



Charterhouse II, LLC
DBA Forest Grove Apartments

Independent Accountants' Report On Applying Agreed-Upon
Procedures And Calculation Of Qualified Contract Price

September 30, 2017



DUCKETT LADD, LLP
CPAs AND ADVISORS



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CPAs AND ADVISORS

**INDEPENDENT ACCOUNTANTS' REPORT
ON APPLYING AGREED-UPON PROCEDURES**

To the Member
Charterhouse II, LLC
DBA Forest Grove Apartments
Springfield, MO 65804

and

Tennessee Housing Development Agency
502 Deaderick St, Nashville, TN 37243

We have performed the procedures enumerated below, which were agreed to by Charterhouse II, LLC and the Tennessee Housing Development Agency ("THDA") (the specified parties), solely to assist those parties in evaluating that the accompanying Calculation of Qualified Contract Price and Supplemental Worksheets A-E ("Financial Reports") are prepared in accordance with Section 42 of the Internal Revenue Code and the Tennessee Housing Development Agency, as of September 30, 2017. Charterhouse II, LLC' management is responsible for the company's Financial Reports. The sufficiency of these procedures is solely the responsibility of those parties specified in the report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

Our procedures and findings are as follows:

Calculation of QCP per IRC Section 42(h)(6)(F)

- 1) We verified the date of the Calculation to be September 30, 2017.
- 2) We examined the Tax Credit Regulatory Agreement and/or LURA to determine the proper applicable fraction to be 100%.

Worksheet A. - Outstanding Indebtedness

- 1) We scanned the loan statements showing all unpaid balances, including accrued interest, of all secured and unsecured debt as of September 30, 2017, and arrived at a total of \$2,391,030.
- 2) We scanned the loan agreement to determine the maturity date of the loan to be May 6, 2024.
- 3) We scanned the loan agreement to determine if there is any information that is relevant to the marketing of this project.

Worksheet B. - Adjusted Investor Equity

- 1) We reviewed prior year tax returns, audits, and/or internal trial balance, to determine the capital contributions made by each partner/member by year. These contributions summed to \$3,182,777.
- 2) We reviewed the partnership/operating agreements and amendments to the partnership/operating agreements, and determined the partners/members were obligated to contribute the funds to the project.

- 3) We verified the applicable cost-of-living adjustment pursuant to Section 1(f) and 42(h)(6)(G)(ii) of the Code, the CPI adjustment is calculated for each twelve-month period ending August 31. We calculated the cost-of-living adjustment percentage to be 49.65933434 %.

Worksheet C. - Other Capital Contributions

- 1) We reviewed prior year tax returns, audits, and/or internal trial balance, to determine the capital contributions made by each partner/member by year.
- 2) We determined that there were other cash contributions of \$2,015,055 made to the project.
- 3) We verified the dates of the contributions as noted on Worksheet C.
- 4) We verified the uses of the contributions as noted on Worksheet C.

Worksheet D. - Cash Distributions

- 1) We reviewed prior year tax returns, audits, and/or internal trial balance, to determine the distributions made to each partner/member by year totaled \$1,767,138.
- 2) We reviewed prior year tax returns, audits, and/or internal trial balance, to determine the annual fees paid to partners/members by year totaled \$0.
- 3) We reviewed prior year tax returns, audits, and/or internal trial balance, to determine the type (i.e., cash or non-cash) and the purpose of the distributions to partners/members were cash distributions.
- 4) We scanned bank statements as of September 30, 2017, for the replacement reserve account, operating reserve account, other reserve accounts, and other amounts held in project accounts and noted the following:
 - i. A replacement reserve account and repair escrow account in the amount of \$380,450, with \$380,450 available for distribution per Management.
 - ii. A partnership operating account in the amount \$34,891, with \$34,891 available for distribution per Management.
 - iii. A tenant deposits account in the amount of \$16,639, with \$0 available for distribution per Management.
 - iv. Escrowed tax and insurance accounts in the amount of \$32,796, with \$32,796 available for distribution per Management.
- 5) We discussed the availability to distribute the above funds with the general partner, and the results are as noted above.
- 6) We scanned loan agreements, regulatory agreements and other third party contractual agreements that would prevent the above funds from being distributed, and the results are as noted above.
- 7) We discussed with the General Partner regarding any non-cash assets and noted none.

Worksheet E. - Fair Market Value on Non-Low Income Buildings Including Land

- 1) We obtained an assessment to determine the assessed value non-low income portion of the buildings including land to be \$282,700.

We added the total outstanding debt of \$2,391,030 with the total adjusted investor equity of \$4,763,323 and other capital contributions of \$2,015,055 and subtracted the cash distributions of \$1,767,138 and total cash available for distribution of \$448,138 to arrive at a Total Potential Housing Credit QCP of \$6,954,132. We then multiplied the total by the applicable fraction of 100%, and added the market value of non-housing credit units of \$282,700 to arrive at a total Qualified Contract Price of \$7,236,832 as shown in the Certification of Qualified Contract Price. We agree to provide THDA with the working papers used to generate the Certification of Qualified Contract Price if so requested.

This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. We were not engaged to and did not conduct an examination or review, the objective of which would be the expression of an opinion or

conclusion, respectively, on the financial reports. Accordingly, we do not express such an opinion or conclusion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of Charterhouse II, LLC and the Tennessee Housing Development Agency and is not intended to be and should not be used by anyone other than those specified parties.

Duckett Ladd, LLP

Springfield, MO
November 28, 2017

Calculation of Qualified Contract Amount

Project Name: Forest Grove Apartments

Project Number: TN-96-018

A. Calculation of Low-Income Portion:

| | |
|---|--------------------|
| (i) Outstanding Unpaid Indebtedness secured by, or with respect to the Buildings (from <i>Worksheet A</i>) | <u>\$2,391,030</u> |
| (ii) Adjusted Investor Equity (from <i>Worksheet B</i>) | <u>\$4,763,323</u> |
| (iii) Other Capital Contributions not reflected in (i) or (ii) (from <i>Worksheet C</i>) | <u>\$2,015,055</u> |
| (iv) Total of (i), (ii) and (iii) | <u>\$9,169,408</u> |
| (v) Cash Distributions from, or available from, the Project (from <i>Worksheet D</i>) | <u>\$2,215,276</u> |
| (vi) Line (iv) reduced by Line (v) | <u>\$6,954,132</u> |
| (vii) Applicable fraction (as set forth in the Land Use Restrictive Covenant) | <u>100 %</u> |
| (viii) Low-Income Portion of Qualified Contract Amount [Line (vi) multiplied by Line (vii)] | <u>\$6,954,132</u> |

B. Fair Market Value of Non Low-Income Portion (from *Worksheet E*) \$282,700

C. Qualified Contract Amount [sum of Line A(viii) and Line B] \$7,236,832

Worksheet A
Calculation of Outstanding Unpaid Indebtedness
With Respect to Low-Income Building(s)

Instructions:

The Qualified Contract Amount includes the **unpaid** balance of all secured and unsecured indebtedness for the low-income buildings in the Project that does not exceed the amount of “qualified building costs,” as defined in the Regulations. Any refinancing indebtedness or additional debt in excess of “qualified building costs” are not considered outstanding unpaid indebtedness for purposes of *Worksheet A*. Outstanding unpaid indebtedness does not include debt used to finance non-depreciable land costs, syndication, legal or accounting costs, or operating deficit payments. *Worksheet A* requires certain information for each mortgage loan and other Project indebtedness including, without limitation, lender name, unpaid principal balance, accrued interest, maturity date, and other relevant information.

In the sections marked “Other Information” (subsections (v) for each loan), set forth any information with respect to the loan that may be relevant to THDA’s efforts to market the Project. Examples of relevant information include whether the loan has a “due-on-sale” clause or if any portion of the loan is payable from net cash flow (i.e., is “soft” debt).

In addition to secured indebtedness, also list any unsecured, long-term debt the proceeds of which were used directly in the construction, rehabilitation, or operations of the Project.

The unpaid principal balance and accrued interest for each loan presented on *Worksheet A* should be totaled and entered in Section A, Line (i) of the Calculation of Qualified Contract Amount form.

Calculation of Qualified Contract Amount And Worksheets A - E

The Calculation of Qualified Contract Amount form and *Worksheets A - D* must be fully completed and included with the Qualified Contract Request and all required documentation for Projects that are 100% low-income. The Calculation of Qualified Contract Amount form and *Worksheets A - E* must be fully completed and included with the Qualified Contract Request and all required documentation for Projects that contain market rate units. THDA will not consider a Qualified Contract Request if the Calculation of Qualified Contract Amount form, *Worksheets A - D* and *Worksheet E*, if needed, are not included with the Qualified Contract Request and the 1-Year Period will be suspended until all such documentation is received by THDA.

The Calculation of the Qualified Contract Amount is derived from a statutory formula set forth in Section 42 of the Internal Revenue Code ("Section 42") and under Section 1.42-18 of the Treasury regulations (the "Regulations"). The statutory formula divides the purchase price between the low-income portion of the Project and the market rate portion, if any. The Qualified Contract Amount for the low-income portion of the Project is equal to the sum of the Project's indebtedness (*Worksheet A*), investor equity (*Worksheet B*), and other capital contributions (*Worksheet C*) reduced by the total cash that has been distributed, or is available for distribution, from the Project (*Worksheet D*). If the Project has any market rate units, the Qualified Contract Amount is increased by the fair market value of those units (*Worksheet E*).

To complete the Calculation of Qualified Contract Amount form, *Worksheets A - D* and *Worksheet E*, if needed, must be completed. The results of *Worksheets A - E* are then transferred to the Calculation of Qualified Contract Amount form to determine a Qualified Contract Amount for the Project. The calculation establishes the minimum price at which THDA will market the Project to potential buyers.

The attached *Worksheets A - E* and the Calculation of Qualified Contract Amount form must be prepared, reviewed and verified by an independent certified public accountant in accordance with AICPA Statements on Standards for Attestation Engagements and appropriate documentation, as determined by THDA in its sole discretion, indicating such preparation, review and verification.

All Qualified Contract Applications and Required Documents must be submitted to:

**Donna Duarte, Director of Civil Rights Compliance
and Senior Multifamily Advisor
Tennessee Housing Development Agency
Andrew Jackson Building, 3rd Floor
502 Deaderick Street
Nashville, TN 37243-0200**

Questions regarding preparation of the Calculation of Qualified Contract Amount and accompanying *Worksheets A - E*, may be addressed to Donna Duarte at (615) 815-2210 or by email at DDuarte@thda.org.

Worksheet A
Calculation of Outstanding Unpaid Indebtedness
With Respect to Low-Income Building(s)

Project Name: Forest Grove Apartments

Project Number: TN-96-018

1. First Mortgage Loan:

(i) Lender: Keybank Real Estate Capital
(ii) Principal Balance \$2,381,742
(iii) Accrued Interest \$9,289
(iv) Maturity Date: May 6, 2024
(v) Other Information: _____

Lender Contact Name and Telephone Number: _____

Subtotal \$2,391,030

2. Second Mortgage Loan:

(vi) Lender: _____
(vii) Principal Balance _____ \$
(viii) Accrued Interest _____ \$
(ix) Maturity Date: _____
(x) Other Information: _____

Lender Contact Name and Telephone Number: _____

Subtotal \$

**Calculation of Outstanding Unpaid Indebtedness with Respect to Low-Income Building(s) –
Continued**

3. Third Mortgage Loan:

(i) Lender: _____
(ii) Principal Balance _____ \$
(iii) Accrued Interest _____ \$
(iv) Maturity Date: _____
(v) Other Information: _____

Lender Contact Name and Telephone Number:

Subtotal \$ _____

4. Fourth Mortgage Loan:

(i) Lender: _____
(ii) Principal Balance _____ \$
(iii) Accrued Interest _____ \$
(iv) Maturity Date: _____
(v) Other Information: _____

Lender Contact Name and Telephone Number:

Subtotal \$ _____

5. Other Unpaid Indebtedness with Respect to Low-Income Building(s):

(i) Lender: _____
(ii) Principal Balance _____ \$
(iii) Accrued Interest _____ \$
(iv) Maturity Date: _____
(v) Other Information: _____

Lender Contact Name and Telephone Number:

Subtotal \$ _____

Total Unpaid Indebtedness

(Sum of 1-5 subtotals above)

\$2,391,030

Worksheet B
Calculation of Adjusted Investor Equity

Instructions:

The Qualified Contract Amount includes the sum of the “Adjusted Investor Equity” for the Project as defined in Section 42(h)(6)(G) and in the Regulations.

Not all capital contributions with respect to the Project qualify as “Adjusted Investor Equity.” Specifically, cash invested in the Project should be included in *Worksheet B* only if each of the following is true:

- (i) The cash is contributed as a capital contribution and not as a loan or advance;
- (ii) The amount is reflected in the adjusted basis of the Project (ie. cash contributions used to directly fund adjusted basis and cash contributions used to pay off a construction or bridge loan, the proceeds of which directly funded adjusted basis, unless other guidance is provided by the IRS); and
- (iii) There was an obligation to invest the amount as of the beginning of the credit period (i.e. cash actually invested before the beginning of the credit period and cash invested after the beginning of the credit period for which there was an obligation to invest at the beginning of the credit period, unless other guidance is provided by the IRS).

Subsection (i) of *Worksheet B* requires identification of the investor for each calendar year. Typically, this will be the tax credit investor (i.e., the investor limited partner); however, it may include a general partner if the cash investment by a general partner otherwise satisfies the requirements.

Subsection (ii) of *Worksheet B* requires identification of the amount of qualifying cash equity that was invested in the Project for that calendar year. This amount should include only cash that was actually contributed to the Project that year; it should not include amounts for which there was a mere obligation to invest.

Subsection (iii) of *Worksheet B* identifies the cost-of-living adjustment for each calendar year. Investment amounts qualifying as investor equity are entitled to a cost-of-living adjustment. The applicable cost-of-living adjustment for each year is based on the Consumer Price Index – All Urban Consumers (“CPI”) available through the U.S. Department of Labor, Bureau of Labor Statistics. Pursuant to I.R.C. § 1(f)(4) and Section 42(h)(6)(G)(ii), the CPI adjustment is calculated for each twelve-month period ending August 31st. The CPI figures for each calendar year can be found at the following website: <http://www.bls.gov/data/>.

After calculating the investment amount and cost-of-living adjustment, if any, for each year, on *Worksheet B*, sum the subtotals to determine Total Adjusted Investor Equity and transfer this amount to Section (A), Line (ii) of the Calculation of Qualified Contract Amount Form.

Worksheet B
Calculation of Adjusted Investor Equity

Project Name: Forest Grove Apartments

Project Number: TN-96-018

As of September 30, 2017

| | | | |
|---|--|----------------------|--------------------|
| 1. 1997 Adjusted Investor Equity | | | |
| (i) | Investor: <u>Keycorp Investment, LP III</u> | | |
| (ii) | Investment Amount | | \$2,337,000 |
| (iii) | Cost of Living Adjustment: | <u>49.65933434 %</u> | <u>1,160,539</u> |
| | | Subtotal | <u>\$3,497,539</u> |
| | | | |
| 2. 1998 Adjusted Investor Equity | | | |
| (i) | Investor: <u>Keycorp Investment, LP III</u> | | |
| (ii) | Investment Amount | | \$725,510 |
| (iii) | Cost of Living Adjustment: | <u>49.65933434 %</u> | <u>360,283</u> |
| | | Subtotal | <u>\$1,085,793</u> |
| | | | |
| 3. 1999 Adjusted Investor Equity | | | |
| (i) | Investor: <u>Keycorp Investment, LP III</u> | | |
| (ii) | Investment Amount | | \$77,194 |
| (iii) | Cost of Living Adjustment: | <u>49.65933434 %</u> | <u>38,334</u> |
| | | Subtotal | <u>\$115,528</u> |
| | | | |
| 4. 2001 Adjusted Investor Equity | | | |
| (i) | Investor: <u>Cleveland Development, Inc.</u> | | |
| (ii) | Investment Amount | | \$43,073 |
| (iii) | Cost of Living Adjustment: | <u>49.65933434 %</u> | <u>21,390</u> |
| | | Subtotal | <u>\$64,463</u> |
| | | | |
| 5. 1994 Adjusted Investor Equity | | | |
| (i) | Investor: _____ | | |
| (ii) | Investment Amount | | \$ |
| (iii) | Cost of Living Adjustment: _____ | % | x |
| | | Subtotal | <u>\$</u> |

Calculation of Adjusted Investor Equity – Continued

| | | | |
|--|-------|-----------------|-----------|
| 6. 1995 Adjusted Investor Equity | | | |
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | \$ |
| 7. 1996 Adjusted Investor Equity | | | |
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | \$ |
| 8. 1997 Adjusted Investor Equity | | | |
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | \$ |
| 9. 1998 Adjusted Investor Equity | | | |
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | \$ |
| 10. 1999 Adjusted Investor Equity | | | |
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | \$ |
| 11. 2000 Adjusted Investor Equity | | | |
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | \$ |
| 12. 2001 Adjusted Investor Equity | | | |
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | \$ |

Calculation of Adjusted Investor Equity – Continued

13. 2002 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

14. 2003 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

15. 2004 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

16. 2005 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

17. 2006 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

18. 2007 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

19. 2008 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

Calculation of Adjusted Investor Equity – Continued

20. 2009 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

21. 2010 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

22. 2011 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

23. 2012 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

24. 2013 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

25. 2014 Adjusted Investor Equity

| | | | |
|----------------------------------|-------|-----------------|-----------|
| (i) Investor: | _____ | | |
| (ii) Investment Amount | | | \$ |
| (iii) Cost of Living Adjustment: | _____ | <u>%</u> | <u>x</u> |
| | | Subtotal | <u>\$</u> |

Total Adjusted Investor Equity (sum of all Subtotals)

\$4,763,323

Worksheet C
Calculation of Other Capital Contributions

Instructions:

The Qualified Contract Amount includes the amount of other capital contributions made for the Project. "Other capital contributions" are not limited to cash and may include "in-kind" contributions such as land, and any loan used to finance capital improvements after the first year of the low-income housing credit period so long as the loan is not secured by the capital improvement itself or the building. Any non-cash contributions included in *Worksheet C* must be described in detail and must include, without limitation, the type of contribution, the value assigned to the contribution, and justification for assigning that value.

Do not include in *Worksheet C* any amounts included in *Worksheets A or B*. Further, all amounts included in *Worksheet C* must constitute contributed capital and not be a debt or advance. "Other capital contributions" do not include expenditures for land costs, operating deficit payments, credit adjuster payment and payments for legal, syndication and accounting costs.

After identifying the contributions, if any, for each year, on *Worksheet C*, sum the subtotals to determine Total of Other Contributions and transfer this amount to Section (A), Line (iii) of the Calculation of Qualified Contract Amount Form.

Worksheet C
Calculation of Other Capital Contributions

Project Name: Forest Grove Apartments

Project Number: TN-96-018

1. 2017 Investment Amount \$1,424,726

(i) Name of Investor: WHCF Forest Grove GP, Inc.

(ii) Date of Investment: 2017

(iii) Use of Contributions/Proceeds: Purchase of Affordable
Housing Complex

(iv) Other Information: _____

2. 2014 Investment Amount \$590,329

(i) Name of Investor: Westlake Housing Cap Fund IV, LLC

(ii) Date of Investment: 2017

(iii) Use of Contributions/Proceeds: Purchase of Affordable
Housing Complex

(iv) Other Information: _____

3. 1992 Investment Amount \$

(i) Name of Investor: _____

(ii) Date of Investment: _____

(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

Calculation of Other Capital Contributions – Continued

4. 1993 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

5. 1994 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

6. 1995 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

7. 1996 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

Calculation of Other Capital Contributions – Continued

8. 1997 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

9. 1998 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

10. 1999 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

11. 2000 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

Calculation of Other Capital Contributions – Continued

12. 2001 Investment Amount \$

(i) Name of Investor: _____

(ii) Date of Investment: _____

(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

13. 2002 Investment Amount \$

(i) Name of Investor: _____

(ii) Date of Investment: _____

(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

14. 2003 Investment Amount \$

(i) Name of Investor: _____

(ii) Date of Investment: _____

(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

15. 2004 Investment Amount \$

(i) Name of Investor: _____

(ii) Date of Investment: _____

(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

Calculation of Other Capital Contributions – Continued

16. 2005 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds:

(iv) Other Information:

17. 2006 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds:

(iv) Other Information:

18. 2007 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds:

(iv) Other Information:

19. 2008 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds:

(iv) Other Information:

Calculation of Other Capital Contributions – Continued

20. 2009 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

21. 2010 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

22. 2011 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

23. 2012 Investment Amount \$
(i) Name of Investor: _____
(ii) Date of Investment: _____
(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

Calculation of Other Capital Contributions – Continued

24. 2013 Investment Amount \$

(i) Name of Investor: _____

(ii) Date of Investment: _____

(iii) Use of Contributions/Proceeds: _____

(iv) Other Information: _____

25. 2014 Investment Amount \$

(v) Name of Investor: _____

(vi) Date of Investment: _____

(vii) Use of Contributions/Proceeds: _____

(viii) Other Information: _____

Total of Other Contributions (sum of all Investment Amounts) \$2,015,055

Worksheet D
Calculation of Cash Distributions from,
or available from, the Project

Instructions:

The Qualified Contract Amount is reduced by the total of all cash distributions from, or available from, the Project.

In Section A of *Worksheet D*, set forth all cash distributions from the Project beginning with the Base Calendar Year "BCY" (the calendar year of the first taxable year of the credit period) through the date of the completion of *Worksheet D*. "All cash distributions" shall include all cash payments and distributions from net operating income (i.e., "below the line" distributions and payments, after the payment of operation expenses, debt service and reserve). Distributions set forth in Section A of *Worksheet D* shall include, but not be limited to, (i) amounts paid to partners or affiliates as fees (including, but not limited to, investor fees, partnership management fees, incentive management fees and guaranty fees) and (ii) amounts distributed to partners as a return of capital or otherwise. Section A of *Worksheet D* provides for distributions of net operating income for each year. If there were more in any calendar year, attach an addendum to *Worksheet D* setting forth the recipient, characterization and amount of such distribution.

The Qualified Contract Amount is reduced by cash distributions made and by all cash that is available for distribution. In Section B of *Worksheet D*, set forth all amounts held in reserve and in other Project accounts and the amounts that are available for distribution. Proceeds from refinancing indebtedness or additional secured debt in excess of qualified building costs are not considered cash available for distribution.

To complete *Worksheet D*, total the qualifying cash distributed for all calendar years under Section A and the cash available (or that shall be available) for distribution in Section B. The total of Sections A and B should be entered in Section A, Line (v) of the Calculation of Qualified Contract Amount Form.

Worksheet D
Calculation of Cash Distributions from,
or available from, the Project

Project Name: Forest Grove Apartments

Project Number: TN-96-018

Section A: CASH DISTRIBUTED

1. 2013 Distribution
 - (i) **Total Distributions** \$39,265
 - (ii) Recipient: Wentwood Housing Fund XV GP, Inc.
 - (iii) Characterization of Distribution (i.e. return of capital, fee, etc.):

2. 2013 Distribution
 - (i) **Total Distributions** \$117,761
 - (ii) Recipient: Westlake Housing Cap. Fund I, LP
 - (iii) Characterization of Distribution (i.e. return of capital, fee, etc.):

3. 2013 Distribution
 - (i) **Total Distributions** \$760,000
 - (ii) Recipient: Westlake Housing Cap. Fund I, LP
 - (iii) Characterization of Distribution (i.e. return of capital, fee, etc.):

Calculation of Other Cash Distributions from, or available from, the Project – Continued

4. 2014 Distribution
- (i) **Total Distributions** \$4
 - (ii) Recipient: WHCF Forest Grove GP, Inc.
 - (iii) Characterization of Distribution (i.e. return of capital, fee, etc.): _____
-
5. 2014 Distribution
- (i) **Total Distributions** \$40,000
 - (ii) Recipient: Westlake Housing Cap. Fund IV, LLC
 - (iii) Characterization of Distribution (i.e. return of capital, fee, etc.): _____
-
6. 2015 Distribution
- (i) **Total Distributions** \$21,500
 - (ii) Recipient: Westlake Housing Cap. Fund IV, LLC
 - (iii) Characterization of Distribution (i.e. return of capital, fee, etc.): _____
-
7. 2015 Distribution
- (i) **Total Distributions** \$2
 - (ii) Recipient: WHCF Forest Grove GP, Inc.
 - (iii) Characterization of Distribution (i.e. return of capital, fee, etc.): _____
-
8. 2016 Distribution
- (i) **Total Distributions** \$2
 - (ii) Recipient: WHCF Forest Grove GP, Inc.
 - (iii) Characterization of Distribution (i.e. return of capital, fee, etc.): _____
-

Calculation of Other Cash Distributions from, or available from, the Project – Continued

9. 2016 Distribution
(i) **Total Distributions** \$16,500
(ii) Recipient: Westlake Housing Cap. Fund IV, LLC
(iii) Characterization of Distribution (i.e. return of capital, fee, etc.):

10. 2017 Distribution
(i) **Total Distributions** \$772,104
(ii) Recipient: WHCF Forest Grove, L.P.
(iii) Characterization of Distribution (i.e. return of capital, fee, etc.):

11. BCY + 10 Distribution
(i) **Total Distributions** \$
(ii) Recipient: _____
(iii) Characterization of Distribution (i.e. return of capital, fee, etc.):

12. BCY + 11 Distribution
(i) **Total Distributions** \$
(ii) Recipient: _____
(iii) Characterization of Distribution (i.e. return of capital, fee, etc.):

13. BCY + 12 Distribution
(i) **Total Distributions** \$
(ii) Recipient: _____
(iii) Characterization of Distribution (i.e. return of capital, fee, etc.):

Calculation of Other Cash Distributions from, or available from, the Project—Continued

14. BCY + 13 Distribution
(i) **Total Distributions** \$
(ii) Recipient: _____
(iii) Characterization of Distribution (i.e. return of capital,
fee, etc.): _____

15. BCY + 14 Distribution
(i) **Total Distributions** \$
(ii) Recipient: _____
(iii) Characterization of Distribution (i.e. return of capital,
fee, etc.): _____

16. BCY + 15 Distribution
(i) **Total Distributions** \$
(ii) Recipient: _____
(iii) Characterization of Distribution (i.e. return of capital,
fee, etc.): _____

17. BCY + 16 Distribution
(i) **Total Distributions** \$
(ii) Recipient: _____
(iii) Characterization of Distribution (i.e. return of capital,
fee, etc.): _____

18. BCY + 17 Distribution
(i) **Total Distributions** \$
(ii) Recipient: _____
(iii) Characterization of Distribution (i.e. return of capital,
fee, etc.): _____

Calculation of Other Cash Distributions from, or available from, the Project – Continued

19. BCY + 18 Distribution
 (i) **Total Distributions** \$
 (ii) Recipient: _____
 (iii) Characterization of Distribution (i.e. return of capital, fee, etc.): _____

20. BCY + 19 Distribution
 (i) **Total Distributions** \$
 (ii) Recipient: _____
 (iii) Characterization of Distribution (i.e. return of capital, fee, etc.): _____

Total Cash Distributions (Sum of Lines 1(i) – 20 (i)) \$1,767,138

Section B: CASH AVAILABLE FOR DISTRIBUTION:

1. Amounts Held in Replacement Reserve Accounts \$380,450
 a. Amount available for Distribution \$380,450

2. Amounts Held in Operating Reserve Account \$
 a. Amount available for Distribution \$

3. Amounts Held in Other Reserve Accounts \$
(Identify each account, the terms thereof, and amount paid therein) _____

a. Amount available for Distribution \$

4. Amounts Held in Partnership Accounts \$84,327
 a. Amount available for Distribution \$67,688

Total Cash Available for Distribution
 (Sum of Lines 1a – 4a) \$448,138

Total Cash Distributed and Available for Distribution
 (Sum of Sections A and B) \$2,215,276

Worksheet E
Fair Market Value of Non-Low-Income Portion of the Project

Project Name: Forest Grove Apartments

Project Number: TN-96-018

The fair market value of the non-low-income portion of the Project is: \$282,700

Attach to *Worksheet E* an appraisal, study, methodology proof or other support for the fair market value of the non-low-income portion of the Project. The fair market value of the non-low-income portion shall include the fair market value of the land underlying the entire Project (both the non-low-income portion and the low-income portion). This value must take into account the existing and continuing requirements contained in the Land Use Restrictive Covenant for the Project.

By entering a number in the section above, you are certifying that the appraiser used is not currently on any list for active suspension or revocation for performing appraisals in any State and is not listed on the Excluded Parties Lists System (EPLS) maintained by the General Services Administration for the United States Government found at: www.epls.gov.

The fair market value of the underlying land included in the fair market value of the non-low-income portion of the Project stated above was determined in one of the following ways:

- (i) X the value attributed to the underlying land by the county property appraiser in the most recent year assessed value of the Project, in which case a copy of the Project appraiser's assessment, with a break-out of the land value, is included as an attachment to this worksheet; or
- (ii) The "owner's appraised value" as that term is used in Section 1.42-18(b)(3), in which case a copy of the real estate appraisal which meets the requirements of Section 1.42-18(b)(3) is included as an attachment to this worksheet.

The fair market value identified above should be entered in Section B of the Calculation of Qualified Contract Request Form.