



December 17, 2019

To the Measure N Citizens' Oversight Committee and
the Board of Education of the Oakland Unified School District

We have audited Oakland Unified School District's compliance with the requirements described in the November 4, 2014 Measure N for the year ended June 30, 2019 and have issued our report thereon dated December 12, 2019. Professional standards require that we advise you of the following matters relating to our audit.

Our Responsibility in Relation to the Financial Statement Audit under Generally Accepted Auditing Standards and *Government Auditing Standards*

As communicated in our letter dated August 12, 2019 our responsibility, as described by professional standards, is to plan and perform the audit to obtain reasonable assurance about whether the District complied with the compliance requirements of the Measure N for the fiscal year ending June 30, 2019. Our audit of compliance does not relieve you or management of your respective responsibilities.

Our responsibility, as prescribed by professional standards, is to plan and perform our audit to obtain reasonable, rather than absolute, assurance about whether the District complied with Measure N. An audit of compliance in accordance with *Government Auditing Standards* includes consideration of internal control over compliance 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 compliance. Accordingly, as part of our audit, we considered the internal control of the District solely for the purpose of determining our audit procedures and not to provide any assurance concerning such internal control.

We are also responsible for communicating significant matters related to the audit that are, in our professional judgment, relevant to your responsibilities in overseeing the financial reporting process. However, we are not required to design procedures for the purpose of identifying other matters to communicate to you.

We have provided our comments regarding control deficiencies identified during our audit in our Independent Auditor's Report on Internal Control Over Compliance based on an audit of compliance performed in Accordance with *Government Auditing Standards* dated December 12, 2019.

Planned Scope and Timing of the Audit

We conducted our audit consistent with the planned scope and timing we previously communicated to you.

Compliance with All Ethics Requirements Regarding Independence

The engagement team, others in our firm, as appropriate, our firm, and other firms utilized in the engagement, if applicable, have complied with all relevant ethical requirements regarding independence.

Significant Difficulties Encountered during the Audit

We encountered no significant difficulties in dealing with management relating to the performance of the audit.

Disagreements with Management

For purposes of this letter, professional standards define a disagreement with management as a matter, whether or not resolved to our satisfaction, concerning a financial accounting, reporting, or auditing matter, which could be significant to the District’s financial statements or the auditor’s report. No such disagreements arose during the course of the audit.

Representations Requested from Management

We have requested certain written representations from management which are included in the management representation letter dated December 12, 2019.

Management’s Consultations with Other Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters. Management informed us that, and to our knowledge, there were no consultations with other accountants regarding auditing and accounting matters.

Other Significant Matters, Findings, or Issues

In the normal course of our professional association with Oakland Unified School District, we generally discuss a variety of matters, including the application of accounting principles and auditing standards, operating conditions affecting the entity, and operating plans and strategies that may affect the risks of material misstatement. None of the matters discussed resulted in a condition to our retention as the District’s auditors.

Modification of the Auditor’s Report

Our auditor’s report on compliance is modified for reasons described in the Appendix I of the report, Summary of Audit Procedures, as items 2, 3, and 4.

This report is intended solely for the information and use of the Measure N Citizens’ Oversight Committee and the Board of Education of the Oakland Unified School District, and management of the District and is not intended to be, and should not be, used by anyone other than these specified parties.



Palo Alto, California