

Habitat for Humanity Saint Louis and Affiliates

**Combined Financial Statements
(With Supplementary Information)
and Independent Auditor's Report**

December 31, 2016 and 2015

COHN  REZNICK
ACCOUNTING • TAX • ADVISORY

Habitat for Humanity Saint Louis and Affiliates

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Independent Auditor's Report

Board of Directors
Habitat for Humanity Saint Louis and Affiliates
St. Louis, MO

Report on Combined Financial Statements

We have audited the accompanying combined financial statements of Habitat for Humanity Saint Louis and its affiliates, which comprise the combined statements of financial position as of December 31, 2016 and 2015, and the related combined statements of activities and cash flows for the years then ended, and the related notes to the combined financial statements.

Management's Responsibility for the Combined Financial Statements

Management is responsible for the preparation and fair presentation of these combined 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 combined 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 combined financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the combined financial statements are free from material misstatement.

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

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

Opinion

In our opinion, the combined financial statements referred to above present fairly, in all material respects, the financial position of Habitat for Humanity Saint Louis and its affiliates as of December 31, 2016 and 2015, 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.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the combined financial statements as a whole. The combined statements of functional expenses on pages 30 and 31 are presented for purposes of additional analysis and are not a required part of the combined 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 combined financial statements. The information has been subjected to the auditing procedures applied in the audit of the combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements or to the combined 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 combined financial statements as a whole.

CohnReznick LLP

Chicago, Illinois
September 5, 2017

Habitat for Humanity Saint Louis and Affiliates

Combined Statements of Financial Position
December 31, 2016 and 2015

Assets

	<u>2016</u>	<u>2015</u>
Current assets		
Cash and cash equivalents	\$ 112,622	\$ 109,697
Restricted cash	152,107	244,691
Investments	86,478	211,013
Pledges receivable	139,518	48,164
Grants receivable	38,583	23,634
Other receivables	30,822	33,553
Home construction and inventory	2,067,459	1,166,084
ReStore inventory	246,527	220,169
Prepaid expenses and other assets	55,400	168,806
	<u>2,929,516</u>	<u>2,225,811</u>
Total current assets		
Fixed assets		
Assets held for sale	1,399,750	-
Property and equipment, net	296,633	1,789,471
	<u>1,696,383</u>	<u>1,789,471</u>
Total fixed assets		
Long-term assets		
Mortgages receivable, net	1,441,676	1,497,346
Investments in new markets tax credit programs	6,405,498	6,405,498
Capitalized costs, net	50,689	82,014
	<u>7,897,863</u>	<u>7,984,858</u>
Total long-term assets		
Total assets	<u>\$ 12,523,762</u>	<u>\$ 12,000,140</u>

Habitat for Humanity Saint Louis and Affiliates

Combined Statements of Financial Position
December 31, 2016 and 2015

Liabilities and Net Assets

	<u>2016</u>	<u>2015</u>
Current liabilities		
Lines of credit	\$ 1,497,386	\$ 1,690,428
Current portion of long-term debt	332,293	30,000
Accounts payable and accrued expenses	962,869	847,306
Deferred revenue	<u>482,573</u>	<u>213,636</u>
Total current liabilities	<u>3,275,121</u>	<u>2,781,370</u>
Deposits liability		
Mortgage escrows	<u>328,077</u>	<u>248,436</u>
Long-term liabilities		
Long-term debt	<u>9,083,000</u>	<u>9,241,010</u>
Total liabilities	<u>12,686,198</u>	<u>12,270,816</u>
Net assets		
Unrestricted net assets		
Undesignated	(320,619)	(607,496)
Board designated	<u>86,478</u>	<u>211,013</u>
Total unrestricted net assets	(234,141)	(396,483)
Temporarily restricted net assets	<u>71,705</u>	<u>125,807</u>
Total net assets	<u>(162,436)</u>	<u>(270,676)</u>
Total liabilities and net assets	<u>\$ 12,523,762</u>	<u>\$ 12,000,140</u>

See Notes to Combined Financial Statements.

Habitat for Humanity Saint Louis and Affiliates

**Combined Statements of Activities
Year Ended December 31, 2016**

	<u>Unrestricted</u>	<u>Temporarily restricted</u>	<u>Total</u>
Operating support and revenue			
Contributions and sponsorships	\$ 1,942,231	\$ 58,470	\$ 2,000,701
Grants	236,857	-	236,857
Sales to homeowners	665,000	-	665,000
ReStore retail sales	1,056,110	-	1,056,110
Donated property, materials and services	1,080,803	180,829	1,261,632
Fundraising and special events revenue (net of expenses of \$1,386)	19,627	-	19,627
Investment income	57,354	-	57,354
Other income	431,687	-	431,687
Net assets released from restrictions	293,401	(293,401)	-
	<u>5,783,070</u>	<u>(54,102)</u>	<u>5,728,968</u>
 Total operating support and revenue			
Operating expenses			
Program services:			
Home construction and construction support	2,424,423	-	2,424,423
ReStore retail operations	2,124,205	-	2,124,205
	<u>4,548,628</u>	<u>-</u>	<u>4,548,628</u>
Total program services			
Supporting activities:			
Management and general	789,466	-	789,466
Fundraising	282,634	-	282,634
	<u>1,072,100</u>	<u>-</u>	<u>1,072,100</u>
Total supporting activities			
Total operating expenses	<u>5,620,728</u>	<u>-</u>	<u>5,620,728</u>
Change in net assets	162,342	(54,102)	108,240
Net assets - beginning of year	<u>(396,483)</u>	<u>125,807</u>	<u>(270,676)</u>
Net assets - end of year	<u>\$ (234,141)</u>	<u>\$ 71,705</u>	<u>\$ (162,436)</u>

Habitat for Humanity Saint Louis and Affiliates

**Combined Statements of Activities
Year Ended December 31, 2015**

	Unrestricted	Temporarily restricted	Total
Operating support and revenue			
Contributions and sponsorships	\$ 1,873,202	\$ 180,943	\$ 2,054,145
Grants	563,200	-	563,200
Sales to homeowners	1,376,000	-	1,376,000
ReStore retail sales	1,009,209	-	1,009,209
Donated property, materials and services	1,041,320	261,594	1,302,914
Fundraising and special events revenue (net of expenses of \$6,424)	27,266	-	27,266
Investment income	92,390	-	92,390
Other income	114,286	-	114,286
Net assets released from restrictions	618,641	(618,641)	-
	<u>6,715,514</u>	<u>(176,104)</u>	<u>6,539,410</u>
Operating expenses			
Program services:			
Home construction and construction support	3,769,758	-	3,769,758
ReStore retail operations	2,376,438	-	2,376,438
	<u>6,146,196</u>	<u>-</u>	<u>6,146,196</u>
Supporting activities:			
Management and general	748,478	-	748,478
Fundraising	338,808	-	338,808
	<u>1,087,286</u>	<u>-</u>	<u>1,087,286</u>
	<u>7,233,482</u>	<u>-</u>	<u>7,233,482</u>
Other revenue and expenses			
Debt forgiveness income	2,206,595	-	2,206,595
Amortization expense	(373,516)	-	(373,516)
	<u>1,833,079</u>	<u>-</u>	<u>1,833,079</u>
Change in net assets	1,315,111	(176,104)	1,139,007
Net assets - beginning of year	<u>(1,711,594)</u>	<u>301,911</u>	<u>(1,409,683)</u>
Net assets - end of year	<u>\$ (396,483)</u>	<u>\$ 125,807</u>	<u>\$ (270,676)</u>

See Notes to Combined Financial Statements.

Habitat for Humanity Saint Louis and Affiliates

**Combined Statements of Cash Flows
Years Ended December 31, 2016 and 2015**

	2016	2015
Cash flows from operating activities		
Contribution and sponsorship receipts	\$ 1,571,368	\$ 1,389,289
Grant receipts	490,845	589,347
Sales to homeowners receipts	496,311	475,857
ReStore retail receipts	1,057,366	1,008,424
Net fundraising and special events receipts	19,627	27,266
Investment receipts	63,118	101,144
Other operating receipts	359,460	114,286
	4,058,095	3,705,613
Salaries and wages paid	(2,126,031)	(2,057,899)
Home construction costs paid	(1,296,008)	(1,326,999)
Cost of merchandise sales	(1,228)	(1,648)
New markets tax credit transaction costs paid	(61,214)	(92,373)
Committee expenses paid	(15,226)	(19,311)
Computer expenses paid	(67,534)	(67,319)
Facilities expenses paid	(68,826)	(27,216)
Insurance paid	(75,091)	(69,249)
Interest expense and service charges paid	(271,677)	(343,196)
Marketing and PR expenses paid	(100,830)	(107,443)
Administrative expenses paid	(124,534)	(191,056)
Professional fees paid	(8,765)	(12,489)
	(4,216,964)	(4,316,198)
Total disbursements		
	(158,869)	(610,585)
Net cash used in operating activities		

Habitat for Humanity Saint Louis and Affiliates

**Combined Statements of Cash Flows
Years Ended December 31, 2016 and 2015**

	2016	2015
Cash flows from investing activities		
Purchase of investments	(432,381)	(20,800)
Proceeds from sale of investments	551,152	248,074
Distribution from NMTC investment	-	11,363
Purchases of property and equipment, net	(802)	-
Net cash provided by investing activities	117,969	238,637
Cash flows from financing activities		
(Payments on) / proceeds from line of credit, net	(193,042)	53,730
Proceeds from long-term debt	188,750	-
Principal payments on long-term debt	(44,467)	(102,321)
Net cash used in financing activities	(48,759)	(48,591)
Net decrease in cash	(89,659)	(420,539)
Cash, beginning	354,388	774,927
Cash, end	\$ 264,729	\$ 354,388
Significant noncash investing and financing activities		
Investment in NMTC 2008	\$ -	\$ 2,408,937
Loan payable in NMTC 2008	-	(3,430,000)
Debt forgiveness in NMTC 2008	-	1,021,063
Investment in NMTC 2009	-	3,764,468
Loan payable in NMTC 2009	-	(4,950,000)
Debt forgiveness in NMTC 2009	-	1,185,532
	\$ -	\$ -

Habitat for Humanity Saint Louis and Affiliates

**Combined Statements of Cash Flows
Years Ended December 31, 2016 and 2015**

	2016	2015
Reconciliation of change in net assets to net cash provided by operating activities		
Change in net assets	\$ 108,240	\$ 1,139,007
Adjustments to reconcile change in net assets (deficit) to net cash used in operating activities:		
Discount on home construction and inventory	(92,345)	34,363
Discount on mortgages receivable	60,494	410,349
Donated property, materials and services	(27,614)	(36,389)
Bad debt	5,000	122,027
Depreciation and amortization	125,215	578,454
Unrealized loss on investments	5,764	8,754
Debt forgiveness	-	(2,206,595)
Changes in assets and liabilities:		
Pledges receivable, net	(96,354)	138,532
Grants receivable, net	(14,949)	41,064
Other receivables, net	2,731	3,344
ReStore inventory	1,256	(786)
Home construction and inventory	(809,030)	(219,640)
Prepaid expenses	113,406	(7,321)
Mortgages receivable	(4,824)	(638,270)
Accounts payable and accrued expenses	115,563	65,418
Mortgage escrows	79,641	(27,979)
Deferred revenue	268,937	(14,917)
	<u>\$ (158,869)</u>	<u>\$ (610,585)</u>

See Notes to Combined Financial Statements.

Habitat for Humanity Saint Louis and Affiliates

Notes to Combined Financial Statements December 31, 2016 and 2015

Note 1 - Organization

Habitat for Humanity Saint Louis ("Habitat") was organized as a non-profit organization in the state of Missouri and is associated with Habitat for Humanity International, Inc. Habitat has received tax exempt status under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954 to construct affordable, decent housing for sale to low-income families at cost and to build communities by encouraging existing homeowners to upgrade and improve their property.

On July 10, 2014, HFHSL Community Housing Development Organization ("HFHSL CHDO") and on January 27, 2015, HFHSL Community Housing Development Corporation II ("HFHSL CHDC II"), were formed in the State of Missouri.

HFHSL CHDO and HFHSL CHDC II are Community Housing Development Organizations ("CHDO's") sanctioned by the U.S. Department of Housing and Urban Development's ("HUD") HOME Program, whose purpose is to assist in developing community low-income housing. CHDO's receive certain priority and eligibility for HUD grants.

These combined financial statements include the accounts of Habitat for Humanity Saint Louis, HFHSL Community Housing Development Organization, and HFHSL Community Housing Development Corporation II (collectively, the "Organization"). Inter-company activity is eliminated in combination.

The primary source of the Organization's revenues is contributions and sponsorships received from the general public, corporations, and religious organizations. Habitat also operates two retail hardware stores (the "ReStores") with sales to the general public. Inventory is primarily donated, with the sale proceeds used to carry out the Organization's mission.

The Organization's activities are primarily comprised of the following:

Program services

Home construction, financing and support - Includes all home construction costs such as materials, supplies, labor and overhead, as well as financing certain mortgages for the homeowners. This programming also includes construction supporting costs such as real estate development, volunteer mobilization and family selection services.

ReStore operations - Includes salaries, utilities, and overhead necessary to operate two discount and recycled materials hardware stores. This programming also includes the estimated value of donated merchandise sold in the stores.

Supporting activities

Management and general - Includes the functions necessary to maintain an equitable employment program; ensure an adequate working environment; provide coordination and articulation of the Organization's program strategy; secure proper administrative functioning of the Board of Directors; and manage the combined financial and budgetary responsibilities of the Organization.

Fundraising - Provides the structure necessary to encourage and secure combined financial support for the Organization through grants, contributions, and special events.

Habitat for Humanity Saint Louis and Affiliates

Notes to Combined Financial Statements December 31, 2016 and 2015

Note 2 - Summary of significant accounting policies

Basis of presentation

The Organization is required to report information regarding its combined financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. Additionally, information is required to segregate program service expenses from support expenses. Support expenses include management and general and fundraising expenses.

Revenue recognition

Contributions and grants received are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions. Contributions of assets other than cash are recorded at their estimated fair market value.

Conditional promises to give are not recognized until they become unconditional, that is, when the conditions on which they depend are substantially met. Contributions received with donor imposed restrictions that are met in the same year as received are reported as unrestricted revenues. The expiration of temporary restrictions on net assets (i.e., the donor imposed stipulated purpose has been fulfilled, or the stipulated time period has elapsed) are reported as reclassifications between the applicable classes of net assets.

Unconditional pledges receivable that are expected to be collected within a year are recorded at their net realizable value when the donor makes the promise. Unconditional pledges receivable that are expected to be collected in the future years are recorded at the present value of their estimated future cash flows.

Grants that are received prior to recognition of revenue are recorded as deferred revenue.

Sales to homeowners represent the sale of homes built or rehabilitated by the Organization. The resulting mortgages are noninterest-bearing and have been discounted based upon prevailing market rates for low-income housing at the inception of the mortgages. The Organization recognizes income from the sales to homeowners on the completed contract method when home closings occur.

Donated property, materials and services

Donated materials are valued at the lower of estimated donor cost or fair value at the date of contribution. Certain professional services are donated to the Organization by various organizations. Since these donated services meet the criteria for recognition, as stated by generally accepted accounting principles, they are recorded at fair value at the date of donation. In addition, a substantial number of volunteers have donated a significant amount of time to the Organization. These donated services have not been recognized as contributions in the combined financial statements since the recognition criteria, as stated by generally accepted accounting principles, were not met. Some donated materials and services are designated by the donor for specific construction projects, and accordingly, are recorded as temporarily restricted.

Donated investments are recorded at the fair market value as of the date of the contribution. Gains and losses on investments and other assets or liabilities, are reported as increases or decreases in unrestricted net assets, unless their use is restricted by explicit donor stipulation or by law.

Habitat for Humanity Saint Louis and Affiliates

Notes to Combined Financial Statements December 31, 2016 and 2015

Net assets

The Organization classifies net assets as unrestricted, temporarily restricted, or permanently restricted.

Unrestricted net assets of the Organization are neither permanently restricted nor temporarily restricted by donor-imposed stipulations.

Temporarily restricted net assets of the Organization result (a) from contributions and other inflows of assets whose use by the Organization is limited by donor-imposed stipulations that either expire by passage of time or can be fulfilled and removed by actions of the Organization pursuant to those stipulations, (b) from other asset enhancements and diminishments subject to the same kinds of stipulations and (c) from reclassifications to (or from) other classes of net assets as a consequence of donor-imposed stipulations, their expiration by passage of time, or their fulfillment and removal by actions of the Organization pursuant to those stipulations.

Permanently restricted net assets of the Organization result (a) from contributions and other inflows of assets whose use by the Organization is limited by donor-imposed stipulations that neither expire by passage of time nor can be fulfilled or otherwise removed by actions of the Organization, (b) from other asset enhancements and diminishments subject to the same kinds of stipulations and (c) from reclassifications from (or to) other classes of net assets as a consequence of donor-imposed stipulations. The Organization has not received any permanently restricted contributions. There are no permanently restricted net assets.

Use of estimates

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

Fair value of assets

Pursuant to the accounting guidance for fair value measurements and its subsequent updates, fair value is defined as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities required or permitted to be recorded at fair value, the Organization considers the principal or most advantageous market in which it would transact, and it considers assumptions that market participants would use when pricing the asset or liability.

The accounting guidance for fair value measurement also requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard establishes a fair value hierarchy based on the level of independent, objective evidence surrounding the inputs used to measure fair value. A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

Habitat for Humanity Saint Louis and Affiliates

Notes to Combined Financial Statements December 31, 2016 and 2015

The fair value hierarchy is as follows:

- Level 1 - Quoted prices are available in active markets for identical investments as of the reporting date. The type of investments included in Level 1 includes listed equities, securities and listed derivatives.
- Level 2 - Pricing inputs are other than quoted prices in active markets, which are either directly or indirectly observable as of the reporting date, and fair value is determined through the use of models or other valuation methodologies.
- Level 3 - Pricing inputs are unobservable for the investment and include situations where there is little, if any, market activity for the investment. The inputs into the determination of fair value require significant management judgment or estimation. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The Organization's assessment of the significant of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the investment.

The following table summarizes the valuation of the Organization's investments that are recorded at fair value according to the hierarchy levels at December 31, 2016 and 2015:

<u>2016</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Short-term investments	<u>\$ 86,478</u>	<u>\$ -</u>	<u>\$ -</u>
<u>2015</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Short-term investments	<u>\$ 211,013</u>	<u>\$ -</u>	<u>\$ -</u>

Investments

The Organization's short-term investments consist of various securities. The Organization's short-term investments are classified as securities and are carried at fair value determined based on Level 1 inputs as of the date nearest the balance sheet date.

The Organization's long-term investments are investments in entities related to the New Markets Tax Credit ("NMTC") program. The NMTC investments are accounted for using the equity method. Under the equity method, the initial investment is recorded at cost and is subsequently increased or decreased by its share of income or loss and increased or decreased by the amount of any contributions made or distributions received.

Cash and cash equivalents

The Organization considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Inventory

Inventory primarily consists of ReStore merchandise, construction in progress, homes available for sale, and land and buildings occupied and subject to lease with the option to purchase.

Habitat for Humanity Saint Louis and Affiliates

Notes to Combined Financial Statements December 31, 2016 and 2015

ReStore inventory consists of materials and is stated at donated value. Any purchased inventory is stated at the lower of cost or market value.

All direct material and equipment costs and indirect costs related to home construction are recorded as construction in progress inventory. When revenue from the sale of a home is recognized, the corresponding costs are expensed in the combined statement of activities and changes in net assets as program services.

Homes are transferred from construction in progress to homes available for sale once completed, with the accrued impairment for the sale of the mortgage and the expected loss on the sale of the property. Homes available for sale also includes foreclosed homes mortgage balances which are recorded at the unpaid mortgage balance at the time of foreclosure.

Assets held for sale

Long-lived assets to be sold are classified as "held for sale" in the period in which certain criteria are met such as the estimated timeframe in which the assets are expected to be sold. As a result, depreciation is not recorded on an asset once deemed to be held for sale, and it is recorded in the financial statements at the lower of its carrying value or fair value less cost to sell.

Capitalization and depreciation

Property and equipment are recorded at cost. Improvements are capitalized, while expenditures for maintenance and repairs are charged to expense as incurred. Upon disposal of depreciable property, the appropriate property accounts are reduced by the related costs and accumulated depreciation. Assets are depreciated over their estimated service lives. The estimated service lives of the assets for depreciation purposes may be different than their actual economic useful lives.

Capitalized costs

Guarantee fees paid in conjunction with the NMTC investments are capitalized and amortized over seven years, the NMTC guarantee period.

Impairment of long-lived assets

The Organization reviews its property for impairment whenever events or changes in circumstances indicate that the carrying value of an asset 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. No impairment losses have been recognized during 2016 and 2015, respectively.

Income taxes

Habitat has applied for and received a determination letter from the Internal Revenue Service ("IRS") to be treated as a tax exempt entity pursuant to Section 501(c)(3) of the Internal Revenue Code and did not have any unrelated business income for the years ended December 31, 2016 and 2015. Due to its tax exempt status, Habitat is not subject to income taxes. They are required to file, and do file, tax returns with the IRS and other taxing authorities. The Forms 990, Return of Organization Exempt from Income Tax, are subject to examination by the IRS generally for three years after they were filed.

Advertising costs

Advertising costs are charged to operations when incurred.

Habitat for Humanity Saint Louis and Affiliates

**Notes to Combined Financial Statements
December 31, 2016 and 2015**

Reclassifications

Reclassifications may have been made to the prior year balances to conform to the current year presentation. Such reclassifications were made from comparative purposes only, and do not restate prior year financial statements.

Note 3 - Cash and cash equivalents

The Organization maintains its cash reserve balances in several accounts. The cash reserve balances are insured by the Federal Deposit Insurance Corporation. At times, these balances may exceed the federal insurance limits; however, the Organization has not experienced any losses with respect to its bank balances in excess of government provided insurance. Management believes that no significant concentration of credit risk exists with respect to these cash reserve balances during the years ended December 31, 2016 and 2015.

Restricted cash consists of the following as of December 31, 2016 and 2015:

	2016	2015
Cash and cash equivalents held in checking and money market accounts designated by the board for specific purposes (Note 15)	\$ 50,385	\$ 6,756
Homeowner repair escrow	11,936	31,590
Restricted for NMTC expenses (Note 9)	140,171	213,101
	\$ 202,492	\$ 251,447

Note 4 - Investments

Investments are carried at fair value in accordance with generally accepted accounting principles. Investments consist of the following as of December 31, 2016 and 2015:

	2016		2015	
	Cost	Fair Value	Cost	Fair Value
Equity mutual funds	\$ -	\$ 2,851	\$ 7,043	\$ 14,377
Fixed income mutual funds	31,964	33,242	178,539	189,880
Money market funds	-	50,385	-	6,756
	\$ 31,964	\$ 86,478	\$ 185,582	\$ 211,013

Habitat for Humanity Saint Louis and Affiliates

**Notes to Combined Financial Statements
December 31, 2016 and 2015**

Certain investments have been designated by the Board for specific purposes (see Note 15). Income (loss) on those investments includes the following for the years ended December 31, 2016 and 2015:

	2016	2015
Investment income from NMTC investments	\$ 62,045	\$ 99,686
Interest and dividend income	1,073	13,420
Unrealized loss on investments	(12,455)	(8,754)
Realized gain (loss) on investments	6,691	(11,962)
	\$ 57,354	\$ 92,390

As of December 31, 2016 and 2015, investment fees of approximately \$644 and \$4,117, respectively, are included in management and general expenses on the statement of activities.

Note 5 - Pledges receivable

Pledges, or promises to give, consist of contributions restricted for the purpose of building a home. At December 31, 2016 and 2015, pledges receivable for house sponsorships totaled \$139,518 and \$48,164, respectively. The promises to give are unconditional and are expected to be collected within one year.

Note 6 - Grants receivable and grant revenue

Grants receivable as of December 31, 2016 and 2015 consists primarily of reimbursement type grants for home construction costs:

	2016	2015
Affordable Housing Trust Fund	\$ 10,800	\$ 16,655
City of St. Louis HOME Funds	3,260	6,979
Jefferson Solid Waste	24,523	-
	\$ 38,583	\$ 23,634

Grant revenue earned during 2016 and 2015 consists of the following:

	2016	2015
Affordable Housing Trust Fund	\$ -	\$ 25,000
City of St. Louis CDBG Funds	130,940	-
City of St. Louis HOME Funds	-	345,000
St. Louis County HOME Funds	70,917	193,200
Jefferson Solid Waste	35,000	-
	\$ 236,857	\$ 563,200

Habitat for Humanity Saint Louis and Affiliates

**Notes to Combined Financial Statements
December 31, 2016 and 2015**

Note 7 - Mortgages receivable

Mortgages receivable consist of noninterest-bearing mortgages secured by real estate, receivable in monthly installments through years ranging to 2047. Mortgage receivables include those mortgages repurchased from CitiMortgage upon homeowner default and second promissory notes on homes under the zero-equivalent mortgage method. Each mortgage is discounted to the value it could be sold to a third party lender.

The Organization participates in a zero-equivalent mortgage method for financing homes. Under this method, the lending bank charges the homebuyer a below-market rate of interest. The monthly payments the homebuyer makes to the lending bank are the same as if the Organization was providing a zero-percent loan directly to the homebuyer. The Organization sells homes at a reduced price in order for the mortgage with interest to be equivalent to the mortgage with no interest at a normal sale price. The Organization holds the second mortgage on each home which will be forgiven over the life of the mortgage.

Mortgages receivable are presented net of unamortized discount resulting from the imputation of interest as follows:

	2016	2015
Mortgages receivable at face value	\$ 3,961,400	\$ 3,956,576
Less: Reserve	(2,081,029)	(2,082,833)
Less: Allowance for doubtful accounts	(438,695)	(376,397)
Long-term portion of mortgages receivable	\$ 1,441,676	\$ 1,497,346

Note 8 - Home construction and inventory

Home construction and inventory for the years ended December 31, 2016 and 2015 consists of the following:

	2016	2015
Land	\$ 248,322	\$ 257,243
Construction in progress	1,228,297	328,726
Leased and available-for-sale homes	590,840	580,115
	\$ 2,067,459	\$ 1,166,084

Leases for homes contain purchase options, which allow the lessee to purchase the property with an interest-free loan payable over 20 to 39 years. Leased and available-for-sale homes are valued in inventory at the lower of cost or net realizable proceeds after all expected selling costs. During 2016, there were six leased and available-for-sale homes in inventory. Two are leased as rent-to-own and the remaining four homes are vacant. During 2015, there were eight leased and available-for-sale homes in inventory. Five are leased as rent-to-own and the remaining three homes were vacant.

Habitat for Humanity Saint Louis and Affiliates

Notes to Combined Financial Statements December 31, 2016 and 2015

Note 9 - Investments in New Markets Tax Credit programs

Habitat entered into four transactions involving New Markets Tax Credit ("NMTC") financing. Under the NMTC structure, Habitat makes investments in a leverage lender, whose sole purpose is to lend to an investment fund. The investment fund entity also receives capital contribution equity from private investors. The private investor receives tax credits in return for its contribution into the investment fund. The investment fund uses the loan from the leverage lender and the equity from the investors to make an investment in a community development entity ("CDE"). All of the proceeds received by the CDE are then loaned to Habitat.

Investment in HFHI-SA Leverage II, LLC

In 2008, Habitat made an investment in HFHI-SA Leverage II, LLC in the amount of \$2,420,299, plus transaction costs of \$210,776. Habitat was a 50% member in HFHI-SA Leverage II, LLC. Habitat recorded its investment at cost plus transaction costs. In return for its investment, Habitat received a loan from MBS UI Sub-CDE VIII in the amount of \$3,430,000.

In June 2015, USB NMTC Fund 2008-2 LLC (the "2008 Fund") and the upstream effective owner of MBS-UI Sub CDE VIII, LLC (holder of a promissory note due from Habitat) exercised its put option. Under the terms of the put option agreement, HFHI-SA Leverage II, LLC purchased the ownership interest of the 2008 Fund. Exercise of the option effectively extinguished Habitat's outstanding debt owed to the 2008 Fund and resulted in \$1,021,063 in debt forgiveness income during 2015.

As of December 31, 2016 and 2015, Habitat's investment in HFHI-SA Leverage II, LLC is \$0.

Investment in HFHSTL Leverage Lender, LLC

In 2009, Habitat made an investment in HFHSTL Leverage Lender, LLC in the amount of \$3,764,468, plus transaction costs of \$105,198. Habitat was the 99.99% member of HFHSTL Leverage Lender, LLC. Habitat recorded its investment at cost plus transaction costs. In return for its investment, Habitat received a loan from USBCDE Sub-CDE XXXVII, LLC in the amount of \$4,950,000.

In December 2015, USBCDE Investment Fund XXXVII, LLC (the "2009 Fund") and the upstream effective owner of USBCDE Sub-CDE XXXVII, LLC (holder of a promissory note due from Habitat) exercised its put option. Under the terms of the put option agreement, HFHSTL Leverage Lender, LLC purchased the ownership interest of the 2009 Fund. Exercise of the option effectively extinguished Habitat's outstanding debt owed to the 2009 Fund and resulted in \$1,185,532 in debt forgiveness income during 2015.

In 2011, Habitat made an additional investment in HFHSTL Leverage Lender, LLC in the amount of \$4,772,293, plus transaction costs of \$141,362. Habitat recorded its investment at cost plus transaction costs. In return for its investment, Habitat received a loan from CBKC Subsidiary CDE X, LLC in the amount of \$5,880,000.

As of December 31, 2016 and 2015, Habitat's investment in HFHSTL Leverage Lender, LLC is \$4,913,655.

According to the option agreement, U.S. Bancorp Community Development Corporation ("USB"), who owns all of the membership interest in Habitat STL-CBKC Investment Fund, LLC, which is the 99.99% owner of CBKC Subsidiary CDE X, LLC, has an option to sell its ownership interest in Habitat STL-CBKC Investment Fund LLC to HFHSTL Leverage Lender, LLC. The put option may be exercised by USB commencing in July 2018. If USB does not exercise the put option, HFHSTL

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Leverage Lender, LLC has the option to purchase (call), at any time during the 12-month period following the expiration of the put option, USB's ownership interest. Exercise of this option will effectively allow Habitat to extinguish its outstanding debt owed to CBKC Subsidiary CDE X, LLC.

Investment in CCML Leverage I, LLC

In 2012, Habitat made an investment in CCML Leverage I, LLC in the amount of \$1,448,866, plus transaction costs of \$42,977. Habitat is the 20% member of CCML Leverage I, LLC. Habitat recorded its investment at cost plus transaction costs. In return for its investment, Habitat received a loan from CCM Community XVII LLC in the amount of \$1,880,000.

As of December 31, 2016 and 2015, Habitat's investment in CCML Leverage I, LLC is \$1,491,843.

In December 2019, USBCDE Investment Fund XVII, LLC (the "2012 Fund") and the upstream effective owner of CCM Community XVII LLC (holder of a promissory note due from Habitat) is expected to exercise its put option. Under the terms of the put option agreement, CCML Leverage I, LLC is expected to purchase the ownership interest of the 2012 Fund. If the put option is not exercised, CCML Leverage I, LLC has the option to purchase (call), at any time during the 12-month period following the expiration of the put option, 100% ownership interest of the 2012 Fund at fair market value. Exercise of the option will effectively allow Habitat to extinguish its outstanding debt owed to the 2012 Fund.

Management expects the put option for each of its NMTC transactions to be exercised at the end of each respective compliance period. If that does occur, management anticipates revenue from the forgiveness of debt as follows for the years ending December 31:

	Revenue
2018	\$ 966,345
2019	388,157
Total	\$ 1,354,502

Interest income earned from the investments and interest expense incurred from the loans during the years ended December 31, 2016 and 2015 is as follows:

	2016	2015
Interest income	\$ 62,045	\$ 99,686
Interest expense	(62,056)	(99,704)
Net interest	\$ (11)	\$ (18)

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**Notes to Combined Financial Statements
December 31, 2016 and 2015**

Note 10 - Fixed assets

Property and equipment are depreciated using the straight-line method over the estimated useful lives of the assets. Property and equipment as of December 31, 2016 and 2015 is comprised of the following:

	Useful Life	2016	2015
Land	N/A	\$ 320,000	\$ 320,000
Building and improvements	10 - 40 years	1,925,354	1,925,354
Equipment	3 - 39 years	703,549	697,967
Vehicles	5 years	157,086	189,710
Computer software	3 years	73,903	73,903
Total property and equipment		3,179,892	3,206,934
Less: Accumulated depreciation		<u>(1,483,509)</u>	<u>(1,417,463)</u>
Property and equipment, net		<u>\$ 1,696,383</u>	<u>\$ 1,789,471</u>

Depreciation expense for the years ended December 31, 2016 and 2015 was \$93,890 and \$113,016, respectively.

During the year ended December 31, 2016, management committed to a plan to sell the headquarters property at 3763 Forest Park Ave in St. Louis, MO. On November 25, 2016, Habitat entered into a Purchase and Sale Agreement with an unrelated third party for a sale price of \$2,400,000. The transaction closed on April 28, 2017 and closing costs amounted to \$72,350. As of December 31, 2016, the property, net of accumulated amortization, totaled \$1,399,750 and is classified as held for sale on the accompanying statements of financial position.

Note 11 - Capitalized costs

The guarantee fees associated with the NMTC transactions have been capitalized and amortized over the seven-year guarantee period. As of December 31, 2016 and 2015, guarantee fees amounted to \$219,275 and \$219,275, and accumulated amortization amounted to \$168,586 and \$137,261, respectively. During the year ending December 31, 2016, amortization expense totaled \$31,325. During the year ending December 31, 2015, amortization expense totaled \$465,438, of which \$373,516 relates to the write-off of capitalized costs and closing costs in the 2008 and 2009 NMTC transactions.

Estimated amortization expense for the ensuing years is as follows:

Year	Amount
2017	\$ 31,325
2018	17,783
2019	<u>1,581</u>
	<u>\$ 50,689</u>

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Notes to Combined Financial Statements December 31, 2016 and 2015

Note 12 - Lines of credit

Central Bank of St. Louis

During 2012, and as amended in 2013, Habitat opened a revolving line of credit in the amount of \$2,000,000 with Central Bank of St. Louis, formerly known as First National Bank. The line of credit bore interest at a variable rate equal to Central Bank's prime rate, which was 3.75% at December 31, 2016 and 2015, plus 1%. The interest rate is subject to a minimum of 5.50%. Interest-only payments were due monthly through maturity.

Habitat has entered into modification agreements with Central Bank to extend the maturity date to July 10, 2016. At this time, all outstanding principal and unpaid interest were due. The line of credit was secured by Habitat's building and assets. During the year ended December 31, 2016, the line was repaid in full. Habitat had borrowings outstanding totaling \$0 and \$1,690,428 as of December 31, 2016 and 2015, respectively.

People's National Bank, N.A.

On July 5, 2016, Habitat opened two lines of credit with People's National Bank, N.A. in the amounts of \$307,758 and \$230,772, respectively. The lines of credit bear interest at a variable interest rate equal to the prime rate, which was 3.75% at December 31, 2016, plus 1%. The interest rate is subject to a minimum of 4.50%. Commencing August 5, 2016, interest-only payments are due monthly through maturity on April 5, 2017. The lines of credit are secured by Habitat's assets. Habitat had borrowings outstanding totaling \$307,758 and \$230,772, respectively, as of December 31, 2016. As of September 5, 2017, Habitat paid in full the balance of \$307,758 and entered into an agreement to extend the maturity date of the remaining line of credit through October 15, 2017.

On October 13, 2016, Habitat opened another line of credit with People's National Bank, N.A. in the amount of \$77,790. The line of credit bears interest at a variable interest rate equal to the prime rate, which was 3.75% at December 31, 2016, plus 1%. The interest rate is subject to a minimum of 4.50%. Commencing November 11, 2016, interest-only payments are due monthly through maturity on October 11, 2017. The line of credit is secured by Habitat's assets. Habitat had borrowings outstanding totaling \$76,500 as of December 31, 2016.

First Clover Leaf Bank, N.A.

On October 14, 2016, Habitat opened two lines of credit with First Clover Leaf Bank, N.A. in the amounts of \$76,500 and \$50,000, respectively. The lines of credit bear interest at a variable interest rate equal to the prime rate, which was 3.75% at December 31, 2016, plus 1.50%. Commencing on January 15, 2017, interest-only payments are due monthly through maturity on July 15, 2017. The lines of credit are secured by Habitat's assets. Habitat had borrowings outstanding totaling \$32,356 and \$50,000, respectively, as December 31, 2016. As of September 5, 2017, both homes that secured the lines of credit have been sold, therefore, the mortgage receivables on those homes became collateral for the lines of credit.

Royal Banks of Missouri

On November 4, 2016, Habitat opened a line of credit in the amount of \$800,000 with Royal Banks of Missouri. The line of credit bears interest at a variable interest rate equal to the Prime rate, which was 3.75% at December 31, 2016, plus 1%. Commencing December 4, 2016, interest-only payments are due monthly through maturity, which is on November 4, 2017. The line of credit is secured by Habitat's building and assets. Habitat had borrowings outstanding of \$800,000 and \$0 as of December 31, 2016 and 2015, respectively.

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**Notes to Combined Financial Statements
December 31, 2016 and 2015**

Note 13 - Long-term debt

Long-term debt at December 31, 2016 and 2015 consists of the following:

	2016	2015
<u>St. Louis Housing Authority</u>		
The loan in the original amount of \$210,000, dated August 3, 2010, is held by St. Louis Housing Authority. The loan is noninterest-bearing. Principal payments in the amount of \$2,500 are due monthly beginning January 1, 2012. The loan matures on January 1, 2019. The loan is unsecured.	\$ 29,210	\$ 59,210
 <u>IFF NMTC Loan</u>		
The loan in the original amount of \$1,208,800, dated November 30, 2011, is held by IFF. The loan bears interest at 5.875%. The interest rate is recalculated on December 1, 2018, November 30, 2028 and December 1, 2028. Interest-only payments are due monthly until December 1, 2018. Beginning December 1, 2018, principal and interest payments are due monthly in an amount that amortizes the principal balance over 180 months. The loan matures on December 1, 2028. The loan is secured by Habitat's building and an assignment of rents.	1,208,800	1,208,800
 <u>CBKC Subsidiary CDE X, LLC</u>		
The loan in the amount of \$5,880,000, dated June 17, 2011, is held by CBKC Subsidiary CDE X, LLC. The loan bears interest at 0.808942%. Interest-only payments are due semi-annually until December 5, 2018. Commencing on December 5, 2018, semi-annual principal and interest payments in the amount of \$380,277 are due until maturity. The loan matures on June 16, 2026. The loan is secured by the operating account held by U.S. Bank National Association, the guaranty account held by the lender and the 2011 NMTC project. The loan is also guaranteed by a related party if an event of NMTC recapture occurs. The loan has a put option feature that is exercisable in July 2018	5,880,000	5,880,000

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**Notes to Combined Financial Statements
December 31, 2016 and 2015**

	2016	2015
<u>CCM Community Development XVII LLC</u>		
The loan in the amount of \$1,880,000, dated April 12, 2012, is held by CCM Community Development XVII LLC. The loan bears interest at 0.7707%. Interest-only payments are due semi-annually until May 5, 2020. Commencing on May 5, 2020, semi-annual principal and interest payments in the amount of \$114,467 are due until maturity. The loan matures on April 11, 2028. The loan is secured by the operating account held by U.S. Bancorp, the guaranty account held by the lender and the 2012 NMTC Project. The loan is also guaranteed by a related party if an event of NMTC recapture occurs. The loan has a put option feature that is exercisable in December 2019 (Note 9).	1,880,000	1,880,000
<u>Lookaway Summit</u>		
of real property from an individual in the amount of \$243,000. The loan is noninterest-bearing and payments are due upon the closing of homes subsequently built and sold on each parcel of land. The loan matures on December 31, 2016, which was extended to March 1, 2017. It was again extended to December 31, 2017 (Note 22) at which time any remaining balance is due.	243,000	243,000
<u>IFF Bridge Loan</u>		
The loan in the amount of \$188,750, dated August 17, 2016, is held by IFF. The loan bears interest at 6%. Principal and interest payments in the amount of \$5,742 are due monthly beginning October 1, 2016. The loan matures on September 1, 2019.	174,283	-
Total	9,415,293	9,271,010
Less: Current maturities	(332,293)	(30,000)
Long-term debt	\$ 9,083,000	\$ 9,241,010

IFF Equipment Loan

A loan in the original amount of \$100,000, dated April 11, 2013, was held by IFF. The loan bore interest at 4.5%. Beginning July 1, 2013, principal and interest payments were due monthly in amounts that amortize the principal balance over 60 months. The loan matures on July 1, 2018. During 2015, the remaining balance was paid in full. As of December 2016 and 2015, the outstanding balance is \$0.

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**Notes to Combined Financial Statements
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MBS UI Sub-CDE VIII Loan

A loan in the amount of \$3,430,000, dated December 18, 2008, was held by MBS-UI Sub-CDE VIII, LLC. The loan bore interest at 0.706%. Interest-only payments were due semi-annually until December 2015. Commencing on December 18, 2015, semi-annual principal and interest payments in the amount of \$208,242 were to be due until maturity. The loan matures on December 18, 2023. The loan is secured by the assets of the 2008 NMTC project. The loan was also guaranteed by a related party if an event of recapture occurs. The loan had a put option feature that was exercised in June 2015 (see Note 9), and a portion of the debt was forgiven. As of December 2016 and 2015, the outstanding balance is \$0.

USBCDE SUB-CDE XXXVII, LLC Loan

A loan in the original amount of \$4,950,000, dated December 15, 2009, was held by USBCDE SUB-CDE XXXVII, LLC. The loan bore interest at 0.76057%. Interest-only payments were due semi-annually until December 2016. Commencing on December 15, 2016, semi-annual principal and interest payments in the amount of \$301,254 were to be due until maturity. The loan matures on December 15, 2024. The loan was secured by the 2009 NMTC project and bank accounts. The loan was also guaranteed by a related party if an event of recapture occurs. The loan had a put option feature that was exercised in December 2015 (see Note 9), and a portion of the debt was forgiven. As of December 2016 and 2015, the outstanding balance is \$0.

Aggregate annual maturities of the mortgages and notes payable for each of the following years and thereafter is as follows:

Year	Amount
2017	\$ 332,293
2018	429,860
2019	820,606
2020	993,840
2021	1,004,528
Thereafter	5,834,166
	\$ 9,415,293

Note 14 - Temporarily restricted net assets

Temporarily restricted net assets as of December 31, 2016 and 2015 are subject to the following restrictions:

	2016	2015
Construction projects	\$ 48,000	\$ 77,819
Other	23,705	47,988
	\$ 71,705	\$ 125,807

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Notes to Combined Financial Statements December 31, 2016 and 2015

Net assets released from restrictions during 2016 and 2015 consist of the following:

	<u>2016</u>	<u>2015</u>
Construction projects	\$ 235,648	\$ 533,775
Other	<u>57,753</u>	<u>84,866</u>
	<u>\$ 293,401</u>	<u>\$ 618,641</u>

Note 15 - Board designated net assets

Unrestricted net assets have been designated for specific purposes, and certain assets have been set aside accordingly as follows at December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Investments	<u>\$ 86,478</u>	<u>\$ 211,013</u>

These assets have been set aside for the following board designated net assets:

	<u>2016</u>	<u>2015</u>
Operating reserve fund	\$ 38,675	\$ 206,013
Capacity reserve fund	<u>47,803</u>	<u>5,000</u>
	<u>\$ 86,478</u>	<u>\$ 211,013</u>

Note 16 - Related party transactions

Habitat has a nonbinding covenant with Habitat for Humanity International, Inc. ("HFHI") to make an annual voluntary tithe payment to HFHI. In prior years, Habitat made tithe payments in the amount of \$1,000 for each house sold. An additional tithe payment is required for each house sponsored by a specific donor.

In 2013, HFHI implemented its Stewardship and Organizational Sustainability Initiative ("SOSI"), which requires payment from affiliates of annual fees based upon the size of the individual affiliate. The annual fee required of Habitat is \$25,000, and is in addition to any voluntary tithe.

In 2016 and 2015, Habitat paid \$25,000 and \$25,000, respectively, for the previous year's SOSI commitment. In 2016 and 2015, Habitat paid tithe payment in the amount of \$5,000 and \$5,000, respectively, for 2015 and 2014 commitments. Tithes payable to HFHI are included in accounts payable and accrued expenses on the balance sheet. As of December 31, 2016 and 2015, tithes payable are \$0.

Note 17 - Operating lease

On March 27, 2013, Habitat entered into a lease agreement to open a second ReStore location. The lease commenced on June 1, 2013 and terminates on May 31, 2018, with two 5-year options to

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Notes to Combined Financial Statements December 31, 2016 and 2015

renew. The lease provides for annual base rent, a portion of which is donated back to Habitat each year on June 1, and monthly base rent payable by Habitat.

On November 14, 2016, Habitat entered into an amended lease agreement effective January 1, 2015. The new lease agreement states the Landlord shall compensate Habitat for the work performed, amount of any rent collected, and the amount of any invoice for service paid on behalf of the Landlord. During 2016, Habitat received \$303,478 of reimbursement expenses. In addition, the Landlord shall compensate Habitat with a management fee in the amount equal to 15% of the reimbursement expenses. During 2016, Habitat received a management fee of \$45,522. The reimbursement and the management fee are included in other income on the statement of activities.

On November 25, 2016, coincided with the sale of its headquarters property Habitat entered into a lease agreement to lease back the property from the new owner. The lease commenced on April 28, 2017 and terminates on April 28, 2018.

Minimum future rents to be incurred and paid on the lease agreement for the next two years are as follows:

<u>Year</u>	<u>Total Annual Base Rent</u>
2017	\$ 447,586
2018	<u>174,186</u>
Total	<u>\$ 621,772</u>

Note 18 - Lease agreements

The Organization leases some of its properties from time-to-time. Although the Organization is a for-sale housing program, certain situations may arise where a property may be temporarily leased before it is sold. Most situations involve a lease-to-own or option-to-purchase agreement, but others may be only a rental situation for a fixed or renewable term.

During 2016 and 2015, Habitat was receiving lease payments on five homes, of which three were sold during 2016.

Note 19 - Mortgages sold with recourse

Prior to 2002, Habitat sold mortgages receivable with recourse to the Missouri Housing Development Commission. Habitat has guaranteed payment of the mortgage loans and in the event of any loan default Habitat will replace the non-performing loan with a performing loan or will buy back the non-performing loan at par. As of December 31, 2016 and 2015, the uncollected balances remaining on the mortgages totaled \$23,425 and \$31,410, respectively.

Note 20 - Commitments and contingencies

The purchase option agreement when a home is sold contains a provision that if the home is sold within 10 years of the initial date of the lease agreement, the Organization has the right to receive a certain percentage of the gain on the sale of the home. The percentage ranges from 100% if sold during the first year to 10% if sold in the 10th year.

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Notes to Combined Financial Statements December 31, 2016 and 2015

The Organization provides a limited warranty to homeowners for all work done and materials provided in the construction of the home. This warranty is for one year from the date the buyer took occupancy, including the buyer's lease term. During this time, upon written notice from the purchaser, the Organization will repair or replace substantial defects free of charge. However, the Organization has the right to use the funds in the major repair fund (a portion of each mortgage payment is allocated to this escrow account). Based on past experience, management has determined no reserve is needed for warranties.

Note 21 - Employee benefit plan

Habitat implemented a SIMPLE-IRA plan in 1998. An employee is eligible for the plan if \$2,400 of wages have been earned in any prior year. The plan provides for a deferral of compensation and an employer matching contribution, subject to certain limitations. During the years ended December 31, 2016 and 2015, Habitat's contribution to the plan amounted to \$39,076 and \$36,154, respectively.

Note 22 - Subsequent events

Events that occur after the balance sheet date but before the combined financial statements were available to be issued must be evaluated for recognition or disclosure. The effects of subsequent events that provide evidence about conditions that existed at the balance sheet date are recognized in the accompanying combined financial statements. Subsequent events which reflect significant matters but which provide evidence about conditions that existed after the balance sheet date require disclosure in the accompanying notes. Management evaluated the activity of the Organization through September 5, 2017 (the date the financial statements were available to be issued) and concluded that no additional subsequent events, other than described below, have occurred that would require recognition in the financial statements or disclosure in the notes to the financial statements.

Habitat entered into a Purchase and Sale Agreement with an unrelated third party for the 3763 Forest Park Ave headquarters property. The transaction closed on April 28, 2017, and the sale proceeds amounted to \$2,400,000. Habitat utilized proceeds from sale to pay-down part of the Lookaway Summit loan, which matured on March 1, 2017. On August 10, 2017, Habitat entered into an amended note agreement extending the maturity date through December 31, 2017. As of September 5, 2017 the note has an outstanding balance of \$40,500. Coinciding with the sale of the building, Habitat entered into a new rental agreement, which commenced on April 28, 2017 (see Note 17).

Supplementary Information

Habitat for Humanity Saint Louis and Affiliates

Combined Statements of Functional Expenses Year Ended December 31, 2016

	Program services			Supporting activities			
	Construction	ReStore operations	Total	Management and general	Fundraising	Total	Total
Salaries and wages	\$ 714,607	\$ 416,423	\$ 1,131,030	\$ 353,764	\$ 184,987	\$ 538,751	\$ 1,669,781
Employee taxes and benefits	229,111	124,985	354,096	74,026	34,208	108,234	462,330
Home construction costs	812,811	180	812,991	114		114	813,105
Discount on mortgages	206,972	-	206,972	-	-	-	206,972
Impairment on inventory	22,601	-	22,601	-	-	-	22,601
Cost of merchandise sales	-	1,054,417	1,054,417	-	-	-	1,054,417
New market tax credit expenses	61,214	-	61,214	-	-	-	61,214
Bad debt	5,000	-	5,000	-	-	-	5,000
Committee expenses	3,750	-	3,750	10,716	760	11,476	15,226
Computer expenses	16,084	18,787	34,871	17,992	14,671	32,663	67,534
Depreciation and amortization	39,069	43,841	82,910	42,305	-	42,305	125,215
Facilities cost	3,630	354,260	357,890	30,372	-	30,372	388,262
Insurance	30,921	1,973	32,894	38,482	-	38,482	71,376
Interest expense and service charges	168,266	46,202	214,468	55,528	1,681	57,209	271,677
Marketing and public relations	53,051	13,837	66,888	921	33,021	33,942	100,830
Miscellaneous	16,789	6,623	23,412	13,198	2,873	16,071	39,483
Office expenses	9,911	6,595	16,506	7,752	3,623	11,375	27,881
Postage	1,787	33	1,820	799	1,047	1,846	3,666
Professional fees	1,250	-	1,250	137,515	-	137,515	138,765
Telephone	13,266	8,722	21,988	5,218	2,531	7,749	29,737
Travel and meals	1,942	-	1,942	-	73	73	2,015
Vehicle	12,391	27,327	39,718	764	3,159	3,923	43,641
	<u>\$ 2,424,423</u>	<u>\$ 2,124,205</u>	<u>\$ 4,548,628</u>	<u>\$ 789,466</u>	<u>\$ 282,634</u>	<u>\$ 1,072,100</u>	<u>\$ 5,620,728</u>

Habitat for Humanity Saint Louis and Affiliates

Combined Statements of Functional Expenses Year Ended December 31, 2015

	Program services			Supporting activities			
	Construction	ReStore operations	Total	Management and general	Fundraising	Total	Total
Salaries and wages	\$ 728,600	\$ 381,032	\$ 1,109,632	\$ 302,856	\$ 224,174	\$ 527,030	\$ 1,636,662
Employee taxes and benefits	212,695	120,281	332,976	63,101	49,166	112,267	445,243
Home construction costs	1,528,337	-	1,528,337	150	-	150	1,528,487
Discount on mortgages	490,289	-	490,289	-	-	-	490,289
Impairment on inventory	99,206	-	99,206	-	-	-	99,206
Cost of merchandise sales	-	1,006,533	1,006,533	-	-	-	1,006,533
New market tax credit expenses	92,373	-	92,373	-	-	-	92,373
Bad debt	120,000	2,027	122,027	-	-	-	122,027
Committee expenses	6,017	-	6,017	12,607	687	13,294	19,311
Computer expenses	16,990	18,346	35,336	17,906	14,077	31,983	67,319
Depreciation and amortization	108,419	44,497	152,916	52,022	-	52,022	204,938
Facilities cost	8,040	664,962	673,002	29,353	-	29,353	702,355
Insurance	22,088	1,393	23,481	43,660	-	43,660	67,141
Interest expense and service charges	214,625	49,934	264,559	61,572	1,234	62,806	327,365
Marketing and public relations	54,791	16,000	70,791	649	36,003	36,652	107,443
Miscellaneous	28,654	6,415	35,069	12,603	3,540	16,143	51,212
Office expenses	7,531	9,647	17,178	9,176	3,410	12,586	29,764
Postage	1,891	59	1,950	972	946	1,918	3,868
Professional fees	161	-	161	134,950	-	134,950	135,111
Telephone	11,784	8,174	19,958	5,185	3,469	8,654	28,612
Travel and meals	7,265	-	7,265	316	-	316	7,581
Vehicle	10,002	47,138	57,140	1,400	2,102	3,502	60,642
	\$ 3,769,758	\$ 2,376,438	\$ 6,146,196	\$ 748,478	\$ 338,808	\$ 1,087,286	\$ 7,233,482

See Independent Auditor's Report.

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