as English.

SA informs and provides an equal opportunity to other educationally disadvantaged students, such as those eligible for FRPL by delivering flyers and applications to public housing apartment complexes, conducting information sessions in community centers, and engaging in other strategies listed above.

SA has tremendous supports in place so all families will know they are welcome and will want to attend. For example, SA has detailed plans for serving students with special needs once

they are enrolled, and employs skilled special education staff to serve this population. SA has also achieved extraordinary results for ELLs through its highly successful English language immersion model. SA provides all necessary staff and specialized curricular materials to enable ELL students to achieve the schools' ambitious student performance goals. Teachers receive extensive professional development training in literacy and math that supports the identification of possible ELLs and provides strategies to support them within the curriculum.

SA also participates in the federal School Breakfast Program and the National School Lunch Program, which offers free or reduced meals to all students who meet eligibility requirements. Additionally, as at all of its schools, SA offers free breakfast and a snack to all enrolled students free of charge. The schools' staff works hard to help ensure that challenges in the home do not impact student learning or prevent students from receiving a stellar education.

Evidence that SA is able to help all children, including special education students, ELL students, and FRPL-eligible students achieve at extraordinary high levels can be found in Section B. above, and in the Appendix, page 11.

Finally, the school must and does comply with all applicable laws including Title VI of the federal Civil Rights Act of 1964, the Equal Educational Opportunities Act of 1974, "No Child Left Behind," IDEA, and federal case law to ensure all students are given an equal opportunity to attend SA's high-performing public charter schools. With its outreach and programming, SA is well positioned and prepared to enable the proposed and expanded schools to meet their commitment to serving educationally disadvantaged students.

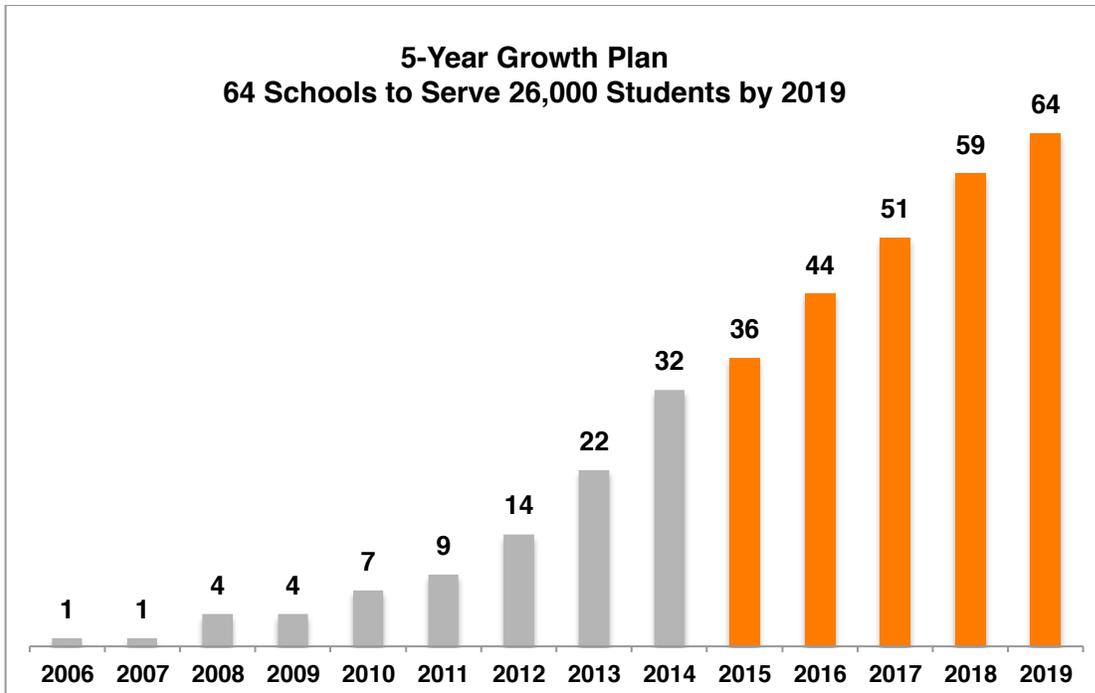
Across its network of schools, 65% of SA students are African-American, 22% are Hispanic, 4% are white, 1% are Asian, and 8% are multi-racial; 8.2% are ELL students and 14% have special needs. For complete demographics, see Appendix, page 15.

C. QUALITY OF PROJECT DESIGN

SA's goal is to dramatically extend its capacity and reach over the next five years, to double its number of outstanding schools. Although many charter school networks are scaling their operation, Success Academy is set apart in several significant ways. SA has invested in developing four key areas: 1) a strong central office to handle not only the operations associated with starting up a new school, but also the instructional support required to maintain academic excellence; 2) an innovative school management software that modernizes all aspects of schooling from parent and student communications to procurement and data reporting, adding speed, accuracy, and efficiency to the enterprise; 3) a world-class training and professional development institute to thoroughly prepare a fast-growing faculty and operations staff; and 4) a replicable school model built on a balanced and sequenced K-12 curriculum that prepares scholars for a college.

Over the next five years, SA will open 20 additional elementary schools, 10 more middle schools, and two more high schools. By 2020, a total of 64 SA schools will enroll more than 26,000 students – comparable to the enrollment of the St. Louis school district. Few other charter management organizations have the infrastructure to scale at this rapid pace, but SA has invested in the systems and talent that make this ambitious plan possible. If awarded, this CSP grant would fund seven new elementary schools and seven new middle schools, thus significantly helping SA to increase the scale of its educational effectiveness: to prepare students for rigorous high school and college coursework, with a focus on STEM-readiness.

The majority of SA's new schools will continue to serve New York City's most disadvantaged neighborhoods where the need for high-quality schools is high. Based on strong



parent demand for SA’s existing schools in Manhattan, the Bronx, Brooklyn, and parts of Queens – and the lack of other high-quality options in those neighborhoods – SA’s objective is to meet that demand where need is high and where space exists in underutilized public school buildings. SA will also seek out areas of diverse ethnic and racial populations, where diversity in its schools can be fostered. Poor-quality schools are in every neighborhood in New York City, and in order for charter schools to gain wide acceptance, they must ultimately demonstrate success to a broad population.

In July of this year, SA submitted applications for 14 new charters to the Charter Schools Institute of State University of New York, identifying Community School Districts in Manhattan, the Bronx, Brooklyn, and Queens, where there are few or no high-quality schools and/or enormous racial achievement gaps. While charter approval is pending, new SA elementary school locations proposed in these applications are in Manhattan: CSD 2 (Lower/Mid Manhattan), CSD 3 (UWS Manhattan); Bronx: CSD 9; Brooklyn: CSD 22 (Bergen Beach), CSD

23 (Brownsville), CSD 18 (Canarsie), CSD 17 (Crown Heights), CSD 13 (Greenpoint), CSD 15 (Sunset Park), CSD 14 (Williamsburg); Queens: CSD 30 (Astoria), CSD 24 (Long Island City), CSD 27 (Far Rockaway/Howard Beach), and CSD 28 (Jamaica).

This project will also expand 11 SA elementary schools to create seven middle schools in Brooklyn, Manhattan, and Queens. These middle schools will serve students in grades 5-8 from SA Bed-Stuy 1, SA Bed-Stuy 2, SA Cobble Hill, SA Fort Greene, SA Union Square, SA Washington Heights, SA Rosedale, SA Springfield Gardens, as well as two elementary schools to open in FY 2016. As a result, these middle school openings will create 3,244 expansion seats.

SA has developed specific school designs for its elementary and middle schools, designs that benefit respectively from eight and five years' experience opening and operating 18 elementary and 4 middle schools. To ensure that its high school model would attain the same excellence, SA hired an experienced director of high school design to plan all the many elements of curriculum, staffing and design 18 months prior to opening to opening. Maintaining high standards for academic excellence and a strong culture of engagement and commitment is essential to SA's mission and success, and with each additional school, systems and procedures, curricula and training programs are continuously improved. Based on experience, SA expects to achieve the following goals and objectives.

Goals and Objectives

- At least 80% of Success Academy students will achieve a Level 3 (proficient) or Level 4 (advanced) on standardized New York State tests in English/Language Arts, Mathematics, and Science.
- The percentage of Title 1 scholars scoring at Levels 3 or 4 will be on par with, if not exceed, wealthy New York school districts.

- The percentage of students scoring at Levels 3 or 4, including special needs and English Language Learner students, will be greater than the percentages from the schools' surrounding school districts for each subject area.
- Schools will have at least 95% of its scholars in attendance every day, who are on-time, dressed in uniform, with their homework and reading logs complete.
- All family academic events will be attended by at least 95% of our families.
- All new schools will be self-sustaining on public per pupil funding when they reach full enrollment
- At least 90% of parents surveyed would recommend their child's SA school to other parents.
- At least 90% of students are retained annually

Evidence of Promise: Studying SA's Impact

SA has been the subject of two external analyses conducted by the University of Pennsylvania's Graduate School of Education, validating that SA's school model has a substantial effect on the educational outcomes of high-need children. The studies found that students admitted through a lottery to SA's founding school, SA Harlem 1, performed markedly better (13-20%) than both students who applied but were not admitted through a lottery and students who had not applied for admission but lived in geographically and demographically comparable NYC districts.

The first analysis capitalized on SA's assignment of students to the school via random lottery by comparing the performance of the students who were chosen by lottery to attend Harlem 1 against those who were not chosen. Evaluation theorists consider such a randomized design, in which participants in a program are randomly chosen to participate and compared

against those not selected to participate to be a true experiment in which causal claims of the attribution of an effect to a treatment can be made. In such cases, internal threats to validity (i.e. misattributing the results of a study to the treatment) such as the differences between the treatment and control groups on important but unobserved characteristics are eliminated.

The second analysis consisted of a quasi-experiment in which the performance of SA students was compared to that of a matched comparison set of geographically and demographically similar NYC DOE District 3 elementary schools (SA Harlem 1 is located in District 3). Eight schools were chosen to represent a reasonable comparison group of elementary schools that were located in Harlem and served similar socio-economic populations of students.

Both studies employed a similar analytic design. Ordinary least squares (OLS) regression was employed that used either Mathematics or English Language Arts (ELA) student scaled scores as the outcome (dependent) variable. Independent variables included in the analyses were student school condition (Harlem 1 or not Harlem 1), student gender, student age, and student special education status. Due to the small numbers of white and Latino students at both Harlem 1 and in the lottery non-attenders, ethnicity was not included in the models. The analyses consisted of four final models:

- Model 1: Harlem 1 vs. those not selected by random lottery in Mathematics, controlling for student demographic characteristics.
- Model 2: Harlem 1 vs. those not selected by random lottery in ELA, controlling for student demographic characteristics.
- Model 3: Harlem 1 vs. other similar school 3rd graders in Mathematics, controlling for student demographic characteristics.

- Model 4: Harlem 1 vs. other similar school 3rd graders in ELA, controlling for student demographic characteristics.

SA provided the team with a list of students who applied to Harlem 1 and were entered into the lottery as rising 1st graders in 2006. This list included both those who were selected via the lottery (n=79) as well as those who were not (n=97). The evaluators also obtained a list of third graders in eight schools that were to be used in the quasi-experimental analysis (n=545).

The New York City DOE provided data for the Harlem 1 students, the comparison students, and the third graders in the eight geographically and demographically similar New York City schools. Table 1 shows the demographic information of the three groups.

Table 1. Demographics of 2009 Harlem 1 third graders, those not selected by Harlem 1, and third graders in other similar Elementary Schools.

	Harlem 1 3rd Graders	Harlem 1 Not Selected	Other 3rd Graders
Sample Size	79	97	545
Number Male	40	46	286
(with percent)	(51%)	(47%)	(52%)
Age (as of 12/31/2009)	9.45	9.49	9.73
(with standard deviation)	(0.32)	(0.36)	(0.53)
Attendance Rate	99.34	90.25	90.09
(with standard deviation)	(2.10)	(10.70)	(9.97)
Black	63	72	303
(with percent)	(80%)	(74%)	(56%)
Latino	13	22	14
(with percent)	(16%)	(23%)	(40%)
White	3	1	14
(with percent)	(4%)	(1%)	(14%)
Other	0	2	11
(with percent)	(0%)	(1%)	(2%)
English Language Learners	0	4	12
(with percent)	(0%)	(4%)	(21%)
Special Education	12	23	112
(with percent)	(15%)	(24%)	(21%)

Due to student mobility, 19 of the original 79 (24%) students chosen by lottery to attend Harlem 1 were no longer in the school. Additionally, 21 of the 97 (22%) in the original comparison group (i.e. those not chosen in the lottery) were reported by the NYCDOE to be not attending NYC schools in 2009. Because of this attrition in both the original Harlem 1 population and the comparison group, the analyses became those students who persisted at Harlem 1 as compared to those who remained in New York City schools. There were no observed differences in the demographics of those who left or those who remained for either population.

Table 2 shows student performance of the three groups of students. The student performance data are shown on two metrics: scale scores and performance levels. The scale scores represent continuous scores on a range of performance, while the performance levels show the number of students falling within state-defined categories. Both representations show that the Harlem 1 third graders outperform both those third graders not selected by the lottery and the third graders in the other geographically and demographically similar schools.

Table 2. Performance as measured by scale scores and performance categories of 2009 Harlem 1 third graders, those not selected by Harlem 1, and third graders in similar elementary schools.

	Harlem 1 3rd Graders	Harlem 1 Not Selected	Other 3rd Graders
Sample Size			
Mathematics	60	76	526
ELA	60	74	511
Range of Scale Score Points			
Range of Mathematics Scale Score	677-770	470-770	470-770
Range of ELA Scale Score	644-780	578-720	475-720
Scale Score Mean & Standard Deviation			
Mathematics Scale Score (with standard deviation)	732 (36)	682 (44)	673 (31)
ELA Scale Score (with standard deviation)	693 (30)	658 (28)	651 (30)

Mathematics Performance Distribution			
Mathematics Level 1: Not Meeting Standard (n and percent)	0 (0%)	3 (4%)	11 (2%)
Mathematics Level 2: Partially Meeting Standard (n and percent)	0 (0%)	8 (11%)	77 (2%)
Mathematics Level 3: Meeting Standard (n and percent)	18 (30%)	52 (68%)	382 (73%)
Mathematics Level 4: Meeting Standard w/ Distinction (n and percent)	42 (70%)	13 (17%)	56 (11%)
ELA Performance Distribution			
ELA Level 1: Not Meeting Standard (n and percent)	0 (0%)	5 (7%)	44 (9%)
ELA Level 2: Partially Meeting Standard (n and percent)	3 (5%)	16 (22%)	190 (37%)
ELA Level 3: Meeting Standard (n and percent)	43 (72%)	50 (68%)	267 (52%)
ELA Level 4: Meeting Standard w/ Distinction (n and percent)	14 (23%)	3 (4%)	10 (2%)

The descriptive statistics of third grade student performance appear to favor Harlem 1, but do not test for statistical differences between the groups. Therefore, regression analysis was employed to test for statistical differences in performance. The results of the analyses show consistently strong and statistically significant effects of Harlem 1 across the different subjects and comparison groups. Details of the statistical results are shown in Table 3.

Model 1 shows the comparison of the Harlem 1 third grader performance in mathematics in comparison to those third graders in NYC that were not chosen in the lottery. The Harlem 1 third graders performed a statistically significant 48 points higher in Mathematics than did the third graders not chosen by lottery to attend Harlem 1. In ELA, the Harlem 1 third graders performed a statistically significant 35 points higher than did the third graders that were Harlem 1 not chosen by the lottery to attend Harlem 1 and attended other New York City schools.

Table 3: Performance of Harlem 1 students as compared to those not selected to attend and third graders in other similar elementary schools.

Variable	Model 1	Model 2	Model 3	Model 4
	H1 vs. those not chosen by lottery in Mathematics	H1 vs. those not chosen by lottery in English Language Arts	H1 vs. other 3rd graders in Mathematics	H1 vs. other 3rd graders in English Language Arts
Intercept	836.19	660.83	656.43	665.94
Harlem 1	47.65***	34.97***	57.95***	39.58***
Male	-2.68	-8.72	-0.62	-5.47*
Age	-15.25	0.55	2.21	-0.66
SPED	-46.40***	-30.21***	-22.24***	-28.48***
R-Squared	0.42	0.38	0.3	0.29

* p < .05; ** p<.01; *** p<.001

Models 3 and 4 show the comparisons of the performance of Harlem 1 third graders relative to the performance of third graders in demographically and geographically similar schools. These results show impacts of even larger magnitude than the comparisons to the lottery comparison group. In mathematics, Harlem 1 third graders performed 58 points higher than did the third graders in the comparison schools. In English Language Arts, Harlem 1 third graders performed 40 points higher than did the third graders in the comparison schools.

An examination of interactions between Harlem 1 and the other covariates showed no significant interactions. That is, Harlem 1 third grade student performance relative to the comparison group third grade students did not significantly vary by gender, age, or special

education status. Overall, the models explain approximately 30% to 40% of the variation in student performance.

Overall, these results show statistically significant and educationally substantial effects associated with effectiveness of the SA educational program. Of the two analyses, the most meaningful results were the large and significant differences between the students who were chosen by random lottery to attend Harlem 1 and stayed through third grade in comparison to those who applied to Harlem 1 but were not chosen by lottery. The comparisons of the Harlem 1 attendees to third graders in geographically proximate and demographically similar schools showed even larger differences in performance in favor of the Harlem 1 students.

D. QUALITY OF THE MANAGEMENT PLAN AND PERSONNEL

Prior to the opening of SA's first school in 2006, founder and CEO Eva Moskowitz visited 300 traditional public schools and 58 New York City charter schools, as well as top-performing charter schools around the country. As the former Chair of the Education Committee of the New York City Council, she held hundreds of oversight hearings on education – on topics ranging from the teachers' union contract to toilet paper. She insisted on two things from the city's education bureaucracy: accountability and competence. In her widely publicized education hearings, Dr. Moskowitz would ask what the city was doing to measure and improve teacher quality. In 2012, Dr. Moskowitz co-authored a book, *Mission Possible: How the Secrets of Success Academies Can Work in Any School*, to share reading and teacher training best practices. She remains a forceful advocate for education.

A native and current resident of Harlem and mother of three school-age children, Dr. Moskowitz completed her Ph.D. in American History at Johns Hopkins University, was a history

professor, and later taught civics at Prep for Prep, a program for gifted minority students before founding Success Academy. Her experience as an educator and as Chair of the Education Committee led her to consider the underlying factors necessary to operate a successful school where low-income, minority students would be able to achieve at the same high levels as their more affluent peers. Additionally, she also examined how these schools could be replicated quickly while maintaining quality.

From the beginning, SA made the decision to invest up-front in creating the systems and operations that would allow its schools to function smoothly from day one. While private sector entrepreneurs have long embraced this concept and typically invest in businesses at the front end to ensure long-term sustainability, this practice has not commonly been applied to the education sector. Many CMOs across the country hire the minimum staff necessary to open a given school and do not consider the benefits of having a team devoted to replication and systems building.

SA is organized around the belief that teachers and school leaders should focus solely on teaching and learning. To that end, SA centralizes all school start-up operations and most non-instructional functions, as well as instructional support and teacher development within three key areas of the network: schooling, advancement, and business operations. An experienced executive vice president manages each area, each reporting to the CEO:

Schooling. Keri Hoyt, EVP of Schooling, oversees Instructional Management, which includes curriculum development, the extensive leader and teacher training programs and professional development, and assessment and data reporting. Before joining Success Academy Charter Schools in 2009, Ms. Hoyt was a vice president at The Princeton Review, where she worked for 18 years in various roles throughout the organization, including Vice President of

Product and Marketing and Associate Vice President of Admissions Services. Ms. Hoyt holds a BA in English from the University of New Hampshire and an MBA from Wharton.

Advancement. Jody Friedman, EVP of Advancement, leads SA's effort to secure critical resources, broaden our community of support, build awareness and affinity for our schools, among prospective parents and employees, community and elected leaders, and advocate for ed reform policies that provide educational opportunities to more children. Ms. Friedman has an extensive background in not-for-profit advancement, including leadership roles at Princeton University and Memorial Sloan-Kettering Cancer Center. She has also served as a consultant to prominent academic institutions, including Harvard Medical School and Williams College. She holds a master's degree from the Ecole Pratique des Hautes Etudes, which she attended while on a Fulbright Fellowship in Paris.

Business Operations. To achieve financial viability and operational efficiencies, Success Academy has refined and centralized several important aspects of schooling: school startups, student recruitment, the admissions lottery, the summer enrollment process, technology, finance, talent recruitment and human resources; compliance and legal services. Noel Leeson, EVP of Business Operations, ensures that all business operations run smoothly and cost-effectively. Before joining Success, Mr. Leeson built a 30-year career in fast-paced and high-growth industries, living and working in US, Europe, and Asia. He served as president of Electronic Materials at BOC Edwards and Head of Electronics at Linde AG, a \$650M global supplier to the semiconductor, solar and allied industries. Most recently, Mr. Leeson served as president of a high growth start-up company, Power & Energy Inc. He holds a BSc in Mechanical Engineering from the University of Manchester and an MBA from Manchester Business School.

Other senior managers include:

Steven Gittleson – Chief Technology Officer Steven has 20 years of experience in managing large-scale, complex, web-based software development. As business strategist and technology architect for numerous successful startups, he has helped companies create and execute their technology vision. Mr. Gittleson has extensive experience building high-volume, real-time scalable enterprise software solutions, and after months of meeting with subject matter experts in all areas of our operation, he and his team have begun building out a new system that will streamline work for our teachers and transform how teams communicate and collaborate with one another.

Emily Kim – Chief Legal Officer Ms. Kim focuses on advancing innovative initiatives, reforming bureaucratic processes that pose obstacles to school growth and managing litigation and compliance matters. She holds a J.D. from Columbia Law School and an Ed.M. from Teachers College, Columbia University. In addition, Ms. Kim holds a master's degree in English literature from the University of Pennsylvania, where she also received her bachelor's degree in English literature. Prior to entering law practice, Ms. Kim was a public high school English teacher in New York. She also served as an Education Director of an Early Intervention Program in Philadelphia serving children with developmental delays, from birth to school-age. Prior to that, she worked in the Special Education department of the School District of Philadelphia. She has also taught writing and English literature courses at the Community College of Philadelphia and English as a second language in a high school in Guinea, West Africa.

Dennis McIntosh – Chief Financial Officer Mr. McIntosh brings over 30 years of experience as a financial executive in a broad range of industries including publishing, technology, non-profit, energy, investment, and insurance. He has certifications as a CPA, GCMA, and IFRS reporting. Mr. McIntosh has served on several boards of directors, both

private, non-profit, and publicly traded companies. An active member of the UCONN Alumni Association, he is also a mentor for Columbia University's masters program in technology.

Kevin Heffel – Senior Managing Director of Instructional Management After graduating magna cum laude from Tufts University, with a degree in History and Political Theory, Mr. Heffel was hired as a history teacher at Cheshire Academy, a boarding school for grades 6-12. In addition to teaching sections of U.S. History and the Ancient World, Mr. Heffel developed two senior electives, coached cross-country, and directed plays and musicals. Mr. Heffel left teaching to earn a law degree, cum laude, at Boston College Law School. He then practiced law for six years in the Washington, D.C., office of Wilmer Cutler Pickering Hale and Dorr, litigating high stakes intellectual property cases on behalf of technology companies, including Apple, Intel, Broadcom, and Eastman Kodak.

Arin Lavinia – Senior Managing Director of Academic Excellence Ms. Lavinia is a former Staff Developer at Columbia University's Teachers College Reading and Writing Project, Literacy Consultant, and New York City Public School Teacher. She has worked to improve the quality of literacy instruction and teacher training both in New York City schools and nationally. Ms. Lavinia joined SA as the network's first Director of Literacy in 2009 and in collaboration with school leaders has designed and developed THINK Literacy, a common sense approach to balanced literacy that puts critical thinking front and center, as well as SA's methods for training principals and teachers. She is also responsible for the design and refinement of a network wide literacy curriculum and assessment plan. Ms. Lavinia oversees the planning and provision of professional development for school leaders and teachers in the area of literacy. In addition, she co-authored *Mission Possible: How the Secrets of the Success Academies Can Work in any School* with Eva Moskowitz.

Ann Powell - Senior Managing Director of Public Affairs Ms. Powell has 30 years of editorial and management experience, overseeing print and digital content for large media enterprises, such as *Vanity Fair*, *Saveur*, *Garden Design*, *My Generation*, and *Reader's Digest*. She manages marketing and communications as well as advocacy and public affairs across the organization as well as externally to media and prospective families. Ms. Powell holds a BA in English and Latin.

Mark Fogel – Senior Managing Director of Human Resources and Organizational Development Mr. Fogel's background includes over a decade as Chief Human Resource Officer at Leviton and the Marcum Group as well as co-founding Human Capital 3.0, a boutique HR advisory firm. Mr. Fogel was honored by The Society for Human Resource Management (SHRM) nationally as their Human Capital Leader of the Year in 2007, and by HR Executive Magazine as an Honor Roll recipient in 2010 and "Best HR Ideas" in 2012. Mr. Fogel holds the SPHR and GPHR designations from the Human Resource Certification Institute (HRCI), and is one of less than a thousand individuals globally to do so. He is an adjunct professor at Adelphi Graduate School of Business. He sits on several local boards, leads the SHRM - CHRO network hub in the NY metro area, and is an editorial review member for World at Work publications.

Resumes of key personnel are included in the Appendix.

This up-front investment made in talent and centralized operations has paid off in SA's ability to scale while maintaining high quality. SA has been able to open and successfully run 22 schools and is on track to open another 10 more schools in August 2014. Yet, SA understands that managing *both* growth *and* quality requires fundamentally new ways of operating. Two network initiatives currently under development will further strengthen SA's capacity and ensure its ability to scale rapidly.

Success Academy Education Institute

SA's expertise in curriculum and teacher training has led to an extraordinary initiative currently under development: the Success Academy Education Institute. SA firmly believes – and its results demonstrate – that the key to student achievement is the intensive professional education it provides its entire teaching force, a program that uniquely covers both content and pedagogy. Year after year, educators from around the country seek to learn from SA's methods and best practices in curriculum and teacher training.

To sustain its ambitious plan to expand our network of high-quality schools to meet demand, SA is launching a state-of-the-art institute for the professional education of teachers, principals, business operations, and central office personnel. The Success Academy Education Institute will provide sophisticated training – classroom work, online units, video components, and practicums – to teach content as well as pedagogy to starting teachers, experienced teachers moving into our network, and school and network leaders. When fully operational, the Institute will create a pipeline of new teachers and train a large body of strong instructional leaders to carry out its mission of academic excellence.

To lead this project, SA hired Ana Maria Sencovici, Managing Director of Professional Education. Drawing on her experience from American Express, where she implemented replicable and scalable training programs globally for over 62,000 employees, Ms. Sencovici will digitize and take SA's current training model for teachers to scale. Ms. Secovici received an MBA from the Wharton School at the University of Pennsylvania, along with an MA from Bryn Mawr College and a BA from Haverford College.

Importantly, this intensive training will extend to all school personnel, both instructional and operations staff. SA has demonstrated that when the administrative and business aspects of

schools are well managed, teachers and leaders are freed up to focus entirely on student learning. Educators everywhere acknowledge the impact of effective teachers, but what is less often recognized, but essential to creating and sustaining excellent schools, is the need for strong management expertise and operational best practices. With significant funding already secured, the Success Education Institute will be at scale by 2017, well positioned to train a high volume of new SA teachers as well as those from other charter and district schools around the country. With the capacity to train almost 2,000 teachers, principals, business and operations professionals a year, SA anticipates that 10 percent of trainees will be from outside its network.

Because a significant portion of this training will be available online, teachers can learn at their convenience, and embedded assessment metrics will track whether trainees are absorbing important lessons. A centralized catalog of lesson plans and training materials on the most frequently taught topics will provide consistency and prevent unnecessary rework at individual schools. By taking an initial assessment of each teacher's skill set and content mastery, this online learning system will also allow SA to target specific content to specific teachers, based on their knowledge deficits. Instructors' time can be focused on the critical face-to-face observation and feedback, and group training will be devoted to practicing skills, not just passive absorption of information. Technology will allow SA to leverage its most effective trainers.

School Management Software

Lack of existing technology to manage school operations led SA to its second major initiative. SA needed a fully integrated technology to run all aspects of great schools – from finance and procurement to compliance reporting to talent management to enrollment and student and teacher information. To develop its own school management software, SA hired Steven Gittleson as Vice President of Technology in 2012. With 20 years of experience in managing large-scale,

complex, web-based software development, Steven had served as technology architect for numerous successful startups, helping companies create and execute their technology vision. His extensive experience building high-volume, real-time scalable enterprise software solutions made him an ideal choice to lead this project.

Designed with individualized dashboards and a single, uniquely structured database, this new system gives teachers, principals, and administrators real-time data, and the ability to perform multiple automated tasks with the tap of a tablet screen. With several components already in use, the new system has already streamlined SA operations – and freed up educators for the hands-on work of schooling. The SMS will also give schools specific tools for managing and developing effective teachers and principals. Engineered to support the many aspects of great schooling, this system will produce efficiencies and cost-savings, support accountability, and most importantly, drive effective teaching practices and create best outcomes for students. Within the next 18 months, a first version of all modules of the SMS system will be launched.

Strong Central Network

SA's ability to scale rapidly while maintaining best-in-class schools is the result of years of refining and improving systems and processes. Key reasons why SA will be able to add 32 schools in five years include:

- It has developed an academic curriculum that produces dramatic student achievement for educationally at-risk students, including low-income, minority, special education, and English language learning students.
- Its school financial model ensures that a school will be self-sustaining on local public dollars after three years.

- It has the human resources team and hiring policies in place to recruit, interview, and hire all the faculty and staff needed for new and expanding schools.
- It has experienced facilities personnel who could renovate a school building for the first day of classes in just 30 business days.
- It has recruited and cultivated school leaders who are able to drive success in their schools.
- It has developed rigorous training programs and year-round professional development that give teachers the curricular and classroom skills they need to be successful with all students – including students with special education needs and English language learners. And it has built an extensive principal training program that starts at least a year before a principal opens a school. These training programs are the starting point for the Success Academy Education Institute.
- It has invested in the technology necessary to manage a large scale operation.
- It leverages the empty seats in NYC school buildings and gets the necessary space in these buildings saving hundreds of millions of dollars in rent or build-out costs.

Instructionally and administratively, each Success Academy schools benefit from being part of a cluster of schools in one geographic neighborhood. Specifically:

- School leaders can seek advice from colleagues implementing the same school model.
- Teachers and principals are able to visit their peer schools where they can observe and learn from each other firsthand.
- Student and teacher recruitment costs are shared across the cluster. Several staff positions are shared across the schools—a school that cannot afford a full-time dance or chess teacher can split the salary and benefits costs with other schools.

The cluster also creates a web of accountability and an intellectual community where the systemic sharing of innovations and best practices forces each school to continuously improve. If SA notices that one of its schools located just a dozen blocks away is scoring higher on standardized tests or has a higher daily attendance rate than another school, SA is able to investigate those successful strategies, and ultimately implement them across the network.

Timeline and Milestones in Preparing to Open New Schools

SA network staff manages each school's entire operational start-up process so school leaders can focus exclusively on teaching and learning from the very moment the charter is granted. This process begins over a year and a half in advance of the opening date of the school. Once the Advisory team has filed **the charter application**, the Public Affairs department solicits community input, holds information sessions, and provides evidence of need to the Charter Schools Institute, one of the charter authorizers in New York State. This team also conducts extensive research to find appropriate space in existing New York City public schools.

Once the charter is approved, which is typically about 10 months prior to the opening of a school, a principal is chosen from SA's Leadership Residence Program, which **trains prospective principals** for one to two years prior to opening a school. On the heels of this announcement, the Talent Recruitment team launches their **teacher recruitment** campaign. Talent Recruitment conducts national searches for top talent, executes comprehensive screening and hiring practices, and on-boards all new employees. Prospective employees participate in a comprehensive and competitive selection process that includes a written lesson plan, an in-person interview, and the delivery of a live demo lesson to a SA class, followed by a debriefing meeting. Successful candidates are recommended to principals for final review.

At the same time, the Enrollment Team launches the **student recruitment** campaign, which includes designing and distributing almost a half a million bi-lingual brochures, providing online applications in English, Spanish, Chinese, Russian, and French, and doing significant outreach at community centers and area preschools.

Once the NYC Department of Education has provided **appropriate space**, as either a co-location in a public school building or private space (approximately five months prior to the opening of a school), the Operations Team begins negotiations with the leaders of the co-located school(s) to schedule the use of common areas in the building. The team then starts to prepare for the sprint of renovating the buildings. In April, the Technology, Enrollment, and Public Affairs teams run the **student admissions lottery** – a custom-designed digital process that simultaneously runs a lottery for multiple schools. Families are notified of the results.

In May, the **school's budget** is finalized, the Development Team secures start-up grants, and Advisory manages compliance requirements. At the same time, Enrollment starts the **enrollment process** for new students. This process introduces incoming students and their families to the SA curriculum, culture, and values. SA also uses the enrollment process to collect required paperwork from families, to arrange for each family to get a public library card, and to assist families in ordering school uniforms. All this is done so that high-level teaching and learning can commence from the very first day of school.

The Instructional Management Team **finalizes the curriculum** and sets up EduTube, an online video posting and sharing platform used for professional development and the public folders with lesson plans, Smartboard files, and video lessons modeled by SA's best teachers. In addition, the team finalizes the school calendar, including all of the professional development days, family academic events, field trips, and college visits. At the same time, the IM team sets

the academic goals based on what the best performing SA schools achieved and on the highest outcomes achieved by other high performing schools.

A three-week **Leadership Summit** kicks off the summer training, preparing all school principals and leadership for the upcoming academic year and further building their professional development. Sessions include, but aren't limited to, time management, how to build effective teams, how to give constructive feedback to struggling teachers, and how to analyze data and develop clear action plans. At the same time, operations and administrative support staff receive training specific to their roles.

In July, the CEO, EVP of Schooling, Instructional Management Team, Data Reporting, HR and Advisory teams, and curriculum specialists as well as the Leadership teams from all schools conduct a 4-week **Faculty Orientation** to on-board new staff and prepare all staff for the expectations for the upcoming school year. All new and returning teachers then participate together in the remaining weeks of T-School. A key component of SA's overall success is the extensive professional development continues throughout the year through daily coaching and weekly workshops, delivering the equivalent of 13 weeks of training. Through a partnership with Touro College, SA has also developed a 14-month program for entering teachers ("T Fellows"), which culminates in both certification and a master's degree. T Fellows commit to a two-year program, working first as an associate teacher, then as a lead teacher in their second year.

During T-School, clear **year-end goals** are set for school principals, teachers, and scholars. Using the SMART (Specific, Measurable, Achievable, Results-Oriented, and Time-Bound) framework and data collected from the previous school year, academic, school culture, and personal performance goals are set for principals and every teacher. These goals range from very specific test score goals, to family academic event attendance rates, to personal goals based

on employee's past performance and professional aspirations. Goals are quickly submitted through a web-based form avoiding tedious paperwork and allowing principals to focus on the outcome, rather than the process.

In August, **schools open** and the network shifts from startup mode to ongoing school support. The Operations team ensures that all non-instructional operations at each school run smoothly. Each school has a Business Operations Manager who works with a network Facilities & Operations Manager to handle all facility, procurement, food, and health and safety issues in the building. Each school also has a Community Relations Coordinator who is in charge of office management, school events, parent relations, and school culture. A Student Achievement Coordinator handles all testing and special education services. The Instructional Management team provides support to all schools, in the areas of leadership development, teacher training, and English Language Learner and special education services. These resources, combined with the ICT department's creative forms of professional development and ultra-responsive end-user support, provide teachers with an arsenal of data driven instructional tools.

Throughout the implementation, the Finance team carefully monitors the organization's finances to ensure all components of the program are accomplished within budget. SA's Board of Trustees meets with the CEO and senior management at least six times per year to review the organization's finances and to ensure that SA's expansion plan will be a sustainable endeavor beyond this 5-year grant period.

Business Plan for 5-Year Growth

Success Academy's executive leadership, in collaboration with its network board of directors and schools' board of directors have developed a comprehensive, multi-year business plan. As a non-profit charter management organization, Success Academy Charter Schools (SACS)

provides all management and educational services to its schools. Initially, the schools managed by the network board were each separate non-profit education corporations, each with its own board of directors. Individual schools are now merged into one nonprofit education corporation, Success Academy Charter Schools – NYC (SA-NYC).

The merger of the non-profit education corporations school boards, which became effective on July 1, 2014, has several important benefits for students. These benefits include: two or more elementary schools can “feed” into combined middle and high school programs without requiring students to reapply for admission, and students are able to transfer among Success Academy schools without reentering the lottery. This merger also allows Success Academy to fund new schools with surplus funds from older, self-sustaining schools.

SACS and SA-NYC are separate Boards of Directors to ensure maximum external oversight of policy and decision. Both boards are comprised of dedicated individuals who are committed to redefining what’s possible in public education. The SA-NYC Board of Directors has oversight of all Success Academy schools, ensuring that school leadership, school resources, and school facilities are in place to deliver an exceptional education to scholars. The SACS Board of Directors oversees the activities of the SACS network, setting the direction for the CMO, ensuring that the CMO provides the contracted services to SA-NYC, guiding the organization’s sustainable growth, and directing its bold vision for public education.

SA has been successful in raising private funds to support its five-year growth plan. In FY14, SA raised \$27.5MM from foundations, individuals, and fundraising events. Major foundation partners include The Fisher Fund, The Eli and Edythe Broad Foundation, The Walton Family Foundation, The Charter School Growth Fund, The Peter and Carmen Lucia Buck Foundation, The William E. Simon Foundation, and The Kovner Foundation.

Demand for high-quality schools in general and Success Academies specifically indicate that enrollment for these new schools will not be a problem. Each new elementary school opens with a kindergarten and first grade, typically 150 students; each year thereafter about 90 students are added as incoming kindergarteners. With more than 14,500 unique applications for fewer than 3,000 seats this year, SA is confident that families will respond to these new schools.

Multi-Year Financial and Operating Model

SA requests \$9.6MM over five years to fund the replication and expansion of seven elementary schools and seven middle schools. By researching successful charter schools extensively, conducting thorough financial analysis and modeling, and learning from its own experience opening elementary and middle schools, SA has developed a startup and operating budget for the first five years of each new school's operation and drafted financial policies and controls that

FY Ending	# of Schools	Change in Schools	# of Schools	5 year change in Schools								
	2015	2016	2016	2017	2017	2018	2018	2019	2019	2020	2020	2020
Elementary School	24	2	26	6	32	4	36	4	40	4	44	20
Middle School	7	2	9	2	11	2	13	3	16	1	17	10
High School	1	0	1	0	1	1	2	1	3	0	3	2
	32	4	36	8	44	7	51	8	59	5	64	32
Scholar Count	9,000	2,719	11,719	3,288	15,007	3,395	18,402	3,801	22,203	3,971	26,174	
	Schools Opened	New Seats Added	Total Schools	Total Seats Added								
CSP4 Opening Plan	2016*	2016	2017	2017	2018	2018	2019	2019	2020	2020		
Elementary School	0	0	2	336	4	836	0	548	1	784	7	2504
Middle School	1	225	2	560	1	564	2	949	1	946	7	3244
	1	225	4	896	5	1400	2	1497	2	1730	14	5748
	Year 1	Year 2	Year 3	Year 4	Year 5							
CSP \$ per year												
Cumulative CSP \$												

* In 2016, we currently have the cost of opening 3 schools covered by CSP2. 2016 is the final year of coverage for CSP2.

ensures its schools and network continue to be on track to be self-sustaining. The scalability of SA's model allows it to accomplish its mission of educating students from low-income communities while becoming self-sustaining on public funds by 2018.

In 2015, SA will receive \$13,777 per-pupil in public funding (about 70% of what a similarly situated traditional public school in NYC receives). SA schools are developed with the goal of educating students more effectively on less money per pupil than traditional public schools. Its academic and fiscal record shows that it can be successful on both counts.

While SA needs the initial upfront investment provided by this grant to fund 14 of the 32 new schools over the next five years, 10 of the 14 will be self-sustaining by the end of the grant period. Two middle schools will be in their second year and thus one year away from sustainability. In FY21, when these schools are still not operating cash flow positive they will require \$176,000 each to continue operations. SA will be able to fund the remaining \$352,000 for these two schools through philanthropy. The two new elementary schools opening in 2019 will be one-year old and thus will require two years of funding beyond the grant period. In FY21 and FY22, when the schools are still not operating cash flow positive, \$794,750 will be required to sustain their operations. The total combined unfunded amount for the four schools for FY21 and FY22 is \$1,146,750. SA is confident that it can fund the remaining expenses for these four schools through philanthropy and with surplus' from well-established schools.

With SA's record for financial, operational, and instructional competency, there is little risk that any of the 14 schools will fall short of SA's high standards and thus have to close. SA has shown great tenacity and resilience in preserving its schools. However, in the unlikely event that a school would need to be closed, SA would work with the NY State Education Department

and the NYC DOE to ensure that all SA scholars were accommodated in another SA school or similarly high-performing school.

Success Academy Projected Uses and Sources of Funds During and Beyond Grant Period						
\$ Millions	2014- 2015	2015- 2016	2016- 2017	2017- 2018	2018- 2019	2019- 2020
Public Revenues	\$ 136.9	\$ 174.8	\$ 229.2	\$ 279.2	\$ 331.2	\$ 381.3
TOTAL SOURCES	\$ 136.9	\$ 174.8	\$ 229.2	\$ 279.2	\$ 331.2	\$ 381.3
Personnel	██████	██████	██████	██████	██████	██████
Facilities	0.6	0.8	1.1	1.1	1.4	1.5
Instructional Materials	8.7	9.2	12.1	13.5	15.9	17.2
Technology	5.5	6.4	7.8	9.5	11.3	12.0
Management Fees	18.8	24.1	31.8	38.7	46.1	53.1
Other	21.7	25.4	32.3	38.4	45.3	49.8
TOTAL USES	\$ 143.0	\$ 181.4	\$ 229.1	\$ 275.5	\$ 322.4	\$ 368.4
TOTAL EXCESS/(DEFICIT)	\$ (6.14)	\$ (6.66)	\$ 0.08	\$ 3.61	\$ 8.83	\$ 12.97

(E) QUALITY OF THE EVALUATION PLAN

SA is a data-driven, evidence-based organization, and as such is constantly evaluating the performance of its schools. CEO Eva Moskowitz personally visits multiple schools every week. In addition, SA regularly collects and reviews internal data for each of its schools across four key performance indicators: School Leadership (reflects the overall quality of leadership provided by the principal as assessed by senior management), Qualities of Excellent Teaching (“QET,” the school’s collective performance on SA’s rubric for evaluating teacher performance), School Culture (scholar attendance, on-time percentage, suspension rates), and Academics (school-wide performance on internal assessments). This regular review of data allows senior management to

address any problems quickly and ensure that each school is on track for success. All SA schools opened with the Replication and Expansion grant funds will be evaluated by the following framework:

Objective	Data Collected	Frequency
SA will open 2 elementary schools and 2 middle schools in 2016, enrolling additional 2,700 students.	Basic Education Data Survey	annually
SA will open 6 elementary schools and 2 middle schools in 2017, enrolling additional 3,200 students.	Basic Education Data Survey	annually
SA will open 4 elementary schools, 2 middle schools, and 1 high school in 2018, enrolling additional 3,400 students.	Basic Education Data Survey	annually
SA will open 4 elementary schools, 3 middle schools, and 1 high school in 2019, enrolling additional 3,800 students.	Basic Education Data Survey	annually
SA will open 4 elementary schools and 1 middle school in 2020, enrolling additional 3,970 students.	Basic Education Data Survey	annually
At least 80% of Success Academy students in grades 3-8 will achieve a Level 3 (proficient) or Level 4 (advanced) on standardized exams	New York State tests in English/Language Arts, Mathematics, and Science.	annually
The percentage of Title 1 scholars in grades 3-8 scoring at Levels 3 or 4 will be on par with, if not exceed, wealthy New York school districts.	New York State tests in English/Language Arts, Mathematics, and Science.	annually
The percentage of ELL students in grades 3-8 scoring at Levels 3 or 4 will be greater than the percentages from the schools' surrounding school districts for each subject area.	New York State tests in English/Language Arts, Mathematics, and Science.	annually
The percentage of students with special needs in grades 3-8 scoring at Levels 3 or 4 will be greater than the percentages from the schools' surrounding districts for each subject area.	New York State tests in English/Language Arts, Mathematics, and Science.	annually
Schools will have at least 95% of its scholars in attendance every day, who are on-time, dressed in uniform, with their homework and reading logs complete.	Attendance, culture, homework, reading logs	annually
At least 90% of our families will attend all family academic events.		annually
At least 90% of parents surveyed would recommend their child's SA school to other parents.	NYC DOE school survey	annually

CONCLUSION

Success Academy has a proven business plan for increasing, sustaining, and ensuring the quality and performance of its charter schools. Our unique financial model ensures that the schools are self-sustained using public funds after the conclusion of this grant. The relationships SA has forged with the NYC Department of Education, the school authorizers, and our families demonstrate strong evidence of the broad support SA has from its stake holders. In addition, SA has a clear plan to track its performance and is fully prepared to close any school that is not meeting its rigorous metrics. SA has the talent and infrastructure it needs to successfully open schools while consistently producing results that top the charts in academic rigor.

RESPONSES TO STATUTORY REQUIREMENTS NOT COVERED ABOVE

(h) Include a request and justification for waivers of any Federal statutory or regulatory provisions that the applicant believes are necessary for the successful operation of the proposed new or substantially expanded charter schools.

At this time, SA does not request any waivers of Federal statutory or regulatory provisions.

(j) Description of lottery process:

All applications are received by a deadline no earlier than April 1 and no later than April 15. If there are more applicants than open seats, a random lottery process is conducted on, before, or around April 15. After the lottery, the school accepts applications for the waitlist. Returning students have admissions priority in accordance with CSP guidance and policy, State charter school law, and the school's charter. SA's charter authorizer approves all its lottery policies. In accordance with State Law, lottery preferences are given to siblings of current or accepted

students and applicants who reside in-district.¹ Remaining seats are randomly distributed to the remainder of eligible applicants statewide who reside outside the school’s CSD.

The lottery is open to the public and notice is made in accordance with State law. An impartial person conducts lottery or acts as an observer. SA uses a digital lottery program for each school. The program prioritizes acceptance of siblings, then assigns seats to in-district applicants on a random basis and, if seats remain, out-of-district applicants on a random basis. Remaining applicants are placed on a wait list in the order of their randomly assigned number.

SA does not currently have a weighted lottery providing a preference for ELL applicants. SA previously had such a preference, but revised its charters in accordance with instruction from the US DOE. Given updates to the US DOE’s non-regulatory guidance, SA is currently considering revising its charters again to reinstate the ELL preference. Any decision to include an ELL lottery preference in the future would be in accordance with State regulation and CSP guidelines, and would be done in consultation with SA’s charter authorizer and the US DOE.

(k) Describe how the proposed new or substantially expanded charter schools that are considered to be LEAs under State law, or the LEAs in which the new or substantially expanded charter schools are located, will comply with sections 613(a)(5) and 613(e)(1)(B) of the Individuals with Disabilities Education Act (IDEA)

SA’s strong commitment to ensuring that all children learn at exceptionally high levels is demonstrated by its significant special education support systems. All schools have special education teams in place from the time of their opening. The SA special education team works closely with the NYC Department of Education (“NYCDOE”), which is the LEA for SA schools for the purpose of special education in New York State. Together, they provide services under

¹ See N.Y. Educ. L. § 2854(2)(b) (noting that “an enrollment preference shall be provided to pupils returning to the charter school in the second or any subsequent year of operation and pupils residing in the school district in which the charter school is located, and siblings of pupils already enrolled in the charter school”).

the Individuals with Disabilities Education Act (“IDEA”) and New York Education Law § 2853(4).² The NYCDOE creates regionally based Committees on Special Education (“CSEs”).

SA special education staff work closely with personnel in their regionally based CSE to ensure that scholars with Individualized Education Programs (“IEPs”) receive their mandated services in compliance with the IDEA, and that scholars in need of additional support receive IEPs that mandate appropriate services and programs.

SA schools employ a rigorous Response to Intervention (“RtI”) process, whereby scholars who demonstrate a need for additional academic, social, or emotional support receive appropriate, targeted interventions to support them in achieving positive academic gains. Through RtI, SA is able to identify scholars in need of additional support and avoid over-referral of scholars for IEPs. At weekly RtI meetings, faculty and leaders meet to analyze individual student data and develop targeted interventions to most effectively address student needs. Teachers develop student intervention plans that, along with students’ IEPs, ensure that students are on track to meet SA’s ambitious academic goals.

If a scholar continues to struggle academically, he or she will undergo evaluation by an SA school psychologist, and, as needed, by SA occupational therapists and speech and language therapists, to accurately assess the child’s individual needs.³ SA will then initiate the referral

² Among other provisions, New York Education Law § 2853(4) states that “special education programs and services shall be provided to students with a disability attending a charter school in accordance with the individualized education program recommended by the committee or subcommittee on special education of the student’s school district of residence.” All SA schools are located in New York City, where the NYCDOE is the school district of residence.

³ Some scholars are evaluated by the NYCDOE or by independent external evaluations under unique circumstances, including scholars who are English Language Learners (“ELLs”) requiring evaluations by bilingually certified professionals, and scholars in need of medical evaluations such as psychiatric or neuro-psychological assessments.

process with their CSE to determine if special education services are required to provide the scholar with the supports needed.

Under State law, the LEA provides programs and services to charter schools just as it serves students with disabilities in other district public schools.⁴ This includes providing supplementary and related services on site to the extent it has such a policy or practice for other public schools in the district.⁵ Additionally, the LEA distributes funds to charter schools in accordance with IDEA, Section 613(a)(5), including proportional distribution according to enrollment.⁶ Finally, because the NYCDOE is the LEA for SA schools for the purpose of special education in New York State, section 613(e)(1)(b) of the IDEA is inapplicable.

(l) Provide information on any significant compliance issues identified within the past three years for each school managed by the applicant, including compliance issues in the areas of student safety, financial management, and statutory or regulatory compliance.

No SA school has had any significant compliance issues or violations within the past three years, including issues of student safety, financial management, and statutory or regulatory compliance.

⁴ N.Y. Educ. L. § 2853(4).

⁵ *Id.*

⁶ N.Y. Educ. L. § 2856.

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LIST OF SUCCESS ACADEMY SCHOOLS

Current Schools				
School	Year Opened	Current Grades Served	Current Enrollment	Current Location
Success Academy Charter School – Harlem 1	2006	K-9	861	<u>Grades K-4</u> 34 West 118th Street, 2 nd Fl. New York, NY 10026 <u>Grades 5-7 (SA Harlem West)</u> 215 West 114th Street, 5 th Fl. New York, NY 10026 <u>Grades 8-9 (SA High School of the Liberal Arts)</u> 111 East 33 rd Street, 4 th Fl. New York, NY 10016
Success Academy Charter School – Harlem 2	2008	K-7	708	<u>Grades K-4</u> 144 East 128th Street, 3 rd Fl. New York, NY 10035 <u>Grade 5-6 (SA Harlem North West)</u> 509 West 129 th Street, 3 rd Fl. New York, NY 10027 <u>Grade 7 (SA Harlem East)</u> 141 East 111 th Street, 3 rd Fl. New York, NY 10029
Success Academy Charter School – Harlem 3	2008	K-7	639	<u>Grades K-1</u> 410 East 100 th Street New York, NY 10029 <u>Grades 2-7 (Harlem East)</u> 141 East 111 th Street, 3 rd Fl. New York, NY 10029
Success Academy Charter School – Harlem 4	2008	K-7	527	<u>Grades K-4</u> 240 West 113th Street, 3 rd Fl. New York, NY 10026 <u>Grade 5-7 (Harlem Central)</u> <u>461 West 131st Street</u> New York, NY 10027
Success Academy Charter School – Harlem 5	2010	K-5	422	<u>Grades K-3</u> 301 West 140th Street, 3 rd Fl. New York, NY 10030 <u>Grades 4-5 (Harlem North Central)</u> 175 West 134 th Street New York, NY 10030

Success Academy Charter School – Bronx 1	2010	K-5	450	339 Morris Avenue, 2 nd Fl. Bronx, NY 10451
Success Academy Charter School – Bronx 2	2010	K-5	456	Grades K-4 450 St. Paul's Place, 5 th Fl. Bronx, NY 10456 Grade 5 270 East 167 th Street Bronx, NY 10456
Success Academy Charter School – Upper West	2011	K-4	383	145 West 84th Street, 2 nd Fl. New York, NY 10024
Success Academy Charter School – Bed-Stuy 1	2011	K-4	358	70 Tompkins Avenue, 2 nd Fl. Brooklyn, NY 11206
Success Academy Charter School – Bed-Stuy 2	2012	K-3	218	211 Throop Avenue, 3 rd Fl. Brooklyn, NY 11206
Success Academy Charter School – Cobble Hill	2012	K-3	230	284 Baltic Street, Lower Level Brooklyn, NY 11201
Success Academy Charter School – Williamsburg	2012	K-3	225	183 South 3rd Street, 4 th Fl. Brooklyn, NY 11211
Success Academy Charter School – Hell's Kitchen	2013	K-2	132	439 West 49th Street New York, NY 10019

Success Academy Charter School – Crown Heights	2013	K-2	131	330 Crown Street Brooklyn, NY 11225
Success Academy Charter School – Fort Greene	2013	K-2	124	101 Park Avenue Brooklyn, NY 11205
Success Academy Charter School – Union Square	2013	K-2	118	40 Irving Place New York, NY 10003
Success Academy Charter School – Prospect Heights	2013	K-2	193	760 Prospect Place Brooklyn, NY 11216
Success Academy Charter School – Bronx 3	2013	K-2	190	968 Cauldwell Avenue Bronx, NY 10456

Schools Expected to Open in 2014			
Planned School (not yet open)	Planned Opening Year	Projected Enrollment	Location
Success Academy Charter School – Washington Heights	2014	168	701 Fort Washington Avenue New York, NY 10040
Success Academy Charter School – Bergen Beach	2014	168	1420 East 68 th Street, 3 rd Fl. Brooklyn, NY 11234
Success Academy Charter School – Bensonhurst	2014	168	99 Avenue P, 4 th Fl. Brooklyn, NY 11204
Success Academy Charter School – Bronx 4	2014	210	885 Bolton Avenue, 3 rd Fl. Bronx, NY 10473
Success Academy Charter School – Rosedale	2014	150	147-65 249 th Street Queens, NY 11422
Success Academy Charter School – Springfield Gardens	2014	150	132-55 Ridgedale Street, 3 rd Fl. Queens, NY 11413

NEW YORK STATE TEST RESULTS: ELA

NYS TESTING PROGRAM									
School Name	2010-2011 ELA			2011-2012 ELA			2012-2013 ELA		
	Grade	% at or above proficient		Grade	% at or above proficient		Grade	% at or above proficient	
		SA	District		SA	District		SA	District
SA Harlem 1 (K-4, opened 2006)	3	81.5%	61.0%	3	88.6%	61.7%	3	56.3%	48.8%
	4	93.1%	59.1%	4	91.2%	65.3%	4	54.7%	44.5%
	5	90.7%	57.3%	5	93.9%	58.5%	x	x	x
	x	x	X	6	95.0%	58.5%	x	x	x
	x	x	X	x	x	x	x	x	x
	x	x	X	x	x	x	x	x	x
	Total	88.4%	59.1%	Total	92.2%	61.0%	Total	55.6%	46.8%
SA Harlem 2 (K-4, opened 2008)	3	75.6%	28.6%	3	75.6%	30.3%	3	61.4%	13.4%
	x	x	X	4	94.2%	29.1%	4	53.0%	11.7%
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	Total	75.6%	28.6%	Total	84.9%	29.7%	Total	57.4%	12.6%
SA Harlem 3 (K-4, opened 2008)	3	71.0%	40.9%	3	86.1%	48.7%	3	51.2%	21.0%
	x	x	x	4	94.9%	45.8%	4	56.5%	26.1%
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	Total	71.0%	40.9%	Total	90.5%	47.3%	Total	53.8%	23.6%
SA Harlem 4 (K-5, opened 2008)	3	82.3%	61.0%	3	88.3%	61.7%	3	59.0%	48.8%
	x	x	x	4	89.3%	65.3%	4	53.2%	44.5%
	x	x	x	x	x	x	5	52.9%	41.3%
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	Total	82.3%	61.0%	Total	88.8%	63.5%	Total	55.3%	45.0%
SA Harlem 5 (K-3, opened 2010)	x	x	x	x	x	x	3	63.8%	13.4%
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	Total	63.8%	13.4%

SA Bronx 2 (K-3, opened 2010)	X	X	X	X	X	X	3	77.3%	11.9%
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	Total	77.3%	11.9%
SA Bronx 1 (K-3, opened 2010)	X	X	X	X	X	X	3	67.4%	10.3%
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	Total	67.4%	10.3%
SA BedStuy 1 (K-2, opened 2011)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X						
SA Upper West Side (K-2, opened 2011)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X						
SA BedStuy 2 (K-1, opened 2012)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X						
SA Cobble Hill (K-1, opened 2012)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X						

SA Williamsburg (K-1, opened 2012)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X						
SA Harlem West (5-7, opened 2012)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	5	50.0%	41.3%
	X	X	X	X	X	X	6	48.9%	35.1%
	X	X	X	X	X	X	7	85.7%	40.2%
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	5-7 Total	56.9%	38.9%
SA Harlem Central (5, opened 2012)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	5	59.0%	41.3%
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	5 Total	59.0%	41.3%

NEW YORK STATE TEST RESULTS: MATHEMATICS

School Name	2010-2011 MATH			2011-2012 MATH			2012-2013 MATH		
	Grade	% at or above proficient		Grade	% at or above proficient		Grade	% at or above proficient	
		SA	District		SA	District		SA	District
SA Harlem 1 (K-4, opened 2006)	3	98.0%	64.0%	3	93.1%	66.9%	3	76.2%	52.1%
	4	100.0%	68.9%	4	97.3%	73.6%	4	83.8%	51.9%
	5	97.7%	65.4%	5	100.0%	67.5%	X	X	X
	X	X	X	6	100.0%	68.9%	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	Total	98.6%	66.1%	Total	97.6%	69.2%	Total	79.5%	52.0%
SA Harlem 2 (K-4, opened 2008)	3	87.0%	34.9%	3	94.8%	37.0%	3	79.5%	16.1%
	X	X	X	4	100.0%	39.6%	4	74.4%	15.4%
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X

	Total	87.0%	34.9%	Total	97.4%	38.3%	Total	77.1%	15.8%
SA Harlem 3 (K-4, opened 2008)	3	92.0%	48.3%	3	93.1%	56.3%	3	80.0%	25.4%
	x	x	x	4	98.7%	62.8%	4	88.7%	28.3%
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	Total	92.0%	100.0%	Total	95.9%	59.6%	Total	84.2%	26.9%
SA Harlem 4 (K-5, opened 2008)	3	92.0%	64.0%	3	97.6%	66.9%	3	79.5%	52.1%
	x	x	x	4	98.2%	73.6%	4	78.5%	51.9%
	x	x	x	x	x	x	5	96.1%	40.0%
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	Total	92.0%	64.0%	Total	97.9%	70.3%	Total	83.2%	48.0%
SA Harlem 5 (K-3, opened 2010)	x	x	x	x	x	x	3	87.5%	16.1%
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	Total	87.5%	16.1%
SA Bronx 2 (K-3, opened 2010)	x	x	x	x	x	x	3	96.9%	14.4%
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	Total	96.9%	14.4%
SA Bronx 1 (K-3, opened 2010)	x	x	x	x	x	x	3	89.9%	11.8%
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	Total	89.9%	11.8%
SA BedStuy 1 (K-2, opened 2011)	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x
	x	x	x	x	x	x	x	x	x

SA Upper West Side (K2, opened 2011)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
SA BedStuy 2 (K-1, opened 2012)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
SA Cobble Hill (K-1, opened 2012)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
SA Williamsburg (K-1, opened 2012)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
SA Harlem West (5-7, opened 2012)	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	5	75.0%	40.0%
	X	X	X	X	X	X	6	83.0%	39.3%
	X	X	X	X	X	X	7	88.6%	36.6%
	X	X	X	X	X	X	X	X	X
SA Harlem Central (5, opened 2012)	X	X	X	X	X	X	Total	79.9%	38.6%
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	5	74.6%	40.0%
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
SA Harlem Central (5, opened 2012)	X	X	X	X	X	X	Total	74.6%	40.0%
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X
	X	X	X	X	X	X	X	X	X

NEW YORK STATE TEST PASS RATES BY SUB GROUP

Subgroup	2011 Pass Rate		2012 Pass Rate		2013 Pass Rate	
	ELA	Math	ELA	Math	ELA	Math
African-American	81%	95%	89%	98%	57%	80%
Hispanic	85%	96%	89%	98%	61%	88%
Has IEP	48%*	83%*	73%*	91%*	25%	55%
ELL	88%*	100%*	85%*	95%*	45%	73%
Free/Reduced Lunch	80%	94%	88%	97%	57%	81%
All Scholars	82%	95%	89%	97%	58%	82%

The decrease in pass rates from 2012 to 2013 is a result of New York state's implementation of Common Core State Standards. The newer, more rigorous instructional standards caused widespread pass rate reductions across the state. By pass rate, Success Academy ranked in the top 1% in the state in mathematics and in the top 7% in the state in ELA on the 2013 New York state tests.

STUDENT ATTENDANCE RATES

Student Average Daily Attendance Rate				
School	2010-2011	2011-2012	2012-2013	2013-2014*
SA Harlem 1	96%	96%	96%	96%
SA Harlem 2	96%	96%	95%	95%
SA Harlem 3	95%	95%	95%	95%
SA Harlem 4	96%	96%	96%	95%
SA Harlem 5	95%	97%	97%	97%
SA Bronx 2	96%	97%	97%	96%
SA Bronx 1	96%	97%	97%	95%
SA Bed-Stuy 1	x	96%	95%	96%
SA Upper West Side	x	97%	96%	96%
SA Bed-Stuy 2	x	x	95%	94%
SA Cobble Hill	x	x	96%	95%
SA Williamsburg	x	x	94%	94%
SA Middle School - Harlem West	x	x	97%	97%
SA Middle School - Harlem Central	x	x	96%	96%
SA Bronx 3	x	x	x	94%
SA Cobble Hill	x	x	x	95%
SA Crown Heights	x	x	x	97%
SA Fort Greene	x	x	x	94%
SA Harlem East	x	x	x	95%
SA Harlem North Central	x	x	x	97%
SA Harlem West Middle School	x	x	x	96%
SA Hell's Kitchen	x	x	x	96%
SA Prospect Heights	x	x	x	95%
SA Union Square	x	x	x	96%
SA Network TOTAL	96%	96%	96%	95%

*As of March 14, 2014

STUDENT RETENTION RATES: 2010–2013

Student retention rate			
School	2010-2011	2011-2012	2012-2013
SA Harlem 1	98%	93%	91%
SA Harlem 2	98%	93%	92%
SA Harlem 3	98%	92%	91%
SA Harlem 4	96%	86%	92%
SA Harlem 5	90%	87%	94%
SA Bronx 2	95%	93%	91%
SA Bronx 1	97%	90%	91%
SA Bed-Stuy 1	x	x	89%
SA Upper West Side	x	x	92%
SA Bed-Stuy 2	x	x	86%
SA Cobble Hill	x	x	90%
SA Williamsburg	x	x	88%
SA Middle School - Harlem West	x	x	92%
SA Middle School - Harlem Central	x	x	94%
Across network	96%	91%	91%*

Our final retention numbers for the 2013-2014 academic year will not be finalized until October when the Basic Educational Data System (BEDS) submissions are completed.

*Withdrawal Reasons Include: Parent Choice/chose different school model, did not return for current academic year, geographic reasons, transportation difficulties, relocation (in and out of state), parent chose not to disclose, and other.

GRADUATION RATES

Note: Success Academy’s oldest students are in ninth grade; there is no data for graduation rates.

EXPULSION RATES

Zero students were expelled from Success Academy Charter Schools in 2013-2014.

SUSPENSION RATES: 2013-14

2013-2014, Network-wide

Scholars Overall	504	SPED	ELL	White	Black	Hispanic	Asian	Multi-Racial	Other	Free/ Reduced Lunch
10%	13%	16%	7%	4%	12%	7%	6%	8%	7%	12%

FREE OR REDUCED PRICE LUNCH RATES 2011–2014

Free or Reduced Price Lunch (FRPL)									
	2011-2012 Academic Year			2012-2013 Academic Year			2013-2014 Academic Year*		
School	FRPL Students	Total Students	FRPL Rate	FRPL Students	Total Students	FRPL Rate	FRPL Students	Total Students	FRPL Rate
Harlem 1*	555	735	75.5%	560	730	76.7%	502	599	83.8%
Harlem 2*	476	619	76.9%	496	645	76.9%	453	558	81.2%
Harlem 3*	496	616	80.5%	474	587	80.7%	403	472	85.4%
Harlem 4	305	399	76.4%	365	459	79.5%	329	407	80.8%
Harlem 5	206	243	84.7%	274	319	85.9%	309	352	87.8%
Bronx 1	212	248	85.4%	291	335	86.9%	393	451	87.1%
Bronx 2	217	247	87.8%	302	341	88.6%	396	460	86.1%
Bronx 3	x	x	x	x	x	x	161	194	83.0%
Bed-Stuy 1	149	175	85.1%	178	230	77.4%	279	363	76.9%
Bed-Stuy 2	x	x	x	126	163	77.3%	172	219	78.5%
Upper West	65	164	39.6%	92	240	38.3%	147	386	38.1%
Cobble Hill	x	x	x	70	144	48.6%	114	232	49.1%
Williamsburg	x	x	x	93	130	71.5%	168	227	74.0%
Hell's Kitchen	x	x	x	x	x	x	77	133	57.9%
Prospect Heights	x	x	x	x	x	x	130	195	66.7%
Crown Heights	x	x	x	x	x	x	107	133	80.5%
Fort Greene	x	x	x	x	x	x	74	126	58.7%
Harlem East	x	x	x	x	x	x	161	229	70.3%
Harlem Central	x	x	x	x	x	x	90	126	71.4%
Union Square	x	x	x	x	x	x	42	118	35.6%
Harlem North Central	x	x	x	x	x	x	136	172	79.1%
Harlem West	x	x	x	x	x	x	203	267	76.0%
TOTAL			76.9%			74.0%			75.6%

*As of March 14, 2014

STUDENT DEMOGRAPHICS

School	Asian	African-American	Multi-racial	Other	Native Hawaiian/ Pacific Islander	White	Not Reported	Hispanic
Bed-Stuy 1	1%	74%	7%	13%	0%	1%	3%	18%
Bed-Stuy 2	0%	77%	9%	10%	0%	0%	3%	15%
Bronx 1	0%	55%	13%	27%	0%	4%	2%	38%
Bronx 2	1%	58%	10%	29%	0%	0%	3%	36%
Bronx 3	0%	60%	10%	12%	0%	8%	10%	46%
Cobble Hill	6%	35%	25%	9%	0%	24%	0%	17%
Crown Heights	1%	86%	4%	1%	0%	1%	8%	9%
Fort Greene	4%	74%	4%	6%	0%	9%	4%	16%
Harlem 1	1%	69%	6%	6%	0%	2%	16%	16%
Harlem 2	1%	71%	6%	17%	0%	2%	3%	22%
Harlem 3	1%	52%	9%	28%	0%	2%	9%	31%
Harlem 4	1%	87%	7%	3%	0%	1%	1%	15%
Harlem 5	1%	71%	5%	20%	0%	4%	0%	22%
Hell's Kitchen	11%	18%	10%	29%	1%	23%	8%	58%
Prospect Heights	0%	82%	12%	1%	0%	2%	2%	11%
Union Square	14%	17%	25%	10%	0%	30%	4%	29%
Upper West	6%	19%	28%	8%	0%	39%	1%	22%
Williamsburg	2%	33%	49%	3%	0%	11%	2%	52%

School	% Students Eligible for Free/Reduced Lunch	% Students with Disabilities*	% English Language Learners*
SA Bed-Stuy 1	77%	15%	3%
SA Bed-Stuy 2	79%	11%	3%
SA Bronx 1	87%	14%	10%
SA Bronx 2	86%	16%	13%
SA Bronx 3	83%	11%	6%
SA Cobble Hill	50%	16%	5%
SA Crown Heights	81%	6%	4%
SA Fort Greene	59%	13%	4%
SA Harlem 1	81%	17%	10%
SA Harlem 2	80%	15%	12%
SA Harlem 3	81%	15%	11%
SA Harlem 4	79%	17%	13%
SA Harlem 5	87%	16%	14%
SA Hell's Kitchen	58%	16%	6%
SA Prospect Heights	67%	13%	2%
SA Union Square	37%	19%	3%
SA Upper West	39%	17%	6%
SA Williamsburg	75%	13%	12%

*This includes all students with disabilities and English language learners identified at any point in the school's history.

STUDENT ENROLLMENT BY SCHOOL AND GRADE 2011-14

Student Enrollment 2011-2014												
Year	Date	School	K	1	2	3	4	5	6	7	8	Total
2011-2012	Fall	Harlem 1*	95	122	183	136	112	50	40	---	---	738
		Harlem 2	122	146	150	137	69	---	---	---	---	624
		Harlem 3	98	154	154	133	80	---	---	---	---	619
		Harlem 4	84	90	88	87	56	---	---	---	---	405
		Harlem 5	60	79	106	---	---	---	---	---	---	245
		Bronx 1	59	87	105	---	---	---	---	---	---	251
		Bronx 2	52	87	108	---	---	---	---	---	---	247
		Bed-Stuy 1	85	95	---	---	---	---	---	---	---	180
		Upper West	111	55	---	---	---	---	---	---	---	166
		Total										
2012-2013	Fall	Harlem 1*	84	92	126	157	117	98	47	36	---	757
		Harlem 2*	84	112	157	132	114	63	---	---	---	660
		Harlem 3*	60	103	126	129	114	75	---	---	---	607
		Harlem 4	81	87	85	79	81	51	---	---	---	464
		Harlem 5	84	80	85	80	---	---	---	---	---	329
		Bronx 1	84	80	91	91	---	---	---	---	---	346
		Bronx 2	86	85	93	97	---	---	---	---	---	361
		Bed-Stuy 1	85	75	80	---	---	---	---	---	---	240
		Upper West	81	111	57	---	---	---	---	---	---	249
		Cobble Hill	103	48	---	---	---	---	---	---	---	151
		Williamsburg	81	56	---	---	---	---	---	---	---	137
		Bed-Stuy 2	114	53	---	---	---	---	---	---	---	167
Total												4468
2013-2014	Fall	Harlem 1	116	119	114	124	148	---	---	---	---	621
		Harlem 2	120	88	119	129	121	---	---	---	---	577
		Harlem 3	89	61	112	112	114	---	---	---	---	488
		Harlem 4	87	84	90	84	70	---	---	---	---	415
		Harlem 5	88	87	86	93	---	---	---	---	---	354
		Bronx 1	120	88	89	87	78	---	---	---	---	462
		Bronx 2	120	87	90	90	81	---	---	---	---	468
		Bronx 3	87	119	---	---	---	---	---	---	---	206
		Hell's Kitchen	89	51	---	---	---	---	---	---	---	140
		Union Square	72	52	---	---	---	---	---	---	---	124
		Upper West	118	82	122	77	---	---	---	---	---	399
		Bed-Stuy 1	105	90	101	89	---	---	---	---	---	385
		Bed-Stuy 2	79	98	53	---	---	---	---	---	---	230
		Cobble Hill	77	104	58	---	---	---	---	---	---	239
		Crown Heights	90	58	---	---	---	---	---	---	---	148
Fort Greene	85	52	---	---	---	---	---	---	---	137		

Prospect Heights	139	59	---	---	---	---	---	---	---	198
Williamsburg	85	87	63	---	---	---	---	---	---	235
Harlem Central	---	---	---	---	---	71	54	---	---	125
Harlem North Central	---	---	---	---	76	99	---	---	---	175
Harlem West	---	---	---	---	---	10 9	84	51	32	276
Harlem East	---	---	---	---	---	10 5	124	---	---	229
Total										6631

All enrollment numbers were taken from the BEDS Day (the first Wednesday in October) of their respective years.

*Harlem West students are counted in the Harlem 1 numbers and Harlem Central students are in the Harlem 2 and Harlem 3 numbers.

TIME SPENT BY SUBJECT

Time Spent by Subject Each Week: K-4 Academic Year	
Subject	Minutes/Week
English/Language Arts	650
Mathematics	475
Science	300
Social Sciences	150
Enrichment (i.e. chess, art, dance, sports)	200
Total	1775 min /29.5 hrs
Time Spent by Subject Each Week: 5-8 Academic Year	
Subject	Minutes/Week
Literature/Writing	315
Mathematics	315
Science	225
History	225
Independent Reading	225
Current Events/Social Studies	120
Required Rotation (fine arts, fitness, chess computer science)	180
Electives (chess, art, debate, musical theater, dance, journalism, sports)	360
Total	1965 min / 32.75 hrs
Time Spent by Subject: High School	
	Hours per Week
Humanities/Language Arts	8
Science	4.75
Mathematics	5
History/Social Sciences	4
Computer Science (Programming)	2
Fine Arts	2.5
Speech & Debate	2
Sports, Fitness and Wellness	2
Reading Block	4
Advisory	1.5
Electives	2.5
TOTALS	38.25
<i>At traditional high schools, students are in school about 27 hours per week, about 70% of the time Success Academy scholars spend are in class.</i>	

TEACHER RETENTION: 2013–14

Success Academy Teacher Retention – 2013-2014 Academic Year					
School	Total Instructional Staff	No Longer with Organization or Not Returning		Total Not Returning	
		Voluntary	Involuntary		
Harlem 1	57	5	2	7	12%
Harlem 2	54	11	2	13	24%
Harlem 3	48	9	0	9	19%
Harlem 4	40	6	1	7	18%
Harlem 5	33	1	0	1	3%
Bronx 1	41	4	0	4	10%
Bronx 2	42	6	0	6	14%
Bronx 3	19	1	4	5	26%
Hells Kitchen	17	3	0	3	18%
Upper West	34	2	1	3	9%
Union Square	16	0	0	0	0%
Bed-Stuy 1	37	5	3	8	22%
Bed-Stuy 2	26	8	1	9	35%
Cobble Hill	24	3	0	3	13%
Prospect Heights	20	0	0	0	0%
Williamsburg	23	6	0	6	26%
Fort Greene	14	2	0	2	14%
Crown Heights	15	0	2	2	13%
Harlem East	21	3	1	4	19%
Harlem North Central	19	5	1	6	32%
Harlem Central	13	1	0	1	0%
Harlem West	30	9	1	10	33%
Total	643	90	19	109	17%

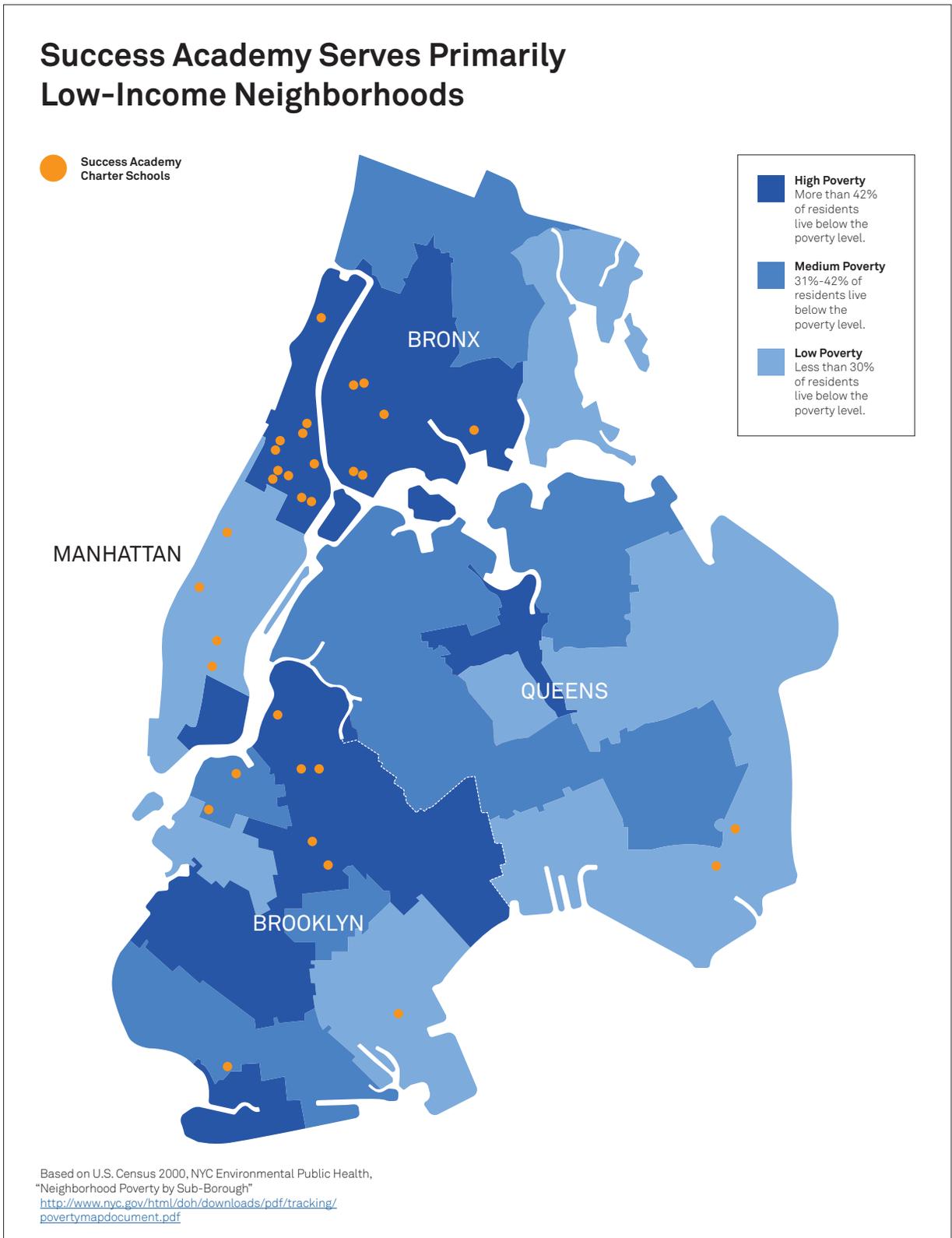
SAMPLE WEEK OF T SCHOOL IN 2014

Monday, July 28 New Kindergarten Teachers	Tuesday, July 29 Returning Grade 3-4 Teachers	Wednesday, July 30 Returning Grade 2 Teachers	Thursday, July 31 Elementary School Art	Friday, August 1 New and Returning Grades K-3
Team Meeting	Team Meeting	Team Meeting	Team Meeting	Team Meeting
Eyes on the Prize: Planning with Grade-Level Goals and Common Core Standards	Read Aloud and Partner Talk: Elevating the Level of Scholar Discussion	Launching Unit 1: Laying the Foundation for a Successful Year of Reading Workshop	Demo Lesson: Clay	Active Learning in Context: Targeted Teaching Time
Reading for Meaning and the Common Core	Ready, Set, Routine! Launching Unit 1 Math Routines	Next Generation Sherlock Holmes: Developing Problem Solvers Through Scholar Work Analysis and a Culture of Daily Mastery	Demo Lesson: Ceramics	Guided Planning/Work Time
Conceptual math + Mastery ≠ Oxymoron! SA's Balanced Approach and the Common Core	Shared Text 2014: Closing In on Close Reading	Getting to Know Your Scholars as Readers: Informal Reading Assessment and Setting the Stage for Guided Reading	Demo Lesson: Technology: Using iMovie in Your Classroom	Reading is Life: Leveraging Classroom Libraries to Develop Passionate Readers
Blocks	Array Jar and Fractions Jar Sessions	Team Meetings	Demo Lesson: Collage	Advisory

SAMPLE WEEK OF LEADER TRAINING IN 2014

Monday 7/7	Tuesday 7/8	Wednesday 7/9	Thursday 7/10
Leading Your Building	Active Learning	Literacy	Math
Getting There With Ease and Without Stress: Leader Deliverables First 6 Weeks	Excellence in Context: Balancing Great Management and Engaging Content in TET	K-4 Leaders: Public Displays of Affection: Building a Culture of Books in Your School	Conceptual Math at Success Academies: Setting the Foundation for Mastery
Saving Time and Energy: Effectively Solving Your School Culture Problems	Systems for Success: Managing School Wide Behavior	K-4 Leaders: Craft and Structure are Everywhere: How Reading Through the Eyes of a Writer Can Boost Scholars' Reading AND Writing Achievement	Knocking It Out of the Park on the Math IA Grades 2-4
Making Your Life Easier: Setting and Achieving Teacher Academic Goals	Making 'ET Work For You: Striking the Perfect Tone	K-1 Leaders: Readers, Writers, and THINKERS: Launching K-1 Literacy Right	Creating a Culture of Daily Mastery in Number Stories
Maximizing Potential: Leading and Managing Your Leaders	Getting the Best Results From Real Time Coaching	3-4 Leaders: Powerful Tools in Plain Sight: How Leveraging Reading Notebooks and Reading Logs Will Set Your Scholars Up for Success in Grades 3 and 4	Knocking It Out of the Park on the Math IA Grades K-1
	Giving the Feedback That Will Move Their Practice FAST (during TET)	2-4 Leaders: The Power of Argumentation: Teaching Scholars to Write in Response to Literature with Precision, Clarity and Ease	

SUCCESS ACADEMY SCHOOLS IN HIGH POVERTY NEIGHBORHOODS



EVA MOSKOWITZ

Success Charter Network, *Founder and CEO*

2006-Present

Network Operations

- Opened 4 high-quality public charter schools in Harlem, the Harlem Success Academies
- Monitor the operations, progress and sustainability of all charter schools under the Network
- Supervise a staff of 25 employees responsible for Network operations
- Devise and manage a budget of \$5 million dollars
- Aggressively pursue funding streams for new Network schools
- Design systems and structures to ensure that the replication of the Harlem Success Academy will produce 40 high-quality schools

Harlem Success Academies – School Operations

- Spearheaded start-up of public charter school in Harlem with the goal of alleviating the achievement gap in the New York City education system
- In eight months, developed a school model, hired teachers, designed curriculum, secured a facility, recruited students, and devised a budget
- Developed a well-rounded curriculum including an exploratory-based science curriculum, a unique social studies and geography curriculum, additional instruction in chess, art, soccer, and dance, and a character education component
- Led aggressive national faculty recruitment program, choosing 13 teachers from a pool of 1700 applicants in the first year, and 16 teachers from nearly 2000 in the second year
- Oversaw all daily instructional and non-instructional operations to ensure optimal student achievement and fiscal viability, including teacher and staff recruitment, instructional development, student testing, family affairs, budget considerations, fundraising and development, and public relations
- Made instructional decisions resulting in incredible gains in student achievement: In first year, first graders went from 44% reading on grade level to 96% on or above grade level (66% above); in all mathematics units, over 97% of students scored at a highly proficient level (80% competence or above)
- Ensured parental satisfaction and high parental involvement

New York City Council Member

1999 – 2005

Education Committee Chair

- Led one of the most active and influential committees on the Council, holding over 100 oversight hearings and passing more legislation in three years than was passed in the previous 12, including the *School Construction Accountability Act*, *Young Adults Voter Registration Act*, and *Dignity for All Students Act*.
- Conducted extensive analysis of NYC Department of Education reforms and issued substantive reports on instructional and operational topics, including literacy, science education, arts education, procurement, school employee union contracts, and teacher retention.
- Worked aggressively to secure mayoral control of the school system.
- Established the NYC Charter School Improvement Fund, a \$3.42 million fund to help charter schools develop educational facilities, the first ever public funding initiative for charter facilities.
- Identified 73,000 empty school seats across the city and brokered a deal with the NYC Department of Education to make seats available to charter schools.
- Led effort to open the first new high school on the Upper East Side in 30 years, including securing the facility and ensuring timely completion of construction

Legislation

- As one of the Council's most prolific legislators, authored ten local laws:
 - *The Paperwork Reduction Act*, which streamlines the city's procurement process and, according to the Citizens Budget Commission, saves the city over \$200 million a year.
 - *The Diesel Emissions Control Act*, which tackles the vexing problem of idling by changing the fines schedule and increasing signage.
 - *The Campaign Finance Act of 2002*, which reforms campaign finance rules to ensure honesty and a predictable regulatory framework in local elections.
 - *The Rape Survivors' Defense Act*, which requires hospitals receiving city funding to make emergency contraceptive options available to women.

- *The Healthcare Mobilization Act*, which ensures that all New Yorkers have access to information about public health insurance programs.
- *The Heat and Hot Water Act*, which penalizes landlords who fail to provide their tenants with sufficient heat and hot water.
- *The School Construction Accountability Act*, which holds the School Construction Authority accountable for delays and budget overruns.
- *The Sidewalk Beautification Act*, which regulates the placement and maintenance of newsracks.
- *The Audible Car Alarm Ban*, which bans the sale, installation, and use of audible car alarms.
- *The Gun Control Liability Act*, which imposes liability on gun manufactures and dealers who refuse to abide by a basic code of conduct (including safety locks on guns.)

Budget and Oversight

- As a veteran member of the Council’s Finance Committee, negotiated the city’s annual \$50 billion budget.
- Secured a \$13 billion 5-year school construction budget – an \$8.5 billion increase from the Mayor’s proposed budget – and successfully fought the Mayor’s \$1.3 billion cut to the 1st year of the plan.
- Pushed aggressively for the creation of an Earned Income Tax Credit (EITC) for city income taxes.
- Negotiated the public’s access to the financial system used to track the city’s capital projects.
- Secured funding for key education projects, including \$16 million to reimburse city school teachers for classroom supply purchases, \$35 million to reduce class size, and \$22 million for school science labs.
- Served on Finance, Government Operations, Transportation, Women’s Issues, and Contracts Committees.
- Co-founded the Council’s Women’s Caucus.
- Crafted the Council’s democratic rules reform platform adopted January 2002.

Constituent Services and Community Issues

- Provided constituent services that address the needs of 100,000 constituents and over 100 community groups.
- Managed a casework program that solves problems of over 600 constituents per month with a 24 hour response time.
- Addressed community concerns about land use, development, sanitation, transportation, and other issues.
- Managed \$15 million in local capital projects annually (new parks, school repairs, etc.).
- Created data management system for tracking constituent cases.

Prep for Prep, Director of Public Affairs and Civics Teacher

1998 – 1999

- Designed and taught civics curriculum for 10th and 11th graders in program for gifted minority students.
- Secured and managed public service internships for 40 students.
- Managed highly selective, hands-on leadership program for 30 students.
- Trained program teachers and leadership counselors.

POLITICAL AND FUNDRAISING ACCOMPLISHMENTS

- Successfully elected to the City Council three times, raising over \$900,000 during the course of the three elections.
- Ran \$1.6 million Democratic primary campaign for Manhattan Borough President, raising funding in record time of 15 months, primarily through cold donor calls.
- Endorsed by all major New York City newspapers, including *The New York Times*, *The New York Daily News*, *The New York Post*, *Newsday*, *The New York Sun*, and *The New York Observer*.

ACADEMIC CAREER

Columbia University, Chair of the faculty seminar in American Studies

1996 – 1999

CUNY, Assistant Professor of History

1994 – 1995

Vanderbilt University, Assistant Professor of History

1992 – 1993

University of Virginia, Visiting Professor of Communications and Mass Culture

1989 – 1990

SELECTED AWARDS AND BOARD MEMBERSHIPS

- Aspen Institute’s Aspen-Rodel Fellowship in Public Service, one of 24 participants nationwide, 2005
- Democratic Leadership Council “Top Ten Rising Stars Award,” 2000 and 2003
- Creative Achiever Award from ArtsGenesis and New York City Cultural Institutions Group Award for leadership on arts education, 2004

- Charter School Champions Award, New York Charter Schools Association, 2003
- Anti-Defamation League, New York Regional Board

PUBLICATIONS

- In Therapy We Trust: America's Obsession with Self-Fulfillment, Johns Hopkins University Press, 2001.
- *Some Spirit in Me*, documentary on the impact of feminism on the lives of ordinary women, Filmmakers Library, 1999.
- City Council Reports:
 - *Lost in Space: Science Instruction in New York City Public Schools*
 - *Keeping Score: Can You Judge a School by its Report Card?*
 - *Reading in New York City Schools*
 - *Good Apples: Recruiting and Retaining Quality Teachers in New York City*
 - *A Picture is Worth a Thousand Words: Arts Education in New York City Public Schools*
 - *Too Little, Too Late: Special Education in New York City*
 - *Fair or Foul? Physical Education in New York City Public School*
 - *Correcting Juvenile Injustice: A Bill of Rights for Children Released from Custody*
 - *From The Mouths of Babes: New York City Public School Kids Speak Out*
 - *The Education Budget Guide for Parents*
 - *The Chancellor's Regulations Guide for Parents*
 - *Breaking Through the Static: How to Find Information about the Safety of Your Cell Phone*
 - *At an Unhappy Hour: The Ten Noisiest Bars in Manhattan*

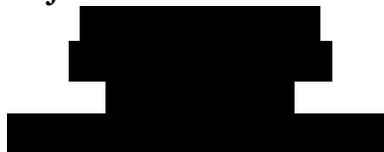
EDUCATION

- John Hopkins University, Ph.D. in American History
- University of Pennsylvania, B.A. with Honors in History, Phi Beta Kappa

PERSONAL

- Mother of Culver (10), Dillon (6), and Hannah (4), who attend NYC public schools.
- Life-long New Yorker, avid cyclist, proficient in French.

JUDITH FRIEDMAN



EXPERIENCE

Princeton University, Princeton NJ

Senior Advisor for Strategy

2010 –

Present

Provides strategic vision for Princeton philanthropy. Collaborates with President, Board of Trustees, Vice President for Development, and other University and volunteer leaders to achieve goals of \$1.75 billion *Aspire* campaign and launch the next era of Princeton fundraising. Major areas of responsibility:

- Works directly with top donors to maximize giving at highest levels, including engagement, solicitation, and stewardship of transformative gifts (e.g. successful program of President's Retreats to focus principal gift donors on campaign priorities through intensive interaction with President, distinguished faculty and accomplished students);
- Oversees relations with University's senior volunteer leadership, including Resources Committee of the Board and Campaign Co-Chairs and Executive Committee (e.g. identifying, recruiting, training, team-building for current and future leaders);
- Reports to Board and senior volunteer leadership on fundraising results, campaign strategy and forward planning. Develops effective metrics and other tools for tracking progress, highlighting new and established programs and engaging leaders in key initiatives (e.g. successful program to increase giving of top donors in the final year of the campaign);
- Develops and implements special initiatives to expand participation of underrepresented cohorts as volunteers and donors (e.g. successful programs with alumni of color and women);
- Mentors frontline fundraisers, providing innovative strategies that emphasize Princeton's mission and distinctive culture and spirit.

Director, Office of Partnerships and Planning

2005 – 2010

Responsible for creating strong partnerships with alumni, parents, friends on Princeton's behalf and overseeing high-impact initiatives for cultivation, solicitation and stewardship. Worked with senior University and volunteer leadership to plan, launch and execute the *Aspire* campaign. Other major accomplishments include: campaign branding; innovative programs to secure and steward gifts from highest-capacity donors; successful management of Board relations and staffing of the campaign Co-Chairs and Executive Committee.

Special Assistant to the President

Director, Office of Development Communications

1995 – 2005

Worked with President on broad range of initiatives, including: commemoration of University's 250th anniversary; marketing and communications strategy; and speeches and book projects. Developed multifaceted marketing program – as well as cultivation, solicitation and stewardship initiatives – to sustain and expand the strong Princeton tradition of philanthropy. Major accomplishments include: award-winning communications for \$1.14 billion *Anniversary Campaign for Princeton*; successful program to boost giving of young alumni; effective development and/or marketing strategies for Admissions, Athletics, Graduate School and Art Museum.

Consultant, Fundraising, Public Affairs and Scientific Communications 1992 – Present
Consults on development, communications, and alumni, donor and board relations for prominent academic and healthcare institutions, including Williams College and Harvard Medical School.

Memorial Sloan-Kettering Cancer Center, New York, NY 1983 – 1992
Director of Communications

Developed a comprehensive communications program to support a capital campaign and keep a national audience (including media and other opinion-makers) informed about new developments in biomedical science. Responsible for all external publications, including annual report, bimonthly newsletter (circulation 250,000) and press advisories on advances in basic research and clinical care.

Natural History Magazine, New York, NY 1980 – 1983
Managing Editor

Managed the day-to-day operations of the magazine of the American Museum of Natural History, with responsibility for overall editorial content and design. Monitored new developments across the broad range of natural sciences and commissioned articles from researchers throughout the world.

Scientific American Magazine, New York, NY 1976 – 1980
Editor

As a member of the editorial board, commissioned articles and edited the work of leading scientists to make their research accessible to a sophisticated readership.

Fulbright Fellowship (Paris, France) 1974 – 1975

EDUCATION

M.A., History of Science, 1976, Ecole Pratique des Hautes Etudes (Paris, France)

B.A., Mathematics, 1974, Princeton University (Princeton, New Jersey)

OTHER

Winner of numerous CASE awards, including Grand Gold Medal for Development Programs

Member of the Advisory Board, James Michener Center for Writers, University of Texas at Austin

Keri Hoyt

EXPERIENCE

THE PRINCETON REVIEW MANAGEMENT; TEST PREPARATION VICE PRESIDENT, SALES AND MARKETING 2006 TO 2009

Set and implement sales and product strategy for the division, including product design, positioning, price, promotion, placement, and budgeting. Lead and manage five sales channels: Inside Sales, Internet Sales, Field Sales, Distance Learning Sales, and Business Development initiatives representing approximately \$90mm and support all school-based sales initiatives. Manage a creative team in all branding initiatives within the Test Preparation division.

THE PRINCETON REVIEW MANAGEMENT; ADMISSIONS SERVICES VICE PRESIDENT, PRODUCT MARKETING 2002-2005

Developed vision and strategy for the Admissions Services Division of The Princeton Review. Accountable for P&L management. Led all branding, marketing, and product development for a \$17mm division and managed a marketing team of three, marketing communications team of four, and bi-coastal product team of seven. Increased customer base, improved customer renewal rate, and raised both client and employee satisfaction.

ASSISTANT VICE PRESIDENT, MARKETING 2001-2002

Hired to create and manage first formalized marketing department within the Admissions Services division of The Princeton Review. Managed allocation of budget and team of marketing managers in New York and San Francisco. Led the merger of a recently acquired San Francisco based company- Embark. Managed cross-functional team to merge two major websites: Review.com and Embark.com, repositioned Embark brand under Princeton Review brand. Notable successes include: new website, PrincetonReview.com, named top 25 websites by Forbes Magazine, new online guidance system recognized as best educational website by Technology and Learning, and reduced advertising expenses by 50%.

THE PRINCETON REVIEW- BOSTON, INC. EXECUTIVE DIRECTOR 1995-2001

Developed and implemented plan that maximized sales, cash flow, and profit, ultimately growing revenue by 50% to \$4.2mm with a 25% pre-tax return, and growing profits by more than 300%. Managed team of 17 full time employees and 150 part time employees. Developed and launched first state assessment preparation program, , won FAT (Franchise Achievement Test) award 5 times naming Boston the best office in the country, and launched international marketing efforts by being the first office to secure the rights to issue I-20s to students seeking education in the United States.

DIRECTOR OF MARKETING 1996-1997

DIRECTOR OF GRADUATE PROGRAMS 1995-1996

THE PRINCETON REVIEW- SAN JOSE DIRECTOR OF OPERATIONS 1994-1995

Managed division of an Inc. 500 company providing preparatory programs for college, graduate, and professional admission test programs throughout Northern California. Managed approximately \$1mm in revenue, with a 10% pre-tax return. Responsible for hiring and training instructors, finding course locations, marketing programs to students and advisors, measuring and assuring course quality, and managing all course operations.

EDUCATION

UNIVERSITY OF PENNSYLVANIA MBA 2006

UNIVERSITY OF NEW HAMPSHIRE BACHELOR OF ARTS, ENGLISH 1994

Noel James Leeson

E-mail: [REDACTED]

Tel: [REDACTED]
[REDACTED]

Summary: Established track record of building value in complex and uncertain business environments across the US, Asia and Europe. Change-oriented leader successful in assembling and motivating diverse, high performing teams. Seasoned manager known for delivering results across the business cycle. Creative, strategic thinker with a strong, balancing grip on detail that ensures critical actions get done.

Experience and Major Achievements

President and COO, Power & Energy Inc, PA, USA

2010 to date

Recruited by the Board to lead Power & Energy to sustainable commercial viability. Power and Energy's mission is to enable the Hydrogen Economy and promote energy efficiency through the application of its unique technology. Target markets include electronics manufacture, new fuels and fuel processors for PEM fuel cell uses.

- Doubled product sales by introducing new products, establishing worldwide distribution channels and by leveraging e-commerce tools to increase market awareness.
- Developed and implemented financing strategy employing bank facilities and State and Federal programmes to fund working capital and technology development.
- Upgraded team skills and business processes and systems leading to improved products, customer satisfaction and development project execution.
- Divested purifier division to strategic buyer for ~ 5 x 2012 sales.

LINDE AG, Munich, Germany

2006 - 2009

\$16.5Bn global industrial gases and chemical plant engineering company. Formed through the merger of Linde AG and The BOC Group PLC.

Head of Electronics (President), Kowloon, Hong Kong

- Promoted to assemble and grow the new Electronic Gases division. Responsible for strategic and operational development of \$650M worldwide business of 1,200 people, supplying materials, manufactured equipment and services to the semiconductor, flat panel and solar industries. Member of senior management 'Top 40' of Linde AG.
- Embedded a growth strategy that leveraged the core competencies of the merged businesses into new growth markets, further developed the successful elements of the BOC and Linde businesses and drove operational excellence across global operations.
- Entered the solar cell market reaching sales of \$42M in 2008 by leading the development of the strategy, the organisation and the products needed to address this rapidly emerging market. Achieved 50% penetration of target segment.
- Won \$250M of new business at the top 3 semiconductor manufacturers.
- Exceeded EBITDA target by 10% in first year.
- Integrated and improved operations from both companies by employing six sigma, lean manufacturing and rapid deployment of identified best practices across the global operation.
- Awarded Intel PQS (Preferred Quality Supplier) in 2007 and 2008.
- Turned around EcoSnow business unit, a process tool manufacturing business, prior to the successful disposal of the business.
- Established manufacturing facilities in Korea to produce on-site fluorine generators.
- Led R&D and product development activities to introduce a new category of materials into the market.

THE BOC GROUP PLC, Windlesham, Surrey, UK

1986 – 2006

\$8.3Bn global industrial gases company, acquired by Linde AG in 2006.

President, Electronic Materials, BOC Edwards, Kowloon, Hong Kong, (2004 – 2006)

- Promoted to lead \$250M global specialty materials division of 250 direct employees serving the semiconductor and flat panel industries. Joined the boards of key Asian joint ventures. Member of BOC Edwards' senior management team.
- Grew global revenues by 15% whilst doubling operating profit to \$22M.
- Won the World's first factory-wide fluorine installation in Korea, a \$12M investment at a premium return.
- Improved safety performance to become an internal benchmark for safety performance.
- Sharpened the focus on Asian customer opportunities and operational efficiency through a new Asia-centric organisation model, whilst continuing to drive performance in the US and Europe.
- Led the separation of BOC's \$700M electronic gases business and its integration in to Linde.

Vice President, Electronic Materials, BOC Edwards, NJ, USA. (1997 – 2004)

- Promoted to establish and lead a new global business division with sales of \$150M and 200 employees serving the semiconductor industry worldwide.
- Created a new supply chain based strategy that:
 - Grew revenues by 30% despite the 2001 industry downturn.
 - Turned an operating loss of \$2.5M into operating profit of \$10M.
 - Rationalised manufacturing capacity closing 5 plants in US and Europe.
- Positioned the company in new growth products:
 - Designed and invested in a \$20M NF3 production plant in South Africa.
 - Identified opportunity to change the rules in the chamber clean market through on-site F2 generation. Acquired and integrated leading F2 generator technology company.
- Entered the Korea and China markets. Sales in 2004 ~ \$5M.
- Led the Group in achieving three years without a lost time or medical treatment incident.

Business Director, Electronics, BOC Gases, NJ, USA. (1995 – 1997)

- Promoted to lead and grow the US Electronic Gases business through the mid-90s semiconductor boom, reaching \$100M in a mix of consumable and capital equipment sales.
- Improved operating profit by 43%.
- Won 65% of targeted total systems business, each win worth ~ \$20M.
- Conceptualised and constructed a state-of-the-art, \$25M production site.
- Managed the acquisition of Systems Chemistry - \$35M company.
- Cut the capital costs of total system installations by 20%.

Business Director, Electronic Special Gases, BOC Gases, NJ, USA. (1993 – 1995)

Manager, Electronics Business Development, BOC Group Inc, NJ, USA. (1990 – 1993)

Planning Manager, The BOC Group PLC, Surrey, UK. (1986 – 1989)

LUCAS-GIRLING LTD, Birmingham, UK.

1980 – 1984

Design and Development Engineer

Education

MBA, Manchester Business School (UK)

1986

BSc (2.1 Hons) Mechanical Engineering University of Manchester (UK)

1980

STEVEN G. GITTLESON

Objective:

To serve in a leadership role as a “hands on” senior technology executive within an organization that views the use of technology, specifically the Internet, and the teams that support it as key components of its overall operations.

Qualifications:

20 years of technology management and team building experience including a detailed working knowledge of information technologies, specifically the Agile software development process. Solid experience covering (1) managing software development teams, both in-house and outsourced (managed teams of up to 40 staff based in multiple sites and across multiple countries); (2) managing data centers and related support staff; (3) fiduciary and budget responsibility for reporting departments under management; (4) complex contract negotiations with vendors and their SLA's; (5) over 10 years in depth experience in Oracle ERP and Siebel CRM.

Industry experience (selected):

Mobile development platforms HTML 5, ios and Android (Agile - 2 years); **High availability and massively scalable online gaming platform** (iHomeGame - 3 yrs exp); **Real-time messaging, email scanning and web security** (Omnipod - 2 yrs exp); **B2C** (Buy.com; Realtor.com; Netcreations - 6 yrs exp); **Entertainment & Media** (Fox Entertainment; USA Broadcasting - 2 yrs exp).

PROFESSIONAL EXPERIENCE

Agile Outsourced Solutions, LLC Chief Technology Officer

March 2006 to Present

Provide tier one technology solutions as CTO for small and emerging businesses, with an emphasis on building and/or acquiring software solutions to solve business challenges and synergize disparate systems. Managed several software development platforms focused on HTML 5 and ios development, with iPad and Android as the primary delivery device. Extensive experience in cloud hosting, both on the Amazon and Microsoft cloud. Responsible for IT leadership from both a strategic and tactical perspective, reporting directly to the CEO and Board.

Projects undertaken include, *inter alia*, development of (1) a complex web based lottery application subject to extensive regulatory requirements; (2) a mobile application integrated to Salesforce.com running on the Android platform; (3) a reverse auction site; (4) a state-of-the-art online gaming platform incorporating 3D virtual worlds, YouTube API, Facebook API, Twitter and several other Web 2.0 applications all in a highly scalable solution running inside the browser; and (5) an online meal reservation application.

Omnipod, Inc., New York, NY Chief Technology Officer

November 2004 - March 2006

(acquired by Messagelabs/Symantec 2007)

Omnipod is a leading provider of enterprise instant messaging services, providing a secure, fully managed instant messaging and communication platform which integrates file sharing, collaboration tools and other communications functions into a highly secure, centrally controlled infrastructure, with over 1,000 customers and 1,400,000 online users around the globe. Development offices were in NYC and Canada.

Responsible for the leadership, product development and strategic guidance and planning of every aspect of the technology platform, which included building a scalable and sustainable Web infrastructure and architecture that allowed the user base to grow at a rate of over 500% per year. Member of the executive management group, reporting to the CEO.

- Responsible for a staff of 30 (= over 50% of the company's headcount), including the Product Management, Development Engineering, Quality Assurance and Operations departments.
- Responsible for 2 *24/7 data centers totaling 150 servers with 100K concurrent online users across the globe.
- 4 direct reports.
- Fiscal responsibility for \$4 million budget.
- In line with cost reduction strategy, closed down New York technology center, opened office in Canada and outsourced portion of development to India, and hired over 20 staff.

Resume of Steven Gittleson

PROFESSIONAL EXPERIENCE CONTINUED.

Netcreations, Inc., New York, NY **Chief Technology Officer**

August, 2001 to August 2004

Netcreations is the leading provider of digital marketing solutions to Fortune 500 clients. In 1996, Netcreations pioneered the "Double Opt-in" list building process which anti-spam groups, legislators and industry trade groups agree is the highest form of permission. (Netcreations was then owned by Italian Telcom). Member of executive management team responsible for overall business strategy and corporate financial management. Responsible for alignment of technology to short and long term business needs. Developed, implemented and supported all IT planning and operations.

- Responsible for monitoring and overseeing multiple projects across the U.S. and European entities – total budget \$5million.
- Established XP based SDLC processes that included training and implementation and ongoing mentoring to ensure compliance with the new process.
- Day to day project manager of 20 Java developers, 3 QA personnel and 3 Oracle DB programmers in U.S. & Canada.
- Established "best practices" in software development and quality control and performed quarterly reviews to ensure standards were maintained.
- Transformed Perl-based development team to Java-based development team despite a 25% cut in IT department, no staff with the required skill set, and all while moving over to new technology.
- Guest Speaker for Oracle and IBM. Quoted in trade papers on topics relating to project management using XP, down-sizing, database security, Oracle 9i and Linux vs. Microsoft. See links for more info: http://goliath.ecnext.com/coms2/gi_0199-977936/NetCreations-Vice-President-of-Technology.html / <http://www-03.ibm.com/press/us/en/pressrelease/256.wss>

Metiom, Inc., New York, NY **VP Development**

August, 1999 – July, 2001

Metiom (formerly Intelisys Electronic Commerce) was a Business-to-Business procurement software development company.

- Responsible for international implementation of Oracle 11i financials, including Contracts and Projects modules, Siebel Enterprises Call Center and Sales modules, and integration of Oracle Financials and Siebel.
- Interfaced with product management group with regards to requirements gathering and building use cases for development team and assigned work based on project roadmap.
- Assisted re-engineering efforts, including performing employee evaluations, establishing goals and implementing strategy.
- Planned and managed full life cycle implementation of Siebel Systems CRM (Sales & Call Center and related modules).
- Developed in-house custom billing module for seamless integration of Oracle Financials 11i and Siebel CRM.
- Managed integration of Vignette's Storyserver with custom-built supply chain management application.

Nextec Group LLC **Los Angeles, California** **Senior Project Manager**

July, 1996 – July, 1999

Nextec Group LLC ("Nextec") is the largest Microsoft ERP software reseller in California, with 70 employees, specializing in the integration of Great Plains ERP financial software to a multitude of front-end systems, including e-commerce and proprietary systems.

- Led project planning and design, covering business and technical areas. Project sizes spanned 300 to 2,000 hours.
- Managed client relationships from project inception to completion to post-implementation.
- Held leadership positions on clients' technology steering committees, advising on IT strategy, standards, and budgeting.
- Customized accounting systems to meet business process requirements.
- Integrated custom developed e-Commerce solutions to MS BackOffice and Great Plains accounting systems, often using Microsoft's Commerce suite (Site server, Commerce Server).
- Designed, tested and implemented disaster recovery systems across multiple industries (see table below).
- Supervised simultaneously teams comprising client staff and consultants at different clients.
- Managed and developed relationships with key vendors and their technical representatives.
- Lead instructor of training sessions for client management, client staff and Nextec staff.
- Guest speaker at Microsoft executive briefings (1997~1999)

Resume of Steven Gittleson

PROFESSIONAL EXPERIENCE CONTINUED.

Significant ERP and CRM Projects Under My Management at Nextec Included:

CLIENT	INDUSTRY	LOCATION	YEARS AT CLIENT
Fox Broadcasting Corp.	Entertainment	Los Angeles, CA; New York, NY	3
Buy.com	Retail/E-commerce	Irvine, CA; United Kingdom	3
USA Broadcasting Corp.	Entertainment	Los Angeles, CA; Miami, FL; NY, NY	2
LA Care	Healthcare	Los Angeles, CA	2
Apollo Advisors	Financial Services	New York, New York	3
Realtor.com	Internet/E-commerce	Thousand Oaks, CA; Dallas, TX	1
Card Service International	Retail Financial Services	Calabasas, CA	3
Tyco International	Manufacturing	Los Angeles, CA	1

Newcom Technologies, Johannesburg, South Africa; Gaborone, Botswana
Founder and CEO

December 1988 – June 1996

Newcom provides accounting and operational software solutions consulting and implementation for middle-market companies.

- Founded business – grew from staff of 2 to 20.
- Implemented and customized hotel property management applications and point of sale integration using Fidelio, Micros 2700, 4700 and ReMACS (back-office).
- Developed and implemented add-on modules to ERP solutions (Oracle, and Great Plains) as the foundation for enhancing inventory, distribution and billing modules for the retail and hotel & leisure industries.
- Created network designs and layouts in both LAN and WAN environments (Novell & MS NT).
- Led daily management of operations and treasury.
- Undertook projects in several African countries outside South Africa including Botswana, Angola and Mozambique and worked closely with the United Nations Development Fund (UNDP).
- Managed Accpac, Great Plains Accounting implementations (approx. 45).
- Developed and integrated warehouse inventory systems and retail Point of Sale systems.
- Sold business to immigrate to the USA in 1996.

EDUCATION

University of Witwatersrand, South Africa
Bachelor of Commerce

1986 - 1988

- Major: Information Systems and Accounting



Emily A. Kim

LEGAL EXPERIENCE

Success Academy Charter Schools, New York, NY
Chief Legal Officer and General Counsel

August 2011 – Present

- Navigate Success Academy's initiatives and new programming through various laws and regulations.
- Strive to reform bureaucratic processes that pose obstacles to charter school growth, operations, and innovations.
- Conduct and oversee merger of charter schools and charter applications.
- Manage outside counsel in various litigation.
- Ensure school compliance with legal and charter school authorizer requirements.
- Guide the vision and direction of the organization as a member of senior management team, manage legal team of six.

Arnold & Porter LLP, New York, NY
Litigation Associate

May 2008 – August 2011

Experience

- Argued motions in New York State Supreme Court.
- Presented opening argument in theft of trade secrets case in federal district court.
- Conducted and defended depositions; prepared witnesses to testify in court and at depositions.
- Served as senior associate managing teams of attorneys in briefing, legal research, and large-scale discovery tasks.
- Drafted a wide variety of motion (and related) papers on behalf of plaintiffs and defendants in complex federal and state matters and an arbitration matter, including: summary judgment papers, motions to dismiss, emergency motions for injunctive relief, Wells submission, *amicus curiae* brief in the Second Circuit, motions *in limine*, pre-trial brief, jury instructions, joint pre-trial orders, trial and mediation presentations, complaints and counterclaims, settlement agreement, legal memoranda advising on legal options and arguments, and all manner of discovery papers.
- Prepared presentation for and participated in successful client pitch.
- Assisted in substantial revision of published ethics article to reflect New York's new ethics rules for attorneys.

Representative Clients and Matters

- Publicly traded technology company in complex breach of contract and fraud action
- Publicly traded information technology management company in arbitration concerning software licensing dispute
- U.S. bank in foreclosure and related actions
- Major clearing firm in securities class action
- Large money market fund commenting on a Notice of Proposed Rulemaking under the Dodd-Frank Act
- Hedge fund trader facing investigation and charges by the Commodity Futures Trading Commission
- Broker-dealer firm facing investigation and charges by the Financial Industry Regulatory Authority, Inc.
- International securities clearing firm as *amicus curiae* in dispute concerning bonds held in trust for Argentina
- International mining company in joint venture contract dispute

Pro Bono

- Defended public charter school in NY Supreme Court litigations challenging the co-location of the school with traditional NYC Department of Education schools in a public school building.
- Defended elderly client against threatened eviction in housing court.

Hon. Dora L. Irizarry, U.S. District Court, EDNY, Brooklyn, NY
Law Clerk

April 2007 – April 2008

- Drafted opinions and bench memoranda; performed related research.
- Prepared for trials, hearings, oral argument, conferences.
- Worked on a wide range of federal and state law matters, including copyright, trademark, securities, insurance fraud, civil rights, employment discrimination, labor, bankruptcy, contract, *habeas corpus*, social security, and criminal law.

Shearman & Sterling LLP, New York, NY
Litigation Associate

October 2005 – March 2007

- Drafted motion to compel, research memoranda, deposition outlines, and witness interview memoranda for SEC defense case and related securities class action; drafted motion to dismiss in fraud case.
- Prepared memoranda on legal issues, including deepening insolvency law and e-document preservation obligations.
- Attended interviews for internal investigation within reinsurance company.
- Managed document collection and review and conducted related client interviews.
- Conducted acquisition due diligence for merger target's potential litigation liabilities.
- Prepared affidavits in *pro bono* asylum case and articles of incorporation for a non-profit.
- Summer associate in International Arbitration (Paris) and Asset Management (NY), 2004.

United States Attorney's Office, Criminal Division, SDNY, New York, NY

Spring 2005

Intern: Drafted research memorandum on Sentencing Guidelines issue. Observed trials, pleas, sentencing hearings.

Professor Elana Sigall, Columbia Law School, New York, NY

Spring 2005

Research Assistant: Researched education law issues; assisted in revision of education law course syllabi.

United Nations, Office of Internal Oversight Services, Investigations Division, New York, NY

Spring 2004

Intern: Reviewed the Investigations Division manual for compliance with relevant UN Administrative Tribunal decisions.

Professor Roy S. Lee, Columbia Law School, New York, NY

2003 – 2004

Faculty Assistant: Translated article on Rome Statute from French to English.

Honorable Joseph M. McLaughlin, United States Second Circuit Court of Appeals, New York, NY

Summer 2003

Intern: Researched and drafted bench memoranda and opinions on habeas petitions and successive collateral challenges.

EDUCATION EXPERIENCE

Northeast Growth and Development Center, Philadelphia, PA

2001 – 2002

Education Director

Managed early intervention program for children ages 0-3 with developmental delays. Drafted Individualized Family Service Plans. Assigned speech language therapists, occupational therapists, physical therapists, counselors, and special instructors to provide services to children in their homes. Conducted home visits with staff.

Community College of Philadelphia, Philadelphia, PA

2001 – 2002

English Instructor

Taught freshman composition and literature part-time evenings to classes of 20 students. Focus on relevant, student-centered readings and discussions of texts and writing skills.

Lycée Lansana Conté, Guinea, West Africa

2000 – 2001

Volunteer English Teacher

Taught four high school English language classes of 20 to 60 students in Labé, Guinea, through the International Foundation for Education and Self-Help. Wrote articles for a newsletter regarding education, gender, equity issues.

Roslyn High School, Roslyn, NY

1999 – 2000

English Teacher

Taught four high school English literature classes in freshman and senior grades, including one honors English class. Led a writing workshop. Focused on deconstruction of literature, group discussion, and process writing.

The Bronx High School of Science, Bronx, NY

Spring 1999

Student Teacher – 10th grade English Literature Class

The Center School, New York, NY

Fall 1998

Student Teacher – Middle School English Literature Class

School District of Philadelphia, Philadelphia, PA

1997 – 1998

Program Assistant, Special Education Department (Family Resource Network)

Wrote grant proposal for initiatives to eliminate truancy. Created and maintained special education website. Monitored school compliance with Individuals with Disabilities Education Act.

EDUCATION

Columbia Law School, New York, NY

Juris Doctor, May 2005

Honors: James Kent Scholar, 2003-2004
Parker School Recognition for Achievement in International Law, 2005

Temple University, Beasley School of Law, Philadelphia, PA

Matriculated 2002-2003

Honors: Top 5%
Temple University Law Review (invited)
Dean's List
Best Appellate Brief Notation
Horace G. Brown Scholars in Law Scholarship

Columbia University, Teachers College, New York, NY

Master of Education, Teaching of English, October 1999

Thesis: *American History: Asian American Students in the English Classroom*

Honors: Kappa Delta Pi Honor Society
Minority Scholarship

University of Pennsylvania, Philadelphia, PA

Master of Arts, English, May 1997

Bachelor of Arts, *cum laude*, English, May 1997

Honors: Dean's List, 1995-1996
Selected as submatriculant (simultaneous BA/MA)

Activities: Intramural softball, Captain (four years)

ATTORNEY ADMISSIONS

New York, United States Court of Appeals for the Second Circuit, United States District Court for the Southern District of New York, United States District Court for the Eastern District of New York

ACTIVITIES AND PROFESSIONAL AFFILIATIONS

- Serve as Chair of Orientation Committee, Joint Minority Bar Judicial Internship Summer Program; plan and present full-day orientation and writing workshop for interns, 2010-2012.
- Organized Minority Federal Clerkship Panel, including judge panelists from the Second Circuit and Southern and Eastern Districts of New York, March 2011.
- Attended week-long National Institute for Trial Advocacy Program, August 2009.
- Member, Asian American Bar Association of New York, Korean American Lawyers Association of Greater New York.
- Organized attorney recruitment event for 2008 voter protection efforts; advised 2008 Ohio congressional campaign on voter protection issues; monitored polls in Charlotte, North Carolina on Election Day 2008.

MarkFogel, SPHR/GPHR

SUMMARY

Innovative and national award winning Chief Human Resource Officer, Change Agent, and Thought Leader. Broad corporate experience includes mergers, acquisitions, and consolidations. Recipient of the Society for Human Resource Management (SHRM) National Human Capital Leader of the year award (2007), Economic Stimulus Award for Innovative Development programs (2009), Long Island Business News 50 most influential business leaders (2009), HR Executive Magazine HR Honor Roll (2010) and "HR Best Ideas for 2012", Adelphi University Teaching Excellence award for 2013.

WORK EXPERIENCE AND ACCOMPLISHMENTS

Human Capital 3.0, Jericho, New York

2013-Present

Co-Founder for boutique national HR advisory firm servicing clients across a broad spectrum of industries.

Marcum Group, Melville, New York

2011-September 2013

Chief Human Resource Officer: for 14th Largest Accounting and Advisory firm nationally with 6 ancillary businesses: Search, Technology, Real Estate, Alternative Investment, Investment Banking and Financial Services, 23 offices in 3 countries. Hired to build the HR function from the bottom up. Reporting to the CEO-Managing Partner and serving on the firms operating committee, with full oversight for all aspects of Human Resources, Training and Development across the seven business enterprise. Consolidated 3 benefit plans into one national plan within first 90 days. Created core competency driven performance management program (by business/function) rolled out in June 2011. Created a common mode of operating for HR across the enterprise (processes, policies and procedures). Introduced Holistic Wellness program (Education, Diagnostics, and Programming) with employee participation incentives, January 2012. Facilitated all HR aspects of 8 acquisitions (7 accounting firms and 1 recruiting firm). Introduced firm wide Employment Branding program August 2012 creating a look and feel for all Recruiting, internal communication and social media collateral ("*Marcum Human Resources*", "*Marcum Wellness*", "*Marcum University*").

Adelphi University, Garden City, New York

2011- Present

Adjunct Professor Graduate School of Business: *Part time* Professor teaching Global Human Resources and Social Media to graduate business, nursing and psychology students. Recipient of HR Executive Magazine "Best HR Ideas for 2012". Created curriculum and implemented Adelphi's first graduate level course in Social Media. Facilitator for Adelphi HR/Workplace information lecture series. Recipient of University Teaching Excellence Award 2013.

Leviton Manufacturing. Inc, Melville, New York

2000 - 2011

V.P. of HR and Administration - Chief Human Resource Officer: Reporting to the CEO and serving on the corporation's Executive- Operating Board, responsible for complete HR oversight of all corporate and

regional facilities throughout North America, Asia, India, Europe, South America, and UAE (over 8,500 employees with a peak of 12,500 in 2003). Promoted three times. Responsible for over \$50mil SGA. Lead the strategy, structure, performance, and development of HR and Administration teams (Public Relations, Safety, and Facility Mgmt.)

- Implemented a strategic objective process in 2006 aligning top 100 executives to corporation's goals. This process acted as a key lever in returning the corporation to sustained profitability in 2006 and 2007.
 - Implemented innovative HR programs including balanced scorecard, Wellness initiative, Competency based performance systems and review, corporate "green" initiatives, and Web 2.0 talent and recruitment initiatives.
 - Successfully migrated Leviton Domestic business to a completely non Union Environment shifting or eliminating over 1000 union positions to non-union from 2005-2009.
 - Directed the relocation and build out of the corporation's new global headquarters over an 18 month period (12/07 – 5/09) with a budget exceeding \$24mil. Delivered on schedule and budget.
 - Facilitated all HR aspects of 5 acquisitions, global expansion into Asia, Europe and the Middle East, and the consolidation of manufacturing plant and distribution/ warehousing over a 9 year period.
 - Managed Corporation's E-Commerce, Customer Technical support and Call Center fulfillment operations (2003 – 2007), with \$650mil annual thru put and 1.8 million avg. unit daily processing. Supervised 3 Directors.
 - Implemented domestic Affirmative Action Plan (2010) including compliance, tracking software, and education.
- Implemented and developed national award winning programs and processes to ensure a creative, innovative employee life cycle from offer to termination (**3 national HR awards**).

The Limited Inc, New York City, NY

1997 – 1999

Human Resource Director: Initially responsible for corporate staffing and employee relations for Lerner NY and Limited's NYC Technology group. Promoted to direct store HR functions to support the field operation of 8,000 employees. Supervised two managers. Led all field HR programs and services.

Century 21 Department Stores, New York City, NY

1993 – 1997

Director of Operations and HR: Responsibilities included directing all operations and HR functions for Century 21 retail locations. Promoted twice: Human Resources Director to General Manager (1994) and then to Director of Operations and Human Resources (1996).

R.H. Macy's, Various locations

1985 – 1992

Operations Executive: Started as executive trainee (Macy's Executive training Program) and promoted seven times through Merchandising, Operations, and Human Resource positions.

EDUCATION

Degrees

- Masters of Professional Studies, Adelphi University, Garden City, NY 1985
- Bachelor of Arts, SUNY New Paltz, NY 1982

Certifications

- Senior Professional in Human Resources (**SPHR**) designation (2002) and Global Professional in Human resources (**GPHR**) designation (2008)
- Leadership Development (CCL) and 360 Degree Feedback Facilitator (CCL, and PDI)
- Predictive Index Behavioral Modeling Analyst (PI)
- Myers – Briggs Type Indicator Administrator (CAPT)
- Six Sigma Champion (Leviton – 2002)

OTHER

- **Recipient 2007 Society for Human Resource Management (SHRM) Human Capital Business Leader of the year award and SHRM - Economic Stimulus award (2009)**
- **Recipient Long Island Business News 50 most influential business leaders (2009)**
- **Recipient HR Executive Magazine National Honor Roll (2010) and "Best HR Ideas for 2012"**
- **Recipient Adelphi University President's award for teaching Excellence 2013**
- **Adjunct Professor-** Fashion Institute of Technology ("FIT"), NYC, Fashion Merchandising Division (1998-1999)
- Published: "Enrichment Programs Help Leviton Manufacturing Build Teamwork and Growth" (Journal of Organizational Excellence, 2002, Vol. 21, No. 4, pgs. 43 -48)
- **Workshop Presenter: SHRM Annual Conference 2012 – "Going Global"** and Enrichment Programs" (World at Work 47th Annual Conference (2002) and SHRM Annual Conference (2005))
- Workshop Presenter "Strategic Healthcare programming during ACA" World Health Congress April 2013
- Workshop Presenter "Developing Leadership for the Future" (I.M.P.A.X Congress for Senior Manufacturing and Supply Chain Leadership 2008)
- Article Reviewer for World at Work "Workspan" and "Journal" (2003 – Present)
- Research project reviewer for SHRM foundation annual research project (2007 and 2008)
- Multiple editorial and articles published World at Work's "Workspan", and "HR Management" (GDS International, Inc.)
- Contributor to Thompson-Reuters Chief HR officer series Leadership publication (Chapter author) **Inside the Minds-** CHRO, Dec. 2008 – Aspatore Press
- Board of Directors Huntington Chamber of Commerce (2009- Present)
- Molloy College Business Advisory Council (2009- Present)
- SHRM national instructor for Strategy, Org. Development, SPHR/PHR prep courses
- SHRM – CHRO initiative region leader (New York tri State)

Dennis McIntosh

Chief Financial Officer – Visionary and Inspirational Leader

A highly accomplished and seasoned **Chief Financial Officer** with a wealth of achievements and experience of defining and successfully implementing visionary strategies for the smooth functioning of multinational finance operations. Benefiting from strong leadership and mentoring skills and the proven ability to communicate effectively at all levels, enables the building of respectful trusting relationships with key stakeholders and business partners. With a balanced and positive approach to enforcing excellent financial management and efficiently handling roles with increasing responsibility across multiple locations, this well organized and collaborative professional consistently delivers under pressure in fast paced environments.

Skills

Business Leadership teams	Strong and decisive Management of multi-disciplined and multi-cultural
Financial Reporting Accountant	GAAP, IFRS certified, active CPA & Chartered Global Management
Strategic Planning strategies	Defines and directs the delivery of visionary and innovative financial
Risk Management crisis	Assesses & mitigates risk in financial portfolio investment, insurance, and
Change Management disruption	Successfully drives & implements significant changes with minimal
Integrated Technology application management	Full understanding of platforms including cloud storage, web-based operations and SDLC (system development life cycle) and project
Treasury Management management	Comprehensive abilities including relationship management, lines of credit, foreign currencies, bank transfers, funds reporting and transaction
Investment Management IPOs	Rounded experience in investment manager selection, pricing, allocation, investment strategy, venture capital acquisition, business plan modeling,
Stakeholder Relationships Shareholders,	Builds strong relationships in the reporting and management of stockholders, Boards of Directors and related compliance committees

Education & Qualifications

B.A. Psychology, Business, Biology with Honors	Andrews University
M.B.A. Accounting	University of Connecticut
Certified Public Accountant (CPA) – Active	State of Massachusetts; License #10140
International Financial Reporting (IFRS) Certified & Chartered Global Management Accountant (CGMA)	

2012 – 2014 ORBIS International, Inc., New York, NY, USA

A global eye care humanitarian organization with \$170M in revenues, \$55M in assets, and 230 employees providing eye health in developing countries in the form of training, treatments, and surgeries. In 2012 ORBIS trained over 20,000 medical professionals, provided over 4.5M eye treatments, and 55,000 eye surgeries.

Chief Financial Officer

Responsible for the fiscal vision and leadership of the global organization including all finance planning, technology & insurance control systems, and directing the development of financial reports for management and Board of Directors. Providing direction and hands-on-management, overseeing risk management, budget & cash management, forecasting, accounting & audit, while supporting overarching global growth strategies.

Key Achievements

- Selected and implemented a global budget and reporting system supporting a single technology platform
- Introduced activity based costing, budgeting and external reporting in both GAAP & IFRS reporting
- Drafted and implemented financial policies for reserve management, capital expenditure, travel & expense reimbursement, foreign exchange, activity based costing, full cost allocation, and cash forecasting
- Improved global cash management through account consolidation and introducing daily balance reporting
- Negotiated \$3 million dollar line of credit for this non-profit organization
- Established internal audit function – ex-official member for both Audit & Finance Committees
- Led the design and development of a global technology roadmap encompassing 14 global locations
- Instituted a comprehensive risk management program, including investment portfolio, foreign exchange practices for 18 currencies, insurance coverage, and individual / organizational safety and security
- Established the trustee role and reporting for the 403b fiduciary oversight

2010 – 2011 US Energy Group, Inc., Fresh Meadows, NY USA

A cutting edge technology based company supplying commercial building energy management controls

Chief Financial Officer (Investor)

Responsible for a variety of functions including implementing monthly financial reporting, project management, and human resources management

Key Achievements

- Designed and implemented supply-chain management with monthly scorecards
- Negotiated \$1.5M working capital loan
- Established an authorized System Integrator distribution network across North America
- Formulated and implemented shareholder's exit strategy resulting in the sale of the company

2008 – 2010 Altruik, Inc., New York, NY USA

An innovative venture funded search engine optimization Startup Company

Chief Financial Officer (Investor & Founder)

As a co-founder, led business plan development and execution, and won investor funding to support the launch of the business

Key Achievements

- Negotiated friends & family \$2m common stock and preferred stock offerings, bank convertible debt and receivables financing arrangements
- Obtained \$7m in venture capital funding as exit strategy for founding shareholders

1999 – 2007 SBLI USA Life Insurance Company, Inc., New York, NY USA

A national life insurance company with \$200 million in annual revenue, \$1.6 billion in assets, 400,000 customers, and 265 employees in six locations

Senior Vice President / Chief Financial Officer

Reported to the CEO as the senior finance executive and a member of the Board of Directors with a span of control over 120 employees through six direct reports, and ultimately exited the company due to merger

Key Achievements

- Established all financial functions including general ledger, portfolio and cash management, financial analysis and reporting, capital planning, SOX, statutory/GAAP/IFRS reporting, treasury/investment, tax and daily operational reporting
- Led the consolidation of 14 life insurance funds including the securitization of \$700 million of residential mortgages, and the conversion of 400,000 paper customer files into data images
- Created and maintained the 5-year strategic planning process with annual updates, used for both Board and AM Best presentations
- Established a comprehensive reinsurance program, limiting retention to \$250,000 and spreading overall liability risk by 20% (about \$300 million)
- Acquired a 50 state licensed life & health shell to accelerate product growth and geographical expansion
- Worked with New York Insurance Commissioner and investment banker to develop SEC Form S1 filing for demutualization/IPO
- Directed over \$30 million in technology investments, meeting ROI criteria, to establish company's IT infrastructures and meet information requirements
- Developed health, life and annuity investment products generating over \$100 million in sales, while producing an average 10% ROI over two years

1997 – 1999 Ernst &Young, LLP, Boston, MA, USA

A multinational professional services firm headquartered in London, England, the third largest professional services firm in the world by aggregated revenue in 2012 and is one of the "Big Four" accounting firms.

Senior Manager

Member of the Insurance Advisory Group for this global accounting and consulting services firm

- Developed and maintained client relationships with major insurance companies
- Planned and managed consulting projects including P&L, staffing, scheduling and high level client interface
- Executed numerous finance and technology projects, primarily systems design and implementation around provider contracts, pricing & strategies

Key Achievements

- Designed and installed a web-based training and G/L system for 45,000 users
- Performed a data warehouse assessment and implementation for a \$2 billion company
- Developed implementation plan for outsourcing a major insurance company's technology services
- Developed and sold \$10M of consulting services

1993 – 1997 Blue Cross Blue Shield of Massachusetts, Boston, MA, USA

A \$4 billion health insurance company

Vice President, Financial Operations

Reporting to the Division President, directed the Operations Finance Group, supervised 500 employees through six direct reports, and assumed responsibility for managing a \$100M outsourced services contract, provider contract processing, customer/provider enrollment, and claims processing.

Key achievements

- Took control of a previously ungoverned technology services outsourcing contract with EDS, reducing spend rate from \$150 million to \$120 million while improving quality and timeliness of technology delivered
- Applied Six Sigma methodologies to save \$2 million per year in paper processing.
- Saved \$3 million per year by implementing a scan-able enrollment form using ICR and saved another \$600,000 per year by introducing imaging and work-flow claims processing for enrollment
- Seamlessly relocated 200 employees over 40 miles and replaced 60% of the workforce while maintaining high service levels
- Managed a \$250 million budget with a surplus each year for five consecutive years
- Led audit teams on financial, internal controls and data processing audits for this telecommunications service and manufacturing company

Public / Private Board Experience

2002 – 2006 Intelligroup, Inc., Edison, NJ, USA (NASDAQ registered technology company)

Audit Committee Chairman, Compensation Committee member, and Financial Expert

- Shareholders, SEC reporting - 10Q, 10K, Proxy, Forms, Sarbanes Oxley, etc.

1999 – 2007 SBLI-USA Life Insurance Company, Inc., New York, USA

Ex-Officio Member for the Audit, Investment, and ad hoc Board Committees

- Responsible for preparation and presentation of quarterly Board materials

2003 – 2007 Banyan Capital, Miami, FL, USA

Board Member for this Small Business Investment Company (SBIC) which targeted mezzanine equity and debt investments in companies with \$2M or more in revenues

2007 – 2010 Altruik, Inc., New York (startup technology company)

Board Member

2010 – 2012 US Energy Group, Inc., Fresh Meadows, NY, USA (startup energy company)

Board Member

Non-Profit Board Experience

Summit Academy Charter School, Red Hook, Brooklyn, NY, USA
ORBIS Macau Association, Macau (China)

Columbia University, New York, NY, USA
– Workforce Outsourced Services
– Masters Technology Program Mentor

ARC, Minute Man for Human Services, Concord, MA, USA

KEVIN C. HEFFEL



PROFESSIONAL EXPERIENCE

WILMER CUTLER PICKERING HALE AND DORR, LLP, Washington, DC

Senior Associate, 2009 – present; *Associate*, 2005 – 2009; *Summer Associate*, Summer 2004

- Teach complex technologies, including global positioning systems, acoustics, digital imaging, and semiconductor packaging, to lay people in the context of patent infringement lawsuits.
- Lead large team of attorneys focused on fact development, offensive discovery, and case strategy in patent litigation on behalf of Intel Corporation.
- Executed strategy to invalidate patent asserted against Apple Inc., drafting all substantive briefs, defending key technical expert at deposition, and preparing him to testify at trial.
- Represented Chrysler Corporation in six arbitrations; directed discovery efforts; examined and cross-examined witnesses at hearings.
- Maintain active *pro bono* practice, including winning legal immigration status for client through Violence Against Women Act petition and representing wounded veteran in effort to obtain disability benefits.

INTERNATIONAL CRIMINAL TRIBUNAL FOR THE FORMER YUGOSLAVIA, The Hague, Netherlands

Legal Intern, Office of the Prosecutor, January 2005 – May 2005

Drafted substantive briefs, procedural motions, and an indictment in cases pending before the Tribunal.

PUBLIC DEFENDER SERVICE, MENTAL HEALTH DIVISION, Washington, DC

Investigative Intern, Summer 2003

Advised clients facing civil and criminal commitments.

THE AMERICAN FRIENDS SERVICE COMMITTEE, New York, NY

Project Coordinator, July 2001 – June 2002

- Developed campaign for New York City office to respond to the September 11 tragedy in a manner consonant with organization's non-violent principles.
- Facilitated founding of Peaceful Tomorrows, an organization of September 11 families advocating non-violent responses to terrorism.

CHESHIRE ACADEMY, Cheshire, CT

History Teacher, September 1999 – June 2001

- Taught U.S. History to high school juniors and World History to high school freshmen.
- As a second year teacher, developed curriculum for two senior electives: The Cold War and Revolutions Compared.
- Directed plays and musicals; coached varsity cross country team; served as a dormitory parent to boarding students; served as academic advisor.

EDUCATION

BOSTON COLLEGE LAW SCHOOL, Newton, MA

Juris Doctor, cum laude, May 2005

2004 Grimes Moot Court Competition Best Oralist, Semi-Finalist, and Top Ten Brief; Member of 2005 Criminal Procedure Moot Court Team; Legal Intern at Boston College Legal Assistance Bureau.

TUFTS UNIVERSITY, Medford, MA

Bachelor of Arts, magna cum laude, History, May 1999

Highest Honors in Thesis: "Beneath the Mushroom Cloud: The Human Face of Hiroshima;" Junior year abroad at New York University in Paris; Tufts University Chorale President.

PUBLICATIONS

Co-authored "2008 Patent Law Decisions of the Federal Circuit," 58 AM. U. L. REV. 747 (2009).

ACTIVITIES

Bicycled 3,600 miles from San Francisco to Washington, DC over ten weeks to raise money for a human rights organization.

PROFESSIONAL EXPERIENCE

Literacy Consultant · LitLife

2008-Present

- Trained teachers to implement balanced literacy, including the Reading and Writing Workshop model
- Worked with school administrators to develop curriculum, plan professional development, and implement balanced literacy
- Designed staff development methods and materials for use across the LitLife platform

Staff Developer / Consultant · Teachers College Reading and Writing Project

New York, NY · 2006-2008

- Trained teachers and administrators, both in New York City public schools and nationally, to implement balanced literacy including the Reading and Writing Workshop model
- Planned and led on-site study groups for teachers and administrators. Topics included reading/writing connections, small group work, conferring, and assessing reading comprehension.
- Designed and presented multiple calendar days on the teaching of reading and writing at Columbia University, Teachers College. Topics included classroom management, designing units of study, assessment, and teaching key comprehension skills in reading and writing.
- Presented at several institutes on the teaching of reading and writing at Columbia University and nationally
- Participated in weekly think tanks at the Teachers College Reading and Writing Project to develop curriculum, assessments, and publications on best practices for the teaching of literacy

First Grade Teacher · PS 116

New York, NY · 2001 – 2006

- Addressed all components of balanced literacy through whole class and small group instruction
- Wrote and taught units of study according to the Teachers College Reading and Writing Project model
- Designed and implemented mathematical lessons based on the TERC Investigations curriculum
- Participated in think tank leadership groups with the Teachers College Reading and Writing Project

Staff Developer · Region 9

New York, NY · 2003 – 2004

- Planned and facilitated a series of balanced literacy workshops for teachers in Region 9
- Led sessions on launching and developing the Reading and Writing Workshops
- Trained teachers to confer with and assess students during Reading and Writing Workshops

EDUCATION

Lesley University · Cambridge, MA · 2000 – 2001

- Master of Education, 4.0 GPA

Colby College · Waterville, ME · 1995 – 2000

- Bachelor of Arts in Psychology

Ann Powell

PROFILE

Energetic, innovative editor, writer, and manager, with a track record for motivating and leading creative teams in production of content across multiple platforms—while staying on budget and on schedule. Adaptable manager with strong technology background and excellent project-management, problem-solving, and communication skills. Experienced in developing, producing, and marketing tablet editions.

SKILL SUMMARY

- ♦ Tablet and e-reader expertise
- ♦ Workflow analysis/optimization (print to digital)
- ♦ Adobe InDesign/InCopy/K4 6.4 proficiency
- ♦ Adobe DPS facilitator/manager
- ♦ Budget analysis/control
- ♦ Contract Negotiation
- ♦ Project Management
- ♦ Magazine launch specialist
- ♦ Operational efficiency consultant
- ♦ Outstanding communication skills
- ♦ Word Press and Constant Contact experience
- ♦ Communications consultant for nonprofit

EXPERIENCE

SUCCESS ACADEMY CHARTER SCHOOLS

2012 – present

Editorial Consultant, Development

Write and edit a variety of communications: grant reports and proposals, business plans, charter applications, technology summaries.

READER'S DIGEST

2008 – 2012

Managing Editor

Supervised Rights and Permissions, Research, Copy, and Production departments, overseeing 18 staff and freelancers. Responsible for budget, schedule, quality control of nine different print and digital editions of the magazine, as well as coordination of sharing content with web and international editions.

- Revamped magazine's editorial operation in 2010 by installing Adobe CS4 and K4 6.0., then streamlined workflows for U.S. magazine, Large Print edition, and Kindle e-reader.
- Worked closely with editor-in-chief to reorganize and restructure staff, eliminating and consolidating positions to reduce editorial budget from \$9.6 million to \$6 million over four years. During the company's emergence from bankruptcy, and consequential staff reduction of 40 percent, my leadership kept the editorial staff focused and productive, leading the team to generate new digital products.
- Initiated the idea for a *Reader's Digest* iPad app and supervised the process from start to finish. Recruited and hired consultants and staff; brainstormed editorial, art, and interactive components. Developed video production strategy and budget. The *RD* app was ranked among top ten best U.S. magazine apps for iPad by McPheters & Company's iMonitor in 2011.
- Collaborated with outside vendors to build one of the first in-app storefronts, which allowed Reader's Digest to market e-books.
- Led creative team in producing the Kindle Fire app in 7 weeks.
- Negotiated distributor/business relationships with Amazon, Barnes & Nobles, and Sony.

CONDÉ NAST PUBLICATIONS

2006 – 2008

Assistant Managing Editor, *Condé Nast Portfolio*

Responsible for creating and implementing workflows and procedures for start-up magazine and website; trained staffs in desktop publishing programs; coordinated work of photo, art, research, copy, and production



departments, as well as reporters, writers, and editors. Organized inventory of writers' assignments and initiated issue planning for executive staff more accustomed to editing for daily newspaper. Set schedules and deadlines.

HEARST MAGAZINES

2005 – 2006

Managing Editor, *Weekend*

Spearheaded editorial operations for magazine launch: hired research, copy, production staff; created workflow and procedures; trained staff; managed budget.

RODALE

2003 – 2005

Managing Editor, *Organic Style*

Managed editorial operations (copy, research, production staffs); coordinated schedules and set priorities. Researched and deconstructed specific expenses for fashion and other highly styled and produced photo shoots to provide editor-in-chief with detailed analysis and accurate estimates for creating her editorial vision. This well-documented analysis resulted in corporate approval of a revised budget.

EARLIER EXPERIENCE

AARP, Washington, DC / New York, NY

Executive Managing Editor, *AARP: The Magazine*

Managing Editor, *My Generation*

MEIGHER COMMUNICATIONS, New York, NY

Managing Editor, *Garden Design*

Consulting Editor, *Saveur*

CONDÉ NAST PUBLICATIONS, New York, NY

Assistant Managing Editor, *Vanity Fair*

FAMILY MEDIA, New York, NY

Managing Editor, *Savvy*

SOUTHWEST MEDIA, Dallas and Houston, TX

Assistant Editor; Copy Editor; Managing Editor, *Houston City Magazine*

COMMUNITY SERVICE

KANE STREET SYNAGOGUE

2000 – present

Communications Consultant

Serve as pro bono writer, editor, online producer, and designer on multiple projects: brochures and marketing materials, web development, fundraising appeals, e-newsletters, and social media.

Collaborate with administrative and spiritual staff as well as lay leadership.

EDUCATION

B.A., English and Latin

Austin College, Sherman, TX

AFFILIATIONS

American Society of Magazine Editors, 1988 — present

SMS DEVELOPMENT & IMPLEMENTATION STATUS

SMS Development & Implementation Status		
Module Name	Module Description	Current Status
SIS Module		
Attendance and Culture	The tracking of all culture, attendance & homework.	Version 1.3 released
Robocall	Automated messaging via cellphone, landlines, and email.	Version 1.3 released
SPED	The tracking of IEPs, programs, services, and classifications.	Version 1.3 released
Academics	Creating, grading, tracking, and complex analysis of all tests	Version 1.3 released
Teacher Attendance	Teachers can enter requests for time off / sick days, and a leader can approve and assign a substitute	Version 1.3 released
IMT / TDT Module		
Instructional Management Tool	Testing, tracking & analysis of all teachers using QET metrics, student performance data, and school leadership metrics.	In testing Phase (Dev Complete)
Parent Portal Module		
Parent Portal	Ability for parents to track their children's performance & communicate to SA-CS staff	In Requirements Gathering Phase
Advisory Module		
Advisory	Tracking & analysis of bullying logs, suspension & Behavior Management, information requests and other compliance items for the DOE / SUNY	In Design Phase
High School Support Module		
High School	Adding new modules to the SIS to support SA-CS's high schools	Not Started Yet
Enrollment Module		
Enrollment	The management of enrollment applications, lottery, waitlist and post lottery event management.	In Requirements Gathering Phase
Event Management Module		
Event Management	The creating, managing & tracking of about 12K events across all of SCN's schools & Network	Not Started
AX/ ERP Module		
Finance Procurement, and HR Solution	AX (Finance, Procurement & HR.)	Finance & Procurement Ready. HR. - Starting Requirements gathering

RANKING MEMBER
COMMITTEE ON
FOREIGN AFFAIRS

COMMITTEE ON
ENERGY AND COMMERCE

HEALTH SUBCOMMITTEE
ENERGY AND POWER SUBCOMMITTEE

ASSISTANT DEMOCRATIC WHIP

WEBSITE: <http://engel.house.gov>

FACEBOOK:
<http://www.facebook.com/RepEliotEngel>

TWITTER: @RepEliotEngel



Congress of the United States

House of Representatives

Eliot L. Engel

16th District, New York

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WASHINGTON, DC 20515-3216
(202) 225-2464

DISTRICT OFFICES:

3655 JOHNSON AVENUE
BRONX, NY 10463
(718) 796-9700

6 GRAMATAN AVENUE
SUITE 205
MOUNT VERNON, NY 10550
(914) 699-4100

177 DREISER LOOP
ROOM 3
BRONX, NY 10475
(718) 320-2314

July 18, 2014

Secretary Arne Duncan
U.S. Department of Education
400 Maryland Avenue, SW
Washington, DC 20202

Dear Secretary Duncan,

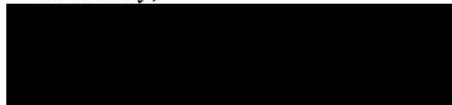
I write in strong support of Success Academy's application for a Charter Schools Program (CSP) Grant for Replication and Expansion of High-Quality Charter Schools (CFDA 84.282M).

Success Academy operates 32 high performing charter schools throughout New York City that serve approximately 9,000 students, as of the 2013-2014 school year. The demand for Success Academy is enormous: over 14,000 applicants entered a lottery this year to win one of approximately 3,000 open seats at a Success Academy school. I believe this is because Success Academy scholars – primarily low-income, minority children – learn at exceptionally high levels. Success Academy schools scored in the top 1% statewide in Math and the top 7% statewide in English/Language Arts on 2013 New York State exams.

Success Academy seeks this CSP Grant in order to improve public education rapidly in New York City by expanding capacity and access to schools with outstanding records of student achievement. Funds from this grant would support the opening of seven new elementary schools and seven new middle schools over the next five years. This CSP Grant would therefore provide much-needed funds for Success Academy to prepare more of New York City's children for a brighter future and continue to serve as a concrete example of great public schooling.

For these reasons, I support Success Academy's grant application and respectfully encourage your consideration. Should you have any questions, please do not hesitate to reach out to me, or to my Legislative Assistant, Catherine Barnao, at (202) 225-2464 or catherine.barnao@mail.house.gov.

Sincerely,



Eliot L. Engel
Member of Congress

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: JAN 19 2010

HARLEM SUCCESS ACADEMY CHARTER
SCHOOL 3
34 W 118TH ST 2ND FLR
NEW YORK, NY 10026

Employer Identification Number:
36-4629540
DLN:
109218003
Contact Person:
ANDREA SPECK ID# 95044
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
June 30
Public Charity Status:
170(b)(1)(A)(ii)
Form 990 Required:
Yes
Effective Date of Exemption:
March 11, 2008
Contribution Deductibility:
Yes
Addendum Applies:
Yes

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

Letter 947 (DO/CG)

HARLEM SUCCESS ACADEMY CHARTER

Sincerely,



Robert Choi
Director, Exempt Organizations
Rulings and Agreements

Enclosure: Publication 4221-PC

Letter 947 (DO/CG)

HARLEM SUCCESS ACADEMY CHARTER

INFORMATION FOR CHARTER SCHOOLS

You are not subject to the specific publishing requirements of Revenue Procedure 75-50, 1975-2 C.B., page 587, as long as you are operating under a contract with the local government. If your method of operation changes to the extent that your charter is terminated, cancelled, or not renewed, you should notify us. You will also be required to comply with Revenue Procedure 75-50.

Letter 947 (DO/CG)

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)

(A Not-For-Profit Corporation)

COMBINED FINANCIAL STATEMENTS

JUNE 30, 2013

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
COMBINED FINANCIAL STATEMENTS
JUNE 30, 2013

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FRUCHTER ROSEN & COMPANY, P.C.

CERTIFIED PUBLIC ACCOUNTANTS

156 WEST 56TH STREET

NEW YORK, NEW YORK 10019

TEL: (212) 957-3600

FAX: (212) 957-3696

INDEPENDENT AUDITORS' REPORT

TO THE BOARD OF TRUSTEES OF
SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)

Report on the Combined Financial Statements

We have audited the accompanying combined financial statements of Success Academy Charter Schools – NYC (f/k/a Harlem Success Academy Charter School 3) (“SACS–NYC”) (a not-for-profit corporation), which comprise the combined statement of financial position as of June 30, 2013, and the combined related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the combined financial statements.

Management’s Responsibility for the Combined Financial Statements

Management is responsible for the preparation and fair presentation of these combined 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 the combined 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 combined 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 combined financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the combined financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to SACS–NYC’s preparation and fair presentation of the combined 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 SACS–NYC’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 combined 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 combined financial statements referred to above present fairly, in all material respects, the financial position of SACS–NYC as of June 30, 2013, 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.

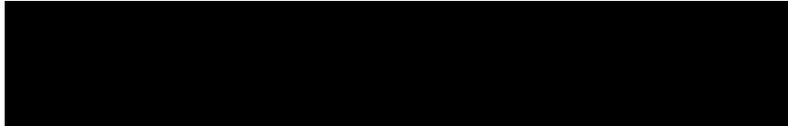
Other Matters

Report on Schedule of Expenditures of Federal Awards Required by OMB Circular A-133

Our audit was conducted for the purpose of forming an opinion on the combined financial statements as a whole. The accompanying schedule of expenditures of federal awards, as required by Office of Management and Budget Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*, is presented for purposes of additional analysis and is not a required part of the combined 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 combined financial statements. The information has been subjected to the auditing procedures applied in the audit of the combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements or to the combined 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 combined financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated October 21, 2013, on our consideration of SACS–NYC’s internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering SACS–NYC’s internal control over financial reporting and compliance.



/ FRUCHTER ROSEN & COMPANY, P.C. √
Certified Public Accountants

New York, New York
October 21, 2013

SUCCESS ACADEMY CHARTER SCHOOLS - NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
COMBINED STATEMENT OF FINANCIAL POSITION
JUNE 30, 2013

ASSETS

Current assets:

Cash and cash equivalents	\$ 4,983,066
Grants and contracts receivable	1,860,018
Prepaid expenses and other current assets	<u>1,710,515</u>

Total current assets	8,553,599
----------------------	-----------

Property and equipment, net of accumulated depreciation and amortization of \$5,314,544	3,985,758
Long-term investments	11,172,036
Restricted cash	<u>350,311</u>

TOTAL ASSETS	<u><u>\$ 24,061,704</u></u>
--------------	-----------------------------

LIABILITIES AND UNRESTRICTED NET ASSETS

Current liabilities:

Accounts payable and accrued expenses	\$ 308,817
Due to related party	<u>2,153,385</u>

Total current liabilities	2,462,202
---------------------------	-----------

Loan payable - related party	<u>1,450,000</u>
------------------------------	------------------

Total liabilities	3,912,202
-------------------	-----------

Unrestricted net assets	<u>20,149,502</u>
-------------------------	-------------------

TOTAL LIABILITIES AND UNRESTRICTED NET ASSETS	<u><u>\$ 24,061,704</u></u>
---	-----------------------------

The accompanying notes are an integral part of the combined financial statements.

SUCCESS ACADEMY CHARTER SCHOOLS - NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
COMBINED STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2013

Revenue and support:	
State and local per pupil operating revenue	\$ 41,017,028
Federal grants	3,308,294
State and city grants	314,515
Contributions and private grants	250,000
Donated services	41,304
Interest income	25,463
Other income	<u>5,575</u>
 Total revenue and support	 <u>44,962,179</u>
Expenses:	
Program services	
Regular education	30,095,202
Special education	<u>7,447,352</u>
Total program services	<u>37,542,554</u>
Supporting service	
Management and general	<u>8,442,962</u>
 Total expenses	 <u>45,985,516</u>
 Changes in unrestricted net assets	 (1,023,337)
 Unrestricted net assets - beginning of year	 <u>21,172,839</u>
 Unrestricted net assets - end of year	 <u><u>\$ 20,149,502</u></u>

The accompanying notes are an integral part of the combined financial statements.

SUCCESS ACADEMY CHARTER SCHOOLS - NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
COMBINED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2013

CASH FLOWS FROM OPERATING ACTIVITIES	
Changes in unrestricted net assets	\$ (1,023,337)
Adjustments to reconcile changes in unrestricted net assets to net cash (used in) by operating activities:	
Depreciation and amortization	1,753,768
Changes in certain assets and liabilities:	
(Increase) in grants and contracts receivable	(776,773)
(Increase) in prepaid expenses and other current assets	(1,703,623)
Decrease in restricted cash	7,523
(Decrease) in accounts payable and accrued expenses	(334,980)
Increase in due to related party	1,400,052
	<u>(677,370)</u>
NET CASH (USED IN) OPERATING ACTIVITIES	
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchases of property and equipment	(3,709,621)
Net (Increase) in long-term investments	(4,744,485)
	<u>(8,454,106)</u>
NET CASH (USED IN) INVESTING ACTIVITIES	
CASH FLOWS FROM FINANCING ACTIVITY	
Proceeds from loan payable - related party	1,450,000
	<u>1,450,000</u>
NET (DECREASE) IN CASH AND CASH EQUIVALENTS	
	(7,681,476)
CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR	
	<u>12,664,542</u>
CASH AND CASH EQUIVALENTS - END OF YEAR	
	<u><u>\$ 4,983,066</u></u>
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:	
Cash paid during the year for interest	<u><u>\$ 3,386</u></u>

The accompanying notes are an integral part of the combined financial statements.

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
NOTES TO COMBINED FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 1 - PRINCIPAL BUSINESS ACTIVITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Organization

Success Academy Charter Schools – NYC (f/k/a Harlem Success Academy Charter School 3) (“SACS–NYC”) is a New York State, not-for-profit educational corporation that was incorporated on March 11, 2008 to operate a Charter School pursuant to Article 56 of the Education Law of the State of New York. SACS–NYC Schools are granted provisional charters valid for a term of five years and renewable upon expiration by the Board of Regents of the University of the State of New York. SACS–NYC is dedicated to providing a high quality education to primarily disadvantaged students; to prevent the achievement gap from rising.

The education corporation, Success Academy Charter School – Harlem 1, Success Academy Charter School – Harlem 2, Success Academy Charter School – Harlem 3, Success Academy Charter School – Harlem 4, and Success Academy Charter School – Harlem 5 merged into a single legal entity under H3, which serves as the sole surviving education corporation. This application was approved by the Board of Trustees of the State University of New York in April 2012. The merger application was subsequently submitted to the New York State Education Department Board of Regents and became effective for financial purposes on October 1, 2012. H3 changed its name to Success Academy Charter Schools – NYC, and each School is authorized by The Charter Schools Institute of the State University of New York.

The combined financial statements include the following Schools: Success Academy Charter School – Harlem 1 (“H1”), Success Academy Charter School – Harlem 2 (“H2”), Success Academy Charter School – Harlem 3 (“H3”), Success Academy Charter School – Harlem 4 (“H4”), Success Academy Charter School – Harlem 5 (“H5”), Success Academy Charter School – Harlem West (“HW”), Success Academy Charter School – Harlem Central (“HC”), Success Academy Charter School – High School (“HS”), Success Academy Charter School – Bronx 3 (“BX3”), Success Academy Charter School – Crown Heights (“CR”), Success Academy Charter School – Fort Greene (“FG”), Success Academy Charter School – Harlem 3 100th Street (“H3 100th Street”), Success Academy Charter School – Hell’s Kitchen (“HK”), Success Academy Charter School – Harlem North Central (“HNC”), Success Academy Charter School – Prospect Heights (“PH”), and Success Academy Charter School – Union Square (“US”). The last eight Schools aforementioned opened in August 2013 and HS will open in August 2014.

SACS–NYC provided education to approximately 2800 students in grades kindergarten through seventh during the 2012-2013 academic year.

SACS–NYC share space with various New York City public schools throughout New York City. SACS–NYC is not responsible for rent, utilities, custodial services, maintenance and school safety services other than security related to SACS–NYC’s programs that take place outside the district’s school day.

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
NOTES TO COMBINED FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 1 - PRINCIPAL BUSINESS ACTIVITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Food Service

The New York City Department of Education provides free lunches to a majority of SACS–NYC’s students. Such costs are not included in these combined financial statements. SACS–NYC covers the cost of lunches for children not entitled to the free lunches.

Tax Status

SACS–NYC is exempt from Federal income tax under Section 501(a) of the Internal Revenue Code as an organization described in Section 501(c)(3) and a similar provision under New York State income tax laws. SACS–NYC did not have net unrelated business income for the year ended June 30, 2013.

SACS–NYC’s accounting policy provides that a tax expense or benefit from an uncertain tax position may be recognized when it is more likely than not that the position will be sustained upon examination, including resolutions of any related appeals or litigation processes, based on the technical merits. SACS–NYC has no uncertain tax position resulting in an accrual of tax expense or benefit.

IRS Forms 990 filed by SACS–NYC is subject to examination by the Internal Revenue Service up to three years from the extended due date of each return. Forms 990 filed by SACS–NYC are no longer subject to examination for the fiscal years ended June 30, 2009, and prior.

Principles of Combination

The combined financial statements includes SACS–NYC for the year ended June 30, 2013 and the activities of Success Academy Charter School – Harlem 1 (“H1”), Success Academy Charter School – Harlem 2 (“H2”), Success Academy Charter School – Harlem 4 (“H4”), and Success Academy Charter School – Harlem 5 (“H5”) for the period from July 1, 2012 through September 30, 2012. Effective October 1, 2012, the aforementioned Schools merged into SACS–NYC. All significant accounts and transactions of SACS–NYC Schools have been eliminated in combination.

Basis of Presentation

The combined financial statement presentation follows the requirements of the Financial Accounting Standards Board (“FASB”) in its Accounting Standards Codification (“ASC”) No. 958-205 which provides guidance for the classification of net assets. The amounts for each of the three classes of net assets are based on the existence or absence of donor-imposed restrictions described as follows:

Unrestricted

Net assets of SACS–NYC whose use has not been restricted by an outside donor or by law. They are available for any use in carrying out the operations of SACS–NYC.

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
NOTES TO COMBINED FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 1 - PRINCIPAL BUSINESS ACTIVITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Basis of Presentation and Combination (Continued)

Temporarily Restricted

Net assets of SACS–NYC whose use has been limited by donor-imposed stipulations that either expire with the passage of time or can be fulfilled and removed by actions of SACS–NYC. When such stipulations end or are fulfilled, such temporarily restricted net assets are reclassified to unrestricted net assets and reported in the combined statement of activities and changes in net assets, as net assets released from restrictions.

Permanently Restricted

Net assets of SACS–NYC whose use has been permanently limited by donor-imposed restrictions. Such assets include contributions required to be invested in perpetuity, the income from which is available to support charitable purposes designated by the donors.

As of June 30, 2013, SACS–NYC had no temporarily or permanently restricted net assets.

Revenue and Support

Contributions are recognized when the donor makes a grant to SACS–NYC that is, in substance, unconditional. Grants and other contributions of cash are reported as temporarily restricted support if they are received with donor stipulations. Restricted contributions and grants that are made to support SACS–NYC’s current year activities are recorded as unrestricted revenue. Contributions of assets other than cash are recorded at their estimated fair value.

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

Cash and Cash Equivalents

For the purpose of the combined statement of cash flows, SACS–NYC considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
NOTES TO COMBINED FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 1 - PRINCIPAL BUSINESS ACTIVITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Use of Estimates

The preparation of the combined 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 combined financial statements and the reported amounts of revenue and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Concentration of Credit Risk

Financial instruments which potentially subject SACS–NYC to concentrations of credit risk are cash and cash equivalents. SACS–NYC places its cash and cash equivalents on deposit in what it believes to be highly credited financial institutions. Cash balances may exceed the FDIC insured levels of \$250,000 per institution at various times during the year. SACS–NYC believes that there is little risk in any losses and has not experienced any losses in such accounts.

Restricted Cash

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

Property and Equipment

Purchased property and equipment are recorded at cost. Property and equipment acquired with certain government funding are recorded as expenses pursuant to the terms of the contract, in which ownership of such property and equipment is retained by the funding source. Maintenance and repairs are expensed as incurred. No depreciation is recorded on construction-in-progress until property and equipment is placed into service. Depreciation and amortization is provided on the straight line method over the estimated useful lives as follows:

Equipment	3 years
Furniture and fixtures	3 years
Website development	3 years
Software	3 years
Leasehold improvements	5 years

Refundable Advances

SACS–NYC records certain government grants and contracts as refundable advances until related services are performed, at which time it is recognized as revenue.

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
NOTES TO COMBINED FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 2 - GRANTS AND CONTRACTS RECEIVABLE

Grants and contracts receivable consist of federal, state, and city entitlements and grants. SACS–NYC expects to collect these receivables within one year.

NOTE 3 - INVESTMENTS

Investments held by SACS–NYC at June 30, 2013 consist of certificate of deposits in the amount of \$11,172,036. These investments are presented in the combined statement of financial position at fair value. Interest income from these investments amounted to \$25,463 for the year ended June 30, 2013.

NOTE 4 - FAIR VALUE MEASUREMENTS

FASB ASC 820-10, *Fair Value Measurements*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820-10 are described as follows:

- Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that SACS–NYC has the ability to access.
- Level 2 – Inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly or indirectly including inputs in markets that are not considered to be active.
- Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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

The primary uses of fair value measures in SACS–NYC's combined financial statements are:

- initial measurement of noncash gifts, including gifts of investment assets.
- recurring measurement of investments.

SACS–NYC's investments at June 30, 2013, consist of certificate of deposits in the amount of \$11,172,036, which is classified as level 1 in the fair value hierarchy.

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
NOTES TO COMBINED FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 5 - PROPERTY AND EQUIPMENT

Property and equipment consist of the following at June 30, 2013:

Equipment	\$ 2,710,599
Furniture and fixtures	2,177,092
Website development	44,315
Software	1,397,713
Leasehold improvements	<u>2,970,583</u>
	9,300,302
Less: Accumulated depreciation and amortization	<u>5,314,544</u>
	<u>\$ 3,985,758</u>

Depreciation and amortization expense was \$1,753,768 for the year ended June 30, 2013.

NOTE 6 - RELATED PARTY TRANSACTIONS

SACS–NYC is an affiliate of Success Academy Charter Schools, Inc. (the “Network”), a not-for-profit charter management organization dedicated to helping start and manage charter schools, provide management and other administrative support services to the schools.

Pursuant to the terms of the Academic and Business Service Agreement by and between the Network and SACS–NYC, dated April 21, 2012, the Network shall provide educational management and operational services to SACS–NYC. As compensation to the Network for these services rendered, SACS–NYC shall pay to the Network an amount each year equal to the total full-time equivalent enrollment of students in SACS–NYC multiplied by “the per pupil fee”. The per pupil fee shall be increased or decreased each year by the percentage increase or decrease in the Final Adjusted Expense Per Pupil for charter schools in the New York City school district commencing with and including the 2012-2013 school year. The per pupil fee was \$2,029 for the year ended June 30, 2013. For operational efficiency and purchasing power, SACS–NYC also shares expenses with the Network and seven other charter schools related by common management.

For the year ended June 30, 2013, SACS–NYC incurred \$5,632,591 in management fees, and there were no material transactions between SACS–NYC and the related charter schools. The balance due to the Network from SACS–NYC at June 30, 2013 amounted to \$2,153,385. These balances represent expenses paid by the Network on behalf of SACS–NYC. SACS–NYC fully repaid this balance prior to the issuance of this report.

During the year ended June 30, 2013, SACS–NYC signed a loan agreement with the Network in the amount of \$1,700,000 with annual interest equal to the prevailing interest rate available to the Network as of the date of each advance. According to the loan agreement, SACS–NYC received \$1,450,000 from the Network through June 30, 2013 and will receive the remaining \$250,000 during the year ending June 30, 2014.

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
NOTES TO COMBINED FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 6 - RELATED PARTY TRANSACTIONS (Continued)

The loan and any accrued unpaid interest are due in full within three years of this agreement. The loan may be prepaid by SACS–NYC, at any time, in whole or in part, without penalty. The proceeds were used to finance SACS–NYC’s operations. The outstanding principal balance of the loan at June 30, 2013 was \$1,450,000. SACS–NYC paid \$3,386 in interest expense on this loan for the year ended June 30, 2013.

NOTE 7 - CONTINGENCY

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

Success Academy Charter School – Harlem 1 and Success Academy Charter School – Harlem 4 joined fifteen other charter schools as Intervenor-Defendants against a lawsuit seeking to compel the New York City Department of Education ("DOE") to collect rent from public charter schools co-located in DOE public school buildings beginning with the 2011-2012 school year. The Intervenor-Defendants' motion to dismiss the complaint was granted on April 29, 2013, and the plaintiffs' motion to reargue the motion is currently pending. If plaintiffs were to receive the relief requested, charter schools co-located in DOE public school buildings would have to reimburse the DOE "at cost". It is the position of the Intervenor-Defendants that plaintiffs are not entitled to the relief requested in the complaint.

NOTE 8 - REVENUE CONCENTRATION

SACS–NYC receives substantially all of its support and revenue from the New York City Department of Education. If the charter school laws were modified, reducing or eliminating these revenues, SACS–NYC’s finances could be materially adversely affected.

NOTE 9 - FUNCTIONAL ALLOCATION OF EXPENSE

Directly identifiable expenses are charged to programs and supporting services. Expenses related to more than one function are charged to programs and supporting services on the basis of periodic time and expense studies. Management and general expense includes those expenses that are not directly identifiable with any other specific function, but provide for the overall support and direction of SACS–NYC.

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
NOTES TO COMBINED FINANCIAL STATEMENTS
JUNE 30, 2013

NOTE 10 - DONATED SERVICES

Donated services are recognized as contributions in accordance with FASB ASC 605, “Accounts for Contributions Received and Contributions Made,” if the services (a) create or enhance non-financial assets or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by SACS–NYC.

SACS–NYC received legal services at no charge. The value of these services meets the criteria for recognition in the combined financial statements and was recorded at fair value of \$41,304 for the year ended June 30, 2013.

NOTE 11 - RETIREMENT PLAN

SACS–NYC maintains a pension plan qualified under Internal Revenue Code 403(b), for the benefit of its eligible employees. Under the plan, SACS–NYC will match employee contributions up to 3% of annual compensation. Employer match for the year ended June 30, 2013 amounted to \$401,781.

NOTE 12 - SUBSEQUENT EVENTS

In preparing these combined financial statements, SACS–NYC has evaluated events and transactions for potential recognition or disclosure through October 21, 2013, the date the combined financial statements were available to be issued.

FRUCHTER ROSEN & COMPANY, P.C.

CERTIFIED PUBLIC ACCOUNTANTS

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INDEPENDENT AUDITORS' REPORT
ON SUPPLEMENTARY INFORMATION

TO THE BOARD OF TRUSTEES OF
SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)

We have audited the combined financial statements of Success Academy Charter Schools – NYC (f/k/a Harlem Success Academy Charter School 3) as of and for the year then ended, and have issued our report thereon dated October 21, 2013, which contained an unmodified opinion on those combined financial statements. Our audit was performed for the purpose of forming an opinion on the combined financial statements as a whole. The combined schedule of functional expenses and combining statements of activities are presented for the purposes of additional analysis and is not a required part of the combined 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 combined financial statements. The information has been subjected to the auditing procedures applied in the audit of the combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements or to the combined 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 combined financial statements as a whole.



FRUCHTER ROSEN & COMPANY, P.C.
Certified Public Accountants

New York, New York
October 21, 2013

SUCCESS ACADEMY CHARTER SCHOOLS - NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
COMBINED SCHEDULE OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2013

	Regular Education	Special Education	Total Program Service	Management and General	Total
Salaries	██████████	██████████	██████████	██████████	██████████
Payroll taxes and employee benefits	3,919,898	993,187	4,913,085	401,439	5,314,524
Professional development	493,470	118,842	612,312	-	612,312
Legal	-	-	-	41,304	41,304
Audit and accounting	-	-	-	70,001	70,001
Professional fees	15,173	2,796	17,969	1,989	19,958
Travel and entertainment	12,681	2,933	15,614	1,422	17,036
Student food service	600,704	150,219	750,923	-	750,923
Instructional supplies and textbooks	1,618,099	380,726	1,998,825	-	1,998,825
Management fee	-	-	-	5,632,591	5,632,591
Interest expense	-	-	-	3,386	3,386
Teacher recruitment	552,532	135,423	687,955	-	687,955
Student recruitment	1,092,322	279,774	1,372,096	-	1,372,096
Consulting	22,394	4,978	27,372	2,612	29,984
Uniforms	30,284	7,386	37,670	-	37,670
Office supplies	237,574	60,335	297,909	24,217	322,126
Field trips	348,757	83,080	431,837	-	431,837
School culture	283,807	68,824	352,631	-	352,631
Special events	205,201	51,382	256,583	21,051	277,634
Equipment rental	161,472	39,714	201,186	16,966	218,152
Student assessments	67,007	15,152	82,159	-	82,159
Telephone and internet services	310,483	77,116	387,599	32,149	419,748
Postage and delivery	79,454	19,107	98,561	8,466	107,027
Insurance	220,658	54,818	275,476	22,826	298,302
Facilities expense	213,185	55,451	268,636	21,038	289,674
Information technology	1,127,850	255,553	1,383,403	139,291	1,522,694
Non-capitalized furniture, fixtures, and equipment	131,530	31,215	162,745	14,295	177,040
Depreciation and amortization	1,300,658	314,840	1,615,498	138,270	1,753,768
Miscellaneous	43,789	11,109	54,898	4,134	59,032
Total	\$ 30,095,202	\$ 7,447,352	\$ 37,542,554	\$ 8,442,962	\$ 45,985,516

SUCCESS ACADEMY CHARTER SCHOOLS - NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
COMBINING STATEMENTS OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2013

	H1	H2	H3	H4	H5	HW	HC	BX3
Revenue and support:								
State and local per pupil operating revenue	\$ 9,196,523	\$ 8,908,693	\$ 7,777,376	\$ 6,111,558	\$ 4,654,513	\$ 2,467,029	\$ 1,901,336	\$ -
Federal grants	434,952	489,830	380,049	286,121	249,463	364,089	353,280	157,467
State and city grants	50,000	71,505	71,505	71,505	50,000	-	-	-
Contributions and private grants	-	-	-	-	-	250,000	-	-
Donated services	20,652	-	-	-	20,652	-	-	-
Interest income	7,573	4,727	4,010	2,798	2,217	2,069	2,069	-
Other income	1,638	842	744	507	768	535	541	-
Total revenue and support	9,711,338	9,475,597	8,233,684	6,472,489	4,977,613	3,083,722	2,257,226	157,467
Expenses:								
Program services								
Regular education	5,945,183	5,789,732	5,356,184	4,163,776	3,218,976	2,575,080	2,122,061	150,172
Special education	1,689,380	1,687,699	1,354,891	1,087,609	691,562	380,321	318,561	25,936
Total program services	7,634,563	7,477,431	6,711,075	5,251,385	3,910,538	2,955,401	2,440,622	176,108
Supporting service								
Management and general	1,762,880	1,651,892	1,510,790	1,183,692	986,182	654,994	566,463	3,526
Total expenses	9,397,443	9,129,323	8,221,865	6,435,077	4,896,720	3,610,395	3,007,085	179,634
Changes in unrestricted net assets	313,895	346,274	11,819	37,412	80,893	(526,673)	(749,859)	(22,167)
Unrestricted net assets - beginning of year	6,326,298	5,562,844	4,836,762	2,814,650	1,632,285	-	-	-
Unrestricted net assets - end of year	<u>\$ 6,640,193</u>	<u>\$ 5,909,118</u>	<u>\$ 4,848,581</u>	<u>\$ 2,852,062</u>	<u>\$ 1,713,178</u>	<u>\$ (526,673)</u>	<u>\$ (749,859)</u>	<u>\$ (22,167)</u>

SUCCESS ACADEMY CHARTER SCHOOLS - NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
(A Not-For-Profit Corporation)
COMBINING STATEMENTS OF ACTIVITIES (CONTINUED)
FOR THE YEAR ENDED JUNE 30, 2013

	CR	FG	HK	PH	US	H3 100th Street	HNC	HS	Total
Revenue and support:									
State and local per pupil operating revenue	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 41,017,028
Federal grants	89,279	90,315	161,091	90,315	162,043	-	-	-	3,308,294
State and city grants	-	-	-	-	-	-	-	-	314,515
Contributions and private grants	-	-	-	-	-	-	-	-	250,000
Donated services	-	-	-	-	-	-	-	-	41,304
Interest income	-	-	-	-	-	-	-	-	25,463
Other income	-	-	-	-	-	-	-	-	5,575
Total revenue and support	89,279	90,315	161,091	90,315	162,043	-	-	-	44,962,179
Expenses:									
Program services									
Regular education	122,241	167,362	139,773	147,744	125,576	2,639	13,863	54,840	30,095,202
Special education	53,360	20,260	27,494	45,461	42,503	813	4,628	16,874	7,447,352
Total program services	175,601	187,622	167,267	193,205	168,079	3,452	18,491	71,714	37,542,554
Supporting service									
Management and general	41,590	10,266	20,545	6,302	19,076	583	12,409	11,772	8,442,962
Total expenses	217,191	197,888	187,812	199,507	187,155	4,035	30,900	83,486	45,985,516
Changes in unrestricted net assets	(127,912)	(107,573)	(26,721)	(109,192)	(25,112)	(4,035)	(30,900)	(83,486)	(1,023,337)
Unrestricted net assets - beginning of year	-	-	-	-	-	-	-	-	21,172,839
Unrestricted net assets - end of year	<u>\$ (127,912)</u>	<u>\$ (107,573)</u>	<u>\$ (26,721)</u>	<u>\$ (109,192)</u>	<u>\$ (25,112)</u>	<u>\$ (4,035)</u>	<u>\$ (30,900)</u>	<u>\$ (83,486)</u>	<u>\$ 20,149,502</u>

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INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL OVER FINANCIAL
REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF
FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH
GOVERNMENT AUDITING STANDARDS

TO THE BOARD OF TRUSTEES OF
SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)

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 combined financial statements of Success Academy Charter Schools – NYC (f/k/a Harlem Success Academy Charter School 3) (“SACS–NYC”), which comprise the combined statement of financial position as of June 30, 2013, and the related combined statements of activities, and cash flows for the year then ended, and the related notes to the combined financial statements, and have issued our report thereon dated October 21, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit of the combined financial statements, we considered SACS–NYC’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 combined financial statements, but not for the purpose of expressing an opinion on the effectiveness of SACS–NYC’s internal control. Accordingly, we do not express an opinion on the effectiveness of SACS–NYC’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 SACS–NYC’s combined 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.

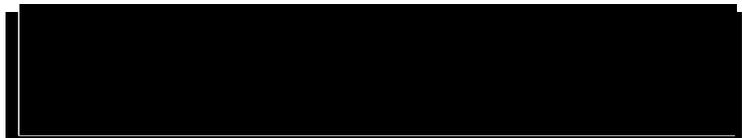
TO THE BOARD OF TRUSTEES OF
SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)

Compliance and Other Matters

As part of obtaining reasonable assurance about whether SACS–NYC’s combined 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 combined 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 SACS–NYC’s internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering SACS–NYC’s internal control and compliance. Accordingly, this communication is not suitable for any other purpose.



FRUCHTER ROSEN & COMPANY, P.C. ✓
Certified Public Accountants

New York, New York
October 21, 2013

FRUCHTER ROSEN & COMPANY, P.C.

CERTIFIED PUBLIC ACCOUNTANTS

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

TO THE BOARD OF TRUSTEES OF
SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)

Report on Compliance for Each Major Federal Program

We have audited Success Academy Charter Schools – NYC's (f/k/a Harlem Success Academy Charter School 3) ("SACS–NYC") compliance with the types of compliance requirements described in the OMB Circular A-133 Compliance Supplement that could have a direct and material effect on each of SACS–NYC's major federal programs for the year ended June 30, 2013. SACS–NYC's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of SACS–NYC's major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States; and OMB Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about SACS–NYC'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 SACS–NYC's compliance.

Opinion on Each Major Federal Program

In our opinion, SACS–NYC 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, 2013.

Report on Internal Control over Compliance

Management of SACS–NYC 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 SACS–NYC’s internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of SACS–NYC’s internal control over compliance.

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

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

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



FRUCHTER ROSEN & COMPANY, P.C. ✓
Certified Public Accountants

New York, New York
October 21, 2013

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
FOR THE YEAR ENDED JUNE 30, 2013

A - SUMMARY OF AUDITORS' RESULTS

1. The auditors' report expresses an unmodified opinion on the combined financial statements of Success Academy Charter Schools – NYC (f/k/a Harlem Success Academy Charter School 3).
2. No significant deficiencies and no material weaknesses were discovered during the audit of the combined financial statements.
3. No instances of noncompliance material to the combined financial statements of Success Academy Charter Schools – NYC (f/k/a Harlem Success Academy Charter School 3), which would be required to be reported in accordance with *Government Auditing Standards*, were disclosed during the audit.
4. No significant deficiencies and no material weaknesses relating to the audit of the major federal award programs are reported in accordance with OMB Circular A-133.
5. The auditors' report on compliance for the major federal award programs for Success Academy Charter Schools – NYC (f/k/a Harlem Success Academy Charter School 3) expresses an unmodified opinion on all major federal programs.
6. No audit findings relative to the major federal award programs for Success Academy Charter Schools – NYC (f/k/a Harlem Success Academy Charter School 3) are reported in this schedule.
7. The programs tested as major programs included:
 - Title I Part A, CFDA No. 84.010
 - Charter Schools Program for Replication and Expansion
 - of High-Quality Charter Schools, CFDA No. 84.282M
8. The threshold used for distinguishing between Type A and B programs was \$300,000.
9. Success Academy Charter Schools – NYC (f/k/a Harlem Success Academy Charter School 3) did not qualify as a low-risk auditee.

B - FINDINGS - COMBINED FINANCIAL STATEMENTS AUDIT

None

C - FINDINGS AND QUESTIONED COSTS - MAJOR FEDERAL AWARD PROGRAMS AUDIT

None

SUCCESS ACADEMY CHARTER SCHOOLS - NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
COMBINED SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED JUNE 30, 2013

Federal Grantor Pass-through Grantor Program Name/Cluster	Federal CFDA Number	Federal Expenditures
U.S. Department of Education: Charter Schools Program for Replication and Expansion of High-Quality Charter Schools	84.282M	\$ <u>1,287,721</u>
Passed through the New York State Education Department: Charter Schools Program	84.282	\$ 269,909
Special Education - IDEA	84.027	369,123
Title I Part A	84.010	1,317,419
Title II Part A	84.367	64,122
Total New York State Education Department		<u>2,020,573</u>
Total Expenditures of Federal Awards		<u>\$ 3,308,294</u>

The accompanying notes are an integral part of the combined financial statements.

SUCCESS ACADEMY CHARTER SCHOOLS – NYC
(F/K/A HARLEM SUCCESS ACADEMY CHARTER SCHOOL 3)
NOTES TO COMBINED SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED JUNE 30, 2013

NOTE A - BASIS OF PRESENTATION

The accompanying combined schedule of expenditures of federal awards includes the federal grant activity of Success Academy Charter Schools – NYC (f/k/a Harlem Success Academy Charter School 3) and is presented on the accrual basis of accounting for the year ended June 30, 2013. The information in this schedule is presented in accordance with the requirements on OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in the preparation of the basic combined financial statements.

Budget Narrative File(s)

* **Mandatory Budget Narrative Filename:**

To add more Budget Narrative attachments, please use the attachment buttons below.

Success Academy Charter Schools Expansion and Replication Plan

Budget Narrative

Our Model

Even though Success Academy schools receive significantly less money per pupil than similarly situated traditional public schools in New York City, Success Academy's school model was developed with the goal of educating students more effectively on less money per pupil than traditional public schools. Its academic and fiscal record shows that it can be successful on both counts.

Having opened and operated 22 schools and being in the process of opening 10 more in Summer 2014, Success Academy has compiled many years of financial data on the costs related to opening schools and educating students. All budget figures and assumptions are based on Success Academy's past experiences and careful projections. Additionally, all anticipated salaries are competitive for the New York City job market. All numbers are given as base values for Year 1 of the project. Success Academy has prepared the budget summary assuming a 2% inflation rate each year. While this may be higher than the actual inflation rate, Success Academy chose it to ensure its projections were conservative.

During the start-up period, costs associated with expansion (i.e. student recruitment costs, desks, chairs, etc.) are not covered by per pupil funding. Thus, the attached budget requests funding for costs incurred only in the first three years of a school's existence. After three years (in the school's fourth year), both Success Academy Elementary and Middle Schools become self-sufficient and are no longer incorporated

into the Expansion and Replication budget. All increases in requested funding, therefore, indicates the opening of an additional school.

New schools

Group 1 / Opening in 2015-2016: 1 Expansion Middle School

- Success Academy Middle School – Brooklyn 1

Group 2 / Opening in 2016-2017: 2 Replication Elementary Schools, 2 Expansion Middle Schools

- Success Academy – NYC* Elementary School 27
- Success Academy – NYC* Elementary School 28
- Success Academy Middle School – Brooklyn 2
- Success Academy Middle School – Brooklyn 3

Group 3 / Opening in 2017-2018: 4 Replication Elementary Schools, 1 Expansion Middle School

- Success Academy – NYC* Elementary School 33
- Success Academy – NYC* Elementary School 34
- Success Academy – NYC* Elementary School 35
- Success Academy – NYC* Elementary School 36
- Success Academy Middle School – Manhattan 2

Group 4 / Opening in 2018-2019: 2 Expansion Middle Schools

- Success Academy Middle School – Manhattan 3
- Success Academy Middle School – Queens 1

Group 5 / Opening in 2019-2020: 1 Replication Elementary School, 1 Expansion Middle School

- Success Academy – NYC* Elementary School 41
- Success Academy – NYC** Middle School 17

Elementary schools that have not yet been approved for a specific Community School District are identified as Success Academy – NYC Elementary School

** Middle schools that are expansions of Elementary Schools that have not yet been approved for a specific Community School District are identified as Success Academy – NYC** Middle School

Federal Funding Budget

1. Personnel

No funding is requested for personnel costs.

2. Fringe Benefits

No funding is requested for fringe benefits.

3. Travel

No funding is requested for Travel

4. Equipment

Success Academy requests that 75% of technology expenses be covered by the CSP grant. When each elementary school is opened, approximately \$175,000 is spent on technology equipment (mainly laptop computers, technology infrastructure setup and interactive whiteboards with student response devices, and document cameras). When each middle school is opened, approximately \$275,000 is spent on technology equipment (mainly laptop computers for staff,

technology infrastructure setup and interactive whiteboards with student response devices, and document cameras and iPads for the students). In the second year and third years, when one new grade is added, approximately \$50,000 is spent each year when, in addition to classroom numbers expanding, carts with thirty iPads are purchased for the rising third-graders. In addition to the technology expenses associated with opening new classrooms, middle school technology equipment costs will also include laptop purchases each year. Total middle school technology costs will average \$200,000 in the first year, followed by \$75,000 in the second year and \$75,000 in the third. Thus, Success Academy's ask for each elementary school is \$93,750, \$37,500, and \$37,500 for years 1-3, respectively; and for each middle school is \$150,000, \$56,250, and \$56,250 for years 1-3, respectively.

- **Year One:** Group 1 school opens.
- **Year Two:** Group 2 schools open. Group 1 expands by one grade.
- **Year Three:** Group 3 schools open. Groups 1 and 2 expand by one grade.
- **Year Four:** Group 4 schools open. Groups 2 and 3 expand by one grade.
- **Year Five:** Group 5 schools open. Groups 3 and 4 expand by one grade.

5. Supplies

- a. **Classroom costs:** Success Academy requests that 70% of classroom costs be covered by the CSP grant. When each school is opened, a variety of startup supplies, which include assessment materials, curriculum materials, instructional supplies and textbooks. The average cost for a single elementary school room is \$7,500 and \$10,000 for a single middle school

room. For the first year of operation, a Success Academy school opens 14 rooms and for each subsequent year, 7 rooms are opened. The remaining 30% of expenses will be covered using Title IA funding targeted at funding the opening of schools in low income areas

- **Year One:** Group 1 school opens 14 rooms
- **Year Two:** Group 2 school opens 14 rooms. Group 1 expands by 7 rooms
- **Year Three:** Group 3 schools open 14 rooms. Groups 1 and 2 expand by 7 rooms each
- **Year Four:** Group 4 schools open 14 rooms; Groups 2 and 3 expand by 7 rooms each.
- **Year Five:** Group 5 schools open 14 rooms; Groups 3 and 4 expand by 7 rooms each.

b. **Furniture and Fixtures:** Success Academy requests for CSP to cover the cost of not only filling the classrooms with supplies but also the significant upfront costs associated with the purchase of furniture and other classroom fixtures including desks, cubbies, bookcases, etc. These considerable upfront costs for the schools are the essential tools and supplies that Success Academy scholars need for learning. For Elementary and Middle Schools, the total cost for a school in its first year of operation is approximately \$125,000, \$70,000 in the school's second year and \$50,000 in the school's third year.

6. Contractual

In order to ensure that Success Academy's teachers are receiving frequent, quality training, Success Academy schools spend \$50,000 per school each summer on an intensive, faculty training to indoctrinate new teachers and leaders just joining Success Academy and to re-educate returning teachers and leadership on new practices and curriculum. Success Academy requests that 50% of contractual costs be covered by the CSP grant, so the amount that Success Academy is requesting be covered by the CSP grant is \$25,000 for the first year and \$10,000 for years 2 and 3. Title IA and Title IIA would fund the remaining 50% of the school's professional development services.

7. Construction

No funding is requested for construction.

8. Other

- a. **Talent Recruitment:** Success Academy spends approximately \$40,000 on talent recruitment during a school's first year of existence, followed by \$20,000 in the second and third years. These figures are based on the historical figures and go towards job posting advertisements, head hunter services and online and print media advertising the newly updated successcareers.org website. Success Academy requests 50% of the expense for talent recruitment be covered
 - **Year One:** Group 1 opens and recruits new staff.
 - **Year Two:** Group 2 opens and recruits new staff. Group 1 recruits staff for an additional grade.

- **Year Three:** Group 3 opens and recruits new staff. Group 1 and Group 2 each recruit staff for an additional grade.
 - **Year Four:** Group 4 opens and recruits new staff. Group 2 and Group 3 each recruit staff for an additional grade.
 - **Year Five:** Group 5 opens and hires new staff. Group 3 and Group 4 each recruit staff for an additional grade.
- b. **Scholar Recruitment:** Also included in Other Expenses are scholar recruitment costs. In the first year of operation, each Success Academy elementary school spends approximately \$75,000 on recruitment, followed by \$50,000 during the second and \$40,000 during the third year. These numbers assume that each Success Academy elementary school will ultimately enroll approximately 168 new students in their first year and 100 new students in each subsequent year. This growth plan is based both on the New York state charter school enrollment regulations and past experience. Success Academy's intensive student recruitment campaign, helps ensure that all students, including those with special education needs and English Language Learners, are informed about and can apply for Success Academy's random admission lottery. This past year, Success Academy's recruitment efforts expanded beyond Harlem, Brooklyn, Manhattan and the Bronx and into Queens and other new neighborhoods in New York City to service the new schools. Because Success Academy only recruits students in the early elementary years, recruitment costs are not included in the budgets for Success Academy middle schools. Success

Academy's intensive student recruitment campaign, helps ensure that all students, including those with special education needs and English Language Learners, are informed about and can apply for Success Academy's random admission lottery. In addition to community mailings and newspaper advertisements, recruitment costs range from conducting several pre-enrollment parent meetings to distributing application materials to thousands of admitted and wait-listed applicants. The middle schools do not require scholar recruitment funds, as the elementary schools feed directly into middle schools.

Materials are presented in multiple languages to accommodate all parents. Though new elementary schools are not opening every year under this round of CSP funding, student recruitment for the new schools begins in the year prior to the school's opening. Comprehensive student recruitment campaigns designed to raise awareness about parent choice are launched in January at the latest in the calendar year the school is set to open. Since the lottery is held in April, Success Academy makes every effort to notify families within walking distance of the school about the option to attend a Success Academy school or another school of choice. Thus, expenses related to student recruitment are incurred as early as nine months before the school opens its doors in August.

Non-Federal Funding Budget

As this grant does not contain any matching or non-federal requirements, SA does not have any additional budget requirements for this section.

Contingency Budget for School Closure

In the event of a loss of charter, Success Academy will incur the following expenses associated with the dissolution of an individual school. All expenses will be comparable for an elementary and middle school alike. The cash necessary to pay for the dissolution of a Success Academy school would be drawn from the considerable cash reserves that have been built over past years throughout all of the pre-existing 22 schools. As of March 2014, the unrestricted net asset balance for the education corporation making up all of the Success Academy schools was \$25.6 million. In the event of a loss of charter there will be three main expenses associated with closing a school. In addition to the unrestricted net assets, Success Academy Charter Schools – New York City maintains an escrow account as required by the charter to be utilized in the event of school dissolution. This escrow balance is currently at \$350,000.

- 1. Severance pay for employees:** For the approximate 50% of Success Academy employees that we are unable to relocate to another Success Academy school, the school will compensate the employees with a reasonable severance payment equal to no more than six months salary. For a first year school with 20 employees assuming an average salary of [REDACTED] this expense would be expected to approach [REDACTED] plus an additional 11% in payroll taxes bringing the dissolution expense for personnel to [REDACTED]

2. **Moving and Storage:** All of the permanent fixtures and leasehold improvements made prior to the building's closure would be written off. All of the supplies in the schools would be resourced throughout the network and the approximate holding/moving costs would be \$25,000 per month for six months. The total for this expense would be \$150,000

3. **Outsourced Legal:** There would likely be a legal dispute regarding the closing of the schools and in the event of a closure, we will enlist counsel to assist the schools with the legal proceedings involved with dissolution including state and federal education department filings, state and federal tax filings, and assistance in drafting employee severance agreements. We estimate this expense to be approximately \$200,000 for the closure of the school.

Considering the three expenses outlined above, we anticipate the total cost for closing a school to be:

Severance Pay:	██████████
Moving & Storage:	150,000
Outsourced Legal:	<u>200,000</u>
	██████████

**U.S. DEPARTMENT OF EDUCATION
BUDGET INFORMATION
NON-CONSTRUCTION PROGRAMS**

OMB Number: 1894-0008
Expiration Date: 04/30/2014

Name of Institution/Organization

Success Academy Charter Schools - NYC

Applicants requesting funding for only one year should complete the column under "Project Year 1." Applicants requesting funding for multi-year grants should complete all applicable columns. Please read all instructions before completing form.

**SECTION A - BUDGET SUMMARY
U.S. DEPARTMENT OF EDUCATION FUNDS**

Budget Categories	Project Year 1 (a)	Project Year 2 (b)	Project Year 3 (c)	Project Year 4 (d)	Project Year 5 (e)	Total (f)
1. Personnel						
2. Fringe Benefits						
3. Travel						
4. Equipment						
5. Supplies						
6. Contractual						
7. Construction						
8. Other						
9. Total Direct Costs (lines 1-8)						
10. Indirect Costs*						
11. Training Stipends						
12. Total Costs (lines 9-11)						

***Indirect Cost Information (To Be Completed by Your Business Office):**

If you are requesting reimbursement for indirect costs on line 10, please answer the following questions:

(1) Do you have an Indirect Cost Rate Agreement approved by the Federal government? Yes No

(2) If yes, please provide the following information:

Period Covered by the Indirect Cost Rate Agreement: From: To: (mm/dd/yyyy)

Approving Federal agency: ED Other (please specify):

The Indirect Cost Rate is %.

(3) For Restricted Rate Programs (check one) -- Are you using a restricted indirect cost rate that:

Is included in your approved Indirect Cost Rate Agreement? or, Complies with 34 CFR 76.564(c)(2)? The Restricted Indirect Cost Rate is %.

Name of Institution/Organization Success Academy Charter Schools - NYC	Applicants requesting funding for only one year should complete the column under "Project Year 1." Applicants requesting funding for multi-year grants should complete all applicable columns. Please read all instructions before completing form.	
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**SECTION B - BUDGET SUMMARY
NON-FEDERAL FUNDS**

Budget Categories	Project Year 1 (a)	Project Year 2 (b)	Project Year 3 (c)	Project Year 4 (d)	Project Year 5 (e)	Total (f)
1. Personnel						
2. Fringe Benefits						
3. Travel						
4. Equipment						
5. Supplies						
6. Contractual						
7. Construction						
8. Other						
9. Total Direct Costs (lines 1-8)						
10. Indirect Costs						
11. Training Stipends						
12. Total Costs (lines 9-11)						

SECTION C - BUDGET NARRATIVE (see instructions)

U.S. DEPARTMENT OF EDUCATION
SUPPLEMENTAL INFORMATION
FOR THE SF-424

1. Project Director:

Prefix: Mr.	First Name: Scott	Middle Name: E	Last Name: Sobelman	Suffix:
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Address:

Street1:	95 Pine Street
Street2:	Floor 6
City:	New York
County:	
State:	NY: New York
Zip Code:	10005-3904
Country:	USA: UNITED STATES

Phone Number (give area code)	Fax Number (give area code)

Email Address:

2. Novice Applicant:

Are you a novice applicant as defined in the regulations in 34 CFR 75.225 (and included in the definitions page in the attached instructions)?

Yes No Not applicable to this program

3. Human Subjects Research:

a. Are any research activities involving human subjects planned at any time during the proposed project Period?

Yes No

b. Are ALL the research activities proposed designated to be exempt from the regulations?

Yes Provide Exemption(s) #:

No Provide Assurance #, if available:

c. If applicable, please attach your "Exempt Research" or "Nonexempt Research" narrative to this form as indicated in the definitions page in the attached instructions.

	Add Attachment	Delete Attachment	View Attachment
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