



Consolidated Financial Statements

Milton Academy

June 30, 2010 and 2009



Mayer Hoffman McCann P.C.
An Independent CPA Firm
Tofias New England Division

MILTON ACADEMY

Consolidated Financial Statements

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Independent Auditors' Report

To the Board of Trustees
Milton Academy
Milton, Massachusetts

We have audited the accompanying consolidated statements of financial position of Milton Academy (the "Academy"), a non-profit organization, as of June 30, 2010 and 2009, and the related consolidated statements of revenues and support, expenses and changes in net assets, and cash flows for the years then ended. These consolidated financial statements are the responsibility of the Academy's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with U.S. generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

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

Mayer Hoffman McCann P.C.

September 24, 2010
Cambridge, Massachusetts

MILTON ACADEMY

Consolidated Statements of Financial Position

	<i>June 30,</i>	
	2010	2009
Assets		
Cash and cash equivalents	\$ 3,642,763	\$ 320,433
Accounts and notes receivable, net of allowance for doubtful accounts of \$86,408 and \$270,109 at June 30, 2010 and 2009, respectively	76,980	268,735
Prepays, inventory and other assets	214,273	232,619
Contributions receivable, net	9,087,506	7,414,350
Investments	171,128,384	148,348,562
Deposits with trustee	8,559,799	1,900,634
Funds held in trust by others	387,083	450,626
Property, plant and equipment, net	<u>64,623,075</u>	<u>57,556,266</u>
Total assets	<u>\$ 257,719,863</u>	<u>\$ 216,492,225</u>
Liabilities and Net Assets		
Liabilities:		
Accounts payable and accrued expenses	\$ 4,027,836	\$ 4,495,422
Construction payables	398,061	1,508,472
Student deposits and deferred income	2,533,358	3,152,523
Payables to annuitants	953,980	907,070
Capital lease obligation	-	536,472
Asset retirement obligations	484,431	468,343
Obligations under interest rate swap contracts	806,310	-
Bonds payable	<u>52,755,422</u>	<u>18,134,130</u>
Total liabilities	<u>61,959,398</u>	<u>29,202,432</u>
Net assets:		
Unrestricted	36,212,397	39,447,714
Temporarily restricted	83,694,672	77,061,569
Permanently restricted	<u>75,853,396</u>	<u>70,780,510</u>
Total net assets	<u>195,760,465</u>	<u>187,289,793</u>
Total liabilities and net assets	<u>\$ 257,719,863</u>	<u>\$ 216,492,225</u>

See accompanying notes to the consolidated financial statements.

MILTON ACADEMY

Consolidated Statements of Activities and Changes in Net Assets

	<i>Year Ended June 30, 2010</i>				<i>2009</i>
	<i>Unrestricted</i>	<i>Temporarily Restricted</i>	<i>Permanently Restricted</i>	<i>Total</i>	<i>Total</i>
Operating activities:					
Revenues and support:					
Tuition and fees	\$ 36,878,043	\$ -	\$ -	\$ 36,878,043	\$ 34,903,389
Less financial aid	<u>(7,391,918)</u>	<u>-</u>	<u>-</u>	<u>(7,391,918)</u>	<u>(6,398,696)</u>
Net tuition and fees	29,486,125	-	-	29,486,125	28,504,693
Contributions	4,893,564	944,999	4,912,645	10,751,208	8,961,718
Change in split interest agreements	-	(162,541)	-	(162,541)	(101,315)
Investment return:					
Interest and dividend income (expense)	201,546	163,454	1,214	366,214	(598,012)
Realized and unrealized gain (loss), net	2,326,932	16,181,939	120,152	18,629,023	(26,549,958)
Auxiliary income	1,664,389	-	-	1,664,389	1,682,330
Other income	220,834	-	-	220,834	232,723
Reclassification of net assets	-	(38,875)	38,875	-	-
Net assets released from restrictions	<u>10,455,873</u>	<u>(10,455,873)</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total revenues and support	<u>49,249,263</u>	<u>6,633,103</u>	<u>5,072,886</u>	<u>60,955,252</u>	<u>12,132,179</u>
Expenses:					
Instructional programs	19,677,850	-	-	19,677,850	20,145,778
Special and summer programs	1,925,148	-	-	1,925,148	1,932,945
Management and general	11,455,663	-	-	11,455,663	10,684,900
Fund raising expenses	2,066,275	-	-	2,066,275	2,238,170
Buildings and grounds	6,245,201	-	-	6,245,201	5,786,954
Depreciation	6,985,302	-	-	6,985,302	6,718,884
Interest expense	1,466,913	-	-	1,466,913	930,728
Unrealized loss on interest rate swap contract	806,310	-	-	806,310	-
Loss on debt extinguishment	<u>1,855,918</u>	<u>-</u>	<u>-</u>	<u>1,855,918</u>	<u>-</u>
Total expenses	<u>52,484,580</u>	<u>-</u>	<u>-</u>	<u>52,484,580</u>	<u>48,438,359</u>
Total change in net assets	(3,235,317)	6,633,103	5,072,886	8,470,672	(36,306,180)
Net assets, beginning	<u>39,447,714</u>	<u>77,061,569</u>	<u>70,780,510</u>	<u>187,289,793</u>	<u>223,595,973</u>
Net assets, ending	<u>\$ 36,212,397</u>	<u>\$ 83,694,672</u>	<u>\$ 75,853,396</u>	<u>\$ 195,760,465</u>	<u>\$ 187,289,793</u>

MILTON ACADEMY

Consolidated Statement of Activities and Changes in Net Assets

	<i>Year Ended June 30, 2009</i>			
	<i>Unrestricted</i>	<i>Temporarily Restricted</i>	<i>Permanently Restricted</i>	<i>Total</i>
Operating activities:				
Revenues and support:				
Tuition and fees	\$ 34,903,389	\$ -	\$ -	\$ 34,903,389
Less financial aid	(6,398,696)	-	-	(6,398,696)
Net tuition and fees	28,504,693	-	-	28,504,693
Contributions	4,036,285	1,816,087	3,109,346	8,961,718
Change in split interest agreements	-	(101,315)	-	(101,315)
Investment return:				
Interest and dividend income (expense)	130,107	(722,757)	(5,362)	(598,012)
Realized and unrealized losses	(3,392,502)	(22,986,919)	(170,537)	(26,549,958)
Auxiliary income	1,682,330	-	-	1,682,330
Other income	228,226	4,497	-	232,723
Net assets released from restrictions	18,091,672	(18,091,672)	-	-
Total revenues and support	49,280,811	(40,082,079)	2,933,447	12,132,179
Expenses:				
Instructional programs	20,145,778	-	-	20,145,778
Special and summer programs	1,932,945	-	-	1,932,945
Management and general	10,684,900	-	-	10,684,900
Fund raising expenses	2,238,170	-	-	2,238,170
Buildings and grounds	5,786,954	-	-	5,786,954
Depreciation	6,718,884	-	-	6,718,884
Interest expense	930,728	-	-	930,728
Total expenses	48,438,359	-	-	48,438,359
Total change in net assets	842,452	(40,082,079)	2,933,447	(36,306,180)
Net assets, beginning	38,605,262	117,143,648	67,847,063	223,595,973
Net assets, ending	\$ 39,447,714	\$ 77,061,569	\$ 70,780,510	\$ 187,289,793

MILTON ACADEMY

Statements of Cash Flows

	<i>Years Ended June 30,</i>	
	<i>2010</i>	<i>2009</i>
Cash flows from operating activities:		
Changes in net assets	\$ 8,470,672	\$ (36,306,180)
Adjustments to reconcile change in net assets to net cash and cash equivalents used in operating activities:		
Depreciation expense	6,975,330	6,705,844
Write-off of construction in process	65,661	69,942
Loss on debt extinguishment	1,855,918	-
Amortization of bond premium	(18,883)	(675,944)
Amortization of bond issuance costs	17,844	-
Realized and unrealized (gain)loss, net	(18,629,023)	26,549,958
Bad debt expense for accounts and notes receivable	(160,526)	143,962
Change in fair value of interest rate swap	806,310	-
Loss on retirement of property, plant, and equipment	9,972	13,039
Changes in:		
Accounts and notes receivable	352,281	48,453
Contributions receivable	(1,673,156)	1,090,886
Prepaid, inventory and other assets	18,346	298,215
Funds held in trust by others	63,543	103,804
Accounts payable, accrued expenses and asset retirement obligation	(451,498)	574,771
Change in value to annuitants	179,467	(34,876)
Student deposits and deferred income	(619,165)	852,763
Permanently restricted contributions	(1,468,299)	(3,364,213)
Contributions restricted for long-term investment	(867,034)	(1,616,642)
	<u>(5,072,240)</u>	<u>(5,546,218)</u>
Net cash used in operating activities		
Cash flows from investing activities:		
Acquisition of property, plant and equipment, net	(15,228,183)	(8,731,021)
Proceeds from sale of investments	30,699,776	77,488,857
Purchase of investments	(34,850,575)	(64,631,435)
	<u>(19,378,982)</u>	<u>4,126,401</u>
Net cash provided by (used for) investing activities		
Cash flows from financing activities:		
Investment in endowment	1,468,299	3,364,213
Investment in plant	867,034	1,616,642
Proceeds from the issuance of bonds, net of payoff at closing	35,904,981	-
Bond issuance costs	(788,520)	-
Increase in deposits with trustees	(8,119,213)	(78,065)
Payment on bonds	(890,000)	(3,140,000)
Payment to annuitants	(132,557)	(139,912)
Payment on capital lease obligations, net	(536,472)	(266,119)
	<u>27,773,552</u>	<u>1,356,759</u>
Net cash provided by financing activities		
Net Increase (decrease) in cash and cash equivalents	3,322,330	(63,058)
Cash and cash equivalents, beginning	<u>320,433</u>	<u>383,491</u>
Cash and cash equivalents, ending	\$ <u>3,642,763</u>	\$ <u>320,433</u>

See accompanying notes to the consolidated financial statements.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 1 - Nature of Operations and Summary of Significant Accounting Policies

The consolidated financial statements include the accounts of Milton Academy and its affiliated entity through common control, the Mountain School, collectively known as the “Academy.” Milton Academy is an independent, K-12 college preparatory school, with boarding for grades 9-12, located eight miles south of Boston. Enrollment encompasses over 970 students from the United States and countries throughout the world. The Mountain School is located in Vershire, Vermont and provides a half-year program for students from throughout the country with classes and programs focused on the outdoors. All inter-entity accounts have been eliminated.

The following is a summary of the significant accounting policies:

Basis of Presentation

The accompanying consolidated financial statements are presented on the accrual basis of accounting and have been prepared to focus on the Academy as a whole and to present balances and transactions according to the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified as follows:

Unrestricted Net Assets - Net assets that are not subject to donor-imposed restrictions. Unrestricted net assets may be designated for specific purposes by the Board of Trustees.

Revenues are reported as increases in unrestricted net assets unless the use of the related assets is limited by donor-imposed restrictions or by law. Expenses are reported as decreases in unrestricted net assets. Realized and unrealized gains and losses on investments and other assets or liabilities are reported as increases or decreases in unrestricted net assets unless subject to donor-imposed stipulations or by law. Expirations of donor-imposed stipulations that simultaneously increase one class of net assets and decrease another class are reported as “net assets released from restrictions.” Expiration of temporary restrictions occurs when donor-imposed restrictions have been accomplished and/or the stipulated time period has elapsed. If the expense is incurred for a purpose for which unrestricted and temporary net assets are available, a donor-imposed restriction is fulfilled to the extent of the expense incurred unless the expense is incurred for a purpose directly attributable to another specific external source of revenue.

Temporarily Restricted - Net assets subject to donor-imposed restrictions, or law that may be met by actions of the Academy and/or the passage of time.

Permanently Restricted - Net assets subject to donor-imposed restrictions requiring that they be maintained permanently by the Academy. Generally, the donors of these assets permit or require the Academy to use all or part of the related investment income and appreciation earned for general or specific purposes. Unexpended appreciation on permanently restricted net assets is included in temporarily restricted net assets.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 1 - Nature of Operations and Summary of Significant Accounting Policies (Continued)

Contributions

Contributions, including unconditional promises to give, are recognized as revenues in the period verifiably committed. Contributions subject to donor-imposed restrictions met in the same reporting period as they are received are reported as unrestricted revenues. Contributions scheduled to be received after one year are discounted at a risk adjusted rate commensurate with the duration of the pledge, net of allowance for amounts deemed uncollectible. Amortization of the discount is included in contribution revenue. Unconditional promises to give are periodically reviewed to estimate an allowance for doubtful collections. Management estimates the allowance by a review of historical experience and a specific review of collection trends that differ from plan on individual accounts. Conditional promises to give are not included as support until the conditions are substantially met.

The Academy reports contributions of land, buildings and equipment as unrestricted support, unless the donor places restrictions on their use. Contributions of cash used to acquire or construct long-lived assets are reported as unrestricted support to the extent the funds have been expended for the stipulated acquisition or construction; otherwise the contributions are reported as temporarily restricted support.

The Academy does not capitalize works of art or historical treasures that are held for exhibition, education, research and public service. Accordingly, such collections are not recognized or capitalized for financial statement purposes.

Cash and Cash Equivalents

Cash and cash equivalents include operating cash accounts, funds in money market mutual funds and short-term investments with original maturities from date of purchase of three months or less. Cash equivalents held by investment managers are considered part of investments given the expectation of near term reinvestment.

The Academy maintains its cash balances at several financial institutions which, at times, may exceed federally insured limits. The Academy monitors its exposure associated with cash and cash equivalents and has not experienced losses in such accounts.

Accounts and Notes Receivable

Accounts and notes receivable are carried at their net realizable value. Management estimates the allowance for doubtful accounts by identifying troubled accounts and by using historical experience applied to an aging of accounts. Accounts and notes receivable are written off when deemed uncollectible. Recoveries of accounts and notes receivable previously written off are recorded as revenue when received. Accounts and notes receivable are considered past due if any portion of the receivable balance is outstanding for more than 90 days and the student no longer attends the Academy.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 1 - Nature of Operations and Summary of Significant Accounting Policies (Continued)

Investments

Investments are carried at fair value. Fair value is determined as per the fair value policies described later in this section.

Dividends, interest and net gains on investments are reported as increases in permanently restricted net assets, if the terms of the underlying gift required that they be added to the principal of a permanent endowment fund, or as increases in temporarily restricted net assets, if the terms of the underlying gift or relevant state law impose restrictions on the use of the income or net gains. Income and net gains on board-designated and other funds are reported as an increase in unrestricted net assets.

Investment managers may utilize hedging strategies, invest in securities denominated in foreign currencies, or invest in options, futures, forward contracts, short sales or other financial instruments whose value and performance are derived, at least in part, from the performance of an underlying asset or index and the creditworthiness of the counterparty to the transactions. At any point during the year, the Academy may have exposure to derivatives primarily through limited liability vehicles.

Endowment and similar funds, other than those separately invested or administered by outside trustees, are pooled for investment purposes. Investment income is allocated ratably.

Deposits with Trustee

Deposits with trustee include amounts remaining for capital projects (\$5,030,833 at June 30, 2010) in process as well as amounts required in conjunction with various borrowing arrangements (\$3,528,966 at June 30, 2010). The Academy is required to maintain a minimum balance pertaining to their debt service commitment. These deposits consist of money market investments and are maintained with a trustee. These amounts are carried at fair value as described later in this section.

Funds Held in Trust by Others

Funds held in trust by others represent funds held and administered by an external trustee. The administration of endowment held in trust is at the direction of the donor. The funds are recorded at amounts which approximate estimated fair value, to the extent determinable.

Property, Plant and Equipment, Net

Land, buildings and equipment are reported at cost at the date of acquisition or fair value at the date of donation in the case of a gift. The cost of normal maintenance and repairs are expensed as incurred. Depreciation is recorded on a straight-line basis over the estimated useful life of the asset.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 1 - Nature of Operations and Summary of Significant Accounting Policies (Continued)

Property, Plant and Equipment, Net (Continued)

Estimated useful lives are as follows:

Building and land improvements	10-40 years
Equipment	3-10 years

Leasehold improvements are depreciated on a straight-line basis over the shorter of their estimated life or the lease term.

Equipment under a capital lease obligation is amortized on the straight-line method over the shorter period of the lease term or the estimated useful life of the equipment. Such amortization is included in depreciation and amortization expense in the consolidated financial statements.

Plant assets are removed from the records at the time of disposal with any gain or loss included in depreciation expense in the consolidated statement of activities.

Student Deposits and Deferred Income

Student reservation deposits for advance payments on tuition, room and board, as well as the Academy's summer programs, have been deferred and will be recorded as revenue when earned.

Asset Retirement Obligations

The Academy applies the principles of accounting for conditional asset retirement obligations to its retirement obligations. Asset retirement obligations ("ARO") are legal obligations associated with the retirement of long-lived assets. These liabilities are initially recorded at fair value and the related asset retirement costs are capitalized by increasing the carrying amount of the related assets by the same amount as the liability. Asset retirement costs are subsequently depreciated over the useful lives of the related assets. Subsequent to initial recognition, the Academy records period-to-period changes in the ARO liability resulting from the passage of time and revisions to either the timing or the amount of the original estimate of undiscounted cash flows. The Academy derecognizes ARO liabilities when the related obligations are settled.

Bond Issuance Costs

Bond issuance costs, which are included in bond payable on the consolidated statements of financial position, represent costs incurred in connection with the issuance of bonds payable and are amortized over the period the bonds are outstanding (see Note 6). During 2010, \$395,869 of Bond issuance costs pertaining to the 1997 and 2003 Bond issuance costs were written off to loss on debt extinguishment in the consolidated statements of activities. Costs incurred in conjunction with the issuance of the 2009 Series A, B and C bonds totaling \$788,520 were capitalized and are being amortized over the lives of the bonds.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 1 - Nature of Operations and Summary of Significant Accounting Policies (Continued)

Bond Issuance Costs (Continued)

Amortization expense for each of the next five years is as follows:

2011	\$	33,689
2012		32,289
2013		32,289
2014		32,289
2015		28,959

Obligation Under Interest Rate Swap Contracts

The Academy reports the value of its interest rate swaps at fair value. Fair value is determined as per the fair value policies as described later in this section.

Student Financial Aid

Tuition revenues are reported net of the discount attributable to reductions in amounts charged to students, whether funded by unrestricted Academy funds, restricted endowment funds or restricted specific purpose gifts.

The Academy offers tuition abatement to students of faculty. Tuition abatement expense was \$976,760 and \$925,585 for the years ended June 30, 2010 and 2009, respectively, and is included in instructional support expense in the consolidated statement of activities.

Income Tax Status

The Academy is recognized by the Internal Revenue Service as an organization described in Section 501(c)(3) of the Internal Revenue Code and is generally exempt from Federal and state income taxes except for a tax on certain elements of investment income.

Uncertain Tax Positions

The Academy accounts for the effect of any uncertain tax positions based on a “more likely than not” threshold to the recognition of the tax positions being sustained based on the technical merits of the position under scrutiny by the applicable taxing authority. If a tax position or positions are deemed to result in uncertainties of those positions, the unrecognized tax benefit is estimated based on a “cumulative probability assessment” that aggregates the estimated tax liability for all uncertain tax positions. The Academy has identified its tax status as a tax exempt entity as a tax position; however, the Academy has determined that such tax position does not result in an uncertainty requiring recognition. The Academy is not currently under examination by any taxing jurisdiction. The Academy’s Federal and state tax returns are generally open for examination for three years following the date filed.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 1 - Nature of Operations and Summary of Significant Accounting Policies (Continued)

Fair Value Measurements

The Academy reports required types of financial instruments in accordance with the fair value standards. These standards require an entity to maximize the use of observable inputs (such as quoted prices in active markets) and minimize the use of unobservable inputs (such as appraisals or valuation techniques) to determine fair value. In addition, the Academy reports certain investments using the net asset value per share as determined by investment managers under the so called “practical expedient.” The practical expedient allows net asset value per share to represent fair value for reporting purposes when the criteria for using this method are met. Fair value standards also require the Academy to classify these financial instruments into a three-level hierarchy, based on the priority of inputs to the valuation technique or in accordance with net asset value practical expedient rules, which allow for either Level 2 or Level 3 depending on lock up and notice periods associated with the underlying funds.

Instruments measured and reported at fair value are classified and disclosed in one of the following categories:

Level 1 – Quoted prices are available in active markets for identical instruments as of the reporting date. Instruments, which are generally included in this category, include listed equity and debt securities publicly traded on a stock exchange.

Level 2 – Pricing inputs are other than quoted prices in active markets, which are either directly or indirectly observable as of the reporting date, and fair value is determined through the use of models or other valuation methodologies.

Level 3 – Pricing inputs are unobservable for the instrument and include situations where there is little, if any, market activity for the instrument. The inputs into the determination of fair value require significant management judgment or estimation.

In some instances the inputs used to measure fair value may fall into different levels of the fair value hierarchy and is based on the lowest level of input that is significant to the fair value measurement.

Market price is affected by a number of factors, including the type of instrument and the characteristics specific to the instrument. Instruments with readily available active quoted prices or for which fair value can be measured from actively quoted prices generally will have a higher degree of market price observability and a lesser degree of judgment used in measuring fair value. It is reasonably possible changes in values of these instruments will occur in the near term and that such changes could materially affect amounts reported in these consolidated financial statements. For more information on the fair value of the Academy’s financial instruments, see Note 4 - Fair Value of Financial Instruments.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 1 - Nature of Operations and Summary of Significant Accounting Policies (Continued)

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions, which affect the reported amount of assets and liabilities, and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates included in the consolidated financial statements relate to the allowance for doubtful accounts for contributions, notes and accounts receivable, fair value of certain investments, useful lives of depreciable assets, fair value of interest swap contracts, asset retirement obligations, payables to annuitants, and the allocation of common expenses over program functions.

Reclassifications

Certain reclassifications have been made to the 2009 consolidated financial statements to conform with 2010 presentation.

Subsequent Events

The Academy has evaluated subsequent events through September 24, 2010, the date the consolidated financial statements were authorized to be issued.

Note 2 - Contributions Receivable

	<i>2010</i>	<i>2009</i>
Contributions for:		
Endowment	\$ 6,019,966	\$ 1,748,626
Construction of facilities	486,602	1,514,018
Unrestricted	<u>4,451,181</u>	<u>5,700,661</u>
	10,957,749	8,963,305
Less allowance for unfulfilled pledges	454,616	475,474
Less present value discount	<u>1,415,627</u>	<u>1,073,481</u>
Pledges receivable, net	\$ <u>9,087,506</u>	\$ <u>7,414,350</u>
Amounts due as of June 30:		
Less than one year	\$ 3,083,984	\$ 3,556,039
One to five years	7,220,573	4,672,112
More than five years	<u>653,192</u>	<u>735,154</u>
Total	\$ <u>10,957,749</u>	\$ <u>8,963,305</u>

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 2 - Contributions Receivable (Continued)

During the year ended June 30, 2008, the Academy received \$110,000 in conditional contributions. These contributions have not been recorded in the consolidated statements of financial position as the conditions have not been met as of June 30, 2010.

Note 3 - Investments

The Academy's investments consist of the following as of June 30:

	2010		2009	
	Fair Value	Cost	Fair Value	Cost
Pooled endowment:				
Equity securities funds	\$ 37,597,107	\$ 36,533,880	\$ 35,634,002	\$ 36,236,608
Short-term investment funds	28,559,444	28,559,460	12,850,224	12,850,158
Real estate partnerships	10,573,006	11,128,806	12,647,026	11,964,139
Absolute return	67,914,214	60,471,925	62,052,874	65,296,439
Endowment fixed income funds	5,944,827	3,920,463	6,873,855	7,690,498
Other funds	2,157,138	2,053,619	2,083,944	2,069,144
Private equity and venture capital	13,076,722	13,265,364	13,265,771	13,041,206
	<u>165,822,458</u>	<u>155,933,517</u>	<u>145,407,696</u>	<u>149,148,192</u>
Separately invested:				
Pooled income funds*	2,242,692	2,242,817	2,035,413	2,242,653
Cash and cash equivalents	3,063,234	3,049,340	905,453	900,930
	<u>5,305,926</u>	<u>5,292,157</u>	<u>2,940,866</u>	<u>3,143,583</u>
	<u>\$ 171,128,384</u>	<u>\$ 161,225,674</u>	<u>\$ 148,348,562</u>	<u>\$ 152,291,775</u>

* At June 30, 2010 and 2009, approximately 36% and 39%, respectively, were invested in common stock and approximately 64% and 61%, respectively, were invested in fixed income and short-term investments.

Net realized gains (losses) on investments as of June 30, 2010 and 2009 were \$4,783,100 and \$(4,411,491), respectively.

Interest and dividend income from endowment presented in the consolidated statements of activities is net of investment-related fees of \$1,924,658 and \$1,192,852 for the years ended June 30, 2010 and 2009, respectively.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 4 - Fair Values of Financial Instruments

The following table presents financial assets at June 30, 2010, that the Academy measures fair value on a recurring basis, by level, within the fair value hierarchy:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Assets:				
Pooled endowment:				
Equity securities funds	\$ 14,177,785	\$ 23,419,322	\$ -	\$ 37,597,107
Short-term investment funds	28,559,444	-	-	28,559,444
Real estate partnership	-	-	10,573,006	10,573,006
Absolute return	-	3,947,290	63,966,924	67,914,214
Endowment fixed income funds	-	-	5,944,827	5,944,827
Other funds	-	-	2,157,138	2,157,138
Private equity and venture capital	104,217	-	12,972,505	13,076,722
Pooled income and cash equivalents	3,063,234	-	2,242,692	5,305,926
Deposits held with trustee	8,559,799	-	-	8,559,799
Funds held in trust by others	-	-	387,083	387,083
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Total assets at fair value	\$ <u>54,464,479</u>	\$ <u>27,366,612</u>	\$ <u>98,244,175</u>	\$ <u>180,075,266</u>
Liabilities:				
Interest rate swaps	\$ -	\$ 806,310	\$ -	\$ 806,310
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Total liabilities at fair value	\$ <u>-</u>	\$ <u>806,310</u>	\$ <u>-</u>	\$ <u>806,310</u>

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 4 - Fair Values of Financial Instruments (Continued)

The following table presents financial assets at June 30, 2009, that the Academy measures fair value on a recurring basis, by level, within the fair value hierarchy:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Assets:				
Pooled endowment:				
Equity securities	\$ 14,805,222	\$ 20,828,780	\$ -	\$ 35,634,002
Short-term investments	12,850,224	-	-	12,850,224
Real estate partnership	-	-	12,647,026	12,647,026
Absolute return	-	3,451,733	58,601,141	62,052,874
Endowment fixed income	-	-	6,873,855	6,873,855
Other	-	-	2,083,944	2,083,944
Private equity and venture capital	133,845	-	13,131,926	13,265,771
Pooled income and cash equivalents	905,453	-	2,035,413	2,940,866
Deposits held with trustee	1,900,634	-	-	1,900,634
Funds held in trust by others	-	-	450,626	450,626
	<hr/>	<hr/>	<hr/>	<hr/>
Total assets at fair value	\$ <u>30,595,378</u>	\$ <u>24,280,513</u>	\$ <u>95,823,931</u>	\$ <u>150,699,822</u>

The changes in instruments measured at fair value for which the Academy has used Level 3 inputs to determine fair value are as follows.

	<i>2010</i>	<i>2009</i>
Balance, July 1	\$ <u>95,823,931</u>	\$ <u>111,207,800</u>
Investment activity:		
Dividend and interest income (expense), net	1,432,137	(321,126)
Realized and unrealized gains (losses), net	<u>13,950,747</u>	<u>(12,526,376)</u>
Total investment returns	15,382,884	(12,847,502)
Purchases	2,292,329	11,703,250
Sales	(13,646,475)	(13,290,063)
Fees	<u>(1,608,494)</u>	<u>(949,554)</u>
Balance, June 30	\$ <u>98,244,175</u>	\$ <u>95,823,931</u>

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 4 - Fair Values of Financial Instruments (Continued)

Investments not considered Level 1 are categorized as Level 2 instruments when the Academy has the ability to redeem its investment in the entity at net asset value per share at year-end or within 90 days of year-end. Investments not considered Level 1 are categorized as Level 3 instruments when the Academy cannot redeem its investment within 90 days of year-end. A summary of the significant categories of such investments utilizing the net asset value practical expedient and their attributes are as follows:

	<i>Fair Value</i>	<i>Unfunded Commitments</i>	<i>Redemption Frequency (If Currently Eligible)</i>	<i>Redemption Notice Period</i>
Equity securities funds	\$ 23,419,322	\$ -	daily-quarterly	daily - 65 days
Real estate partnerships	10,573,006	-	None	No redemptions
Absolute return	67,914,214	8,629,999	quarterly - none	30 days - No redemptions
Endowment fixed income funds	5,944,827	-	None	No redemptions
Other funds	255,348	-	None	No redemptions
Private equity and venture capital	<u>12,972,505</u>	<u>4,092,020</u>	None	No redemptions
	<u>\$ 121,079,222</u>	<u>\$ 12,722,019</u>		

Equity securities funds – includes investments in funds that invest in international and U.S. common stocks and the funds are designed to give the managers the flexibility to invest both long and short within their area of expertise.

Real estate partnerships – includes investments in real estate funds that invest primarily in U.S. commercial real estate. The nature of the investments in this category is that distributions will be received as the underlying investments of the funds are liquidated.

Absolute return – includes investments in hedge funds that invest both long and short primarily in international and U.S. common stocks. Management of the hedge funds has the ability to shift investments from value to growth strategies, from small to large capitalization stocks, and from a net long position to a net short position.

Endowment fixed income funds – includes investments in funds that invest in international debt securities. The funds are designed to invest both long and short within their area of expertise.

Other funds– includes investments in long term funds that are invested in domestic and international equity securities, warrants and options

Private equity and venture capital – includes investments in 9 private equity funds that invest primarily in both U.S. and non US companies.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 4 - Fair Values of Financial Instruments (Continued)

Management has assessed that fair value approximates carrying value for cash and cash equivalents, accounts receivable, accounts payable, accrued expenses, construction payable and capital lease obligations given the short term nature of these instruments. Management has no practical or cost effective way of determining fair value for notes receivable, pledges receivable and payables to annuitants. The fair value of the bonds payable is noted in the table below.

	2010	
	<i>Carrying Value</i>	<i>Fair Value</i>
Bonds payable	\$ 52,755,422	\$ 53,398,422

Note 5 - Property, Plant and Equipment

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

	2010	2009
Land	\$ 198,648	\$ 198,648
Land improvements	5,167,192	4,847,354
Buildings and improvements	96,804,077	97,853,366
Equipment	5,828,679	5,514,392
Construction in progress	23,337,994	10,769,122
Assets under capital lease	-	2,228,513
	<u>131,336,590</u>	<u>121,411,395</u>
Less: accumulated depreciation	<u>66,713,515</u>	<u>63,855,129</u>
Property, plant and equipment, net	<u>\$ 64,623,075</u>	<u>\$ 57,556,266</u>

The Academy is obligated to make future payments on major capital projects currently under construction. As of June 30, 2010, the Academy is committed to spend approximately \$1,695,000 on capital projects.

During 2010 and 2009, the Academy expensed \$65,661 and \$69,942, respectively, of construction in process related to projects the Academy is no longer pursuing.

During the years ended June 30, 2010 and 2009, the Academy retired property, plant and equipment with book values of \$4,126,917 and \$1,178,924, respectively, and recognized a loss on disposal of \$9,972 and \$13,039, respectively.

Accumulated depreciation included \$1,553,407 of accumulated depreciation on assets under capital lease at June 30, 2009. Assets under capital lease were disposed of at June 30, 2010.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 6 - Bonds Payable

Bonds payable consist of the following at June 30:

	<i>2010</i>	<i>2009</i>
Massachusetts Industrial Finance Agency (MIFA) Series 1997, matures annually on September 1, 1999 through 2027, interest rate varies weekly, as determined by the remarketing agent. The interest rate was 4% at June 30, 2009. This bond was refinanced during 2010.	\$ -	\$ 6,300,000
Massachusetts Industrial Finance Agency (MIFA) Series A 2003, matures annually on September 1, 2004 through 2019. The interest rate on the Series A was 3% at June 30, 2009. This bond was refinanced during 2010.	-	12,230,000
Massachusetts Development Finance Agency Series A, 2009, matures annually on September 1, 2028 through 2035. Interest ranges annually from 4% to 5%. The interest rate on the Series A is 5% at June 30, 2010.	25,555,000	-
Massachusetts Development Finance Agency, Series B, 2009, matures annually on March 1, 2019 through 2027. Interest varies weekly, as determined by the remarketing agent. The interest rate was .30% at June 30, 2010. (Remarketing fee is .15% per annum, LOC fee is .87% per annum)	17,265,000	-
Massachusetts Development Finance Agency, Series C, 2009, matures annually on September 1, 2019 through 2028. Interest ranges annually from 4.775% to 5.86%. The interest rate was 4.775% at June 30, 2010.	9,610,000	-
	52,430,000	18,530,000
Unamortized premium	1,096,398	-
Unamortized bond discount and issuance costs, net	(770,976)	(395,870)
Bonds payable, net	\$ 52,755,422	\$ 18,134,130

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 6 - Bonds Payable (Continued)

The Bonds are subject to optional, special, and mandatory sinking fund redemption prior to maturity. The Bonds are not secured by any mortgage on any real property, or by a security interest in any revenues, receipts, equipment or fixtures. The Academy is required to maintain a debt service reserve fund for current and future semi-annual and monthly principal and interest payments (see Note 1). As of June 30, 2010 and 2009, the Academy was in compliance with its debt covenants.

Mandatory annual principal payments on bonds payable do not begin until 2019.

Note 7 - Derivative Instruments

During 2010, in conjunction with the bond issuance, the Academy entered into two interest rate swap contracts. The Academy uses interest rate swaps to manage interest rate risk exposure. The Academy's interest rate swaps effectively mitigate exposure to interest rate risk, primarily through converting portions of floating rate debt under the bond agreement to a fixed rate basis. These agreements involve the receipt or payment of floating rate amounts in exchange for fixed rate interest payments over the life of the agreements without an exchange of the underlying principal amounts. The Academy does not enter into derivative instruments for trading or speculative purposes.

Each of the Academy's interest rate swaps have been recorded as liabilities in the consolidated statements of financial position at fair value. Changes in fair value are recorded as gains or losses on swap contracts in the period incurred.

As a result of the use of derivative instruments, the Academy is exposed to risk that the counterparties will fail to meet their contractual obligation. To mitigate the counterparty risk, the Academy only enters into contracts with selected major financial institutions based upon their credit ratings and other factors, and continually assesses the creditworthiness of counterparties. At June 30, 2010 all of the counterparties to the Academy's interest rate swaps had investment grade ratings. To date, all counterparties have performed in accordance with their contractual obligation. The current year swaps contain no credit risk-related contingent features in the Academy's interest rate swaps nor do the swaps contain provisions under which the Academy has, or would be required, to post collateral.

The Academy had the following swaps outstanding at June 30, 2010:

<i>Notional Amount</i>	<i>Termination Date</i>	<i>Interest Rate Received</i>	<i>Interest Rate Paid</i>	<i>Fair Value</i>
\$ 5,755,000	January, 2015	USD - LIBOR - BAA	2.936%	\$ 293,598
<u>5,755,000</u>	January, 2020	USD - LIBOR - BAA	3.903%	<u>512,712</u>
\$ <u>11,510,000</u>				\$ <u>806,310</u>

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 8 - Mountain School

The accounts of the Mountain School are consolidated in the accompanying consolidated financial statements. Certain financial information for the Mountain School is presented below as of June 30:

	<i>2010</i>	<i>2009</i>
Unrestricted net assets:		
Undesignated	\$ 160,924	\$ 156,881
Invested in plant	1,372,518	1,371,542
Designated for endowment	<u>1,464,538</u>	<u>1,043,702</u>
Total unrestricted net assets	<u>2,997,980</u>	<u>2,572,125</u>
Temporarily restricted net assets:		
Restricted for endowment	551,697	411,325
Restricted for pledges	<u>7,950</u>	<u>12,969</u>
Total temporarily restricted net assets	<u>559,647</u>	<u>424,294</u>
Permanently restricted net assets:		
Endowment funds	<u>778,893</u>	<u>768,492</u>
Total net assets	<u>\$ 4,336,520</u>	<u>\$ 3,764,911</u>

Note 9 - Functional Classification of Expenses

The cost of providing the Academy's activities have not been presented on a functional basis in the consolidated statements of activities. Expenses for the years ended June 30, 2010 and 2009, associated with the Academy's interest, depreciation and the operation of physical plant, have been allocated below to functional categories based on square footage.

Instruction	\$ 31,597,241	\$ 31,215,585
Administration	16,011,862	14,850,234
Fundraising	<u>2,213,249</u>	<u>2,372,540</u>
	<u>\$ 49,822,352</u>	<u>\$ 48,438,359</u>
Unrealized loss on interest rate swap contract	\$ 806,310	\$ -
Loss on debt extinguishment	<u>1,855,918</u>	<u>-</u>
	<u>\$ 52,484,580</u>	<u>\$ 48,438,359</u>

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 10 - Net Assets and Endowment Matters

Unrestricted Net Assets

Unrestricted net assets are comprised of the following:

Net investment in land, buildings and equipment – The value of buildings and equipment net of depreciation, used in the Academy’s operations. This amount is offset by outstanding liabilities related to the assets, such as bond debt.

Board-designated – Funds set aside by the Board of Trustees for strategic purposes and to provide investment income to support operations. These amounts may only be used with the approval of the Board of Trustees.

Operating – Discretionary funds available for carrying on the operating activities of the Academy.

Temporarily Restricted Net Assets

Temporarily restricted net assets are comprised of the following:

Unrealized and realized gains on permanently restricted investments – In accordance with U.S. generally accepted accounting principles and Massachusetts state law, these amounts represent unappropriated gains on permanently restricted endowment investments.

Purpose restricted – Amounts received with donor restrictions, which have not yet been expended for their designated purposes.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 10 - Net Assets and Endowment Matters (Continued)

Temporarily Restricted Net Assets (Continued)

	<i>2010</i>	<i>2009</i>
Accumulated unspent gains		
Academic	\$ 40,944,724	\$ 37,248,913
Construction	656,760	870,933
Library	14,743,544	13,589,944
Operations	551,697	411,325
Unrestricted purpose	3,401,494	2,174,588
Scholarship	14,866,249	13,134,189
	75,164,468	67,429,892
Purpose restricted gifts		
Academic	1,556,288	1,412,805
Annuity	1,256,369	1,174,204
Construction	956,015	920,721
Contribution receivable	3,734,796	5,477,742
Unrestricted purposes	416,450	12,969
Scholarship	88,452	92,601
Pending designation	521,834	540,635
	8,530,204	9,631,677
Temporarily restricted net assets	\$ 83,694,672	\$ 77,061,569

Permanently Restricted Net Assets

Permanently restricted net assets are comprised of the following:

Academic – Amounts restricted by donors against any expenditure of principal. Substantially all of the income earned on principal is to be used for instruction and academic support and is recorded in temporarily restricted net assets until appropriated for expenditure.

Construction – Amounts restricted by donors against any expenditure of principal. Substantially all of the income earned on principal is to be used for construction, equipment and building maintenance and is recorded in temporarily restricted net assets until appropriated for expenditure.

Library – Amounts restricted by donors against any expenditure of principal. Substantially all of the income earned on principal is to be used for the support of the library and is recorded in temporarily restricted net assets until appropriated for expenditure.

Operations – Amounts restricted by donors against any expenditure of principal. Substantially all of the income earned on principal is to be used for the support of the Mountain School and is recorded in temporarily restricted net assets until appropriated for expenditure.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 10 - Net Assets and Endowment Matters (Continued)

Permanently Restricted Net Assets (Continued)

Unrestricted Purpose – Amounts restricted by donors against any expenditure of principal. Substantially all of the income earned on principal is to be used for support of the Academy and is recorded in temporarily restricted net assets until appropriated for expenditure.

Scholarships – Amounts restricted by donors against any expenditure of principal. Substantially all of the income earned on principal is to be used for scholarships and is recorded in temporarily restricted net assets until appropriated for expenditure.

	<i>2010</i>	<i>2009</i>
Academic	\$ 23,652,105	\$ 23,328,695
Construction	1,008,150	987,650
Library	7,023,623	7,023,623
Operations	778,893	768,493
Unrestricted purpose	18,378,183	18,311,669
Scholarships	20,109,564	18,901,848
Contribution receivable	<u>4,902,878</u>	<u>1,458,532</u>
Permanently restricted net assets	<u>\$ 75,853,396</u>	<u>\$ 70,780,510</u>

Net assets were released from donor restrictions by incurring expenses or capital expenditures satisfying the restricted purpose, or by occurrence of other events specified by donors, as follows at June 30:

	<i>2010</i>	<i>2009</i>
Satisfaction of operating purpose restrictions:		
Academic	\$ 4,265,934	\$ 3,804,100
Construction	1,454,654	9,475,846
Library	1,300,698	1,271,310
Scholarships	2,219,240	1,364,413
Pending designation	5,181	-
Unrestricted	<u>1,210,166</u>	<u>2,176,003</u>
	<u>\$ 10,455,873</u>	<u>\$ 18,091,672</u>

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 10 - Net Assets and Endowment Matters (Continued)

The following represents required disclosure relative to the composition and activities of endowment and funds functioning as endowment for the years ended June 30, 2010:

	<i>Unrestricted</i>	<i>Temporarily Restricted</i>	<i>Permanently Restricted</i>	<i>Total</i>
Donor-restricted endowment funds	\$ -	\$ 75,164,468	\$ 70,950,518	\$ 146,114,986
Board-designated endowment funds	<u>19,707,525</u>	<u>-</u>	<u>-</u>	<u>19,707,525</u>
Total funds	<u>\$ 19,707,525</u>	<u>\$ 75,164,468</u>	<u>\$ 70,950,518</u>	<u>\$ 165,822,511</u>

The following represents required disclosure relative to the composition and activities of endowment and funds functioning as endowment for the years ended June 30, 2009:

	<i>Unrestricted</i>	<i>Temporarily Restricted</i>	<i>Permanently Restricted</i>	<i>Total</i>
Donor-restricted endowment funds	\$ -	\$ 67,429,892	\$ 69,321,978	\$ 136,751,870
Board-designated endowment funds	<u>8,655,872</u>	<u>-</u>	<u>-</u>	<u>8,655,872</u>
Total funds	<u>\$ 8,655,872</u>	<u>\$ 67,429,892</u>	<u>\$ 69,321,978</u>	<u>\$ 145,407,742</u>

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 10 - Net Assets and Endowment Matters (Continued)

The following represents required disclosures relative to the composition of endowment assets and those functioning as endowment assets at June 30, 2010 and 2009:

2010	<i>Unrestricted Net Assets</i>	<i>Temporarily Restricted Net Assets</i>	<i>Permanently Restricted Net Assets</i>	<i>Total</i>
Endowment assets and those functioning as endowment assets, at beginning of year	\$ <u>8,655,872</u>	\$ <u>67,429,892</u>	\$ <u>69,321,978</u>	\$ <u>145,407,742</u>
Contributions and additions	<u>525,190</u>	<u>-</u>	<u>1,468,299</u>	<u>1,993,489</u>
Investment return:				
Interest and dividends, net of investment expenses	23,023	161,464	1,214	185,701
Realized and unrealized gains, net	<u>2,279,300</u>	<u>15,984,954</u>	<u>120,152</u>	<u>18,384,406</u>
Total investment return	<u>2,302,323</u>	<u>16,146,418</u>	<u>121,366</u>	<u>18,570,107</u>
Expenditures:				
Net releases	8,411,842	(8,411,842)	-	-
Amounts appropriated for expenditure for operations	(8,562,000)	-	-	(8,562,000)
Repayment of donor funds	(1,572,067)	-	-	(1,572,067)
Reclassification of net assets	-	-	38,875	38,875
Repayments of borrowings for construction	<u>9,946,284</u>	<u>-</u>	<u>-</u>	<u>9,946,284</u>
Change in endowment assets and those functioning as endowment assets	<u>11,051,572</u>	<u>7,734,576</u>	<u>1,628,540</u>	<u>20,414,688</u>
Endowment assets and those functioning as endowment assets, at end of year	\$ <u>19,707,444</u>	\$ <u>75,164,468</u>	\$ <u>70,950,518</u>	\$ <u>165,822,430</u>

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 10 - Net Assets and Endowment Matters (Continued)

2009	<i>Unrestricted Net Assets</i>	<i>Temporarily Restricted Net Assets</i>	<i>Permanently Restricted Net Assets</i>	<i>Total</i>
Endowment assets and those functioning as endowment assets, at beginning of year	\$ 12,925,749	\$ 97,592,758	\$ 66,133,664	\$ 176,652,171
Contributions and additions	829,702	69,466	3,364,213	4,263,381
Investment return:				
Interest and dividends, net of investment expenses	(105,938)	(717,200)	(5,362)	(828,500)
Realized and unrealized gains (losses)	(3,369,291)	(22,811,648)	(170,537)	(26,351,476)
Total investment return	(3,475,229)	(23,528,848)	(175,899)	(27,179,976)
Expenditures:				
Net releases	6,703,484	(6,703,484)	-	-
Amounts appropriated for expenditure for operation	(8,335,718)	-	-	(8,335,718)
Repayments of borrowings for construction, net	7,884	-	-	7,884
Change in endowment assets and those functioning as endowment assets	(4,269,877)	(30,162,866)	3,188,314	(31,244,429)
Endowment assets and those functioning as endowment assets, at end of year	\$ 8,655,872	\$ 67,429,892	\$ 69,321,978	\$ 145,407,742

Endowment

The Academy's endowment consists of approximately three hundred and eighty individual funds established for a variety of purposes. Its endowment includes both donor-restricted endowment funds and funds designated by the Board of Trustees to function as endowments. As required by GAAP, net assets associated with endowment funds, including funds designated by the Board of Trustees to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law and Spending Policy

The Academy classifies as permanently restricted net assets: (a) the original value of 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. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Academy in a manner consistent with the standard of prudence prescribed by state law.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 10 - Net Assets and Endowment Matters (Continued)

Interpretation of Relevant Law and Spending Policy (Continued)

State law allows the Board of Trustees to appropriate a percentage of net asset appreciation as is prudent considering the Academy's long- and short-term needs, present and anticipated financial requirements, and expected total return on investments, price level trends, and general economic conditions. Allocations from investments to support operations are made using the total return method. Under the Academy's total return method, a spending rate of five percent of a rolling twelve quarter average fair value of the investments is used to support operations. The Academy has adopted this spending policy in order to protect the inviolate nature of the original corpus of gifts as well as to preserve the purchasing power of these funds into the future. Amounts appropriated under the spending policy were \$8,562,000 and \$8,273,500 for the years ended June 30, 2010 and 2009, respectively.

Funds with Deficiencies

From time-to-time, the fair value of assets associated with the individual donor-restricted endowment funds may fall below the level that the donor requires the Academy to retain as a fund of perpetual duration. In accordance with GAAP, deficiencies of this nature that are reported in unrestricted are approximately \$140,000 and \$677,000 as of June 30, 2010 and 2009, respectively. These deficiencies resulted from unfavorable market fluctuations that occurred after the investment of new permanently restricted contributions.

Return Objectives and Risk Parameters

The Academy's investment portfolio is managed to provide for the long-term support of the Academy. Accordingly, these funds are managed with disciplined longer-term investment objectives and strategies designed to meet cash flows and spending requirements. Management of the assets is designed to attain the maximum total return consistent with acceptable and agreed upon levels of risk. It is the goal of the aggregate long-term investments to generate an average total annual return that exceeds the spending/payout rate plus inflation.

Strategies Employed for Achieving Objectives

To satisfy its long-term rate of return objectives, the Academy 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 Academy targets an asset allocation strategy wherein assets are diversified among several asset classes. The pursuit of maximizing total return is tempered by the need to minimize the volatility of returns and preserve capital. As such, the Academy seeks broad diversification among assets having different characteristics with the intent to endure lower relative performance in strong markets in exchange for greater downside protection in weak markets.

MILTON ACADEMY

Notes to Consolidated Financial Statements

Note 11 - Lease Obligation

The Academy leases temporary science classroom space under a capital lease agreement dated April 20, 2005, expiring on August 24, 2010. The final lease payment under this capital lease at June 30, 2010 is \$183,380, to be paid subsequent to year end.

Note 12 - Retirement Plan

The Academy has a Contributory Retirement Plan (the "Plan") for eligible full-time academic, administrative and service personnel. The Plan is designed in accordance with the provisions of Section 403(b) of the Internal Revenue Code. Contributions were made to the Teachers Insurance and Annuity Association (TIAA) and College Retirement Equities Fund (CREF) based on participant elections. The Academy's expense under the Plan was \$1,332,249 and \$1,358,922 for the years ended June 30, 2010 and 2009, respectively.

Note 13 - Commitments and Contingencies

Legal

In conducting its activities, the Academy, from time-to-time, is subject to various claims and also has claims against others. In management's opinion, the ultimate resolution of such claims would not have a material effect on the financial position of the Academy.

Employment Agreement

The Academy has a long-term employment agreement with its head of school that stipulates a variety of business terms typical in the education sector.

Other

The Academy has a long-term food service agreement with one vendor. The Academy is committed to make purchases from this vendor through June 13, 2013.

Note 14 - Cash Flows Information

Cash paid for interest totaled \$1,055,340 and \$993,041 for the years ended June 30, 2010 and 2009, respectively.

Assets acquired and included in construction payable was \$398,061 and \$1,508,472 at June 30, 2010 and 2009, respectively.

During the year ended June 30, 2010, \$17,640,000 of principal payments on the 1997 and 2003 bonds were repaid using proceeds from the 2009 Series A, B and C issuance.