



Financial Statements and Required Supplementary Information as of and for the Year Ended June 30, 2012, and Independent Auditors' Reports



ORION ACADEMY

A PUBLIC CHARTER SCHOOL MANAGED BY NATIONAL HERITAGE ACADEMIES



Dave Yost • Auditor of State

Board of Directors
Orion Academy
1798 Queen City Avenue
Cincinnati, Ohio 45214

We have reviewed the *Independent Auditors' Report* of the Orion Academy, Hamilton County, prepared by Deloitte & Touche LLP, for the audit period July 1, 2011 through June 30, 2012. Based upon this review, we have accepted these reports in lieu of the audit required by Section 117.11, Revised Code. The Auditor of State did not audit the accompanying financial statements and, accordingly, we are unable to express, and do not express an opinion on them.

Our review was made in reference to the applicable sections of legislative criteria, as reflected by the Ohio Constitution, and the Revised Code, policies, procedures and guidelines of the Auditor of State, regulations and grant requirements. The Orion Academy is responsible for compliance with these laws and regulations.

A handwritten signature in cursive script that reads "Dave Yost".

Dave Yost
Auditor of State

April 5, 2013

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ORION ACADEMY

TABLE OF CONTENTS

	Page
INDEPENDENT AUDITORS' REPORT	1–2
MANAGEMENT'S DISCUSSION AND ANALYSIS	3–6
FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED JUNE 30, 2012:	
Statement of Net Assets	7
Statement of Revenues, Expenses, and Changes in Net Assets	8
Statement of Cash Flows	9
Notes to Financial Statements	10–19
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 <i>GOVERNMENT AUDITING STANDARDS</i>	20–21

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INDEPENDENT AUDITORS' REPORT

Board of Directors
Orion Academy
Cincinnati, OH 45214

We have audited the accompanying statement of net assets of Orion Academy (the "Academy") as of June 30, 2012, and the related statement of revenues, expenses, and changes in net assets and of cash flows for the year then ended. These financial statements are the responsibility of the Academy's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Academy's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the respective financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to previously present fairly, in all material respects, the respective financial position of the Academy, as of June 30, 2012, and the respective changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated December 21, 2012, on our consideration of the Academy's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. 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 the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3–6 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential

part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Deloitte & Touche LLP

December 21, 2012

ORION ACADEMY

MANAGEMENT'S DISCUSSION AND ANALYSIS AS OF AND FOR THE YEAR ENDED JUNE 30, 2012

The discussion and analysis of Orion Academy's (the "Academy") financial performance provides an overall review of the Academy's financial activities through June 30, 2012. The intent of this discussion and analysis is to look at the Academy's financial performance as a whole. It should be read in conjunction with the financial statements and notes to the financial statements, which immediately follow this section, to enhance their understanding of the Academy's financial performance.

The Management's Discussion and Analysis (MD&A) is an element of the reporting model adopted by the Governmental Accounting Standards Board (GASB) in their Statement No. 34 *Financial Statements — and Management's Discussion and Analysis — for State and Local Government*, issued June 1999.

Financial Highlights

For the fiscal year ended June 30, 2012, total assets were \$454,849, total liabilities were \$407,144, and total net assets were \$47,705.

Using this Financial Report

This report consists of the MD&A, the financial statements, and notes to those statements. The financial statements include a statement of net assets; a statement of revenues; expenses and changes in net assets; and a statement of cash flows.

Reporting the Academy as a Whole

One of the most important questions asked about the Academy is, "As a whole, what is the Academy's financial condition as a result of the year's activities?" The statement of net assets and the statement of revenues, expenses, and changes in net assets, which appear first in the Academy's financial statements, report information on the Academy as a whole and its activities in a way that helps you answer this question. We prepare these statements to include all assets and liabilities, using the accrual basis of accounting, which is similar to the accounting used by most private-sector companies. All of the current year's revenues and expenses are taken into account regardless of when the cash is received or paid.

These two statements report the Academy's net assets — the difference between assets and liabilities, as reported in the statement of net assets — as one way to measure the Academy's financial health or financial position. Over time, increases or decreases in the Academy's net assets — as reported in the statement of net assets — are indicators of whether its financial health is improving or deteriorating. The relationship between revenues and expenses is the Academy's operating results. However, the Academy's goal is to provide services to our students, not to generate profits as commercial entities do. One must consider many other nonfinancial factors, such as the quality of the education provided and the safety of the school, to assess the overall health of the Academy.

The statement of net assets and the statement of revenues, expenses, and changes in net assets report the activities for the Academy, which encompass all the Academy's services, including instruction, support services, community services, and food services. Unrestricted state aid and state and federal grants finance most of these activities. The Academy has entered into a services agreement (the "Agreement") with National Heritage Academies, Inc. (NHA), which requires NHA to provide administration, strategic planning and all labor, materials, equipment, and supervision necessary for the provision of educational services to students. As part of the consideration received under the Agreement, NHA also provides the facility in which the Academy operates. Under the terms of the Agreement, NHA receives as remuneration for its services an amount equal to the total revenue received by the Academy from all revenue sources.

The table below provides a summary of the Academy's net assets for fiscal years ended June 30:

	2012	2011
Assets:		
Current assets	\$ 449,708	\$ 510,770
Capital assets, net of accumulated depreciation	<u>5,141</u>	<u>5,791</u>
 Total assets	 454,849	 516,561
 Liabilities — current	 <u>407,144</u>	 <u>488,404</u>
 Net assets:		
Invested in capital assets	5,141	5,791
Unrestricted	<u>42,564</u>	<u>22,366</u>
 Total net assets	 <u>\$ 47,705</u>	 <u>\$ 28,157</u>

The unrestricted net assets represent the accumulated results of the Academy's operations to date. These assets can be used to finance day-to-day operations without constraints, such as legislative or legal requirements. The results of the current-year operations for the Academy as a whole are reported in the statement of revenues, expenses, and changes in net assets, which shows the change in net assets.

Statement of Revenues, Expenses, and Changes in Net Assets

The table below shows the changes in net assets, as well as a listing of revenues and expenses for the fiscal years ending June 30:

	2012	2011
Operating revenues:		
Foundation payments	\$ 4,176,287	\$ 3,787,996
Food services	6,458	2,092
Other revenues	<u>15,610</u>	<u>22,138</u>
Total operating revenues	<u>4,198,355</u>	<u>3,812,226</u>
Operating expenses:		
Depreciation	650	649
Contracted service fee	<u>7,139,805</u>	<u>7,037,085</u>
Total operating expenses	<u>7,140,455</u>	<u>7,037,734</u>
Operating loss	<u>(2,942,100)</u>	<u>(3,225,508)</u>
Nonoperating revenues:		
Federal grants	1,276,534	1,607,797
State grants	145,954	13,880
Private sources — NHA	<u>1,539,160</u>	<u>1,606,070</u>
Total nonoperating revenues	<u>2,961,648</u>	<u>3,227,747</u>
Change in net assets	<u>\$ 19,548</u>	<u>\$ 2,239</u>

As reported in the statement of revenues, expenses and changes in net assets, the cost of business activities was \$7,140,455. These activities were primarily funded by the Academy's state aid (based on student count) and governments and organizations that subsidized certain programs with grants. Nonoperating revenues, Private sources — NHA represent a contribution granted by NHA for the excess of Academy expenses over public revenues available.

The Academy experienced an increase in net assets of \$19,548 in 2012. Under the terms of the Agreement, NHA provides a spending account to the Board of Directors for discretionary expenditures. The primary reason for the change in net assets is the timing of these discretionary expenditures.

Capital Assets

At June 30, 2012, the Academy had \$5,141 invested in capital assets from board discretionary funds, primarily equipment. Capital assets are substantially provided as part of the Agreement.

General Economic Factors

The Academy depends on legislative and governmental support to fund its operations. Based on information currently available, no significant changes are expected to occur in the nature of the funding or operations of the Academy in 2013. The Academy also received a contribution from NHA as a result of excess Academy expenses over public revenues available.

Contacting the Academy's Financial Management

The financial report is designed to provide users of the report with a general overview of the Academy's finances and to demonstrate the Academy's accountability for the money it receives. If you have questions about this report, contact the Chief Financial Officer of National Heritage Academies, Inc., 3850 Broadmoor SE, Ste. 201, Grand Rapids, MI 49512.

ORION ACADEMY

STATEMENT OF NET ASSETS

JUNE 30, 2012

CURRENT ASSETS:

Cash	\$ 25,579
Intergovernmental receivables	<u>424,129</u>
Total current assets	<u>449,708</u>

NONCURRENT ASSETS:

Capital assets	6,495
Less accumulated depreciation	<u>(1,354)</u>
Total noncurrent assets	<u>5,141</u>

Total assets	<u>454,849</u>
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LIABILITIES:

Deferred revenue	213
Contracted service fee payable	<u>406,931</u>
Total liabilities	<u>407,144</u>

NET ASSETS:

Invested in capital assets	5,141
Unrestricted	<u>42,564</u>

TOTAL NET ASSETS	<u>\$ 47,705</u>
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See notes to financial statements.

ORION ACADEMY

STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET ASSETS YEAR ENDED JUNE 30, 2012

OPERATING REVENUES:	
Foundation payments	\$ 4,176,287
Food services	6,458
Other revenues	<u>15,610</u>
Total operating revenues	<u>4,198,355</u>
OPERATING EXPENSES:	
Depreciation	650
Contracted service fee	<u>7,139,805</u>
Total operating expenses	<u>7,140,455</u>
OPERATING LOSS	<u>(2,942,100)</u>
NONOPERATING REVENUES:	
Federal grants	1,276,534
State grants	145,954
Private sources — NHA	<u>1,539,160</u>
Total nonoperating revenue	<u>2,961,648</u>
CHANGE IN NET ASSETS	19,548
NET ASSETS — Beginning of year	<u>28,157</u>
NET ASSETS — End of year	<u>\$ 47,705</u>

See notes to financial statements.

ORION ACADEMY

STATEMENT OF CASH FLOWS YEAR ENDED JUNE 30, 2012

CASH FLOWS FROM OPERATING ACTIVITIES:	
Cash received from State of Ohio	\$ 4,171,093
Cash received from food services	6,535
Cash received from other operating revenue	15,610
Cash paid on behalf of the Academy for goods and services	<u>(5,682,118)</u>
Net cash used in operating activities	<u>(1,488,880)</u>
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES:	
Federal grants received	1,346,839
State grants received	<u>145,254</u>
Net cash provided by noncapital financing activities	<u>1,492,093</u>
NET DECREASE IN CASH	3,213
CASH — Beginning of year	<u>22,366</u>
CASH — End of year	<u>\$ 25,579</u>
RECONCILIATION OF OPERATING LOSS TO NET CASH USED IN OPERATING ACTIVITIES:	
Operating loss	\$ (2,942,100)
Support from private sources — NHA	1,539,160
Depreciation	650
Changes in assets and liabilities:	
Change in intergovernmental receivables affecting operating revenue	(5,194)
Change in deferred revenue	77
Change in contracted service fee payable	<u>(81,473)</u>
NET CASH USED IN OPERATING ACTIVITIES	<u>\$ (1,488,880)</u>
NONCASH ACTIVITY —	
Support from private sources — NHA	<u>\$ 1,539,160</u>

See notes to financial statements.

ORION ACADEMY

NOTES TO FINANCIAL STATEMENTS YEAR ENDED JUNE 30, 2012

1. NATURE OF OPERATIONS

Orion Academy (the “Academy”) is an Ohio Public School Academy, which provides education based on rigorous teaching methods, parental involvement, student responsibility, and basic moral values. The Academy operates under an approved charter received from Educational Service Center of Lake Erie West (ESCLEW or the “Sponsor”), which is responsible for oversight of the Academy’s operations. The charter’s term expires on June 30, 2014, at which time it will automatically renew on a year-to-year basis, unless at least 90 days’ written notice is given by either the Academy or ESCLEW. The Academy provides education to students in kindergarten through the eighth grade, at no cost to the parent. Enrollment is open to all appropriately aged children without regard to gender, ethnic background, disability, and/or religious affiliation.

The Academy was established and is operated as a nonprofit corporation under Chapter 1702 of the Ohio Revised Code and believes itself to be exempt from taxation under Internal Revenue Code Section 115(1) because its income is derived from the exercise of an essential governmental function and accrues to the State of Ohio (the “State”). Donations to the Academy qualify as a charitable deduction under Internal Revenue Code Section 170(c)(1).

The Academy operates under the direction of a board of directors (the “Board”). The Board is responsible for carrying out the provisions of the contract with the Sponsor that include, but are not limited to, state-mandated provisions regarding student population, curriculum, academic goals, performance standards, admission standards, and qualifications of teachers.

The Board has entered into a services agreement (the “Agreement”) with National Heritage Academies, Inc. (NHA), which requires NHA to provide administration, strategic planning, and all labor, materials, equipment, and supervision necessary for the provision of educational services to students. As part of the consideration received under the Agreement, NHA also provides the facility in which the Academy operates. The facility lease term is from July 1 to June 30 and is renewable on a year-to-year basis. The Agreement will continue until termination of the charter contract, inclusive of any charter contract renewal periods, unless at least 90 days’ written notice of intent to terminate or renegotiate is given by either the Academy or NHA.

Under the terms of the Agreement, NHA receives as remuneration for its services an amount equal to the total revenue received by the Academy from all revenue sources. Nonoperating Revenues, private sources — NHA. represent a contribution granted by NHA for the excess of Academy expenses over public revenues available.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Academy have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to governmental nonprofit organizations. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and

financial reporting principles. The Academy also applies Financial Accounting Standards Board (FASB) statements and interpretations issued on or before November 30, 1989, provided they do not conflict with or contradict GASB pronouncements. The Academy does not apply FASB statements or interpretations issued after November 30, 1989. The more significant of the Academy's accounting policies are described below:

A. Basis of Presentation

The Academy's financial statements consist of a statement of net assets, a statement of revenues, expenses, and changes in net assets, and a statement of cash flows. Enterprise fund reporting focuses on the determination of the change in net assets, financial position, and cash flows.

B. Measurement Focus

Enterprise accounting uses a flow of economic resources measurement focus. With this measurement focus, all assets and all liabilities are included on the statement of net assets. The statement of revenues, expenses, and changes in net assets presents increases (i.e., revenues) and decreases (i.e., expenses) in net total assets. The statement of cash flows provides information about how the Academy finances and meets the cash flow needs of its enterprise's activities.

C. Basis of Accounting

Basis of Accounting determines when transactions are recorded in the financial records and reported on the financial statements. The Academy's financial statements are prepared using the accrual basis of accounting.

Revenue resulting from exchange transactions, in which each party gives and receives essentially equal value, is recorded on the accrual basis when the exchange takes place.

Nonexchange transactions, in which the Academy receives value without directly giving equal value in return, include grants, entitlements, and donations. Revenue from grants, entitlements, and donations is recognized in the fiscal year in which all eligibility requirements have been satisfied. Eligibility requirements include timing requirements, which specify the year when the resources are required to be used or the fiscal year when use is first permitted, matching purpose, and expenditure requirements, in which the resources are provided to the Academy on a reimbursement basis.

Expenses are recognized at the time they are incurred.

D. Budgetary Process

The contract between the Academy and its Sponsor prescribes an annual budget requirement in addition to preparing a five-year forecast, which is to be updated on an annual basis. Chapter 5705.391(a) of the Ohio Revised Code also requires the Academy to prepare a five-year forecast, update it annually, and submit it to the Superintendent of Public Instruction at the Ohio Department of Education.

E. Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

F. Cash Deposits

For cash management, all cash received by the Academy is pooled in a non-interest-bearing central bank account. Total cash for the Academy is presented as “Cash” on the accompanying statement of net assets. Cash as of June 30, 2012, represents bank deposits, which are covered by federal depository insurance.

G. Capital Assets

Capital assets, which include equipment, are reported in the government-wide financial statements at historical cost. Capital assets are defined by the Academy as assets with an initial cost of more than \$5,000 and an estimated useful life in excess of one year.

Equipment is depreciated using the straight-line method over useful lives of 3–10 years.

H. Current Liabilities

Contracted Service Fee Payable — This amount consists of payments due to NHA for management services rendered in fiscal year 2012.

I. Operating Revenues and Expenses

Intergovernmental Revenues — The Academy currently participates in the State Foundation Program, the State Disadvantaged Pupil Impact Aid Program, the State Intervention Services Program, and the State Special Education Program. Revenues received from these programs are recognized as operating revenues in the accounting period in which all eligibility requirements have been met.

Grants and entitlements are recognized as nonoperating revenue in the accounting period in which all eligibility requirements have been met.

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

J. Net Assets

Net assets represent the difference between assets and liabilities. Net assets are reported as restricted when there are limitations imposed on their use either through constitutional provisions or enabling legislation adopted through external restrictions imposed by creditors, grantors, or laws or regulations of other governments. At fiscal year-end June 30, 2012, the Academy had no restricted net assets.

3. DEPOSITS AND INVESTMENTS

At fiscal year-end June 30, 2012, the Academy's bank balance was \$25,579. Based on the criteria described in GASB Statement No. 40, *Deposit and Investment Risk Disclosure*, as of June 30, 2012, none of the bank balance was exposed to custodial risk as discussed below and all of the bank balance was covered by the Federal Depository Insurance Corporation.

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

4. RECEIVABLES

Receivables at June 30, 2012, consisted of intergovernmental grants. All receivables are considered collectible in full and will be received within one year.

A summary of the principal items of intergovernmental receivables at June 30, 2012, is as follows:

	Amounts
Title I	\$ 247,555
Race to the Top	76,698
IDEA Flow-Through	37,098
Title I School Improvement	26,166
Title IIA	25,448
Due from State	5,294
Title IID	3,742
National School Lunch and Breakfast	1,428
Entry Level	<u>700</u>
Total intergovernmental receivables	<u>\$ 424,129</u>

5. CAPITAL ASSETS

Capital asset activity of the Academy's governmental activities at June 30, 2012, was as follows:

	Beginning Balance	Additions	Disposals	Ending Balance
Business-type activities:				
Equipment	<u>\$ 6,495</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 6,495</u>
Total capital assets at historical cost	<u>6,495</u>	<u>-</u>	<u>-</u>	<u>6,495</u>
Less accumulated depreciation				
Equipment	<u>(704)</u>	<u>(650)</u>	<u>-</u>	<u>(1,354)</u>
Total accumulated depreciation	<u>(704)</u>	<u>(650)</u>	<u>-</u>	<u>(1,354)</u>
Total business-type activities capital assets — net	<u>\$ 5,791</u>	<u>\$ (650)</u>	<u>\$ -</u>	<u>\$ 5,141</u>

6. PENSION PLANS

A. School Employees Retirement System

Plan Description — NHA and contractors of NHA, on behalf of certain employees at the Academy, contribute to the School Employees Retirement System (SERS or the "System"), a cost-sharing multiple-employer defined benefit pension plan. SERS provides retirement, disability, survivor benefits, annual cost-of-living adjustments, and death benefits to plan members and beneficiaries. Authority to establish and amend benefits is provided by Chapter 3309 of the Ohio Revised Code. SERS issues a publicly available, stand-alone financial report that includes financial statements and required supplementary information. That report may be obtained on the SERS website at www.ohsers.org under "Employers/Audit Resources."

Funding Policy — Plan members were required to contribute 10% of their annual covered salary and NHA is required to contribute at an actuarially determined rate. NHA's current rate is 14% of annual covered payroll. A portion of NHA contributions are used to fund pension obligations with the remainder being used to fund health care benefits. For the fiscal year ending June 30, 2012, 12.65% and 0.05% of annual covered salary was the portion used to fund pension obligations and death benefits, respectively. The remaining 1.3% of the 14% employer contribution rate is allocated to the health care and Medicare funds. The contribution requirements of plan members and employers are established and may be amended by the SERS retirement board up to a statutory maximum amount of 10% for plan members and 14% for employers. Chapter 3309 of the Ohio Revised Code provides statutory authority for member and employer contributions.

NHA's required contributions for pension obligations and death benefits to SERS for the fiscal years ended June 30, 2012, 2011, and 2010, were \$33,155, \$41,508, and \$56,546, respectively; and 100% was contributed for each fiscal year.

B. State Teachers Retirement System

Plan Description — NHA, on behalf of teachers at the Academy, participates in the State Teachers Retirement System of Ohio (“STRS Ohio”), a cost-sharing, multiple-employer public employee retirement system. STRS Ohio provides retirement and disability benefits to members and death and survivor benefits to beneficiaries. STRS Ohio issues a publicly available, stand-alone financial report that includes financial statements and required supplementary information. That report may be obtained on the Ohio STRS website at www.strsoh.org under “Publications.”

New members have a choice of three retirement plans, a defined benefit plan (the “DB Plan”), a defined contribution plan (the “DC Plan”) and a combined plan (the “Combined Plan”). The DB Plan offers an annual retirement allowance based on final average salary times a percentage that varies based on years of service, or an allowance based on a member’s lifetime contributions and earned interest matched by STRS Ohio funds divided by an actuarially determined annuity factor. The DC Plan allows members to place all their member contributions and employer contributions equal to 10.5% of earned compensation into an investment account.

Investment decisions are made by the member. A member is eligible to receive a retirement benefit at age 50 and termination of employment. The member may elect to receive a lifetime monthly annuity or a lump-sum withdrawal. The Combined Plan offers features of both the DC Plan and the DB Plan. In the Combined Plan, member contributions are invested by the member, and employer contributions are used to fund the defined benefit payment at a reduced level from the regular DB Plan. The defined benefit portion of the Combined Plan payment is payable to a member on or after age 60; the defined contribution portion of the account may be taken as a lump sum or converted to a lifetime monthly annuity at age 50. Benefits are established by Chapter 3307 of the Ohio Revised Code.

A DB Plan or Combined Plan member with five or more years credited service who becomes disabled may qualify for a disability benefit. Eligible spouses and dependents of these active members who die before retirement may qualify for survivor benefits. Members in the DC Plan who become disabled are entitled only to their account balance. If a member of the DC Plan dies before retirement benefits begin, the member’s designated beneficiary is entitled to receive the member’s account balance.

Funding Policy — Plan members were required to contribute 10% of their annual covered salaries. NHA was required to contribute 14%; 13% was used to fund pension obligations and 1% was used for the health care stabilization fund. Contribution rates are established by the State Teachers Retirement Board (the “Retirement Board”), upon recommendations of its consulting actuary, not to exceed statutory maximum rates of 10% for members and 14% for employers. Chapter 3307 of the Ohio Revised Code provides statutory authority for member and employer contributions.

NHA’s required contributions for pension obligations to STRS Ohio for the fiscal years ended June 30, 2012, 2011, and 2010, were \$269,824, \$260,797, and \$256,275 respectively; 100% was contributed for each fiscal year.

7. POSTEMPLOYMENT BENEFITS

A. School Employees Retirement System

Plan Description — NHA and contractors of NHA, on behalf of certain employees at the Academy, participates in two cost-sharing, multiple employer postemployment benefit plans administered by SERS for noncertificated retirees and their beneficiaries, a health care plan (the “Health Care Plan”) and a Medicare Part B plan (the “Medicare Part B Plan”). The Health Care Plan includes hospitalization and physicians’ fees through several types of plans including health maintenance organizations, preferred provider organizations, Medicare Advantage, and traditional indemnity plans. A prescription drug program is also available to those who elect health coverage. SERS employs two third-party administrators and a pharmacy benefit manager to manage the self-insurance and prescription drug plans, respectively. The Medicare Part B Plan reimburses Medicare Part B premiums paid by eligible retirees and beneficiaries as set forth in Section 3309.69 of the Ohio Revised Code. Qualified benefit recipients who pay Medicare Part B premiums may apply for and receive a monthly reimbursement from SERS. The reimbursement amount is limited by statute to the lesser of the January 1, 1999 Medicare Part B premium or the current premium. The Medicare Part B premium for calendar year 2012 was \$99.90 for most participants, but could be as high as \$319.70 per month depending on their income and the SERS’ reimbursement to retirees was \$45.50. Benefit provisions and the obligations to contribute are established by the System based on authority granted by State statute. The financial reports of both Plans are included in the SERS Comprehensive Annual Financial Report, which may be obtained on SERS’ website at www.ohsers.org under “Employers/Audit Resources.”

Funding Policy — State statute permits SERS to fund the health care benefits through employer contributions. Each year, after the allocation for statutorily required benefits, the Retirement Board allocates the remainder of the employer contribution of 14% of covered payroll to the health care fund (the “Health Care Fund”). The Health Care Fund was established and is administered in accordance with Internal Revenue Code Section 105(e). For fiscal year 2012, 0.55% of covered payroll was allocated to health care. An additional health care surcharge on employers is collected for employees earning less than an actuarially determined minimum compensation amount, pro-rated according to service credit earned. Statutes provide that no employer shall pay a health care surcharge greater than 2% of that employer’s SERS-covered payroll; nor may SERS collect in aggregate more than 1.5% of the statewide SERS-covered payroll for the health care surcharge. For fiscal year 2012, the actuarially determined amount was \$35,800.

Active members do not contribute to the postemployment benefit plans. The Retirement Board establishes the rules for the premiums paid by the retirees for health care coverage for themselves and their dependents or for their surviving beneficiaries. Premiums vary depending on the plan selected, qualified years of service, Medicare eligibility and retirement status.

NHA’s contributions for health care (including surcharge) for the fiscal years ended June 30, 2012, 2011, and 2010, were \$2,013, \$1,711, and \$5,492 respectively, 100% was contributed in each fiscal year.

The Retirement Board, acting with the advice of the actuary, allocates a portion of the current employer contribution rate to the Medicare Part B Fund. For fiscal year 2012, the

actuarially required allocation is 0.75% of covered payroll. NHA's contributions (including surcharge) to the Medicare B Fund for the fiscal years ended June 30, 2012, 2011, and 2010, were \$2,080, \$1,542, and \$3,070 respectively, 100% was contributed in each fiscal year.

B. State Teachers Retirement System

Plan Description — NHA, on behalf of teachers at the Academy, contributes to the cost sharing, multiple employer defined benefit health plan (the "Plan") administered by STRS Ohio for eligible retirees who participated in the defined benefit or combined pension plans offered by STRS Ohio. Benefits include hospitalization, physicians' fees, prescription drugs, and reimbursement of monthly Medicare Part B premiums. The Plan is included in the report of STRS Ohio, which may be obtained by visiting www.strsoh.org under "Publications."

Funding Policy — Ohio law authorizes STRS Ohio to offer the Plan and gives the Retirement Board authority over how much, if any, of the health care costs will be absorbed by STRS Ohio. Active employee members do not contribute to the Plan. All benefit recipients pay a monthly premium. Under Ohio law, funding for postemployment health care may be deducted from employer contributions. For 2012, STRS Ohio allocated employer contributions equal to 1% of covered payroll to the Health Care Stabilization Fund.

NHA's contributions for health care for the fiscal years ended June 30, 2012, 2011, and 2010, were \$20,756, \$20,061, and \$18,305, respectively; 100% was contributed for each fiscal year.

8. RISK MANAGEMENT

The Academy is exposed to various risks of loss related to general liability. Commercial insurance policies to cover certain risks of loss have been obtained through Indiana Insurance Company. General liability coverage provides \$1,000,000 per occurrence and \$3,000,000 in the aggregate with no deductible. The Indiana Insurance Company also provides umbrella liability coverage of \$3,000,000 per occurrence, as well as in the aggregate. There have been no significant reductions in insurance coverage during fiscal year 2012, and claims did not exceed coverage less retained risk deductible amounts during the past three fiscal years.

9. CONTINGENCIES

A. Grants

Amounts received from grantor agencies are subject to audit and adjustment by the grantor. Any disallowed costs may require refunding to the grantor. Amounts, which may be disallowed, if any, are not presently determinable. However, in the opinion of management, any such disallowed claims will not have a material adverse effect on the financial position of the Academy.

B. State Funding

The Ohio Department of Education conducts reviews of enrollment data and full-time equivalent calculations made by the schools. These reviews are conducted to ensure the

schools are reporting accurate student enrollment data to the State, upon which state foundation funding is calculated. The results of this review could result in the State funding being adjusted. The Academy does not anticipate any material adjustments to State funding for fiscal year 2012, as a result of such a review.

10. CONTRACTED SERVICE FEE

NHA incurred actual direct and indirect expenses on behalf of the Academy for the year ended June 30, 2012, as follows:

Direct expenses:	
Salaries, wages, and benefits	\$ 3,344,523
Professional and technical services	429,599
Contracted (trade) services	29,604
Property services	1,657,301
Books, periodicals, and films	24,074
Supplies	221,825
Utilities	84,780
Food service	464,054
Travel and training	112,316
Purchases services	65,260
Equipment lease and purchases	98,332
Field trips and student activities	10,865
Insurance and property taxes	<u>(19,368)</u>
Total direct expenses	6,523,165
Total indirect expenses (overhead)	<u>616,640</u>
Total contracted service fee	<u>\$ 7,139,805</u>

NHA charges expenses benefiting more than one school (i.e., indirect overhead expenses) based on key cost drivers. These charges represent indirect cost of services provided in the operation of the Academy. Such services include, but are not limited to facilities management, equipment, operational support services, Board relations, human resources management, training and orientation, financial reporting and compliance, purchasing and procurement, education services, technology support and marketing and communications.

11. SPONSORSHIP AGREEMENT

The Academy entered into a sponsorship agreement with the ESCLEW. This agreement provides that ESCLEW receives approximately 1.5% of State Foundation funds received by the Academy from the State. This amounted to \$65,260 for fiscal year 2012.

12. OPERATING LEASE

The Academy has entered into a sublease for classroom facilities with NHA located at 1798 Queen City Avenue, Cincinnati, OH, 45214. The terms of the lease are for one year commencing on July 1 and ending on June 30. For the fiscal year 2012, the rental amounts for the lease were \$1,422,720 annually, payable in equal monthly installments of \$118,560. In addition, the lease terms require the Academy to be responsible for all costs associated with the facilities including property taxes and maintenance costs.

The Academy subsequently renewed the sublease with NHA for the period of July 1, 2012 through June 30, 2013, at the same rental rate.

* * * * *

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

Board of Directors
Orion Academy
Cincinnati, OH 45214

We have audited the financial statements of Orion Academy (the "Academy") as of and for the year ended June 30, 2012, and have issued our report thereon dated December 21, 2012. 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.

Internal Control over Financial Reporting

Management of the Academy is responsible for establishing and maintaining effective internal control over financial reporting. In planning and performing our audit, we considered the Academy's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Academy's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Academy's internal control over financial reporting.

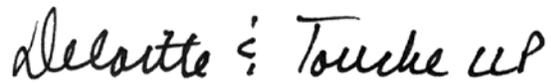
A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. *A material weakness* is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis.

Our consideration of internal control over financial reporting 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 financial reporting that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Academy's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

This report is intended solely for the information and use of the Board of Directors, management of the Academy, the Educational Service Center of Lake Erie West, federal awarding agencies, state funding agencies, and pass-through entities, and is not intended to be, and should not be, used by anyone other than these specified parties.

The logo for Deloitte & Touche LLP, written in a cursive script.

December 21, 2012

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Dave Yost • Auditor of State

ORION ACADEMY

HAMILTON COUNTY

CLERK'S CERTIFICATION

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

Susan Babbitt

CLERK OF THE BUREAU

CERTIFIED
APRIL 18, 2013