
NAGLE APARTMENTS CORP.

Financial Statements and
Supplementary Information for the
Years Ended December 31, 2021 and 2020

Prisand, Mellina, Unterlack & Co., LLP
Certified Public Accountants

NAGLE APARTMENTS CORP.

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Stockholders of
NAGLE APARTMENTS CORP.
31 and 37 Nagle Avenue
14 Bogardus Place
New York, NY 10040

Opinion

We have audited the accompanying financial statements of NAGLE APARTMENTS CORP., which comprise the balance sheets (with supporting schedules) as of December 31, 2021 and 2020, and the related statements of revenues and expenses (with supporting schedules), changes in stockholders' equity, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of NAGLE APARTMENTS CORP. as of December 31, 2021 and 2020, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of NAGLE APARTMENTS CORP. and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about NAGLE APARTMENTS CORP.'s ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 NAGLE APARTMENTS CORP.'s internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about NAGLE APARTMENTS CORP.'s ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Omission of Required Supplementary Information about Future Major Repairs and Replacements

As discussed in Note 2, NAGLE APARTMENTS CORP. has omitted the supplementary information on future major repairs and replacements that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Financial Accounting Standards Board, which considers it to be an essential part of financial reporting and for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by this missing information.

Risland, Mellin, Unterlack & Co., LLP

Plainview, New York
June 21, 2022

**NAGLE APARTMENTS CORP.
BALANCE SHEETS
AS OF DECEMBER 31,**

	<u>2021</u>	<u>2020</u>
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 23,066	\$ 7,912
Accounts receivable	34,591	92,689
Prepaid expenses	49,944	46,052
Escrows and voluntary escrows	6,509	52,652
Total Current Assets	<u>114,110</u>	<u>199,305</u>
Reserve Fund: (Note 3)	<u>238,265</u>	<u>816,086</u>
Total Current Assets and Reserve Fund	<u>352,375</u>	<u>1,015,391</u>
 Property and Improvements: (Notes 2 and 4)		
Land	316,950	316,950
Buildings	1,796,050	1,796,050
Building improvements and equipment	6,027,413	5,465,267
Total	<u>8,140,413</u>	<u>7,578,267</u>
Accumulated depreciation	<u>(4,038,345)</u>	<u>(3,846,083)</u>
Net Property and Improvements	<u>4,102,068</u>	<u>3,732,184</u>
 Other Assets:		
Cash - security deposits	50,591	50,591
Cash - restricted (Notes 2 and 5)	10,000	10,000
Total Other Assets	<u>60,591</u>	<u>60,591</u>
Total Assets	<u>\$ 4,515,034</u>	<u>\$ 4,808,166</u>

The accompanying notes are an integral part of this statement.

**NAGLE APARTMENTS CORP.
BALANCE SHEETS
AS OF DECEMBER 31,**

	2021	2020
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities:		
Accrued mortgage interest	\$ 7,987	\$ 8,441
Mortgage payable - current portion (Note 5)	163,190	157,664
Accounts payable	211,530	213,832
Due to stockholders - real estate tax abatements	64,016	64,823
Insurance financing payable	27,160	25,355
Building improvements payable	15,250	22,634
Advance maintenance	5,339	10,803
Accrued wages and payroll taxes	2,498	2,303
Accrued corporation taxes	1,228	-
Total Current Liabilities	498,198	505,855
Long-Term and Other Liabilities:		
Mortgage payable - net of current portion (Note 5)	2,615,039	2,778,229
Unamortized debt issuance costs (Note 2)	(115,539)	(130,616)
Net Long-Term Debt	2,499,500	2,647,613
Security deposits payable	50,591	50,591
Total Long-Term and Other Liabilities	2,550,091	2,698,204
Total Liabilities	3,048,289	3,204,059
Stockholders' Equity:		
Common stock - \$1.00 par value, 15,000 shares authorized, 12,120 shares issued	12,120	12,120
Paid-in capital in excess of par value	175,880	175,880
Paid-in capital from treasury stock (Note 6)	2,942,491	2,942,491
Additional paid-in capital	21,277	21,277
Accumulated deficit	(1,661,364)	(1,524,002)
Treasury stock - at cost (Note 6)	(23,659)	(23,659)
Total Stockholders' Equity	1,466,745	1,604,107
Total Liabilities and Stockholders' Equity	\$ 4,515,034	\$ 4,808,166

The accompanying notes are an integral part of this statement.

NAGLE APARTMENTS CORP.
SUPPORTING SCHEDULES - BALANCE SHEETS
AS OF DECEMBER 31,

	2021	2020
Accounts Receivable:		
Maintenance - Stockholders (Note 2)	\$ 11,852	\$ 55,206
Garage income (Note 7)	10,500	20,700
Electricity submetering (billed in subsequent year)	9,239	10,678
Laundry income	3,000	3,000
Real estate tax refund (Note 9)	-	3,105
Total Accounts Receivable	\$ 34,591	\$ 92,689
 Prepaid Expenses:		
Insurance	\$ 40,180	\$ 34,088
Fuel	9,267	7,413
Real estate tax	497	3,188
Corporation taxes	-	1,363
Total Prepaid Expenses	\$ 49,944	\$ 46,052
 Escrows and Voluntary Escrows:		
Mortgage and line of credit reserve	\$ 6,509	\$ 6,488
Water and sewer escrow - self-controlled	-	35,939
Insurance escrow - self-controlled	-	9,836
Real estate tax escrow - self-controlled	-	389
Total Escrows and Voluntary Escrows	\$ 6,509	\$ 52,652

The accompanying notes are an integral part of this statement.

NAGLE APARTMENTS CORP.
STATEMENTS OF REVENUES AND EXPENSES
FOR THE YEARS ENDED DECEMBER 31,

	<u>2021</u>	<u>2020</u>
REVENUES		
Maintenance - Stockholders	\$ 1,060,113	\$ 1,044,349
Garage income (Note 7)	121,200	121,200
Cable TV income	81,201	81,120
Electricity submetering	73,350	68,900
Stockholders' parking (Note 7)	61,400	57,000
Sublet, late and other fees	32,363	25,409
Rental income (Note 6)	23,858	23,714
Laundry income	12,000	12,000
Interest and dividends	5,829	8,041
	<u>1,471,314</u>	<u>1,441,733</u>
EXPENSES		
Administrative expenses	86,202	87,792
Operating expenses	706,678	652,506
Repairs and maintenance	159,853	129,085
Taxes	384,678	382,504
Financial expenses	113,434	120,369
	<u>1,450,845</u>	<u>1,372,256</u>
Income from operations before other items and depreciation expense	20,469	69,477
Prior years' water and sewer credits	34,429	35,042
Prepayment penalty - mortgage refinancing (Note 5)	-	(108,296)
	<u>54,898</u>	<u>(3,777)</u>
INCOME (LOSS) BEFORE DEPRECIATION EXPENSE	54,898	(3,777)
Depreciation expense	(192,260)	(190,993)
Net Loss For The Year	<u>\$ (137,362)</u>	<u>\$ (194,770)</u>

The accompanying notes are an integral part of this statement.

NAGLE APARTMENTS CORP.
SUPPORTING SCHEDULES - STATEMENTS OF REVENUES AND EXPENSES
FOR THE YEARS ENDED DECEMBER 31,

	2021	2020
Administrative Expenses:		
Management fee	\$ 55,000	\$ 54,000
Other administrative	14,928	8,251
Professional fees	13,882	23,483
Telephone and communications	2,392	2,058
	<u>\$ 86,202</u>	<u>\$ 87,792</u>
 Operating Expenses:		
Utilities		
Gas - heat and fuel	\$ 126,280	\$ 91,316
Electricity and gas	98,630	92,251
Water and sewer	57,289	56,650
	<u>282,199</u>	<u>240,217</u>
 Payroll		
Wages	162,302	159,018
Union benefits (Note 8)	66,482	62,888
Payroll taxes	13,325	12,244
Workers' compensation and disability insurance	4,238	7,215
	<u>246,347</u>	<u>241,365</u>
 Other		
Cable TV	86,289	82,832
Insurance	81,709	79,140
Submetering billing services	5,656	6,068
Miscellaneous operating and permits	4,478	2,884
	<u>178,132</u>	<u>170,924</u>
	<u>\$ 706,678</u>	<u>\$ 652,506</u>

The accompanying notes are an integral part of this statement.

NAGLE APARTMENTS CORP.
SUPPORTING SCHEDULES - STATEMENTS OF REVENUES AND EXPENSES
FOR THE YEARS ENDED DECEMBER 31,

	2021	2020
Repairs and Maintenance:		
Elevator maintenance and repairs	\$ 41,446	\$ 36,743
Plumbing	38,635	12,554
Painting, plastering and flooring	22,185	25,050
Materials and supplies	19,835	17,763
Grounds and landscaping	13,841	10,472
Exterminating	8,966	6,718
Electrical and intercom	7,264	1,538
Equipment	5,207	1,684
Doors, locks and windows	2,090	1,399
Boiler, heating and water treatment	384	15,164
Total Repairs and Maintenance	\$ 159,853	\$ 129,085
 Taxes:		
New York City real estate tax (Note 9)	\$ 382,237	\$ 377,437
Corporation taxes (Note 10)	2,441	5,067
Total Taxes	\$ 384,678	\$ 382,504
 Financial Expenses:		
Mortgage interest (Note 5)	\$ 98,357	\$ 72,822
Amortization of debt issuance costs (Note 2)	15,077	11,151
Line of credit interest (Note 5)	-	32,646
Line of credit facility maintenance fees (Note 5)	-	3,750
Total Financial Expenses	\$ 113,434	\$ 120,369
 Depreciation Expense:		
Building improvements	\$ 182,195	\$ 180,937
Building equipment	10,065	10,056
Total Depreciation Expense	\$ 192,260	\$ 190,993

The accompanying notes are an integral part of this statement.

NAGLE APARTMENTS CORP.
STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR THE YEARS ENDED DECEMBER 31,

	<u>2021</u>	<u>2020</u>
COMMON STOCK		
Balance - January 1,	\$ 12,120	\$ 12,120
Transactions during the year	-	-
Balance - December 31,	<u>\$ 12,120</u>	<u>\$ 12,120</u>
PAID-IN CAPITAL IN EXCESS OF PAR VALUE		
Balance - January 1,	\$ 175,880	\$ 175,880
Transactions during the year	-	-
Balance - December 31,	<u>\$ 175,880</u>	<u>\$ 175,880</u>
PAID-IN CAPITAL FROM TREASURY STOCK (NOTE 6)		
Balance - January 1,	\$ 2,942,491	\$ 2,942,491
Transactions during the year	-	-
Balance - December 31,	<u>\$ 2,942,491</u>	<u>\$ 2,942,491</u>
ADDITIONAL PAID-IN CAPITAL		
Balance - January 1,	\$ 21,277	\$ 21,277
Transactions during the year	-	-
Balance - December 31,	<u>\$ 21,277</u>	<u>\$ 21,277</u>
ACCUMULATED DEFICIT		
Balance - January 1,	\$ (1,524,002)	\$ (1,329,232)
Net loss for the year	(137,362)	(194,770)
Balance - December 31,	<u>\$ (1,661,364)</u>	<u>\$ (1,524,002)</u>
TREASURY STOCK - AT COST (NOTE 6)		
Balance - January 1,	\$ (23,659)	\$ (23,659)
Transactions during the year	-	-
Balance - December 31, (300 shares)	<u>\$ (23,659)</u>	<u>\$ (23,659)</u>

The accompanying notes are an integral part of this statement.

**NAGLE APARTMENTS CORP.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31,**

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the year	\$ (137,362)	\$ (194,770)
Adjustments to reconcile net loss to cash provided by operating activities:		
Depreciation expense	192,260	190,993
Amortization of debt issuance costs	15,077	11,151
Decrease (increase) in accounts receivable	58,098	(35,789)
(Increase) decrease in prepaid expenses	(3,892)	7,988
Decrease in escrows and voluntary escrows	46,143	95,020
(Decrease) increase in accounts payable	(2,302)	24,143
(Decrease) increase in other current liabilities	(3,495)	7,732
Total Adjustments	301,889	301,238
Cash Provided By Operating Activities	164,527	106,468
CASH FLOWS FROM INVESTING ACTIVITIES		
Decrease (increase) in reserve fund	577,821	(749,864)
(Increase) in building improvements and equipment	(562,146)	(137,443)
(Decrease) increase in building improvements payable	(7,384)	22,634
Cash Provided (Used) By Investing Activities	8,291	(864,673)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from new mortgage payable	-	3,000,000
Repayment of former mortgage payable	-	(630,755)
Repayment of former line of credit payable	-	(1,342,200)
Amortization of mortgage payable	(157,664)	(161,150)
Amortization of line of credit payable	-	(1,200)
(Increase) in unamortized debt issuance costs	-	(117,764)
Cash (Used) Provided By Financing Activities	(157,664)	746,931
Net increase (decrease) in cash, cash equivalents and restricted cash	15,154	(11,274)
Cash, cash equivalents and restricted cash at beginning of year	17,912	29,186
Cash, Cash Equivalents and Restricted Cash at End of Year	\$ 33,066	\$ 17,912
SUPPLEMENTAL DISCLOSURES		
Interest paid (includes prepayment penalty in 2020)	\$ 98,811	\$ 215,441
Income taxes (refunded) paid - net	\$ (150)	\$ 5,417

The accompanying notes are an integral part of this statement.

NAGLE APARTMENTS CORP.

Notes to Financial Statements

Note 1 - ORGANIZATION

On May 20, 1980, Nagle Apartments Corp. (the "Corporation") was formed in order to acquire the property located at 31 Nagle Avenue, 37 Nagle Avenue and 14 Bogardus Place, New York, New York. The Corporation acquired the land and building on August 3, 1982. It is a qualified Cooperative Housing Corporation under Section 216(b)(1) of the Internal Revenue Code and contains 111 residential units and two superintendent's apartments. The primary purpose of the Corporation is to manage the operations of the property and maintain the common elements.

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation and Use of Estimates

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

Property and Improvements

Property and improvements are stated at cost. The buildings have been fully depreciated. Building improvements and equipment are depreciated on the straight-line method over estimated lives ranging from five to twenty-seven and one-half years. Maintenance and repairs that do not increase the useful life of an asset are expensed as incurred.

Future Major Repairs and Replacements

The Corporation's governing documents do not require the accumulation of funds in advance of actual need to finance estimated future major repairs and replacements. Consistent with general practice in New York City, the Corporation has not promulgated a study to determine the remaining useful lives of the components of the buildings and estimates of the costs of major repairs and replacements that may be required. When funds are required for major repairs and replacements, the Corporation has the right to utilize available cash reserves and/or borrow, increase maintenance, implement special assessments, sell treasury stock units, or delay repairs and replacements until funds are available.

Debt Issuance Costs

In accordance with FASB ASU 2015-03, *Simplifying the Presentation of Debt Issuance Costs*, debt issuance costs related to a recognized debt liability are required to be presented in the accompanying balance sheets as a direct deduction from the carrying amount of the debt liability. Debt issuance costs are being amortized over the life of the related debt obligation on the straight-line basis. The amortization of debt issuance costs is reported as a financial expense in the Statements of Revenues and Expenses.

Revenue Recognition and Accounts Receivable

In accordance with Accounting Standards Codification (ASC) Topic 606, *Revenue from Contracts with Customers*, the Corporation recognizes revenue when promised goods or services are transferred to customers in an amount that reflects the consideration to which the Corporation expects to be entitled in exchange for those goods or services.

NAGLE APARTMENTS CORP.

Notes to Financial Statements

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Revenue Recognition and Accounts Receivable (continued)

Stockholders are subject to monthly maintenance and operating assessments based on their respective share ownership in order to provide funds for the Corporation's operating expenses. Such amounts are recognized as the related performance obligations are satisfied at transaction amounts expected to be collected. The Corporation's performance obligations related to its maintenance and operating assessments are satisfied over time on a daily pro-rata basis. Capital assessments, if any, provide funds for the Corporation's capital improvements and to replenish the reserve fund. The performance obligations related to capital assessments are satisfied when the funds are expended for their designated purpose.

Maintenance and assessments receivable at the balance sheet date are stated at the amounts expected to be collected from the stockholders. The Corporation's policy is to retain legal counsel and place liens on the shares of stock of tenant-stockholders whose assessments are unreasonably delinquent. Any excess assessments at year end are retained by the Corporation for use in future years. As of December 31, 2021 and 2020, the Corporation's accounts receivable from stockholders were \$11,852 and \$55,206, respectively. Based upon past experience and other factors, the Corporation considers all accounts receivable at December 31, 2021 to be collectible. Accordingly, no allowance for doubtful accounts is required.

Income Taxes

The Corporation accounts for certain income items differently for financial reporting and income tax purposes. The principal differences are permanent in nature and relate to assessments used for capital improvements and any portion of maintenance charges used for mortgage amortization, which are accounted for as revenue for financial reporting purposes and as contributions to additional paid-in capital for income tax purposes.

Statements of Cash Flows

The Corporation considers all highly liquid investments (not allocated to the reserve fund) with a maturity of three months or less at the date of purchase to be cash equivalents.

In accordance with Accounting Standards Update 2016-18, *Statement of Cash Flows: Restricted Cash* ("ASU 2016-18"), the Corporation includes restricted cash and restricted cash equivalents with cash and cash equivalents in the beginning and end of period total amounts shown in the Statements of Cash Flows. The following table presents a reconciliation of cash, cash equivalents and restricted cash reported within the Balance Sheets that sum to the total of the same such amounts in the Statements of Cash Flows.

	<u>2021</u>	<u>2020</u>
Cash and cash equivalents	\$ 23,066	\$ 7,912
Restricted cash (Note 5)	<u>10,000</u>	<u>10,000</u>
Balance - December 31,	<u>\$ 33,066</u>	<u>\$ 17,912</u>

NAGLE APARTMENTS CORP.

Notes to Financial Statements

Note 3 - RESERVE FUND

During 2021 and 2020, the following transactions have taken place in the Corporation's reserve fund.

	<u>2021</u>	<u>2020</u>
Balance - January 1,	\$ 816,086	\$ 66,222
Transfers from operations and escrow accounts	338,130	353,891
Interest and dividends - net of service charges	665	1,964
Transfers (to) operations and escrow accounts	(916,616)	(399,464)
Excess proceeds from mortgage refinancing (Note 5)	<u>-</u>	<u>793,473</u>
Balance - December 31,	<u>\$ 238,265</u>	<u>\$ 816,086</u>

The reserve fund is held as follows:

Apple Bank for Savings - Savings Account (Note 5)	\$ 151,086	\$ 730,970
BankUnited - Money Market Account	<u>87,179</u>	<u>85,116</u>
Balance - December 31,	<u>\$ 238,265</u>	<u>\$ 816,086</u>

Note 4 - PROPERTY AND IMPROVEMENTS

During 2021 and 2020, the following building improvements and equipment have been capitalized.

	<u>2021</u>	<u>2020</u>
Boiler replacement (in progress)	\$ 480,151	\$ 63,218
Fire escape restoration	70,678	-
Elevator upgrades	11,317	56,585
LED lighting	<u>-</u>	<u>17,640</u>
Total	<u>\$ 562,146</u>	<u>\$ 137,443</u>

During 2022, the Corporation anticipates spending approximately \$64,000 to complete the boiler replacement project. This project is subject to change orders and professional fees as work progresses and will be paid for with proceeds from the Corporation's reserve fund (Note 3).

Note 5 - MORTGAGE PAYABLE AND LINE OF CREDIT

Mortgage Payable

On June 29, 2020, the Corporation consolidated and refinanced its mortgage payable and line of credit payable into a new mortgage payable. The new loan, in the original principal amount of \$3,000,000, is held by Apple Bank for Savings. It requires monthly installments of \$21,373, applied first to interest at a rate of 3.45% per annum with the balance as a reduction of principal. The loan is secured by the land and buildings owned by the Corporation. It has a fifteen year, self-amortizing term, which is scheduled to mature on July 1, 2035.

NAGLE APARTMENTS CORP.

Notes to Financial Statements

Note 5 - MORTGAGE PAYABLE AND LINE OF CREDIT (continued)

Mortgage Payable (continued)

The mortgage may be prepaid in whole, subject to a declining scale prepayment penalty as defined in the loan documents. However, the Corporation may also prepay up to 10% of the outstanding principal balance one time per annum, without penalty. During the last year of the term, the loan may be prepaid without penalty.

Mortgage payments due over the next five years are allocated as follows:

<u>Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2022	\$ 163,190	\$ 93,285	\$ 256,475
2023	168,910	87,565	256,475
2024	174,831	81,644	256,475
2025	180,959	75,516	256,475
2026	187,301	69,174	256,475

Pursuant to the loan documents, the Corporation is required to maintain a reserve account, in a minimum amount of \$10,000, with Apple Bank for Savings for the duration of the loan term. As of December 31, 2021, this account had a balance of \$161,086, which was allocated as \$10,000 of restricted cash and \$151,086 of unrestricted reserve cash (Note 4).

A \$108,296 prepayment penalty was incurred as a part of the refinancing transaction. During 2020, this amount was expensed for both financial reporting and income tax purposes.

Prior to the refinancing, the Corporation had a mortgage payable, in the original principal amount of \$2,700,000, which was held by National Cooperative Bank ("NCB"). It required monthly installments of \$19,767, applied first to interest at a rate of 6.27% per annum with the balance as a reduction of principal based on a twenty year amortization schedule. The mortgage was self-amortizing and scheduled to mature on May 1, 2023. At the refinancing, the outstanding principal balance of \$630,755 was repaid in full.

Line of Credit

At the refinancing, the Corporation established an unsecured revolving line of credit in a maximum draw amount of \$500,000 with Apple Bank for Savings. When funds are drawn, payments consisting of interest only will be required based on an interest rate equal to the greater of the 30-day LIBOR plus 3.50% per annum, or 5.00%. The line of credit is scheduled to mature upon the earlier to occur of July 1, 2034, or the repayment or refinancing of the mortgage payable. As of December 31, 2021, no draws had been made from the line of credit.

Prior to the refinancing, the Corporation had a secured revolving line of credit, in the maximum amount of \$1,500,000, with NCB. When funds were drawn, the Corporation was required to make monthly payments of interest only for the first three years of the term at the greater of the 30 day LIBOR rate plus 3.75% per annum, or 4.00%. The line of credit was scheduled to mature at the earlier of May 1, 2023 or upon the refinancing or repayment of the mortgage payable. In connection with the line of credit, the Corporation was required to maintain a cash reserve account with NCB in a minimum amount of \$100,000 and pay an annual facility maintenance fee of \$3,750. At the refinancing, the loan's outstanding balance of \$1,342,200 was repaid in full.

NAGLE APARTMENTS CORP.

Notes to Financial Statements

Note 6 - TREASURY STOCK AND RENTAL INCOME

The following schedule summarizes the Corporation's acquisition and sale of treasury stock shares.

Acquisitions:

	<u>Shares</u>	<u>Cost</u>
Through 2000	1,780	\$ 113,254
2002	<u>1,545</u>	<u>150,000</u>
	<u>3,325</u>	<u>\$ 263,254</u>

Sales:

	<u>Shares</u>	<u>Gross Sales Price</u>	<u>Selling/Renovation Closing Costs</u>	<u>Acquisition Costs</u>	<u>Gain on Sales</u>
1997 - 2008	1,995	\$ 1,201,700	\$ 106,043	\$ 158,368	\$ 937,289
2009	105	276,000	30,865	8,280	236,855
2010	275	672,000	120,584	21,687	529,729
2011	270	673,390	198,052	21,292	454,046
2012	105	245,000	70,190	8,280	166,530
2013	140	350,000	106,498	11,040	232,462
2016	<u>135</u>	<u>422,000</u>	<u>25,774</u>	<u>10,646</u>	<u>385,580</u>
	<u>3,025</u>	<u>\$ 3,840,090</u>	<u>\$ 658,006</u>	<u>\$ 239,593</u>	<u>\$ 2,942,491</u>

Any gains on sales are recorded as paid-in capital from treasury stock. As of December 31, 2021 and 2020, the Corporation held 300 shares of treasury stock appurtenant to three apartments. It is the Board of Directors' intent to sell the treasury stock apartments as they become available for sale. As of December 31, 2021, the three treasury stock apartments were rented. Revenue from the treasury stock apartments is treated as rental income. Maintenance is reduced accordingly.

Note 7 - GARAGE LEASE

During August 2015, the Corporation leased the garage to a third party operator under a ten-year agreement which expires on October 31, 2025. On a monthly basis, the Corporation receives a contractual base rent from the garage operator less credits of \$200 per month for each resident stockholder who parks in the garage. The \$200 monthly parking fees of the resident stockholders are directly billed by the Corporation and are separately reported on the Statements of Revenues and Expenses.

During the next four years, the following minimum contractual base rents (before residential stockholder credits) are scheduled to be received.

<u>Year</u>	<u>Amount</u>
2022	\$ 198,000
2023	198,000
2024	198,000
2025 (ten months)	165,000

NAGLE APARTMENTS CORP.

Notes to Financial Statements

Note 8 - UNION BENEFITS

Substantially all of the Corporation's employees are members of the Service Employees International Union ("SEIU") Local 32BJ and covered by a union sponsored, collectively bargained, multiemployer defined benefit pension, annuity and health insurance plan (the "Plan"). The union agreement expired on April 20, 2022. However, the Realty Advisory Board on Labor Relations, Inc. and the SEIU Local 32BJ have agreed in principle to a new agreement through April 20, 2026. As of the date of issuance of the accompanying financial statements, the agreement was pending ratification by the union's members. The Corporation makes contributions to the Plan based on the number of weeks worked by each employee covered under the union contract. During 2021 and 2020, the Corporation contributed \$66,482 and \$62,888, respectively, to the Plan of which \$13,542 and \$12,656, respectively, was for pension expense. The Corporation's contributions to the Plan were less than 5% of the Plan's total contributions.

Contributions to the Building Service 32BJ Pension Fund (Employer Identification Number 13-1879376, Plan 001) (the "Fund") are not segregated or otherwise restricted to provide benefits only to the Corporation's employees. The risks of participating in a multiemployer pension plan are different from a single-employer pension plan in the following aspects: 1) assets contributed to a multiemployer pension plan by one employer may be used to provide benefits to employees of other participating employers, 2) if a participating employer stops contributing to the plan, the unfunded obligations of the plan may be borne by the remaining participating employers, and 3) if the Corporation chooses to stop participating in its multiemployer pension plan, the Corporation may be required to pay the plan an amount based on the underfunded status of the plan, which is referred to as a withdrawal liability.

In accordance with the Pension Protection Act of 2006, the Fund receives an annual certified zone status from its actuary, which summarizes its funding status. Plans in the "red zone" are generally less than 65% funded, plans in the "yellow zone" are 65% to 80% funded, and plans in the "green zone" are at least 80% funded. As of July 1, 2021, the Fund's most recently available certified zone status was "yellow". However, the Fund is considered to be in "critical status" for the plan year beginning July 1, 2021 since its actuary has determined that the Fund will have a funding deficiency in its current plan year.

As part of the Fund's efforts to improve its funding situation, the Trustees of the Fund previously adopted a rehabilitation plan which terms have been incorporated into the collective bargaining agreement between the Realty Advisory Board On Labor Relations, Inc. and the SEIU Local 32BJ. The current union agreement (the "2018 Apartment Building Agreement") provides for increased employer contributions of \$4.00 per week per annum for each eligible employee. As of January 1, 2022, the contribution rate was \$126.75 per week per employee. Information as to the Corporation's portion of the unfunded vested benefits and Plan assets has not been determined and normally will not be calculated without a withdrawal from the Plan. The Corporation has no intention of withdrawing from the Plan.

Note 9 - REAL ESTATE TAX

New York City real estate tax has been originally assessed as follows:

<u>Fiscal Year</u>	<u>Taxable Valuation</u>	<u>Tax Rate</u>	<u>Tax</u>
2018/19	\$ 2,747,440	12.612	\$ 346,507
2019/20	2,951,490	12.473	368,139
2020/21	3,218,500	12.267	394,813
2021/22	3,133,350	12.235	383,365

The Corporation routinely protests the assessed valuation of its Property used for real estate taxation purposes. During 2020, protests were settled to reduce the actual assessed valuations for the 2019/20 and 2020/21 tax years. The settlements resulted in refunds and credits of \$4,039 plus future benefits of approximately \$40,000 due to reduced assessed valuations. Professional fees of \$6,299 were incurred in connection with the settlements. Currently, a protest is "open" for tax year 2021/22.

NAGLE APARTMENTS CORP.

Notes to Financial Statements

Note 10 - CORPORATION TAXES

The Corporation is qualified to file its tax returns pursuant to the provisions of Subchapter T of the Internal Revenue Code. Subchapter T provides that expenses attributable to the generation of patronage income, i.e., income from business done with or for patrons (tenant-cooperators), are deductible only to the extent of patronage income. The Corporation believes that all of its income for the year ended December 31, 2021 is patronage income within the meaning of Subchapter T.

For the year ended December 31, 2021, the Corporation sustained an operating loss and will not be liable for Federal Income tax. As of December 31, 2021, the corporation had approximately \$3,797,000 of operating loss carryforwards for federal income tax purposes, which will expire in various years through 2037, and approximately \$836,700 of operating loss carryforwards, which may be carried forward indefinitely until the loss is fully recovered. Such loss carryforwards are limited to 80% of the Corporation's taxable income in any one tax period. Since the future utilization of these carryforward losses is uncertain, no related deferred tax assets have been recognized in the accompanying financial statements.

New York State Franchise and New York City Corporation taxes are calculated at the higher of tax based on the Corporation's net taxable income, capital base or prescribed minimum amounts.

The Corporation's tax returns for all years since 2018 remain open to examination by the respective taxing authorities. There are currently no tax examinations in progress.

Note 12 - CONCENTRATION OF CREDIT RISK

The Corporation maintains its cash in bank deposit accounts which, at times, may exceed federally insured limits. The Corporation has not experienced any losses due to concentration of credit risk in such accounts.

Note 13 - CLAIMS OR LITIGATIONS

From time to time, claims or matters of litigation may arise in the ordinary conduct of the Corporation's business. In the opinion of management, claims or litigation outstanding against the Corporation at December 31, 2021 are either without merit or the ultimate losses, if any, would not have a material adverse effect on the financial position or results of operations of the Corporation.

Note 14 - CONTINGENCIES

During March 2020, a worldwide pandemic emerged which is known as the Coronavirus ("COVID-19"). COVID-19 has caused the New York metropolitan area to significantly curtail its economic and social activities. As of the date of issuance of the accompanying financial statements, the financial and operational impacts of COVID-19 on the Corporation, its stockholders and commercial tenant were uncertain and cannot be reasonably estimated.

Note 15 - DATE OF MANAGEMENT'S REVIEW

In preparing the financial statements, the Corporation has evaluated events and transactions for potential recognition or disclosure through June 21, 2022, the date that the financial statements were available to be issued.

**SUPPLEMENTARY AND PROSPECTIVE
INFORMATION**



Jayson Prisand, CPA
Robert A. Mellina, CPA
Evan J. Unterlack, CPA
David V. Agoglia, CPA

**INDEPENDENT ACCOUNTANT'S COMPILATION REPORT
ON SUPPLEMENTARY AND PROSPECTIVE INFORMATION**

To the Board of Directors and Stockholders of
NAGLE APARTMENTS CORP.
31 and 37 Nagle Avenue
14 Bogardus Place
New York, NY 10040

Our report on our audits of the basic financial statements of NAGLE APARTMENTS CORP. for the years ended December 31, 2021 and 2020 appears on Pages 1 and 2, and was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying Comparative Schedule of Revenues and Expenditures - Budget, Historical and Forecast is presented for the purpose of additional analysis and is not a required part of the basic financial statements. Such information, except for the portion marked "unaudited," on which we express no opinion, has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

We also have compiled the accompanying operating budget forecast of NAGLE APARTMENTS CORP. for the year ending December 31, 2022, in accordance with attestation standards established by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of a forecast, information that is the representation of management and does not include evaluation of the support for the assumptions underlying the forecast. We have not examined the forecast and, accordingly, do not express an opinion or any other form of assurance on the accompanying forecast or assumptions. Furthermore, there will usually be differences between the forecasted and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Prisand, Mellina, Unterlack + Co, LLP

Plainview, New York
June 21, 2022 for Historical Statements
December 27, 2021 for Forecast

NAGLE APARTMENTS CORP.

Comparative Schedule of Revenues and Expenditures - Budget, Historical and Forecast

	For The Year		Prior Year	Next Year
	January 1, 2021 - December 31, 2021		January 1, 2020 - December 31, 2020	January 1, 2022 - December 31, 2022
	Budget (Unaudited)	Actual	Actual	Forecast (Unaudited)
REVENUES				
Maintenance - Stockholders (1)	\$ 1,058,300	\$ 1,060,113	\$ 1,044,349	\$ 1,081,300
Garage income	120,000	121,200	121,200	120,000
Cable TV income	85,800	81,201	81,120	85,800
Electricity submetering	63,600	73,350	68,900	71,600
Stockholders' parking	75,600	61,400	57,000	75,600
Sublet, late and other fees	43,500	32,363	25,409	46,500
Rental income	22,900	23,858	23,714	23,300
Laundry income	12,000	12,000	12,000	12,000
Interest and dividends	-	5,829	8,041	-
TOTAL REVENUES	1,481,700	1,471,314	1,441,733	1,516,100
EXPENDITURES				
Management fee	55,000	55,000	54,000	55,000
Other administrative and telephone	10,700	17,320	10,309	18,500
Professional fees	23,700	13,882	23,483	24,900
Gas - heat and fuel	75,000	126,280	91,316	63,800
Electricity and gas	78,900	98,630	92,251	88,800
Water and sewer	33,200	57,289	56,650	58,100
Wages and related costs	245,000	246,347	241,365	255,300
Cable TV	86,400	86,289	82,832	86,400
Insurance	80,000	81,709	79,140	54,000
Submetering billing service	5,000	5,656	6,068	6,000
Miscellaneous operating and permits	4,800	4,478	2,884	4,000
Repairs and maintenance	134,100	159,853	129,085	130,300
New York City real estate tax	388,900	382,237	377,437	410,000
Corporation taxes	4,500	2,441	5,067	4,500
Mortgage interest and amortization	256,500	256,021	233,972	256,500
TOTAL EXPENDITURES	1,481,700	1,593,432	1,485,859	1,516,100
Budgeted Surplus	\$ -			\$ -
ACTUAL OPERATING LOSS		(122,118)	(44,126)	
Mortgage amortization		157,664	161,150	
Prior years' water and sewer credits		34,429	35,042	
Amortization of debt issuance costs		(15,077)	(11,151)	
Line of credit and loan interest and fees		-	(36,396)	
Prepayment Penalty - mortgage refinancing		-	(108,296)	
INCOME (LOSS) BEFORE DEPRECIATION EXPENSE		\$ 54,898	\$ (3,777)	

(1) Maintenance has been increased by approximately 1.5% effective January 1, 2021 and 2% effective January 1, 2022.

See Independent Accountant's Compilation Report and Summary of Significant Accounting Policies and Forecast Assumptions.

NAGLE APARTMENTS CORP.

Summary of Significant Accounting Policies and Forecast Assumptions For The Year Ending December 31, 2022

The 2022 operating budget forecast was prepared by the Corporation's Finance Committee and the management company (collectively "Management") and approved by the Board of Directors. The operating budget forecast presents, to the best of management's knowledge and belief, the Corporation's expected results of operations for the forecast period. Accordingly, the forecast reflects management's judgment as of December 27, 2021, the date of this forecast, of the expected conditions and its expected course of action. The assumptions disclosed herein are those that management believes are significant to the forecast. There will usually be differences between forecasted and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The forecast has been prepared using generally accepted accounting principles that the Corporation expects to use when preparing its historical financial statements.

FORECAST ASSUMPTIONS

Revenues

Maintenance charges have been computed based on \$90,108 per month, which reflects an approximately 2.0% increase effective January 1, 2022. Garage and rental income are based upon current lease terms. Electricity submetering is based upon monthly consumption reports generated by an independent consultant. Laundry income is based upon a contract. Other fees and income are based upon historical experience or contracts.

Expenditures

Payroll expenses and benefits are based upon a union contract and anticipated staffing requirements. Utilities are based upon rates set by the appropriate regulatory agencies. Gas - heat reflects average consumption over several years and current market conditions for price. Real estate is computed based on the anticipated assessed valuation times an estimated tax rate. A 7.26% increase in real estate tax expenses has been anticipated for 2022. Debt service is based upon the payments required by the Corporation's outstanding mortgage payable. Repairs and maintenance is based upon historical experience and anticipated maintenance requirements. Insurance reflects anticipated renewal premiums. Other expenses are based upon historical experience or contracts.

Income Tax

The Corporation is subject to Federal income tax based on net taxable income. The Corporation is also subject to New York State Franchise tax and New York City Corporation tax calculated at the higher of tax based on net taxable income, capital base or prescribed minimum amounts.