Financial Statements (With Supplementary Information) and Independent Auditor's Report

December 31, 2021



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Independent Auditor's Report

To the General Partner
Parsonage Cottage Senior Residences Limited Partnership

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Parsonage Cottage Senior Residences Limited Partnership which comprise the balance sheet as of December 31, 2021 and the related statements of operations, changes in partners' equity (deficit) and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of Parsonage Cottage Senior Residences Limited Partnership as of December 31, 2021, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Parsonage Cottage Senior Residences Limited Partnership and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Parsonage Cottage Senior Residences Limited Partnership's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered



material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due
 to fraud or error, and design and perform audit procedures responsive to those risks. Such
 procedures include examining, on a test basis, evidence regarding the amounts and disclosures
 in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit
 procedures that are appropriate in the circumstances, but not for the purpose of expressing an
 opinion on the effectiveness of Parsonage Cottage Senior Residences Limited Partnership's
 internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Parsonage Cottage Senior Residences Limited Partnership's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of certain income and expenses is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Boston, Massachusetts

CohnReynickZZF

November 1, 2022

Balance Sheet December 31, 2021

<u>Assets</u>

Current assets	
Cash	\$ 15,659
Tenant accounts receivable	92,294
Prepaid expenses	20,037
Total current assets	127,990
Restricted deposits and funded reserves	
Replacement reserve	130,839
Total restricted deposits and funded reserves	130,839
Rental property	
Building and improvements	4,615,149
Site improvements	19,013
Furniture and equipment	674,574_
	5,308,736
Accumulated depreciation	(3,176,517)
	(=, 6, 6)
Total rental property	2,132,219
Total assets	\$ 2,391,048

Balance Sheet December 31, 2021

Liabilities and Partners' Equity (Deficit)

Current liabilities Accounts payable Accrued expenses Notes payable, current portion	\$ 24,123 17,147 45,103
Total current liabilities	 86,373
Deposits and prepaid liability Prepaid rent	26,909
Total deposits and prepaid liability	26,909
Long-term liabilities Notes payable, less current portion Accrued partnership supervision fee Deferred management fees Accrued expenses - noncurrent Advances from affiliates	713,545 62,500 1,905,747 154,326 506,757
Total long-term liabilities	 3,342,875
Commitments and contingencies	-
Partners' equity (deficit)	(1,065,109)
Total liabilities and partners' equity (deficit)	\$ 2,391,048

Statement of Operations Year Ended December 31, 2021

Revenue	
Rental income	\$ 2,139,422
Vacancies and concessions	(114,869)
Other operating income	23,389
Total revenue	2,047,942
Operating expenses	
Salaries and employee benefits	1,186,638
Repairs and maintenance	261,540
Utilities	70,979
Property management fee	118,219
Property insurance	60,807
Miscellaneous operating expenses	455,248_
Total operating expenses	2,153,431
Net operating income (loss)	(105,489)
Other income (expense)	
Interest income	22
Interest expense - notes payable	(5,211)
Gain on debt extinguishment	159,341
Miscellaneous other income (expense)	63,006
Partnership supervision fee	(2,500)
Depreciation	(143,822)
Total other income (expense)	70,836
Net loss	\$ (34,653)

Statement of Changes in Partners' Equity (Deficit) Year Ended December 31, 2021

	Gene	eral Partner	Lin	nited Partner_	tal Partners' juity (Deficit)
Balance, January 1, 2021	\$	(9,161)	\$	(1,021,295)	\$ (1,030,456)
Net loss		(35)		(34,618)	(34,653)
Balance, December 31, 2021	\$	(9,196)	\$	(1,055,913)	\$ (1,065,109)
Partners' percentage interest		0.10%		99.90%	 100.00%

Statement of Cash Flows Year Ended December 31, 2021

Cash flows from operating activities		
Net loss	\$	(34,653)
Adjustments to reconcile net loss to net cash provided by operating activities		
Depreciation		143,822
Gain on loan forgiveness		(159,341)
Changes in:		0.440
Tenant accounts receivable		3,118
Prepaid expenses		183
Accounts payable		499
Accrued expenses		15,913
Deferred management fees		118,219
Prepaid rent		23,880
Accrued partnership supervision fee		2,500
Net cash provided by operating activities		114,140
		,
Cash flows from investing activities		
Expenditures on rental property		(58,036)
Net cash used in investing activities	-	(58,036)
Cash flows from financing activities		
Principal payments on mortgages payable		(44,811)
Advances from affiliate, net of repayments		(55,995)
, ia ia ii i i i i i i i i i i i i i i i		(00,000)
Net cash used in financing activities		(100,806)
		(44.700)
Net decrease in cash and restricted cash		(44,702)
Cash and restricted cash, beginning		191,200
Cash and restricted cash, end	\$	146,498
Supplemental displacure of each flow information		
Supplemental disclosure of cash flow information	Ф	5,211
Cash paid for interest	Ψ	ا ۲٫۷

Noncash investing and financing activities:

During 2021, PPP loan proceeds allocated to the Partnership of \$159,341 were forgiven.

Notes to Financial Statements December 31, 2021

Note 1 - Organization and nature of operations

Nature of operations

Parsonage Cottage Senior Residence Limited Partnership (the "Partnership") is a Connecticut limited partnership formed in 1995 to construct, rehabilitate and operate a 40-unit residential rental apartment building known as Parsonage Cottage in Greenwich, Connecticut (the "Property" or "Project"). The Project is a Licensed Home for the Aged under the State of Connecticut requirements. A certain number of units are to be occupied by qualifying tenants under the Low-Income Housing Tax Credit Program. Parsonage Cottage was completed and available for rental in March 1997. The general partner, Town Hall Annex Corporation, has agreed to fund operating deficits.

The term of the Partnership shall continue until December 31, 2094, unless sooner dissolved in accordance with the provision of the Partnership Agreement.

The major activities of the Partnership are governed by the Limited Partnership Agreement and Internal Revenue Code Section 42. The Partnership has executed an extended use regulatory agreement and declaration of restrictive covenants which requires the utilization of the Project pursuant to Section 42 for a minimum of 30 years, even if the Partnership disposes of the Project.

Note 2 - Summary of significant accounting policies

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Tenant accounts receivable

Tenant receivables are charged to bad debt expense when they are determined to be uncollectible based upon a periodic review of the accounts by management. Accounting principles generally accepted in the United States of America ("GAAP") require that the allowance method be used to recognize bad debts; however, the effect of using the direct write-off method is not materially different from the results that would have been obtained under the allowance method.

Rental property

Rental property is recorded at cost. Depreciation of rental property is computed primarily using the following methods and estimated useful lives:

	Method	Estimated useful lives
Building and improvements Site improvements	Straight-line Straight-line	15 - 40 years 15 years
Furniture and equipment	Straight-line	5 - 10 years

Notes to Financial Statements December 31, 2021

Expenditures for maintenance and repairs are charged to expense as incurred; expenditures for renewals and betterments which add to the value of the related assets or materially extend the life of the assets are capitalized. When sold, retired, or otherwise disposed of, the costs of assets and related accumulated depreciation will be removed from the accounts and any gain or loss credited or charged to income.

Impairment of long-lived assets

The Partnership reviews its rental property for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. When recovery is reviewed, if the undiscounted cash flows estimated to be generated by the Property are less than its carrying amount, management compares the carrying amount of the Property to its fair value in order to determine whether an impairment loss has occurred. The amount of the impairment loss is equal to the excess of the asset's carrying value over its estimated fair value. No impairment loss has been recognized during the year ended December 31, 2021.

Rental income

Rental income is recognized as rentals become due. Rental payments received in advance are deferred until earned. All leases between the Partnership and the tenants of the Property are operating leases.

Advertising costs

The Partnership's policy is to expense advertising costs when incurred.

Income taxes

The Partnership has elected to be treated as a pass-through entity for income tax purposes and, as such, is not subject to income taxes. Rather, all items of taxable income, deductions and tax credits are passed through to and are reported by its owners on their respective income tax returns. The Partnership's federal tax status as a pass-through entity is based on its legal status as a partnership. Accordingly, the Partnership is not required to take any tax positions in order to qualify as a pass-through entity. The Partnership is required to file and does file tax returns with the Internal Revenue Service and other taxing authorities. Accordingly, these financial statements do not reflect a provision for income taxes, and the Partnership has no other tax positions which must be considered for disclosure. Income tax returns filed by the Partnership are subject to examination by the Internal Revenue Service for a period of three years. While no income tax returns are currently being examined by the Internal Revenue Service, tax years since 2018 remain open.

Note 3 - Leasing arrangements

The Partnership built Parsonage Cottage on land leased from the Town of Greenwich. The lease is an operating lease and will expire 99 years after the issuance of an occupancy permit with respect to the Parsonage Cottage. The Partnership is responsible for all taxes, insurance, utilities, and maintenance on the Property. Annual lease payments due on the lease are \$1.00 per year.

Note 4 - Replacement reserve

The Partnership Agreement requires that a replacement reserve account be established and funded each year from the date of construction completion. As of December 31, 2021, the balance of the replacement reserve was \$130,839.

Notes to Financial Statements December 31, 2021

Note 5 - Related party transactions

Identity of interest

An identity of interest exists between the Partnership and Greenwich Communities, an affiliate of the general partner. The majority of direct expenses for the Partnership, as well as shared costs such as accounting, computer costs, maintenance, etc. are paid through the Greenwich Communities revolving fund and reimbursed by the Partnership. All costs paid by Greenwich Communities and subsequently reimbursed by the Partnership are without any mark-up or profit.

The financial position and activities of the Partnership are included in the financial statements of Greenwich Communities.

Property management services

The general partner has contracted Greenwich Communities to provide property management services to the Project. For these services, a management fee of 6% of the Project's gross rents will be paid to Greenwich Communities. Greenwich Communities is also reimbursed by the Project for payroll and related costs as well as for other administrative costs. During 2021, property management fees of \$118,219 were charged to operations. As of December 31, 2021, \$1,905,747 remains payable to Greenwich Communities.

Due to affiliate

Additionally, as of December 31, 2021, outstanding advances from the general partner and management agent to cover operating deficits of the Partnership totaled \$506,757, net of repayments. These advances are noninterest-bearing.

Unpaid amounts due to the general partner and management agent for these services and advances detailed above will be paid from available cash flow and/or a sale or refinancing of the Property.

Partnership supervision fee

In accordance with the Partnership Agreement, a partnership supervision fee is to be paid to Greenwich Communities for its services in monitoring the operations of the Partnership. The fee is \$2,500 per year and payable from cash flow in accordance with the Partnership Agreement. As of December 31, 2021, accrued fees totaled \$62,500, of which \$2,500 was incurred during the year ended December 31, 2021.

Note 6 - Statement of cash flows

The following table provides a reconciliation of cash and restricted cash reported within the balance sheet that sum to the total of the same such amounts in the statement of cash flows:

Cash	\$	15,659
Replacement reserve		130,839
Total cash and restricted cash shown	•	440.400
in the statement of cash flows	\$	146,498

Amounts included in restricted cash are comprised of the replacement reserve as required by regulatory authority and the Partnership Agreement.

Notes to Financial Statements December 31, 2021

Note 7 - Long-term debt

On April 17, 1997, the Partnership entered into a 30-year loan agreement with the Town of Greenwich (the "Town Loan") in the original amount of \$1,148,324. The loan accrued interest at 6% per annum and required monthly payments of interest and principal of \$6,885. On May 18, 2016, the Project had the Town Loan modified to reduce the interest rate from 6% to 1% per annum and reduced monthly payments of interest and principal from \$6,885 to \$2,848. The modification was retroactively effective in January 2016 and the maturity date was amended from the original 30-year period to 22-years from January 2016. All principal and accrued interest is due at maturity in December 2037. As of December 31, 2021, the outstanding principal was \$505,160. Interest expense incurred and paid on this note totaled \$5,211 in 2021.

The Partnership received an additional promissory note payable to the Town of Greenwich in the original amount of \$675,000. The loan is funded through proceeds of a CDBG grant received in connection with the rehabilitation of the Project. The note, entered into on April 17, 1997, was for 30 years with monthly interest and principal payments of \$3,226. On May 18, 2016, the Project had the CDBG Loan modified to reduce the interest rate from 4% to 0% per annum and reduced monthly payments of principal from \$3,226 to \$1,320. The modification was retroactively effective in January 2016 and the maturity date was amended from the original 30-year period to 22-years from January 2016. All principal and accrued interest is due at maturity in December 2037. As of December 31, 2021, the outstanding principal was \$253,488. There was no interest expensed or incurred on this note in 2021.

The above-mentioned notes are secured by mortgages and security agreements covering the Property. Certain of the notes are also secured by assignments of leases, rents and profits. The liability of the Partnership under the notes is limited to the underlying value of the real estate collateral.

As of December 31, 2021, estimated principal payments due on the Partnership's notes for the ensuing five years and thereafter are as follows:

December 31, 2022	\$ 45,103
2023	45,397
2024	45,694
2025	45,994
2026	46,297
Thereafter	530,163
	\$ 758,648

Notes to Financial Statements December 31, 2021

Note 8 - Capital contributions

The general partner, Town Hall Annex Corporation, contributed \$100 in exchange for a 1.0% ownership interest. The special limited partner, EC-SLP, Inc., contributed \$100 in exchange for a .01% ownership interest. The investor limited partner, Corporations for Affordable Housing L.P. II, contributed \$1,758,077, subject to adjustment, in exchange for a 98.99% ownership interest. During 1999, there was a transfer of ownership interest and Town Hall Annex Corporation's interest became 0.10% and Corporations for Affordable Housing L.P. II's interest became 99.90%.

On December 3, 2012, EC-SLP, Inc. and Corporations for Affordable Housing L.P. II executed an Assignment and Substitution Agreement of Limited Partner Interest and Special Partner Interest transferring their respective interest in profits, losses, distributions and capital and any claim of the respective partner against, or to the assets of the Partnership, to Greenwich Communities.

Profits, losses, tax credits, and cash distributions are allocated among the partners in accordance with the terms of the Partnership Agreement.

Note 9 - Rental income

The State of Connecticut, Department of Social Services, provides rental subsidy to the Project. Rent subsidy of \$1,586,019 was received in 2021 representing 78% of net rental income.

Note 10 - Grant income

In 2021, the Partnership received Community Development Block Grant ("CDBG") grants in the aggregate amount of \$63,006 from the Town of Greenwich Office of Community Development in connection with a flooring replacement project at the Property. The grant payments were recognized as grant income upon completion of the related projects in 2021, which are reflected as miscellaneous other income (expense) on the accompanying statement of operations.

Note 11 - Concentration of credit risk

The Partnership maintains its cash balances in several accounts in one bank. The cash balances are insured by the Federal Deposit Insurance Corporation up to \$250,000. At times, these balances may exceed the federal insurance limits; however, the Partnership has not experienced any losses with respect to its bank balances in excess of government provided insurance. Management believes that no significant concentration of credit risk exists with respect to these cash balances at December 31, 2021.

Note 12 - Schedule of surplus cash

The Partnership Agreement defines the priority in which cash can be distributed. Prior to distributions of operating cash flow to partners, gross cash receipts from operations shall be used to pay Partnership expenses in the following order of priority:

- (i) Payment of the debt service due and payable on the Town Loan and the CDBG Loan and other Partnership Expenses, including any required additions to the Capital Replacement Reserve, except for Partnership Expenses listed in clauses (ii) through (v) below;
- (ii) Payment of the Partnership Supervision Fee;
- (iii) Payment of any Operating Deficit Loan;

Notes to Financial Statements December 31, 2021

- (iv) Payment of any current and accrued interest on the Non-Profit Loan (PCHA); and
- (v) Payment of any principal payments due on the Non-Profit Loan (PCHA).

The calculation of excess cash is as follows:

Net income (loss)	\$ (34,653)
Add back: Partnership supervision fee	2,500
Add back: Depreciation expense	 143,822
Net income from operations	111,669
Principal payments on loans	(44,811)
Excess (deficit) cash	\$ 66,858

Distributions from a sale or refinancing shall be allocated in accordance with the Partnership Agreement.

Note 13 - Economic dependency

The Partnership operates the Property located in Greenwich, Connecticut. Future operations could be affected by changes in economic or other conditions in that geographical area or by changes in low-income housing subsidies or the demand for such housing.

Note 14 - Contingency

In early 2020, an outbreak of a novel strain of coronavirus ("COVID-19") emerged globally. As a result, events have occurred including mandates from federal, state and local authorities leading to an overall decline in economic activity which could result in a loss of lease revenue and other material adverse effects to the Partnership's financial position, results of operations, and cash flows. The Partnership is currently unable to fully determine the extent of COVID-19's impact on its business in future periods. The Partnership's performance in future periods will be heavily influenced by the timing, length, and intensity of any business disruptions from COVID-19 and the related effects on the Partnership's operations. Management continues to monitor the results of operations to evaluate the actual and potential economic impact on the Project.

Note 15 - Paycheck Protection Program

In response to the coronavirus outbreak in 2020, the U.S. Federal Government enacted the Corona virus Aid, Relief, and Economic Security Act that, among other economic stimulus measures, established the Paycheck Protection Program ("PPP") to provide small business loans. In May 2020, the Partnership obtained a PPP loan indirectly through a PPP loan received by Greenwich Communities in the amount of \$159,341. The note was scheduled to mature in May 2022 and bore interest at a fixed annual rate of 1%, with the first six months of interest deferred. The Partnership believes it used all the proceeds from the note for qualifying expenses which are classified as operating expenses on the 2020 statement of operations.

Greenwich Communities received approval of its application of the PPP loan to be forgiven on May 25, 2021, and the Partnership recognized a gain on loan forgiveness in the amount of \$159,341 during 2021.

Notes to Financial Statements December 31, 2021

Note 16 - Subsequent events

Events that occur after the balance sheet date but before the financial statements were issued must be evaluated for recognition or disclosure. The effects of subsequent events that provide evidence about conditions that existed at the balance sheet date are recognized in the accompanying financial statements. Subsequent events which provide evidence about conditions that existed after the balance sheet date require disclosure in the accompanying notes. Management evaluated the activity of the Partnership through November 1, 2022 and concluded that no subsequent events have occurred that would require recognition in the financial statements or disclosure that is required in the notes to the financial statements.



Schedule of Certain Income and Expenses Year Ended December 31, 2021

Rental income Rent revenue - gross potential	\$ 2,139,422
Total rental income	\$ 2,139,422
Vacancies and concessions Apartments vacancies	\$ 114,869
Total vacancies and concessions	\$ 114,869
Other operating income Tenant charges Miscellaneous other income	\$ 25 23,364
Total other operating income	\$ 23,389
Salaries and employee benefits Salaries - administrative Salaries - maintenance Payroll taxes Health insurance and other benefits Workmen's compensation insurance	\$ 709,519 76,076 58,979 328,717 13,347
Total salaries and employee benefits	\$ 1,186,638
Repairs and maintenance Grounds HVAC expense Painting, decorating and cleaning Repairs and maintenance - other than contracts Repairs and maintenance - contracts Elevator Miscellaneous maintenance expenses	\$ 6,616 9,597 61,015 26,022 101,635 10,934 45,721
Total repairs and maintenance	\$ 261,540
Utilities Electricity Water Trash removal Gas	\$ 45,273 9,916 2,348 13,442
Total utilities	\$ 70,979

Schedule of Certain Income and Expenses Year Ended December 31, 2021

Miscellaneous operating expenses	
Office supplies and expense	\$ 27,268
Telephone and answering service	8,272
Tenant services expense	387,636
Advertising and newspaper	13,068
Audit	9,078
Accounting	4,975
Other taxes, licenses and insurance	4,951
Total miscellaneous operating expenses	\$ 455,248
Miscellaneous other income (expense)	
Grant income	\$ 63,006
Total miscellaneous other income (expense)	\$ 63,006



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