ASPIRE PUBLIC SCHOOLS (A CALIFORNIA NON-PROFIT PUBLIC BENEFIT CORPORATION)

FINANCIAL STATEMENTS WITH INDEPENDENT AUDITOR'S REPORT

YEARS ENDED JUNE 30, 2010 (CONSOLIDATED) AND JUNE 30, 2009

(A California Non-Profit Public Benefit Corporation)

JUNE 30, 2010 (CONSOLIDATED) AND 2009

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Aspire Public Schools Oakland, California

We have audited the accompanying statements of financial position of Aspire Public Schools, a California non-profit public benefit corporation (the Organization), as of June 30, 2010 (Consolidated) and 2009, and the related consolidated statements of activities and changes in net assets and statements of cash flows for the years then ended. These financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits. Those standards require that we plan and perform the audits 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 Organization's internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Organization as of June 30, 2010 and 2009, and the changes in its net assets and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audits were performed for the purpose of forming an opinion on the financial statements of the Organization as a whole. The accompanying supplementary information is presented for purposes of additional analysis and is not a required part of the basic financial statements of the Organization. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, such information is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole

ebert associates , Inc.

GILBERT ASSOCIATES, INC. Sacramento, California

December 15, 2010

(A California Non-Profit Public Benefit Corporation)

STATEMENTS OF FINANCIAL POSITION JUNE 30, 2010 (CONSOLIDATED) AND 2009

ASSETS		
	2010	2009
CURRENT ASSETS		
Cash and equivalents	\$ 72,506	\$ 106,074
Restricted cash	43,681,303	423,427
Accounts receivable	16,258,309	12,686,837
Pledges receivable	3,547,276	2,536,213
Prepaid expenses and deposits	244,788	369,923
Deferred loss	13,749	13,749
Deferred charges	105,025	9,096
Total current assets	63,922,956	16,145,319
NON-CURRENT ASSETS		
Restricted cash	6,622,158	819,413
Pledges receivable	1,062,804	1,183,718
Property and equipment, net	92,689,454	49,040,169
Deferred loss	285,292	299,041
Deferred charges	3,675,882	191,004
TOTAL ASSETS	<u>\$168,258,546</u>	<u>\$ 67,678,664</u>
LIABILITIES AND NET AS	SSETS	
CURRENT LIABILITIES		
Cash deficit	\$ 250,665	\$ 391,441
Accounts payable	11,117,009	6,142,588
Accrued expenses	5,212,279	2,619,556
Deferred revenue	226,077	472,452
Lines of credit	2,364,832	3,721,926
Capital lease, current portion	589,759	570,402
Debt, current portion	3,291,767	656,367
Total current liabilities	23,052,388	14,574,732
LONG-TERM LIABILITIES		
Capital lease	18,422,490	19,012,250
Debt	105,147,722	16,532,102
Total liabilities	146,622,600	50,119,084
NET ASSETS		
Unrestricted	8,956,737	4,132,268
Temporarily restricted	12,679,209	13,427,312
Total net assets	21,635,946	17,559,580
TOTAL LIABILITIES AND NET ASSETS	<u>\$168,258,546</u>	<u>\$67,678,664</u>

The accompanying notes are an integral part of these financial statements.

(A California Non-Profit Public Benefit Corporation)

STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS YEARS ENDED JUNE 30, 2010 (CONSOLIDATED) AND 2009

	2010	2009
CHANGES IN UNRESTRICTED NET ASSETS:		
SUPPORT AND REVENUE		
Private grants and contributions	\$ 1,182,634	\$ 3,245,684
Donated property and services	106,847	+ -,,
Federal revenue	9,309,510	6,799,421
Revenue limit sources:	, ,	, ,
State aid portion of general purpose block grant	30,997,374	27,512,492
State revenue:	, ,	, ,
Categorical block grant	5,629,674	4,196,847
All other state revenue	3,763,914	4,358,409
Local revenue:		
Cash in-lieu of property taxes	6,263,189	7,284,185
Interest income	41,577	67,065
All other local revenue	2,721,802	1,088,084
Subtotal	60.016.521	54 550 197
Net assets released from restrictions	60,016,521	54,552,187
Net assets released from restrictions	24,977,627	8,847,431
Total support and revenue	84,994,148	63,399,618
EXPENSES		
PROGRAM EXPENSES		
Educational programs	66,775,180	52,800,427
SUPPORTING SERVICES		
Site support	6,917,709	6,536,192
Development and expansion	3,170,006	2,678,115
Administration and general	3,306,784	2,552,915
Total supporting services	13,394,499	11,767,222
Total expenses	80,169,679	64,567,649
Total expenses	00,109,079	04,507,047
Increase (Decrease) in Unrestricted Net Assets	4,824,469	(1,168,031)
CHANGES IN TEMPORARILY RESTRICTED NET ASSETS:		
Private grants and contributions	17,482,493	4,655,132
Federal and state revenue	6,747,031	9,127,774
Net assets released from restrictions	(24,977,627)	(8,847,431)
Increase (Decrease) in Temporarily Restricted Net Assets	(748,103)	4,935,475
INCREASE IN NET ASSETS	4,076,366	3,767,444
NET ASSETS - Beginning of Year	17,559,580	13,792,136
NET ASSETS - End of Year	\$ 21,635,946	\$ 17,559,580
The accompanying notes are an integral part of these financial statemet		

The accompanying notes are an integral part of these financial statements.

STATEMENTS OF CASH FLOWS YEARS ENDED JUNE 30, 2010 (CONSOLIDATED) AND 2009

	2010	2009
CASH FLOWS FROM OPERATING ACTIVITIES:		
Increase in net assets	\$ 4,076,366	\$ 3,767,444
Adjustments to reconcile to net cash provided by operating activities:		
Depreciation	3,199,192	2,954,741
Amortization	46,827	22,845
Loss on sale of property and equipment		6,930
Write-off of deferred bond costs	193,278	
Donated property	(77,647)	
(Increase) decrease in assets:		
Accounts receivable	(3,571,472)	(2,752,301)
Pledges receivable	(890,149)	(169,460)
Prepaid expenses and deposits	125,135	70,757
Deferred charges	(3,807,163)	
Increase (decrease) in liabilities:	1 475 200	(401 245)
Accounts payable	1,475,390	(491,245)
Accrued expenses Deferred revenue	2,592,723	163,197
Deferred revenue	(246,375)	346,897
Net cash provided by operating activities	3,116,105	3,919,805
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property and equipment	(43,271,799)	(2,058,351)
Net cash used in investing activities	(43,271,799)	(2,058,351)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from lines of credit	35,071,647	38,387,540
Proceeds from debt	100,926,345	1,250,000
Payments on lines of credit	(36,428,741)	(38,515,351)
Principal payments on capital lease	(570,403)	(557,821)
Principal payments on debt	(9,675,325)	(2,726,498)
Net cash provided by (used in) financing activities	89,323,523	(2,162,130)
Net increase (decrease) in cash	49,167,829	(300,676)
Cash and cash equivalents, beginning of year	957,473	1,258,149
Cash and cash equivalents, end of year	\$ 50,125,302	<u>\$ 957,473</u>
Cash and cash equivalents	\$ 72,506	\$ 106,074
Cash deficit	(250,665)	(391,441)
Restricted cash	50,303,461	1,242,840
Total	\$ 50,125,302	\$ 957,473
NON-CASH INVESTING ACTIVITIES:	_	
Property and equipment financed through capital lease	\$ 0	\$ 165,473
Property and equipment financed through accounts payable	\$ 3,499,031	\$ 131,943
Donated property and equipment		
Donated property and equipment	\$ 77,647	<u>\$0</u>
CASH PAID FOR INTEREST (net of capitalized amount)	\$ 1,686,917	\$ 1,715,532

The accompanying notes are an integral part of these financial statements.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

1. OPERATIONS AND SIGNIFICANT ACCOUNTING POLICIES

Aspire Public Schools (the Organization) was formed to manage, guide, direct, and promote charter schools that provide quality education to California youth in primary and secondary grades. The Organization was founded in California in 1998. The Organization's support is derived primarily from State of California public education monies received through the California Department of Education and sponsoring districts, individual and foundation contributions, and various government agency grants.

In addition to managing school operations, the Organization created two new organizations in the 2009/10 fiscal year to facilitate ownership of certain school facilities and development of charter schools. The facilities are owned and managed by a single-member limited liability company, College for Certain, LLC (LLC). The sole member of the LLC is College for Certain, Inc. (INC) which was created as a supporting organization of Aspire Public Schools to facilitate and support the development of charter schools. The INC is controlled by, and for the benefit of, Aspire Public Schools. For financial reporting purposes, the LLC and INC are consolidated with Aspire Public Schools for the year ending June 30, 2010.

Principles of Consolidation – The accompanying consolidated financial statements include the accounts of Aspire Public Schools and its wholly-owned entities, collectively the "Organization". All significant intercompany accounts and transactions have been eliminated in consolidation. Listed below are the affiliated organizations included in these financial statements:

• Aspire Public Schools

As of June 30, 2010 the Organization operated twenty-five schools chartered by eleven charter authorizers in six counties. Charters are granted for each school for up to five years, with an opportunity for renewal. Charters may be revoked by the sponsoring district for material violations of the charter, failure to meet or make progress toward student outcomes identified in the charter, failure to meet generally accepted standards of fiscal management, or violation of any provision of the law. As of June 30, 2010, the charter schools operated by the Organization were as follows:

Charter School Name	Charter School Number	Sponsoring District	*Charter Granted/ Renewed	Charter Expiration
Aspire Alexander Twilight College				
Preparatory Academy	854	CA Dept of Education	Jan 2007	6/30/12
Aspire Antonio Maria Lugo Academy	694	Los Angeles Unified	Nov 2008	6/30/14
Aspire Benjamin Holt College				
Preparatory Academy	565	Lodi Unified	March 2008	6/30/13
Aspire Berkley Maynard Academy	726	Oakland Unified	July 2010	6/30/15
Aspire California College Preparatory		Alameda County Office	-	
Academy	1049	of Education	April 2008	6/30/13
Aspire Capitol Heights Academy	598	Sacramento City Unified	March 2008	6/28/13

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

Aspire Centennial College Preparatory				
Academy	693	Los Angeles Unified	Dec 2008	6/30/14
Aspire East Palo Alto Charter School	125	Ravenswood City	Jan 2009	6/30/14
Aspire East Palo Alto Phoenix Academy	1022	Sequoia Union HS Dist	April 2008	6/30/13
Aspire ERES Academy	1115	Oakland Unified	May 2009	6/30/14
Aspire Huntington Park Charter School	1035	Los Angeles Unified	July 2008	6/30/13
Aspire Junior Collegiate Academy				
Clarendon Elementary	854	CA Dept of Education	Jan 2007	6/30/12
Aspire Langston Hughes Academy	1048	Stockton Unified	April 2008	6/30/13
Aspire Lionel Wilson College				
Preparatory	465	Oakland Unified	July 2007	6/30/12
Aspire Millsmont Academy	689	Oakland Unified	Dec 2008	6/30/14
Aspire Millsmont Secondary Academy	1023	Oakland Unified	May 2008	6/30/13
Aspire Monarch Academy	252	Oakland Unified	Jan 2009	6/30/14
Aspire Port City Academy	854	CA Dept of Education	Jan 2007	6/30/12
Aspire River Oaks Charter School	364	Lodi Unified	July 2006	6/30/11
Aspire Rosa Parks Academy	554	Stockton Unified	July 2010	6/30/15
Aspire Summit Charter Academy	812	Ceres Unified	July 2006	6/30/11
Aspire Titan Academy	854	CA Dept of Education	Sept 2009	6/30/12
Aspire University Charter School	1026	Sylvan Union Elem	Jan 2008	6/30/13
Aspire University Public School Vincent				
Shalvey Academy	178	Lodi Unified	June 2009	6/30/14
Aspire Vanguard College Preparatory	1105		I 1 2 000	c /20 /1 :
Academy	1125	CA Dept of Education	July 2009	6/30/14

* Charter issuance date or the most recent renewal date

All sponsoring districts receive up to 1% of the annual charter revenue for supervisory oversight. Ravenswood City School District, the sponsoring district for Aspire East Palo Alto Charter School, receives up to 3% for supervisory oversight because the district provides facilities substantially rent-free.

Through June 30, 2010, the Organization had separately negotiated for sponsoring district administrative and other services. Additionally, transportation expenses and/or special education encroachment are paid by the Organization to the sponsoring districts.

- College for Certain, LLC The LLC holds title to properties where Aspire Public Schools operates charter schools (seven locations); and manages, operates and leases the properties.
- College for Certain, Inc. The INC is a supporting organization of Aspire Public Schools in that it facilitates and supports the development of charter schools for Aspire Public Schools. As of and for the year ending June 30, 2010, there was no activity in this entity.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

Basis of presentation – The financial statements are presented in conformity with Accounting Standards Codification (ASC) 958-205, *Not-For-Profit Entities* – *Presentation of Financial Statements*. Under ASC 958-205, the Organization reports information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted, and permanently restricted. The Organization has no permanently restricted net assets.

Revenue recognition – Contributions and grants are recognized when the donor/grantor makes an unconditional promise to give to the Organization or when received, in accordance with ASC 958-605, *Not-For-Profit Entities – Revenue Recognition*. Donor-restricted contributions and grants are reported as increases in temporarily or permanently restricted net assets, depending on the nature of the restrictions. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as "Net Assets Released from Restriction." Government grants are recognized as revenue in accordance with the terms of the applicable grant agreement, which is generally upon the incurrence of expenditures related to the required services.

Cash and cash equivalents – For financial statement purposes, the Organization considers investments with maturity at purchase of three months or less to be cash equivalents.

Property and equipment with a value greater than \$2,000 are capitalized at cost, or fair market value on the date of receipt in the case of donated property, and depreciated using the straight-line method over their estimated useful lives, which range from two to thirty years. Leasehold improvements are depreciated over the lease term (including options) or the useful life. Major additions are capitalized, and repairs and maintenance that do not improve or extend the life of the assets are expensed. When assets are sold or retired, their cost and related accumulated depreciation are removed from the accounts, with the resulting gain or loss reflected in the statement of activities.

Donated materials, services, and facilities – In-kind contributions are recorded at their estimated fair values at the date of donation. Donated services are recorded when they create or enhance non-financial assets or require a specialized skill that the Organization would otherwise need to purchase. During the year ended June 30, 2010, in-kind contributions of playground equipment and services valued at \$106,847 were received. During the year ended June 30, 2009, no in-kind contributions of materials, services, or facilities were received.

Use of estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Income taxes – The Organization has been granted tax-exempt status as provided by Internal Revenue Code Section 501(c)(3) and Section 23701(d) of the California Revenue and Taxation Code. In addition, the Internal Revenue Service has determined the Organization is not a private foundation within the meaning of Section 509(a) of the Internal Revenue Code. Accordingly, no provision for income taxes has been reflected in these financial statements.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

The Organization adopted the accounting principles related to accounting for uncertainty in income taxes (as described under ASC 740-10, *Income Taxes*) as of July 1, 2009, and has determined that there is no material impact on the financial statements for June 30, 2010. With some exceptions, the Organization is no longer subject to U.S. Federal and California income tax examinations by tax authorities for years prior to 2006.

Functional allocation of expenses – The cost of providing various programs and other activities has been summarized on a functional basis in the Statement of Activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Program development and expansion – The Organization continually explores potential opportunities for expansion and growth; thus costs are incurred to research the possibility of establishing new sites. The Organization capitalizes these preacquisition costs into Schools Under Construction (Note 6) at the time incurred. If it is determined that a formal contractual commitment will not be entered into, the expenses are included in program development and expansion in the period that the determination is made.

Subsequent events were reviewed through the date of the audit report.

2. CONCENTRATIONS OF CASH

The Organization maintains its cash in bank deposit accounts that at times may exceed federally insured limits. The Organization has not experienced any losses in such accounts. Management believes the Organization is not exposed to any significant credit risk related to cash.

3. RESTRICTED CASH

Restricted cash represents bond proceeds that are required to be used for construction projects, debt service reserve, as well as cash accumulated for principal and interest payments. The balance in the debt service accounts at June 30, 2010 and 2009, was \$50,303,460 and \$1,242,840, respectively. The current portion is \$43,681,303 and \$423,427 at June 30, 2010 and 2009, respectively.

4. ACCOUNTS RECEIVABLE

Accounts receivable balances at June 30 were as follows:

	<u>2010</u>	<u>2009</u>
Due from grantor governments Accrued interest	\$ 16,258,309	\$ 12,670,837 <u>16,000</u>
Accounts receivable	\$ 16,258,309	\$ 12,686,837

Management deems all receivables to be collectible as of June 30, 2010.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

5. PLEDGES RECEIVABLE

Unconditional promises to give for development of new school sites are recognized as pledges receivable and are discounted to fair value using estimated prevailing interest rates. The discount rate used in determining the net present value of new pledges receivable was the risk-free rate of return of 4.26% and 5.34% at June 30, 2010 and 2009, respectively. All pledges are judged by management to be collectible. Amounts recorded as pledges receivable were as follows as of June 30:

	<u>2010</u>	<u>2009</u>
Gross pledges receivable Less: Unamortized discount	\$ 4,661,436 (51,356)	\$ 3,783,140 (63,209)
Pledges receivable, net	\$ 4,610,080	\$ 3,719,931
Pledges receivable are due to be collected as follows:		
	<u>2010</u>	<u>2009</u>
Within one year One to five years	\$ 3,547,276 1,062,804	\$ 2,536,213 1,183,718
Pledges receivable, net	\$ 4,610,080	\$ 3,719,931

Conditional promises to give, which depend on the occurrence of specified future and uncertain events are not recorded until the conditions are met. Outstanding conditional promises to give for the purpose of opening new schools in specific locations were approximately \$3,400,000 and \$8,100,000 at June 30, 2010 and 2009, respectively.

In November 2009, the Organization was selected to receive a grant from the Bill & Melinda Gates Foundation as part of a consortium of charter management organizations (" the Consortium") along with Alliance College-Ready Public Schools, Green Dot Public Schools, Inner City Education Foundation and Partnerships to Uplift Communities. The purpose of the grant is to dramatically improve student achievement and college-readiness rates by making changes in policies and practice at the Consortium's member schools to ensure that all students have an effective teacher throughout their academic careers. The grant amount to the Consortium is up to \$60,000,000 for the grant period that ends in June 2016. Because the timing of payments is driven by milestones and will be divided among the Consortium members based on each member's success in meeting deliverables, the Organization is currently unable to accurately project the timing or amount of their portion of the grant proceeds.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

6. PROPERTY AND EQUIPMENT

Property and equipment consisted of the following at June 30:

	<u>2010</u>	<u>2009</u>
Land	\$ 11,605,700	\$ 2,462,909
Buildings	29,656,932	17,499,935
Schools under construction	28,622,548	7,346,655
Leasehold improvements	8,305,415	6,666,317
Property under capital lease	21,845,473	21,845,473
Equipment	6,472,799	5,992,643
Automobiles	5,815	2,140
Subtotal	106,514,682	61,816,072
Less accumulated depreciation	(13,825,228)	(12,775,903)
Property and equipment, net	\$ 92,689,454	\$ 49,040,169

Depreciation expense was \$3,199,192 and \$2,954,741 for the years ended June 30, 2010 and 2009, respectively. Various components of the land, buildings, and schools under construction shown above are pledged as collateral for the debt disclosed in Note 9, and the capital lease disclosed in Note 11.

7. DEFERRED LOSS

In January of 2005, Lodi Unified School District (the District) purchased the Aspire River Oaks Charter School and Aspire Benjamin Holt College Preparatory Academy facilities from the Organization. The Organization concurrently entered into a capital lease obligation with the District effective January 1, 2005 through August 1, 2032. The Organization has the option to purchase the properties for one dollar at the termination of the lease. This transaction was considered a saleleaseback transaction under ASC 840, *Leases*. The Organization's obligation under this capital lease is detailed in Note 11.

In accordance with ASC 840, *Leases*, a loss on this transaction of \$360,911 was deferred and is being amortized over the term of the capital lease. As of June 30, 2010 and 2009, accumulated amortization was \$75,619 and \$61,870, respectively. Amortization expense of the deferred loss for the years ended June 30, 2010 and 2009 was \$13,749.

8. LINES OF CREDIT

The Organization has a line of credit with Raza Development Fund, Inc. (up to \$250,000) dated December 30, 2005. Interest on the line of credit was 6% per annum through January 2010 and increased to 6.5% per annum in February 2010. Interest on the outstanding advances shall be payable monthly in arrears on the first business day of each month commencing on the first day following the advance. Principal balance and all outstanding interest are due at the maturity date of December 30,

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

2010. The Organization had no advances and no repayments during the year ended June 30, 2010. The outstanding balance as of June 30, 2010 and 2009 was \$250,000.

The Organization has a second line of credit with Raza Development Fund, Inc. (up to \$500,000) dated December 30, 2005. Interest on the line of credit was 5% per annum through January 2010 and increased to 6% per annum in February 2010. Interest on the outstanding advances shall be payable monthly in arrears on the first business day of each month commencing on the first day following the advance. Principal balance and all outstanding interest are due at the maturity date of December 30, 2010. The Organization had no advances and no repayments during the year ended June 30, 2010. The outstanding balance as of June 30, 2010 and 2009 was \$500,000.

The Organization had a line of credit with Wells Fargo Bank (up to \$4,500,000) dated September 16, 2009 bearing an interest rate of 2.5% above the Prime Rate in effect. The outstanding principal balance is due and payable in full on August 1, 2010. The line of credit requires the Organization to maintain a current ratio of not less than 1.00 to 1.00. The outstanding balance as of June 30, 2010 was \$1,614,832.

9. DEBT

	<u>2010</u>	2009
College for Certain Series 2010 School Facility Revenue Bonds in the amount of \$93,295,000 were issued effective April 1, 2010; with 7 bonds and ranging interest rate of 5.00% - 6.375%. The bond proceeds are to be used for the construction of new campuses. Principal and interest payments are due yearly beginning July 1, 2014. Final maturity is July 1, 2046.	\$ 93,295,000	\$ 0
Revenue Bonds, Series 2001A - Accumulated in a sinking fund in annual installments ranging from \$110,000 to \$760,000, plus interest at a rate of 7.25%. Secured by a pledge of all assets and revenues of the Lionel Wilson College Preparatory Academy. The original maturity of these bonds was in 2032, but the bonds were retired on April 1, 2010.	0	9,010,000
California School Finance Authority \$4,758,509 loan, effective June 27, 2007, bearing interest at 5.25%, for the construction of Rosa Parks Academy in Stockton under Proposition 47. Beginning July 2009, principal and interest payments in the amount of \$328,275 are due semi-annually. Final maturity is in 2037.	4,680,246	4,758,509
Pacific Charter School Development, Inc \$4,000,000 promissory note, effective April 1, 2010, bearing interest rate of 0%. Principal is payable twice a year beginning on August 15, 2010. Final maturity is June 30, 2019.	4,000,000	0

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

Charter Fund, Inc \$1,000,000 loan, effective February 8, 2008, bearing interest at 4.1%, to provide general support for the management of the organization. Beginning in 2009 through 2016, interest only payments of \$41,000 are due annually. Principal payments of \$500,000 are due in both 2015 and 2016. Final maturity is January 25, 2016.	1,000,000	1,000,000
Charter Fund, Inc \$1,000,000 loan, effective January 25, 2009, bearing interest at 4.1%, to provide general support for the management of the organization. Beginning in 2010 through 2017, interest only payments of \$41,000 are due annually. Principal payments of \$500,000 are due in both 2016 and 2017. Final maturity is January 25, 2017.	1,000,000	1,000,000
California Department of Education loans in the amount of \$807,000, effective December 2007, bearing interest at a rate of 4.73%. Principal is payable in three annual installments with the final amount due 2011.	275,805	551,606
California Department of Education \$250,000 loan, effective October 2007, bearing interest at a rate of 2.69%. Principal is payable in five annual installments of \$50,000. Final maturity is in 2014.	200,000	250,000
California Department of Education \$1,050,000 loans, effective March 2010, bearing interest at a rate of 0.53%. Principal is payable in five annual installments of \$210,000. Final maturity is in 2015.	1,050,000	0
California School Finance Authority \$457,252 loan, effective date and payment terms to be determined upon conversion to final apportionment for a new secondary school to be built in Los Angeles under Proposition 55.	457,251	457,252
Low Income Investment Fund \$547,210 promissory note, effective December 1, 2009, which Aspire withdrew \$340,511; bearing interest at a rate of 8%, and to be used for tenant improvements. Beginning December 2009, principal and interest payments in the amount of \$29,580 are due monthly.		
Final maturity is December 1, 2010.	144,891	0

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

Low Income Investment Fund \$2,798,000 promissory note, effective April 16, 2010, bearing interest at a rate of 7.25%, for the purchase of 58th street, Huntington Park. Of the \$2,798,000 available, only \$2,240,833 was withdrawn in 2009/10; the remaining amount of the loan is pending the final appraisal value of the property. Once the property is appraised Maturity date and payment plan will be established.	2,240,833	0
NCB Capital Impact \$310,000 loan, effective October 13, 2006, bearing interest at a rate of 7.625% per annum. Principal and interest payments in the amount of \$6,317 are due monthly.		
Final maturity is October 1, 2011.	95,463	161,102
Subtotal	108,439,489	17,188,469
Less current portions	(3,291,767)	(656,367)
Total Long-Term Debt	\$105,147,722	\$ 16,532,102

Future payments relating to debt were as follows as of June 30, 2010:

Year Ending June 30,	Principal	Interest	Total			
2011	\$ 3,291,767	\$ 6,133,147	\$ 9,424,914			
2012	442,240	5,936,581	6,378,821			
2013	488,324	5,929,236	6,417,560			
2014	1,439,865	5,922,034	7,361,899			
2015	1,376,100	5,864,090	7,240,190			
Thereafter	101,401,193	117,000,265	218,401,458			
Total	\$ 108,439,489	\$ 146,785,353	\$ 255,224,842			

10. CAPITALIZATION OF CONSTRUCTION DEBT INTEREST

While a facility is under construction, a portion of interest is capitalized into its cost in accordance with ASC 835, *Interest*. In summary, the capitalization of interest is applicable to the amount of interest that could have been avoided had the Organization not undertaken the building of a capital asset. The Organization evaluates capitalization of interest at the individual site level since the cash from one site would not be used to pay down the debt on another site.

The amount of capitalizable interest is determined by applying the debt interest rate to the average amount of accumulated expenditures for the building during the year. Interest costs of \$3,514,795 and \$1,922,516 were incurred related to debt during the years ended June 30, 2010 and 2009, respectively. During the years ended June 30, 2010 and 2009, \$596,633 and \$213,478 of interest was capitalized, respectively.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

11. LEASE COMMITMENTS

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Operating leases

The Organization leases buildings for administrative offices in Oakland and Stockton and leases land and buildings for school sites Berkeley, East Palo Alto, Empire, Los Angeles, Modesto, Oakland, Sacramento, and Stockton under various operating leases. The Organization also leases copiers at various school sites. It is unlikely that the Organization will cancel any of these leases before they expire. The aggregate minimum rental payments required under the terms of all operating leases as of June 30, 2010 were as follows:

Year Ending June 30,	Minimum Payments
2011	\$ 2,709,043
2012	2,298,071
2013	1,054,031
2014	822,067
2015	237,148
Total	\$ 7,120,360

Rental expense under operating leases was \$4,242,404 and \$3,250,692 for the years ended June 30, 2010 and 2009, respectively.

Capital leases

As discussed in Note 7, the Organization entered into a capital lease with Lodi Unified School District from January 1, 2005 through August 1, 2032. The property under capital lease is separately disclosed in Note 6 and consists of the Aspire River Oaks Charter School and the Aspire Benjamin Holt College Preparatory Academy school facilities in Lodi, California. The leased property is being depreciated over the term of the lease in accordance with ASC 840, *Leases*, and depreciation expense for the leased property is included in the total depreciation expense.

Future payments relating to this capital lease were as follows as of June 30, 2010:

Year Ending June 30,	Principal]	Interest	Total		
2011	\$	545,000	\$	833,713	\$	1,378,713	
2012		565,000		811,513		1,376,513	
2013		590,000		788,413		1,378,413	
2014		610,000		765,938		1,375,938	
2015		635,000		743,753		1,378,753	
Thereafter		15,990,000		7,249,306		23,239,306	
Total	\$	18,935,000	\$	11,192,636	\$	30,127,636	

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

The Organization entered into two leases for furniture that have a bargain purchase option at the termination of the lease in 2012 The monthly minimum lease payments required under the two leases are \$2,605 and \$1,614. The furniture is being depreciated over its useful life and is included in the total depreciation expense.

Year Ending June 30,	P	rincipal	Iı	nterest	Total		
2011	\$	44,759	\$	5,874	\$	50,633	
2012		32,491		1,266		33,757	
Total	\$	77,250	\$	7,140	\$	84,390	

Future payments relating to these capital leases were as follows as of June 30, 2010:

12. EMPLOYEE BENEFIT PLANS

Qualified employees are covered under multiple-employer defined benefit pension plans maintained by agencies of the State of California. Certificated employees are members of the California State Teachers' Retirement System (CalSTRS), and classified employees are members of the California Public Employees' Retirement System (CalPERS). All employees who are not members of CalSTRS or CalPERS must contribute to the federal Social Security system.

California Public Employees' Retirement System (CalPERS):

Plan Description

The Organization contributes to the School Employer Pool under the California Public Employees' Retirement System (CalPERS), a cost-sharing multiple-employee retirement system defined benefit pension plan administered by CalPERS. The plan provides retirement and disability benefits, annual cost-of-living adjustments, and death benefits to plan members and beneficiaries. Benefit provisions are established by state statutes, as legislatively amended, within the Public Employees' Retirement Law. CalPERS issues a separate comprehensive annual financial report that includes financial statements and required supplementary information. Copies of the CalPERS annual financial report may be obtained from the CalPERS Executive Office, 400 P Street, Sacramento, California 95814.

Funding Policy

Active plan members are required to contribute 7% of their salary (7% of monthly salary over \$133.33 if the member participates in Social Security), and the Organization is required to contribute an actuarially determined rate. The actuarial methods and assumptions used for determining the rate are those adopted by the CalPERS board of Administration. The required employer contribution rate for fiscal year ending June 30, 2010 and 2009 was 9.709% and 9.428% of annual payroll, respectively. The contribution requirements of the plan members are established by state statute. The Organization's contributions to CalPERS for the fiscal years ending June 30, 2010, 2009, and 2008 were \$907,453, \$704,812, and \$601,013, respectively, and equal 100% of the required contributions for each year.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

California State Teachers' Retirement Systems (CalSTRS):

Plan Description

The Organization contributes to the California State Teachers' Retirement Systems (CalSTRS), a cost-sharing multiple-employer public employee retirement system defined benefit pension plan administered by CalSTRS. The plan provides retirement, disability, and survivor benefits to beneficiaries. Benefit provisions are established by state statutes, as legislatively amended, within the State Teachers' Retirement Law. CalSTRS issues a separate comprehensive annual financial report that includes financial statements and required supplementary information. Copies of the CalSTRS annual financial report may be obtained from CALSTRS, 7667 Folsom Boulevard, Sacramento, California 95826.

Funding Policy

Active plan members are required to contribute 8% of their salary and the Organization is required to contribute an actuarially determined rate. The actuarial methods and assumptions used for determining the rate are those adopted by the CalSTRS Teachers' Retirement Board. The required employer contribution rate for the fiscal years ending June 30, 2010 and 2009 was 8.25% of annual payroll. The contribution requirements of the plan members are established by state statute. The Organization's contributions to CalSTRS for the fiscal years ending June 30, 2010, 2009, and 2008 were \$2,273,164, \$1,764,279, and \$1,551,191 respectively, and equal 100% of the required contributions for each year.

13. RESTRICTED NET ASSETS

At June 30, 2010 and 2009, temporarily restricted net assets consisted of unexpended grants restricted for the following purposes: curriculum development, implementation of literacy programs, purchase of classroom and library materials, staff training and development, and construction projects.

14. JOINT VENTURES

The Organization participates in two joint ventures under joint powers agreements (JPAs), the California Charter School Association (CCSA) and the Schools Excess Liability Fund (SELF).

CCSA and SELF arrange for and provide workers' compensation, property, and liability insurance coverage for their members, respectively. The JPAs are governed by boards consisting of a representative from each member. The boards control the operations of the JPAs, including selection of management and approval of operating budgets, independent of any influence by the member beyond their representation on the boards. Each member pays a premium commensurate with the level of coverage requested and shares surpluses and deficits proportionate to their participation in the JPAs.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

SUMMARY OF JPA COVERAGES

1. Workers' Compensation (CCSA)

JPA's SIR:	\$1,000,000
Excess Insurance:	To statutory limits

2. Property (CCSA)

Organization	
Deductible:	\$1,000
Coverage:	\$2,500,000 per occurrence
Excess Insurance:	None

3. Liability

Organization	
Deductible:	\$0 - \$5,000
Coverage	
(CCSA - SIR)	\$1,000,000
(Insurance Company of t	
	\$1,000,001 to \$5,000,000
(SELF)	\$5,000,001 to \$25,000,000

Complete separate financial statements for the JPAs may be obtained from:

SELF	1531 I Street, Suite 300, Sacramento, California 95814
CCSA	250 E. 1 st Street, Suite 1000, Los Angeles, California 90012

The latest condensed financial information available for the JPAs were as follows:

	SELF June 30, 2010	CCSA June 30, 2009			
Total Assets	<u>\$ 196,974,000</u>	\$ 6,894,247			
Total Liabilities Net Assets	\$ 160,464,000 36,510,000	\$ 6,674,631 219,616			
Total Liabilities and Equity	\$ 196,974,000	\$ 6,894,247			
Total Revenues Total Expenses	\$ 19,384,000 30,536,000	\$ 7,916,264 9,274,357			
Net Decrease in Net Assets	<u>\$ (11,152,000</u>)	<u>\$ (1,358,093)</u>			

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2010 (CONSOLIDATED) AND 2009

15. CONTINGENCIES

The Organization has received state and federal funds for specific purposes that are subject to review and audit by the grantor agencies. Although such audits could generate disallowances under terms of the grants, it is believed that any reimbursement, if required, would not be material.

The Organization has various outstanding claims and litigation. However, based on consultation with legal counsel, management believes that the ultimate resolution of these matters will not have a material adverse effect on the Organization's financial position or results of operations.

16. SUBSEQUENT EVENTS

The Organization's second line of credit with Raza Development Fund, Inc. (Note 8) was increased from \$500,000 to \$2,000,000 in July 2010. The interest rate on that line of credit increased to 7.625%. A Principal payment of \$1,000,000 was due on October 31, 2010. The remaining principal and all outstanding interest are due at the maturity date of December 30, 2010. The Organization advanced \$1,500,000 in July 2010.

The Organization's line of credit with Wells Fargo Bank (Note 8) was amended on July 29, 2010 to extend the maturity date to September 1, 2010. The entire principal balance was paid on August 20, 2010.

On August 24, 2010, the Organization entered into an agreement with NCB Capital Impact under which NCB Capital Impact would purchase up to \$5,000,000 of Revenue Anticipation Notes ("RANs"). On August 24, 2010, NCB Capital Impact purchase \$4,600,000 in RANs. Those RANs are secured by the receivables of certain of the Organization's schools.

In September, 2010, the Organization amended the terms of the California School Finance Authority \$4,758,509 loan to lower the interest rate to 2.20%.

SUPPLEMENTAL INFORMATION

CONSOLIDATING STATEMENT OF FINANCIAL POSITION JUNE 30, 2010

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											Page 1 of 3
	Aspi Mona Acade	rch	Aspire Lionel Wilson College Prep Academy	Aspire East Palo Alto Charter School	Aspire Millsmont Academy	Aspire Berkley Maynard Academy	Aspire California College Prep Academy	Aspire East Palo Alto Phoenix Academy	Aspire Millsmont Secondary Academy	Aspire ERES Academy	Total Bay Area Region
CURRENT ASSETS											
Cash and cash equivalents	\$ (7	5,939)	\$ (320,240)	\$ (710,367)	\$ (445,067)	\$ (7,394)	\$ (207,377)	\$ (380,661)	\$ (527,221)	\$ (314,389)	\$ (2,988,655)
Restricted cash Accounts receivable	1,04	6,616	1,172,020	1,221,327	672,426	1,108,354	377,160	630,726	741,783	584,423	7,554,835
Pledges receivable		-	, ,		-	, ,	-	-	,	-	
Prepaid expenses and deposits Deferred loss	1	5,000	-	-	10,000	-	11,000	11,250	-	4,863	52,113
Deferred charges							-	-			-
Intercompany Receivable							-				
Total current assets	98	5,677	851,780	510,960	237,359	1,100,960	180,783	261,315	214,562	274,897	4,618,293
NONCURRENT ASSETS Restricted cash Pledges receivable Deferred Rent Due Property and equipment, net Deferred loss Deferred charges	29	6,706	22,070	34,546	115,153	35,862	198,995	626,395	289,159	169,357	- 1,788,243
TOTAL ASSETS	\$ 1,28	2,383	\$ 873,850	\$ 545,506	\$ 352,512	\$ 1,136,822	\$ 379,778	\$ 887,710	\$ 503,721	\$ 444,254	\$ 6,406,536
CURRENT LIABILITIES Cash deficit Accounts payable Accrued expenses Deferred revenue Lines of credit Capital leases, current portion Debt, current portion Intercompany Payable Total current liabilities	3	1,779 4,866 - 2,544 - - 9,189	\$ 746,654 131,500 - - - 878,154	\$ 481,941 113,154 3,824 - - - 598,919	\$ 337,910 87,579 - 48,947 - - 474,436	\$ 586,131 131,518 - - - - - - - - - - - - - - - - - - -	\$ 113,533 66,467 	\$ 111,096 61,529 2,122 164,891 339,638	\$ 378,082 64,201 12,880 88,471 543,634	\$ 272,508 56,455 18,781 50,000 397,744	\$ 3,509,634 817,269 24,727 94,371 375,029 4,821,030
LONG-TERM DEBT Deferred Rent Due Capital leases Debt								80.000		200.000	280.000
Total liabilities	61	9,189	878,154	598,919	474,436	749,983	219,333	80,000 419,638	543,634	200,000 597,744	280,000 5,101,030
		,	,					· · · · ·			
NET ASSETS Unrestricted	63	0,016	(218,606)	(323,976)	(166,234)	371,417	(248,317)	261,799	(301,031)	(260,831)	(255,763)
Temporarily restricted		3,178	214,302	270,563	44,310	15,422	408,762	206,273	261,118	107,341	1,561,269
Total net assets		3,194	(4,304)	(53,413)	(121,924)	386,839	160,445	468,072	(39,913)	(153,490)	1,305,506
TOTAL LIABILITIES AND NET ASSETS	\$ 1,28	2,383	\$ 873,850	\$ 545,506	\$ 352,512	\$ 1,136,822	\$ 379,778	\$ 887,710	\$ 503,721	\$ 444,254	\$ 6,406,536
					-						

(A California Non-Profit Public Benefit Corporation)

CONSOLIDATING STATEMENT OF FINANCIAL POSITION JUNE 30, 2010

Alexander Aspire Aspire Aspire Aspire Aspire Vanguard Aspire Vincent Aspire Rosa University Summit Aspire River Beniamin Holt Capitol Langston Aspire Port College Twilight **Total Central** Charter Charter **Oaks Charter** College Prep Heights Prep Valley Shalvey Parks Hughes City College Prep Region Academy School Academy School Academy Academy Academy Academy Academy Academy Academy CURRENT ASSETS 453,750 343.262 (6.072) (323,905) (53.853) \$ (487,157) (143,985) Cash and cash equivalents \$ \$ 821.868 \$ \$ \$ 821.062 \$ \$ \$ (727, 472)\$ (254,171) \$ (731,297) \$ Restricted cash Accounts receivable 544,119 391,009 387,119 628,564 821,774 374,486 711,155 492,248 468,848 345,880 560,088 5,725,290 Pledges receivable 173 53,000 25,000 10,000 Prepaid expenses and deposits 13,750 6,667 6,250 114,840 Deferred loss (5,669)19,418 13,749 Deferred charges Intercompany Receivable Total current assets 998,042 1,212,877 744,131 616,823 1,662,254 57,248 657,302 (182, 224)6,691 101,709 (164,959)5,709,894 NONCURRENT ASSETS Restricted cash Pledges receivable Property and equipment, net 870,830 10,268 169,586 7,266,179 9,049,337 148,260 9,224,822 135,350 477,998 24,178 46,227 27,423,035 Deferred loss (122, 478)407,770 285,292 Deferred charges TOTAL ASSETS \$ 1,868,872 \$ 1,223,145 \$ 913,717 \$ 7,760,524 \$ 11,119,361 \$ 205,508 \$ 9,882,124 \$ (46,874) \$ 484,689 \$ 125,887 \$ (118,732) \$ 33,418,221 CURRENT LIABILITIES Cash deficit \$ \$ \$ 128.050 \$ \$ \$ Accounts payable 105,176 \$ 483.779 122,981 177,590 66,810 110,135 \$ 97,675 \$ 81,600 \$ 142,203 \$ 115,103 \$ 1,631,102 Accrued expenses 108.324 75,249 71,127 111,647 61,734 105,986 66,792 217,599 61,841 58,458 49,565 988.322 Deferred revenue 1.099 1,632 49,527 27.723 79,981 54,875 76,207 Lines of credit 21,332 _ --Capital leases, current portion 222.578 256.056 478.634 Debt, current portion 60.000 55.667 132.379 90.896 20.000 20.000 20,000 398,942 Intercompany Payable 62.056 62,056 Total current liabilities 180,425 554,906 255,960 413,461 599,632 244.144 460.113 250.412 223,746 261,295 271,150 3,715,244 LONG-TERM DEBT Deferred Rent Due Capital leases 7,510,476 8,640,110 16,150,586 4,747,867 104,567 80,000 80,000 80,000 5,092,434 Debt 180,425 554,906 255,960 7,923,937 9,239,742 244,144 5,207,980 354,979 303,746 341,295 351,150 24,958,264 Total liabilities NET ASSETS Unrestricted 1,683,318 661,874 581,645 (169, 253)1,713,717 (49,658)4,667,988 (434, 333)169,365 (235,884)(469,882) 8,118,897 11,022 Temporarily restricted 5,129 6,365 76,112 5.840 165,902 32,480 11,578 20,476 341,060 6,156 1,688,447 668,239 657,757 (163, 413)1,879,619 (38,636) 4,674,144 (401,853)180,943 (215,408)(469,882) 8,459,957 Total net assets 1.868.872 11.119.361 \$ 484,689 TOTAL LIABILITIES AND NET ASSETS \$ \$ 1.223.145 \$ 913,717 \$ 7,760,524 \$ \$ 205,508 \$ 9.882.124 \$ (46,874) \$ 125.887 \$ (118,732) \$ 33,418,221

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(A California Non-Profit Public Benefit Corporation)

CONSOLIDATING STATEMENT OF FINANCIAL POSITION JUNE 30, 2010

Antonio Aspire Huntington Aspire Maria Centennial Park Junior Aspire College Prep Charter Collegiate Titan Lugo Total LA Non Active **Total Aspire** Total Academy Academy School Academy Academy Region Sites Home Office Pubic Schools CFC, LLC Eliminations Consolidated CURRENT ASSETS 381.943 (220.587) \$(297.342) (207,580) \$ (372,997) \$ 3,785,723 \$ 72,506 \$ 72.506 Cash and cash equivalents \$ 28 \$ \$ (71.622)\$ \$ Restricted cash 43.681.303 43.681.303 Accounts receivable 376,291 813,031 399,511 623,067 537,161 2,749,061 229.123 16,258,309 16,258,309 Pledges receivable 3.547.276 3,547,276 3,547,276 244,788 Prepaid expenses and deposits 10,400 10.800 21,200 56,635 244,788 Deferred loss 13,749 13,749 Deferred charges 105.025 105.025 Intercompany Receivable 3.597.517 3.597.517 (3.597.517)Total current assets 386,719 1,194,974 338,689 402,480 239.819 2,562,681 (372,997)11,216,274 23,734,145 43,786,328 (3,597,517)63,922,956 NONCURRENT ASSETS Restricted cash 1 1 6,622,157 6,622,158 Pledges receivable 1.062.804 1.062.804 1.062.804 229.871 (229.871)Property and equipment, net 104,702 190,010 247,628 118,639 117,876 778,855 3,243,832 3,418,096 36,652,061 57,069,521 (1,032,128)92,689,454 Deferred loss 285,292 285,292 Deferred charges 3.675.882 3.675.882 \$ 1,384,984 TOTAL ASSETS \$ 491,421 \$ 586,317 \$ 521,119 \$ 357,695 \$ 3,341,536 \$ 2,870,835 \$ 15,697,175 \$ 61,734,303 \$ 111,383,759 \$ (4,859,516) \$ 168,258,546 CURRENT LIABILITIES \$ Cash deficit 250.665 \$ 250.665 \$ 250.665 \$ 197,685 \$ \$ 114.528 5,048,221 11,117,009 Accounts payable \$ 230,477 \$ 87,859 117,349 \$ 747,898 \$ 180,154 11,117,009 2,443,758 Accrued expenses 94,682 177,868 102.466 53,998 91,467 520,481 67,308 375.141 2,768,521 5,212,279 Deferred revenue 102.125 11.717 113.842 7.527 226.077 226.077 2,114,833 2,364,832 2,364,832 Lines of credit 13,177 28,614 37,630 79,421 --Capital leases, current portion 111.125 589,759 589,759 Debt, current portion 20.000 20,000 20.000 60.000 2,240,833 216,963 3.291.767 3.291.767 Intercompany Payable (62,056) 3.597.517 (3.597, 517)Total current liabilities 305,544 436,959 350.080 191.347 237.712 1.521.642 2,488,295 8,062,419 20,608,630 6.041.275 (3, 597, 517)23.052.388 LONG-TERM DEBT Deferred Rent Due 229.871 229.871 (229, 871)18,422,490 Capital leases 2,271,904 18,422,490 80,000 80,000 80,000 240,000 457,252 5,783,036 11,852,722 93,295,000 105,147,722 Debt 305,544 436,959 430,080 271,347 317,712 1,761,642 2,945,547 16,347,230 51,113,713 99,336,275 (3,827,388)146,622,600 Total liabilities NET ASSETS Unrestricted 129.177 634,085 62,228 201,337 (17,804)1,009,023 (455,601) (10, 475, 173)(2,058,617) 12,047,484 (1,032,128)8,956,739 94.009 48,435 380.889 9,825,118 56,700 313,940 57,787 570,871 12,679,207 12,679,207 Temporarily restricted 948,025 156,237 249,772 39,983 1,579,894 (74, 712)10,620,590 12,047,484 21,635,946 Total net assets 185,877 (650,055)(1,032,128)

\$ 3,341,536 \$ 2,870,835

\$ 61.734.303

\$ 15.697.175

\$ 111.383.759

586,317

\$

521.119

\$ 357,695

\$

\$ 1,384,984

TOTAL LIABILITIES AND NET ASSETS \$ 491,421

\$ (4.859,516) \$ 168,258,546

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(A California Non-Profit Public Benefit Corporation)

CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS JUNE 30, 2010

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	Aspire Monarch Academy	Aspire Lionel Wilson College Prep Academy	Aspire East Palo Alto Charter School	Aspire Millsmont Academy	Aspire Berkley Maynard Academy	Aspire California College Prep Academy	Aspire East Palo Alto Phoenix Academy	Aspire Millsmont Secondary Academy	Aspire ERES Academy	Total Bay Area Region
CHANGES IN UNRESTRICTED NET ASSETS	·	· · · ·	·		· _ · ·	· · · ·	· · · · ·			
SUPPORT AND REVENUE										
Private grants and contributions	\$ 2,652	\$ 2,600	\$ 168,636	\$ 2,197	\$ 5,750	\$ 7,875	\$ 102,657	\$-	\$ 950	\$ 293,317
Donated property and services	-	3,675	-	-	-	-	-	-	-	3,675
Federal revenue	416,103	572,861	444,732	265,764	\$ 386,282	176,995	430,260	\$ 620,268	\$ 468,100	3,781,365
Revenue limit sources:										
State aid portion of general purpose block grant	1,429,099	2,007,061	1,852,236	1,015,407	1,828,580	989,360	454,145	1,207,486	925,313	11,708,687
State revenue:										
Categorical block grant	375,684	325,335	414,042	186,117	293,861	109,864	99,014	188,007	151,561	2,143,485
All other state revenue	311,370	71,677	240,301	161,546	319,512	25,389	23,292	35,581	29,352	1,218,020
Local revenue:										
Cash in-lieu of property taxes	209,248	260,291	142,418	147,706	264,240	-	384,117	157,153	127,607	1,692,780
Interest income	-	37,115	-	-	-	-	-	-	-	37,115
All other local revenue	35,777	109,333	97,623	72,438	131,896	46,468	638,188	36,787	5,778	1,174,288
Subtotal	2,779,933	3,389,948	3,359,988	1,851,175	3,230,121	1,355,951	2,131,673	2,245,282	1,708,661	22,052,732
Net assets released from restrictions	345,604	1,019,540	102,788	418,808	604,881	553,584	7,207,307	464,792	156,662	10,873,966
Total support and revenue	3,125,537	4,409,488	3,462,776	2,269,983	3,835,002	1,909,535	9,338,980	2,710,074	1,865,323	32,926,698
PROGRAM EXPENSES	3,047,509	4,793,794	2 560 122	2 194 025	2 277 544	2,067,949	2,231,504	2,537,774	1,879,565	25 690 706
Educational programs	5,047,509	4,795,794	3,560,132	2,184,935	3,377,544	2,067,949	2,251,504	2,357,774	1,879,303	25,680,706
SUPPORTING SERVICES Site support Program development and expansion Administration and general										
Cost allocations and reserve	133,281	(137,775)	282,947	161,645	394,491	(42,491)	(193,357)	85,159	232,913	916,813
Total supporting services	133,281	(137,775)	282,947	161,645	394,491	(42,491)	(193,357)	85,159	232,913	916,813
Total expenses	3,180,790	4,656,019	3,843,079	2,346,580	3,772,035	2,025,458	2,038,147	2,622,933	2,112,478	26,597,519
OTHER INCOME										
TRANSFERS BETWEEN AFFILIATES	-	-	-	-	-	-	7,100,000	-	-	7,100,000
Increase (Decrease) in Unrestricted Net Assets	(55,253)	(246,531)	(380,303)	(76,597)	62,967	(115,923)	200,833	87,141	(247,155)	(770,821)
CHANGES IN TEMPORARILY RESTRICTED NET ASSETS:										
Private grants and contributions	20,331	264,373	30,348	27,199	10,381	341,825	7,177,884	102,613	175,149	8,150,103
Federal and state revenue	203,493	574,690	166,477	357,709	479,926	265,430	49,677	300,386	88,854	2,486,642
Net assets released from restrictions	(345,604)	(1,019,540)	(102,788)	(418,808)	(604,881)	(553,584)	(7,207,307)	(464,792)	(156,662)	(10,873,966)
Increase (Decrease) in Temporarily Restricted Net Assets	(121,780)	(180,477)	94,037	(33,900)	(114,574)	53,671	20,254	(61,793)	107,341	(237,221)
INCREASE (DECREASE) IN NET ASSETS	(177,033)	(427,008)	(286,266)	(110,497)	(51,607)	(62,252)	221,087	25,348	(139,814)	(1,008,042)
NET ASSETS - Beginning of Year	840,227	422,704	232,853	(11,427)	438,446	222,697	246,985	(65,261)	-	2,327,224
NET ASSETS TRANSFERS									(13,676)	(13,676)
NET ASSETS - End of Year	\$ 663,194	\$ (4,304)	\$ (53,413)	\$ (121,924)	\$ 386,839	\$ 160,445	\$ 468,072	\$ (39,913)	\$ (153,490)	\$ 1,305,506

(A California Non-Profit Public Benefit Corporation)

CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS JUNE 30, 2010

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	Aspire Vincent Shalvey Academy	Aspire University Charter School	Aspire Summit Charter Academy	Aspire River Oaks Charter School	Aspire Benjamin Holt College Prep Academy	Aspire Capitol Heights Academy	Aspire Rosa Parks Academy	Aspire Langston Hughes Academy	Aspire Port City Academy	Aspire Vanguard College Prep Academy	Aspire Alexander Twilight College Prep Academy	Total Central Valley Region
CHANGES IN UNRESTRICTED NET ASSETS SUPPORT AND REVENUE												
Private grants and contributions	\$ 14,786	\$ 2,000	\$ 188	\$ 212	\$ 19,922	\$-	\$ 284	\$ 2,189	\$ 1,830	\$ 585	\$ -	\$ 41,996
Donated property and services	-	-	-	-	-	-		-	-		-	-
Federal revenue	60,658	72,580	335,986	226,324	129,158	253,464	236,040	439,632	208,392	363,767	518,628	2,844,629
Revenue limit sources:												
State aid portion of general purpose block grant	1,198,998	858,538	1,293,513	1,249,189	2,255,898	681,884	1,336,408	1,117,638	1,198,042	668,041	1,617,755	13,475,904
State revenue:												
Categorical block grant	178,311	123,901	201,362	221,310	287,348	168,228	309,057	162,661	158,967	102,224	207,241	2,120,610
All other state revenue	301,621	196,573	219,778	307,764	73,378	175,607	298,401	34,672	191,350	23,830	42,886	1,865,860
Local revenue:												
Cash in-lieu of property taxes	429,092	316,791	288,377	431,603	693,918	283,458	281,222	217,454	-	335,305	-	3,277,220
Interest income	-	226	376	39	45	-	505	254	1,046	20	108	2,619
All other local revenue	124,416	67,591	55,353	83,931	105,589	52,763	75,363	66,966	2,790	84,378	61,009	780,149
Subtotal	2,307,882	1,638,200	2,394,933	2,520,372	3,565,256	1,615,404	2,537,280	2,041,466	1,762,417	1,578,150	2,447,627	24,408,987
Net assets released from restrictions	239,306	196,235	491,807	393,222	605,258	243,277	382,342	592,385	359,748	473,968	288,100	4,265,648
Total support and revenue	2,547,188	1,834,435	2,886,740	2,913,594	4,170,514	1,858,681	2,919,622	2,633,851	2,122,165	2,052,118	2,735,727	28,674,635
PROGRAM EXPENSES												
Educational programs	2,407,823	1,801,612	2,915,072	2,834,592	3,932,051	1,785,535	3,304,157	2,720,005	1,993,856	1,870,608	2,946,344	28,511,655
SUPPORTING SERVICES Site support Program development and expansion Administration and general												
Cost allocations and reserve	387,900	88,761	281,858	165,690	18,517	146,826	(209,472)	247,489	69,077	397,790	243,256	1,837,692
Total supporting services	387,900	88,761	281,858	165,690	18,517	146,826	(209,472)	247,489	69,077	397,790	243,256	1,837,692
Total expenses	2,795,723	1,890,373	3,196,930	3,000,282	3,950,568	1,932,361	3,094,685	2,967,494	2,062,933	2,268,398	3,189,600	30,349,347
OTHER INCOME												
TRANSFERS BETWEEN AFFILIATES	-	-	(140,089)	-	-	(12,000)	-	_	(45,000)	-	-	(197,089)
Increase (Decrease) in Unrestricted Net Assets	(248,535)	(55,938)	(170,101)	(86,688)	219,946	(61,680)	(175,063)	(333,643)	104,232	(216,280)	(453,873)	(1,477,623)
					·							
CHANGES IN TEMPORARILY RESTRICTED NET ASS	ETS:											
Private grants and contributions	315	215	281	281	381	232	298	276,199	182	412,166	150,199	840,749
Federal and state revenue	130,143	113,494	346,292	267,403	376,602	158,648	228,207	244,102	246,819	82,278	137,901	2,331,889
Net assets released from restrictions	(239,306)	(196,235)	(491,807)	(393,222)	(605,258)	(243,277)	(382,342)	(592,385)	(359,748)	(473,968)	(288,100)	(4,265,648)
Increase (Decrease) in Temporarily Restricted Net Assets	(108,848)	(82,526)	(145,234)	(125,538)	(228,275)	(84,397)	(153,837)	(72,084)	(112,747)	20,476		(1,093,010)
INCREASE (DECREASE) IN NET ASSETS	(357,383)	(138,464)	(315,335)	(212,226)	(8,329)	(146,077)	(328,900)	(405,727)	(8,515)	(195,804)	(453,873)	(2,570,633)
NET ASSETS - Beginning of Year	2,045,830	806,703	973,092	48,813	1,887,948	107,441	5,003,044	3,874	189,458	-	-	11,066,203
NET ASSETS TRANSFERS			-			-			-	(19,604)	(16,009)	(35,613)
NET ASSETS - End of Year	\$ 1,688,447	\$ 668,239	\$ 657,757	\$ (163,413)	\$ 1,879,619	\$ (38,636)	\$ 4,674,144	\$ (401,853)	\$ 180,943	\$ (215,408)	\$ (469,882)	\$ 8,459,957

(A California Non-Profit Public Benefit Corporation)

CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS JUNE 30, 2010

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	Aspire Antonio Maria Lugo Academy	Aspire Centennial College Prep Academy	Aspire Huntington Park Charter School	Aspire Junior Collegiate Academy	Aspire Titan Academy	Total LA Region	Non Active Sites	Home Office	Total Aspire Public Schools	CFC, LLC	Eliminations	Total Consolidated
CHANGES IN UNRESTRICTED NET ASSETS SUPPORT AND REVENUE		· · · · ·										
Private grants and contributions	\$ 71	\$ 1,180	\$ 1,049	\$ 1,200	\$ 2,440	\$ 5,940	\$-	\$ 841,381	\$ 1,182,634	\$ 11,776,267	\$ (11,776,267)	\$ 1,182,634
Donated property and services	-	-	-	36,986	36,986	73,972		29,200	106,847			106,847
Federal revenue Revenue limit sources:	333,450	566,429	606,834	326,010	529,824	2,362,547	-	320,969	9,309,510			9,309,510
State aid portion of general purpose block grant	653,827	1,917,976	668,126	1,323,308	1,249,546	5,812,783	-	-	30,997,374			30,997,374
State revenue:	221 501	105 252	217.025	242.426	260.275	1 2 4 5 5 7 0			5 (20) (7)			5 (00 (51
Categorical block grant	231,581	405,272	217,025	243,426	268,275	1,365,579	-	-	5,629,674			5,629,674
All other state revenue	127,711	70,377	158,745	126,079	35,097	518,009	-	162,025	3,763,914			3,763,914
Local revenue:		713 071	2 22 (22									6 8 68 4 99
Cash in-lieu of property taxes	295,739	713,961	283,489	-	-	1,293,189	-	-	6,263,189			6,263,189
Interest income	-	-		1,046	108	1,154	-	218	41,106	471	(1. (21.000)	41,577
All other local revenue	12,795	148,210	5,593	8,768	7,492	182,858		584,507	2,721,802	1,631,080	(1,631,080)	2,721,802
Subtotal	1,655,174	3,823,405	1,940,861	2,066,823	2,129,768	11,616,031	-	1,938,300	60,016,050	13,407,818	(13,407,347)	60,016,521
Net assets released from restrictions	297,363	976,582 4,799,987	295,716	<u>507,955</u> 2,574,778	224,646	2,302,262	76,363	7,459,388	24,977,627 84,993,677	13.407.818	(13,407,347)	24,977,627 84,994,148
Total support and revenue	1,952,537	4,799,987	2,236,577	2,574,778	2,354,414	13,918,295	/6,363	9,397,688	84,995,677	13,407,818	(13,407,347)	84,994,148
PROGRAM EXPENSES												
Educational programs	1,909,083	4,332,783	2,086,064	2,180,991	2,103,836	12,612,757	240,808	0	67,045,926	1,360,334	(1,631,080)	66,775,180
SUPPORTING SERVICES												
Site support								6,917,709	6,917,709			6,917,709
Program development and expansion								3,170,006	3,170,006			3,170,006
Administration and general								3,306,784	3,306,784	-		3,306,784
Cost allocations and reserve	81,235	369,747	54,875	197,103	234,470	937,430		(3,691,935)				-
Total supporting services	81,235	369,747	54,875	197,103	234,470	937,430		9,702,564	13,394,499			13,394,499
Total expenses	1,990,318	4,702,530	2,140,939	2,378,094	2,338,306	13,550,187	240,808	9,702,564	80,440,425	1,360,334	(1,631,080)	80,169,679
•										,,		
OTHER INCOME				(15,000)		(15,000)		1,032,128	1,032,128		(1,032,128)	-
TRANSFERS BETWEEN AFFILIATES	- (27.701)	-	-	(45,000)	- 16 100	(45,000)	(1 < 4 4 4 5)	4,918,356	11,776,267	10.047.404	(11,776,267)	-
Increase (Decrease) in Unrestricted Net Assets	(37,781)	97,457	95,638	241,684	16,108	413,106	(164,445)	(4,191,104)	(6,190,887)	12,047,484	1,032,128	4,824,469
CHANGES IN TEMPORARILY RESTRICTED NET	ASSETS.											
Private grants and contributions	ASSE15:			25.000	175.000	200.000		8,291,641	17.482.493			17.482.493
Federal and state revenue	257,911	688,687	296,604	320,233	175,000	200,000	-	257,632	6,747,031			6,747,031
Net assets released from restrictions	(297,363)	(976,582)	(295,716)	(507,955)	(224,646)	(2,302,262)	(76,363)	(7,459,388)	(24,977,627)			(24,977,627)
Net assets released from restrictions	(297,303)	(970,382)	(293,710)	(307,933)	(224,040)	(2,302,202)	(70,503)	(7,439,388)	(24,977,027)			(24,977,027)
Increase (Decrease) in Temporarily Restricted Net Assets	(39,452)	(287,895)	888	(162,722)	57,787	(431,394)	(76,363)	1,089,885	(748,103)			(748,103)
INCREASE (DECREASE) IN NET ASSETS	(77,233)	(190,438)	96,526	78,962	73,895	(18,288)	(240,808)	(3,101,219)	(6,938,990)	12,047,484	1,032,128	4,076,366
NET ASSETS - Beginning of Year	263,110	1,138,463	59,711	170,810	-	1,632,094	149,246	2,384,813	17,559,580			17,559,580
NET ASSETS TRANSFERS					(33,912)	(33,912)	16,850	66,351				
NET ASSETS - End of Year	\$ 185,877	\$ 948,025	\$ 156,237	\$ 249,772	\$ 39,983	\$ 1,579,894	\$ (74,712)	\$ (650,055)	\$ 10,620,590	\$ 12,047,484	\$ 1,032,128	\$ 21,635,946

(A California Non-Profit Public Benefit Corporation)

CONSOLIDATING SCHEDULE OF FUNCTIONAL EXPENSES YEAR ENDED JUNE 30, 2010

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						Program	n Expenses			
	Aspire Monarch Academy	Aspire Lionel Wilson College Prep Academy	Aspire East Palo Alto Charter School	Aspire Millsmont Academy	Aspire Berkley Maynard Academy	Aspire California College Prep Academy	Aspire East Palo Alto Phoenix Academy	Aspire Millsmont Secondary	Aspire ERES Academy	Total Bay Area Region
Certificated salaries	\$ 1,208,132	\$ 1,452,663	\$ 1,254,756	\$ 828,913	\$ 1,400,176	\$ 725,022	\$ 745,739	\$ 886,226	\$ 689,033	\$ 9,190,660
Classified salaries	479,965	603,002	471,137	306,108	344,468	297,253	210,487	373,973	207,697	3,294,090
Employee benefits	440,321	532,653	462,413	277,876	446,306	257,204	243,993	345,817	212,864	3,219,447
Books and supplies	277,578	392,790	299,915	173,387	346,548	145,104	222,664	241,516	259,576	2,359,078
Services and other operating expenses	593,387	1,490,422	1,038,277	548,363	768,044	513,827	479,838	574,760	333,670	6,340,588
Depreciation and amortization	40,613	232,552	22,292	33,838	56,075	126,411	309,833	78,531	31,836	931,981
Capital outlay	7,513	89,712	11,342	16,450	15,927	3,128	18,950	36,951	144,889	344,862
Total	\$ 3,047,509	\$ 4,793,794	\$ 3,560,132	\$ 2,184,935	\$ 3,377,544	\$ 2,067,949	\$ 2,231,504	\$ 2,537,774	\$ 1,879,565	\$ 25,680,706

	Program Expenses											
	Aspire Vincent Shalvey Academy	Aspire University Charter School	Aspire Summit Charter Academy	Aspire River Oaks Charter School	Aspire Benjamin Holt College Prep Academy	Aspire Capitol Heights Academy	Aspire Rosa Parks Academy	Aspire Langston Hughes Academy	Aspire Port City Academy	Aspire Vanguard College Prep Academy	Aspire Alexander Twilight College Prep	Total Central Valley Region
Certificated salaries	\$ 1,180,094	\$ 682,158	\$ 1,049,093	\$ 946,731	\$ 1,554,382	\$ 661,115	\$ 1,254,480	\$ 952,781	\$ 710,274	\$ 802,373	\$ 1,002,994	\$ 10,796,475
Classified salaries	222,226	169,437	328,875	355,891	288,498	268,046	185,053	471,211	293,057	186,516	331,239	3,100,049
Employee benefits	331,181	215,916	365,782	328,075	454,125	251,045	353,150	347,200	284,393	219,054	316,903	3,466,824
Books and supplies	102,552	88,174	252,448	170,223	214,292	189,969	126,154	158,006	65,159	166,735	388,528	1,922,240
Services and other operating expenses	402,134	615,801	751,091	704,938	1,044,282	314,939	1,035,289	626,749	550,168	466,118	848,486	7,359,995
Depreciation and amortization	100,661	19,192	138,239	300,888	364,494	89,563	326,296	89,940	82,214	10,941	2,051	1,524,479
Capital outlay	68,975	10,934	29,544	27,846	11,978	10,858	23,735	74,118	8,591	18,871	56,143	341,593
Total	\$ 2,407,823	\$ 1,801,612	\$ 2,915,072	\$ 2,834,592	\$ 3,932,051	\$ 1,785,535	\$ 3,304,157	\$ 2,720,005	\$ 1,993,856	\$ 1,870,608	\$ 2,946,344	\$ 28,511,655

CONSOLIDATING SCHEDULE OF FUNCTIONAL EXPENSES YEAR ENDED JUNE 30, 2010

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	Program Expenses											
	Aspire Antonio Maria Lugo Academy	Aspire Centennial College Prep Academy	Aspire Huntington Park Charter School	Aspire Junior Collegiate Academy	Aspire Titan Academy	Total Los Angeles Region	Non Active Sites	Active Public Schools			Total Isolidated Program Expenses	
Certificated salaries	\$ 646,042	\$ 1,471,793	\$ 742,113	\$ 840,336	\$ 809,382	\$ 4,509,666	\$ 69,470	\$ 24,566,271			\$ 24,566,271	
Classified salaries	252,851	662,604	259,778	182,309	193,449	1,550,991	10,521	7,955,651			7,955,651	
Employee benefits	228,097	519,320	249,139	247,559	222,439	1,466,554	9,998	8,162,823			8,162,823	
Books and supplies	165,386	440,408	222,573	256,986	308,444	1,393,797	2,731	5,677,846			5,677,846	
Services and other operating expenses	560,252	1,134,771	469,635	578,266	493,544	3,236,468	83,965	17,021,016	1,179,726	(1,631,080)	16,569,662	
Depreciation and amortization	51,959	53,925	120,430	58,071	19,680	304,065	-	2,760,525	180,608		2,941,133	
Capital outlay	4,496	49,962	22,396	17,464	56,898	151,216	64,123	901,794			901,794	
Total	\$ 1,909,083	\$ 4,332,783	\$ 2,086,064	\$ 2,180,991	\$ 2,103,836	\$ 12,612,757	\$ 240,808	\$ 67,045,926	\$ 1,360,334	\$(1,631,080)	\$ 66,775,180	

(A California Non-Profit Public Benefit Corporation)

CONSOLIDATING SCHEDULE OF FUNCTIONAL EXPENSES YEAR ENDED JUNE 30, 2010

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		Supporting Services												
	Site support		Development and expansion		Administrative and general		Total Aspire Public Schools _ supporting expenses _		CFC, LLC		Eliminations		C	Total onsolidated
Certificated salaries	\$	2,019,844	\$	575,273	\$	858,842	\$	3,453,959					\$	3,453,959
Classified salaries		2,693,254		767,068		1,145,160		4,605,482						0 4,605,482 0
Employee benefits		1,206,694		343,679		513,101		2,063,474						2,063,474
Books and supplies		317,400				208,975		526,375						0 526,375 0
Services and other operating expenses		590,820		1,394,289		238,384		2,223,493						2,223,493
Depreciation and amortization		89,697		89,697		92,414		271,808						0 271,808 0
Capital outlay						249,908		249,908						249,908
Total	\$	6,917,709	\$	3,170,006	\$	3,306,784	\$	13,394,499	\$	-	\$		\$	13,394,499