For the past two semesters, I have used a “proficiency system” to assess student learning in my Differential Calculus classes. I have determined 45 skills that I want my students to master by the end of the semester. The mastery of these skills is 50% of a student’s grade (with the rest of a student’s grade determined by homework and exams). Each skill appears on three quizzes in a row, and to master a skill a student needs to solve its quiz questions correctly two times. Once a skill falls off the quizzes, students can still master it by coming to my office for a “retake.” The students have a “scoresheet” to keep track of their performance on the skills. Given my students’ diverse backgrounds, the system works well for them. They like being able to keep track of their progress on the skills on their scoresheets. They also really appreciate being able to come in and get help on the skills they are struggling with and then retake those skills. In this way, they are able to keep going back to the topics that they did not understand. In this talk I will discuss the implementation and success of this system in my Calculus classes and how it can be implemented in other mathematics classes as well. (Received September 06, 2015)