

CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTAL INFORMATION

For the Years Ended June 30, 2020 and 2019



## HACIENDA COMMUNITY DEVELOPMENT CORPORATION CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTAL INFORMATION For the Years Ended June 30, 2020 and 2019

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### INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Hacienda Community Development Corporation Portland, Oregon

We have audited the accompanying consolidated financial statements of Hacienda Community Development Corporation (a nonprofit organization), which comprise the consolidated statements of financial position as of June 30, 2020 and 2019, and the related consolidated statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

#### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated financial statements.

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

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## Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Hacienda Community Development Corporation as of June 30, 2020 and 2019, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

### **Other Matters**

### Other Information

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The supplemental information, as listed in the table of contents, is presented for purposes of additional analysis and is not a required part of the consolidated 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audits of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the consolidated financial statements as a whole.

### Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 30, 2020 on our consideration of Hacienda Community Development Corporation's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of Hacienda Community Development Corporation's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Hacienda Community Development Community

Jones & Roth, P.C.

Jones & Roth, P.C. Hillsboro, Oregon December 30, 2020

CONSOLIDATED FINANCIAL STATEMENTS

## HACIENDA COMMUNITY DEVELOPMENT CORPORATION CONSOLIDATED STATEMENTS OF FINANCIAL POSITION June 30, 2020 and 2019

		2020		2019
Assets				
Current assets				
Cash and cash equivalents	\$	3,436,245	\$	2,734,520
Investments in marketable securities		2,981,510		-
Grants and accounts receivable		808,504		706,712
Prepaid expenses		70,499		90,776
		7 000 750		2 522 000
Total current assets		7,296,758		3,532,008
Receivable from related parties		1,233,865		1,450,721
Restricted cash		2,214,564		1,585,473
Security deposits		162,468		123,245
Intangible assets, net		675,234		736,051
Loan receivable		5,685,715		5,685,715
Other long-term receivables		171,268		229,528
Property and equipment, net		30,867,120		27,566,146
Investments in limited partnerships		411,866		411,670
	_			
Total assets	\$	48,718,858	\$	41,320,557

		2020	2019
Liabilities and Net Assets			
Current liabilities			
Accounts payable and accrued expenses	\$	693,381	\$ 421,083
Accrued interest		77,591	41,652
Deferred revenue Line of credit		385,291 50,000	60,712
Current portion of long-term debt		770,764	379,209
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Total current liabilities		1,977,027	902,656
Non-current liabilities Security deposit liability		168,132	124,876
Long-term debt, net of current portion and unamortized debt		100,132	124,070
issuance costs		36,595,680	33,590,845
Total non-current liabilities		36,763,812	33,715,721
Total liabilities		38,740,839	34,618,377
		00,740,000	34,010,011
Net assets			
Without donor restrictions:			
Undesignated		4,558,921	5,433,853
Board-designated		603,851	603,647
Total without donor restrictions		5,162,772	6,037,500
With donor restrictions		4,815,247	664,680
Total net assets		9,978,019	6,702,180
	-	3,310,019	0,702,100
Total liabilities and net assets	\$	48,718,858	<u>\$ 41,320,557</u>

## HACIENDA COMMUNITY DEVELOPMENT CORPORATION CONSOLIDATED STATEMENTS OF ACTIVITIES For the Years Ended June 30, 2020 and 2019

	2020									
	Wit	hout Donor	With Donor							
	Re	estrictions	F	Restrictions		Total				
Revenue and support										
Private gifts, grants, and contracts	\$	330,047	\$	5,126,114	\$	5,456,161				
Government grants and contracts		1,714,485		-		1,714,485				
In-kind contributions		32,796		-		32,796				
Service revenue		272,440		-		272,440				
Rental income		3,268,471		-		3,268,471				
Developer fees		-		-		-				
Interest income		141,773		-		141,773				
Other income		182,165		-		182,165				
Net assets released from restrictions:										
Satisfaction of purpose restrictions		975,547		(975,547)		-				
Total revenue and support		6,917,724		4,150,567		11,068,291				
Expenses										
Program services		6,446,427		-		6,446,427				
Management and general		1,035,334		-		1,035,334				
Fundraising		310,691		-		310,691				
Total expenses		7,792,452				7,792,452				
Change in net assets		(874,728)		4,150,567		3,275,839				
Net assets, beginning of year		6,037,500		664,680		6,702,180				
Net assets, end of year	\$	5,162,772	\$	4,815,247	\$	9,978,019				

2019											
W	ithout Donor	V	Vith Donor								
F	Restrictions	R	estrictions	Total							
\$	360,567	\$	827,089	\$	1,187,656						
	1,513,524		-		1,513,524						
	311,600		-		311,600						
	246,234		-		246,234						
	2,850,771		-		2,850,771						
	270,000		-		270,000						
	115,836		-		115,836						
	649,245		-		649,245						
	458,704		(458,704)		-						
	+00,70+		(+30,70+)								
	6,776,481		368,385		7,144,866						
	6,061,282		-		6,061,282						
	739,383		-		739,383						
	102,029		-		102,029						
	6,902,694				6,902,694						
	(126,213)		368,385		242,172						
	6,163,713		296,295		6,460,008						
\$	6,037,500	\$	664,680	\$	6,702,180						

## HACIENDA COMMUNITY DEVELOPMENT CORPORATION CONSOLIDATED STATEMENTS OF FUNCTIONAL EXPENSES For the Year Ended June 30, 2020

	Program Services																	
	_		Community					Youth and Total						Management				
		Housing		conomic	Economic		Family		Asset		Program		and					Total
	De	velopment	0	oportunity	De	velopment		Support	Ma	anagement	S	ervices		General	⊦u	Indraising	Ex	penses
Payroll and related expenses:																		
Salaries and wages	\$	250,007	\$	405,114	\$	275,416	\$	607,551	\$	66,404	\$ ´	1,604,492	\$	495,807	\$	113,159	\$ 2	213,458
Benefits and taxes		42,903		96,575		55,989		146,113		14,487		356,067		94,941		16,249		467,257
Total payroll and related																		
expenses		292,910		501,689		331,405		753,664		80,891		1,960,559		590,748		129,408	2	680,715
Program supplies		720		22,620		12,075		20,286		283,195		338,896		5,900		58,629		403,425
Direct assistance		5,242		11,500		-		24,918		-		41,660		-		25,128		66,788
Travel and related		243		3,487		5,181		7,438		2,238		18,587		7,189		2,611		28,387
Management fees		-		-		11,584		-		214,672		226,256		-		-		226,256
Marketing and outreach		308		11,771		1,767		1,085		7,645		22,576		4,678		185		27,439
Office supplies and expense		4,856		15,127		10,897		7,193		40,319		78,392		19,676		7,029		105,097
Computer supplies and support		2,795		8,119		4,842		9,775		6,500		32,031		15,830		1,213		49,074
Staff development		11,126		4,248		1,532		5,046		540		22,492		25,616		-		48,108
Professional fees		68,309		8,639		86,566		7,848		20,429		191,791		167,543		58,920		418,254
Rent and utilities		3,710		24,818		191,538		34,861		658,456		913,383		24,745		6,425		944,553
Insurance		2,238		6,140		9,737		11,676		73,240		103,031		26,395		739		130,165
Repairs and maintenance		3,878		17,604		111,476		21,753		660,318		815,029		19,444		19,854		854,327
Depreciation and amortization		-		-		62,459		-		1,097,227		1,159,686		13,311		-		172,997
Interest		5,000		-		13,225		-		490,696		508,921		114,259		-		623,180
Miscellaneous		-		-		2,780		-		10,357		13,137		-		550		13,687
Total expenses	<u>\$</u>	401,335	<u>\$</u>	635,762	<u>\$</u>	857,064	<u>\$</u>	905,543	<u>\$</u>	3,646,723	<u>\$ (</u>	<u> 3,446,427</u>	<u>\$</u>	<u>1.035,334</u>	<u>\$</u>	310,691	<u>\$ 7</u>	<u>792,452</u>

## HACIENDA COMMUNITY DEVELOPMENT CORPORATION CONSOLIDATED STATEMENTS OF FUNCTIONAL EXPENSES For the Year Ended June 30, 2019

	Program Services																
		ousing lopment		conomic	Е	ommunity conomic velopment		outh and Family Support	Ma	Asset nagement	Total Program Services		Management and General		ndraising	Total Expenses	
Payroll and related expenses:																	
Salaries and wages	\$	103,744	\$	395,194	\$	254,603	\$	528,341	\$	58,905	\$ 1,340,787	\$	333,616	\$	41,647	\$ 1,716,050	
Benefits and taxes		18,629		96,741		59,956		141,097		13,099	329,522		65,284		7,526	402,332	
Total payroll and related																	
expenses		122,373		491,935		314,559		669,438		72,004	1,670,309		398,900		49,173	2,118,382	
Program supplies		1,253		19,837		10,939		26,150		242,854	301,033		5,158		12,491	318,682	
Direct assistance		11,000		63,500		138		27,467		100	102,205		-		2,000	104,205	
Travel and related		100		9,201		5,994		12,733		2,887	30,915		9,928		69	40,912	
Management fees		-		-		12,569		-		192,460	205,029		-		-	205,029	
Marketing and outreach		672		11,691		4,261		1,979		4,738	23,341		11,209		241	34,791	
Office supplies and expense		2,776		7,642		9,831		6,316		34,662	61,227		21,997		1,270	84,494	
Computer supplies and support		1,763		5,751		2,102		7,941		6,064	23,621		9,657		402	33,680	
Staff development		570		3,406		895		3,084		798	8,753		4,674		60	13,487	
Professional fees		49,082		9,765		51,546		9,208		67,781	187,382		103,553		25,663	316,598	
Rent and utilities		21,590		26,488		180,439		36,106		516,366	780,989		21,336		1,982	804,307	
Insurance		5,795		6,359		12,155		11,277		63,948	99,534		10,413		515	110,462	
Repairs and maintenance		9,996		17,377		107,107		19,487		744,016	897,983		12,281		8,163	918,427	
Depreciation and amortization		-		-		86,547		-		1,047,811	1,134,358		14,390		-	1,148,748	
Interest		5,000		-		14,517		-		462,810	482,327		115,887		-	598,214	
Miscellaneous		27,342		-		10,000		-		14,934	52,276		-		-	52,276	
Total expenses	<u>\$</u>	<u>259,312</u>	\$	672,952	<u>\$</u>	823,599	<u>\$</u>	831,186	<u>\$</u> ;	<u>3,474,233</u>	<u>\$ 6,061,282</u>	<u>\$</u>	739,383	<u>\$</u>	102,029	<u>\$ 6,902,694</u>	

## HACIENDA COMMUNITY DEVELOPMENT CORPORATION CONSOLIDATED STATEMENTS OF CASH FLOWS For the Years Ended June 30, 2020 and 2019

		2020		2019
Cash flows from operating activities				
Cash receipts: Private gifts, grants, and contracts	\$	5,479,803	\$	1,601,207
Government grants and contracts	Ŧ	1,829,818	Ŧ	835,082
Service receipts		223,298		193,773
Rental income		3,261,292		2,880,226
Developer fees		-		270,000
Interest income		113,943		88,007
Other income		273,204		211,277
Total cash receipts		11,181,358		6,079,572
Cash disbursements:				
Payroll and related expenses		2,638,334		2,095,566
Interest expense		597,553		604,024
Other operating expenses		3,005,487		2,869,653
Total cash disbursements		6,241,374		5,569,243
Net cash provided by operating activities		4,939,984		510,329
Cash flows from investing activities				
Acquisition of property and equipment		(1,599,135)		(692,760)
Acquisition of equity interest in Villas de Mariposas LP		173,390		-
Proceeds from settlement of construction defects lawsuit		-		438,000
Receipts on related party receivables Acquisition of investment in marketable securities		162,462 (2,981,510)		65,973
Investments in limited partnerships		(2,901,010)		-
Net cash used by investing activities		(4,244,842)		(188,787)
Cash flows from financing activities		(+,2++,0+2)		(100,101)
Additions to net loan fees		10,761		(14,814)
Net proceeds from short-term debt		50,000		-
Proceeds from long-term debt		1,925,141		430,529
Principal payments on long-term debt		(1,350,228)		(377,232)
Net cash provided by financing activities		635,674		38,483
Net increase in cash and cash equivalents				
and restricted cash		1,330,816		360,025
Cash and cash equivalents and restricted cash, beginning of year		4,319,993		3,959,968
Cash and cash equivalents and restricted cash, end of year	\$	5,650,809	\$	4,319,993
Supplemental cash flow information				
Cash paid during the year for interest	\$	597,553	<u>\$</u>	604,024

### 1. The Organization

Hacienda Community Development Corporation (Hacienda or the Organization), an Oregon nonprofit corporation established in 1986, is a Latino Community Development Corporation that strengthens families by providing affordable housing, homeownership support, economic advancement and educational opportunities for all.

In service of this mission, Hacienda has been providing safe, affordable housing, supportive education and economic development programs to Portland's Latino community for more than thirty years. Hacienda currently owns and operates 381 units of affordable housing serving an estimated 1,500 residents and roughly 1,800 additional clients through a variety programs throughout Multnomah, Washington and Clackamas counties – over 60 percent of whom identify as Latino/Hispanic. Residents earn less than 60 percent of the area median income and more than half of the properties' occupants are school-aged youth. Hacienda distinguishes itself from other affordable housing developers by offering culturally specific programs for residents and the community at large aimed at youth development, education, asset building, financial education, and entrepreneurship. Hacienda's motto is *Purpose in Action*.

### Summary of Programs

In addition to providing safe, affordable housing, Hacienda adheres to a proven model for success that focuses on education from birth through adulthood coupled with community economic development initiatives. The programs provide critical support to low-income children and strengthen entire families in order to reach the long-term goal of increased assets and self-sufficiency. Hacienda's core programs are Affordable Housing, Economic Opportunity (homeownership support and financial capabilities), Community Economic Development, and Youth and Family Support Services.

#### Affordable Residential and Commercial Property Development and Management

Developing and maintaining quality, affordable housing is at the core of Hacienda's mission. Hacienda's buildings are more than just housing, they are places where families can live and thrive in safe, supportive, community-centered environments. One- to four- bedroom townhomes and apartments are built around community centers, gardens, and playgrounds. Resident youth and adults have access to on-site educational and asset-building programs designed to strengthen the economic, physical, and emotional health of families. The Organization's presence as an affordable housing provider has created stable homes for hundreds of families living in some of the most diverse and economically neglected areas of North and Northeast Portland, Oregon.

The nine core properties that Hacienda manages are Los Jardines de La Paz, Villa de Clara Vista, Villas de Mariposas, Villa de Sueños, Vista de Rosas, Plaza de Cedros, Clara Vista Townhomes, Plaza Los Robles, and Miraflores. The Organization also developed and operates the administrative office building which includes three commercial spaces; the Portland Mercado, a small business and food services incubator, public market, plaza, and food cart pod; and the Baltazar F. Ortiz Community Center (Ortiz Center), a commercial facility which houses a county health clinic and family resource center. The Ortiz Center places important Multnomah County health and social service programs in the heart of an at-risk community ensuring residents can access the health care they need. Hacienda manages the Ortiz Center and the office building and oversees and directs a third party property management company for the day-to-day management of the residential properties and the Portland Mercado.

### 1. The Organization, continued

### Summary of Programs, continued

#### Affordable Residential and Commercial Property Development and Management, continued

As of June 30, 2020, Hacienda had secured the majority of the required funding to support its next project of 142 units in Northeast Portland. Additionally, it is partnering with another organization to develop a property with 224 units in Gresham, Oregon. The latter development commenced construction in January 2020 and is expected to be completed in the fall of 2021.

#### Youth and Family Support Services

Hacienda's Youth and Family Support programs focus on providing educational and social support to children and parents. The programs promote healthy and vibrant parent-child relationships, helping children reach their full potential and giving parents the tools to support their child's educational and emotional development. Hacienda's bilingual and bicultural staff, in collaboration with other culturally specific community partners, administer all Youth and Family Support programs.

Expresiones, the Organization's afterschool program, serves residents in grades kindergarten through 8th grade at five of Hacienda's affordable housing communities. The program offers youth bilingual academic support, culturally specific enrichment activities, and summer programming. Expresiones staff also work closely with parents to support them with resources and often facilitates greater connections to neighborhood schools.

Portland Niños, an early childhood education program, serves Latino children throughout Multnomah County and uses the "Parents as Teachers" curriculum. The program aims to reduce the academic and health disparities experienced by Latino and immigrant children by providing support for families with children from birth to age five. Parents participate in biweekly parenting support groups, educational workshops, and biweekly home visits from Hacienda's Parent Educators to monitor the child's health and development.

The SUN Youth Advocacy (SYA) program places case managers in Portland Public Schools to provide culturally appropriate support to at-risk Latino middle-schoolers. SYA provides academic support and cultural enrichment opportunities to 100 youth annually.

Hacienda's Innovation Labs is a new program launched in 2020 which serves middle and high school youth as well as adults with digital literacy, workforce readiness and STEM education programming. When fully developed, Hacienda will have three innovation labs within the City of Portland which will be outfitted with the latest technology and dedicated space to learn, play and explore. Programming will also be offered virtually.

The Resident Services program offers support to tenants of Hacienda's 381 units of affordable housing. Resident Services staff provide essential resources such as rent and utility assistance and generally work to prevent eviction. Staff also run a weekly food pantry and connect families to critical transportation assistance in the form of bus passes. Community engagement through focus groups and community events is also a key component of Resident Services programming.

### 1. The Organization, continued

### Summary of Programs, continued

### Economic Opportunity Program

Started in 2006, the Economic Opportunity program forms a central piece of Hacienda's strategy to help families build and protect their assets. As a HUD-approved housing counseling agency with a team of certified counselors, Hacienda staff provide financial coaching and work with families oneon-one to assist them in making the best financial choices for their household. The programs take a client-specific, coaching-based approach which puts the client's needs at the center of the work. This technique has been shown to substantially increase the number of participants successfully reaching their goals. The idea of financial capability goes beyond traditional financial education. It enables clients to build the necessary financial skills that lead to behavior change, in addition to learning how to find and access high quality financial products and services. This work is inspired by the prospect of a community in which families can empower themselves to build and retain financial assets, become financially literate, and position themselves for future prosperity.

Hacienda is a national affiliate and active member of the UnidosUS Homeownership Network, the largest family of community-based organizations working together to empower Latino wealthbuilding through homeownership. Many of the services are offered free of charge and are available to all Oregon residents. The Economic Opportunity group consists of three programs: Camino a Casa/Pre-Purchase, Foreclosure Prevention, and Mortgage Lending.

The Camino A Casa/Pre-Purchase program prepares prospective homebuyers for owning a first home. Clients work closely with financial coaches and HUD-certified housing counselors throughout the entirety of the home-buying process. In addition to mortgage-readiness and financial fitness workshops, they provide a number of opportunities for down-payment assistance. Clients can also join Lending Circles to improve their credit, and are assisted with opening Individual Development Accounts (IDA's) which provide 3-1 matching dollars for down payments.

The Foreclosure Prevention program provides support to homeowners at risk of foreclosure. This is accomplished by means of a holistic and coaching-based approach in which possible solutions for home retention are identified and explored. Services are free of charge.

Hacienda Home Mortgage offers multiple lending products such as Conventional, FHA, VA, and USDA. Hacienda can do lending for single family homes, manufactured housing or multi-family properties up to four units. Lending is available for first-time homebuyers or for those who need to refinance their homes.

#### Portland Mercado and Entrepreneurship (Community Economic Development)

The Portland Mercado and Empresarios program gives current and aspiring entrepreneurs the tools they need to launch or expand their businesses. Working in group classes and one-on-one with experienced business coaches, business owners learn new skills and connect with industry experts to help them on their path to success. Classes and coaching are offered in both English and Spanish, and the program serves primarily low-income entrepreneurs of color, immigrant, and woman entrepreneurs.

### 1. The Organization, continued

### Summary of Programs, continued

### Portland Mercado and Entrepreneurship (Community Economic Development), continued

A focal point of the program is the Portland Mercado, Portland's first Latino Public Market. Since its opening in 2015, the Portland Mercado has provided access to affordable retail spaces and a commissary kitchen. The space serves 70+ food businesses each year, focusing on the foods of Latin America and Latinx entrepreneurs. The Portland Mercado also hosts a variety of community, cultural, and artistic events and performances. Dedicated to building bridges between cultures through food, art, and entertainment, the Portland Mercado is a beloved cultural institution in the city.

Since the onset of the COVID-19 pandemic, all staff have joined together to provide information and assistance to Hacienda's immediate community as well as to other groups in the Portland Metro area. These activities have taken on many forms, including the following:

- Partnering with Portland Public Schools to distribute breakfasts and lunches to students while schools were operating on remote learning mandates.
- Distribution of food and diapers to families to minimize the need for them to use scarce resources for those necessities.
- Solicitation and securing of funds to cover a substantial portion of the rents for the Portland Mercado tenants when operation of food businesses was significantly curtailed by state orders.
- Creation of a partnership whereby donors agreed to fund meals provided by Portland Mercado food businesses that were then delivered to at-risk women staying in temporary shelters that had no cooking facilities.
- Cooperation with Oregon Health Authority to provide education and supplies to the community to reduce the spread of the virus.

The Organization continues to work with local organizations to help distribute various forms of assistance that are available, and to adapt to the changing environment and working conditions, in order to serve the community at the highest possible level.

### 2. Summary of Significant Accounting Policies

#### **Recent Accounting Standards Adopted**

During the year ended, June 30, 2020, the Organization adopted Financial Accounting Standards Board (FASB) Accounting Standards Update (ASU) 2018-08 *Not-for-Profit Entities* (Topic 958) to clarify the scope and accounting guidance for contributions made and received. ASU 2018-08 assists entities in evaluating whether transactions should be accounted for as contributions or exchange transactions. The standard effectively excludes contributions from the requirements of ASU 2014-09 *Revenue from Contracts with Customers* (Topic 606) and related subsequently issued clarifying ASUs. The Organization adopted the new standard effective July 1, 2019, using a modified prospective approach in these financial statements. No change to previously recognized revenue and no change to beginning net assets was required as a result of adopting ASU No. 2018-08. The Organization elected to delay implementation of ASU No. 2014-09 pursuant to ASU No. 2020-05 which delayed the implementation date for the Organization to July 1, 2020.

### Recent Accounting Standards Adopted, continued

During the year ended June 30, 2020, the Organization also adopted the provisions of FASB ASU No. 2016-18 *Statement of Cash Flows – Restricted Cash*. FASB ASU 2016-18 requires that the statement of cash flows explain the change during the period in total cash and cash equivalents and the amounts generally described as restricted cash. Therefore, the amounts generally described as restricted cash have been reclassified in the statement of cash flows. The standard was applied on a retrospective basis; therefore, the June 30, 2019 financial statements have been restated to conform to the presentation and disclosure requirements of ASU 2016-18.

### Basis of Consolidation

The consolidated financial statements include the accounts of the following entities. All significant inter-organization amounts have been eliminated in consolidation.

- Hacienda Community Development Corporation
- Villa de Clara Vista Limited Partnership
- Villa de Sueños Limited Partnership
- Vista de Rosas, LLC
- Los Jardines de la Paz, Limited Partnership
- Los Jardines II, LLC
- Villas de Mariposas Limited Partnership
- Villas de Mariposas II, LLC
- Hacienda Rockwood, LLC
- Hacienda QALICB, LLC
- Portland Mercado, LLC
- Comunidad Viva
- HCDC IV, LLC
- Miraflores GP, LLC

#### **Basis of Presentation**

Net assets and all balances and transactions are presented based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the Organization and changes therein are classified and reported as net assets with or without donor restrictions. Net assets without donor restrictions are those that are not subject to donor-imposed stipulations. Net assets with donor restrictions are subject to donor-imposed stipulations that will be met, either by actions of the Organization and/or the passage of time.

#### Cash and Cash Equivalents

The Organization considers all short-term, highly liquid investments with original maturities of three months or less at the date of purchase to be cash equivalents. Restricted cash is reported separately (see Note 3).

#### Receivables

Receivables are reported at the amount management expects to collect on balances outstanding at year-end. Based on an assessment of outstanding receivable balances, with consideration given to credit history and current relationships with the related debtors, management has concluded that any realized losses on balances outstanding at year-end will be immaterial. Contributions are recorded when the Organization is notified of the commitment. Conditional promises to give are not recognized until they become unconditional; that is, when the conditions on which they depend are substantially met.

### Property and Equipment

Additions to property and equipment in excess of \$5,000 with an estimated useful life of three years or more are capitalized. Property and equipment are stated at cost or fair value on the date of donation. Cost includes expenditures for additions and major improvements as well as interest costs incurred during construction.

Depreciation is computed by the straight-line method over the estimated useful lives of the related assets, which are as follows:

Buildings	30 - 40 years
Office furniture and equipment	3 - 7 years

### **Investments in Limited Partnerships**

Investments in limited partnerships are accounted for under the equity method, as the Organization has "significant influence" over the operations of the limited partnerships. Under the equity method, the initial investment is recorded at cost and is increased or decreased by the Organization's share of income or losses, increased by contributions, and decreased by distributions.

Management reviews the interests in the partnerships for possible impairment in value whenever events or circumstances indicate the carrying value of the investment may not be recoverable. If there was an indication of impairment, management would prepare an estimate of cash flows expected to be collected from the partnership. If these cash flows were less than the investment in the partnership, a loss would be recognized to write down the investment. No such evidence of impairment was noted in the years ended June 30, 2020 and 2019. See Note 18 for impairment of property before acquisition.

#### Investments in Marketable Securities

Investments in marketable securities with readily determinable fair values and all investments in debt securities are reported at their fair values in the accompanying financial statements as described in Note 11.

Unrealized gains and losses are included in the change in net assets without donor restrictions.

#### Investments in Marketable Securities, continued

Investment earnings and realized gains and losses are reported as increases or decreases in net assets without donor restrictions or net assets with donor restrictions in the reporting period in which the income and gains or losses are recognized. When restrictions are met (either by passage of time or by use), the income, gain or loss is transferred to net assets without restrictions in the reporting period in which the donor restrictions are met.

#### Deferred Revenue

Deferred revenue represents fees received in advance of the services being performed. This revenue is recognized in the period the services are performed.

#### Public Support, Revenue, and Other Income

Public support, revenue, and other income are considered to be available for unrestricted use unless specifically restricted by the donor or funding source. Expirations of net assets with donor restrictions (i.e., the donor-stipulated purpose has been fulfilled and/or the stipulated time period has elapsed) are reported as net assets released from restrictions.

#### In-kind Contributions

Donations of property, equipment, materials, and other assets are recorded as support at their estimated fair value at the date of donation. Such donations are reported as support without donor restrictions unless the donor has restricted the donated asset to a specific purpose.

The Organization recognizes donated services that create or enhance nonfinancial assets or that require specialized skills, which are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. In-kind contributions include \$32,796 and \$311,600 for the years ended June 30, 2020 and 2019, respectively.

#### Income Taxes

The Organization is exempt from federal and state income taxation under Section 501(c)(3) of the Internal Revenue Code and applicable state law. Accordingly, no income tax provision is recorded. The Organization is not a private foundation.

The Organization follows the provisions of FASB Accounting Standards Codification (ASC) Topic 740 *Accounting for Uncertainty in Income Taxes.* Management has evaluated the Organization's tax positions and concluded that there are no uncertain tax positions that require adjustment to the financial statements to comply with provisions of this topic.

The partnerships and limited liability companies are not tax-paying entities for federal or state income tax purposes; accordingly, a provision for income taxes has not been recorded in the accompanying consolidated financial statements. Partnership income or losses are reflected in the partners' individual or corporate income tax returns in accordance with their ownership percentages.

#### Fair Value of Financial Instruments

The Organization follows the Fair Value Measurements topic of the FASB Accounting Standards Codification (ASC), which defines fair value as the exchange price that would be received for an asset or paid to transfer a liability in the principal or most advantageous market for the asset or liability, based upon a fair value hierarchy which requires the Organization to maximize the use of observable inputs when measuring fair value.

The three levels of inputs that may be used to measure fair value are:

Level 1 - Inputs to the valuation methodology are quoted prices available in active markets for identical assets or liabilities as of the reporting date.

Level 2 - Inputs to the valuation methodology that are other than quoted prices in active markets that are observable for the asset or liability either directly or indirectly, including inputs in markets that are not considered to be active.

Level 3 - Inputs to the valuation methodology that are unobservable.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

The carrying amounts for cash, cash equivalents, and grants and accounts receivable in the accompanying financial statements approximate fair values because of the short maturities of those financial investments. The fair value of investments in marketable securities is estimated based on quoted market prices for those investments (Level 1 input).

#### Expense Allocation

The costs of providing various programs and other activities have been summarized on a functional basis in the consolidated statements of activities and functional expenses. Direct expenses are allocated using distinct cost centers. Indirect expenses are allocated using rates based on employee full-time equivalents (FTE). Occupancy expenses are allocated using rates based on square footage. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

#### Use of Estimates

The preparation of consolidated 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 consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

#### Liquidity and Availability of Resources

Hacienda CDC's financial assets available for general expenditure, that is, without donor, board, or other restrictions limiting their use, within one year from the statement of financial position date, include cash and accounts receivable in the amount of \$2,161,036 and \$2,324,512 as of June 30, 2020 and 2019, respectively.

Hacienda has a goal to maintain financial assets, which consist of cash and cash equivalents, on hand to meet 90 days of normal operating expenses. Additionally, it has a committed line of credit in the amount of \$350,000, which could be drawn upon in the event of an unanticipated liquidity need. See Note 12.

### 3. Restricted Cash

Restricted cash includes various construction, maintenance, operating, replacement, escrow, and loan reserves required to be maintained according to provisions of debt and other agreements. These reserves totaled \$2,214,564 and \$1,585,473 at June 30, 2020 and 2019, respectively.

### 4. Grants, Accounts, and Other Receivables

Grants, accounts, and other receivables are unsecured. At June 30, grants, accounts, and other receivables consisted of the following:

	2020	2019
Grants and contracts receivable:		
Portland Children's Levy	96,577	89,826
Latino Network	37,074	54,338
Harbourton Foundation	100,000	50,000
Legacy Health	100,000	-
Verde, Inc.	-	140,000
Other grants and contracts	158,770	45,068
Accounts receivable	316,083	327,480
Total grants, accounts, and other receivables	<u>\$ 808,504</u>	<u>\$ 706,712</u>

### 5. Other Long-term Receivables

During 2014, the Organization entered into a 5-year ground lease agreement with annual lease payments of \$1 per year. The difference between the cash outlay and the fair value of the lease was recognized as a donation and a receivable in the consolidated financial statements as of June 2014 and was expensed on a straight-line basis over the lease term. The lease was renewed during 2019 for an additional 5-year term. The difference between the cash outlay and fair value of the lease, discounted to present value, was recognized as a donation and a receivable in the consolidated financial statements for the year ended June 30, 2019. The balance is being expensed on a straight-line basis over the lease. The total donation recognized for the years ended June 30, 2020 and 2019, was \$-0- and \$291,300, respectively, of which \$171,268 and \$229,528 was a long-term receivable as of June 30, 2020 and 2019, respectively.

### 6. Receivable from Related Parties

At June 30, receivable from related parties consisted of the following:

Related Party/Security	Monthly <u>Payment</u>	Interest Rate	Maturity Date		2020		2019
Notes receivable: (Note 10) Clara Vista Townhomes LP							
Subordinate trust deed on real property	(a)	3.00%	Dec 2045	\$	186,755	\$	287,922
Miraflores Development LP							
Trust deed on real property	(a)	3.00%	Jun 2048		65,000		65,000
Trust deed on real property	(a)	4.35%	Dec 2040		<u>396,379</u>		396,379
Total notes receivable					648,134		749,301
Development fees receivable: Villas de Mariposas LP (b)							119,685
Management fees receivable:							
Clara Vista Townhomes LP					364,946		180,442
Miraflores Development LP Villas de Mariposas LP					20,220		19,567 <u>91,104</u>
Villas de Mariposas LF							91,104
Total management fees receivable					385,166		291,113
Accrued interest:							
Clara Vista Townhomes LP					12,956		115,259
Miraflores Development LP					116,219		105,494
Total accrued interest					129,175		220,753
Other accounts receivable: Clara Vista Townhomes LP					33,972		33,972
Villas de Mariposas LP					-		35,367
Other					37,418		530
Total other accounts receivable					71,390		69,869
Total accounts receivable from							
related parties				<u>\$</u>	1,233,865	<u>\$</u>	1,450,721

### HACIENDA COMMUNITY DEVELOPMENT CORPORATION NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 6. Receivable from Related Parties, continued

- <sup>(a)</sup> Interest accrues; principal and interest payments are cash flow dependent.
- <sup>(b)</sup> By the terms of the Partnership Agreement for Villas de Mariposas LP, as amended in 2015, the Organization was obligated to deposit an amount equal to any unpaid developer fees as of December 31, 2019, into the partnership and to then cause the developer fee to be paid from those funds by January 30, 2020. Amount was paid in full in December 2019. See also Note 18.

#### 7. Intangible Assets

At June 30, intangible assets consisted of the following:

		2020		2019
Tax credit financing and professional fees Less accumulated amortization	\$	1,071,714 <u>(396,480</u> )	\$	1,060,988 <u>(324,937</u> )
Intangible assets, net	<u>\$</u>	675,234	<u>\$</u>	736,051

#### 8. Loan Receivable

As part of a New Markets Tax Credit project of the Organization, Comunidad Viva loaned \$5,685,715 to Enhanced Capital Oregon NMTC Investment Fund V, LLC on November 14, 2014. The loan is collateralized by a 99.99 percent membership interest in Enhanced Capital New Market Development Fund XVIII, LLC, accrues interest at 1.4417 percent, and interest only payments are due quarterly. The balance is due upon maturity in December 2044.

#### 9. Property and Equipment

At June 30, property and equipment, pledged as collateral for the Organization's long-term debt (Note 13), consisted of the following:

	 2020	 2019
Land and land improvements Building and improvements	\$ 4,155,566 32,557,121	\$ 3,748,270 30,113,896
Furniture and equipment Construction in process	881,107 5,485,733	882,607 3,949,885
Less accumulated depreciation	 43,079,527 (12,212,407)	 38,694,658 (11,128,512)
Property and equipment, net	\$ <u> </u>	\$ 27,566,146

### 10. Investments in Limited Partnerships and Limited Liability Companies

Hacienda is affiliated with the following organizations either directly as General Partner or indirectly through a disregarded entity that is the General Partner. Profits and losses are shared in accordance with the ownership percentages.

Organization	Disregarded Entity	Entity <u>Type</u>	Ownership <u>Percentage</u>	Property Size	Property Type
Direct ownership:					
Villas de Mariposas LP (a)			0.01%	71 units	Multi-family
Indirect ownership:					-
Clara Vista Townhomes LP	HCDC IV, LLC	LLC	0.01%	44 units	Multi-family
Miraflores Development LP	Miraflores GP, LLC	LLC	0.01%	32 units	Multi-family
	Hacienda				
Rockwood 10 LP	Rockwood, LLC	LLC	0.0049%	224 units	Multi-family
•	Hacienda	_		-	2

<sup>(a)</sup> Until December 31, 2019. See Note 18.

### Villas de Mariposas Limited Partnership

In 2001, the Organization acquired several rental properties in Northeast Portland for development into 71 low-income housing units. In August 2002, Villas De Mariposas, L.P. (VDM) was formed to acquire, develop, own, and operate Villas de Mariposas Apartments. See Note 18 regarding assignment of partnership interest to Hacienda CDC on December 31, 2019.

### Clara Vista Townhomes Limited Partnership

In December 2003, Clara Vista Townhomes Limited Partnership (CVTLP) was formed to acquire, develop, own, and operate Clara Vista Townhomes, a 44-unit, low-income housing project located in Portland, Oregon. In February 2004, HCDC IV, LLC was formed to become the General Partner for CVTLP. CVTLP will terminate no later than December 31, 2065.

As part of the formation of CVTLP in February 2005, the Organization received several grants for the development of the project, totaling approximately \$287,900. The Organization, in turn, loaned CVTLP approximately \$287,900. (Note 6).

#### Miraflores Development Limited Partnership

In June 2003, the Organization acquired property in the Portsmouth neighborhood of North Portland for development of low-income housing units. In August 2007, Miraflores Development Limited Partnership (MDLP) was formed to complete, acquire, develop, own, and operate the Miraflores Apartments, a planned 32-unit, low-income housing project in Portland, Oregon. The partnership will terminate no later than December 31, 2087.

As part of the formation of MDLP in June 2008, Prosper Portland (formerly the Portland Development Commission) loaned the Organization approximately \$396,500 as an "equity gap" contribution (Note 13) and Multnomah County provided a grant of \$65,000. The proceeds from both of these transactions were loaned to MDLP (Note 6).

### HACIENDA COMMUNITY DEVELOPMENT CORPORATION NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 10. Investments in Limited Partnerships and Limited Liability Companies, continued

### Rockwood 10 Limited Partnership

In March 2019, Rockwood 10 Limited Partnership was formed to acquire, develop, own, and operate Rockwood 10, a 224-unit, low-income housing project located in Portland, Oregon. In December 2019, Hacienda Rockwood, LLC was formed to become a General Partner for Rockwood 10 Limited Partnership.

Investments in limited partnerships and limited liability companies, accounted for under the equity method, consisted of the following at June 30:

	2	2020		2019
Villas de Mariposas LP Clara Vista Townhomes LP Miraflores Development LP Rockwood 10 LP	\$	- 18,668 393,149 <u>49</u>	\$	(187) 18,685 393,172 -
Total investments in limited partnerships and limited liability companies	<u>\$</u>	411,866	<u>\$</u>	411,670

The limited partners of the limited partnerships retain substantive participation rights; therefore, consolidation of the limited partnerships is not required.

Summary financial information of the limited partnerships as compiled from their December 31, 2019, audited financial statements is as follows:

	 Total Assets		Total Liabilities		Net Loss	
Villas de Mariposas LP	\$ 5,639,340	\$	3,025,658	\$	(83,944)	
Clara Vista Townhomes LP	5,070,573		3,509,196		(168,274)	
Miraflores Development LP	5,858,934		1,610,147		(228,033)	

Summary financial information of the limited partnerships as compiled from their December 31, 2018, audited financial statements is as follows:

	 Total Assets		Total Liabilities		Net Loss
Villas de Mariposas LP Clara Vista Townhomes LP Miraflores Development LP	\$ 5,835,993 5,282,910 6,025,524	\$	3,258,052 3,553,259 1,548,704	\$	(121,860) (104,156) (148,801)

### HACIENDA COMMUNITY DEVELOPMENT CORPORATION NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 10. Investments in Limited Partnerships and Limited Liability Companies, continued

Summary financial information of Rockwood 10 LP as of December 31, 2019 are as follows. This entity was not subject to an audit and amounts were obtained from the December 31, 2019 federal Form 1065 tax return.

	Total		Total		Net
		Assets		Liabilities	 Loss
Rockwood 10 LP	\$	12,578,391	\$	6,390,217	\$ -

#### **11. Investments in Marketable Securities**

The Organization's investments are stated at fair value measured using Level 1 inputs (see Note 2). The following table presents the Organization's fair value hierarchy for those assets measured at fair value on a recurring basis as of June 30, 2020:

	Assets at Fair Value as of June 30, 2020					
	Level 1	Level 2	Level 3	Total		
Mutual funds	<u>\$ 2,981,510</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$    2,981,510</u>		

There were no investments in marketable securities as of June 30, 2019.

#### 12. Operating Line of Credit

The Organization has a \$350,000 unsecured line of credit with Wells Fargo Bank that matures February 1, 2021. The interest rate was prime plus 1.5 percent and a minimum interest rate of 5.0 percent. The interest rate as of June 30, 2020 and 2019 was 5.0 percent and 7.0 percent, respectively. There was \$50,000 and \$-0- outstanding advances on the line at June 30, 2020 and 2019, respectively.

# 13. Long-term Debt

At June 30, long-term debt consisted of the following:

Lender/Property Security	Monthly <u>Payment</u>	Interest Rate	Maturity Date	2020 Loan Balance	2019 Loan Balance
Portland Housing Bureau:					
Los Jardines (equity gap)	(a)	0.00%	Dec 2052	\$ 296,345	\$ 328,949
Los Jardines	(a)	3.00%	Jan 2033	263,678	263,678
Los Jardines	1,979	2.81%	Mar 2032	298,782	311,873
Plaza de Cedros (equity gap)	(a)	0.00%	Upon sale	231,258	231,258
Miraflores	(a)	0.00%	Dec 2040	348,433	348,433
Villa de Clara Vista	(a)	0.00%	May 2050	5,113,396	5,113,396
Villa de Clara Vista	713	1.00%	May 2029	71,449	77,684
Villa de Sueños	843	3.00%	Aug 2029 <sup>(d)</sup>	-	125,230
Villa de Sueños (equity gap)	(a)	0.00%	Aug 2029	117,901	117,901
Villa de Sueños (equity gap)	(a)	0.00%	None	1,125,000	1,125,000
Villa de Sueños	4,545	4.00%	Jun 2031	496,108	524,496
Villa de Sueños	(a)	0.00%	Jun 2041	692,330	702,753
Vista de Rosas	(a)	0.00%	Mar 2045	1,332,996	1,347,582
Vista de Rosas	5,627	5.00%	Mar 2035	1,050,760	1,062,969
Hacienda Office Building	12,113	5.00%	Sept 2035	2,269,725	2,298,208
Las Adelitas	(e)	0.00%	Sept 2021	785,692	-
Villas de Mariposas	3,056	3.00%	Feb 2035	439,055	-
Villas de Mariposas	(a)	0.00%	Feb 2045	268,345	-
Prosper Portland:	(-)				
Portland Mercado	(a)	0.00%	May 2025	395,123	395,123
Portland Mercado	2,466	3.25%	May 2025	437,023	448,362
Living Cully Plaza/Las Adelitas	Interest only	3.25%	Sept 2020	289,123	283,913
Network for Oregon Affordable Housing:					
Plaza de Cedros	2,015	3.75%	Sep 2034	266,551	280,446
Los Jardines	8,527	4.17%	Jan 2033	1,000,547	1,059,803
Villas de Mariposas	16,618	5.21%	June 2035	2,072,687	-
USDA:					
Plaza Los Robles	1,990	1.00%	Oct 2039	421,337	440,901
Plaza Los Robles	1,228	1.00%	Oct 2039	259,990	272,062
Clackamas County:					
Plaza Los Robles	(a)	0.00%	Upon sale	400,000	400,000
Beneficial State Bank:					
Baltazar Ortiz Center	7,153	4.50%	June 2028	1,220,186	1,249,467
Villa de Sueños	3,234	4.00%	Sept 2049	663,950	-
Wells Fargo Bank:	I	0.000/	Nov 0004	050.000	050.000
Unsecured	Interest only	2.00%	Nov 2024	250,000	250,000
Partnerships of Hope VIII, LLC:	(1)				
Hacienda QALICB	(b)	1.00%	Dec 2044	7,063,000	7,063,000
Hacienda QALICB	(c)	1.00%	Dec 2044	2,637,000	2,637,000
Key Bank National Association:					
Villa de Sueños	2,610	3.49%	Sep 2019 <sup>(d)</sup>	-	268,292
Villa de Sueños	2,976	7.29%	Sep 2019 <sup>(d)</sup>	-	258,887
Raza Development Fund, Inc.:					
Villa de Clara Vista	16,798	6.50%	Jul 2023	1,795,137	1,863,816
Living Cully Plaza/Las Adelitas	Interest only	6.00%	Jul 2021	3,045,061	2,842,760
Other loans	126	3.00%	Feb 2034	72,603	73,454
				37,490,568	34,066,696

### HACIENDA COMMUNITY DEVELOPMENT CORPORATION NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 13. Long-term Debt, continued

Unamortized debt issuance costs		(124,127)	<u>(96,642</u> )
Total long-term debt, net of unamortized debt issuance costs		<u>\$                                    </u>	33,970,054
		2020	2019
Current portion Long-term portion Unamortized debt issuance costs	\$	770,764 \$ 36,719,807 <u>(124,127)</u>	379,209 33,687,487 (96,642)
Total long-term debt, net of current portion and unamortized debt issuance costs	<u>\$</u>	37,366,444 \$	33,970,054

<sup>(a)</sup> Repayment based upon excess cash flow.

<sup>(b)</sup> Quarterly interest only payments through December 2021; thereafter quarterly principal and interest of \$86,034.

<sup>(c)</sup> Quarterly interest only payments through December 2021; thereafter quarterly principal and interest of \$32,121.

<sup>(d)</sup> Refinanced in September 2019 with Beneficial Bank, with monthly installments of \$3,234, including interest at 4.0%, due September, 2049.

(e) Repayment due and payable in full on the earlier to occur of (i) September 30, 2021; or (ii) the first disbursement of funds under the Construction Loan or any other construction or permanent financing from the Lender

Interest has not been imputed on any of the above notes payable that carry below market rate interest as they are payable to governmental entities or related parties and carry legal restrictions. The restrictions require the Organization to use the property for low-income housing, as defined by the notes' regulatory agreements.

Scheduled future principal payments on long-term debt are summarized below:

<u>Year Ending June 30,</u>		
2021	\$	770,764
2022		4,522,528
2023		999,616
2024		2,460,495
2025		1,594,673
Thereafter		19,340,094
Cash flow contingent payments		7,802,401
Total	<u>\$</u>	37,490,571

Included in the future principal payments thereafter in the schedule above are \$2,118,937 and \$2,151,541 of equity-gap loans at June 30, 2020 and 2019, respectively.

#### Loan Covenants

The Organization maintains debt agreements with several financial institutions that have varying debt covenants.

### 14. Board-designated Net Assets

Board-designated net assets as of June 30, 2020 and 2019, totaled \$603,851 and \$603,647, respectively, and are cash reserves being held for future use.

### **15. Net Assets with Donor Restrictions**

At June 30, net assets with donor restrictions were restricted as follows:

		2020		2019
Community economic development	\$	260,166	\$	183,702
Youth and family support Economic opportunity		4,192,333 24,968		86,055 49,507
Capacity building Housing development		53,983 273,769		135,569 209,847
Other purpose restriction		10,028		- 209,047
Total net assets with donor restrictions	<u>\$</u>	4,815,247	<u>\$</u>	664,680

As of June 30, 2020 and 2019, there were no donor restricted funds held in perpetuity.

#### 16. Retirement Plan

The Organization has a tax-deferred retirement plan pursuant to Section 404(c) of the Internal Revenue Code. The Board determines the Organization's match percentage annually, approving 2 percent for the years ended June 30, 2020 and 2019. Contributions to the plan for the years ended June 30, 2020 and 2019, totaled approximately \$35,000 and \$25,000, respectively.

#### 17. Related Party Transactions

See Notes 6, 10, and 13 regarding investments in limited partnerships and limited liability companies.

In accordance with various agreements (e.g., the Limited Partnership agreement, loan agreements, etc.), the Organization accrues resident services fees, annual management fees, interest on sponsor loans, and developer fees from related parties.

### HACIENDA COMMUNITY DEVELOPMENT CORPORATION NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 17. Related Party Transactions, continued

The table below summarizes revenues earned for the year ended June 30, 2020:

		esident ervices Fees	Asset nagement Fees	nterest ncome		eveloper ees and Other Misc.	Total		
Clara Vista Townhomes LP Miraflores Development LP Villas de Mariposas LP (through 12/31/19)	\$ 23,545 7,967 <u>8,296</u>		\$ 30,706 13,641 <u>4,795</u>	\$ \$     8,638 19,192 		4,863 - -	\$	67,752 40,800 <u>13,091</u>	
	\$	39,808	\$ 49,142	\$ 27,830	<u>\$</u>	4,863	<u>\$</u>	121,643	

The table below summarizes revenues earned for the year ended June 30, 2019:

		esident ervices Fees	Asset agement Fees		nterest ncome	Fe	eveloper ees and Other Misc.	Total		
Clara Vista Townhomes LP Miraflores Development LP Villas de Mariposas LP (through 12/31/19)	\$     22,859 7,735 <u>        16,351</u>		\$ 29,811 13,243 <u>9,403</u>		8,638 19,192 -	\$	4,783 - -	\$	66,091 40,170 <u>25,754</u>	
	\$	46,945	\$ 52,457	\$	27,830	\$	4,783	\$	132,015	

#### Other

The Organization maintains cash accounts and has outstanding loans with financial institutions at which Board members are employed. Total balances at those banks were approximately \$1,406,000 and \$1,075,000 at June 30, 2020 and 2019, respectively, and the outstanding loan balances were approximately \$300,000 and \$250,000 at June 30, 2020 and 2019, respectively.

#### 18. Assignment of Partnership Interest

Effective December 31, 2019, the limited partner in Villas de Mariposas LP assigned its entire 99.9 percent limited partnership interest to Villas de Mariposas II, LLC, a wholly-owned subsidiary of the Organization, in exchange for \$1. Hacienda CDC continues as the general partner in Villas de Mariposas LP and, as a result of the assignment, holds a 100 percent ownership in the partnership. Consequently, the asset and liability balances related to the partnership have been included in Hacienda's consolidated statement of financial position as of June 30, 2020, and the consolidated statement of activities includes the partnership's results of operations beginning January 1, 2020.

### HACIENDA COMMUNITY DEVELOPMENT CORPORATION NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 18. Assignment of Partnership Interest, continued

Summarized financial information for Villas de Mariposas LP at the date of assignment is as follows:

Assets	Im	ance Sheet mediately Prior to ssignment	Parti	ustment of Limited ner's Equity Interest	A R Val	alance Sheet Adjusted for Reduction in lue of Limited rtner's Equity Interest
Assels						
Cash Prepaid expenses and other assets Restricted deposits and reserves Property and equipment, net	\$	3,727 10,047 333,420 <u>5,292,146</u>	\$	- - - (2,494,191)	\$	3,727 10,047 333,420 2,797,955
Total assets	<u>\$</u>	<u>5,639,340</u>	<u>\$</u>	<u>(2,494,191</u> )	<u>\$</u>	3,145,149
Liabilities and Net Assets						
Accounts payable and accrued expense Tenant security deposits Payable to affiliated organizations Long-term debt and accrued interest payable	\$	45,257 44,072 131,363 2,804,966	\$		\$	45,257 44,072 131,363 2,804,966
Total liabilities		3,025,658				3,025,658
Limited partner's equity interest General partner's equity interest		2,494,192 <u>119,490</u>		(2,494,191) 		1 <u>119,490</u>
Total net assets		2,613,682		(2,494,191)		119,491
Total liabilities and net assets	<u>\$</u>	5,639,340	<u>\$</u>	<u>(2,494,191</u> )	<u>\$</u>	3,145,149

#### **19. Concentrations and Credit Risk**

The Organization maintains its cash balances in several financial institutions located in Portland, Oregon. The balances in each financial institution are insured by the Federal Deposit Insurance Corporation up to \$250,000. The balances, at times, may exceed the federally insured limit. Cash balances in excess of the federally insured limits were approximately \$3,091,000 and \$1,857,600 at June 30, 2020 and 2019, respectively.

For the year ended June 30, 2020, approximately 36 percent of total revenue was from one funding source. There were no significant revenue concentrations for the year ended June 30, 2019. Receivables disclosed in Note 4 are concentrated with approximately 37 percent from three funding sources and 20 percent from one funding source at June 30, 2020 and 2019, respectively.

### 20. Commitments and Contingencies

#### **Grants and Contracts**

Amounts received or receivable from various contracting agencies are subject to audit and potential adjustment by the contracting agencies. Any disallowed claims, including amounts already collected, would become a liability of the Organization if so determined in the future. It is management's belief that no significant amounts received or receivable will be required to be returned in the future.

### Grant and Loan Restrictions

Many of the properties owned and operated by Hacienda and its affiliated entities were financed by grants and low/no interest loans. The terms of these grants and loans restrict the use of the property and generally require the property to be rented to low-income qualified tenants for the period of the grant or related loan term. Failure to comply with the terms of the grants or the loans may result in a requirement to repay a portion or all of the proceeds received. Management believes that the exposure on these agreements is minimal.

### Tax Benefits Guarantees

As the developer of certain properties financed in part by federal and/or state tax credit allocations, the Organization and its affiliates have made certain guarantees to investors as to the tax credits and other benefits to be derived from the properties. These guarantees generally cover the tax compliance periods of fifteen years after initial lease-up. A payment under such a guarantee could result in a cash distribution from an affiliate's operating cash flow to the investor limited partner. In the opinion of management, compliance with tax regulations and careful monitoring of the properties should preclude these contingent liabilities from materializing. To date, Hacienda and its affiliates have not experienced any calls on these guarantees.

Additionally, in accordance with the partnership agreements, the Organization must also meet certain requirements to:

- Maintain a net worth sufficient to ensure its ability to perform its management obligations.
- Restore any negative capital balance upon liquidation of the General Partner's interest.

### Plaza de Cedros

Under conditions of a \$100,000 grant from the State of Oregon Housing and Community Services Department, the Organization has guaranteed that properties developed under this project will be managed in accordance with the Federal Low-Income Housing rules defined in Internal Revenue Code Section 42, as well as state and local low-income housing regulations.

#### Plaza Los Robles

Under the USDA grant and Ioan agreement, the Organization was required to establish a reserve account and deposit \$30,000 at the time the USDA Ioan and grant were closed. In addition, the Organization was also required to deposit \$2,084 monthly beginning January 2008 until the amount in the reserve account reaches \$250,000. The funds are to be held as security for the Ioan and grant obligations. As of June 30, 2020 and 2019, the Organization was in compliance. This amount is included in restricted cash in the accompanying consolidated statement of financial position.

### 20. Commitments and Contingencies, continued

### **Other Obligations**

In November 2014, the Organization entered into transactions to complete three projects. Financing for the projects was provided by a number of governmental and private grants and through two allocations of New Markets Tax Credits (NMTC). The benefits of the NMTC are provided over a 7-year period and are based on certain percentages (as determined by the Internal Revenue Service) of the amount of leveraged funding used to finance the construction transaction.

As part of this funding, a 95 percent-owned subsidiary, Hacienda QALICB LLC, entered into two notes payable (Note 13), with limited liability companies that were created to facilitate the NMTC transaction. The Organization is obligated to maintain control of the projects for each of the seven years.

### 21. Lease Commitments

The Organization leases equipment under several operating leases ending at various times through July, 2024. Total rent expense related to these leases approximated \$24,000 and \$19,200 for the years ended June 30, 2020 and 2019, respectively. The Organization also has in-kind rent for use of facilities, for which they recognized in-kind rent expense of approximately \$58,300 and \$41,800 for the years ended June 30, 2020 and 2019, respectively.

Total future minimum lease payments are as follows:

\$	18,696
	13,296
	9,796
	1,296
	-
<u>\$</u>	43,084
	\$ 

## 22. Supplemental Cash Flow Information

The following presents a reconciliation of the change in net assets (as reported on the consolidated statement of activities) to net cash provided by operating activities (as reported on the consolidated statement of cash flows):

		2020		2019
Cash flows from operating activities:				
Change in net assets	\$	3,275,839	\$	242,172
Adjustments to reconcile change in net assets to net cash provided by operating activities:				
Depreciation and amortization		1,156,935		1,132,757
Amortization of debt issuance costs (included in				
interest expense)		16,062		15,991
Proceeds from settlement of construction defects lawsuit		-		(438,000)
Pass-through income from limited partnerships		48		37
(Increase) decrease in:				
Grants, accounts, and related party receivables		(114,876)		(540,659)
Prepaid expenses		29,544		(33,176)
Increase (decrease) in:				
Accounts payable and accrued expenses		251,853		135,803
Deferred revenue		<u>324,579</u>		<u>(4,596</u> )
Net cash provided by operating activities	<u>\$</u>	4,939,984	<u>\$</u>	510,329

The following presents a reconciliation of noncash financing and investing activities as reported on the consolidated statement of cash flows:

### Supplemental disclosure of noncash financing transactions

		2020		2019
Total proceeds from issuance of long-term debt Assumption of long-term debt	\$	4,723,098 <u>(2,797,957)</u>	\$	430,529
Total cash proceeds from issuance of long-term debt	<u>\$</u>	1,925,141	<u>\$</u>	430,529

## Supplemental disclosure of noncash investing transactions

		2020		2019
Total acquisition of property and equipment Noncash assumption of property and equipment	\$	4,397,092 <u>(2,797,957)</u>	\$	692,760 -
Total cash paid for property and equipment	<u>\$</u>	1,599,135	<u>\$</u>	692,760

### HACIENDA COMMUNITY DEVELOPMENT CORPORATION NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 23. Reclassifications

Certain amounts within the consolidated financial statements were reclassified in the prior year comparative information. The purpose of the reclassifications was to give a consistent representation of the Organization's records. The reclassifications had no net effect on the reported change in net assets for either period presented.

### 24. Uncertainties

The Organization's management does not anticipate adverse impacts to the Organization's future financial condition due to the ongoing COVID-19 coronavirus pandemic. However, as of the date of the independent auditor's report, there still exists certain economic uncertainties related to the COVID-19 coronavirus pandemic. These continuing uncertainties have the potential to result in significant impact to the Organization's future financial condition and operating results. However, any such future financial impact and duration of such impact cannot be reasonably estimated at this time.

### 25. Subsequent Events

On July 10th, 2020, the OHCS Housing Stability Council approved Hacienda's application for \$5.4 million in LIFT Bond funding and \$19 million in low-income tax credits for the Las Adelitas project. These were the last major sources of funds to be secured. The final stages of financing are expected to close in February 2021 with construction to begin shortly thereafter.

Management evaluates events and transactions that occur after the consolidated statement of financial position date as potential subsequent events. Management has performed this evaluation through the date of the independent auditor's report.

SUPPLEMENTAL INFORMATION

## HACIENDA COMMUNITY DEVELOPMENT CORPORATION CONSOLIDATING STATEMENT OF FINANCIAL POSITION June 30, 2020

		Core Activities		Plaza de Cedros		Plaza los Robles		Ortiz Center	(	Villa de Clara Vista
Assets										
Current assets Cash and cash equivalents	\$	2,412,523	\$	2,854	\$	10,989	\$	100,953	\$	354,065
Investments in marketable securities	Ŧ	2,981,510	Ŧ	_,	+	-	Ŧ	-	Ŧ	-
Grants and accounts receivable		756,239		67		4,659		6,246		5,576
Prepaid expenses		2,985		1,537		6,139		-		14,709
Total current assets		6,153,257		4,458		21,787		107,199		374,350
Receivable from related parties		5,604,257		-		-		30,606		-
Restricted cash		359,452		44,787		280,859		90,774		463,782
Security deposits		-		5,771		15,183		-		39,018
Intangible assets, net		-		-		-		10,498		-
Loan receivable		-		-		-		-		-
Other long-term receivables		171,268		-		-		-		-
Property and equipment, net Long-term ground lease		6,164,513		466,681		3,809,751		1,489,624		1,377,792 -
Investments in limited partnerships		5,587,835		-		-		-		-
Total assets	\$	24,040,582	\$	521,697	\$	4,127,580	\$	1,728,701	\$	2,254,942
Liabilities and Net Assets										
Current liabilities										
Accounts payable and accrued expenses	\$	493,478	\$	20,346	\$	29,981	\$	10,981	\$	40,812
Accrued interest		28,087		876		568		1,405		10,160
Deferred revenue		357,218		-		-		-		19,651
Line of credit		50,000		-		-		-		-
Current portion of long-term debt		321,863		15,479		31,954		30,753		96,331
Total current liabilities		1,250,646		36,701		62,503		43,139		166,954
Non-current liabilities										
Security deposit liability		1,544		5,771		15,183		1,000		39,018
Deferred revenue, ground lease		816,123		-		-		-		-
Long-term debt, net of current portion										
and unamortized debt issuance costs		8,338,842		513,889		1,049,373		1,178,564		6,874,517
Total non-current liabilities		9,156,509		519,660		1,064,556		1,179,564		6,913,535
Total liabilities		10,407,155		556,361		1,127,059		1,222,703		7,080,489
Net assets (deficit)										
Without donor restrictions:										
Undesignated		8,214,329		(34,664)		3,000,521		505,998		(4,825,547)
Board-designated		603,851		-		-		-		-
Total without donor restrictions		8,818,180		(34,664)		3,000,521		505,998		(4,825,547)
With donor restrictions		4,815,247		-		-		-		-
Total net assets (deficit)		13,633,427		(34,664)		3,000,521		505,998		(4,825,547)
Total liabilities and net assets		24,040,582	\$	521,697	\$	4,127,580	\$	1,728,701	\$	2,254,942

	Villa de Sueños		Vista de Rosas		os Jardines de la Paz	Villas de Mariposas	 Portland Mercado	 Hacienda QALICB	Co	ommunidad Viva	 Eliminating Entries	C	Consolidated Total
\$	105,987 - 4,936 6,422	\$	81,314 - 758 6,422	\$	122,817 - 3,744 12,221	\$ 31,899 - 9,233 14,410	\$ 51,476 - 10,588 654	\$ 76,823 - 6,458 5,000	\$	84,545 - - -	\$ 	\$	3,436,245 2,981,510 808,504 70,499
	117,345		88,494		138,782	55,542	62,718	88,281		84,545	-		7,296,758
	221,873 11,632 10,488 - - 1,998,642 - -		- 152,366 8,090 - - 3,154,736 - -		202,995 30,093 - - 4,890,090 - -	271,818 43,131 - - 2,751,081 - -	 926,008 30,025 9,550 - - - 11,803 - -	95,833 - 654,248 - - 6,024,760 816,123 -		422,870 - - 5,685,715 - - - (100,851)	 (5,749,876) - - - (1,272,353) (816,123) (5,075,118)		1,233,865 2,214,564 162,468 675,234 5,685,715 171,268 30,867,120 - 411,866
\$	2,359,980	\$	3,403,686	\$	5,261,960	\$ 3,121,572	\$ 1,040,104	\$ 7,679,245	\$	6,092,279	\$ (12,913,470)	\$	48,718,858
\$	130,682 72,313 5,214 - 47,705 255,914	\$	53,406 13,185 3,208 - 15,461 85,260	\$	53,651 252,363 - - 77,883 383,897	\$ 172,292 10,312 - - 117,645 300,249	\$ 14,331 2,372 - - 15,690 32,393	\$ 32,899 - - - - - 32,899	\$	- - - - -	\$ (359,478) (314,050) - - - - (673,528)	\$	693,381 77,591 385,291 50,000 770,764 1,977,027
	11,632 -		8,090 -		30,093 -	43,131 -	11,230 -	1,440 -		-	- (816,123)		168,132 -
	3,352,688	_	2,368,295		5,010,443	 2,625,434	 816,457	 9,693,876	_	-	 (5,226,698)		36,595,680
	3,364,320		2,376,385		5,040,536	 2,668,565	 827,687	 9,695,316			 (6,042,821)		36,763,812
	3,620,234		2,461,645		5,424,433	 2,968,814	 860,080	 9,728,215		-	 (6,716,349)		38,740,839
	(1,260,254)		942,041 - 942,041		(162,473) - (162,473)	 152,758 - 152,758	 180,024 - 180,024	 (2,048,970) - (2,048,970)		6,092,279 - 6,092,279	 (6,197,121) - (6,197,121)		4,558,921 603,851 5,162,772
	(1,200,204)		342,04 I -		- (102,473)	-	-	(2,0+0,970)		-	-		4,815,247
_	(1,260,254)	_	942,041	_	(162,473)	 152,758	 180,024	 (2,048,970)		6,092,279	 (6,197,121)		9,978,019
\$	2,359,980	\$	3,403,686	\$	5,261,960	\$ 3,121,572	\$ 1,040,104	\$ 7,679,245	\$	6,092,279	\$ (12,913,470)	\$	48,718,858

## HACIENDA COMMUNITY DEVELOPMENT CORPORATION CONSOLIDATING STATEMENT OF ACTIVITIES For the Year Ended June 30, 2020

	Had								
	Core		Plaza de	Plaza los		Ortiz		Villa de	
	Activities		Cedros	 Robles		Center	Clara Vista		
Revenue and support									
Private gifts, grants, and contracts	\$ 5,508,67	76 \$	-	\$ -	\$	-	\$	-	
Government grants and contracts	1,623,49	94	1,565	8,828		-		37,602	
In-kind contributions	32,79	96	-	-		-		-	
Service revenue	482,05	55	-	-		-		-	
Rental income	18,05	59	74,602	221,806		231,861		1,045,217	
Interest income	122,60	00	26	227		448		75	
Other income (loss)	4,236,24	18	3,740	14,153		-		33,576	
Intercompany transfer of revenue	(6,804,16	60)	-	 -		-		-	
Total revenue and support	5,219,76	68	79,933	 245,014		232,309		1,116,470	
Expenses									
Program services	597,48	56	105,920	353,303		209,345		1,076,767	
Management and general	1,024,77	71	-	-		-		-	
Fundraising	310,69	91	-	 -		-		-	
Total expenses	1,932,91	18	105,920	 353,303		209,345		1,076,767	
Change in net assets	3,286,85	50	(25,987)	(108,289)		22,964		39,703	
Net assets, beginning of year	8,829,37	75	(8,677)	3,108,810		480,068		(4,810,932)	
Equity transfer	1,517,20	)2		 	2,966			(54,318)	
Net assets, end of year	<u>\$ 13,633,42</u>	<u>27 </u> \$	(34,664)	\$ 3,000,521	<u>\$                                    </u>		\$	(4,825,547)	

 Villa de Sueños	 Vista de Rosas	os Jardines de la Paz	Villas de Mariposas		 Portland Mercado	 Hacienda QALICB	Comunidad Viva		Eliminating Entries		Consolidated Total	
\$ -	\$ -	\$ -	\$	-	\$ 63,100	\$ -	\$	385	\$	(116,000)	\$	5,456,161
5,215	3,210	15,300		19,271	-	-		-		-		1,714,485
-	-	-		-	-	-		-		-		32,796
-	-	-		-	793	-		-		(210,408)		272,440
368,617	255,552	538,202		398,714	145,795	94,802		-		(124,756)		3,268,471
351	22	156		67	11	-		81,971		(64,181)		141,773
7,233	4,377	1,707		2,265	87,929	-		221,332		(4,430,395)		182,165
 -	 -	 -		-	 -	 6,804,160		-		-		-
 381,416	 263,161	 555,365		420,317	 297,628	 6,898,962		303,688		(4,945,740)		11,068,291
372,075	326,065	630,946		387,050	331,555	2,495,321		-		(439,376)		6,446,427
-	-	-		-	-	8,925		86,638		(85,000)		1,035,334
 -	 -	 -		-	 -	 				-		310,691
 372,075	 326,065	 630,946		387,050	 331,555	 2,504,246		86,638		(524,376)		7,792,452
9,341	(62,904)	(75,581)		33,267	(33,927)	4,394,716		217,050		(4,421,364)		3,275,839
(1,269,595)	1,004,945	(86,892)		119,491	97,468	2,084,488		5,791,948		(8,638,317)		6,702,180
 	 	 			 116,483	 (8,528,174)		83,281		6,862,560		-
\$ (1,260,254)	\$ 942,041	\$ (162,473)	\$	152,758	\$ 180,024	\$ (2,048,970)	\$	6,092,279	\$	(6,197,121)	\$	9,978,019



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

To the Finance Committee and Board of Directors Hacienda Community Development Corporation Portland, Oregon

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the consolidated financial statements of Hacienda Community Development Corporation (a nonprofit organization), which comprise the consolidated statement of financial position as of June 30, 2020, and the related consolidated statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated December 30, 2020.

#### **Internal Control Over Financial Reporting**

In planning and performing our audit of the consolidated financial statements, we considered Hacienda Community Development Corporation's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the pose of expressing our opinion on the consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of Hacienda Community Development Corporation's internal control. Accordingly, we do not express an opinion on the effectiveness of Hacienda Community Development Corporation's internal control.

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

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

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### **Compliance and Other Matters**

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

### Purpose of this Report

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

Jones + Roth P.C.

Jones & Roth, P.C. Hillsboro, Oregon December 30, 2020