Financial Statements

For the Years Ended June 30, 2019 and 2018

Table of Contents
For the Years Ended June 30, 2019 and 2018

Independent Auditor's Report	1-2
Financial Statements	
Balance Sheets	3-4
Statements of Operations	5
Statements of Changes in Net Assets (Deficit)	6
Statements of Cash Flows	7
Notes to Financial Statements	8-13
Supplementary Information	
Independent Auditor's Report on Supplementary Information	14
Detail of Selected Balance Sheet Accounts	15
Detailed Statements of Operations	16-17



Independent Auditor's Report

To the Board of Commissioners Magruder's Discovery Development Corporation 10400 Detrick Avenue Kensington, MD 20895

Report on the Financial Statements

We have audited the accompanying financial statements of Magruder's Discovery Development Corporation, which comprise the balance sheets as of June 30, 2019 and 2018, and the related statements of operations, changes in net assets (deficit), 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 audits 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 purposes 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.

Owings Mills, Maryland 21117

Magruder's Discovery Development Corporation Independent Auditor's Report Page Two

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Magruder's Discovery Development Corporation as of June 30, 2019 and 2018 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.

Hertzbach & Company, P.A.

Owings Mills, Maryland December 2, 2019

Balance Sheets As of June 30, 2019 and 2018

	2019		201	
Assets				
Current assets				
Cash	\$	400	\$	400
Interfund receivable		113,044		159,396
Accounts receivable, net and other assets		112,170		174,825
Total unrestricted current assets		225,614	-	334,621
Restricted cash and cash equivalents for current liabilities				
Restricted cash and cash equivalents		445,119		471,208
Tenants' security deposits	-	71,268		70,479
Total restricted cash and cash equivalents for current liabilities		516,387	_	541,687
Property and equipment Property and equipment, net of accumulated depreciation	_	5,435,122		5,754,267
Deferred charges				
Negative arbitrage		142,716	-	149,208
Total assets	\$	6,319,839	\$	6,779,783

Balance Sheets (Continued) As of June 30, 2019 and 2018

÷	2019	2018
Liabilities and Net Assets (Deficit)		
Current liabilities Accounts payable and accrued expenses Accrued interest payable Mortgage payable - current	\$ 88,669 55,015 221,282	\$ 79,328 56,122 207,599
Total current liabilities	364,966	343,049
Current liabilities payable from restricted assets Tenants' security deposits Total current liabilities payable from restricted assets	70,954 70,954	69,778 69,778
Long-term liabilities First mortgage, net of current maturities and unamortized financing fees of \$184,927 - 2019 and \$193,333 - 2018	9,909,046	10,121,922
Total long-term liabilities	9,909,046	10,121,922
Total liabilities	10,344,966	10,534,749
Net assets (deficit) Investment in capital assets, net of related debt Restricted net assets Unrestricted net assets Total net assets (deficit)	(4,880,133) 445,433 409,573 (4,025,127)	(4,768,587) 471,909 541,712 (3,754,966)
Total liabilities and net assets (deficit)	\$ 6,319,839	\$ 6,779,783

Statements of Operations For the Years Ended June 30, 2019 and 2018

	-	2019		2018
Operating revenues				
Dwelling rental income	\$	2,273,939	\$	2,304,589
Other income		44,935		130,971
Total operating revenues	£	2,318,874	8	2,435,560
Operating expenses				
Administrative		250,253		255,045
Operating and maintenance		281,513		277,247
Depreciation		344,605		400,240
Utilities		114,609		125,620
Fringe benefits		86,121		328,024
Interest expense		681,234		694,140
Other		758,695		838,189
Bad debt expense		72,283		
Total operating expenses		2,589,313		2,918,505
Operating loss		(270,439)		(482,945)
Nonoperating revenue (expenses)				
Interest revenue (expense)		278		(626)
Total nonoperating revenue (expenses)	F,F	278	-	(626)
Net loss	_\$_	(270,161)	\$	(483,571)

Statements of Changes in Net Assets (Deficit) For the Years Ended June 30, 2019 and 2018

Balance, July 1, 2017	\$	(3,271,395)
Net loss - June 30, 2018	_	(483,571)
Balance, June 30, 2018		(3,754,966)
Net loss - June 30, 2019		(270,161)
Balance, June 30, 2019	\$	(4,025,127)

Statements of Cash Flows For the Years Ended June 30, 2019 and 2018

	2019		2018	
Cash flows from operating activities				
Net loss	\$	(270,161)	\$	(483,571)
Adjustments to reconcile net loss to				
net cash provided by operating activities:				
Depreciation		344,605		400,240
Amortization of financing fees		8,406		8,406
Amortization of negative arbitrage		6,492		6,492
(Increase) decrease in operating assets:				
Accounts receivable, net and other assets		62,655		(86,021)
Interfund receivable		46,352		354,733
Tenants' security deposits		(789)		(2,396)
Increase (decrease) in operating liabilities:				
Accounts payable and accrued expenses		9,341		10,754
Accrued interest payable		(1,107)		(1,039)
Tenants' security deposits		1,176		1,548
Net cash provided by operating activities		206,970		209,146
Cash flows from investing activities				
Withdrawals from reserve for replacements		68,319		26,092
Deposits to reserve for replacements		(39,816)		(38,843)
Deposits to mortgage escrows		(52,855)		(54,012)
Withdrawals from mortgage escrows		50,983		52,597
Deposits to renovation escrow fund		(542)		(217)
Acquisition of property and equipment		(25,460)		
Net cash provided by (used in) investing activities		629		(14,383)
Cash flows from financing activities				
Mortgage principal payments		(207,599)		(194,763)
Net cash used in financing activities		(207,599)		(194,763)
Net increase in cash		o ≡ 0		-
Cash, beginning of year		400		400
Cash, end of year	\$	400	\$	400
Supplemental disclosure of cash flow information:				
Cash paid during the year for interest	\$	667,443		680,281

See independent auditor's report and notes to financial statements.

Notes to Financial Statements For the Years Ended June 30, 2019 and 2018

1) Nature of Business and Summary of Significant Accounting Policies

Nature of Business

Magruder's Discovery Development Corporation (the Corporation) is a nonprofit, nonstock corporation formed in the State of Maryland on August 19, 2008 to acquire, own and operate 134 apartment units to be operated as a housing project for rental to persons of eligible income under the Annotated Code of Maryland (the Project). The Corporation provides residential housing to low income families and receives federal rent subsidies under a Section 8 Housing Assistance Payments Contract with the U.S. Department of Housing and Urban Development (HUD). The units are located in Bethesda, Maryland. Operations began on June 17, 2010.

Housing projects undertaken, financed, or assisted by the Corporation and the projects' related expenditures must be approved by the Housing Opportunities Commission of Montgomery County, Maryland, (a component unit of Montgomery County, Maryland) (HOC). The Corporation is legally separate from HOC, but the Corporation's financial statements are included in the Opportunity Housing Fund of HOC as a blended component unit. The Corporation's directors must be commissioners of HOC and, therefore, HOC can significantly influence the programs, projects, activities of, and the level of service performed by the Corporation.

Method of Accounting

The Corporation's financial statements are prepared on the accrual method of accounting which recognizes income when it is earned and expenses when they are incurred.

Cash and Cash Equivalents

The Corporation considers all highly liquid investments with a maturity of three months or less at the date of acquisition to be cash equivalents. There were no cash equivalents as of June 30, 2019 and 2018.

Rents Receivable and Bad Debts

Accounts receivable are reported at their outstanding balances, reduced by an allowance for doubtful accounts.

Management periodically evaluates the need for an allowance for doubtful accounts by considering the Corporation's past receivables loss experience, known and inherent risks in the accounts receivable population, adverse situations that may affect a debtor's ability to pay, and current economic conditions.

The allowance for doubtful accounts is increased by charges to bad debt expense and decreased by charge offs of the accounts receivable balances. Accounts receivable are considered past due after the tenth of the month in which they were due. Accounts receivable are considered uncollectible if they are outstanding over 90 days. Allowances as of June 30, 2019 and 2018 were \$72,283 and \$0, respectively.

Property and Equipment

Land, buildings and improvements are recorded at cost. Building and improvements are depreciated over their estimated useful lives of 5 to 40 years using the straight-line method.

Impairment of Long-lived Assets

The Corporation reviews long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If the fair value is less than the carrying amount of the asset, an impairment loss is recognized for the difference. There were no asset impairments during the years ended June 30, 2019 and 2018.

See independent auditor's report.

Notes to Financial Statements (Continued) For the Years Ended June 30, 2019 and 2018

1) Nature of Business and Summary of Significant Accounting Policies (Continued)

Interfund Receivable

The Corporation has numerous transactions with HOC to finance operations and provide services. To the extent that funds to finance certain transactions of the Corporation has not been paid or collected as of year-end, interfund payables and receivables are recorded. In addition, the Corporation is allocated costs from the HOC defined benefit pension plan and other post-employment benefit plan (OPEB) which includes retiree health insurance. The Corporation is allocated a net liability composed of a share of the related plan assets, liabilities, deferred outflows, and deferred inflows. Pension and OPEB expense are based on HOC management's calculation of costs related to employees of HOC that perform activities related to the Corporation. The components of the OPEB pension liability allocated to the Corporation and included in interfund receivable are \$114,722 of deferred outflows, \$98,514 of deferred inflows, and \$269,781 of net pension and OPEB liability as of June 30, 2019. The balance of interfund receivable as of June 30, 2019 and 2018, is \$113,044 and \$159,396, respectively.

Net Assets

HOC, the Corporation's principal investor, is required to report on a fund basis and categorize net assets as the following:

Investment in capital assets represents the total of property and equipment, net less mortgage payable.

Restricted net assets represents the sum of total restricted cash and cash equivalents and tenant security deposits less the tenant security deposit liability.

Unrestricted net assets represents the balance remaining after investment in capital assets and restricted net assets.

Interest

The Corporation has adopted the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Section 835, *Interest*, which states that debt issuance costs related to a note shall be reported on the statement of financial position as a direct deduction from the face amount of that note, and any amortization of debt issuance costs shall be reported as interest expense. Accordingly, the Corporation is reporting loan fees related to its mortgages payable as a direct deduction from the principal balances of the mortgages, and is reporting amortization of the loan fees as interest expense on the mortgages payable. See Note 6 for more information.

Income Taxes

The Corporation is exempt from income taxes under Section 115 of the Internal Revenue Code, which excludes from gross income amounts earned by state and local governments.

Estimates

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

Notes to Financial Statements (Continued) For the Years Ended June 30, 2019 and 2018

1) Nature of Business and Summary of Significant Accounting Policies (Continued)

Rental Revenue

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

Advertising

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

2) Concentration of Risk

The Corporation maintains its cash balances in several accounts in various banks. The cash balances are insured by the Federal Deposit Insurance Corporation up to \$250,000 at each bank. Additionally, the Corporation is included with the Housing Opportunities Commission of Montgomery County, Maryland (the "Commission") as part of the agency funds, and was entirely insured or collateralized with securities held by the Commission's agent in the Commission's name.

3) Restricted Cash and Cash Equivalents

Restricted funds are comprised of the following at June 30:

	2019		2018		
Mortgage escrow deposits	\$	14,094	\$	12,222	
Reserve for replacements		381,212		409,715	
Renovation escrow		49,813		49,271	
	\$	445,119	\$	471,208	

Pursuant to the regulatory agreement with HUD, the Corporation is required to maintain a replacement reserve escrow account with HOC as trustee. The replacement reserve is set aside for future maintenance of the property. Details of the reserve for replacement account during the years ended June 30 were as follows:

		2019		2018
Balance, beginning of year Monthly deposits*	\$	409,715 39,816	\$	396,964 38,843
Reserve releases		(68,319)	45	(26,092)
Balance end of year	\$\$	381,212	\$	409,715

^{*}In July 2011, the Corporation began contributing monthly payments of \$2,792 to the replacement reserve. Annually the monthly payment is scheduled to increase by 2.5%, and may be modified as needed by HOC. Monthly deposits for the years 2019 and 2018 were \$3,318 and \$3,237, respectively.

See independent auditor's report.

Notes to Financial Statements (Continued) For the Years Ended June 30, 2019 and 2018

4) Property and Equipment

Property and equipment detail for the years ended June 30 was as follows:

	_	2019		2018
Land Buildings and improvements Machinery and equipment	\$	691,363 11,168,016 1,303,954	\$	691,363 11,142,556 1,303,954
Total property and equipment Less: accumulated depreciation	_	13,163,333 7,728,211	Here.	13,137,873 7,383,606
Property and equipment, net	\$	5,435,122	\$	5,754,267

5) Negative Arbitrage

HOC issued bonds to provide the financing for the Corporation's rehabilitation. Because HOC earned less in interest revenue from the Corporation's loan during the construction than it paid to the HOC bondholders, negative arbitrage occurred. Negative arbitrage occurs when investments acquired with the bond proceeds earn less interest than is due to the bondholders.

During the year ended June 30, 2011, the Corporation paid \$194,637 to HOC as charge for the incurred negative arbitrage, representing the difference between the interest HOC earns on its loan to the Corporation and the interest HOC pays to the bondholders over the life of the loan. The Corporation is amortizing the amount over the 30-year term of the loan. For the years ended June 30, 2019 and 2018, \$6,492 of the negative arbitrage was amortized and charged to interest expense. The balance of the negative arbitrage is included in the accompanying statements of financial position under deferred charges.

6) Long-term Debt

Mortgage Payable

The Corporation is obligated to repay a mortgage to HOC. On June 14, 2010, the Corporation assumed the HUD regulatory agreement from HOC in conjunction with execution of a mortgage loan from HOC for \$11,780,518. The note is secured by a promissory note, deed of trust, security and assignment of rent agreements, and substantially all assets. Financing fees related to the mortgage were \$252,173 and are being amortized to interest expense on a straight-line basis, the results of which are not materially different than that of the effective interest method, over the term of the loan.

Notes to Financial Statements (Continued) For the Years Ended June 30, 2019 and 2018

6) Long-term Debt (Continued)

Mortgage Payable (Continued)

The loan provides for interest at a nominal rate of 6.40% per annum and an effective interest rate of 6.51% per annum, to accrue until maturity, with the final balance of principal and accrued interest due June 1, 2041. Starting July 1, 2011, the Corporation began monthly principal and interest payments of \$73,688. On July 1, 2014, the Corporation executed an Amended and Restated Deed of Trust Note with HOC, which reduced the total available principal balance from \$11,780,518 to \$11,657,791. As of July 1, 2014, the note amendment revised the monthly principal and interest payments to \$72,920, which will continue through maturity, June 1, 2041. The outstanding principal and accrued interest balances as of June 30, 2019 and 2018 are \$10,315,255 and \$55,015, respectively, for 2019 and \$10,522,854 and \$56,122, respectively, for 2018. Unamortized financing fees for the years ended June 30, 2019 and 2018 were \$184,927 and \$193,333, respectively. Interest expense incurred during the years ended June 30, 2019 and 2018 was \$681,234 and \$694,140, respectively, including amortized financing fees and negative arbitrage of \$8,406 each year.

Maturities of the mortgage payable are as follows:

2020	\$ 221,282
2021	235,867
2022	251,413
2023	267,984
2024	285,647
2025-2029	1,736,723
2030-2034	2,389,658
2035-2039	3,288,067
2040-2041	1,638,614
Total	\$ 10,315,255

Estimated financing fees being amortized to interest expense for each of the next five years are \$8,406.

The liability of the Corporation under the mortgages is limited to the underlying value of the real estate collateral and an assignment of rents, plus other amounts deposited with the lender.

7) Real Estate Taxes

The Corporation has an agreement with Montgomery County, Maryland, to make a payment in lieu of taxes (PILOT). During the year ended June 30, 2010, the Corporation applied for and received an exemption from the state property tax under a similar PILOT agreement.

Notes to Financial Statements (Continued) For the Years Ended June 30, 2019 and 2018

8) Related Party Transactions

Property Management Fee

The Corporation is required to pay a management fee to HOC as determined by HOC. Each year, the amount is approved by HOC based on the agency cost allocation model determined during the budgetary process. During the years ended June 30, 2019 and 2018, management fees of \$90,050 were incurred each year.

Development Corporation Fee

The Corporation pays an annual fee to HOC in the amount as approved by the HOC Commissioners. The fee is assessed at the end of the fiscal year based on the performance of the property during the fiscal year. For the years ended June 30, 2019 and 2018, development corporation fees of \$684,885 and \$762,339, respectively, were incurred.

9) Housing Assistance Payment Contract

Effective June 17, 2010, the Corporation assumed from HOC the Assignment, Assumption and Amendment Agreement of the Section 8 Housing Assistance Payment Contract. The agreement was renewed on December 1, 2017 and is renewable annually. Tenant assistance payments for the years ended June 30, 2019 and 2018 were \$1,550,157 and \$1,538,030, respectively.

10) Subsequent Events

Management has evaluated events and transactions subsequent to the balance sheet date for potential recognition or disclosure through the independent auditor's report date, the date the financial statements were available to be issued. There were no events that required recognition or disclosure in the financial statements.



Independent Auditor's Report on Supplementary Information

We have audited the financial statements of Magruder's Discovery Development Corporation as of and for the years ended June 30, 2019 and 2018 and our report thereon dated December 2, 2019, expressed an unmodified opinion on those financial statements, which appears on pages one and two. Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules are presented for the purpose of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly presented in all material respects in relation to the financial statements as a whole.

Hertzbach & Company, P.A.

Owings Mills, Maryland December 2, 2019

Detail of Selected Balance Sheet Accounts As of June 30, 2019 and 2018

	2019		2018	
Accounts receivable, net and other assets				
Accounts receivable - subsidy	\$	134,546	\$	119,495
Allowance for doubtful accounts		(72,283)		₩
Other resident fees receivable		344		282
Prepaid mortgage insurance		50,983		52,058
Rents receivable		(1,410)		3,000
Technology fee receivable		(10)		(10)
Total accounts receivable and other assets	\$	112,170	\$	174,825
Accounts payable and accrued expenses				
Accrued annual leave	\$	12,925	\$	13,960
Accounts payable		17,297		18,147
Accrued utility payments		16,111		4,885
Clearing resident refunds		5,026		5,026
Resident prepaid rents		18,338		18,338
Subsidy prepaid rents		18,972		18,972
Total accounts payable and accrued expenses	\$	88,669	\$	79,328

Detailed Statements of Operations For the Years Ended June 30, 2019 and 2018

	2019		2018	
Dwelling rental income				
Rent	\$	2,328,834	\$	2,295,925
Vacancies and concessions		(75,745)		(10,777)
Tenant charges		2,470		2,823
Laundry income		18,380		16,618
Total dwelling rental income	\$	2,273,939	\$	2,304,589
Other income				
Miscellaneous	\$	39,039	\$	125,075
Rental license		5,896		5,896
Total other income	\$	44,935	_\$_	130,971
Administrative expenses				
Advertising and marketing	\$	· =	\$	10
Management fees		90,050		90,050
Miscellaneous		2,816		1,130
Salaries		112,461		111,798
Office supplies and expense		9,190		11,891
Professional fees		13,812		13,506
Rent		1,165		1,092
Licenses		6,006		6,138
Telephone		5,595		3,545
Vehicle		9,158		15,885
Total administrative expenses	\$	250,253	\$	255,045

Detailed Statements of Operations (Continued) For the Years Ended June 30, 2019 and 2018

	2019		2018	
Operating and maintenance expenses				
Contracts	\$	24,413	\$	29,657
Exterminating		10,698		3,151
Grounds maintenance		23,742		23,535
HVAC repairs and maintenance		8,389		6,406
Janitorial		4,127		3,434
Salaries		121,931		114,350
Supplies and repairs		88,213	-	96,714
Total operating and maintenance expenses	\$	281,513	\$	277,247
Utilities expense				
Gas and electric	\$	33,762	\$	43,816
Trash removal		11,417		10,276
Water		69,430		71,528
Utilities expense	\$	114,609	\$	125,620
Fringe expenses				
Accrued leave	\$	(1,036)	\$	1,760
Deferred contribution plan		11,313		12,431
FICA		12,698		13,804
Health insurance		42,997		49,485
Other post employment benefits		14,591		245,396
Unemployment		478		618
Workers' compensation		5,080		4,530
Total fringe expenses	\$	86,121	\$	328,024
Other expenses				
Development corporation fee	\$	684,885	\$	762,339
Insurance		67,036		68,896
Security contracts		; ₩		180
Taxes		2,152		2,152
Water quality protect charge (RFSA)		4,622		4,622
Total other expenses	\$	758,695	\$	838,189