

PEOPLE INCORPORATED HOUSING GROUP

Abingdon, Virginia

AUDITED FINANCIAL STATEMENTS

June 30, 2022

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
People Incorporated Housing Group
Abingdon, Virginia

Opinion

We have audited the accompanying financial statements of People Incorporated Housing Group (a nonprofit organization), which comprise the statement of consolidated financial position as of June 30, 2022, and the related statements of consolidated activities, functional expenses, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of People Incorporated Housing Group as of June 30, 2022, and the changes in its net assets 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 and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. 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 People Incorporated Housing Group 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 opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes 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 People Incorporated Housing Services' ability to continue as a going concern within 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 generally accepted auditing standards and *Government Auditing Standards* 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.

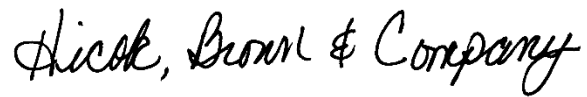
In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

- 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 People Incorporated Housing Services' 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 People Incorporated Housing Services' 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

Other Reporting Required by Governmental Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated January 11, 2023, on our consideration of People Incorporated Housing Group' internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Governmental Auditing Standards* in considering People Incorporated Housing Group' internal control over financial reporting and compliance.

A handwritten signature in black ink that reads "Hicok, Brown & Company". The script is cursive and fluid, with the ampersand being particularly stylized.

Hicok, Brown and Company
Certified Public Accountants

January 11, 2023

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INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL
REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON
AN AUDIT OF FINANCIAL STATEMENTS PERFORMED
IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Board of Directors
People Incorporated Housing Group
Abingdon, Virginia

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of People Incorporated Housing Group (a nonprofit organization), which comprise of the statement of financial position as of June 30, 2022, and the related statements of activities, functional expenses, and cash flows, for the year then ended and the related notes to the financial statements and have issued our report thereon January 11, 2023.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered People Incorporated Housing Group's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of People Incorporated Housing Group's internal control. Accordingly, we do not express an opinion on the effectiveness of People Incorporated Housing Group's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

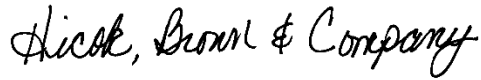
Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether People Incorporated Housing Group's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of People Incorporated Housing Group's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the People Incorporated Housing Group's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.



Hicok, Brown and Company
Certified Public Accountants

January 11, 2023

People Incorporated Housing Group
Abingdon, Virginia
Statement of Financial Position
For June 30, 2022

	<u>Total</u>
<u>Assets</u>	
Current Assets:	
Receivables:	
Cash	\$ 195,638
Rent and Contract	3,016,019
Related Party	3,235,344
Prepaid expenses	560,275
Total Current Assets	<u>7,007,276</u>
Long-term Assets:	
Notes receivable - related party	8,773,551
Property, plant, & equipment, net of accumulated depreciation	3,984,813
Total Long-term Assets	<u>12,758,364</u>
Other Assets:	
Deferred Developer Fees	3,144,383
Investments	886,022
Total Other Assets	<u>4,030,405</u>
Total Assets	<u><u>\$ 23,796,045</u></u>
<u>Liabilities & Net Assets</u>	
<u>Liabilities</u>	
Current Liabilities:	
Accounts payable	\$ 1,643,605
Total Current Liabilities	<u>1,643,605</u>
Long-term Liabilities:	
Notes Payable	1,828,011
Total Long-term Liabilities	<u>1,828,011</u>
Deferred Developer Fees	3,144,383
Total Other Liabilities	<u>3,144,383</u>
Total Liabilities	<u>6,615,999</u>

The Notes to Financial Statements are an integral part of this statement.

People Incorporated Housing Group
Abingdon, Virginia
Statement of Financial Position
For June 30, 2022

	<u>Total</u>
<u>Net Assets</u>	
Without Donor Restrictions	
Undesignated	<u>\$ 14,594,486</u>
Total Without Donor Restriction	14,594,486
With Donor Restriction	<u>2,585,560</u>
Total Net Assets	<u>17,180,046</u>
Total Liabilities & Net Assets	<u><u>\$ 23,796,045</u></u>

The Notes to Financial Statements are an integral part of this statement.

People Incorporated Housing Group
Abingdon, Virginia
Statement of Activities
For the Year Ended June 30, 2022

	Without Donor Restrictions	With Donor Restrictions	Total
Revenues:			
Grants	\$ -	\$ 1,258,782	\$ 1,258,782
Other	11,933,259	-	11,933,259
Net assets released from restrictions:			
Satisfaction of program restrictions	1,258,782	(1,258,782)	-
Total Revenues	13,192,041	-	13,192,041
Expenses:			
Program Services:			
Housing	11,143,876	-	11,143,876
Support Services:			
General & Administrative	-	-	-
Total Expenses	11,143,876	-	11,143,876
Change in Net Assets	2,048,165	-	2,048,165
Net Assets At Beginning of Year	12,546,321	2,585,560	15,131,881
Net Assets At End of Year	\$ 14,594,486	\$ 2,585,560	\$ 17,180,046

The Notes to Financial Statements are an integral part of this statement.

People Incorporated Housing Group
Abingdon, Virginia
Statement of Activities
For the Year Ended June 30, 2022

<u>Fund</u>	<u>Expense Classification</u>									<u>Totals</u>
	<u>Salaries & Wages</u>	<u>Fringe Benefits</u>	<u>Travel</u>	<u>Equipment Expense</u>	<u>Material & Supplies</u>	<u>Contractual</u>	<u>Others</u>	<u>Depreciation</u>	<u>In-Kind</u>	
Housing	\$ 27,889	\$ 9,361	\$ 1,945	\$ 9,098	\$ 12,009	\$ 9,088,435	\$ 1,859,107	\$ 136,032	\$ -	\$ 11,143,876
Total Expenses	<u>\$ 27,889</u>	<u>\$ 9,361</u>	<u>\$ 1,945</u>	<u>\$ 9,098</u>	<u>\$ 12,009</u>	<u>\$ 9,088,435</u>	<u>\$ 1,859,107</u>	<u>\$ 136,032</u>	<u>\$ -</u>	<u>\$ 11,143,876</u>

The Notes to Financial Statements are an integral part of this statement.

People Incorporated Housing Group
Abingdon, Virginia
Statement of Cash Flows
For the Year Ended June 30, 2022

	<u>Total</u>
Operating Activities:	
Change in net assets	\$ 2,048,165
Adjustments to reconcile changes in net assets to net cash provided by operating activities:	
Depreciation	136,032
Net change in:	
Receivables	474,329
Other assets	(2,283,185)
Prepaid expense	(121,162)
Accounts payable	(507,998)
Other Liabilities	<u>-</u>
Net Cash Provided/ (Used) by Operating Activities	<u>(253,819)</u>
Investment Activities:	
Investment in Partnerships	347,898
Purchase of property, plant & equipment	-
Proceeds from disposition of property, plant & equipment	<u>-</u>
Net Cash Provided/ (Used)) by In Investing Activities	<u>347,898</u>
Financing Activities:	
Net Cash Provided/ (Used) by Financing Activities	<u>-</u>
Decrease In Cash	94,079
Cash and cash equivalents at Beginning of Year	<u>101,559</u>
Cash and cash equivalents at End of Year	<u><u>\$ 195,638</u></u>

The Notes to Financial Statements are an integral part of this statement.

PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

People Incorporated Housing Group (the "Organization") is a Virginia non-profit corporation. Its purpose is to utilize public monies awarded for the good of the community through its programs.

The Organization received \$1,258,782 in grant revenue during the year.

Basis of Presentation

The financial statements are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States.

Cash and Cash Equivalents

For purposes of reporting cash flows, People Incorporated Housing Group considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents.

Receivables

Grants receivable consist of amounts billed under various grant agreements. Amounts are reviewed for collectability by management. Management has assessed the collectability of these receivables and deemed all accounts to be fully collectible; therefore, an allowance has not been recorded.

Contract and Retainage receivables consist of amounts billed under LIHTC rehabilitation projects; the Organization acts as the General Contractor and Developer for the projects. Contract and retainage receivables are recognized as progress billings are submitted to the project owner. Management has assessed the collectability of these receivables and deemed all accounts to be fully collectible; therefore, an allowance has not been recorded.

Developer fee receivables consist of amounts currently due to the Organization under agreements to provide services to LIHTC projects that were substantially complete at the balance sheet date. Management has assessed the collectability of these receivables and deemed all accounts to be fully collectible; therefore, an allowance has not been recorded.

Related party receivables consist of amounts advanced to related parties that operate low-income multi-family housing communities. The advances are for operating expenses and management fees.

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PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Other Current Assets

Other current assets include costs incurred to investigate the feasibility of future LIHTC projects. Such costs include tax credit reservation fees, legal and consulting fees, and architectural and engineering. These costs are recorded as assets until the project is approved; upon approval of the LIHTC project, the costs are expensed to the project. Any funds expended on a project that does not pass beyond the predevelopment stage are recorded as expenses when activity on the project ceases.

Related Party Notes Receivable

The Organization entered into agreements to act as the project sponsor of certain LIHTC projects. As the project sponsor, the Organization received grant funds that were loaned to the project owner.

Property and Equipment

It is the Organization's policy to capitalize property and equipment over \$5,000. Lesser amounts are expensed. Purchased property and equipment is capitalized at cost. Donations of property and equipment are recorded as contributions at their estimated fair market value. Property and equipment are depreciated using the straight-line method.

Deferred Developer Fees

The Organization has entered into development agreements with twenty-nine LIHTC projects. The agreements provide for development fees for services in connection with the rehabilitation of the LIHTC projects. At June 30, 2022, the Organization had successfully completed twenty-seven LIHTC projects. The Organization recognizes a portion of the developer fees at the close of the construction period. The remainder of the developer fee is deferred and recognized as the LIHTC project pays the deferred fees over the life of the project.

Investments

The Organization's investment in other companies is recorded using the equity method. The investments are initially recorded at cost and subsequently adjusted for the Organization's share of undistributed earnings or losses.

Due to People Incorporated of Virginia

The Organization is managed and operated by People Incorporated of Virginia. Due to People Incorporated of Virginia consists of amounts advanced from a related party to support the operations and programs of the Organization.

PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management of the Organization to make a number of estimates and assumptions relating to the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Significant items subject to such estimates and assumptions include the carrying amount of property, plant and equipment and intangibles; valuation allowances for receivables and inventories; and assets and obligations related to employee benefits. Accordingly, actual results could differ from those estimates.

Classification of Net Assets

Net assets of the organization are reported based on the existence of donor or grantor imposed restrictions. The following classifications are used to report the net assets of People Incorporated of Virginia.

Without Donor Restriction – Net assets of the organization that are not subject to donor- or grantor- imposed stipulations.

With Donor Restriction – Net assets of the organization resulting (a) from inflows of assets whose use by the organization is limited by donor or grantor imposed stipulations that either expires by passage of time or can be fulfilled and removed by actions of the organization pursuant to those stipulations, (b) from other asset enhancements and diminishments subject to the same kinds of stipulations, and from reclassification to or (c) from other classes of net assets as a consequence of donor or grantor imposed stipulations, their expiration by passage of time, or their fulfillment and removal by actions of the organization pursuant to those stipulations.

Revenue Recognition

Contributions are recognized when the donor makes a promise to give to the Organization that is, in substance, unconditional. Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and nature of any donor restrictions. When a restriction expires, temporarily restricted net assets are reclassified as net assets released from restriction.

Conditional promises to give are recognized only when the conditions on which they depend are substantially met and the promises become unconditional.

PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Grants are recorded as either grant revenue or exchange transactions based on criteria contained in the grant award. Grant revenues are recorded as invoiced to the funding source and are recognized in the accounting period when the related allowable costs are incurred.

Construction revenues are recognized on the percentage-of-completion method, measured by the percentage of total costs incurred to date to estimated total costs for each contract. Contract costs include all direct materials and labor costs, and those indirect costs related to contract performance. Provisions for estimated losses on uncompleted contracts are made in the period in which such losses are determined.

Developer fees for Low-Income Housing Tax Credit ("LIHTC") projects are recognized when the project is substantially complete.

During the previous year, the Organization adopted ASU 2014-09, Revenue from Contracts with Customers, and all subsequent amendments to the ASU (collectively, "ASC 606"), which (i) creates a single framework for recognizing revenue from contracts with customers that fall within its scope and (ii) revises when it is appropriate to recognize a gain (loss) from the transfer of nonfinancial assets. The Organization's services that fall within the scope of ASC 606 are presented within operating revenues and are recognized as revenue as the Organization satisfies its obligation to customers.

<u>Timing of Revenue Recognition</u>	<u>June 30 2022</u>
Revenue recognized over time	\$ 1,258,782
Revenue recognized at a point in time	<u>11,933,259</u>
Total revenue from operations	<u>\$ 13,192,041</u>

Income Taxes

The Organization is a not-for-profit organization that is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and classified by the Internal Revenue Service as other than a private foundation.

Recent Accounting Pronouncements Not Yet Adopted

In February 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2016-02, Leases (Topic 842), which will require the recognition of right-to-use assets and lease liabilities for leases previously classified as operating leases by lessees. Since the issuance of this standard, there have been several additional standards issued relative to this topic. These standards will be effective for the fiscal year ending June 30, 2023. Early application will be permitted. The

PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Organization is currently in the process of evaluating the impact of adoption of these standards on the financial statements.

Subsequent Events

Subsequent events have been evaluated as of January 11, 2023, which is the date the financial statements were issued.

NOTE B – CASH

The Organization currently considers itself an affiliate of People Incorporated of Virginia. Cash for the Organization is maintained in a consolidated bank account with People. The bank has secured the Organization's deposits in excess of FDIC coverage.

NOTE C – LIQUIDITY AND AVAILABILITY

The Organization strives to maintain liquid financial assets sufficient to cover 90 days of general expenditures. The following table reflects the Organization's financial assets as of June 30, 2022, reduced by amounts that are not available to meet general expenditures within one year of the statement of financial position date because of contractual restrictions or internal board designations.

Cash and cash equivalents	\$ 195,638
Investments	886,022
Accounts receivable	<u>6,251,363</u>
Total financial assets	<u>7,333,023</u>
Cash and cash equivalents not available for general expenditures	-
Cash and cash equivalents with donor imposed restrictions	-
Investments with liquidity horizons greater than one year	(886,022)
Accounts receivable with liquidity horizons greater than one year	(3,235,344)
Board-designated reserve fund	<u>-</u>
Financial assets available to meet cash needs for general expenditures within one year	<u>\$ 3,211,657</u>

PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE D – NOTES RECEIVABLE – RELATED PARTY

The Organization entered into agreements with related party LIHTC entities to provide secured loans to the entities. The notes are secured by a deed of trust on the properties.

Abingdon Green, LLC

Note receivable of \$180,000, bearing no interest and due upon the earlier of 30 years, conveyance of the property or refinancing of the property.

Abingdon Terrace, LLC

Note receivable of \$279,638, bearing no interest and due upon the earlier of 30 years, conveyance of the property, or refinancing of the property.

Abingdon Village Apartments, LLC

Note receivable of \$396,000, bearing no interest and due upon the earlier of 30 years, conveyance of the property, or refinancing of the property.

Brunswick Manor Apartments, LLC

Note receivable of \$366,590, bearing no interest and due upon the earlier of 30 years, conveyance of the property, or refinancing of the property.

Clinch View Manor Apartments, LLC

Note receivable of \$427,000, bearing no interest and due upon the sale or conveyance of the property.

Dante Crossings Apartments, LLC

Note receivable of \$485,529, bearing interest at 4.21% and due upon the sale or conveyance of the property. Interest income of \$19,982 was recognized on the note during the year.

Essex Manor, LLC

Note receivable of \$376,336, bearing no interest and due upon the sale or conveyance of the property.

Jonesville Manor, LLC

Note receivable of \$170,000, bearing no interest and due upon the sale or conveyance of the property.

Norton Green, LLC

Note receivable of \$200,000, bearing no interest and due upon the earlier of 30 years, conveyance of the property or refinancing of the property.

Pulaski Village, LLC

Note receivable of \$220,000, bearing no interest and due upon the earlier of 30 years, conveyance of the property or refinancing of the property.

PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE D – NOTES RECEIVABLE – RELATED PARTY (CONTINUED)

Rock School Management, LLC

Note receivable of \$168,881, bearing no interest and has a 30-year term.

Spruce Hill Apartments, LLC

Note receivable of \$198,000, bearing no interest and due upon the sale or conveyance of the property.

Toms Brook School Apartments, LLC

Notes receivable of \$889,323, bearing no interest and due upon the earlier of 30 years, conveyance of the property, or refinancing of the property.

Valley Vista, LLC

Note receivable of \$154,434, bearing interest at 2% and due upon the earlier of 30 years, conveyance of the property, or refinancing of the property. Note receivable of \$467,500, bearing no interest and due upon the earlier of October 30, 2039 or the sale of the property. Interest income of \$3,056 was recognized on these notes during the year.

West Lance, LLC

Note receivable of \$239,000, bearing no interest and due upon the sale or conveyance of the property.

Millview Apartments, LLC

Note receivable of \$500,000, bearing no interest and due upon the sale or conveyance of the property.

Note receivable of \$647,500, bearing no interest and due upon the sale or conveyance of the property.

Culpeper Crossing, LLC

Note receivable of \$325,314, bearing no interest and due upon the sale or conveyance of the property.

Note receivable of \$700,000, bearing 1% interest and due upon the sale or conveyance of the property.

Note receivable of \$67,500, bearing no interest and due upon the sale or conveyance of the property.

Luray Meadows, LLC

Note receivable of \$493,782, bearing no interest and due upon the sale or conveyance of the property.

Sweetbriar II

Note receivable of \$821,224 from Capital Magnet Funds, bearing no interest and due upon the sale or conveyance of the property.

PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE E – PROPERTY, PLANT AND EQUIPMENT

Property and equipment purchased is stated at cost or estimated cost. Donated property is recorded at market value prevailing at date of donation. Depreciation for fixed assets has been provided over the following estimated useful lives using the straight-line method. Depreciation for the period ending June 30, 2022 amounted to \$136,032.

Buildings20 - 40 years
Equipment, vehicles,
furniture and fixtures..... 5 - 20 years

Summary of the changes in fixed assets follows:

	Balance June 30, 2021	Additions	Disposals	Balance June 30, 2022
Land	\$ 846,482	\$ -	\$ -	\$ 846,482
Buildings	5,193,708	-	-	5,193,708
Furniture and Fixtures	110,054	-	-	110,054
Totals	<u>6,150,244</u>	<u>-</u>	<u>-</u>	<u>6,150,244</u>
Accumulated Depreciation	<u>(2,301,463)</u>	<u>(136,032)</u>	<u>-</u>	<u>(2,165,431)</u>
Net Fixed Assets	<u>\$ 3,848,781</u>	<u>\$(136,032)</u>	<u>\$ -</u>	<u>\$ 3,984,813</u>

NOTE F – DEFERRED DEVELOPER FEES

The Organization entered into agreements with related party LIHTC entities to act as developer for certain LIHTC projects. The agreements allow for a portion of the developer fee to be paid upon substantial completion of the projects and a portion to be deferred over the life of the tax credits. During the year ended June 30, 2022, the Organization recognized \$969,089 in developer fee revenue and deferred \$0 in developer fees related to projects in process.

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PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE G – INVESTMENTS

The Organization holds ownership interests in twenty-eight LIHTC partnerships and nineteen NMTC partnerships. Losses from the LIHTC entities were \$164 for the year ended June 30, 2022 and capital contributions totaled \$0. Income from NMTC entities was \$127 and net capital contributions were \$2,441. Investments in other companies as of June 30, 2022 consisted of the following:

Abingdon Green LLC	\$ 48,730
Abingdon Terrace LLC	(50)
Abingdon Village Apartments LLC	(112)
Brunswick Manor LLC	(38)
Buchanan County Housing LP	(160)
Deskens Holdings, Inc.	(687)
Clinch View Manor Apartments LLC	(80)
Culpeper Crossing	105
Dante Crossing Apartments Management, Inc.	149,899
Essex Manor Apartments LLC	317,342
Jonesville Manor LLC	(78)
Luray Meadows LLC	-
Millview Apartments LLC	(5)
Norton Green LLC	(65)
Pennington Gap Apartments LLC	(23)
Pulaski Village LLC	(84)
Rock School Management, Inc.	143,034
Spruce Hill Apartments LLC	(56)
Sweetbriar Apartments Management, Inc.	50,879
TNRD Portfolio	(35)
Toms Brook School Apartments LLC	(116)
Valley Vista Apartments LLC	(202)
West Lance Apartments LLC	(49)
Mill Point Apartments, Inc.	177,873
	<u>\$ 886,022</u>

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PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE H – NOTES PAYABLE OBLIGATIONS

Notes payable obligations consist of the following:

	<u>Principal Balance as of June 30, 2022</u>
Program loan from Virginia Community Capital. The loan is for a period of three years with an interest rate of 6%. Principal repayment is due June 2022. Secured by certain loan documents, assignment of rents, and a second lien on certain real property in Manassas, VA.	\$159,508
HOME Loan for Affiliated Housing Entity	\$700,000
Assumption of mortgage on an affordable housing property. The loan matures in and bears an interest rate of 1.25%. The property is expected to be sold in 2023 and the debt retired.	\$318,503
Assumption of mortgage on an affordable housing property. The loan matures on and bears an interest rate of 1%. The property is expected to be sold in 2023 and	\$650,000
TOTAL	<u><u>\$1,828,011</u></u>

NOTE I – RESTRICTED NET ASSETS

Temporarily restricted net assets are land to be used to build housing for eligible individuals.

NOTE J – FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amounts of cash, receivables, accrued liabilities, and payables on the statement of financial position approximate fair value due to the short-term nature of these items.

The carrying amounts of debt and notes receivable on the statement of financial position approximate fair value, which is estimated based on current market rates offered to or by the Organization for similar instruments.

NOTE K – CONTINGENT LIABILITIES

The Organization is a guarantor on debt incurred by the LIHTC entities during construction.

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PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE L – RELATED PARTIES

The Organization holds a .009% ownership interest in Riverside Place Apartments, LLC as a general partner through Rock School Management, Inc., a corporation owned 100% by People Incorporated Housing Group.

The Organization holds a .009% ownership interest in White's Mill Point, LP as a general partner through Mill Point Apartments, Inc., a corporation owned 100% by People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Valley Vista Apartments, LLC as a general partner through Vista Apartments Management, Inc., a corporation owned 100% by People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Pulaski Village, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Jonesville Manor, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Abingdon Green, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Norton Green, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Dante Crossing, LLC as a general partner through Dante Crossing Apartments Management, Inc., a corporation owned 100% by People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Sweetbriar, LP as a general partner through Sweetbriar Apartments Management, Inc., a corporation owned 100% by People Incorporated Housing Group.

The Organization holds a .01% ownership interest in Buchanan County Housing, LP as a general partner through Deskins Apartments, LLC, a corporation owned 100% by People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Tom's Brook Apartments, LLC as a general partner through People Incorporated Housing Group.

PEOPLE INCORPORATED HOUSING SERVICES
NOTES TO FINANCIAL STATEMENTS
June 30, 2022

NOTE L – RELATED PARTIES (CONTINUED)

The Organization holds a .009% ownership interest in Abingdon Village Apartments, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Abingdon Terrace Apartments, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Clinch View Manor Apartments, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Spruce Hill Apartments, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in West Lance Apartments, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Brunswick Manor Apartments, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Culpeper Crossing, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Millview Apartments, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Essex Manor Apartments, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a .009% ownership interest in Pennington Gap Apartments, LLC as a general partner through People Incorporated Housing Group.

The Organization holds a 100% ownership interest in TNRD MM, LLC; TNRD MM, LLC holds a .009% ownership interest in TNRD Portfolio, LLC as a general partner through People Incorporated Housing Group. TNRD Portfolio, LLC owns 100% of six Low-Income Housing Tax Credit properties located in Tennessee.

The Organization holds 100% ownership in Luray Meadows, LLC through People Incorporated Housing Group.

PEOPLE INCORPORATED HOUSING SERVICES
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NOTE M - ACQUISITIONS

In December 2016, the Organization acquired the investor's ownership interest in Buchanan County Housing, LLC, an affordable housing property located in Deskins, Virginia. Buchanan County Housing, LLC was created in 2000 to own and operate an affordable housing property comprised of 20 units. The LLC received Low Income Housing Tax Credits (LIHTC) and reached the end of its LIHTC compliance period in December 2015. The Organization acquired the property to maintain the property as an affordable housing community. Total consideration of \$10,000 in cash was transferred to the investor owner for acquisition of all of the assets of the LLC and assumption of all debt. No goodwill was recognized in the acquisition. The acquisition added \$1,922,116 in building and building improvements to the balance sheet, as well as cash, rent receivables, escrow balances and the assumption of a \$750,000 mortgage payable. Results of operations from Buchanan County Housing, LLC have been consolidated since the acquisition.

On January 1, 2022, the Organization became the sole member in Whites Mill Apartments, LLC. The LLC owns a 32 unit multi-family apartment property. In May 2022, a successor LLC was awarded low-income tax credits to rehabilitate the property; once the successor LLC completes the acquisition of the property, Whites Mill Apartments, LLC will cease to exist. This acquisition brought in \$968,502 in notes payable related to the Whites Mill project that will be repaid in 2023. Additionally, there was a \$1,167,683 adjustment to net assets for the transfer of ownership to the Organization at January 1, 2022.