

HARLEM SUCCESS ACADEMY CHARTER SCHOOL

(A Not-For-Profit Corporation)

FINANCIAL STATEMENTS

JUNE 30, 2011 AND 2010

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
FINANCIAL STATEMENTS  
JUNE 30, 2011 AND 2010

CONTENTS

	<u>PAGE</u>
INDEPENDENT AUDITORS' REPORT	1
FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION:	
Statements of financial position	2
Statements of activities	3
Statements of cash flows	4
Notes to the financial statements	5 - 11
Independent auditors' report on supplementary information	12
Schedule of functional expenses	13
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	14 - 15

FRUCHTER ROSEN & COMPANY, P.C.  
CERTIFIED PUBLIC ACCOUNTANTS  
156 WEST 56<sup>TH</sup> STREET  
NEW YORK, NEW YORK 10019

TEL: (212) 957-3600  
FAX: (212) 957-3696

INDEPENDENT AUDITORS' REPORT

TO THE BOARD OF TRUSTEES  
HARLEM SUCCESS ACADEMY CHARTER SCHOOL

We have audited the accompanying statements of financial position of Harlem Success Academy Charter School (the "School") (a not-for-profit corporation) as of June 30, 2011 and 2010, the related statements of activities, and cash flows for years then ended. These financial statements are the responsibility of the School's management. Our responsibility is to express an opinion on these financial statements based on our audits. The prior period summarized comparative information has been derived from the School's 2010 financial statements and, in our report dated September 15, 2010, we expressed an unqualified opinion on those financial statements.

We conducted our audits 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 audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe 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 School as of June 30, 2011 and 2010, 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.

In accordance with *Government Auditing Standards*, we have also issued our report dated September 23, 2011 on our consideration of the School's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grants. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and on 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 read in conjunction with this report in considering the results of our audits.

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

New York, New York  
September 23, 2011

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
STATEMENTS OF FINANCIAL POSITION  
JUNE 30,

	2011	2010
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 780,804	\$ 506,676
Grants and contracts receivable	193,224	132,094
Prepaid expenses	1,177	76,707
Other current assets	-	697
Total current assets	975,205	716,174
Property and equipment, net of accumulated depreciation and amortization of \$593,736 and \$375,615, respectively	1,032,814	956,075
Long-term investments	2,503,881	1,000,000
Restricted cash	78,452	77,826
<b>TOTAL ASSETS</b>	<b>\$ 4,590,352</b>	<b>\$ 2,750,075</b>
 <b>LIABILITIES AND UNRESTRICTED NET ASSETS</b>		
Current liabilities:		
Accounts payable and accrued expenses	\$ 157,025	\$ 95,055
Accrued payroll and payroll taxes	298,663	201,732
Due to related party	67,142	278,476
Total current liabilities	522,830	575,263
Unrestricted net assets	4,067,522	2,174,812
<b>TOTAL LIABILITIES AND UNRESTRICTED NET ASSETS</b>	<b>\$ 4,590,352</b>	<b>\$ 2,750,075</b>

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

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
STATEMENTS OF ACTIVITIES  
FOR THE YEARS ENDED JUNE 30,

	2011	2010
Revenue and support:		
State and local per pupil operating revenue	\$ 8,927,156	\$ 6,794,365
Federal grants	485,332	465,806
State and city grants	52,428	64,072
Contributions and private grants	2,866	1,305
Donated services	84,603	11,756
Interest and other income	14,694	10,465
	9,567,079	7,347,769
Expenses:		
Program services		
Regular education	5,652,349	4,667,923
Special education	602,906	523,940
Total program services	6,255,255	5,191,863
Supporting service		
Management and general	1,419,114	978,102
	7,674,369	6,169,965
Changes in unrestricted net assets	1,892,710	1,177,804
Unrestricted net assets - beginning of year	2,174,812	997,008
Unrestricted net assets - end of year	\$ 4,067,522	\$ 2,174,812

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

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
STATEMENTS OF CASH FLOWS  
FOR THE YEARS ENDED JUNE 30,

	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES		
Changes in unrestricted net assets	\$ 1,892,710	\$ 1,177,804
Adjustments to reconcile changes in unrestricted net assets to net cash provided by operating activities:		
Depreciation and amortization	223,975	176,583
Loss on abandonment of property and equipment	1,124	-
Changes in certain assets and liabilities:		
(Increase) Decrease in grants and contracts receivable	(61,130)	135,370
Decrease (Increase) in prepaid expense	75,530	(27,909)
Decrease in other current assets	697	84,523
(Increase) in restricted cash	(626)	(1,060)
Increase (Decrease) in accounts payable and accrued expenses	61,970	(11,055)
Increase in accrued payroll and payroll taxes	96,931	24,265
(Decrease) Increase in due to related party	(211,334)	117,024
NET CASH PROVIDED BY OPERATING ACTIVITIES	2,079,847	1,675,545
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property and equipment	(301,838)	(424,040)
Long-term investments	(1,503,881)	(1,000,000)
NET CASH (USED IN) INVESTING ACTIVITIES	(1,805,719)	(1,424,040)
NET INCREASE IN CASH AND CASH EQUIVALENTS	274,128	251,505
CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR	506,676	255,171
CASH AND CASH EQUIVALENTS - END OF YEAR	\$ 780,804	\$ 506,676

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

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
NOTES TO FINANCIAL STATEMENTS  
JUNE 30, 2011 AND 2010

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

Nature of Organization

Harlem Success Academy Charter School (the "School") is a New York State, not-for-profit educational corporation that was incorporated on January 10, 2006 to operate a Charter School pursuant to Article 56 of the Education Law of the State of New York. The School was granted a provisional charter on January 10, 2006 valid for a term of five years and renewable upon expiration by the Board of Regents of the University of the State of New York. The School renewed its charter for an additional five-year term. The School is dedicated to providing a high quality education to primarily disadvantaged students; to prevent the achievement gap from rising. Classes commenced in Harlem, New York, in August 2006 and the School provided education to approximately 610 students in grades kindergarten through fifth during the 2010-2011 academic year.

The School shares space with a New York City public school beginning in August 2006. The School is not responsible for rent, utilities, custodial services, maintenance and school safety services other than security related to the school's programs that take place outside the district's school day.

Food Service

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

Tax Status

The School is exempt from Federal income tax under Section 501(a) of the Internal Revenue Code as an organization described in Section 501(c)(3) and a similar provision under New York State income tax laws. The School has also been classified as an entity that is not a private foundation within the meaning of Section 509(a) and qualifies for deductible contributions as provided in section 170(b)(1)(A)(ii). The School did not have net unrelated business income for the years ended June 30, 2011 and 2010.

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

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
NOTES TO FINANCIAL STATEMENTS  
JUNE 30, 2011 AND 2010

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

Basis of Presentation

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

Unrestricted

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

Temporarily Restricted

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

Permanently Restricted

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

As of June 30, 2011 and 2010, the School had no temporarily or permanently restricted net assets.

Revenue and Support

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

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

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
NOTES TO FINANCIAL STATEMENTS  
JUNE 30, 2011 AND 2010

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

Cash and Cash Equivalents

For the purpose of the Statement of Cash Flows, the School considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Concentration of Credit Risk

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

Restricted Cash

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

Property and Equipment

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

Equipment	5 years
Furniture and fixtures	7 years
Website development	3 years
Software	3 years
Leasehold improvements	15 years

Refundable Advances and Deferred Revenue

The School records certain government grants and contracts as refundable advances and deferred revenue until related services are performed, at which time it is recognized as revenue.

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
NOTES TO FINANCIAL STATEMENTS  
JUNE 30, 2011 AND 2010

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

Reclassifications

Certain 2010 accounts have been reclassified to the 2011 Financial Statements presentation. The reclassification has no effect on 2010 total assets, liabilities, net assets, and change in net assets.

NOTE 2 - GRANTS AND CONTRACTS RECEIVABLE

Grants and contracts receivable consist of federal and city entitlements and grants. The School expects to collect these receivables within one year.

NOTE 3 - FAIR VALUE MEASUREMENTS

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

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

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

The primary uses of fair value measures in the School's financial statements are:

- initial measurement of noncash gifts, including gifts of investment assets and unconditional promises to give.
- recurring measurement of investments.

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
NOTES TO FINANCIAL STATEMENTS  
JUNE 30, 2011 AND 2010

NOTE 3 - FAIR VALUE MEASUREMENTS (Continued)

The School's investments at June 30, 2011 and 2010, consisted of certificate of deposits in the amount of \$2,503,881 and \$1,000,000, respectively, which is classified as level 1 in the fair value hierarchy.

NOTE 4 - PROPERTY AND EQUIPMENT

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

	2011	2010
Equipment	\$ 751,524	\$ 635,802
Furniture and fixture	412,607	287,959
Website design	20,583	18,400
Software	49,301	49,920
Leasehold improvements	392,535	339,609
	1,626,550	1,331,690
Less: Accumulated depreciation and amortization	593,736	375,615
	\$ 1,032,814	\$ 956,075

Depreciation and amortization expense was \$223,975 and \$176,583, for the years ended June 30, 2011 and 2010, respectively.

NOTE 5 - RELATED PARTY TRANSACTIONS

The School is an affiliate of Success Charter Network (the "Network"), a not-for-profit charter management organization dedicated to helping start and manage charter schools, provide management and other administrative support services to the schools.

Pursuant to the terms of the latest Academic and Business Service Agreement by and between the Network and the School, dated November 2008, the Network shall provide educational management and operational services to the School. As compensation to the Network for these services rendered, the School shall pay to the Network an amount each year equal to the total full-time equivalent enrollment of students in the School multiplied by "the per pupil fee". The per pupil fee shall be increased or decreased each year by the percentage increase or decrease in the Final Adjusted Expense Per Pupil for charter schools in the New York City school district commencing with and including the 2008-2009 school year. The per pupil fee was \$1,352 and \$1,243 for the years ended June 30, 2011 and 2010, respectively. For operational efficiency and purchasing power, the School also shares expenses with eight other charter schools related by common management.

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
NOTES TO FINANCIAL STATEMENTS  
JUNE 30, 2011 AND 2010

NOTE 5 - RELATED PARTY TRANSACTIONS (Continued)

For the years ended June 30, 2011 and 2010, the School incurred \$824,903 and \$642,531 in management fees, respectively, and there were no material transactions between the School and the related charter schools. The balance due to the Network from the School at June 30, 2011 and 2010 amounted to \$67,142 and \$278,476, respectively. This balance represents expenses paid by the Network on behalf of the School. The School fully repaid this balance prior to the issuance of this report.

NOTE 6 - CONTINGENCY

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

NOTE 7 - REVENUE CONCENTRATION

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

NOTE 8 - FUNCTIONAL ALLOCATION OF EXPENSE

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

NOTE 9 - DONATED SERVICES

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

The School received legal services at no charge. The value of these services meets the criteria for recognition in the financial statements and was recorded at fair value of \$84,603 and \$5,000 for the years ended June 30, 2011 and 2010, respectively. In addition, \$0- and \$6,756 of in-kind advertising was donated to the School during the years ended June 30, 2011 and 2010, respectively.

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
NOTES TO FINANCIAL STATEMENTS  
JUNE 30, 2011 AND 2010

NOTE 10 - RETIREMENT PLAN

The School maintains a pension plan qualified under Internal Revenue Code 403(b), for the benefit of its eligible employees. Under the plan, the School will match employee contributions up to 3% of annual compensation. Employer match for the years ended June 30, 2011 and 2010 amounted to \$75,168 and \$49,600, respectively.

NOTE 11 - SUBSEQUENT EVENTS

In preparing these financial statements, the School has evaluated events and transactions for potential recognition or disclosure through September 23, 2011, the date the financial statements were available to be issued.

FRUCHTER ROSEN & COMPANY, P.C.  
CERTIFIED PUBLIC ACCOUNTANTS  
156 WEST 56<sup>TH</sup> STREET  
NEW YORK, NEW YORK 10019

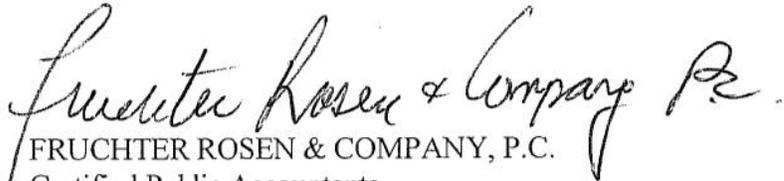
---

TEL: (212) 957-3600  
FAX: (212) 957-3696

INDEPENDENT AUDITORS' REPORT  
ON SUPPLEMENTARY INFORMATION

TO THE BOARD OF TRUSTEES  
HARLEM SUCCESS ACADEMY CHARTER SCHOOL

Our report on our audits of the basic financial statements of Harlem Success Academy Charter School (a not-for-profit corporation) as of June 30, 2011 and 2010, appears on Page 1. We conducted our audits in accordance with auditing standards generally accepted in the United States of America for the purpose of forming an opinion on the basic financial statements taken as a whole. The schedule of functional expenses is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements as a whole.

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

New York, New York  
September 23, 2011

HARLEM SUCCESS ACADEMY CHARTER SCHOOL  
(A Not-For-Profit Corporation)  
SCHEDULE OF FUNCTIONAL EXPENSES  
FOR THE YEARS ENDED JUNE 30,

	2011				Total	2010
	Regular Education	Special Education	Total Program Service	Management and General		
Salaries	\$ 3,296,133	\$ 326,078	\$ 3,622,211	\$ 349,512	\$ 3,971,723	\$ 3,147,760
Payroll taxes and employee benefits	779,972	77,161	857,133	82,707	939,840	704,074
Professional development	91,758	13,240	104,998	-	104,998	77,597
Legal	-	-	-	84,603	84,603	5,000
Audit and accounting	-	-	-	12,025	12,025	13,350
Professional fees - other	15,700	1,553	17,253	1,665	18,918	88,658
Travel and entertainment	23,447	2,320	25,767	2,486	28,253	37,310
Student food service	154,835	22,342	177,177	-	177,177	113,187
Instructional supplies and textbooks	483,329	69,742	553,071	-	553,071	415,343
Management fee	-	-	-	824,903	824,903	642,531
Teacher recruitment	51,441	7,423	58,864	-	58,864	87,105
Student recruitment	93,402	13,478	106,880	-	106,880	46,787
Marketing	3,690	533	4,223	-	4,223	8,783
Consulting	3,937	389	4,326	418	4,744	20,854
Uniforms	19,065	2,751	21,816	-	21,816	23,283
Office supplies	85,605	8,469	94,074	9,077	103,151	95,689
Computer supplies	17,883	1,769	19,652	1,896	21,548	33,846
School culture	21,788	3,144	24,932	-	24,932	22,520
Field trips	29,956	4,322	34,278	-	34,278	29,894
Special events	14,926	1,477	16,403	1,582	17,985	11,684
Equipment rental	12,810	1,267	14,077	1,359	15,436	16,042
Student assessments	14,695	2,120	16,815	-	16,815	38,483
Telephone and internet services	83,118	8,223	91,341	8,814	100,155	104,383
Postage and delivery	16,231	1,606	17,837	1,720	19,557	26,307
Insurance	48,461	4,794	53,255	5,139	58,394	43,168
Facilities expense	68,867	6,813	75,680	7,303	82,983	91,017
Information technology	34,490	3,412	37,902	3,657	41,559	39,683
Loss on abandonment of property and equipment	933	92	1,025	99	1,124	-
Depreciation and amortization	185,877	18,388	204,265	19,710	223,975	176,583
Miscellaneous	-	-	-	439	439	9,044
Total	<u>\$ 5,652,349</u>	<u>\$ 602,906</u>	<u>\$ 6,255,255</u>	<u>\$ 1,419,114</u>	<u>\$ 7,674,369</u>	<u>\$ 6,169,965</u>

FRUCHTER ROSEN & COMPANY, P.C.  
CERTIFIED PUBLIC ACCOUNTANTS  
156 WEST 56<sup>TH</sup> STREET  
NEW YORK, NEW YORK 10019

TEL: (212) 957-3600  
FAX: (212) 957-3696

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

TO THE BOARD OF TRUSTEES  
HARLEM SUCCESS ACADEMY CHARTER SCHOOL

We have audited the financial statements of Harlem Success Academy Charter School (“the School”) as of and for the years ended June 30, 2011 and 2010, and have issued our report thereon dated September 23, 2011. We conducted our audits 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

In planning and performing our audits, we considered the School’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 School’s internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the School’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 a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity’s financial statements will not be prevented, or detected and corrected on a timely basis.

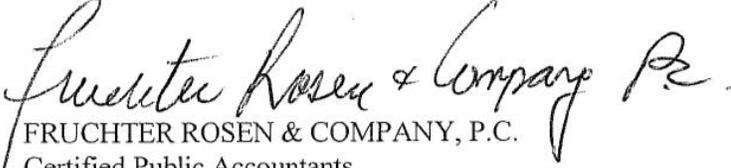
Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.

TO THE BOARD OF TRUSTEES  
HARLEM SUCCESS ACADEMY CHARTER SCHOOL

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the School'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 audits, 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 management, Board of Trustees, federal, state and local awarding agencies, The State Education Department of the State University of New York, and others within the School and is not intended to be and should not be used by anyone other than these specified parties.

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

New York, New York  
September 23, 2011