

*The Auditor's Communication With Those Charged  
With Governance*

**iLearn Academy Charter School, Inc.**  
*(A Non-Profit Organization)*

*Fiscal Year ended September 30, 2019*



**Building a better  
working world**



Ernst & Young LLP  
231 Ypao Road  
Suite 201 Ernst & Young Building  
Tamuning, Guam 96913

Tel: +1 671 649 3700  
Fax: +1 671 649 3920  
ey.com

March 20, 2020

The Board of Trustees  
iLearn Academy Charter School, Inc.

We have performed an audit of the financial statements of the iLearn Academy Charter School, Inc. (the Academy), as of and for the fiscal year ended September 30, 2019, in accordance with auditing standards generally accepted in the United States, and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, and have issued our report thereon dated March 20, 2020.

This report summarizes our communications with those charged with governance as required by our professional standards to assist you in fulfilling your obligation to oversee the financial reporting and disclosure process.

This report is intended solely for the information and use of the Board of Trustees and management. It is not intended to be and should not be used by anyone other than these specified parties.

## **REQUIRED COMMUNICATIONS**

### **Overview of the planned scope and timing of the audit**

Our audit scope and timing is consistent with the plan communicated in our engagement letter dated February 6, 2020 and at our audit planning meeting with management.

### **Auditor's responsibility under professional standards, including discussion of the type of auditor's report we are issuing and if there are any events or conditions that cause us to conclude that there is substantial doubt about the entity's ability to continue as a going concern**

The financial statements are the responsibility of management as prepared with the oversight of those charged with governance. Our audit was designed in accordance with auditing standards generally accepted in the United States, as established by the American Institute of Certified Public Accountants, and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit of financial statements includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control over financial reporting. Accordingly, we will express no such opinion.

An audit also includes the evaluation of the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as the evaluation of the overall presentation of the financial statements.

Our responsibilities are included in our audit engagement letter.

### **Sensitive accounting estimates**

A discussion of sensitive accounting estimates has been included in footnote 1 of the financial statements.

We determined that those charged with governance are informed about management's process for formulating particularly sensitive estimates and about the basis to our conclusions regarding the reasonableness of those estimates.

Management's judgment is called upon in:

- Preparing budgets that are used to administer and monitor the Academy's operations. These budgets include determining how existing financial resources will be used in the Academy's operations.
- Determining the adequacy of the allowance for accounts receivable.
- Determining the assumptions used in measuring significant accounting estimates for financial accounting purposes.

### **Our views about the qualitative aspects of the entity's significant accounting practices**

Management has not selected or changed any significant accounting policies or changed the application of those policies in the current year.

We are not aware of any significant accounting policies used by the Academy in controversial or emerging areas or for which there is a lack of authoritative guidance.

We are not aware of any significant unusual transactions recorded by the Academy.

A discussion of significant accounting policies has been included in footnote 1 of the financial statements.

### **Uncorrected misstatements, related to accounts and disclosures, considered by management to be immaterial**

Refer to the "Schedule of Uncorrected Misstatements" in Appendix A.

### **Material corrected misstatements, related to accounts and disclosures**

Refer to "Schedule of Corrected Misstatements" in Appendix B.

**Fraud and illegal acts**

We are not aware of any matters that require communication.

**Independence matters**

We are not aware of any matters that in our professional judgment would impair our independence.

**Representations from management**

We have obtained from management a representations letter related to the audit and a copy of the management representations letter is included in Appendix C.

**Changes to the terms of the audit with no reasonable justification for the change**

We are not aware of any matters that require communication.

**Significant findings and issues arising during the audit relating to related parties**

We are not aware of any matters that require communication.

**Significant findings or issues, if any, arising from the audit that were discussed, or the subject of correspondence, with management**

We are not aware of any matters that require communication.

**Significant difficulties encountered during the audit**

There were no serious difficulties encountered in dealing with management in performing the audit.

**Disagreements with management**

There were no material disagreements with the Organization's management on financial accounting and reporting matters during the audit.

**Management's consultations with other accountants**

We are not aware of any consultations made by management with other accountants or specialists.

**AICPA ethics ruling regarding third-party service providers**

Our responsibilities are included in our audit engagement letter.

**Other findings or issues regarding the oversight of the financial reporting process**

There are no other findings or issues arising from the audit that are, in our judgment, significant and relevant to those charged with governance regarding the oversight of the financial reporting process.

\*\*\*\*\*

This report is intended solely for the information and use of the Board of Trustees and management. It is not intended to be and should not be used by anyone other than these specified parties.

Very truly yours,

*Ernst + Young LLP*

## Appendices

A – Schedule of Uncorrected Misstatements

B – Schedule of Corrected Misstatements

C – Management Representations Letter

A – Schedule of Uncorrected Misstatements

**Communication schedule for uncorrected misstatements**

Entity: iLearn Academy Charter School      Period Ended: 30-Sep-2019      Currency: USD

Uncorrected misstatements	No.	W/P ref.	Account (Note 1)	Analysis of misstatements				Effect on the current period OCI	Income statement effect of the prior period	
				Assets Current	Assets Non-current	Liabilities Current	Liabilities Non-current		Equity components	Prior period
(misstatements are recorded as journal entries with a description )				Debit/(Credit) (Note 2)	Debit/(Credit) (Note 2)	Debit/(Credit) (Note 2)	Debit/(Credit) (Note 2)	Debit/(Credit)	Debit/(Credit)	
<b>Factual misstatements:</b>										
SAD 01			To properly accrue personal and sick leave payout expenses earned in August & September 2019							
			Salaries & Wages							6.339
			Accrued Leave Payout			(6.339)				
<b>Projected misstatements:</b>										
<Title of the misstatement>										
<b>Judgmental misstatements:</b>										
<Title of the misstatement>										
<b>Total of uncorrected misstatements before income tax</b>										
				0	0	(6.339)	0	0	0	6.339
<b>Total of uncorrected misstatements</b>				0	0	(6.339)	0	0	0	6.339
<b>Financial statement amounts</b>				407,252	33,812	(205,636)	(310,393)	74,965		349,137
<b>Effect of uncorrected misstatements on F/S amounts</b>				0.0%	0.0%	3.1%	0.0%	0.0%		1.8%
Memo: Total of non-taxable items (marked 'X' above)										
Uncorrected misstatements before income tax										
Less: Tax effect of misstatements at current year marginal rate										
Uncorrected misstatements in income tax										
Cumulative effect of uncorrected misstatements after tax but before turnaround										
Turnaround effect of prior period uncorrected misstatements										
All factual and projected misstatements: Judgmental misstatements (Note 3):										
									After tax	Memo: Before tax
									0	0
									0	0

Do not remove any categories of misstatements above, even if there are no misstatements; removing these categories may adversely affect the formulas or template functionality.



A – Schedule of Uncorrected Misstatements, continued

**Communication schedule for uncorrected misstatements**  
 Entity: iLearn Academy Charter School Period Ended: 30-Sep-2018 Currency: USD

Uncorrected misstatements No.   W/P ref.	Account (Note 1) (misstatements are recorded as journal entries with a description )	Analysis of misstatements Debit/(Credit)				Effect on the current period OCI Debit/(Credit)	Income statement effect of the current period		Income statement effect of the prior period	
		Assets Current Debit/(Credit) (Note 2)	Assets Non-current Debit/(Credit) (Note 2)	Liabilities Current Debit/(Credit) (Note 2)	Liabilities Non-current Debit/(Credit) (Note 2)		Prior period Debit/(Credit)	Non taxable	Prior period Debit/(Credit)	Non taxable
						1.8%	6,339			
							349,137			
							349,137			

Cumulative effect of uncorrected misstatements, after turnaround effect  
 Current year income before tax  
 Current year income after tax

We believe that the effects of any uncorrected misstatements, summarized in the accompanying schedule, accumulated by you during the current audit and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements as a whole.

*Heleen Nishihira*  
Heleen Nishihira, Chief Operations Officer

*Nina Suromal Field*  
Nina Suromal Field, Business Manager



EY Form 430GL

1 August 2018



B – Schedule of Corrected Misstatements

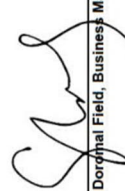
Communication schedule for corrected misstatements

Entity: iLearn Academy Charter School Period ended: 30-Sep-2019 Currency: USD

Corrected misstatements No. W/P ref.	Account	Analysis of misstatements						Income statement effect of the current period	
		Assets Current	Assets Non-current	Liabilities Current	Liabilities Non-current	Equity components	Effect on the current period OCI		
(misstatements are recorded as journal entries with a description)		Debit/(Credit)	Debit/(Credit)	Debit/(Credit)	Debit/(Credit)	Debit/(Credit)	Debit/(Credit)	Non taxable	
AJE 01	VD0140	To adjust the subscription expense paid for future periods to prepaid subscription expense							
	Prepaid expenses		61,710						
	Operations expense							(61,710)	
RJE 01	ND100	To properly classify amounts due from employees for employee's portion of benefit payments made by the Academy.							
	Accounts receivable	491							
	Adjustments to employee deductions			(491)					
AJE 02	TD100	To correct beginning retained earnings							
	Net position					523			
	Miscellaneous revenue							(523)	
<b>Total of corrected misstatements before income tax</b>		62,201	0	(491)	0	523	0	(62,233)	
<b>Financial statement amounts</b>		407,252	33,812	(205,638)	(310,393)	74,965		349,137	
<b>Effect of corrected misstatements on F/S amounts</b>		15.3%	0.0%	0.2%	0.0%	0.7%		-17.8%	

The above adjustments were discussed with us and we agree to record them:

  
Helen Nishihira, Chief Operations Officer

  
Nina Dorochnal Field, Business Manager



EY Form 430GL

1 August 2018

C – Management Representations Letter



---

PO Box 8445 Tamuning, Guam 96931 Tel: (671) 989-3789/99 Email: [admin@ilearn Guam.org](mailto:admin@ilearn Guam.org)

March 20, 2020

Ernst & Young LLP  
231 Ypao Road  
Suite 201 Ernst & Young Building  
Tamuning, Guam 96913

In connection with your audits of the financial statements of iLearn Academy Charter School, Inc. (the Academy) as of September 30, 2019 and 2018 and for the years then ended, we recognize that obtaining representations from us concerning the information contained in this letter is a significant procedure in enabling you to form an opinion whether the financial statements present fairly, in all material respects, the financial position of the governmental activities and the aggregate remaining fund information of iLearn Academy Charter School, Inc. and the changes in financial position and cash flows, where applicable, thereof in conformity with U.S. generally accepted accounting principles.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement.

Accordingly, we make the following representations, which are true to the best of our knowledge and belief:

***Management's responsibilities***

We have fulfilled our responsibilities, as set forth in the terms of the audit engagement agreement dated February 6, 2020, for the preparation and fair presentation of the financial statements (including disclosures) in conformity with U.S. generally accepted accounting principles (US GAAP) applied on a basis consistent with that of the preceding periods.

We acknowledge our responsibility for the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. We have provided you with:

- Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements such as records, data, documentation and other matters

C – Management Representations Letter, continued

- Additional information that you have requested from us for the purpose of the audit
- Unrestricted access to persons within the Organization from whom you determined it necessary to obtain evidence

Ernst & Young LLP assisted in drafting the format of the financial statement footnotes and the formatting of the various fund financial statements that appear in the Academy's financial statements in accordance with standards of the Governmental Accounting Standards Board. Management accepts responsibility for the fund financial statements that appear in the Academy's financial statements as our own and have prepared the source documents for all transactions and have maintained accounting control.

We have made available to your representatives all financial records and related data.

The financial statements properly classify all funds and activities.

Required supplementary information (MD&A) and other schedules are measured and presented within prescribed guidelines.

We have no plans or intentions that may materially affect the carrying value or classification of assets and liabilities.

***Governmental entities***

We recognize that we are responsible for the Academy's compliance with laws, regulations, and contracts that are applicable to it. We have identified and disclosed to your representatives, all laws and regulations that have direct and material effect on the determination of financial statement amounts.

***Uncorrected misstatements***

We believe that the effects of any uncorrected misstatements, summarized in the accompanying schedule, accumulated by you during the current audit and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements for each opinion unit.

***Internal control***

There are no material transactions that have not been properly recorded in the accounting records underlying the financial statements.

We are not aware of any significant deficiencies or material weaknesses in the design or operation of internal control over financial reporting. There have been no significant changes in internal control since September 30, 2019.

C – Management Representations Letter, continued

***Minutes and contracts***

The dates of meetings of shareholders, directors, committees of directors and important management committees from October 1, 2018 to the date of this letter are as follows:

- November 29, 2018
- January 18, 2019
- February 21, 2019
- June 13, 2019
- July 18, 2019
- August 30, 2019
- October 24, 2019
- December 11, 2019

We have made available to you all minutes of the meetings of shareholders, directors and committees of directors or summaries of actions of recent meetings for which minutes have not yet been prepared.

We also have made available to you all significant contracts, including amendments, and agreements and have communicated to you all significant oral agreements. We have complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance, including all covenants, conditions or other requirements of all outstanding debt.

***Significant assumptions***

Significant assumptions used by us in making accounting estimates, including those measured at fair value, are reasonable and supportable.

***Ownership and pledging of assets***

Except for assets capitalized under capital leases, the Academy has satisfactory title to all assets appearing in the statements of net position. No security agreements have been executed under the provisions of the Uniform Commercial Code, and there are no liens or encumbrances on assets, nor has any asset been pledged except as disclosed in the financial statements. All assets to which the Academy has satisfactory title appear in the statements of net position (except assets leased to others under sales-type, direct financing or leveraged leases).

***Receivables and revenues***

Receivables represent valid claims against the debtors indicated and do not include amounts for goods shipped or services provided subsequent to the statement of net position dates, goods shipped on consignment, or other types of arrangements not constituting sales. Receivables have been determined in accordance with all relevant GASB Statements, including GASB Statements No. 33 and 62—as amended.

Adequate provision has been made for losses, costs and expenses that may be incurred subsequent to the statement of net position dates in respect of any sales and services rendered prior to those dates and for uncollectible accounts, discounts, returns and allowances, etc., that may be incurred in the collection of receivables at those dates.

C – Management Representations Letter, continued

We have disclosed to you all sales terms (both expressed and implied), including all rights of return or price adjustments and warranty provisions. We have made available to you all significant contracts, communications (either written or oral), and other relevant information pertaining to arrangements with our customers, including distributors and resellers.

***Inventories***

Physical counts and measurements of inventories were not performed at the statement of net position date. Inventories held at the statement of net position date were not material to the financial statements and as such were not capitalized.

***Prepayments***

We believe that all material expenditures for which recognition has been deferred to future periods are recoverable.

***Fair value measurements***

We are responsible for the estimation methods and assumptions used in measuring assets and liabilities reported or disclosed at fair value, including information obtained from brokers, pricing services or other third parties. Our valuation methodologies have been consistently applied from period to period. The fair value measurements reported or disclosed represent our best estimate of fair value as of the measurement date in accordance with the requirements of GASB Statement No. 72—as amended. In addition, our disclosures related to fair value measurements are consistent with the objectives outlined in GASB Statement No. 72—as amended.

***Related party relationships and transactions***

We have made available to you the names of all related parties and all relationships and transactions with related parties.

The substance of transactions with related parties as defined in GASB Statement No. 56—as amended, has been considered and appropriate adjustments or disclosures are made in the basic financial statements, and information concerning these transactions and amounts have been made available to you.

***Side agreements and other arrangements***

There have been no side agreements or other arrangements (either written or oral) that have not been disclosed to you.

C – Management Representations Letter, continued

***Arrangements with financial institutions***

Arrangements with financial institutions involving compensating balances or other arrangements involving restrictions on cash balances and line-of-credit or similar arrangements have been properly recorded or disclosed in the financial statements.

***Events of default under debt agreements***

No events of default have occurred with respect to any of the Academy's debt agreements.

***Contingent liabilities***

There are no unasserted claims or assessments, including those our lawyers have advised us of that are probable of assertion and must be disclosed in accordance with GASB Statement No. 62—as amended.

There have been no violations or possible violations of laws or regulations in any jurisdiction whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency.

There have been no internal investigations or communications from regulatory agencies or government representatives concerning investigations or allegations of noncompliance with laws or regulations in any jurisdiction, noncompliance with or deficiencies in financial reporting practices, or other matters that could have a material effect on the financial statements.

There are no other liabilities or gain or loss contingencies considered material, individually or in the aggregate, that are required to be accrued or disclosed by GASB Statement No. 62—as amended, nor are there any accruals for loss contingencies included in the statements of net position or gain contingencies reflected in earnings that are not in conformity with the provisions of GASB Statement No. 62—as amended.

We have not consulted legal counsel concerning litigation, claims or assessments.

***Oral or written guarantees***

There are no oral or written guarantees including guarantees of the debt of others.

***Pension benefits***

We have disclosed to you all significant pension benefits promised and have made available to you all significant summary plan descriptions, benefit communications and all other relevant information, including plan changes that constitute the plan.

C – Management Representations Letter, continued

***Purchase commitments***

At September 30, 2019 and 2018 the Academy had no purchase commitments for inventories in excess of normal requirements or at prices that were in excess of market at those dates.

There were no agreements or commitments to repurchase assets previously sold. There were no material commitments outstanding at September 30, 2019 and 2018 as a result of being a party to futures or forwards contracts, short sales or hedge transactions.

***Required supplementary information***

We acknowledge our responsibility for the required supplementary information on management's discussion and analysis and budgetary comparison information for the general fund, which have been measured and presented in conformity with the guidelines established by the Governmental Accounting Standards Board in its applicable GASB Statement. There have been no changes in the methods of measurement or presentation of the required supplementary information from those used in the prior period.

***Effects of new accounting principles***

As discussed in Note 2, we have not completed the process of evaluating the effects that will result from adopting the amendments to the following codification provided in Governmental Accounting Standards Board (GASB):

- GASB Statement No. 84
- GASB Statement No. 87
- GASB Statement No. 89
- GASB Statement No. 90
- GASB Statement No. 91
- GASB Statement No. 92

C – Management Representations Letter, continued

The Academy is therefore unable to disclose the effects that adopting the amendments in the aforementioned GASB Statements will have on its financial position and the changes in its financial position when such statements are adopted.

***Fraud***

We acknowledge our responsibility for the design, implementation and maintenance of programs and internal control to prevent and detect fraud.

We have no knowledge of any fraud or suspected fraud involving management or other employees who have a significant role in the Academy’s internal control over financial reporting. In addition, we have no knowledge of any fraud or suspected fraud involving other employees where the fraud could have a material effect on the financial statements.

We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud. We have disclosed to you all allegations of financial improprieties, including fraud or suspected fraud, coming to our attention (regardless of the source or form and including, without limitation, allegations by “whistle-blowers”) where such allegations could result in a misstatement of the financial statements or otherwise affect the financial reporting of the Academy.

***Independence***

We are not aware of any capital lease, material cooperative arrangement or other business relationship between the Academy and Ernst & Young LLP or any other member firm of the global Ernst & Young organization.

We are not aware of any reason that Ernst & Young LLP would not be considered to be independent for purposes of the Academy’s audit.

***Conflicts of interest***

There are no instances where any officer or employee of the Academy has an interest in a company with which the Academy does business that would be considered a “conflict of interest.” Such an interest would be contrary to Academy policy.

***Other representations***

- We have identified and disclosed to you all provisions of laws and regulations that could have a direct and material effect on financial statement amounts, including legal and contractual provisions for reporting specific activities in separate funds.
- We have followed all applicable laws and regulations in adopting, approving and amending budgets, tax or debt limits and covenants and secondary market disclosures, deposits and investments, including collateral requirements on depository accounts and investments and tax levies and refunds.
- The financial statements properly classify all funds and activities in accordance with GASB Statement No. 54—as amended.



C – Management Representations Letter, continued

- All funds that meet the quantitative criteria in GASB Statement No. 34, as amended and GASB Statement No. 37, for presentation as major are identified and presented as such and all other funds that are presented as major are particularly important to financial statement users.
- Components of net position (net investment in capital assets; restricted; and unrestricted), and classifications of fund balance (nonspendable fund balance, and restricted, committed, assigned, and unassigned) are properly classified and, if applicable, approved.
- Expenses have been appropriately classified in or allocated to functions and programs in the statements of activities, and allocations have been made on a reasonable basis.
- Revenues are appropriately classified in the statement of activities within program revenues, general revenues, contributions to term or permanent endowments or contributions to permanent fund principal.
- Provisions for uncollectible receivables have been properly identified and recorded.
- Interfund, internal and intra-entity activity and balances have been appropriately classified and reported.
- Special and extraordinary items are appropriately classified and reported.
- Risk disclosures associated with deposits and investment securities and derivatives transactions are presented in accordance with GASB requirements.
- Investments, derivative transactions, and land and other real estate held by endowments are properly valued.
- Our policy regarding whether to first apply restricted or unrestricted resources when an expense is incurred for purposes for which both restricted and unrestricted net position is available is appropriately disclosed and net position was properly recognized under the policy.
- We are following either our established accounting policy regarding which resources (that is, restricted, committed, assigned, or unassigned) are considered to be spent first for expenditures for which more than one resource classification is available or are following paragraph 18 of GASB Statement No. 54 to determine the fund balance classifications for financial reporting purposes.
- Subsequent events have been evaluated and classified as recognized or nonrecognized through the date of this letter.
- We have disclosed the names of all governments with which we have a tax abatement agreement, the total gross amount of taxes abated during the period, the specific taxes that were abated, and whether any commitments other than to reduce taxes were made as part of any tax abatement agreement as required by GASB Statement No. 77.
- We have disclosed tax abatements entered into by other governments that affect our revenues, including the names of the governments that entered into the agreements, the

C – Management Representations Letter, continued

specified taxes being abated and the gross dollar amount of taxes abated during the period, as required by GASB Statement No. 77.

- We have accurately tracked the cash receipts and cash disbursements for amounts held as agency funds.

***(A) Subsequent events***

Subsequent to September 30, 2019, no events or transactions have occurred or are pending that would have a material effect on the basic financial statements at that date or for the period then ended, or that are of such significance in relation to the Academy's affairs to require mention in a note to the basic financial statements in order to make them not misleading regarding the financial position, results of operations or cash flows of the Academy.

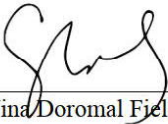
\*\*\*\*

We understand that your audits were conducted in accordance with auditing standards generally accepted in the United States as established by the American Institute of Certified Public Accountants and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, and was, therefore, designed primarily for the purpose of expressing an opinion on the financial statements of the Academy and that your tests of the accounting records and other auditing procedures were limited to those that you considered necessary for that purpose.

Very truly yours,



Helen Nishihira, Chief Operations Officer



Nina Doromal Fjeld, Business Manager