

**PINELLAS COUNTY EDUCATION FOUNDATION, INC.
AND SUBSIDIARY**

**Consolidated Financial Statements, Supplementary
Financial Information and Reports as Required by the
Comptroller General of the United States**

**June 30, 2017 and 2016
(With Independent Auditor's Report Thereon)**

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Table of Contents

	<u>Page</u>
Independent Auditor's Report on Consolidated Financial Statements and Supplementary Financial Information	1 - 2
Consolidated Financial Statements:	
Consolidated Statements of Financial Position	3
Consolidated Statement of Activities - 2017	4
Consolidated Statement of Activities - 2016	5
Consolidated Statement of Functional Expenses	6
Consolidated Statements of Cash Flows	7
Notes to Consolidated Financial Statements	8 - 20
Supplementary Financial Information:	
Schedule of Expenditures of State Financial Assistance	21
Notes to Schedule of Expenditures of State Financial Assistance	22
Internal Control and Compliance:	
Independent Auditor's Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Consolidated Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>	23 - 24
Independent Auditor's Report on Compliance for Each Major State Project and on Internal Control Over Compliance Required by Chapter 10.650, <i>Rules of the State of Florida Auditor General</i>	25 - 26
Schedule of Findings and Questioned Costs	27 - 28
Management Letter	29



13577 Feather Sound Drive, Suite 400 ■ Clearwater, Florida 33762
Main: 727.572.1400 ■ Fax: 727.571.1933 ■ www.mhm-pc.com

Independent Auditor's Report on Consolidated Financial Statements and Supplementary Financial Information

The Board of Directors
Pinellas County Education Foundation, Inc. and Subsidiary:

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Pinellas County Education Foundation, Inc. (the "Foundation") and Subsidiary, which comprise the consolidated statements of financial position as of June 30, 2017 and 2016, and the related consolidated statements of activities and cash flows for the years then ended, the related consolidated statement of functional expenses for the year ended June 30, 2017, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Pinellas County Education Foundation, Inc. and Subsidiary as of June 30, 2017 and 2016, and the changes in their net assets and their cash flows for the years then ended, and their functional expenses for the year ended June 30, 2017 in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited the Pinellas County Education Foundation, Inc. and Subsidiary's 2016 consolidated financial statements, and our report dated October 7, 2016, expressed an unmodified opinion on those audited consolidated financial statements. In our opinion, the summarized comparative information presented herein for the year ended June 30, 2016, is consistent, in all material respects, with the audited consolidated financial statements from which it has been derived.

Other Matters

Other Information

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements of Pinellas County Education Foundation, Inc. and Subsidiary taken as a whole. The accompanying schedule of expenditures of state financial assistance, as required by Chapter 10.650, *Rules of the State of Florida Auditor General*, is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated November 29, 2017 on our consideration of the Foundation's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on 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* in considering Pinellas County Education Foundation, Inc. and Subsidiary's internal control over financial reporting and compliance.

MAYER HOFFMAN MCCANN P.C.

November 29, 2017
Clearwater, Florida

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Consolidated Statements of Financial Position

June 30, 2017 and 2016

Assets	2017	2016
Cash and cash equivalents (Note 15)	\$ 328,911	335,910
Grants and other receivables	248,666	275,568
Prepaid expenses and other assets	23,507	46,920
Marketable investment securities (Notes 5 and 11)	12,711,626	12,493,458
Pledges receivable, net (Note 2)	1,055,811	1,485,739
Property and equipment, net (Note 3)	40,724	44,879
Donated building space use (Note 4)	206,648	286,219
Florida prepaid scholarships (Note 6)	17,520,423	17,270,085
Beneficial interests in trusts (Notes 10 and 11)	1,219,085	1,190,803
Total assets	\$ 33,355,401	33,429,581
Liabilities and Net Assets		
Liabilities:		
Accounts payable and accrued expenses	\$ 105,369	94,884
Deferred revenue	28,988	33,744
Note payable to Pinellas County School Board, net (Note 9)	-	219,332
Obligations under split-interest agreements (Notes 10 and 11)	219,272	223,204
Total liabilities	353,629	571,164
Net assets:		
Unrestricted	1,391,303	1,346,385
Temporarily restricted:		
Changing lives through learning	-	1,000
Donated building space use	206,648	286,219
Bequests	1,624,882	1,618,010
Programs and grants	1,930,445	1,866,560
Community relations and events	13,719	50,000
Stavros Institute	720,135	920,750
Take Stock in Children	18,071,684	17,994,998
School-based projects	2,724,273	2,558,146
District-wide initiatives	67,861	102,725
Student scholarships	2,399,622	2,262,424
Total temporarily restricted	27,759,269	27,660,832
Permanently restricted (Note 12):		
Take Stock in Children endowment	630,000	630,000
Stavros Institute endowment	3,221,200	3,221,200
Total permanently restricted	3,851,200	3,851,200
Total net assets	33,001,772	32,858,417
Total liabilities and net assets	\$ 33,355,401	33,429,581

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Consolidated Statement of Activities

Year Ended June 30, 2017

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Operating support and revenue:				
Special events revenues	\$ 69,770	-	-	69,770
Special events expenses	<u>(36,764)</u>	<u>-</u>	<u>-</u>	<u>(36,764)</u>
Net special events revenue	33,006	-	-	33,006
Contributions (Note 14):				
Unrestricted	254,023	-	-	254,023
Bequests	25,525	6,043	-	31,568
Programs and grants	-	773,896	-	773,896
Stavros Institute	-	351,026	-	351,026
Take Stock in Children - support and revenue	-	658,130	-	658,130
Take Stock in Children - Florida prepaid scholarships match (Note 6)	-	668,653	-	668,653
School-based projects	-	283,119	-	283,119
District-wide initiatives	-	78,495	-	78,495
Student scholarships	-	748,489	-	748,489
Governmental grants (Note 15)	18,050	1,158,219	-	1,176,269
Investment return (Note 5)	180,696	1,135,031	-	1,315,727
Change in value of split-interest agreements	-	1,418	-	1,418
Future Plans revenues	85,112	-	-	85,112
Other revenue	480,000	-	-	480,000
In-kind donations (Note 7)	146,928	-	-	146,928
Net assets released from restrictions:				
Satisfaction of time restrictions	383,639	(383,639)	-	-
Satisfaction of program restrictions	<u>5,380,443</u>	<u>(5,380,443)</u>	<u>-</u>	<u>-</u>
Total support and revenue	<u>6,987,422</u>	<u>98,437</u>	<u>-</u>	<u>7,085,859</u>
Expenses:				
Program services:				
Programs and grants	1,556,862	-	-	1,556,862
Community relations and events	493,291	-	-	493,291
Stavros Institute	589,455	-	-	589,455
Take Stock in Children	1,862,746	-	-	1,862,746
School-based projects	232,781	-	-	232,781
District-wide initiatives	129,778	-	-	129,778
Student scholarships	794,300	-	-	794,300
Future Plans USA	<u>610,841</u>	<u>-</u>	<u>-</u>	<u>610,841</u>
Total program services	<u>6,270,054</u>	<u>-</u>	<u>-</u>	<u>6,270,054</u>
Supporting services:				
Administration	485,038	-	-	485,038
Fund raising	<u>187,412</u>	<u>-</u>	<u>-</u>	<u>187,412</u>
Total supporting services	<u>672,450</u>	<u>-</u>	<u>-</u>	<u>672,450</u>
Total expenses	<u>6,942,504</u>	<u>-</u>	<u>-</u>	<u>6,942,504</u>
Increase in net assets	44,918	98,437	-	143,355
Net assets, beginning of year	<u>1,346,385</u>	<u>27,660,832</u>	<u>3,851,200</u>	<u>32,858,417</u>
Net assets, end of year	<u>\$ 1,391,303</u>	<u>27,759,269</u>	<u>3,851,200</u>	<u>33,001,772</u>

See accompanying independent auditor's report and notes to consolidated financial statements.

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Consolidated Statement of Activities

Year Ended June 30, 2016

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Operating support and revenue:				
Special events revenues	\$ 99,526	-	-	99,526
Special events expenses	<u>(70,056)</u>	<u>-</u>	<u>-</u>	<u>(70,056)</u>
Net special events revenue	29,470	-	-	29,470
Contributions (Note 14):				
Unrestricted	331,366	-	-	331,366
Bequests	997	23,899	-	24,896
Programs and grants	-	764,994	-	764,994
Stavros Institute	-	455,591	-	455,591
Take Stock in Children - support and revenue	-	675,651	-	675,651
Take Stock in Children - Florida prepaid scholarships match (Note 6)	-	674,998	-	674,998
School-based projects	-	165,017	-	165,017
District-wide initiatives	-	86,863	-	86,863
Student scholarships	-	870,641	-	870,641
Governmental grants (Note 15)	18,777	1,181,111	-	1,199,888
Investment return (Note 5)	56,044	153,862	-	209,906
Change in value of split-interest agreements	-	23,068	-	23,068
In-kind donations (Note 7)	310,751	-	-	310,751
Net assets released from restrictions:				
Satisfaction of time restrictions	220,983	(220,983)	-	-
Satisfaction of program restrictions	<u>5,138,594</u>	<u>(5,138,594)</u>	<u>-</u>	<u>-</u>
Total support and revenue	<u>6,106,982</u>	<u>(283,882)</u>	<u>-</u>	<u>5,823,100</u>
Expenses:				
Program services:				
Programs and grants	1,529,209	-	-	1,529,209
Community relations and events	506,343	-	-	506,343
Stavros Institute	765,930	-	-	765,930
Take Stock in Children	1,862,090	-	-	1,862,090
School-based projects	242,657	-	-	242,657
District-wide initiatives	124,871	-	-	124,871
Student scholarships	715,517	-	-	715,517
Future Plans USA	<u>96,575</u>	<u>-</u>	<u>-</u>	<u>96,575</u>
Total program services	<u>5,843,192</u>	<u>-</u>	<u>-</u>	<u>5,843,192</u>
Supporting services:				
Administration	494,379	-	-	494,379
Fund raising	<u>219,731</u>	<u>-</u>	<u>-</u>	<u>219,731</u>
Total supporting services	<u>714,110</u>	<u>-</u>	<u>-</u>	<u>714,110</u>
Total expenses	<u>6,557,302</u>	<u>-</u>	<u>-</u>	<u>6,557,302</u>
Decrease in net assets	(450,320)	(283,882)	-	(734,202)
Net assets, beginning of year	<u>1,796,705</u>	<u>27,944,714</u>	<u>3,851,200</u>	<u>33,592,619</u>
Net assets, end of year	\$ <u>1,346,385</u>	<u>27,660,832</u>	<u>3,851,200</u>	<u>32,858,417</u>

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Consolidated Statement of Functional Expenses

**Year Ended June 30, 2017
(With Comparative Totals for 2016)**

	Program Services								Supporting Services			Total		
	Programs and Grants	Community Relations and Events	Stavros Institute	Take Stock in Children	School-based Projects	District-wide Initiatives	Student Scholarships	Future Plans USA	Total	Administration	Fund Raising	Total	2017	2016
	Personnel expense	\$ 435,576	196,910	153,583	522,780	-	-	-	386,450	1,695,299	291,970	144,965	436,935	2,132,234
Contracted salaries and benefits	18,000	-	13,500	-	-	-	-	1,235	32,735	-	-	-	32,735	56,500
Professional services	66,695	4,980	233,775	3,241	30,090	5,709	4,189	51,898	400,577	115,087	4,884	119,971	520,548	548,264
Travel, conferences and seminars	7,381	2,966	4,914	20,864	-	557	-	55,829	92,511	15,282	4,088	19,370	111,881	78,348
Communications	4,613	3,052	36	3,112	-	-	-	8,382	19,195	8,321	3,807	12,128	31,323	30,214
Supplies	38,392	5,295	26,901	15,542	103,032	11,511	28,172	11,125	239,970	9,191	(1,093)	8,098	248,068	239,070
Printing and publications	1,964	232	278	2,445	547	115	53	5,888	11,522	5,677	1,915	7,592	19,114	30,960
Equipment	-	4,088	1,000	-	-	-	-	3,576	8,664	9,267	(4,517)	4,750	13,414	15,874
Computer expense	12,505	4,625	18,735	9,957	-	-	1,150	44,751	91,723	38,776	16,374	55,150	146,873	117,703
Insurance	2,734	626	-	10,012	-	-	-	1,205	14,577	9,738	-	9,738	24,315	23,995
Dues and subscriptions	407	103	1,276	29,477	-	-	-	1,820	33,083	5,731	2,505	8,236	41,319	20,593
Meetings and events	105,753	171,413	7,695	55,754	41,600	36,540	-	-	418,755	13,908	(10,294)	3,614	422,369	407,369
Scholarships, awards and donations	812,693	28,722	654	1,094,409	57,377	65,073	760,004	-	2,818,932	5,350	3,838	9,188	2,828,120	2,711,761
Banking expenses	2,586	1,135	78	1,197	135	24	340	394	5,889	6,407	168	6,575	12,464	10,567
Other expenses	8,982	11,394	83,510	1,848	-	100	66	12,335	118,235	95,412	(2,848)	92,564	210,799	138,168
Donated public service announcements (Note 7)	-	-	-	-	-	-	-	-	-	-	-	-	-	129,113
Donated services and facilities (Note 7)	764	25,793	18,595	8,415	-	10,149	326	25,953	89,995	56,844	89	56,933	146,928	181,638
Total direct expenses	1,519,045	461,334	564,530	1,779,053	232,781	129,778	794,300	610,841	6,091,662	686,961	163,881	850,842	6,942,504	6,557,302
Allocation of indirect expenses	37,817	31,957	24,925	83,693	-	-	-	-	178,392	(201,923)	23,531	(178,392)	-	-
Total expenses - 2017	\$ 1,556,862	493,291	589,455	1,862,746	232,781	129,778	794,300	610,841	6,270,054	485,038	187,412	672,450	6,942,504	
Total expenses - 2016	\$ 1,529,209	506,343	765,930	1,862,090	242,657	124,871	715,517	96,575	5,843,192	494,379	219,731	714,110		6,557,302

See accompanying independent auditor's report and notes to consolidated financial statements.

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Consolidated Statements of Cash Flows

Years Ended June 30, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Cash flows from operating activities:		
Increase (decrease) in net assets	\$ 143,355	(734,202)
Adjustments to reconcile increase (decrease) in net assets to net cash provided by (used in) operating activities:		
Depreciation	17,164	15,398
Realized and unrealized gains on investment securities	(1,147,818)	(2,573)
Amortization of Florida prepaid scholarships	1,086,968	1,057,237
Amortization of discount on note payable to Pinellas County School Board	13,160	43,547
Noncash rent expense - donated building space use	79,571	76,304
Matching contributions for Florida prepaid scholarships	(668,653)	(674,998)
Decrease in grants and other receivables	26,902	445
Decrease (increase) in prepaid expenses and other assets	23,413	(10,544)
Decrease in pledges receivable	429,928	340,603
Increase in beneficial interests in trusts	(28,282)	(31,210)
Increase in accounts payable and accrued expenses	10,485	43,342
Increase (decrease) in deferred revenue	(4,756)	33,744
Increase (decrease) in obligations under split-interest agreements	(3,932)	10,276
Net cash provided by (used in) operating activities	<u>(22,495)</u>	<u>167,369</u>
Cash flows from investing activities:		
Purchases of Florida prepaid scholarships	(668,653)	(674,998)
Purchases of marketable investment securities	(3,811,147)	(5,146,860)
Proceeds from sales of marketable investment securities	4,740,797	5,828,669
Property and equipment purchases	(13,009)	(13,185)
Net cash provided by (used in) investing activities	<u>247,988</u>	<u>(6,374)</u>
Cash flows from financing activities:		
Principal payments on long-term note payable	(232,492)	(550,000)
Net cash used in financing activities	<u>(232,492)</u>	<u>(550,000)</u>
Net decrease in cash and cash equivalents	(6,999)	(389,005)
Cash and cash equivalents, beginning of year	<u>335,910</u>	<u>724,915</u>
Cash and cash equivalents, end of year	<u>\$ 328,911</u>	<u>335,910</u>

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements

June 30, 2017 and 2016

(1) Summary of Significant Accounting Policies and Practices

(a) Organization and Purpose

The Pinellas County Education Foundation, Inc. d/b/a Pinellas Education Foundation and its wholly-owned subsidiary, Future Plans USA, LLC, (collectively the “Foundation”) function as an independent nonprofit organization established originally in 1986. The mission of the Foundation is to enhance and improve education in Pinellas County Schools. The Foundation’s vision is that every student will be prepared for life after high school, whether the choice is to attend college, to enter the workforce, or to obtain technical training.

The following is a partial listing of the Foundation’s programs:

The Gus Stavros Institute is a state-of-the-art learning complex dedicated to educating students in the free enterprise system. The Institute houses three separate and distinct programs: *Enterprise Village* teaches fifth-grade students about America’s economic system through hands-on business simulations. *Finance Park* teaches eighth-grade students personal financial management in a reality-based center. *Future Plans* is an interactive, self-administered, on-line program guided by engaging avatars aimed at helping students discover their abilities, interests, work values and personality traits so that they can choose the educational pathway and / or field of work that will lead to their best in-demand career choices. Future Plans USA, LLC was formed in fiscal 2016 for the purpose of promoting the Future Plans program.

The Take Stock in Children Scholarship Program is a long-term collaborative initiative uniting the school system, social service and healthcare agencies, business, government, and community organizations in support of at-risk children and their families. Launched in 1992, Take Stock in Children provides deserving Pinellas County Public School students in grades 6-11 with a Florida Prepaid College scholarship for two years of tuition at a Florida public community college, two years of tuition at a Florida state university and a mentor throughout their school years.

The Frances Stavros Career Education Scholarship (formerly SAVE) is a program designed to encourage students who have financial need to pursue their education in a vocational technical career, followed by career training and job placement.

The Academies of Pinellas Program is a community-wide initiative aimed at enhancing the high school educational experience by providing an opportunity for students in every high school to prepare for college or technical school while, at the same time, pursuing industry-recognized career certifications.

Education Grants and Training awards grants to front-line educators allowing them to create innovative classroom programs and sharpen their teaching skills.

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(1) Summary of Significant Accounting Policies and Practices - Continued

(a) Organization and Purpose - Continued

Student Scholarships provide more than 120 different college scholarships to seniors throughout Pinellas County, based on criteria established by the Foundation and sponsors.

School Enhancement Grants and District-wide Initiatives provide financial resources directly to Pinellas County schools for the implementation of programs that allow schools to enhance their programs and curriculum.

(b) Principles of Consolidation

The consolidated financial statements include the financial statements of Pinellas County Education Foundation, Inc. and Future Plans USA, LLC. All significant inter-organizational balances and transactions have been eliminated in consolidation.

(c) Basis of Accounting

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted net assets, depending on the absence or existence and nature of any donor restrictions. Contributions received that are designated for future periods or restricted by the donor for specific purposes are reported as temporarily restricted or permanently restricted support that increases those net asset classes. When a temporary restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

(d) Financial Accounting Standards

The Financial Accounting Standards Board (FASB) issued authoritative guidance establishing two levels of U.S. generally accepted accounting principles (GAAP), authoritative and nonauthoritative, and making the Accounting Standards Codification (ASC) the source of authoritative, nongovernmental GAAP, except for rules and interpretive releases of the Securities and Exchange Commission. This guidance was incorporated into FASB ASC Topic 105, *Generally Accepted Accounting Principles*.

(e) Liquidity

Assets are presented in the accompanying consolidated financial statements according to their nearness of conversion to cash, and liabilities according to the nearness of their maturity and resulting use of cash.

(f) Cash Equivalents

For purposes of the consolidated statement of cash flows, the Foundation considers all highly liquid instruments with an original maturity of three months or less to be cash equivalents.

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(1) Summary of Significant Accounting Policies and Practices - Continued

(g) Marketable Investment Securities

Investments in marketable securities with readily determinable fair values and all investments in debt securities are carried at their fair values in the Foundation's consolidated statements of financial position. Unrealized gains and losses are included in the change in net assets in the accompanying consolidated statements of activities. Restrictions on investment earnings are reported as increases in unrestricted net assets if the restrictions expire in the fiscal year in which the earnings are recognized.

(h) Pledges Receivable

Unconditional promises to give that are expected to be collected within one year are recorded at net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. The discounts on those amounts are computed using risk-free interest rates applicable to the years in which the promises are received, plus an applicable risk premium. Amortization of the discounts is included in contribution revenue. It is the Foundation's policy to charge off uncollectible pledges receivable when management determines the receivable will not be collected. Conditional promises to give are not included as support until the conditions are substantially met.

(i) Property and Equipment

The Foundation capitalizes property and equipment over \$1,000. Purchased property and equipment are capitalized at cost. Donations of property and equipment are recorded as contributions at their estimated fair value. Depreciation of property and equipment is calculated using the straight-line method over estimated useful lives of the assets.

(j) Prepaid Scholarships

Prepaid scholarships consist of prepaid college tuition and fees purchased through the Florida Prepaid College Foundation, Inc. Certain amounts are matched dollar-for-dollar by the State of Florida depending upon budget allocation. The scholarships are recorded at the total of cost plus matching funds and are amortized based on actual credit hours used by the students.

(k) Beneficial Interest in Trust and Gift Annuities

The Foundation has a beneficial interest in a charitable remainder trust (CRUT) and charitable gift annuities (CGA) whereby the Foundation maintains custody of the related assets and makes specified distributions to a designated beneficiary over the term of each trust and annuity. Assets under the trust and annuities are recorded at fair value.

Trust and annuity liabilities associated with the CRUT and CGA are determined based on the present value of the estimated future payments to be made to the designated beneficiaries. The liability is reduced as distributions are made to the beneficiaries.

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(1) Summary of Significant Accounting Policies and Practices - Continued

(l) Functional Allocation of Expenses

The costs of providing the various programs and other activities are presented in the accompanying consolidated statement of functional expenses and have been summarized on a functional basis in the accompanying consolidated statements of activities. Accordingly, certain costs have been allocated among the programs and supporting services benefitted.

(m) Donated Services, Materials and Building Space

Donations of materials and building space are recorded as support at their estimated fair value at the date of donation. Donations of services are recorded as support at their estimated fair value if they require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation.

(n) Income Taxes

The Pinellas County Education Foundation, Inc. is a nonprofit organization exempt from federal income taxes on related income as an organization described in Section 501(c)(3) of the Internal Revenue Code and from Florida income tax under Chapter 220 of the *Florida Statutes*. Accordingly, no provision for income taxes has been included in the accompanying consolidated financial statements. The Foundation has adopted FASB guidance regarding *Uncertainty in Income Taxes* as codified in FASB ASC Topic 740-10. As of June 30, 2017, management does not believe it has taken any tax positions that are subject to a significant degree of uncertainty. The Organization's income tax filings are subject to examination by the Internal Revenue Service generally for three years after they were filed. Tax filings for fiscal years after June 30, 2013 remain open for examination.

(o) Estimates in Consolidated Financial Statements

The preparation of consolidated 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 consolidated financial statements and the reported amounts of increases or decreases in net assets during the period. Actual results could differ from those estimates.

(p) Summarized Financial Information for 2016

The statement of functional expenses includes certain prior-year summarized comparative information in total but not by functional category. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the Foundation's consolidated financial statements for the year ended June 30, 2016, from which the summarized information was derived.

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(2) Pledges Receivable

Included in pledges receivable as of June 30, 2017 and 2016 are the following unconditional promises to give:

	<u>2017</u>	<u>2016</u>
Foundation operations	\$ -	1,000
Programs and grants	7,000	73,790
Community relations and events	40,000	110,250
Stavros Institute	949,679	1,106,229
Take Stock in Children	<u>111,152</u>	<u>244,916</u>
 Total pledges receivable	 1,107,831	 1,536,185
 Less discount for present value	 <u>(52,020)</u>	 <u>(50,446)</u>
 Net pledges receivable	 <u>\$ 1,055,811</u>	 <u>1,485,739</u>
 Amounts receivable in:		
Less than one year	\$ 491,931	732,585
One to five years	458,600	644,000
Thereafter	<u>157,300</u>	<u>159,600</u>
 Total	 <u>\$ 1,107,831</u>	 <u>1,536,185</u>

Discount rates range from 0.29% to 3.69% as of June 30, 2017 and from 0.91% to 3.69% as of June 30, 2016.

For the year ended June 30, 2017, the Foundation charged off uncollectible pledges of approximately \$77,000. For the year ended June 30, 2016 the Foundation charged off uncollectible pledges of approximately \$15,000. Based on historical experience and other circumstances, it is management's estimate that the remaining receivables will be fully collected. Therefore, no allowance for uncollectible pledges is deemed necessary.

Pledges receivable from one donor represented 11% of total pledges receivable as of June 30, 2017 and pledges receivable from one donor represented 16% of total pledges receivable as of June 30, 2016.

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(3) Property and Equipment

Property and equipment consist of the following as of June 30, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
Computer equipment	\$ 68,786	63,734
Furniture and fixtures	38,447	30,490
	107,233	94,224
Less accumulated depreciation	<u>(66,509)</u>	<u>(49,345)</u>
	<u>\$ 40,724</u>	<u>44,879</u>

Depreciation expense for the years ended June 30, 2017 and 2016 was \$17,164 and \$15,398, respectively. Depreciation expense is included with other expenses in the statement of functional expenses.

(4) Donated Building Space Use

During December 2009, the Foundation entered into a below market 10 year lease agreement with The School Board of Pinellas County, Florida. Recognition of the fair value of this lease and related rental expense for the years ended June 30, 2017 and 2016 is summarized as follows:

Balance as of June 30, 2015	\$ 362,523
Recognition of in-kind rent expense for the year ended June 30, 2016	<u>(76,304)</u>
Balance as of June 30, 2016	286,219
Recognition of in-kind rent expense for the year ended June 30, 2017	<u>(79,571)</u>
Balance as of June 30, 2017	<u>\$ 206,648</u>

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(5) Marketable Investment Securities

Marketable investment securities consist of the following as of June 30, 2017 and 2016:

	2017		2016	
	Cost	Fair Value	Cost	Fair Value
Large Cap Equity Mutual Funds	\$ 5,975,331	7,724,738	6,844,034	8,187,420
Large Cap Foreign Equity Mutual Funds	9,135	10,908	7,672	7,580
Large Cap Foreign Equity Securities	1,508,422	1,605,519	1,729,133	1,581,379
Government Bonds	1,878,768	1,880,105	1,399,728	1,419,612
Government Bond Funds	8,009	18,149	7,509	18,044
Corporate Bonds	878,053	887,726	809,608	826,352
International Corporate Bonds	69,288	69,091	44,842	45,145
Money Market Funds	515,390	515,390	407,926	407,926
	\$ 10,842,396	12,711,626	11,250,452	12,493,458

None of the Foundation's investments in corporate bonds (domestic and international) are concentrated in a single entity or industry.

Investment return was comprised of the following components for the years ended June 30, 2017 and 2016:

	2017	2016
Dividends	\$ 197,395	184,207
Interest	37,395	92,905
Net realized gains (losses) on securities	529,869	(5,386)
Net unrealized gains on securities	617,949	7,959
Less investment management fees	(66,881)	(69,779)
Total return on investments	\$ 1,315,727	209,906

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(6) Florida Prepaid Scholarships

During the years ended June 30, 2017 and 2016 the Foundation paid \$668,653 and \$674,998, respectively, to the Florida Prepaid College Foundation, Inc. for the purpose of purchasing prepaid scholarships to be awarded in the future to qualified economically disadvantaged students in Florida, in an effort to redirect their lives and enhance their career goals. Certain amounts are matched dollar-for-dollar by the State of Florida depending upon budget allocations. The matching contributions for the years ended June 30, 2017 and 2016 of \$668,653 and \$674,998, respectively, are recorded as temporarily restricted contributions in the Take Stock in Children program.

(7) Donated Services, Goods and Building Space

Donated services, goods and building space for the years ended June 30, 2017 and 2016 consisted of the following:

	<u>2017</u>	<u>2016</u>
Advertising	\$ 25,920	129,113
Printing	1,031	4,554
Food and beverage	3,804	330
Room rental	27,303	5,206
Professional services	76,380	-
Other goods and services	12,490	171,548
	<u>\$ 146,928</u>	<u>310,751</u>

(8) Operating Leases

The Foundation has four noncancellable operating leases for office equipment that expire at various times through fiscal 2022. The Foundation also has an operating lease for building space, as described in Note 4 that expires in December 2019. Amounts paid for rent on operating leases for the years ended June 30, 2017 and 2016 were approximately \$21,000 and \$18,000, respectively.

Future minimum lease payments under noncancellable operating leases as of June 30, 2017 are as follows:

<u>Year Ending June 30,</u>	
2018	\$ 17,200
2019	16,100
2020	12,200
2021	9,700
2022	<u>7,000</u>
	<u>\$ 62,200</u>

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(9) Long-Term Note Payable

Long-term note payable consists of the following as of June 30, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
Non-interest bearing promissory note payable to The School Board of Pinellas County, Florida in annual installments ranging from \$232,492 to \$550,000 through December 2016.	\$ -	232,492
Less unamortized discount	<u>-</u>	<u>13,160</u>
Long-term note payable, net of unamortized discount	<u>\$ -</u>	<u>219,332</u>

On July 8, 2009, the Foundation converted a trade payable to The School Board of Pinellas County, Florida to an eight year note payable with no stated interest, maturing December 2016. Accordingly, on July 8, 2009, the Foundation recorded a temporarily restricted contribution and a corresponding discount of \$648,674, representing imputed interest based on an effective interest rate of 6%. The amortization of the discount on this note payable for the years ended June 30, 2017 and 2016 was \$13,160 and \$43,547, respectively.

The long-term note was paid in full during the fiscal year ended June 30, 2017.

(10) Split-Interest Agreements

The Foundation has been named the remainder beneficiary under seven separate split-interest agreements. For one charitable remainder trust, the Foundation is also named as trustee. That charitable remainder trust and the gift annuities provide for the payment of quarterly distributions to the donors over the donors' lifetimes. Quarterly distributions under the charitable remainder unitrust agreement are the lesser of current earnings or 7% of the fair market value of the trust assets as of the beginning of each year. Quarterly distributions under the charitable gift annuity agreements range from 7.0% to 9.1%, which approximates a range of \$350 to \$6,370. Upon the death of the donors, the remaining assets are available for the Foundation's use. A donor death took place in fiscal 2016. The portion of each trust attributable to the present value of the future benefits to be received by the Foundation is recorded in the statement of activities as a temporarily restricted contribution in the period the trust or gift annuity is established.

The assets held under the charitable remainder trust and the receivables under the other split-interest agreements are reported at fair value in the Foundation's consolidated statements of financial position. On an annual basis, the Foundation revalues the obligation under the remainder trust using actuarial assumptions and market rates of interest. The present value of the obligation under the remainder unitrust agreement (\$180,196 and \$184,117 as of June 30, 2017 and 2016, respectively) is estimated using a discount rate of 5.4% and applicable mortality tables. The present value of the obligation under charitable gift annuity agreements (\$39,076 and \$39,087 as of June 30, 2017 and 2016, respectively) is estimated using discount rates that range from 1.55% to 2.14% and applicable mortality tables.

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(10) Split-Interest Agreements - Continued

State law requires that the Foundation limit the manner in which it invests these charitable gift annuity assets and that the Foundation maintain a reserve fund equal to a minimum of 110% of the actuarial present value of the related annuity obligations. At June 30, 2017, the Foundation was in compliance with this requirement.

(11) Fair Value Measurements

The Foundation has adopted the guidance in FASB ASC Topic 820, *Fair Value Measurement*, which provides a common definition of fair value, establishes a framework for measuring fair value under U.S. generally accepted accounting principles and requires additional disclosures about fair value.

Fair values for Level 1 marketable investment securities and beneficial interest in trusts (with underlying marketable securities) are determined by reference to quoted market prices. Fair values for Level 2 marketable investment securities are determined by reference to observable market-based inputs. Fair value for Level 3 obligations under split-interest agreements is determined by calculating the present value of future obligations using life expectancy tables and discount rates ranging from 1.55% to 5.4%.

Fair value of assets and liabilities measured on a recurring basis as of June 30, 2017 is as follows:

	Fair Value at June 30, 2017	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets:				
Large Cap Equity Mutual Funds	\$ 7,724,738	7,724,738	-	-
Large Cap Foreign Equity Mutual Funds	10,908	10,908	-	-
Large Cap Foreign Equity Securities	1,605,519	1,605,519	-	-
Government Bonds	1,880,105	-	1,880,105	-
Government Bond Funds	18,149	18,149	-	-
Corporate Bonds	887,726	-	887,726	-
International Corporate Bonds	69,091	-	69,091	-
Money Market Funds	515,390	515,390	-	-
Beneficial interest in trusts	1,219,085	263,913	955,172	-
	<u>\$ 13,930,711</u>	<u>10,138,617</u>	<u>3,792,094</u>	<u>-</u>
Liabilities:				
Obligations under split-interest agreements	\$ 219,272	-	-	219,272

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(11) Fair Value Measurements - Continued

Fair value of assets and liabilities measured on a recurring basis as of June 30, 2016 is as follows:

	<u>Fair Value at June 30, 2016</u>	<u>Quoted Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
Assets:				
Large Cap Equity Mutual Funds	\$ 8,187,420	8,187,420	-	-
Large Cap Foreign Equity Mutual Funds	7,580	7,580	-	-
Large Cap Foreign Equity Securities	1,581,379	1,581,379	-	-
Government Bonds	1,419,612	-	1,419,612	-
Government Bond Funds	18,044	18,044	-	-
Corporate Bonds	826,352	-	826,352	-
International Corporate Bonds	45,145	-	45,145	-
Money Market Funds	407,926	407,926	-	-
Beneficial interest in trusts	1,190,803	266,502	924,301	-
	<u>\$ 13,684,261</u>	<u>10,468,851</u>	<u>3,215,410</u>	<u>-</u>
Liabilities:				
Obligations under split-interest agreements	\$ 223,204	-	-	223,204

The following table sets forth a summary of changes in fair value of liabilities using significant unobservable inputs (Level 3) for the years ended June 30, 2017 and 2016:

	<u>Obligations Under Split-Interest Agreements</u>	
	<u>2017</u>	<u>2016</u>
Balance, beginning of year	\$ 223,204	212,928
Change in fair value due to change in value of underlying assets and actuarial assumptions	<u>(3,932)</u>	<u>10,276</u>
Balance, end of year	<u>\$ 219,272</u>	<u>223,204</u>

See Note 10 for quantitative information about the significant unobservable inputs the organization used in the Level 3 fair value measurement

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(12) Endowment Funds

Effective July 1, 2012, the State of Florida adopted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) and in accordance with FASB ASC Topic 958-205-45-28, *Classification of Donor Restricted Endowment Funds Subject to UPMIFA*, the Foundation classifies investment earnings on endowments as a component of temporarily restricted net assets if not appropriated for expenditure in the period earned. Once investment earnings are appropriated for expenditure, the Foundation reclassifies the amount appropriated as a component of unrestricted net assets.

The Foundation has interpreted UPMIFA as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation classifies as permanently restricted net assets (a) the original value of the gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. In the absence of donor restrictions, the net appreciation on a donor-restricted endowment fund is spendable and classified as temporarily restricted net assets until appropriated for expenditure. The Foundation tracks the net investment income attributed to each component of the endowment fund.

The Foundation has adopted investment and spending policies, approved by the Board of Directors, for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of these endowment assets over the long-term. The Foundation's spending and investment policies work together to achieve this objective.

The investment policy establishes an achievable return objective through diversification of asset classes. The overall long-term objective is to achieve a rate of return that exceeds the long-term rate of inflation (Consumer Price Index) by a benchmark established for each portfolio. Actual returns in any given year may vary from this amount. To satisfy its long-term rate-of-return objectives, the Foundation relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Foundation targets a diversified asset allocation, which includes equity and debt securities, that is intended to result in a consistent inflation protected rate of return and grow the fund. Investment risk is measured in terms of the total endowment fund. Investment assets and the allocation between asset classes and strategies are managed to not expose the fund to unacceptable levels of risk in order to achieve its long-term return objectives.

The Foundation's spending policy is to annually calculate the amount of funding necessary to support the Stavros Institute and the Take Stock in Children scholarship program. The determined amount is distributed from the Foundation's temporarily restricted unappropriated endowment earnings. The Foundation's objective is to maintain the purchasing power of endowment assets as well as to provide additional real growth through investment return. In years when distributions exceed the amount of available temporarily restricted unappropriated endowment earnings, the Foundation transfers amounts from its unrestricted net assets to fund the distributions. Future net investment income and appreciation of the endowment assets will be used to restore the Foundation's unrestricted net assets.

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Consolidated Financial Statements - Continued

(12) Endowment Funds - Continued

Composition of endowment net assets as of June 30, 2017 and 2016 and changes in endowment net assets for the years then ended are as follows:

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total Endowment Net Assets</u>
Endowment net assets, June 30, 2015	\$ -	192,897	3,851,200	4,044,097
Investment income	-	77,880	-	77,880
Net appreciation in fair value of investments	-	857	-	857
Amounts appropriated for expenditure	-	(271,634)	-	(271,634)
Endowment net assets, June 30, 2016	-	-	3,851,200	3,851,200
Investment income	-	300,216	-	300,216
Net appreciation in fair value of investments	-	264,514	-	264,514
Amounts appropriated for expenditure	-	(564,730)	-	(564,730)
Endowment net assets, June 30, 2017	\$ -	-	3,851,200	3,851,200

(13) Retirement Plan

The Foundation sponsors a qualified 403(b) defined contribution retirement plan covering all eligible employees. The Foundation's contribution was 3% of base salaries for the years ended June 30, 2017 and 2016. The plan contains a vesting schedule for employer contributions. All forfeited nonvested employer contributions are used to reduce future employer contributions. Pension expense is reported net of forfeitures used in lieu of employer cash contributions. Contributions to the plan were approximately \$50,000 and \$41,000 for the years ended June 30, 2017 and 2016, respectively.

(14) Related Parties

The Foundation receives a significant amount of contributions from members of the Foundation's Board of Directors and companies for which those Directors serve as officers.

(15) Funding and Credit Concentrations

A significant component of the Foundation's activities is supported by grants passed through from WorkNet Pinellas, Inc. d/b/a CareerSource Pinellas (CareerSource). For the years ended June 30, 2017 and 2016, revenues earned under the contract with CareerSource were \$544,879 and \$565,119, respectively. As of June 30, 2017 and 2016, the amounts receivable from CareerSource were \$104,928 and \$117,731, respectively.

The Foundation maintains its deposits with a commercial bank which management believes to be of high credit quality. Approximately \$202,000 of the Foundation's deposits with this bank were not covered by Federal deposit insurance as of June 30, 2017.

(16) Subsequent Events Evaluation

The Foundation has evaluated subsequent events through November 29, 2017, the date the consolidated financial statements were available for issuance.

SUPPLEMENTARY FINANCIAL INFORMATION

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Schedule of Expenditures of State Financial Assistance

Year Ended June 30, 2017

State Agency/ Pass-through Grantor/ State Project	CSFA Number	Agency or Pass-through Number	Current Year Expenditures
State Financial Assistance			
Department of Education and Commissioner of Education			
Passed through from Florida Prepaid College Foundation, Inc.:			
Prepaid Tuition Scholarships	48.051	n/a	\$ 543,484
Passed through from Consortium of Florida Education Foundations:			
School District Matching Grants Program	48.061	n/a	149,845
Passed through from Take Stock in Children, Inc.:			
Mentoring/Student Assistance Initiatives	48.068	n/a	<u>463,495</u>
Subtotal State of Florida Department of Education and Commissioner of Education			1,156,824
Department of Highway Safety and Motor Vehicles			
Specialty License Plates Program:			
Florida Educational License Plate Project	76.023	n/a	<u>18,050</u>
Total expenditures of state financial assistance			<u>\$ 1,174,874</u>

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Notes to Schedule of Expenditures of State Financial Assistance

Year Ended June 30, 2017

(1) Basis of Presentation

The accompanying schedule of expenditures of state financial assistance (the "Schedule") includes the state grant activity of Pinellas County Education Foundation, Inc. and Subsidiary under programs of the State of Florida for the year ended June 30, 2017. The information in this Schedule is presented in accordance with the requirements of Chapter 10.650, *Rules of the State of Florida Auditor General*. Because the Schedule presents only a selected portion of the operations of Pinellas County Education Foundation, Inc. and Subsidiary, it is not intended to and does not present the financial position, changes in net assets, or cash flows of Pinellas County Education Foundation, Inc. and Subsidiary.

(2) Summary of Significant Accounting Policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the *Department of Financial Services' State Projects Compliance Supplement*, wherein certain types of expenditures are not allowable or are limited as to reimbursement.

(3) Subrecipients

Pinellas County Education Foundation, Inc. and Subsidiary provided no state financial assistance to subrecipients for the year ended June 30, 2017.

INTERNAL CONTROL AND COMPLIANCE



**Independent Auditor’s Report on Internal Control Over Financial Reporting and on
Compliance and Other Matters Based on an Audit of Consolidated Financial Statements
Performed in Accordance with *Government Auditing Standards***

The Board of Directors
Pinellas County Education Foundation, Inc. and Subsidiary:

We have audited, 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, the consolidated financial statements of Pinellas County Education Foundation, Inc. (the “Foundation”) and Subsidiary, which comprise the consolidated statement of financial position as of June 30, 2017, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the consolidated financial statements, and have issued our report thereon dated November 29, 2017.

Internal Control Over Financial Reporting

In planning and performing our audit of the consolidated financial statements, we considered the Foundation’s internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Foundation’s internal control. Accordingly, we do not express an opinion on the effectiveness of the Foundation’s internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity’s consolidated financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

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

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Foundation's consolidated 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 consolidated financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Foundation's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Foundation's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

MAYER HOFFMAN McCANN P.C.

November 29, 2017
Clearwater, Florida



**Independent Auditor’s Report on Compliance for Each Major State Project
and on Internal Control Over Compliance Required by Chapter 10.650,
*Rules of the State of Florida Auditor General***

The Board of Directors
Pinellas County Education Foundation, Inc. and Subsidiary:

Report on Compliance for Each Major State Project

We have audited Pinellas County Education Foundation, Inc. and Subsidiary’s compliance with the types of compliance requirements described in the *Department of Financial Services’ State Projects Compliance Supplement* that could have a direct and material effect on each of Pinellas County Education Foundation, Inc. and Subsidiary’s major state projects for the year ended June 30, 2017. Pinellas County Education Foundation, Inc. and Subsidiary’s major state projects are identified in the summary of auditor’s results section of the accompanying schedule of findings and questioned costs.

Management’s Responsibility

Management is responsible for compliance with State statutes, regulations and the terms and conditions of its State projects applicable to its major State projects.

Auditor’s Responsibility

Our responsibility is to express an opinion on compliance for the Pinellas County Education Foundation, Inc. and Subsidiary’s major state projects based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States and Chapter 10.650, *Rules of the Auditor General*. Those standards and Chapter 10.650, *Rules of the Auditor General*, require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major state project occurred. An audit includes examining, on a test basis, evidence about the Foundation’s compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion for each major state project. However, our audit does not provide a legal determination on the Foundation’s compliance.

Opinion on Each Major State Project

In our opinion, Pinellas County Education Foundation, Inc. and Subsidiary complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on its major state projects for the year ended June 30, 2017.

Report on Internal Control Over Compliance

The management of Pinellas County Education Foundation, Inc. and Subsidiary is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit, we considered the Foundation's internal control over compliance with the types of requirements that could have a direct and material effect on a major state project in order to determine our auditing procedures that are appropriate in the circumstances for the purpose of expressing our opinion on compliance for each major state project and to test and report on internal control over compliance in accordance with Chapter 10.650, *Rules of the Auditor General*, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Foundation's internal control over compliance.

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

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

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of Chapter 10.650, *Rules of the Auditor General*. Accordingly, this report is not suitable for any other purpose.

MAYER HOFFMAN MCCANN P.C.

November 29, 2017
Clearwater, Florida

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Schedule of Findings and Questioned Costs

Year Ended June 30, 2017

(A) Summary of Audit Results

1. The auditor's report expresses an unmodified opinion on the consolidated financial statements of Pinellas County Education Foundation, Inc. and Subsidiary.
2. No significant deficiencies relating to the audit of the consolidated financial statements are reported in the independent auditor's report on internal control over financial reporting and on compliance and other matters based on an audit of consolidated financial statements performed in accordance with *Government Auditing Standards*.
3. No instances of noncompliance material to the consolidated financial statements of Pinellas County Education Foundation, Inc. and Subsidiary, which would be required to be reported in accordance with *Government Auditing Standards*, were disclosed during the audit.
4. No significant deficiencies relating to the audit of the major state projects are reported in the independent auditor's report on compliance for each major state project and on internal control over compliance required by Chapter 10.650, *Rules of the Florida Auditor General*.
5. The auditor's report on compliance for the major state projects of Pinellas County Education Foundation, Inc. and Subsidiary expresses an unmodified opinion.
6. Audit findings that are required to be reported in accordance with Chapter 10.650, *Rules of the Auditor General*, are reported in Part C, of this Schedule.
7. The projects tested as major state projects were:
 - Prepaid Tuition Scholarships (CSFA 48.051)
 - Mentoring/Student Assistance Initiatives (CSFA 48.068)
8. The threshold for distinguishing Types A and B projects was \$300,000 for the major state projects.

(B) Findings - Audit of Consolidated Financial Statements

None.

(C) Findings and Questioned Costs - Major State Projects

None.

PINELLAS COUNTY EDUCATION FOUNDATION, INC. AND SUBSIDIARY

Schedule of Findings and Questioned Costs - Continued

(D) Other Issues

A Summary Schedule of Prior Audit Findings is not required because there were no prior audit findings related to state projects.

No Corrective Action Plan is required because there were no findings required to be reported under the Florida Single Audit Act.



Management Letter

The Board of Directors
Pinellas County Education Foundation, Inc. and Subsidiary:

Report on the Consolidated Financial Statements

We have audited the consolidated financial statements of Pinellas County Education Foundation, Inc. and Subsidiary as of and for the fiscal year ended June 30, 2017, and have issued our report thereon dated November 29, 2017.

Auditor's Responsibility

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States and Chapter 10.650, *Rules of the State of Florida Auditor General*.

Other Reports and Schedule

We have issued our Independent Auditor's Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Consolidated Financial Statements Performed in Accordance with *Government Auditing Standards*, Independent Auditor's Report on Compliance For Each Major State Project and on Internal Control Over Compliance Required by Chapter 10.650, *Rules of the State of Florida Auditor General*, and the Schedule of Findings and Questioned Costs. Disclosures in those reports and schedule, which are dated November 29, 2017, should be considered in conjunction with this management letter.

Other Matter

Section 10.654(1)(e), *Rules of the Auditor General*, requires that we address noncompliance with provisions of contracts or grant agreements, or abuse, that have occurred, or are likely to have occurred, that have an effect on the consolidated financial statements or State project amounts that is less than material but which warrants the attention of those charged with governance. In connection with our audit, we did not have any such findings.

Purpose of This Letter

Our management letter is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and the Florida House of Representatives, the Florida Auditor General, and other granting agencies, and applicable management and is not intended and should not be used by anyone other than these specified parties.

MAYER HOFFMAN McCANN P.C.

November 29, 2017
Clearwater, Florida