HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP

REPORT ON FINANCIAL STATEMENTS (with supplementary information)

YEARS ENDED DECEMBER 31, 2020 AND 2019



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Maner Costerisan PC 2425 E. Grand River Ave. Suite 1 Lansing, MI 48912-3291 T: 517 323 7500 F: 517 323 6346 www.manercpa.com

INDEPENDENT AUDITOR'S REPORT

To the Partners Hillside Limited Dividend Housing Association Limited Partnership

Report on the Financial Statements

We have audited the accompanying financial statements of Hillside Limited Dividend Housing Association Limited Partnership, which comprise the balance sheets as of December 31, 2020 and 2019, and the related statements of profit and loss, changes in partners' equity, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Hillside Limited Dividend Housing Association Limited Partnership as of December 31, 2020 and 2019, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying supplementary information, as identified in the table of contents, is presented for purposes of additional analysis and is not a required part of the financial statements. The accompanying supplementary 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. Such 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 accompanying supplementary information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Many Costerinan PC

February 3, 2021

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP BALANCE SHEETS DECEMBER 31, 2020 AND 2019

	2020			2019	
ASSETS					
Current assets					
Cash in bank - operating	\$	10,582	\$	1,182	
Receivables					
Tenant		10,025		19,505	
Other		-		6,270	
Prepaid expenses		18,201		1,670	
Total current assets		38,808		28,627	
Fixed assets					
Land		70,227		70,227	
Land improvements		597,913		597,913	
Building and improvements		5,548,083	!	5,546,712	
Furniture and fixtures		706,251		706,251	
Total fixed assets		6,922,474	(6,921,103	
Less accumulated depreciation		1,153,848		874,829	
Net fixed assets		5,768,626		6,046,274	
Restricted cash and funded reserves					
Tenant deposits held in trust		15,019		16,209	
Operating reserve		20,260		20,260	
Replacement reserve		39,823		43,535	
Other escrow		10,383		17,149	
Total restricted cash and funded reserves		85,485		97,153	
Other assets					
Tax credit fees, net of accumulated amortization					
of \$13,256 and \$10,008 in 2020 and 2019, respectively		35,472		38,720	
TOTAL ASSETS	\$	5,928,391	\$ (6,210,774	

	2020	2019	
LIABILITIES AND PARTNERS' EQUITY			
Current liabilities			
Accounts payables Trade	\$ 10,941	\$ 12,833	
Related party	27,768	\$ 12,633 28,882	
Accrued wages	1,493	1,655	
Accrued interest	5,191	5,273	
Unearned rental revenue - tenants	8,964	5,013	
Mortgage payable - current portion	19,228	18,210	
Total current liabilities	73,585	71,866	
	<u> </u>		
Deposit liabilities			
Tenant security deposits	13,525	11,774	
Total deposit liabiltiies	13,525	11,774	
Long-term liabilities			
Loans payable	1.422.664	4 4 4 2 000	
Mortgage payable, less current portion	1,123,661	1,142,889	
Related party loan Less unamortized debt issuance costs	1,907,144	1,907,144	
Less unamortized debt issuance costs	(73,302)	(78,210)	
Total loans payable - net	2,957,503	2,971,823	
Developer fee payable	171,018	171,018	
Deferred interest - related party loan	304,348	209,714	
Accrued investor service fee	5,323	2,622	
Total long-term liabilities	3,438,192	3,355,177	
TOTAL LIABILITIES	3,525,302	3,438,817	
PARTNERS' EQUITY	2,403,089	2,771,957	
TOTAL LIABILITIES AND PARTNERS' EQUITY	\$ 5,928,391	\$ 6,210,774	

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP STATEMENTS OF PROFIT AND LOSS YEARS ENDED DECEMBER 31, 2020 AND 2019

	2020		2019	
REVENUE				
Rent	\$	289,733	\$	273,357
Interest		122		682
Other		12,372		35,973
TOTAL REVENUES		302,227		310,012
EXPENSES				
Administrative		65,220		51,123
Management fees		15,686		15,686
Utilities		29,299		30,683
Operating and maintenance		93,966		113,502
Taxes and insurance		17,287		13,590
Financial		162,289		124,037
Depreciation and amortization		284,647		283,230
Investor service fee		2,701		2,622
TOTAL EXPENSES		671,095		634,473
NET LOSS	\$	(368,868)	\$	(324,461)

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP STATEMENTS OF CHANGES IN PARTNERS' EQUITY YEARS ENDED DECEMBER 31, 2020 AND 2019

	Limited Partners	General Partner				Total	
BALANCE, January 1, 2019	\$ 3,000,389	\$	96,029	\$ 3,096,418			
DEDUCT Net loss	(324,429)		(32)	(324,461)			
BALANCE, December 31, 2019	2,675,960		95,997	2,771,957			
DEDUCT Net loss	(368,831)		(37)	(368,868)			
BALANCE, December 31, 2020	\$ 2,307,129	\$	95,960	\$ 2,403,089			

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2020 AND 2019

		2020		2019
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS				
AND RESTRICTED CASH AND FUNDED RESERVES				
Cash provided by operating activities	_	(0.40.040)	_	(001.11)
Net loss	\$	(368,868)	\$	(324,461)
Adjustments to reconcile net loss to net				
cash provided (used) by operating activities				
Depreciation and amortization		284,647		283,230
Amortization of debt issuance costs		4,908		4,908
Accounts receivable		15,750		(3,720)
Prepaid insurance		(16,531)		3,647
Accounts payable		(3,006)		36,303
Accrued wages payable		(162)		(1,974)
Accrued partnership management fee		-		(29,000)
Accrued investor service fee		2,701		76
Accrued interest payable		(82)		(79)
Deferred interest - related party loan		94,634		35,414
Deferred income		3,951		3,249
Changes in tenant deposits held in trust		1,751		(1,345)
Loss on disposal of assets		4,669		430
Total adjustments		393,230		331,139
Net cash provided by operating activities		24,362		6,678
Cash flows from investing activities				
Purchase of property and equipment		(24,690)		(23,174)
Proceeds from disposal of assets		16,270		15,582
Net cash used by investing activities		(8,420)		(7,592)
Cash flows from financing activities				
Repayment of developer fee payable		-		(68,631)
Repayment of long term debt		(18,210)		(17,246)
Net cash used by financing activities		(18,210)		(85,877)
NET DECREASE IN CASH AND CASH EQUIVALENTS				
AND RESTRICTED CASH AND FUNDED RESERVES		(2,268)		(86,791)
CASH AND CASH EQUIVALENTS AND RESTRICTED CASH				
AND FUNDED RESERVES		00.00=		405 404
Beginning of year		98,335		185,126
End of year	\$	96,067	\$	98,335

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization, Risks, and Uncertainties - Hillside Limited Dividend Housing Association Limited Partnership (the "Partnership") was formed on August 8, 2013 under the Michigan Uniform Limited Partnership Act for the purpose of acquiring, owning, constructing, and operating a rental housing project for persons of low and moderate income, or for persons whose income does not exceed limits established in Act No. 346 of Public Acts of 1966 of the State of Michigan, as amended, (the "Housing Act") and §42 of the Internal Revenue Code. The Project consists of 32 units located in Harbor Springs, Michigan and is currently operating under the name The Village of Hillside (the "Project"). The Project was occupied in October 2016.

The Partnership qualified for and was allocated low-income housing tax credits of \$3,904,710 on September 3, 2015 pursuant to Internal Revenue Code Section 42, which regulates the use of the Project's units as to occupant eligibility and unit gross rent, among other requirements. The Project's units must meet the provisions of these regulations during each of 15 consecutive years in order for the Partnership to remain qualified to receive the credits.

The Federal Housing Administration (FHA) has contracted with the Partnership under Section 8 of Title II of the Housing and Community Development Act of 1974, to make housing assistance payments to the Partnership on behalf of qualified tenants. The Partnership's Section 8 program is less than \$500,000 and the Partnership is not subject to the *Consolidated Audit Guide for Audits of HUD Programs*. The terms of the agreements are as follows:

	Contract	Rental Units			
_	Number	Covered	Start Date	End Date	
	MI33-R000-005	24	10/1/2013	10/1/2032	

The Partnership is not required by HUD to maintain a replacement reserve or residual receipts account. Distributions are not restricted by HUD and no distributions were paid to the Partners in 2020 or 2019. However, for HUD reporting purposes, the Partnership is required to complete the computation of surplus cash.

The Partnership is required to disclose significant concentrations of credit risk regardless of the degree of such risk. Financial instruments which potentially subject the Partnership to concentrations of credit risk consist principally of temporary cash investments.

The Partnership places its temporary cash investments with FDIC insured financial institutions. Although such investments and cash balances exceeded the federally insured limits at certain times during the year, they are, in the opinion of management, subject to minimal risk.

The Partnership evaluates events and transactions that occur after year end for potential recognition or disclosure in the financial statements. These subsequent events have been considered through February 3, 2021, which is the date the financial statements were available to be issued.

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

In the preparation of tax returns, tax positions are taken based on interpretation of federal, state, and local income tax laws. Management periodically reviews and evaluates the status of uncertain tax positions and makes estimates of amounts, including interest and penalties, ultimately due or owed. No amounts have been identified, or recorded, as uncertain tax positions. Federal, state, and local tax returns generally remain open for examination by the various taxing authorities for a period of three to four years.

The extent of the impact of COVID-19 on operational and financial performance will depend on certain developments, including the duration and spread of the outbreak, impact on tenants, employees, and vendors, all of which are uncertain and cannot be predicted. At this point, the extent to which COVID-19 may impact the financial condition and results of operations is uncertain. On January 20, 2021, the Center for Disease Control and Prevention (CDC) extended the federal moratorium on tenant evictions until March 31, 2021.

The process of preparing financial statements in conformity with accounting principles generally accepted in the United States of America requires the use of estimates and assumptions regarding certain types of assets, liabilities, revenues, and expenses. Such estimates primarily relate to unsettled transactions and events as of February 3, 2021. Accordingly, upon settlement, actual results may differ from estimated amounts.

Method of Accounting - The Partnership maintains its accounting records and prepares its financial statements on an accrual basis, which is in accordance with accounting principles generally accepted in the United States of America.

Cash and Cash Equivalents - The Partnership's cash and cash equivalents are considered to be cash on hand, demand deposits, and any unrestricted investment instruments with original maturities of three months or less. As of December 31, 2020 and 2019, cash and cash equivalents consists of operating cash.

Restricted Cash and Funded Reserves - Tenant security deposits, operating reserve, reserve for replacement, and escrow deposits are considered restricted due to restrictions placed on these accounts.

The following table provides a reconciliation of cash, cash equivalents, and restricted cash and funded reserves reported within the statement of financial position that sum to the total of the same such amounts shown in the statement of cash flows as of December 31, 2020 and 2019:

	 2020		2019		
Cash and cash equivalents Restricted cash and funded reserves	\$ 10,582 85,485	\$	1,182 97,153		
Total cash and cash equivalents and restricted cash and funded reserves	\$ 96,067	\$	98,335		

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Accounts Receivable and Bad Debt - Accounts receivable are reported at the amount management expects to collect on balances outstanding at year-end. Accounts receivable represents the Partnership's right to consideration that is unconditional if only the passage of time is required before payment of that consideration is due. 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 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.

Property, Equipment, and Depreciation - Assets are stated at cost. Depreciation is computed over the estimated useful life of the assets utilizing straight-line and accelerated methods for financial reporting purposes.

Partners' Capital and Earnings - Partners' capital and earnings are determined in accordance with provisions of the partnership agreement.

Partners' Personal Interest - These statements do not give effect to any assets the partners may have outside their interests in the business nor to any personal obligations, including income taxes, of the members.

Distributions - The Partnership's distributions are not limited.

Advertising Costs - Advertising costs are expensed as incurred.

Rent Increases - Under the Section 8 business agreement, the Partnership may not increase rents charged to tenants without prior HUD approval.

Federal Income Taxes - Federal income taxes are not payable by, or provided for, the Partnership. Partners are taxed individually on their share of the partnership earnings.

Syndication Costs - Syndication costs represent costs incurred by the project in obtaining investor partners. Partners' equity is presented net of \$26,500 of syndication costs. Amounts were recorded as a deduction to equity in the year they were paid.

Debt Issuance Costs - Debt issuance costs are amortized over the life of the loan utilizing the straight-line method. Amortization of debt issuance costs is reported in the statement of profit and loss as interest expense.

Tax Credit Fees - Tax credit fees are amortized over 15 years utilizing the straight-line method.

Unearned Rental Income - The Partnership records unearned rental income when cash payments are received or due in advance of the Partnership's performance, including amounts which are refundable.

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Revenue Recognition - The Partnership recognized net rental revenue in the period in which the rent is earned. Revenue received from contracts with tenants for housing and related services is recorded over the period of the lease term. Performance obligations identified in the contracts are satisfied on a monthly basis as housing and other services are provided to each tenant. Revenue is recognized in an amount that reflects consideration the Partnership expects to be entitled to in exchange for the housing and other related services provided. In accordance with the HUD financial reporting requirements, net rental revenue represents total possible rent revenue as if all units are 100% occupied during the year less vacancy loss.

The following schedule shows the Partnership's revenues disaggregated according to the timing of transfer of goods or services for the years ended December 31:

Contract revenue recognized at a point in time Resident charges	\$	5,790	\$	6,277
Contract revenue recognized over time				
Net rental revenue	2	89,733	2	273,357
Total contract revenue	2	95,523	2	279,634
Interest revenue		122		682
Contributions and other		6,582		29,696
Total revenue	\$ 3	302,227	\$ 3	310,012

NOTE 2 - PARTNERS' CAPITAL CONTRIBUTIONS

In accordance with the partnership agreement, the limited partners are required to contribute \$3,839,059. As of December 31, 2020 and 2019, the limited partners have contributed \$3,645,321 and \$3,574,296, respectively, in capital.

The Partnership's general partner and its respective ownership is as follows:

Hillside Development, LLC 00.0100%

The current limited partners and their respective ownership are as follows:

Great Lakes Capital Fund for	
Housing Limited Partnership 30	74.9925%
Great Lakes Capital Fund Michigan	
Community Limited Partnership XX-3	24.9975%

NOTE 3 - REVENUE RECOGNITION DISCLOSURE

Opening and closing balances of tenant accounts receivable, subsidy receivable, unearned rental revenue, and tenant security deposits liability consist of the following as of December 31, 2020 and 2019:

	 2020	 2019
Contract assets:		
Accounts receivable - tenants, beginning of year	\$ 19,505	\$ 17,352
Accounts receivable - tenants, end of year	\$ 10,025	\$ 19,505
Accounts receivable - subsidy, beginning of year	\$ 	\$ 4,703
Accounts receivable - subsidy, end of year	\$ 	\$
Contract liabilities:		
Unearned rental revenue - tenants, beginning of year	\$ 5,013	\$ 1,764
Unearned rental revenue - tenants, end of year	\$ 8,964	\$ 5,013
Tenant security deposits liability, beginning of year	\$ 11,774	\$ 13,119
Tenant security deposits liability, end of year	\$ 13,525	\$ 11,774

NOTE 4 - LONG-TERM DEBT

Long term debt payable at December 31, 2020 and 2019 is as follows:

	2020	2019
The "Related party loan" is payable to PVM dated September 8, 2015 in the amount of \$1,907,144 due on September 8, 2034. Payment is based on cash flow. Interest accrues at 3% per annum. Accrued interest at December 31, 2020 and 2019 is \$304,348 and \$209,714, respectively.	\$ 1,907,144	\$ 1,907,144
A "Mortgage payable" is held by Cinnaire Investment Corporation dated October 26, 2017 in the amount of \$1,196,000. Interest is due on the first of the month in the amount of 5.45%. Principal and interest payments of \$6,753 are due monthly with any remaining balance due on November 1, 2035. The loan is collateralized by land and improvements of the Project. Accrued interest at December 31,		
2020 and 2019 is \$5,191 and \$5,273, respectively.	1,142,889	1,161,099
Less current portion	3,050,033 (19,228)	3,068,243 (18,210)
Long-term debt	\$ 3,030,805	\$ 3,050,033

NOTE 4 - LONG-TERM DEBT (continued)

The principal maturities are as follows:

Year Ending December 31,	
2021	\$ 19,228
2022	20,302
2023	21,437
2024	22,634
2025	23,899
2026 and thereafter	 2,942,533
	 3,050,033

The fair value of the mortgages payable is estimated based on the current rates offered to the project for debt of the same remaining maturities. At December 31, 2020 and 2019, the fair value of the mortgages payable approximates the amounts recorded in the financial statements.

NOTE 5 - RELATED PARTY TRANSACTIONS

Management Fee

Presbyterian Villages of Michigan (PVM), an affiliate of the general partner, manages the project and earned management fees of \$15,686 and \$15,686 during 2020 and 2019, respectively. The management fee is based on an amount equal to 5.74% of gross collections received during each proceeding month and the fee is capped at \$40.85 per-unit, per-month. Presbyterian Villages of Michigan was owed \$27,768 and \$28,882 at December 31, 2020 and 2019, respectively, for management fees and other operating advances. The current management agreement started on February 28, 2017 and continually renews until cancelled by either ownership or management.

Salaries and Wages

The salaries and wages and the related payroll taxes and benefits for the employees of the Partnership are paid by PVM as the management agent. The Partnership reimburses PVM for these expenses. During the years ended December 31, 2020 and 2019, the Partnership paid PVM approximately \$53,000 and \$55,000, respectively for reimbursable payroll costs.

Investor Services Fee

Pursuant to the investor services agreement, the Partnership shall pay an affiliate of the limited partner an amount not to exceed \$2,400, paid annually out of net cash flows, increasing at 3% per year after the first year, and is cumulative. Investor services fee expense for the years ended December 31, 2020 and 2019 was \$2,701 and \$2,622, respectively. As of December 31, 2020 and 2019, investor services fees payable were \$5,323 and \$2,622, respectively.

NOTE 5 - RELATED PARTY TRANSACTIONS (continued)

Partnership Management Fee

The partnership management fee is payable to the general partner for certain services related to the monitoring of operations of the Partnership per the partnership management services agreement. The fee is payable from net cash flow in an annual cumulative amount not to exceed the lesser of \$14,500 or, collectively with the incentive management fee below, 49.9% of the remaining cash flow. No amounts were accrued for the years ended December 31, 2020 and 2019.

Incentive Management Fee

The partnership incentive management fee is payable to the general partner for certain services related to the monitoring of operations of the Partnership per the partnership management services agreement. The fee is payable from net cash flow in an annual noncumulative amount not to exceed the lesser of \$14,500 or collectively with the partnership management fee above, 49.9% of the remaining cash flow. No amounts were accrued for the years ended December 31, 2020 and 2019.

Developer Fee

The developer fee is payable to Presbyterian Villages of Michigan, the sole owner of the general partner, for services rendered in negotiating, coordinating, and servicing the planning architectural, engineering, and construction services necessary for the project. The development agreement specifies total payments of \$761,400. The developer fee is capitalized as part of the building and improvements and has been earned and recognized in accordance with the development fee arrangements. As of December 31, 2020 and 2019, \$171,018 and \$171,018, respectively, of this developer fee remains payable. If the developer fee has not been paid by 2029, the general partner is required to make a capital contribution sufficient to satisfy the remaining portion of the fee which in turn shall be immediately payable to the developer.

NOTE 6 - FUNDED RESERVES AND ESCROW DEPOSITS

Funded reserves include a replacement reserve and an operating assurance reserve established in the amount of \$20,920 in 2017 to cover operating deficits. For the years ended December 31, 2020 and 2019, the operating reserve balance was \$20,260.

Replacement reserves are designed for capital improvements over the life of the Project otherwise funded by cash flows. Replacement reserves are required to be funded monthly in the amount of \$300 per unit per year. For the years ended December 31, 2020 and 2019, the replacement reserve balance was \$39,823 and \$43,535, respectively.

The insurance escrow account was funded initially in 2017 upon closing of the permanent loan. For the years ended December 31, 2020 and 2019, the insurance escrow balance was \$10,383 and \$17,149, respectively.

NOTE 7 - TENANT SECURITY DEPOSITS

HUD regulations provide that tenant security deposits be segregated from the operating cash of the Partnership. All of the funds owed to tenants have been segregated in restricted cash accounts as of December 31, 2020 and 2019. At both current and previous year-end, the cash balance of the segregated security deposits exceeded the liability.

NOTE 8 - DISTRIBUTION AND APPLICATION OF CASH FLOW

Generally, profits and losses are allocated 0.01% to the general partner and 99.99% to the limited partners. Profits and losses arising from the sale, refinancing, or other disposition of all or substantially all of the Partnership's assets will be specially allocated as prioritized in the partnership agreement. Additionally, the partnership agreement provides for other instances in which special allocation of profits, losses, and distributions may be required.

Net cash flows, as more completely described in the partnership agreement, are mainly composed of all cash received from rents, lease payments, and certain other sources, minus all cash expenditures, all expenses unpaid and properly accrued, which have been incurred in the operation of the Partnership's business, payments on loans, and payments to increase reserves.

Net cash flow as defined by the partnership agreement, is distributed as follows:

- (i) First, to the limited partners to the extent of any amount which the limited partners are entitled to receive from cash flow as payment to satisfy any limited partner loans, any credit reduction payment which has not been satisfied as of the date of the distribution, and any other payments owed to the limited partners pursuant to the terms of this agreement, the guaranty, or the development agreement.
- (ii) Second, to Cinnaire an investor services fee pursuant to the investor services agreement between the Partnership and Cinnaire of even date herewith in an amount not to exceed \$2,400, which fee shall be paid annually, increasing 3% per year thereafter, and is cumulative.
- (iii) Third, to the developers to pay any unpaid and deferred development fee payable pursuant to the development agreement between the Partnership and the developers of even date herewith.
- (iv) Fourth, 75% of the balance to Presbyterian Villages of Michigan (the "Sponsor"), to repay interest, if any, and principal on the sponsor loan until the sponsor loan is paid in full.
- (v) Fifth, to the general partner a partnership management fee pursuant to the partnership management services agreement between the Partnership and the general partner in an annual cumulative amount not to exceed the lesser of \$14,500 or, collectively with the incentive management fee, 49.9% of the remaining cash flow. The terms of the partnership management services agreement shall not be amended without approval of the limited partners.
- (vi) Sixth, 90% of the balance, if any, to the general partner as an incentive management fee pursuant to the incentive management fee agreement between the Partnership and the general partner of even date herewith provided in no event shall said fee exceed the lesser of \$14,500 or, collectively with the partnership management fee, 49.9% of the remaining cash flow per annum on a noncumulative basis. The terms of the incentive management agreement shall not be amended without approval of the limited partners.
- (vii) Seventh, any remaining cash flow shall be distributed to the partners in accordance with the following percentages: (a) 49.9% to the General Partner and (b) 50.1 % to the limited partners.

NOTE 9 - LOW-INCOMING HOUSING TAX CREDITS (UNAUDITED)

The Partnership received an allocation of low-income housing tax credits in the total amount of \$3,904,710. First year tax credits were deferred to 2017. For the year ended December 31, 2017, a pro rata amount of tax credits was claimed based on actual lease up. Credits are expected to be claimed annually thereafter of \$390,471 until the final year of credits expected to be claimed in 2027. The limited partner investors are expected to exit in 2031.

The expected availability of remaining annual credits are as follows:

Year Ending December 31,	
2021	\$ 390,471
2022	390,471
2023	390,471
2024	390,471
2025	390,471
2026 and thereafter	390,471_
	\$ 2,342,826

NOTE 10 - CONTINGENCY

The Project's low-income housing tax credits are contingent on its ability to maintain compliance with applicable sections of Section 42. Failure to maintain compliance with occupant eligibility and/or unit gross rent or to correct noncompliance within a specified time period could result in recapture of previously taken tax credits plus interest. In addition, such potential noncompliance may require an adjustment to the contributed capital by the investor limited partner.

NOTE 11 - CURRENT VULNERABILITY DUE TO CERTAIN CONCENTRATIONS

The project's sole asset is a 32-unit apartment project in Harbor Springs, Michigan. The project's operations are concentrated in the real estate rental market. In addition, the project operates in a heavily regulated environment. The operations of the project are subject to the administrative directives, rules, and regulations of federal, state, and local regulatory agencies, including, but not limited to, HUD. Such administrative, directives, rules, and regulations are subject to change by an act of congress or an administrative change mandated by HUD. Such changes may occur with little notice or inadequate funding to pay for the related cost, including the additional administrative burden, to comply with a change.

SUPPLEMENTARY INFORMATION

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP SUPPLEMENTARY DATA REQUIRED BY HUD BALANCE SHEET DATA DECEMBER 31, 2020

	ASSETS	
4400	Current assets	d 40 500
1120	Cash - operations	\$ 10,582
1130	Tenant accounts receivable	10,025
1200	Prepaid expenses	18,201
1100T	Total current assets	38,808
1191	Tenant/patient deposits held in trust	15,019
	Restricted deposits	
1310	Escrow deposits	10,383
1330	Other reserves - operating reserve and replacement reserve	60,083
1300T	Total restricted deposits	70,466
	Property and land	
1410	Land	70,227
1420	Buildings and improvements	5,548,083
1450	Furniture and fixtures	706,251
1490	Land improvements	597,913
1400T	Total fixed assets	6,922,474
1495	Less accumulated depreciation	1,153,848
1400N	Net fixed assets	5,768,626
	Other assets	
1590	Deferred tax credit fees	35,472
1000T	TOTAL ASSETS	\$ 5,928,391

	LIABILITIES AND PARTNERS' EQUITY	
	Current liabilities	
2110	Accounts payable - operations	\$ 38,709
2120	Accrued wages payable	1,493
2131	Accrued interest - first mortgage payable	5,191
2170	Mortgage payable - first mortgage (short term)	19,228
2210	Prepaid revenue	 8,964
2122T	Total current liabilities	73,585
	Other liabilities	
2191	Tenant/patient deposits held in trust (contra)	13,525
	Long-term liabilities	
2322	Other mortgage payable	1,123,661
2324	Related party loan	1,907,144
2331	Accrued interest - related party loan	304,348
2340	Debt issuance costs, net	(73,302)
2390	Miscellaneous long term liabilities	 176,341
2300T	Total long-term liabilities	3,438,192
2000T	TOTAL LIABILITIES	3,525,302
	PARTNERS' EQUITY	
3130	Partners' equity	 2,403,089
2033T	TOTAL LIABILITIES AND PARTNERS' EQUITY	\$ 5,928,391

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP

SUPPLEMENTARY DATA REQUIRED BY HUD STATEMENT OF PROFIT AND LOSS DATA YEAR ENDED DECEMBER 31, 2020

	REVENUES	
5120	Rent revenue - gross potential	\$ 182,446
5121	Tenant assistance payments	114,926
01_1	Tonum donoum of puj monto	
5100T	Total potential rent revenue	297,372
	r r	,-
5220	Vacancies - apartments	7,639
	•	
5152N	Net rental revenue	289,733
5490	Revenue from investments - non-HUD replacement reserve	122
5400T	Total financial revenue	122
5910	Laundry and vending revenue	44
5920	Tenant charges	5,746
5990	Miscellaneous revenue	6,582
5900T	Total other revenues	12,372
5000T	TOTAL REVENUE	302,227
	EXPENSES	
6210	Advertising and marketing	330
6250	Other renting expense	500
6310	Office salaries	32,695
6311	Office expenses	15,910
6320	Management fee	15,686
6350	Audit expense	6,000
6370	Bad debts	8,290
6390	Miscellaneous administrative expenses	1,495
60.60m	m . 1 . 1	00.006
6263T	Total administrative expenses	80,906
6450		0.020
6450	Electricity	9,830
6451	Water	3,933
6452	Gas	6,168
6453	Sewer	9,368
6400T	Total utilities armones	20.200
6400T	Total utilities expense	29,299
6510	Payroll	18,037
6515	Supplies	5,116
6520	Contracts	39,896
6525	Garbage and trash removal	3,255
6546	Heating/cooling repairs and maintenance	
6548	Snow removal	1,874
6548 6590	Construction	11,428 14,360
0370	CONSTRUCTION	14,300
6500T	Total operating and maintenance expenses	93,966
00001	Total operating and maintenance expenses	73,700

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP

SUPPLEMENTARY DATA REQUIRED BY HUD STATEMENT OF PROFIT AND LOSS DATA YEAR ENDED DECEMBER 31, 2020

EXPENSES (continued)		
6711	Payroll taxes	\$	3,332
6720	Property and liability insurance (hazard)		9,000
6722	Workmen's compensation		785
6723	Health insurance and other employee benefits		4,170
6700T	Total taxes and insurance expenses		17,287
6820	Interest on first mortgage (or bonds) payable		162,289
6800T	Total financial expenses		162,289
6000T	Total costs of expenses before depreciation		383,747
5060T	CHANGE IN NET ASSETS BEFORE DEPRECIATION		(81,520)
6600	Depreciation expense		281,398
6610	Amortization expense		3,249
5060N	Operating loss		(366,167)
			, ,
7190	Other expenses		(2,701)
7100T	Net entity revenue (expense)		(2,701)
3250	Net loss	\$	(368,868)
S1000-010	Total first mortgage (or bond) principal payments required during the		
	audit period (usually 12 months). This applies to all direct loans, HUD-		
	held and HUD-insured first mortgages.	\$	_
24000 000			
\$1000-020	The total of all monthly reserve for replacement deposits (usually 12		
	months) required during the audit period even if deposits have been	\$	
	temporarily waived or suspended.	ф	
S1000-030	Replacement reserves, or residual receipts and releases which are		
	included as expense items on this statement of activities.	\$	
\$1000-040	Project improvement reserve releases under the Flexible Subsidy		
31000 040	Program that are included as expense items on this statement of		
	activities.	\$	_
	activities.	Ψ	

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP SUPPLEMENTARY DATA REQUIRED BY HUD STATEMENT OF CHANGES IN PARTNERS' EQUITY DATA YEAR ENDED DECEMBER 31, 2020

		Total	
S1100-010	EQUITY, January 1, 2020	\$	2,771,957
3250	Net loss		(368,868)
3130	EQUITY, December 31, 2020	\$	2,403,089

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP SUPPLEMENTARY DATA REQUIRED BY HUD STATEMENT OF CASH FLOWS DATA YEAR ENDED DECEMBER 31, 2020

	INCREASE IN CASH		
	Cash flows from operating activities		
S1200-010	Rental receipts	\$ 309,434	
S1200-020	Interest receipts	122	
S1200-030	Other receipts	17,041	
S1200-040	Total receipts		\$ 326,597
S1200-050	Administrative	(34,600)	
S1200-070	Management fee	(15,686)	
S1200-090	Utilities	(29,299)	
S1200-100	Salaries and wages	(49,933)	
S1200-110	Operating and maintenance	(77,805)	
S1200-140	Property insurance	(25,547)	
S1200-150	Miscellaneous taxes and insurance	(8,287)	
S1200-160	Changes in tenant security deposits	2,941	
S1200-180	Interest on first mortgage	(62,829)	
S1200-230	Total disbursements		(301,045)
S1200-240	Net cash provided by operating activities		25,552
	Cash flow from investing activities		
S1200-245	Net deposits to the mortgage escrow account	3,712	
S1200-255	Net deposits to other reserves	6,766	
S1200-330	Net purchase of fixed assets	(24,690)	
S1200-340	Proceeds from disposal of assets	16,270	
S1200-350	Net cash provided by investing activities		2,058
	Cash flow from financing activities		
S1200-370	Principal payments - other mortgage	(18,210)	
S1200-460	Net cash used by financing activities		(18,210)
S1200-470	Net increase in cash and cash equivalents		9,400
S1200-480	Cash - beginning of year		1,182
S1200T	Cash - end of year		\$ 10,582

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP SUPPLEMENTARY DATA REQUIRED BY HUD STATEMENT OF CASH FLOWS DATA YEAR ENDED DECEMBER 31, 2020

	Reconciliation of net loss to net cash provided		
	by operating activities		
3250	Net loss		\$ (368,868)
	Adjustments to reconcile net loss to net cash		
	provided (used) by operating activities		
6600	Depreciation	\$ 281,398	
6610	Amortization	3,249	
S1200-486	Amortization of debt issuance costs	4,908	
S1200-490	Accounts receivable - tenant and subsidy	9,480	
S1200-500	Accounts receivable - other	6,270	
S1200-520	Prepaid expenses	(16,531)	
S1200-540	Accounts payable	(3,006)	
S1200-560	Accrued liabilities	2,457	
S1200-580	Changes in tenant security deposits	2,941	
S1200-590	Deferred income	3,951	
S1200-600	Other adjustments to reconcile net loss to net		
	cash provided by operating activities	 99,303	
	Total adjustments		394,420
S1200-610	Net cash provided by operating activities		\$ 25,552

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP SUPPLEMENTARY INFORMATION REQUIRED BY HUD DECEMBER 31, 2020

Schedule of Reserve for Replacement

There is no requirement for replacement reserve as there is no HUD held or HUD insured mortgage. However, the mortgage agreement requires funding of a replacement reserve, as described in Note 6 and the balance has been included with HUD account number 1330.

Residual Receipts

There is no requirement for residual receipts as there is no HUD held or HUD insured mortgage. However, the Partnership is required to complete the computation.

Changes in Fixed Asset Accounts

	Land	Land Improvements	Buildings and Improvements	Building Equipment	Total Fixed Assets
Cost Balance, January 1, 2020 Additions	\$ 70,227 -	\$ 597,913	\$ 5,546,712 24,690	\$ 706,251 -	\$ 6,921,103 24,690
Disposals Balance, December 31, 2020	70,227	597,913	(23,319) 5,548,083	706,251	(23,319) 6,922,474
Accumulated depreciation Balance, January 1, 2020 Current provisions Disposals Balance, December 31, 2020		189,339 59,791 	438,159 142,415 (2,379) 578,195	247,331 79,192 - 326,523	874,829 281,398 (2,379) 1,153,848
Net book value, December 31, 2020	\$ 70,227	\$ 348,783	\$ 4,969,888	\$ 379,728	\$ 5,768,626
Schedule of Additions to Buildings and Improvements					
Elevator drive replacement					\$ 24,690
Schedule of Disposals of Buildings and In	<u>nprovements</u>				
Elevator drive replacement					\$ 23,319

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP SUPPLEMENTARY INFORMATION REQUIRED BY HUD DECEMBER 31, 2020

<u>Detail of Accounts - Balance Sheet Data</u>

Miscellaneous long-term liabilities (Account No. 2390)		
Developer fee payable, net of current portion	\$	171,018
Accrued investor service fee		5,323
	\$	176,341
<u>Detail of Accounts - Statement of Activities Data</u>		
M: 11 (A + N 5000)		
Miscellaneous revenue (Account No. 5990) Contributions	ф	(F02
Contributions	\$	6,582
Miscellaneous administrative expenses (Account No. 6390)		
Bank service charge	\$	1,495
Zami service charge		1,170
Interest on first mortgage (or bonds) payable (Account No. 6820)		
Interest on first mortgage	\$	157,381
Amortization of debt issuance costs		4,908
	\$	162,289
Other expenses (Account No. 7190)		
Investor service fee	\$	2,701
<u>Detail of Accounts - Statement of Cash Flows Data</u>		
Other adjustments to reconcile net loss to net cash provided by		
operating activities (Account No. S1200-600)	ф	04.604
Increase in deferred interest - related party loan Loss on sale of assets	\$	94,634
LOSS OII Sale OI assets	ф.	4,669
	\$	99,303

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP SUPPLEMENTARY INFORMATION REQUIRED BY HUD DECEMBER 31, 2020

Computation of Surplus Cash, Distributions, and Residual Receipts

S1300-010	Cash	\$ 25,601	
S1300-040	Total cash		\$ 25,601
S1300-050 S1300-075 S1300-100 2191 2210	Accrued mortgage interest payable Accounts payable (due within 30 days) Accrued expenses (not escrowed) Tenant security deposit liability Prepaid revenue	5,191 38,709 1,493 13,525 8,964	
S1300-140	Total current obligations		67,882
S1300-150	Surplus cash		\$ (42,281)

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP

PROJECT OWNER'S CERTIFICATION

I hereby certify that I have examined the accompanying financial statements and supplementary information of Hillside Limited Dividend Housing Association Limited Partnership, and, to the best of my knowledge and belief, the same are complete and accurate as of and for the year ended December 31, 2020.

General Partner:

Brian W. Carnaghi
Brian Carnaghi,

Hillside Development, LLC

Partnership Employer Identification # 47-1923681

HILLSIDE LIMITED DIVIDEND HOUSING ASSOCIATION LIMITED PARTNERSHIP

MANAGEMENT AGENT'S CERTIFICATION

I hereby certify that I have examined the accompanying financial statements and additional information of Hillside Limited Dividend Housing Association Limited Partnership, and, to the best of my knowledge and belief, the same are complete and accurate as of and for the year ended December 31, 2020.

Management Agent:

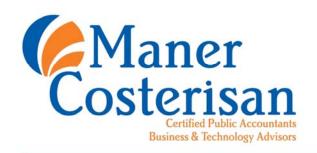
Cheryl Carney

Digitally signed by Cheryl Carney DN: cn=Cheryl Carney, o=PVM, ou, email=ccarney@pvm.org, c=US Date: 2021.03.25 13:08:04 -04'00'

Cheryl Carney, Presbyterian Villages of Michigan

Property Manager:

Employer Identification Number: #38-1387145



Maner Costerisan PC 2425 E. Grand River Ave. Suite 1 Lansing, MI 48912-3291 T: 517 323 7500 F: 517 323 6346 www.manercpa.com

February 3, 2021

To the Partners Hillside Limited Dividend Housing Association Limited Partnership

We have audited the financial statements of Hillside Limited Dividend Housing Association Limited Partnership for the year ended December 31, 2020, and we will issue our report thereon dated February 3, 2021. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards, as well as certain information related to the planned scope and timing of our audit. Professional standards also require that we communicate to you the following information related to our audit.

Significant Audit Matters

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. In accordance with the terms of our engagement letter, we will advise management about the appropriateness of accounting policies and their application. The significant accounting policies used by Hillside Limited Dividend Housing Association Limited Partnership are described in Note 1 to the financial statements. No new accounting policies were adopted and the application of existing policies was not changed during 2020. We noted no transactions entered into by Hillside Limited Dividend Housing Association Limited Partnership during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimate affecting the financial statements was:

Management's estimate of the useful lives of fixed assets is based on depreciable lives as defined in Note 1 of the financial statements. We evaluated the key factors and assumptions used to develop the useful lives in determining that it is reasonable in relation to the financial statements taken as a whole.

The disclosures in the financial statements are neutral, consistent, and clear. Certain financial statement disclosures are particularly sensitive because of their significance to financial statement users. We did not identify any sensitive disclosures.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. Management has corrected all such misstatements. In addition, none of the misstatements detected as a result of audit procedures and corrected by management were material, either individually or in the aggregate, to the financial statements taken as a whole.

Disagreements with Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated February 3, 2021.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to Hillside Limited Dividend Housing Association Limited Partnership's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as Hillside Limited Dividend Housing Association Limited Partnership's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

Other Information in Documents Containing Audited Financial Statements

With respect to the supplementary information accompanying the financial statements, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with U.S. generally accepted accounting principles, the method of preparing it has not changed from the prior period, and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

This information is intended solely for the use of the Partners and management of Hillside Limited Dividend Housing Association Limited Partnership and is not intended to be, and should not be, used by anyone other than these specified parties.

Very truly yours,

