

Planning Grants for Community Benefits Funding

Proposal

Lead Organization: Just-A-Start Corporation

Project Abstract: This partnership proposes a comprehensive direct service program designed to help families improve their self-sufficiency, health, and economic independence. The program seeks to address the needs of and provide services to Cambridge families with children that are low-income or living in poverty, with a particular focus on families headed by a single woman. The program will utilize a one-on-one coaching model in which coaches are paired with families to assess, establish, and achieve individualized goals over a period of several years. In addition to coaching, participants will also benefit from the resources and services offered by the program's partners and extended network of referral connections. By developing a strengths-based, participant-centered model that effectively coordinates partners' services, the program seeks to measurably improve participants' well-being in relation to affordable housing, financial security, and behavioral / mental health.

Partners involved in this collaboration include Just-A-Start, Cambridge Family & Children's Service, Cambridge Health Alliance, Cambridge Housing Authority, and Institute for Health and Recovery.

Grant Amount Requested: \$30,000

Signatory:

Deborah Ruhe, Executive Director

deborahruhe@justastart.org

617-918-7503

Primary Contact:

Theresa Sullivan, Development and Communications Officer

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617-918-7522

Approach to Target Population, Partnership, Partnering Organizations, & Lead Organization

Target Population:

The program seeks to address the needs of and provide services to Cambridge families with children that are low-income or living in poverty, with a particular focus on families headed by a single woman. The program will focus on families that are currently housed (particularly those who are residents of subsidized housing with Just-A-Start (JAS), Cambridge Housing Authority, or other local providers) to maximize participants' ability to make progress in their financial and mental health needs without the overwhelming stressor of homelessness overhead.

The demographics of Just-A-Start's residents provide some insight into the potential demographic composition of future program participants. About 80% of the 592 households living in JAS's rental properties are at or below 50% of the Area Median Income (AMI), HUD's threshold for low-income, and 50% of households are at or below 30% of AMI. 42% of households in JAS's largest apartment complex, 402 Rindge Tower, are female headed. JAS's residents are 34% Black, 40% Asian, and 6% White, and 20% describe their race as Other. The group of residents includes a significant population of people who were born outside of the United States. Additionally, given that Black and Latino residents experience poverty at double the rate of the overall population (Community Needs Assessment), the program will include a particular emphasis on serving people of color.

The potential target families face an array of interconnected challenges that can lock them in poverty, as low-wage and unstable jobs, the rising cost of living, and unmet behavioral and mental health needs can keep residents in a day to day struggle. Data in the Community Needs Assessment suggests that there is a concentration of adults in East Cambridge, Mid-Cambridge, and North Cambridge (target neighborhoods for this program) who are "poor despite being employed," illustrating the financial stress and time scarcity that individuals face when they do not have a job that pays a living wage. While Cambridge has a lower rate of unemployment than the state overall, there is a higher percent of underemployed adults (Community Needs Assessment), as adults' existing skills may not match the needs of Cambridge's leading industries. A lack of financial resources can affect children's access to opportunity and stable care, as low-income families also face barriers to accessing quality education and child care programs for young children. This inequality can create family stress and an achievement gap that can widen as the child grows older, leading to another generation being trapped in the cycle. Meanwhile, mental and behavioral health needs also pose significant challenges. 57% of respondents to the Community Health Assessment survey reported that cost of care was a barrier to medical services, and only 24% of residents were satisfied with counseling and mental health services in Cambridge, citing wait times, affordability, and crisis-only intervention as barriers. Families with limited time and resources to spare are challenged by a lack of continuity and gaps in services in this area, which this program will seek to mitigate.

Overall Partnership:

Partners will work collaboratively to design a program that helps families achieve increased stability and empowerment, using EMPATH's Mobility Mentoring concept. The five underlying principles of Mobility Mentoring will inform not only the program itself but also the formation and work of the partnership: individualization (each partner brings individual strengths to the partnership); horizontality (the partnership will bridge silos); time (partners will develop long-term approaches); co-investment (partners will match each other's commitment); and networking (partners will share professional networks, referrals, and collaboration with one another). Each partner brings specific experience in the areas of housing, job

training, financial coaching, health, and family. As the Lead Organization, Just-A-Start will facilitate a highly communicative, transparent process in which partners meet regularly to leverage their expertise, build trust and consensus, and develop a mutually beneficial program. All of the partners are dedicated to supporting the empowerment and self-determination of the families in the program, helping them to make progress towards their individualized goals.

The Mobility Mentoring approach recognizes that improving a family’s stability (and eventually, mobility) is a process that can take many years. The partnership seeks to make progress both in the short-term and the long-term in the areas of housing stability, financial security, and behavioral health. A measurable impact on the families served would entail improvements in key financial markers such as increased savings, increase in earnings, and/or decrease in debts; enhanced family-well being through strengthened parenting practices and family relationships; improved behavioral health through greater access to and provision of counseling and substance abuse services; and increased housing stability as indicated by reduced moves, rent arrearages, lease violations, and/or utility shut-offs. The partnership also seeks to add value to the community at large by sharing expertise and data to identify and close gaps in services, working across silos and ultimately developing a more holistic, connected, effective network of resources available to community members.

Collectively, the partners’ reach is widespread; Just-A-Start reaches 1,500 residents and 1,000 community members annually, Cambridge Family & Children’s Service serves 1,600 individuals yearly, Cambridge Housing Authority houses and provides services to 7,700 families, Cambridge Health Alliance serves over 140,000 patients, and Institute for Health and Recovery provides services to 44 Cambridge clients. For this program, the partnership proposes offering intensive coaching and coordinated services to 25 Cambridge families.

Partner Information:

| | | |
|------------------------------------|------------------------------------|---|
| Partner #1 | www.cambridge-housing.org | Tax ID # [REDACTED] |
| Cambridge Housing Authority | 362 Green St., Cambridge, MA 02139 | 501©3 (Cambridge Affordable Housing Corporation, Tax ID # [REDACTED]) |

Cambridge Housing Authority (CHA) provides long-term rental housing and rental assistance to residents in Cambridge through its Public Housing and Housing Choice Voucher (HCV) Programs. The CHA is recognized nationally for its innovative housing development and service partnerships. The Resident Services department maintains quality program and services partnerships with nearly 25 agencies, companies, and institutions annually in providing diverse educational support opportunities to its residents. The department has a long history of engaging families through programs for teens and young adults, formal partnerships with local non-profits, institutions, city agencies, and asset-building programs. Reaching over 600 youth and 4,000 families annually, these diverse programs and partnerships provide a continuum of services that cover the full life cycle, from early childhood to aging-in-place services for the elderly.

As an Equal Employment Opportunity Employer, the CHA regularly conducts agency-wide trainings on diversity, customer service, sexual discrimination, and other related areas. The CHA maintains a collective bargaining agreement with Local 122 Teamsters. Hannah Lodi, the CHA’s Director of Leasing and Occupancy, and John Lindamood, Director of Resident Services, will be the primary organizational leaders involved with this proposal.

| | | |
|-------------------|--------------------|---------------------|
| Partner #2 | www.challiance.org | Tax ID # [REDACTED] |
|-------------------|--------------------|---------------------|

| | | |
|----------------------------------|---|------------------------|
| Cambridge Health Alliance | 1493 Cambridge St., Cambridge, MA 02139 | 501©3 (CHA Foundation) |
|----------------------------------|---|------------------------|

Cambridge Health Alliance is the only public health care system in the state, and its mission is to improve the health of its communities. In addition to providing patient care, it operates the Cambridge Public Health Department and collaborates closely with government and non-profits to improve health status and reduce barriers to care. Its Community Health Advisory Council works with community partners to understand and respond to community health needs. The Alliance runs the school-based health center at Cambridge Rindge and Latin and provides health care to the two homeless shelters in Cambridge. Currently, it collaborates with the City and with the Cambridge Housing Authority on a housing voucher program for MassHealth ACO members. It also maintains a collaborative relationship with North Charles and processes medication assisted treatment to over 500 patients annually.

Cambridge Health Alliance is a safety net health care system and is well known for addressing equity and inclusion within the organization. The Alliance's workforce is diverse, employing more than 40 bilingual primary care providers. It also hosts a nationally recognized medical interpreter and translation program available in over 150 languages. More than 50% of the patient population has a primary language other than English and CHA's workforce is intended to reflect its patients. Mary Cassesso, President of the Cambridge Health Alliance Foundation and Chief Community Officer, and Kathy Betts, Director of Community Health Improvement, will work closely with the partners on this proposal.

| | | |
|--|-----------------------------------|---------------------|
| Partner #3 | www.healthrecovery.org | Tax ID # [REDACTED] |
| Institute for Health and Recovery | 349 Broadway, Cambridge, MA 02139 | 501©3 |

Institute for Health and Recovery (IHR) is a statewide organization (with administrative offices including a licensed behavioral health clinic site in Cambridge) incorporated in 1990 with a mission of supporting family recovery from substance use disorders, mental illness, and trauma. IHR provides training, consultation, technical assistance and curriculum development for state, local and national organizations to improve integration of best practices and policies into prevention and treatment programs. For clients and families, IHR provides home- and community-based therapeutic, family-counseling services. IHR is committed to the building and maintenance of collaborative service delivery models. It works with providers at publicly-funded programs to develop systems that support family recovery, and many of IHR's clinicians serve families referred by the Mass. Department of Children and Families. IHR's Child and Family Services Department serves as a resource to the MA substance use treatment system and develops training on issues of families, substance use, and recovery. In Cambridge, IHR partners with Cambridge Health Alliance and with North Charles to provide psychotropic medication / medication assisted treatment.

IHR's founding principles, which continue to be key to its mission, include commitments to fostering gender-responsive, trauma-informed, relational service delivery models and advancing multicultural (in its broadest sense, incorporating a commitment to a culture of recovery) competency within service delivery systems. Norma Finkelstein is IHR's Executive Director and Katharine Thomas, Assistant Director, will be the primary leader involved with this proposal.

| | | |
|--|-------------------------------------|---------------------|
| Partner #4 | www.helpfamilies.org | Tax ID # [REDACTED] |
| Cambridge Family & Children's Service | 60 Gore Street, Cambridge, MA 02141 | 501©3 |

Cambridge Family & Children's Service (CFCS) provides support and advocacy for children, adults, and families to develop and nurture safe, permanent relationships and maximize individual growth. Through the Family Support & Stabilization Department and a strong relationship with the Department of Children and

Families, CFCS staff currently engage at-risk families on a one-to-one level, collaborating with each parent to determine what would be most helpful for their particular needs. CFCS offers connection to all available community resources, support for opportunities for self-advocacy, and opportunities to join parent workshops and trainings such as the nationally recognized Parenting Journey or Parenting in America. As the oldest human services agency in Cambridge, CFCS has a long history of working with area agencies to best meet community needs. On recent initiatives such as a Permanency Collaboration Project and Permanency Initiative for Transition Aged Youth, partners have included Walker Inc. (finding adoptive families), Plummer Youth Promise (training, consulting, and coaching support on permanency best practice), and Silver Lining Mentoring (adult mentor relationships and life skill building). Partnerships support the agency's goal to ensure that every child develops a sense of belonging and the continuity of family connections to support and sustain them.

CFCS shares the vision of many others for the development of a system of care that values the integrity of the family and the provision of services that are strengths-based, family driven, youth guided, trauma informed and individualized. Services are based on the value that they must be responsive to parents of diverse cultures, religions, races, ethnicities, and sexual orientations and delivered in a language that is familiar and understandable to them. On this project, Executive Director Bob Gittens will work closely with the partners to develop the program plan, and Deputy Director Noreen Dolan will collaborate with the CFCS Family Support & Stabilization Program Director to create specific programming and programming staffing models.

Lead Organization Information:

Past experiences in partnerships—

For fifty years, Just-A-Start has been an experienced community partner providing education, workforce development, affordable housing, and supportive services to Cambridge residents. Each year, JAS works with the City of Cambridge, municipal programs, educational institutions, human services organizations, local employers, and nonprofit partners to provide affordable housing and resident services to 1,500 residents, education and training to over 200 adults and youth, and housing services to 1,000 community members. JAS fosters a strong relationship with the City of Cambridge Community Development Department and the Affordable Housing Trust and collaborates with these entities to achieve the City's housing targets. In its workforce development programs, JAS partners with a broad range of local employers as program funders, Advisory Board members, and job placement sites including Sanofi Genzyme, Shire, and the Federal Reserve Bank of Boston. To enhance its educational offerings and expand the resources available to students, JAS works closely with educational partners such as Bunker Hill Community College, Cambridge Rindge and Latin School, and the Cambridge Community Learning Center. JAS also has a long track record of partnering with public and government entities such as the Metro North Regional Employment Board, the City of Cambridge's Office of Workforce Development, and the Department of Labor. On the Housing Services side, JAS maintains referral relationships with many area organizations including the Cambridge Multi-Service Center and Somerville and Cambridge Elder Services.

Fiscal capacity—

JAS has strong financial standing and audits of the organization's finances reveal that JAS is well positioned for organizational sustainability and resiliency. JAS's internal control policies provide the infrastructure to properly safeguard its assets, provide compliance with state and federal laws and regulations, and produce timely and accurate financial information. JAS finances its programs from a wide variety of sources, including consistent financial partnerships with the City of Cambridge as well as federal agencies including HUD and DOL. The organization has a track record of compliance with its many contracts and with all

regulatory requirements. Funding from these sources is bolstered with grants from private foundations and corporations, and JAS has fifty years of experience in managing, tracking, and reporting on grant funding. JAS's core competencies include expertise in administration of complex government and private grants, expertise in real estate project management and resident services, and proficiency in the development and management of innovative and comprehensive programs. JAS's Executive Team includes Directors of Education & Training, Housing Resources, and Resource Development, as well as an Acting Director of Real Estate and long-term Finance Consultant. Additional staff support includes a Grants Manager, Evaluation Manager, and a robust Finance team.

Experience with and capacity for data collection—

JAS seeks to be a data-driven learning organization, and all of JAS's programs have measurable objectives for which outcomes are tracked. Outcomes map to program logic models and are measured and evaluated by program managers and staff with extensive experience in their field; these individuals include licensed social workers, teachers, trained mediators, long-time development professionals, contractors, seasoned program managers, and the Executive Team. JAS's Strategic Plan supports the organization's focus on its three strategic priorities (secure home; sustainable career; organizational excellence), and its ability to measure its community impact within those three priorities. JAS has adopted Salesforce as a centralized database and JAS's Program Evaluation Manager oversees the process of maintaining the organization's data and analytical infrastructure, working with a consultant with expertise in Salesforce development and administration and with a full-time Evaluation and Database Administrator. JAS regularly reports back on outcomes to funders of its contracts and grants.

Community Representation, Equity, and Inclusion—

As a CDC, JAS works closely with a diversity of community residents, businesses, corporations, organizations, public agencies and officials, and partners through its housing, education and training, and community engagement activities and initiatives. Just-A-Start's Board of Directors is designed to reflect the communities and needs served by JAS. Of the 17 current members, 15 live and/or work in Cambridge or other communities served by JAS, and several are current or former program participants and residents. Members of the Executive team regularly connect with residents, program participants, and all external stakeholders to ensure ongoing "learning loops" from the diverse constituents of the organization. Board members and outside community stakeholders participate on several Committees that also provide ongoing oversight and assessment for JAS; these Committees include Program and Engagement; Finance; Governance; Real Estate; and Resource Development. Input is continually solicited from program participants, residents of JAS rental properties, organization investors and funders (both public and private), and staff on an ongoing basis to assess progress and identify trends and community needs. JAS's Education and Training programs utilize coaching frameworks to track students' progress and solicit feedback about resources and needs. Students and participants also regularly complete surveys about programming to inform evaluation and program modifications. Housing Resources is currently completing a comprehensive Resident Needs Assessment in partnership with Enterprise Community Partners to gain a deeper understanding about service utilization patterns and barriers to service, and will implement recommendations from the assessment to improve the quality of life for its residents.

INITIAL PLAN FOR PROGRAM MODEL

This partnership proposes a comprehensive direct service program designed to help families improve their self-sufficiency, health, and economic independence. The program will utilize a one-on-one coaching model in which coaches are paired with families to assess, establish, and achieve individualized goals over a period of several years. Coaching is a strengths-based, participant-centered partnership that builds participants' resilience, persistence, and stability. Trained staff will coach participants in setting priorities, developing action plans, honoring commitments, and achieving goals. In addition to coaching, participants will also benefit from the resources and services offered by the program's partners and extended network of referral connections.

The program's design will be informed by EMPATH's Mobility Mentoring approach, using an adapted Bridge to Self-Sufficiency. The Bridge to Self-Sufficiency is a framework and assessment tool that outlines and tracks families' progress towards their own goals related to economic self-sufficiency in areas such as family stability, well-being, financial management, and education and career. The Bridge utilizes a holistic approach, recognizing that these issues are interrelated and that progress in one area can reinforce progress in another. Because stressors related to poverty can result in "toxic stress" which ultimately can shift brain architecture in both children and adults (Harvard, Center for the Developing Child; ACES), mobility mentoring's approach is brain science-informed and helps participants to build decision-making, goal-setting, and executive-function skills.

In this model, the activities and goals of the program are customized to the participating families, who are fully engaged in the process. Working together, participants and coaches will identify the family's individual needs and goals, particularly as they align with Top Tier Needs. Coaches will then work with families to progress towards their goals through a combination of personal coaching and connections to partner and referral agencies that can provide related resources and services. If awarded a planning grant, the exact services provided by these agencies would be determined during that phase; for example, a family needing support related to Financial Security and Mental Health could receive coaching as well as specific financial counseling from Just-A-Start's Financial Opportunity Program Coordinator, home-based trauma counseling provided by the Institute for Health and Recovery, and medication in partnership with the Cambridge Health Alliance. As participants work towards their goals, a system of positive rewards and incentives supports achievement and consolidates more resources for families. The ambition of the program is to improve the stability and mobility of families by providing a well-coordinated network of resources and services for both generations of the family across these interrelated needs. A goals-oriented tool and format will enable families to make impactful progress while allowing partners to collect and use data to measure individual and program progress and effectiveness over time.

In this model, participants will be met by an accessible "front door" to integrated services, reducing the stress and time associated with needing to independently navigate separate agencies and therefore increasing the services' efficacy and impact. With a coach as a navigator, families will benefit from a more accessible entry point to assistance as well as sustained support as they pursue their own goals. The program will use a relational approach, grounded in evidence-based principles of Motivational Interviewing and Case Management, to engage families and develop trust. Especially for families who have previously been involved in multiple "helping" systems in the past, suspicion and vulnerability can be challenges, and for assistance to be effective, needs must be addressed gently in a respectful environment rooted in a strength-based approach. Recognizing that families who are struggling with issues such as isolation, poverty, unemployment, exposure to domestic violence, substance abuse, mental health issues, or cultural, language and religious barriers are often concerned about connections with unknown organizations,

multiple layers of relationship building and collaborative planning will allow the program to identify families in need, assist them in managing the stressors associated with pressures such as poverty, housing instability, children's development and behavior, substance use, and trauma, and empower them to make progress towards greater family stability, and ultimately, mobility.

Partners would utilize the planning phase to develop a working model for the program's pilot. Partners would collaborate to complete a needs assessment during the planning phase to inform the program's model and intake process. With questions focused on the Top Tier Needs as well as related issues, the assessment's results would be tabulated and examined to determine the extent of services needed for this particular target population. Work would also include developing a modified Bridge to Self-Sufficiency tool informed by community input to customize the model to this particular program. Stakeholder meetings including potential participants, partners, residents, property managers, and other potential community-based resources would provide insight into the program's design and create opportunities for community engagement and feedback, shaping a program that is responsive to the community's needs and particular composition.

This proposal provides a unique opportunity for each partner to leverage its own expertise and resources and better integrate with other area providers. As the lead organization, Just-A-Start brings fifty years of experience in affordable housing, housing services, and workforce development to the partnership. Cambridge Housing Authority complements and extends the partnership's reach to residents of affordable housing across the city. As health partners, the Institute for Health and Recovery offers significant resources and capacity related to family-focused mental health while Cambridge Health Alliance's involvement creates a holistic medical care connection for participants that includes behavioral health. Cambridge Family & Children's Service provides deep expertise in family well-being and parent skills-building, especially for immigrant families, as well as the connections to navigate state systems through its strong relationships with DCF and other state agencies. By coordinating services in a participant-centered model, the partnership proposes to measurably address Top Tier Needs and improve the stability of low-income Cambridge families while piloting innovative nonprofit collaboration in Cambridge.

Community Benefits Fund Planning Grant Summary Expense Budget**Lead Organization:** Just-A-Start**Partner Organizations:** Cambridge Health Alliance, Cambridge Housing Authority (CHA), Cambridge Family and Children's Service (CFCS), Institute for Health and Recovery (IHR)

| Category | Requested Amount |
|-------------------------------------|-------------------------|
| Consulting Resources and Fees | \$ 15,000 |
| Community Engagement | \$ 5,000 |
| Partner Compensation - Just-A-Start | \$ 4,000 |
| Partner Compensation - CHA | \$ 2,000 |
| Partner Compensation - CFCS | \$ 2,000 |
| Partner Compensation - IHR | \$ 2,000 |
| Total | \$ 30,000 |

Notes:

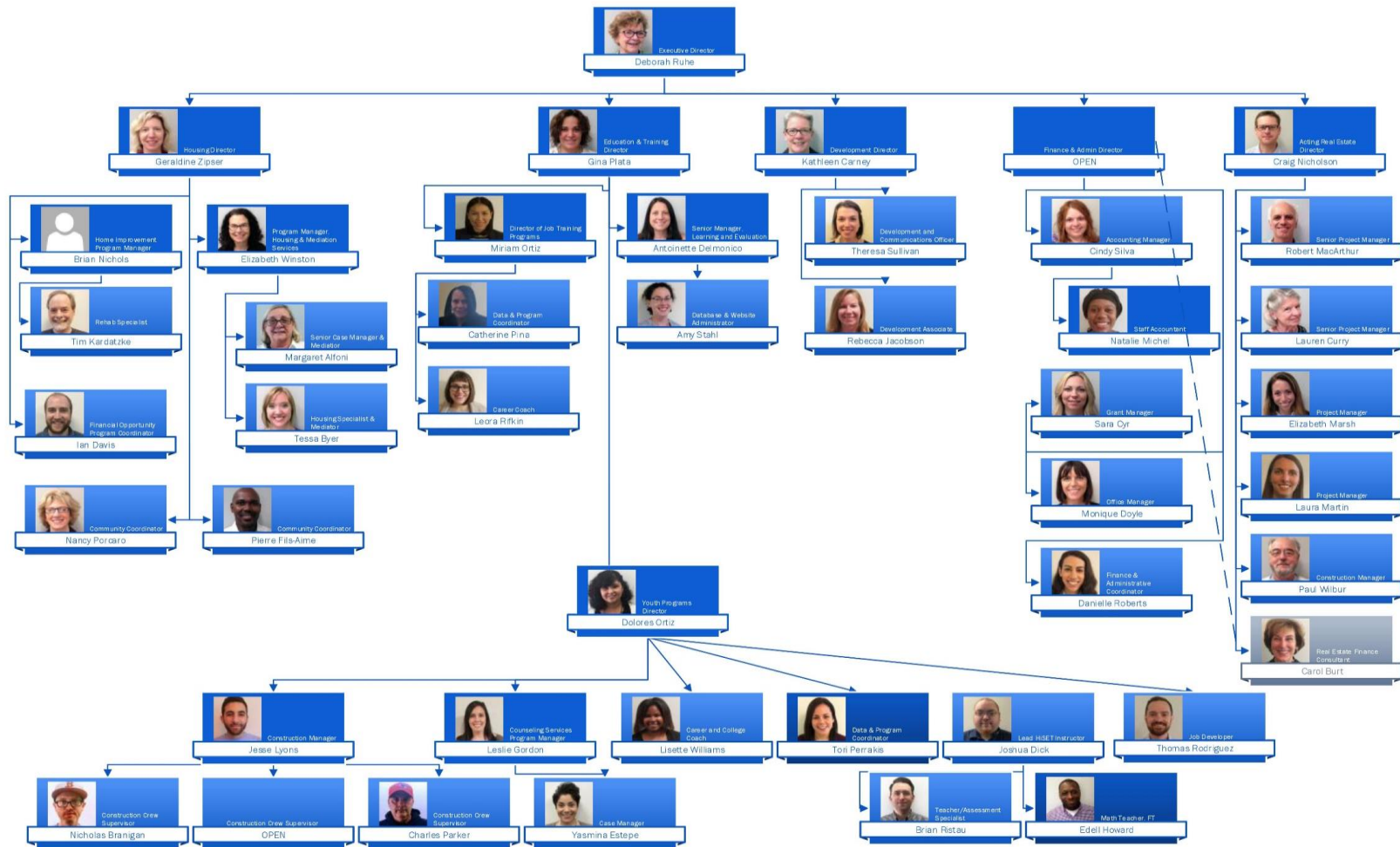
Consulting Resources and Fees: Funds in this category would allow the partners to engage consultants, including EMPATH, for technical assistance with program design.

Community Engagement: Funds in this category would be used for supplies, food, and incentives for participation at stakeholder meetings during program development.

Partner Compensation: Funds in this category would compensate partner organizations for meeting facilitation and participation throughout the planning phase.

Just-A-Start Corporation Board of Directors - 2019

| Last Name | First Name | Position on Board | Address in Service Area (y/n) | Low/Mod Income (y/n) | Race | Ethnicity |
|--------------|------------|-------------------|-------------------------------|----------------------|------|-----------|
| Aiken | Barbara | Director | Y | N | W | |
| Brassil | Paul | Director | N | N | W | |
| Dendy | Tara | Director | Y | Y | B | |
| Drapkin | Lisa | Clerk | Y | N | W | |
| Fitzpatrick | Shawn | Director | N | N | W | |
| Gallego | Gustavo | Director | Y | Y | W | Latino |
| Geburu | Samuel | Director | Y | N | B | Ethiopian |
| Harding | Richard | Director | Y | N | B | |
| Henn | John | Director | Y | N | W | |
| Kanson-Benav | Jesse | Director | Y | N | W | |
| Kuhn | Michael | Treasurer | Y | N | W | |
| Miranda | Joel | Director | y | N | W | Latino |
| Munkenbeck | Peter | Chair | Y | N | W | |
| Parravano | Paul | Director | Y | N | W | |
| Steffens | Shane | Director | N | N | W | |
| Stockard | Susan | Director | Y | N | W | |
| Weinrobe | Zoe | Vice Chair | Y | N | W | |



DEPARTMENT OF THE TREASURY



District Director
Internal Revenue Service

Date MAY 20 1971

In reply refer to
AU:EO:GT

Just A Start Corporation
320 Cambridge Street
Cambridge, Mass. 02141

Gentlemen:

Purpose: Charitable

Accounting Period Ending: December 31

On the basis of your stated purposes and the understanding that your operations will continue as evidenced to date or will conform to those proposed in your ruling application, we have concluded that you are exempt from Federal income tax as an organization described in section 501(c)(3) of the Internal Revenue Code. Any changes in operation from those described, or in your character of purposes, must be reported immediately to your District Director for consideration of their effect upon your exempt status. You must also report any change in your name or address.

Pending issuance of regulations under section 509 of the Code, we are unable to make a determination as to whether you are a private foundation as defined in that section. Upon issuance of the regulations we will evaluate your application and make a determination as to whether you are a private foundation.

You are required to file the annual return, Form 990, on or before the 15th day of the 5th month after the end of your annual accounting period. Failure to file the Form 990 by this date may subject you to a penalty of \$10 for each day during which such failure continues, up to a maximum of \$5,000.

You are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T. In this letter we are not determining whether any of your present or proposed activities is unrelated trade or business as defined in section 513 of the Code.

Contributions made to you are deductible by donors as provided in section 170 of the Code. Bequests, legacies, devises, transfers or gifts to or for your use are deductible for Federal estate and gift tax purposes under the provisions of section 2055, 2106 and 2522 of the Code.

You are not liable for the taxes imposed under the Federal Insurance Contributions Act (social security taxes) unless you file a waiver of exemption certificate as provided in such act. You are not liable for the tax imposed under the Federal Unemployment Tax Act. Inquiries about the waiver of exemption certificate for social security taxes should be addressed to your local Internal Revenue Service office, as should any questions concerning excise, employment or other Federal taxes.

This is a determination letter.

Sincerely yours,

William E. Williams

WILLIAM E. WILLIAMS

District Director

If upon issuance of the regulations we determine that you are a private foundation, you will be required to comply with the provisions of section 508(e), which specifies that a private foundation is not exempt unless its governing instrument includes certain provisions set forth in that section and the regulations thereunder. Failure to comply with the requirements of section 508(e) will result in retroactive revocation of this determination.

Form **990**

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

2016

Department of the Treasury
Internal Revenue Service

- ▶ Do not enter social security numbers on this form as it may be made public.
- ▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

Open to Public Inspection

A For the 2016 calendar year, or tax year beginning _____ **and ending** _____

| | | | |
|--|---|--|---|
| B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending | C Name of organization JUST-A-START CORPORATION | | D Employer identification number [REDACTED] |
| | Doing business as | | E Telephone number 617-494-0444 |
| | Number and street (or P.O. box if mail is not delivered to street address) | Room/suite | |
| | 1035 CAMBRIDGE STREET NO. 12 | | G Gross receipts \$ 21,092,244. |
| | City or town, state or province, country, and ZIP or foreign postal code CAMBRIDGE, MA 02141 | | |
| F Name and address of principal officer: DEBORAH RUHE 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA | | H(a) Is this a group return for subordinates? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> | |
| I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527 | | H(b) Are all subordinates included? Yes <input type="checkbox"/> No <input type="checkbox"/> | |
| J Website: WWW.JUSTASTART.ORG | | H(c) Group exemption number ▶ | |
| K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶ | | L Year of formation: 1970 M State of legal domicile: MA | |

| Part I Summary | | Prior Year | Current Year |
|--|--|--|----------------------------|
| Activities & Governance | 1 Briefly describe the organization's mission or most significant activities: COMMUNITY DEVELOPMENT BY CREATING, RETAINING AND STABILIZING AFFORDABLE HOUSING AND PROVIDING | | |
| | 2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets. | | |
| | 3 Number of voting members of the governing body (Part VI, line 1a) | 3 | 12 |
| | 4 Number of independent voting members of the governing body (Part VI, line 1b) | 4 | 12 |
| | 5 Total number of individuals employed in calendar year 2016 (Part V, line 2a) | 5 | 108 |
| | 6 Total number of volunteers (estimate if necessary) | 6 | 39 |
| | 7a Total unrelated business revenue from Part VIII, column (C), line 12 | 7a | 0. |
| b Net unrelated business taxable income from Form 990-T, line 34 | 7b | 0. | |
| Revenue | 8 Contributions and grants (Part VIII, line 1h) | 4,171,322. | 17,523,889. |
| | 9 Program service revenue (Part VIII, line 2g) | 3,132,301. | 3,174,988. |
| | 10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) | 64,640. | 221,829. |
| | 11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) | 422. | 171,538. |
| | 12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) | 7,368,685. | 21,092,244. |
| Expenses | 13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) | 45,222. | 49,272. |
| | 14 Benefits paid to or for members (Part IX, column (A), line 4) | 0. | 0. |
| | 15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) | 4,078,060. | 3,472,562. |
| | 16a Professional fundraising fees (Part IX, column (A), line 11e) | 0. | 0. |
| | b Total fundraising expenses (Part IX, column (D), line 25) ▶ 226,915. | | |
| 17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) | 3,062,004. | 2,961,004. | |
| 18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) | 7,185,286. | 6,482,838. | |
| 19 Revenue less expenses. Subtract line 18 from line 12 | 183,399. | 14,609,406. | |
| Net Assets or Fund Balances | 20 Total assets (Part X, line 16) | Beginning of Current Year 25,836,301. | End of Year 25,806,470. |
| | 21 Total liabilities (Part X, line 26) | 20,319,164. | 20,217,785. |
| | 22 Net assets or fund balances. Subtract line 21 from line 20 | 5,517,137. | 5,588,685. |

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

| | | | | | |
|------------------------|---|----------------------|------------|---|------------|
| Sign Here | Signature of officer | Date | | | |
| | DEBORAH RUHE, EXECUTIVE DIRECTOR | | | | |
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | Check if self-employed <input type="checkbox"/> | PTIN |
| | MATTHEW TROIANO, CPA | MATTHEW TROIANO, CPA | 08/08/17 | | [REDACTED] |
| Firm's name | Firm's address | | Firm's EIN | Phone no. | |
| | ALEXANDER, ARONSON, FINNING & CO., P.C. 21 EAST MAIN STREET WESTBOROUGH, MA 01581 | | [REDACTED] | 508-366-9100 | |



Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: COMMUNITY DEVELOPMENT BY CREATING, RETAINING AND STABILIZING AFFORDABLE HOUSING AND PROVIDING EDUCATION, TRAINING AND PLACEMENT PROGRAMS FOR LOW INCOME YOUTH AND ADULTS.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [X] Yes [] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 1,806,912. including grants of \$ 49,272.) (Revenue \$) EDUCATION & TRAINING - JAS OFFERS EDUCATION AND WORKFORCE TRAINING PROGRAMS FOR TEENS, YOUTH, AND ADULTS TO ALLOW THEM TO DEVELOP SKILLS TO ENTER SUSTAINABLE CAREER PATHWAYS. OUR IN-SCHOOL YOUTH PROGRAMS PROVIDE PUBLIC HIGH SCHOOL STUDENTS WITH ACADEMIC ENRICHMENT AND CAREER DEVELOPMENT. JAS YOUTHBUILD GIVES OUT OF SCHOOL YOUTH THE OPPORTUNITY TO COMPLETE THEIR SECONDARY EDUCATION AND MOVE ON TO POST-SECONDARY EDUCATION OR EMPLOYMENT. THE JAS BIOMEDICAL CAREERS PROGRAM PROVIDES UNEMPLOYED AND UNDER-EMPLOYED ADULTS WITH A PATHWAY TO ENTER THE LOCAL BIOTECH INDUSTRY. THESE PROGRAMS SERVE DIFFERENT POPULATIONS WITH THE SHARED GOAL OF HELPING PEOPLE BUILD THE SKILLS THEY NEED TO MOVE TOWARDS FUTURE CAREER SUCCESS AND INCREASE THEIR CHANCES OF UPWARD ECONOMIC MOBILITY.

4b (Code:) (Expenses \$ 1,512,153. including grants of \$) (Revenue \$ 1,793,177.) HOUSING DEVELOPMENT AND HOUSING SERVICES - THE HOME IMPROVEMENT PROGRAM ALLOWS LOW AND MODERATE INCOME HOMEOWNERS WITHIN CAMBRIDGE TO IMPROVE AND STABILIZE THEIR HOMES WITH NEEDED RENOVATIONS AND LOW OR NO INTEREST LOANS. JAS ASSISTED 45 HOMEOWNERS LAST YEAR. ALSO, THE HOMELESSNESS PREVENTION PROGRAM SUPPORTED 461 HOUSEHOLDS IN RETAINING THEIR HOUSING USING MEDIATION / CONFLICT RESOLUTION AND RENTAL ASSISTANCE FUNDING.

4c (Code:) (Expenses \$ 1,659,067. including grants of \$) (Revenue \$ 1,553,349.) ASSET MANAGEMENT - JAS HAS DEVELOPED AND PRESERVED NEARLY 600 UNITS OF AFFORDABLE HOUSING. THE PURPOSE OF ASSET MANAGEMENT IS TO MAINTAIN HIGH QUALITY, FINANCIALLY SOUND, AFFORDABLE HOUSING WITHIN CAMBRIDGE.

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 4,978,132.



Part IV Checklist of Required Schedules

| | Yes | No |
|--|-----|----|
| 1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> | X | |
| 2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ? | X | |
| 3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i> | | X |
| 4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i> | X | |
| 5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i> | | X |
| 6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i> | | X |
| 7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i> | | X |
| 8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> | | X |
| 9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i> | | X |
| 10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> | | X |
| 11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable. | | |
| a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i> | X | |
| b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i> | | X |
| c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i> | X | |
| d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i> | X | |
| e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> | X | |
| f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i> | X | |
| 12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i> | | X |
| b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i> | X | |
| 13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i> | | X |
| 14a Did the organization maintain an office, employees, or agents outside of the United States? | | X |
| b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i> | | X |
| 15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i> | | X |
| 16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i> | | X |
| 17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i> | | X |
| 18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> | | X |
| 19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> | | X |



Part IV Checklist of Required Schedules (continued)

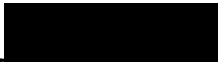
| | Yes | No |
|--|-----|----|
| 20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i> | | X |
| b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? | | |
| 21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> | X | |
| 22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> | | X |
| 23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> | X | |
| 24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i> | | X |
| b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? | | |
| c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? | | |
| d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? | | |
| 25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> | | X |
| b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> | | X |
| 26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i> | | X |
| 27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i> | | X |
| 28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions): | | |
| a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| 29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> | X | |
| 30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> | | X |
| 31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> | | X |
| 32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> | | X |
| 33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> | X | |
| 34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i> | X | |
| 35a Did the organization have a controlled entity within the meaning of section 512(b)(13)? | X | |
| b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> | X | |
| 36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> | | X |
| 37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> | | X |
| 38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? | X | |

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

Table with columns for question numbers (1a-14b), Yes/No checkboxes, and numerical responses (e.g., 31, 0, 108, 10a-11b, 12a-12b, 13a-13c, 14a-14b).



Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

| | | Yes | No |
|----|--|-----|----|
| 1a | Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O. | | |
| | | | |
| b | Enter the number of voting members included in line 1a, above, who are independent | | |
| 2 | Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? | | X |
| 3 | Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person? | | X |
| 4 | Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? | | X |
| 5 | Did the organization become aware during the year of a significant diversion of the organization's assets? | | X |
| 6 | Did the organization have members or stockholders? | | X |
| 7a | Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? | | X |
| b | Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? | | X |
| 8 | Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: | | |
| a | The governing body? | X | |
| b | Each committee with authority to act on behalf of the governing body? | X | |
| 9 | Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O | | X |

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

| | | Yes | No |
|-----|--|-----|----|
| 10a | Did the organization have local chapters, branches, or affiliates? | | X |
| b | If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? | | |
| 11a | Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? | X | |
| b | Describe in Schedule O the process, if any, used by the organization to review this Form 990. | | |
| 12a | Did the organization have a written conflict of interest policy? If "No," go to line 13 | X | |
| b | Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? | X | |
| c | Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done | X | |
| 13 | Did the organization have a written whistleblower policy? | X | |
| 14 | Did the organization have a written document retention and destruction policy? | X | |
| 15 | Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision? | | |
| a | The organization's CEO, Executive Director, or top management official | X | |
| b | Other officers or key employees of the organization | X | |
| | If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions). | | |
| 16a | Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? | X | |
| b | If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements? | X | |

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed **MA**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20 State the name, address, and telephone number of the person who possesses the organization's books and records: **KATHRYN ROSENBERG - 617-494-0444**
1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

| (A) Name and Title | (B) Average hours per week (list any hours for related organizations below line) | (C) Position (do not check more than one box, unless person is both an officer and a director/trustee) | | | | | | (D) Reportable compensation from the organization (W-2/1099-MISC) | (E) Reportable compensation from related organizations (W-2/1099-MISC) | (F) Estimated amount of other compensation from the organization and related organizations |
|---|---|---|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
| | | Individual trustee or director | Institutional trustee | Officer | Key employee | Highest compensated employee | Former | | | |
| (1) PAUL PARRAVANO VICE PRESIDENT | 5.00 | X | | X | | | | 0. | 0. | 0. |
| (2) PETER MUNKENBECK PRESIDENT | 5.00 | X | | X | | | | 0. | 0. | 0. |
| (3) SHAWN FITZPATRICK DIRECTOR | 5.00 | X | | | | | | 0. | 0. | 0. |
| (4) ALIYAH GARY DIRECTOR | 5.00 | X | | | | | | 0. | 0. | 0. |
| (5) JOEL MIRANDA DIRECTOR | 5.00 | X | | | | | | 0. | 0. | 0. |
| (6) JOHN HENN CLERK | 5.00 | X | | X | | | | 0. | 0. | 0. |
| (7) ZOE WEINROBE TREASURER | 5.00 | X | | X | | | | 0. | 0. | 0. |
| (8) SUSAN STOCKARD DIRECTOR | 5.00 | X | | | | | | 0. | 0. | 0. |
| (9) LISA DRAPKIN DIRECTOR | 5.00 | X | | | | | | 0. | 0. | 0. |
| (10) JESSE KANSON-BENANAV DIRECTOR | 5.00 | X | | | | | | 0. | 0. | 0. |
| (11) SHANE STEFFENS DIRECTOR | 5.00 | X | | | | | | 0. | 0. | 0. |
| (12) MICHAEL KUHN DIRECTOR | 5.00 | X | | | | | | 0. | 0. | 0. |
| (13) SALVATORE BOSCO CFO | 30.00 | | | X | | | | 105,308. | 0. | 5,024. |
| (14) DEBORAH RUHE EXECUTIVE DIRECTOR | 37.50 | | | X | | | | 152,622. | 0. | 10,604. |
| (15) DIANE SHANNON DIRECTOR OF FINANCE | 37.50 | | | X | | | | 34,562. | 0. | 7,359. |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

| | | | | (A) | (B) | (C) | (D) | |
|--|--|--|--|---------------|------------------------------------|----------------------------|--|--|
| | | | | Total revenue | Related or exempt function revenue | Unrelated business revenue | Revenue excluded from tax under sections 512 - 514 | |
| Contributions, Gifts, Grants and Other Similar Amounts | 1 a | Federated campaigns | 1a | | | | | |
| | b | Membership dues | 1b | | | | | |
| | c | Fundraising events | 1c | | | | | |
| | d | Related organizations | 1d | | | | | |
| | e | Government grants (contributions) | 1e | 2,203,587. | | | | |
| | f | All other contributions, gifts, grants, and similar amounts not included above | 1f | 15,320,302. | | | | |
| | g | Noncash contributions included in lines 1a-1f: \$ | | 14,500,000. | | | | |
| | h | Total. Add lines 1a-1f | | 17,523,889. | | | | |
| Program Service Revenue | 2 a | RENTAL INCOME | Business Code 531110 | 1,553,349. | 1,553,349. | | | |
| | b | DEVELOPMENT FEES | 561700 | 1,153,499. | 1,153,499. | | | |
| | c | MANAGEMENT AND OTHER FEES | 561700 | 468,140. | 468,140. | | | |
| | d | | | | | | | |
| | e | | | | | | | |
| | f | All other program service revenue | | | | | | |
| | g | Total. Add lines 2a-2f | | 3,174,988. | | | | |
| Other Revenue | 3 | Investment income (including dividends, interest, and other similar amounts) | | 221,829. | | | 221,829. | |
| | 4 | Income from investment of tax-exempt bond proceeds | | | | | | |
| | 5 | Royalties | | | | | | |
| | 6 a | Gross rents | (i) Real | (ii) Personal | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | b | Less: rental expenses | | | | | | |
| | c | Rental income or (loss) | | | | | | |
| | d | Net rental income or (loss) | | | | | | |
| | 7 a | Gross amount from sales of assets other than inventory | (i) Securities | (ii) Other | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | b | Less: cost or other basis and sales expenses | | | | | | |
| c | Gain or (loss) | | | | | | | |
| d | Net gain or (loss) | | | | | | | |
| 8 a | Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18 | a | | | | | | |
| | | b | Less: direct expenses | b | | | | |
| | | | Net income or (loss) from fundraising events | | | | | |
| 9 a | Gross income from gaming activities. See Part IV, line 19 | a | | | | | | |
| | | b | Less: direct expenses | b | | | | |
| | | | Net income or (loss) from gaming activities | | | | | |
| 10 a | Gross sales of inventory, less returns and allowances | a | | | | | | |
| | | b | Less: cost of goods sold | b | | | | |
| | | | Net income or (loss) from sales of inventory | | | | | |
| Miscellaneous Revenue | | | | | | | | |
| 11 a | MISCELLANEOUS REVENUE | Business Code 900099 | 108,640. | 108,640. | | | | |
| b | RECOVERY OF NOTES RECEIVABLE | 900099 | 62,898. | 62,898. | | | | |
| c | | | | | | | | |
| d | All other revenue | | | | | | | |
| e | Total. Add lines 11a-11d | | 171,538. | | | | | |
| 12 | Total revenue. See instructions. | | 21,092,244. | 3,346,526. | 0. | 221,829. | | |



Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII. | (A) Total expenses | (B) Program service expenses | (C) Management and general expenses | (D) Fundraising expenses |
|---|-----------------------|---------------------------------|--|-----------------------------|
| 1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21 | 49,272. | 49,272. | | |
| 2 Grants and other assistance to domestic individuals. See Part IV, line 22 | | | | |
| 3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16 | | | | |
| 4 Benefits paid to or for members | | | | |
| 5 Compensation of current officers, directors, trustees, and key employees | 311,236. | 59,446. | 251,790. | |
| 6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) | | | | |
| 7 Other salaries and wages | 2,627,954. | 2,222,723. | 234,782. | 170,449. |
| 8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions) | 68,778. | 57,023. | 543. | 11,212. |
| 9 Other employee benefits | 244,011. | 205,200. | 19,850. | 18,961. |
| 10 Payroll taxes | 220,583. | 161,244. | 46,473. | 12,866. |
| 11 Fees for services (non-employees): | | | | |
| a Management | 88,171. | 88,171. | | |
| b Legal | 21,501. | 18,736. | 2,765. | |
| c Accounting | 308,041. | 29,143. | 278,898. | |
| d Lobbying | 7,402. | | 7,402. | |
| e Professional fundraising services. See Part IV, line 17 | | | | |
| f Investment management fees | | | | |
| g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.) | 353,564. | 231,903. | 121,661. | |
| 12 Advertising and promotion | | | | |
| 13 Office expenses | 131,883. | 73,545. | 51,866. | 6,472. |
| 14 Information technology | 134,473. | 32,163. | 99,911. | 2,399. |
| 15 Royalties | | | | |
| 16 Occupancy | 992,421. | 935,263. | 54,947. | 2,211. |
| 17 Travel | 30,584. | 30,584. | | |
| 18 Payments of travel or entertainment expenses for any federal, state, or local public officials | | | | |
| 19 Conferences, conventions, and meetings | | | | |
| 20 Interest | | | | |
| 21 Payments to affiliates | | | | |
| 22 Depreciation, depletion, and amortization | 644,592. | 560,200. | 84,392. | |
| 23 Insurance | | | | |
| 24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.) | | | | |
| a CLIENT EXPENSE | 331,560. | 322,559. | 8,636. | 365. |
| b MICELLANEOUS | 54,774. | 42,419. | 10,375. | 1,980. |
| c BAD DEBT | 12,038. | 8,538. | 3,500. | |
| d CAPITALIZED COSTS | -150,000. | -150,000. | | |
| e All other expenses | | | | |
| 25 Total functional expenses. Add lines 1 through 24e | 6,482,838. | 4,978,132. | 1,277,791. | 226,915. |
| 26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. | | | | |

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

| | | (A) Beginning of year | | (B) End of year |
|--|--|--------------------------|-------------|-----------------------|
| Assets | 1 Cash - non-interest-bearing | 4,101,758. | 1 | 207,845. |
| | 2 Savings and temporary cash investments | | 2 | 3,467,212. |
| | 3 Pledges and grants receivable, net | | 3 | |
| | 4 Accounts receivable, net | 1,151,257. | 4 | 742,206. |
| | 5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L | | 5 | |
| | 6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L | | 6 | |
| | 7 Notes and loans receivable, net | | 7 | |
| | 8 Inventories for sale or use | | 8 | |
| | 9 Prepaid expenses and deferred charges | 101,800. | 9 | 146,147. |
| | 10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D | 10a 16,947,874. | | |
| | b Less: accumulated depreciation | 10b 8,529,759. | 10,620,308. | 10c 8,418,115. |
| | 11 Investments - publicly traded securities | | 11 | |
| | 12 Investments - other securities. See Part IV, line 11 | | 12 | |
| | 13 Investments - program-related. See Part IV, line 11 | 4,311,752. | 13 | 4,445,836. |
| | 14 Intangible assets | | 14 | |
| | 15 Other assets. See Part IV, line 11 | 5,549,426. | 15 | 8,379,109. |
| 16 Total assets. Add lines 1 through 15 (must equal line 34) | 25,836,301. | 16 | 25,806,470. | |
| Liabilities | 17 Accounts payable and accrued expenses | 793,284. | 17 | 526,551. |
| | 18 Grants payable | | 18 | |
| | 19 Deferred revenue | | 19 | |
| | 20 Tax-exempt bond liabilities | | 20 | |
| | 21 Escrow or custodial account liability. Complete Part IV of Schedule D | | 21 | |
| | 22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L | | 22 | |
| | 23 Secured mortgages and notes payable to unrelated third parties | 16,073,955. | 23 | 15,710,103. |
| | 24 Unsecured notes and loans payable to unrelated third parties | | 24 | |
| | 25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D | 3,451,925. | 25 | 3,981,131. |
| | 26 Total liabilities. Add lines 17 through 25 | 20,319,164. | 26 | 20,217,785. |
| Net Assets or Fund Balances | Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34. | | | |
| | 27 Unrestricted net assets | 5,429,294. | 27 | 4,554,680. |
| | 28 Temporarily restricted net assets | 87,843. | 28 | 1,034,005. |
| | 29 Permanently restricted net assets | | 29 | |
| | Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34. | | | |
| | 30 Capital stock or trust principal, or current funds | | 30 | |
| | 31 Paid-in or capital surplus, or land, building, or equipment fund | | 31 | |
| | 32 Retained earnings, endowment, accumulated income, or other funds | | 32 | |
| 33 Total net assets or fund balances | 5,517,137. | 33 | 5,588,685. | |
| 34 Total liabilities and net assets/fund balances | 25,836,301. | 34 | 25,806,470. | |

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

| | | | |
|----|--|----|--------------|
| 1 | Total revenue (must equal Part VIII, column (A), line 12) | 1 | 21,092,244. |
| 2 | Total expenses (must equal Part IX, column (A), line 25) | 2 | 6,482,838. |
| 3 | Revenue less expenses. Subtract line 2 from line 1 | 3 | 14,609,406. |
| 4 | Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A)) | 4 | 5,517,137. |
| 5 | Net unrealized gains (losses) on investments | 5 | |
| 6 | Donated services and use of facilities | 6 | |
| 7 | Investment expenses | 7 | |
| 8 | Prior period adjustments | 8 | |
| 9 | Other changes in net assets or fund balances (explain in Schedule O) | 9 | -14,537,858. |
| 10 | Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B)) | 10 | 5,588,685. |

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

| | | Yes | No |
|----|---|-----|----|
| 1 | Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O. | | |
| 2a | Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis | | X |
| 2b | Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis | X | |
| 2c | If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O. | X | |
| 3a | As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? | X | |
| 3b | If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits | X | |

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2012 | (b) 2013 | (c) 2014 | (d) 2015 | (e) 2016 | (f) Total |
|---|------------|------------|------------|------------|------------|-------------|
| 1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") | 4,467,587. | 4,084,036. | 1,958,205. | 4,171,322. | 3,023,889. | 17,705,039. |
| 2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf | | | | | | |
| 3 The value of services or facilities furnished by a governmental unit to the organization without charge | | | | | | |
| 4 Total. Add lines 1 through 3 | 4,467,587. | 4,084,036. | 1,958,205. | 4,171,322. | 3,023,889. | 17,705,039. |
| 5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) | | | | | | |
| 6 Public support. Subtract line 5 from line 4. | | | | | | 17,705,039. |

Section B. Total Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2012 | (b) 2013 | (c) 2014 | (d) 2015 | (e) 2016 | (f) Total |
|--|--------------------------|------------|------------|------------|------------|-------------|
| 7 Amounts from line 4 | 4,467,587. | 4,084,036. | 1,958,205. | 4,171,322. | 3,023,889. | 17,705,039. |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | 107,180. | 164,764. | 654. | 64,640. | 221,829. | 559,067. |
| 9 Net income from unrelated business activities, whether or not the business is regularly carried on | | | | | | |
| 10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) | | 16,127. | | 422. | 171,538. | 188,087. |
| 11 Total support. Add lines 7 through 10 | | | | | | 18,452,193. |
| 12 Gross receipts from related activities, etc. (see instructions) | | | | | 12 | 12,849,952. |
| 13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here | <input type="checkbox"/> | | | | | |

Section C. Computation of Public Support Percentage

| | | |
|---|-------------------------------------|---------|
| 14 Public support percentage for 2016 (line 6, column (f) divided by line 11, column (f)) | 14 | 95.95 % |
| 15 Public support percentage from 2015 Schedule A, Part II, line 14 | 15 | 97.39 % |
| 16a 33 1/3% support test - 2016. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization | <input checked="" type="checkbox"/> | |
| b 33 1/3% support test - 2015. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization | <input type="checkbox"/> | |
| 17a 10% -facts-and-circumstances test - 2016. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization | <input type="checkbox"/> | |
| b 10% -facts-and-circumstances test - 2015. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization | <input type="checkbox"/> | |
| 18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions | <input type="checkbox"/> | |

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2012 | (b) 2013 | (c) 2014 | (d) 2015 | (e) 2016 | (f) Total |
|---|----------|----------|----------|----------|----------|-----------|
| 1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") | | | | | | |
| 2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose | | | | | | |
| 3 Gross receipts from activities that are not an unrelated trade or business under section 513 | | | | | | |
| 4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf | | | | | | |
| 5 The value of services or facilities furnished by a governmental unit to the organization without charge | | | | | | |
| 6 Total. Add lines 1 through 5 | | | | | | |
| 7a Amounts included on lines 1, 2, and 3 received from disqualified persons | | | | | | |
| b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year | | | | | | |
| c Add lines 7a and 7b | | | | | | |
| 8 Public support. (Subtract line 7c from line 6.) | | | | | | |

Section B. Total Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2012 | (b) 2013 | (c) 2014 | (d) 2015 | (e) 2016 | (f) Total |
|---|----------|----------|----------|----------|----------|-----------|
| 9 Amounts from line 6 | | | | | | |
| 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | | | | | | |
| b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 | | | | | | |
| c Add lines 10a and 10b | | | | | | |
| 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on | | | | | | |
| 12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) | | | | | | |
| 13 Total support. (Add lines 9, 10c, 11, and 12.) | | | | | | |

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

| | | |
|--|-----------|---|
| 15 Public support percentage for 2016 (line 8, column (f) divided by line 13, column (f)) | 15 | % |
| 16 Public support percentage from 2015 Schedule A, Part III, line 15 | 16 | % |

Section D. Computation of Investment Income Percentage

| | | |
|---|-----------|---|
| 17 Investment income percentage for 2016 (line 10c, column (f) divided by line 13, column (f)) | 17 | % |
| 18 Investment income percentage from 2015 Schedule A, Part III, line 17 | 18 | % |

19a 33 1/3% support tests - 2016. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2015. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

| | Yes | No |
|---|-----|----|
| 1 Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i> | | |
| 2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i> | | |
| 3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i> | | |
| b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i> | | |
| c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i> | | |
| 4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i> | | |
| b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i> | | |
| c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i> | | |
| 5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i> | | |
| b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document? | | |
| c Substitutions only. Was the substitution the result of an event beyond the organization's control? | | |
| 6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i> | | |
| 7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i> | | |
| 8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i> | | |
| 9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i> | | |
| b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i> | | |
| c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i> | | |
| 10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer 10b below.</i> | | |
| b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i> | | |

Part IV Supporting Organizations (continued)

| | Yes | No |
|---|-----|----|
| 11 Has the organization accepted a gift or contribution from any of the following persons? | | |
| a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization? | 11a | |
| b A family member of a person described in (a) above? | 11b | |
| c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI. | 11c | |

Section B. Type I Supporting Organizations

| | Yes | No |
|---|-----|----|
| 1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year. | 1 | |
| 2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization. | 2 | |

Section C. Type II Supporting Organizations

| | Yes | No |
|--|-----|----|
| 1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s). | 1 | |

Section D. All Type III Supporting Organizations

| | Yes | No |
|--|-----|----|
| 1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided? | 1 | |
| 2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s). | 2 | |
| 3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard. | 3 | |

Section E. Type III Functionally Integrated Supporting Organizations

| | | |
|---|----|--|
| 1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year(see instructions). | | |
| a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below. | | |
| b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below. | | |
| c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions). | | |
| 2 Activities Test. Answer (a) and (b) below. | | |
| a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities. | 2a | |
| b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement. | 2b | |
| 3 Parent of Supported Organizations. Answer (a) and (b) below. | | |
| a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI. | 3a | |
| b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard. | 3b | |

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI.) See instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

| Section A - Adjusted Net Income | | (A) Prior Year | (B) Current Year (optional) |
|---|--|----------------|-----------------------------|
| 1 | Net short-term capital gain | 1 | |
| 2 | Recoveries of prior-year distributions | 2 | |
| 3 | Other gross income (see instructions) | 3 | |
| 4 | Add lines 1 through 3 | 4 | |
| 5 | Depreciation and depletion | 5 | |
| 6 | Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions) | 6 | |
| 7 | Other expenses (see instructions) | 7 | |
| 8 | Adjusted Net Income (subtract lines 5, 6, and 7 from line 4) | 8 | |
| Section B - Minimum Asset Amount | | (A) Prior Year | (B) Current Year (optional) |
| 1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year): | | | |
| a | Average monthly value of securities | 1a | |
| b | Average monthly cash balances | 1b | |
| c | Fair market value of other non-exempt-use assets | 1c | |
| d | Total (add lines 1a, 1b, and 1c) | 1d | |
| e | Discount claimed for blockage or other factors (explain in detail in Part VI): | | |
| 2 | Acquisition indebtedness applicable to non-exempt-use assets | 2 | |
| 3 | Subtract line 2 from line 1d | 3 | |
| 4 | Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions) | 4 | |
| 5 | Net value of non-exempt-use assets (subtract line 4 from line 3) | 5 | |
| 6 | Multiply line 5 by .035 | 6 | |
| 7 | Recoveries of prior-year distributions | 7 | |
| 8 | Minimum Asset Amount (add line 7 to line 6) | 8 | |
| Section C - Distributable Amount | | | Current Year |
| 1 | Adjusted net income for prior year (from Section A, line 8, Column A) | 1 | |
| 2 | Enter 85% of line 1 | 2 | |
| 3 | Minimum asset amount for prior year (from Section B, line 8, Column A) | 3 | |
| 4 | Enter greater of line 2 or line 3 | 4 | |
| 5 | Income tax imposed in prior year | 5 | |
| 6 | Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions) | 6 | |
| 7 | <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions). | | |



Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations *(continued)*

| Section D - Distributions | Current Year |
|---|--------------|
| 1 Amounts paid to supported organizations to accomplish exempt purposes | |
| 2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity | |
| 3 Administrative expenses paid to accomplish exempt purposes of supported organizations | |
| 4 Amounts paid to acquire exempt-use assets | |
| 5 Qualified set-aside amounts (prior IRS approval required) | |
| 6 Other distributions (describe in Part VI). See instructions | |
| 7 Total annual distributions. Add lines 1 through 6 | |
| 8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions | |
| 9 Distributable amount for 2016 from Section C, line 6 | |
| 10 Line 8 amount divided by Line 9 amount | |

| Section E - Distribution Allocations (see instructions) | (i) Excess Distributions | (ii) Underdistributions Pre-2016 | (iii) Distributable Amount for 2016 |
|--|-----------------------------|--|---|
| 1 Distributable amount for 2016 from Section C, line 6 | | | |
| 2 Underdistributions, if any, for years prior to 2016 (reasonable cause required- explain in Part VI). See instructions | | | |
| 3 Excess distributions carryover, if any, to 2016: | | | |
| a | | | |
| b | | | |
| c From 2013 | | | |
| d From 2014 | | | |
| e From 2015 | | | |
| f Total of lines 3a through e | | | |
| g Applied to underdistributions of prior years | | | |
| h Applied to 2016 distributable amount | | | |
| i Carryover from 2011 not applied (see instructions) | | | |
| j Remainder. Subtract lines 3g, 3h, and 3i from 3f. | | | |
| 4 Distributions for 2016 from Section D, line 7: \$ | | | |
| a Applied to underdistributions of prior years | | | |
| b Applied to 2016 distributable amount | | | |
| c Remainder. Subtract lines 4a and 4b from 4 | | | |
| 5 Remaining underdistributions for years prior to 2016, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions | | | |
| 6 Remaining underdistributions for 2016. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions | | | |
| 7 Excess distributions carryover to 2017. Add lines 3j and 4c | | | |
| 8 Breakdown of line 7: | | | |
| a | | | |
| b Excess from 2013 | | | |
| c Excess from 2014 | | | |
| d Excess from 2015 | | | |
| e Excess from 2016 | | | |



Part VI

Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

Lined area for supplemental information with a large 'COPY' watermark.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Name of the organization

JUST-A-START CORPORATION

Employer identification number

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

Employer identification number

JUST-A-START CORPORATION

Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|------------|--|----------------------------|---|
| 1 | U.S. DEPARTMENT OF LABOR 200 CONSTITUTION AVENUE, N.W. WASHINGTON, DC 20210 | \$ 423,280. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 2 | CITY OF CAMBRIDGE COMMUNITY DEVELOPMENT DEPARTMENT 344 BROADWAY CAMBRIDGE, MA 02139 | \$ 964,245. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 3 | LP SOLUTIONS, LLC C/O LOW INCOME HOUSING CORP. ONE PORTLAND SQUARE, SUITE 6-A PORTLAND, ME 04101 | \$ 14,500,000. | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |

Name of organization

Employer identification number

JUST-A-START CORPORATION

Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (See instructions) | (d) Date received |
|------------------------------|---|--|----------------------|
| 3 | LP INTEREST (91%) - CLOSE BUILDING ASSOCIATES | \$ 14,500,000. | 12/31/16 |
| | | | |
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Name of organization

Employer identification number

JUST-A-START CORPORATION

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed.

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527
 ▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
 ▶ **Information about Schedule C (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.**

OMB No. 1545-0047

2016

Open to Public Inspection

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization **JUST-A-START CORPORATION** Employer identification number **[REDACTED]**

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political campaign activity expenditures ▶ \$ _____

3 Volunteer hours for political campaign activities _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No

4a Was a correction made? Yes No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____

4 Did the filing organization file **Form 1120-POL** for this year? Yes No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

| (a) Name | (b) Address | (c) EIN | (d) Amount paid from filing organization's funds. If none, enter -0-. | (e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-. |
|----------|-------------|---------|---|--|
| | | | | |
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For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule C (Form 990 or 990-EZ) 2016

LHA

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B Check if the filing organization checked box A and "limited control" provisions apply.

| Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.) | (a) Filing organization's totals | (b) Affiliated group totals | | | | | | | | | | | | |
|--|--|------------------------------------|--------------------|-------------------------------|---|--|---|--|--|---|-------------------|--------------|--|--|
| 1 a Total lobbying expenditures to influence public opinion (grass roots lobbying) | | | | | | | | | | | | | | |
| b Total lobbying expenditures to influence a legislative body (direct lobbying) | | | | | | | | | | | | | | |
| c Total lobbying expenditures (add lines 1a and 1b) | | | | | | | | | | | | | | |
| d Other exempt purpose expenditures | | | | | | | | | | | | | | |
| e Total exempt purpose expenditures (add lines 1c and 1d) | | | | | | | | | | | | | | |
| f Lobbying nontaxable amount. Enter the amount from the following table in both columns. | | | | | | | | | | | | | | |
| <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:35%;">If the amount on line 1e, column (a) or (b) is:</th> <th style="width:65%;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table> | If the amount on line 1e, column (a) or (b) is: | The lobbying nontaxable amount is: | Not over \$500,000 | 20% of the amount on line 1e. | Over \$500,000 but not over \$1,000,000 | \$100,000 plus 15% of the excess over \$500,000. | Over \$1,000,000 but not over \$1,500,000 | \$175,000 plus 10% of the excess over \$1,000,000. | Over \$1,500,000 but not over \$17,000,000 | \$225,000 plus 5% of the excess over \$1,500,000. | Over \$17,000,000 | \$1,000,000. | | |
| If the amount on line 1e, column (a) or (b) is: | The lobbying nontaxable amount is: | | | | | | | | | | | | | |
| Not over \$500,000 | 20% of the amount on line 1e. | | | | | | | | | | | | | |
| Over \$500,000 but not over \$1,000,000 | \$100,000 plus 15% of the excess over \$500,000. | | | | | | | | | | | | | |
| Over \$1,000,000 but not over \$1,500,000 | \$175,000 plus 10% of the excess over \$1,000,000. | | | | | | | | | | | | | |
| Over \$1,500,000 but not over \$17,000,000 | \$225,000 plus 5% of the excess over \$1,500,000. | | | | | | | | | | | | | |
| Over \$17,000,000 | \$1,000,000. | | | | | | | | | | | | | |
| g Grassroots nontaxable amount (enter 25% of line 1f) | | | | | | | | | | | | | | |
| h Subtract line 1g from line 1a. If zero or less, enter -0- | | | | | | | | | | | | | | |
| i Subtract line 1f from line 1c. If zero or less, enter -0- | | | | | | | | | | | | | | |
| j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? | <input type="checkbox"/> Yes | <input type="checkbox"/> No | | | | | | | | | | | | |

4-Year Averaging Period Under section 501(h)
 (Some organizations that made a section 501(h) election do not have to complete all of the five columns below.
 See the separate instructions for lines 2a through 2f.)

| Lobbying Expenditures During 4-Year Averaging Period | | | | | |
|--|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) | (a) 2013 | (b) 2014 | (c) 2015 | (d) 2016 | (e) Total |
| 2a Lobbying nontaxable amount | | | | | |
| b Lobbying ceiling amount (150% of line 2a, column(e)) | | | | | |
| c Total lobbying expenditures | | | | | |
| d Grassroots nontaxable amount | | | | | |
| e Grassroots ceiling amount (150% of line 2d, column (e)) | | | | | |
| f Grassroots lobbying expenditures | | | | | |

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

| | (a) | | (b) |
|---|-----|----|--------|
| | Yes | No | Amount |
| 1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of: | | | |
| a Volunteers? | | X | |
| b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? | X | | |
| c Media advertisements? | | X | |
| d Mailings to members, legislators, or the public? | | X | |
| e Publications, or published or broadcast statements? | | X | |
| f Grants to other organizations for lobbying purposes? | | X | |
| g Direct contact with legislators, their staffs, government officials, or a legislative body? | | X | |
| h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means? | | X | |
| i Other activities? | X | | 7,402. |
| j Total. Add lines 1c through 1i | | | 7,402. |
| 2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)? | | X | |
| b If "Yes," enter the amount of any tax incurred under section 4912 | | | |
| c If "Yes," enter the amount of any tax incurred by organization managers under section 4912 | | | |
| d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year? | | | |

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

| | Yes | No |
|---|-----|----|
| 1 Were substantially all (90% or more) dues received nondeductible by members? | 1 | |
| 2 Did the organization make only in-house lobbying expenditures of \$2,000 or less? | 2 | |
| 3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year? | 3 | |

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

| | | |
|--|----|--|
| 1 Dues, assessments and similar amounts from members | 1 | |
| 2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid). | | |
| a Current year | 2a | |
| b Carryover from last year | 2b | |
| c Total | 2c | |
| 3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues | 3 | |
| 4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year? | 4 | |
| 5 Taxable amount of lobbying and political expenditures (see instructions) | 5 | |

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

PART II-B, LINE 1, LOBBYING ACTIVITIES:

MASSACHUSETTS YOUTHBUILD COALITION ADVOCACY

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. Attach to Form 990.

Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016 Open to Public Inspection

Name of the organization JUST-A-START CORPORATION Employer identification number

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include total number at end of year, aggregate value of contributions, aggregate value of grants, aggregate value at end of year, and two questions about donor advisement.

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

Form with multiple sections: 1 Purpose(s) of conservation easements (checkboxes for public use, natural habitat, open space, historic area, historic structure); 2-7 Details of conservation easements (number, acreage, structure, modified, states, monitoring policy, hours, expenses); 8-9 Monitoring and reporting requirements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

Form with 3 main sections: 1a-1b Reporting requirements for art and historical treasures; 2 Reporting requirements for art and historical treasures held for financial gain (revenue and assets).



Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIII and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

| | (a) Current year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|--|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance | | | | | |
| b Contributions | | | | | |
| c Net investment earnings, gains, and losses | | | | | |
| d Grants or scholarships | | | | | |
| e Other expenditures for facilities and programs | | | | | |
| f Administrative expenses | | | | | |
| g End of year balance | | | | | |

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment _____ %
 - b Permanent endowment _____ %
 - c Temporarily restricted endowment _____ %
- The percentages on lines 2a, 2b, and 2c should equal 100%.
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|--|--------|----|
| (i) unrelated organizations | 3a(i) | |
| (ii) related organizations | 3a(ii) | |
| b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R? | 3b | |

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

| Description of property | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|--|--------------------------------------|---------------------------------|------------------------------|----------------|
| 1a Land | | 1,182,246. | | 1,182,246. |
| b Buildings | | 15,191,227. | 8,389,198. | 6,802,029. |
| c Leasehold improvements | | 208,688. | 25,739. | 182,949. |
| d Equipment | | 294,131. | 87,572. | 206,559. |
| e Other | | 71,582. | 27,250. | 44,332. |
| Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.) | | | | 8,418,115. |



Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

| (a) Description of security or category (including name of security) | (b) Book value | (c) Method of valuation: Cost or end-of-year market value |
|---|----------------|---|
| (1) Financial derivatives | | |
| (2) Closely-held equity interests | | |
| (3) Other | | |
| (A) | | |
| (B) | | |
| (C) | | |
| (D) | | |
| (E) | | |
| (F) | | |
| (G) | | |
| (H) | | |
| Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶ | | |

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

| (a) Description of investment | (b) Book value | (c) Method of valuation: Cost or end-of-year market value |
|---|----------------|---|
| (1) NOTES RECEIVABLE | 3,947,938. | END-OF-YEAR MARKET VALUE |
| (2) NOTES RECEIVABLE - | | |
| (3) AFFILIATES | 497,898. | END-OF-YEAR MARKET VALUE |
| (4) | | |
| (5) | | |
| (6) | | |
| (7) | | |
| (8) | | |
| (9) | | |
| Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶ | 4,445,836. | |

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

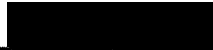
| (a) Description | (b) Book value |
|---|----------------|
| (1) PROJECTS UNDER DEVELOPMENT | 2,318,238. |
| (2) RESTRICTED DEPOSITS - HOME IMPROVEMENT PROGRAM FUNDS | 1,433,582. |
| (3) RESTRICTED DEPOSITS - REPLACEMENT RESERVES | 404,484. |
| (4) RESTRICTED DEPOSITS - OPERATING RESERVES | 65,578. |
| (5) ESCROWS | 25,467. |
| (6) INVESTMENT IN AFFILIATES | 83,920. |
| (7) DUE FROM AFFILIATES | 2,496,983. |
| (8) PROPERTY HELD FOR SALE | 1,550,857. |
| (9) | |
| Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶ | 8,379,109. |

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

| 1. (a) Description of liability | (b) Book value |
|---|----------------|
| (1) Federal income taxes | |
| (2) CONTRACTUAL ADVANCES | 3,481,131. |
| (3) DUE TO AFFILIATES | 500,000. |
| (4) | |
| (5) | |
| (6) | |
| (7) | |
| (8) | |
| (9) | |
| Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶ | 3,981,131. |

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII



Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

| | | | | |
|---|---|----|----|--|
| 1 | Total revenue, gains, and other support per audited financial statements | | 1 | |
| 2 | Amounts included on line 1 but not on Form 990, Part VIII, line 12: | | | |
| a | Net unrealized gains (losses) on investments | 2a | | |
| b | Donated services and use of facilities | 2b | | |
| c | Recoveries of prior year grants | 2c | | |
| d | Other (Describe in Part XIII.) | 2d | | |
| e | Add lines 2a through 2d | | 2e | |
| 3 | Subtract line 2e from line 1 | | 3 | |
| 4 | Amounts included on Form 990, Part VIII, line 12, but not on line 1: | | | |
| a | Investment expenses not included on Form 990, Part VIII, line 7b | 4a | | |
| b | Other (Describe in Part XIII.) | 4b | | |
| c | Add lines 4a and 4b | | 4c | |
| 5 | Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.) | | 5 | |

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

| | | | | |
|---|--|----|----|--|
| 1 | Total expenses and losses per audited financial statements | | 1 | |
| 2 | Amounts included on line 1 but not on Form 990, Part IX, line 25: | | | |
| a | Donated services and use of facilities | 2a | | |
| b | Prior year adjustments | 2b | | |
| c | Other losses | 2c | | |
| d | Other (Describe in Part XIII.) | 2d | | |
| e | Add lines 2a through 2d | | 2e | |
| 3 | Subtract line 2e from line 1 | | 3 | |
| 4 | Amounts included on Form 990, Part IX, line 25, but not on line 1: | | | |
| a | Investment expenses not included on Form 990, Part VIII, line 7b | 4a | | |
| b | Other (Describe in Part XIII.) | 4b | | |
| c | Add lines 4a and 4b | | 4c | |
| 5 | Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.) | | 5 | |

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

JAS AND AFFILIATES ACCOUNTS FOR UNCERTAINTY IN INCOME TAXES IN ACCORDANCE WITH ASC TOPIC, INCOME TAXES. THIS STANDARD CLARIFIES THE ACCOUNTING FOR UNCERTAINTY IN TAX POSITIONS AND PRESCRIBES A RECOGNITION THRESHOLD AND MEASUREMENT ATTRIBUTE FOR THE CONSOLIDATING FINANCIAL STATEMENTS REGARDING A TAX POSITION TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. JAS AND AFFILIATES HAVE DETERMINED THAT THERE ARE NO UNCERTAIN TAX POSITIONS WHICH QUALIFY FOR EITHER RECOGNITION OR DISCLOSURE IN THE CONSOLIDATING FINANCIAL STATEMENTS AT DECEMBER 31, 2016.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

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Name of the organization **JUST-A-START CORPORATION** Employer identification number [REDACTED]

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

| 1 (a) Name and address of organization or government | (b) EIN | (c) IRC section (if applicable) | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of noncash assistance | (h) Purpose of grant or assistance |
|---|------------|---------------------------------|--------------------------|-----------------------------------|---|---------------------------------------|---|
| BUNKER HILL COMMUNITY COLLEGE 250 NEW RUTHERFORD AVENUE BOSTON, MA 02129 | [REDACTED] | 501(C)3 | 0. | 17,962. | | | TO PROVIDE LAB SETTING COURSES AND PROVIDE INSTRUCTIONAL COURSES. |
| UNIVERSITY OF MASSACHUSETTS BOSTON 100 MORRISSEY BOULEVARD BOSTON, MA 02125 | [REDACTED] | 501(C)3 | 0. | 10,532. | | | TO CONDUCT SURVEY OF FORMER BIO STUDENTS. |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 2.

3 Enter total number of other organizations listed in the line 1 table ▶

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Schedule I (Form 990) (2016)

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

2016

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

▶ Attach to Form 990.

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

JUST-A-START CORPORATION

Employer identification number

Part I Questions Regarding Compensation

| | | Yes | No |
|-----------|---|-----------|----|
| 1a | Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. <input type="checkbox"/> First-class or charter travel <input type="checkbox"/> Travel for companions <input type="checkbox"/> Tax indemnification and gross-up payments <input type="checkbox"/> Discretionary spending account <input type="checkbox"/> Housing allowance or residence for personal use <input type="checkbox"/> Payments for business use of personal residence <input type="checkbox"/> Health or social club dues or initiation fees <input type="checkbox"/> Personal services (such as, maid, chauffeur, chef) | | |
| b | If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain | 1b | |
| 2 | Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a? | 2 | |
| 3 | Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. <input type="checkbox"/> Compensation committee <input type="checkbox"/> Independent compensation consultant <input type="checkbox"/> Form 990 of other organizations <input type="checkbox"/> Written employment contract <input type="checkbox"/> Compensation survey or study <input checked="" type="checkbox"/> Approval by the board or compensation committee | | |
| 4 | During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization: | | |
| a | Receive a severance payment or change-of-control payment? | 4a | X |
| b | Participate in, or receive payment from, a supplemental nonqualified retirement plan? | 4b | X |
| c | Participate in, or receive payment from, an equity-based compensation arrangement? | 4c | X |
| | If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III. | | |
| | Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9. | | |
| 5 | For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of: | | |
| a | The organization? | 5a | X |
| b | Any related organization? | 5b | X |
| | If "Yes" on line 5a or 5b, describe in Part III. | | |
| 6 | For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of: | | |
| a | The organization? | 6a | X |
| b | Any related organization? | 6b | X |
| | If "Yes" on line 6a or 6b, describe in Part III. | | |
| 7 | For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III | 7 | X |
| 8 | Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III | 8 | X |
| 9 | If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? | 9 | |

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

| (A) Name and Title | | (B) Breakdown of W-2 and/or 1099-MISC compensation | | | (C) Retirement and other deferred compensation | (D) Nontaxable benefits | (E) Total of columns (B)(i)-(D) | (F) Compensation in column (B) reported as deferred on prior Form 990 |
|--|------|--|-------------------------------------|-------------------------------------|--|-------------------------|---------------------------------|---|
| | | (i) Base compensation | (ii) Bonus & incentive compensation | (iii) Other reportable compensation | | | | |
| (1) DEBORAH RUHE EXECUTIVE DIRECTOR | (i) | 152,622. | 0. | 0. | 4,362. | 6,242. | 163,226. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2016

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Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization **JUST-A-START CORPORATION** Employer identification number XXXXXXXXXX

| Part I | Types of Property | (a) Check if applicable | (b) Number of contributions or items contributed | (c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g | (d) Method of determining noncash contribution amounts |
|--------|---|----------------------------|---|--|---|
| 1 | Art - Works of art | | | | |
| 2 | Art - Historical treasures | | | | |
| 3 | Art - Fractional interests | | | | |
| 4 | Books and publications | | | | |
| 5 | Clothing and household goods | | | | |
| 6 | Cars and other vehicles | | | | |
| 7 | Boats and planes | | | | |
| 8 | Intellectual property | | | | |
| 9 | Securities - Publicly traded | | | | |
| 10 | Securities - Closely held stock | | | | |
| 11 | Securities - Partnership, LLC, or trust interests | X | 1 | 14,500,000 | FMV |
| 12 | Securities - Miscellaneous | | | | |
| 13 | Qualified conservation contribution - Historic structures | | | | |
| 14 | Qualified conservation contribution - Other | | | | |
| 15 | Real estate - Residential | | | | |
| 16 | Real estate - Commercial | | | | |
| 17 | Real estate - Other | | | | |
| 18 | Collectibles | | | | |
| 19 | Food inventory | | | | |
| 20 | Drugs and medical supplies | | | | |
| 21 | Taxidermy | | | | |
| 22 | Historical artifacts | | | | |
| 23 | Scientific specimens | | | | |
| 24 | Archeological artifacts | | | | |
| 25 | Other () | | | | |
| 26 | Other () | | | | |
| 27 | Other () | | | | |
| 28 | Other () | | | | |

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement 29

| | Yes | No |
|---|-----|----|
| 30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period? | | X |
| b If "Yes," describe the arrangement in Part II. | | |
| 31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions? | | X |
| 32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? | | X |
| b If "Yes," describe in Part II. | | |
| 33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II. | | |

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) (2016)

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Open to Public
Inspection

Name of the organization

JUST-A-START CORPORATION

Employer identification number

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

EDUCATION, TRAINING AND PLACEMENT PROGRAMS FOR LOW INCOME YOUTH AND
ADULTS.

FORM 990, PART III, LINE 3, CHANGES IN PROGRAM SERVICES:

JUST-A-START HOUSE TEEN PARENT PROGRAM

PROVIDES TEMPORARY HOUSING AND COMPREHENSIVE SUPPORT SERVICES TO
HOMELESS FAMILIES HEADED BY YOUNG MOTHERS BETWEEN THE AGES OF 13 AND
21, REFERRED BY THE MASSACHUSETTS DEPARTMENT OF CHILDREN AND FAMILIES
AND DEPARTMENT OF TRANSITIONAL ASSISTANCE. JUST-A-START HOUSE IS A
LICENSED GROUP HOME THAT PROVIDES A SAFE, SUPPORTIVE, AND PROGRESSIVELY
INDEPENDENT LIVING ENVIRONMENT FOR THESE YOUNG FAMILIES. RESIDENTS
RECEIVE CASE MANAGEMENT AND PROGRAMMING TO SUPPORT PARENTING, EDUCATION
AND CAREERS, MONEY MANAGEMENT, LIFE SKILLS, AND HOUSING SEARCH. DURING
2016, THIS PROGRAM WAS DISCONTINUED EFFECTIVE APRIL 30, 2016.

FORM 990, PART VI, SECTION B, LINE 11B:

THE FORM 990 IS REVIEWED AND APPROVED BY THE EXECUTIVE DIRECTOR. PRIOR TO
SUBMISSION, THE FORM 990 IS MADE AVAILABLE TO ALL BOARD MEMBERS.

FORM 990, PART VI, SECTION B, LINE 12C:

EACH YEAR ALL BOARD MEMBERS ARE REQUIRED TO SUPPLY A SIGNED CONFLICT OF
INTEREST STATEMENT. THE STATEMENTS ARE KEPT ON FILE AT THE OFFICES OF THE
CORPORATION.

FORM 990, PART VI, SECTION B, LINE 15:

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2016)

Name of the organization

JUST-A-START CORPORATION

Employer identification number

THE BOARD OF DIRECTORS UTILIZED THE SERVICES OF AN INDEPENDENT EXECUTIVE SEARCH FIRM WHO CONDUCTED AN ASSESSMENT OF COMPARABLE SALARIES FOR AGENCIES OF SIMILAR SIZE AND COMPLEXITY.

THE COMPENSATION POLICY REQUIRES PERIODIC REVIEW OF ESTABLISHED SALARY RANGES FOR ALL POSITIONS. SALARIES ARE DETERMINED FROM A SET OF RANGES, WHICH ARE BASED ON DATA ACQUIRED BY THE INDEPENDENT SEARCH FIRM.

FORM 990, PART VI, SECTION C, LINE 19:

GOVERNING DOCUMENTS ARE AVAILABLE ON A NUMBER OF GOVERNMENTAL AND PRIVATE WEBSITES AND AVAILABLE UPON WRITTEN REQUEST FROM THE ORGANIZATION.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

| | |
|------------------------------------|--------------|
| LOSS ON DISCONTINUED OPERATIONS | -37,858. |
| VALUATION ALLOWANCE | -14,500,000. |
| TOTAL TO FORM 990, PART XI, LINE 9 | -14,537,858. |

FORM 990, PART XII, LINE 2C:

THE FINANCE COMMITTEE AND BOARD OF DIRECTORS REVIEW AND APPROVE THE AUDIT.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

▶ Attach to Form 990.

▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Open to Public
Inspection

Name of the organization

JUST - A - START CORPORATION

Employer identification number

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

| (a) Name, address, and EIN (if applicable) of disregarded entity | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Total income | (e) End-of-year assets | (f) Direct controlling entity |
|--|---------------------------|---|---------------------|---------------------------|-------------------------------------|
| JAS AFFORDABLE HOUSING LLC - 1035 CAMBRIDGE STREET, NO. 12 CAMBRIDGE, MA 02141 | REAL ESTATE DEVELOPMENT | MASSACHUSETTS | 0. | 140,399. | JUST-A-START CORPORATION |
| JAS HOMEOWNERSHIP LLC - 1035 CAMBRIDGE STREET, NO. 12 CAMBRIDGE, MA 02141 | CONDO PURCHASE AND RESALE | MASSACHUSETTS | 0. | 1,659,894. | JUST-A-START CORPORATION |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Exempt Code section | (e) Public charity status (if section 501(c)(3)) | (f) Direct controlling entity | (g) Section 512(b)(13) controlled entity? | |
|---|-------------------------|---|-------------------------------|---|-------------------------------------|--|----|
| | | | | | | Yes | No |
| NEXT STEP HOUSING CORPORATION - 1035 CAMBRIDGE STREET, NO. 12 CAMBRIDGE, MA 02141 | AFFORDABLE HOUSING | MASSACHUSETTS | 501(C)(3) | LINE 10 | JUST-A-START CORPORATION | | X |
| WELLINGTON HARRINGTON DEVELOPMENT CORPORATION - 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141 | AFFORDABLE HOUSING | MASSACHUSETTS | 501(C)(4) | LINE 10 | JUST-A-START CORPORATION | | X |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2016

JUST-A-START CORPORATION

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Predominant income (related, unrelated, excluded from tax under sections 512-514) | (f) Share of total income | (g) Share of end-of-year assets | (h) Disproportionate allocations? | | (i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065) | (j) General or managing partner? | | (k) Percentage ownership |
|--|-------------------------|--|-------------------------------------|---|---------------------------------|--|---|----|---|---|----|--------------------------------|
| | | | | | | | Yes | No | | Yes | No | |
| ST. PATRICKS PLACE LIMITED | | | | | | | | | | | | |
| PARTNERSHIP - [REDACTED] | | | ST. PATRICKS/JAS, INC. | | | | | | | | | |
| 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141 | AFFORDABLE HOUSING | MA | | N/A | -10,649. | 1,931,210. | | X | N/A | | X | 99.00% |
| PUTNAM PLACE LIMITED | | | | | | | | | | | | |
| PARTNERSHIP - [REDACTED] | | | PUTNAM/JAS, INC. | | 39,863. | 537,283. | | X | N/A | | X | 99.00% |
| 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141 | AFFORDABLE HOUSING | MA | | N/A | | | | | | | | |
| CHURCHILL COURT LIMITED | | | | | | | | | | | | |
| PARTNERSHIP - [REDACTED] | | | CHURCHILL/JAS, INC. | | -51,007. | 1,374,872. | | X | N/A | | X | 99.99% |
| 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141 | AFFORDABLE HOUSING | MA | | N/A | | | | | | | | |
| SQUIRREL BRAND LIMITED | | | | | | | | | | | | |
| PARTNERSHIP - [REDACTED] | | | SQUIRREL/JAS, INC. | | 0. | 4,814,459. | | X | N/A | | X | 99.99% |
| 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141 | AFFORDABLE HOUSING | MA | | N/A | | | | | | | | |

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Type of entity (C corp, S corp, or trust) | (f) Share of total income | (g) Share of end-of-year assets | (h) Percentage ownership | (i) Section 512(b)(13) controlled entity? | |
|--|---------------------------|---|-------------------------------------|--|---------------------------------|--|--------------------------------|---|----|
| | | | | | | | | Yes | No |
| ST. PATRICKS/JAS, INC. - [REDACTED] | | | | | | | | | |
| 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141 | GENERAL PARTNER ENTITY | MA | JUST-A-START CORPORATION | C CORP | -563. | 7,508. | 100.00% | | X |
| PUTNAM/JAS, INC. - [REDACTED] | | | | | | | | | |
| 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141 | GENERAL PARTNER ENTITY | MA | JUST-A-START CORPORATION | C CORP | -162. | 16,949. | 100.00% | | X |
| CHURCHILL/JAS, INC. - [REDACTED] | | | | | | | | | |
| 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141 | GENERAL PARTNER ENTITY | MA | JUST-A-START CORPORATION | C CORP | -570. | 2,004. | 100.00% | | X |
| SQUIRREL/JAS, INC. - [REDACTED] | | | | | | | | | |
| 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141 | GENERAL PARTNER ENTITY | MA | JUST-A-START CORPORATION | C CORP | -11,977. | 0. | 100.00% | | X |
| ELM PLACE/JAS, INC. - [REDACTED] | | | | | | | | | |
| 1035 CAMBRIDGE STREET, NO. 12, CAMBRIDGE, MA 02141 | GENERAL PARTNER ENTITY | MA | JUST-A-START CORPORATION | C CORP | -446. | 31,590. | 79.00% | | X |

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

| | Yes | No |
|--|-----|----|
| a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity | X | |
| b Gift, grant, or capital contribution to related organization(s) | | X |
| c Gift, grant, or capital contribution from related organization(s) | | X |
| d Loans or loan guarantees to or for related organization(s) | X | |
| e Loans or loan guarantees by related organization(s) | | X |
| f Dividends from related organization(s) | | X |
| g Sale of assets to related organization(s) | X | |
| h Purchase of assets from related organization(s) | | X |
| i Exchange of assets with related organization(s) | | X |
| j Lease of facilities, equipment, or other assets to related organization(s) | | X |
| k Lease of facilities, equipment, or other assets from related organization(s) | | X |
| l Performance of services or membership or fundraising solicitations for related organization(s) | X | |
| m Performance of services or membership or fundraising solicitations by related organization(s) | | X |
| n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s) | | X |
| o Sharing of paid employees with related organization(s) | | X |
| p Reimbursement paid to related organization(s) for expenses | | X |
| q Reimbursement paid by related organization(s) for expenses | X | |
| r Other transfer of cash or property to related organization(s) | | X |
| s Other transfer of cash or property from related organization(s) | X | |

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

| (a) Name of related organization | (b) Transaction type (a-s) | (c) Amount involved | (d) Method of determining amount involved |
|---|-------------------------------|------------------------|--|
| (1) SQUIRREL BRAND LIMITED PARTNERSHIP | D | 3,017,589. | FAIR MARKET VALUE |
| (2) PUTNAM PLACE LIMITED PARTNERSHIP | D | 291,513. | FAIR MARKET VALUE |
| (3) CHURCHILL COURT LIMITED PARTNERSHIP | D | 87,000. | FAIR MARKET VALUE |
| (4) CLOSE BUILDING ASSOCIATES | F | 429,772. | FAIR MARKET VALUE |
| (5) | | | |
| (6) | | | |

Application for Automatic Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868 .

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile, click on Charities & Non-Profits, and click on e-file for Charities and Non-Profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number

| | | |
|--|--|---|
| Type or print | Name of exempt organization or other filer, see instructions. JUST-A-START CORPORATION | Employer identification number (EIN) or <div style="background-color: black; width: 100px; height: 20px;"></div> |
| File by the due date for filing your return. See instructions. | Number, street, and room or suite no. If a P.O. box, see instructions. 1035 CAMBRIDGE STREET NO.12 | Social security number (SSN) |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. CAMBRIDGE, MA 02141 | |

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 1

| Application Is For | Return Code | Application Is For | Return Code |
|--|-------------|-----------------------------------|-------------|
| Form 990 or Form 990-EZ | 01 | Form 990-T (corporation) | 07 |
| Form 990-BL | 02 | Form 1041-A | 08 |
| Form 4720 (individual) | 03 | Form 4720 (other than individual) | 09 |
| Form 990-PF | 04 | Form 5227 | 10 |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05 | Form 6069 | 11 |
| Form 990-T (trust other than above) | 06 | Form 8870 | 12 |

KATHRYN ROSENBERG

• The books are in the care of ▶ **1035 CAMBRIDGE STREET, NO. 12 - CAMBRIDGE, MA 02141**
Telephone No. ▶ **617-494-0444** Fax No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 15, 2017**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year **2016** or
- ▶ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

| | | | |
|---|-----------|----|----|
| 3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 3a | \$ | 0. |
| b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b | \$ | 0. |
| c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | 3c | \$ | 0. |

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.



AND AFFILIATES

**CONSOLIDATING FINANCIAL STATEMENTS
DECEMBER 31, 2017 AND 2016**

JUST-A-START CORPORATION AND AFFILIATES

Contents
December 31, 2017 and 2016

| | <u>Pages</u> |
|--|--------------|
| Independent Auditor's Report | 1 - 1A |
| Consolidating Financial Statements: | |
| Consolidating Statements of Financial Position | 2 |
| Consolidating Statements of Activities | 3 |
| Consolidating Statements of Changes in Net Assets | 4 |
| Consolidating Statements of Cash Flows | 5 |
| Consolidating Statements of Functional Expenses | 6 - 7 |
| Notes to Consolidating Financial Statements | 8 - 54 |
| Supplementary Information: | |
| Supplementary Consolidating Statements of Financial Position - Rental Properties (Exhibit A) | 55 - 56 |
| Supplementary Consolidating Statements of Activities - Rental Properties (Exhibit B) | 57 - 58 |
| Supplementary Consolidating Statements of Changes in Net Assets - Rental Properties (Exhibit C) | 59 |



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Westborough, MA 01581
508.366.9100
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Independent Auditor's Report

To the Board of Directors of
Just-A-Start Corporation and Affiliates:

Report on the Consolidating Financial Statements

We have audited the accompanying consolidating financial statements of Just-A-Start Corporation (a Massachusetts corporation, not for profit) (JAS) and Affiliates (collectively, the Agency), which comprise the consolidating statements of financial position as of December 31, 2017 and 2016, and the related consolidating statements of activities, changes in net assets, cash flows and functional expenses for the years then ended, and the related notes to the consolidating financial statements.

Management's Responsibility for the Consolidating Financial Statements

Management is responsible for the preparation and fair presentation of these consolidating 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 consolidating 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 consolidating financial statements based on our audits. We did not audit the financial statements of the Rental Properties of the Agency, with the exception of JAS Properties (see page 17) and Next Step Housing Corporation, which we audited as of and for the years ended December 31, 2017 and 2016, and St. Patricks Place Limited Partnership, Putnam Place Limited Partnership and Churchill Court Limited Partnership, which we audited as of and for the month ended December 31, 2017. The remainder of the financial statements of the Rental Properties were audited by other auditors, whose reports have been furnished to us. Our opinion, insofar as it relates to the amounts included for the Rental Properties, is based solely on the reports of the other auditors. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidating financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidating financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidating 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 consolidating 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 consolidating 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, based on our audits and reports of the other auditors, the consolidating financial statements referred to on page one present fairly, in all material respects, the consolidating financial position of Just-A-Start Corporation and Affiliates as of December 31, 2017 and 2016, and the changes in their net assets and their cash flows for the years the 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 consolidating financial statements as a whole. The supplementary information shown on pages 55 through 59 is presented for purposes of additional analysis and is not a required part of the consolidating 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 consolidating financial statements. The information related to JAS Properties and Next Step Housing Corporation as of and for the years ended December 31, 2017 and 2016, and the information related to St. Patricks Place Limited Partnership, Putnam Place Limited Partnership and Churchill Court Limited Partnership as of and for the month ended December 31, 2017, has been subjected to auditing procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidating financial statements or to the consolidating 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 related to this entity is fairly stated in all material respects to the consolidating financial statements as a whole. In our opinion, the supplementary information which insofar as it relates to the Rental Properties of the Agency, aside from JAS Properties and Next Step Housing Corporation, as of and for the years ended December 31, 2017 and 2016, and St. Patricks Place Limited Partnership, Putnam Place Limited Partnership and Churchill Court Limited Partnership as of and for the month ended December 31, 2017, is based on the reports of other auditors, is fairly stated in all material respects to the consolidating financial statements as a whole.


Boston, Massachusetts
June 20, 2018

JUST-A-START CORPORATION AND AFFILIATES

Consolidating Statements of Financial Position
December 31, 2017 and 2016

| Assets | 2017 | | | | 2016 | | | |
|---|---------------|-------------------------------|----------------|----------------|---------------|-------------------------------|----------------|---------------|
| | Just-A-Start | | Eliminations | Total | Just-A-Start | | Eliminations | Total |
| | Operating | Rental Properties (Exhibit A) | | | Operating | Rental Properties (Exhibit A) | | |
| Current Assets: | | | | | | | | |
| Cash and cash equivalents | \$ 2,769,776 | \$ 3,102,484 | \$ - | \$ 5,872,260 | \$ 3,188,781 | \$ 1,916,399 | \$ - | \$ 5,105,180 |
| Rent receivable | - | 201,722 | - | 201,722 | - | 88,550 | - | 88,550 |
| Escrows | - | 251,940 | - | 251,940 | - | 199,556 | - | 199,556 |
| Accounts and grants receivable | 1,289,310 | - | - | 1,289,310 | 732,664 | - | - | 732,664 |
| Current portion of notes receivable | 355,551 | - | - | 355,551 | 135,723 | - | - | 135,723 |
| Current portion of due from affiliates | 2,468,255 | 623,624 | (3,091,879) | - | 1,173,868 | - | (1,173,868) | - |
| Current portion of notes and interest receivable - affiliates | - | - | - | - | 145,312 | - | (145,312) | - |
| Property held for sale | - | - | - | - | 1,550,857 | - | - | 1,550,857 |
| Prepaid expenses and other | 57,087 | 81,563 | - | 138,650 | 129,372 | 100,367 | - | 229,739 |
| Current portion of projects under development | 2,360,785 | - | - | 2,360,785 | 1,611,360 | - | - | 1,611,360 |
| Total current assets | 9,300,764 | 4,261,333 | (3,091,879) | 10,470,218 | 8,667,937 | 2,304,872 | (1,319,180) | 9,653,629 |
| Other Assets: | | | | | | | | |
| Restricted deposits | 5,750,451 | 2,248,235 | - | 7,998,686 | 1,446,734 | 3,243,472 | - | 4,690,206 |
| Accounts receivable - insurance proceeds | - | - | - | - | - | 3,926,000 | - | 3,926,000 |
| Due from affiliates, net of current portion | 428,317 | 4,622,435 | (5,050,752) | - | 220,129 | 500,000 | (720,129) | - |
| Investment in affiliates | 83,920 | - | (83,920) | - | 83,920 | - | (83,920) | - |
| Notes receivable, net of current portion | 3,412,056 | - | - | 3,412,056 | 3,812,215 | - | - | 3,812,215 |
| Notes and interest receivable - affiliates, net current portion and valuation allowance | 460,000 | - | (460,000) | - | 1,466,572 | - | (1,466,572) | - |
| Projects under development, net of current portion | 1,092,662 | 3,129,678 | - | 4,222,340 | 706,878 | 18,549,479 | - | 19,256,357 |
| Capitalized costs, net | - | 655,041 | - | 655,041 | - | 63,316 | - | 63,316 |
| Total other assets | 11,227,406 | 10,655,389 | (5,594,672) | 16,288,123 | 7,736,448 | 26,282,267 | (2,270,621) | 31,748,094 |
| Property and Equipment, net | 911,516 | 76,967,683 | - | 77,879,199 | 1,008,641 | 50,010,412 | - | 51,019,053 |
| Total assets | \$ 21,439,686 | \$ 91,884,405 | \$ (8,686,551) | \$ 104,637,540 | \$ 17,413,026 | \$ 78,597,551 | \$ (3,589,801) | \$ 92,420,776 |
| Liabilities and Net Assets | | | | | | | | |
| Current Liabilities: | | | | | | | | |
| Current portion of long-term debt | \$ 1,900,121 | \$ 7,969,381 | \$ - | \$ 9,869,502 | \$ 1,775,481 | \$ 655,540 | \$ (37,898) | \$ 2,393,123 |
| Current portion of contingent debt | - | 359,422 | - | 359,422 | - | - | - | - |
| Current portion of accounts payable, accrued expenses and other | 479,277 | 1,540,031 | - | 2,019,308 | 374,253 | 1,713,624 | - | 2,087,877 |
| Current portion of due to affiliates | 435,131 | 2,656,748 | (3,091,879) | - | - | 1,281,282 | (1,281,282) | - |
| Total current liabilities | 2,814,529 | 12,525,582 | (3,091,879) | 12,248,232 | 2,149,734 | 3,650,446 | (1,319,180) | 4,481,000 |
| Long-term Liabilities: | | | | | | | | |
| Accounts payable, accrued expenses and other, net of current portion | - | - | - | - | - | 2,414,985 | - | 2,414,985 |
| Long-term debt, net | 959,426 | 33,569,496 | - | 34,528,922 | 1,579,162 | 26,604,029 | (60,441) | 28,122,750 |
| Contractual advances | 3,507,124 | - | - | 3,507,124 | 3,481,131 | - | - | 3,481,131 |
| Due to affiliates, net of current portion | 4,622,435 | 1,097,663 | (5,720,098) | - | 500,000 | 1,033,915 | (1,533,915) | - |
| Contingent debt and deferred interest, net of current portion | 460,000 | 37,080,991 | (9,193,796) | 28,347,195 | 1,090,000 | 27,326,291 | (3,739,758) | 24,676,533 |
| Total long-term liabilities | 9,548,985 | 71,748,150 | (14,913,894) | 66,383,241 | 6,650,293 | 57,379,220 | (5,334,114) | 58,695,399 |
| Total liabilities | 12,363,514 | 84,273,732 | (18,005,773) | 78,631,473 | 8,800,027 | 61,029,666 | (6,653,294) | 63,176,399 |
| Net Assets and Non-Controlling Interests: | | | | | | | | |
| Without donor restrictions: | | | | | | | | |
| Operating | 6,165,121 | 3,616,781 | - | 9,781,902 | 4,411,096 | 1,986,914 | - | 6,398,010 |
| Real estate development | 1,013,617 | - | - | 1,013,617 | 1,653,939 | - | - | 1,653,939 |
| Property and equipment | 911,516 | 3,993,892 | 3,698,357 | 8,603,765 | 1,513,959 | 15,580,971 | (3,463,505) | 13,631,425 |
| Total without donor restrictions | 8,090,254 | 7,610,673 | 3,698,357 | 19,399,284 | 7,578,994 | 17,567,885 | (3,463,505) | 21,683,374 |
| With donor restrictions | 985,918 | - | - | 985,918 | 1,034,005 | - | - | 1,034,005 |
| Total Just-A-Start and Affiliates' net assets | 9,076,172 | 7,610,673 | 3,698,357 | 20,385,202 | 8,612,999 | 17,567,885 | (3,463,505) | 22,717,379 |
| Non-controlling interests: | | | | | | | | |
| Non-controlling interests | - | - | 5,620,865 | 5,620,865 | - | - | 6,526,998 | 6,526,998 |
| Total net assets and non-controlling interests | 9,076,172 | 7,610,673 | 9,319,222 | 26,006,067 | 8,612,999 | 17,567,885 | 3,063,493 | 29,244,377 |
| Total liabilities, net assets and non-controlling interests | \$ 21,439,686 | \$ 91,884,405 | \$ (8,686,551) | \$ 104,637,540 | \$ 17,413,026 | \$ 78,597,551 | \$ (3,589,801) | \$ 92,420,776 |

The accompanying notes are an integral part of these consolidating statements.

JUST-A-START CORPORATION AND AFFILIATES

Consolidating Statements of Activities
For the Years Ended December 31, 2017 and 2016

| | 2017 | | | | 2016 | | | |
|---|--------------|-------------------------------|--------------|--------------|--------------|-------------------------------|--------------|--------------|
| | Just-A-Start | Rental Properties (Exhibit B) | Eliminations | Total | Just-A-Start | Rental Properties (Exhibit B) | Eliminations | Total |
| | Operating | | | | Operating | | | |
| Net Assets Without Donor Restrictions: | | | | | | | | |
| Operating revenues: | | | | | | | | |
| Rental income | \$ - | \$ 9,776,610 | \$ - | \$ 9,776,610 | \$ - | \$ 9,550,778 | \$ - | \$ 9,550,778 |
| Contracts | 2,685,786 | - | - | 2,685,786 | 2,251,646 | - | - | 2,251,646 |
| Developer and other service fees | 2,796,720 | - | (701,424) | 2,095,296 | 1,706,495 | - | (701,742) | 1,004,753 |
| Grants and contributions | 653,582 | - | - | 653,582 | 650,916 | - | - | 650,916 |
| Interest income and other | 398,820 | 244,291 | (144,364) | 498,747 | 324,792 | 231,065 | (198,688) | 357,169 |
| Net assets released from purpose restriction | 149,314 | - | - | 149,314 | 59,893 | - | - | 59,893 |
| Total operating revenues | 6,684,222 | 10,020,901 | (845,788) | 15,859,335 | 4,993,742 | 9,781,843 | (900,430) | 13,875,155 |
| Operating expenses: | | | | | | | | |
| Education and training | 2,034,890 | - | - | 2,034,890 | 1,952,807 | - | - | 1,952,807 |
| Housing resources | 1,078,088 | - | - | 1,078,088 | 948,914 | - | - | 948,914 |
| Real estate development | 992,098 | - | - | 992,098 | 772,716 | - | - | 772,716 |
| Rental housing | - | 7,694,323 | (556,984) | 7,137,339 | - | 7,248,240 | (552,996) | 6,695,244 |
| General and administrative | 918,768 | - | - | 918,768 | 820,512 | - | - | 820,512 |
| Fundraising | 252,835 | - | - | 252,835 | 253,316 | - | - | 253,316 |
| Total operating expenses before interest - amortization and depreciation and amortization | 5,276,679 | 7,694,323 | (556,984) | 12,414,018 | 4,748,265 | 7,248,240 | (552,996) | 11,443,509 |
| Interest - amortization | - | 120,281 | - | 120,281 | - | 130,848 | - | 130,848 |
| Depreciation and amortization | 127,623 | 2,395,057 | - | 2,522,680 | 135,806 | 2,189,475 | - | 2,325,281 |
| Total operating expenses | 5,404,302 | 10,209,661 | (556,984) | 15,056,979 | 4,884,071 | 9,568,563 | (552,996) | 13,899,638 |
| Changes in net assets without donor restrictions from operations | 1,279,920 | (188,760) | (288,804) | 802,356 | 109,671 | 213,280 | (347,434) | (24,483) |
| Other income (expense): | | | | | | | | |
| Gain on involuntary conversion | - | 870,908 | - | 870,908 | - | 3,726,528 | - | 3,726,528 |
| Donated property | 251,400 | - | - | 251,400 | - | - | - | - |
| Recovery of notes receivable | 86,016 | - | (86,016) | - | 62,898 | - | (62,898) | - |
| Loss on non-recoverable capitalized costs | (20,363) | - | - | (20,363) | - | - | - | - |
| Other non-operating expenses | - | (180,524) | - | (180,524) | - | - | - | - |
| Deferred interest | - | (691,321) | 288,075 | (403,246) | - | (612,624) | 251,506 | (361,118) |
| Reserve for uncollectible interest receivable | (1,006,572) | - | 1,006,572 | - | - | - | - | - |
| Total other income (expense) | (689,519) | (937) | 1,208,631 | 518,175 | 62,898 | 3,113,904 | 188,608 | 3,365,410 |
| Changes in net assets without donor restrictions from continuing operations | 590,401 | (189,697) | 919,827 | 1,320,531 | 172,569 | 3,327,184 | (158,826) | 3,340,927 |
| Loss on Discontinued Operations | (49,141) | - | - | (49,141) | (37,858) | - | - | (37,858) |
| Changes in net assets without donor restrictions | 541,260 | (189,697) | 919,827 | 1,271,390 | 134,711 | 3,327,184 | (158,826) | 3,303,069 |
| Net Assets With Donor Restrictions: | | | | | | | | |
| Grants and contributions | 101,227 | - | - | 101,227 | 181,627 | - | - | 181,627 |
| Net assets released from purpose restrictions | (149,314) | - | - | (149,314) | (59,893) | - | - | (59,893) |
| Changes in net assets with donor restrictions | (48,087) | - | - | (48,087) | 121,734 | - | - | 121,734 |
| Changes in net assets | 493,173 | (189,697) | 919,827 | 1,223,303 | 256,445 | 3,327,184 | (158,826) | 3,424,803 |
| Changes in Net Assets Attributable to Non-Controlling Interests | - | 839,550 | - | 839,550 | - | 219,347 | - | 219,347 |
| Changes in net assets attributable to Just-A-Start Corporation | \$ 493,173 | \$ 649,853 | \$ 919,827 | \$ 2,062,853 | \$ 256,445 | \$ 3,546,531 | \$ (158,826) | \$ 3,644,150 |

The accompanying notes are an integral part of these consolidating statements.

JUST-A-START CORPORATION AND AFFILIATES

 Consolidating Statements of Changes in Net Assets
 For the Years Ended December 31, 2017 and 2016

| | Just-A-Start and Consolidated Entities' Net Assets | | | | | |
|--------------------------------------|---|--|---------------------|----------------------|--|----------------------|
| | Operating | Rental Properties (Exhibit C) | Eliminations | Total | Non- Controlling Interest | Total |
| Net Assets, December 31, 2015 | \$ 8,356,554 | \$ 12,705,297 | \$ (332,221) | \$ 20,729,630 | \$ 3,497,082 | \$ 24,226,712 |
| Capital contributions | - | 2,075,335 | (2,075,335) | - | 2,075,335 | 2,075,335 |
| Changes in net assets | 256,445 | 3,327,184 | 60,521 | 3,644,150 | (219,347) | 3,424,803 |
| Syndication costs | - | (52,701) | 52,701 | - | (52,701) | (52,701) |
| Transfer for change in ownership | - | - | (1,617,721) | (1,617,721) | 1,617,721 | - |
| Distributions | - | (487,230) | 448,550 | (38,680) | (391,092) | (429,772) |
| Net Assets, December 31, 2016 | 8,612,999 | 17,567,885 | (3,463,505) | 22,717,379 | 6,526,998 | 29,244,377 |
| Syndication of JAS Consolidated | (30,000) | (9,593,646) | 5,228,616 | (4,395,030) | - | (4,395,030) |
| Changes in net assets | 493,173 | (189,697) | 1,759,377 | 2,062,853 | (839,550) | 1,223,303 |
| Syndication costs | - | (53,798) | 53,798 | - | (53,798) | (53,798) |
| Distributions | - | (120,071) | 120,071 | - | (12,785) | (12,785) |
| Net Assets, December 31, 2017 | <u>\$ 9,076,172</u> | <u>\$ 7,610,673</u> | <u>\$ 3,698,357</u> | <u>\$ 20,385,202</u> | <u>\$ 5,620,865</u> | <u>\$ 26,006,067</u> |

The accompanying notes are an integral part of these consolidating statements.

JUST-A-START CORPORATION AND AFFILIATES

Consolidating Statements of Cash Flows
For the Years Ended December 31, 2017 and 2016

| | 2017 | | | | 2016 | | | |
|--|---------------------|----------------------|-----------------------|----------------------|---------------------|---------------------|------------------|---------------------|
| | Just-A-Start | | | | Just-A-Start | | | |
| | Operating | Rental Properties | Eliminations | Total | Operating | Rental Properties | Eliminations | Total |
| Cash Flows from Operating Activities: | | | | | | | | |
| Changes in net assets | \$ 493,173 | \$ (189,697) | \$ 919,827 | \$ 1,223,303 | \$ 256,445 | \$ 3,327,184 | \$ (158,826) | \$ 3,424,803 |
| Adjustments to reconcile changes in net assets to net cash provided by (used in) operating activities: | | | | | | | | |
| Interest - amortization | - | 120,281 | - | 120,281 | - | 130,848 | - | 130,848 |
| Depreciation and amortization | 127,623 | 2,395,057 | - | 2,522,680 | 157,398 | 2,189,475 | - | 2,346,873 |
| Bad debts | 9,188 | 14,901 | - | 24,089 | 7,254 | 7,642 | - | 14,896 |
| Gain on involuntary conversion | - | (870,908) | - | (870,908) | - | (3,726,528) | - | (3,726,528) |
| Recovery of notes receivable | (86,016) | - | 86,016 | - | (62,898) | - | 62,898 | - |
| Donated property | (251,400) | - | - | (251,400) | - | - | - | - |
| Loss on non-recoverable capitalized costs | 20,363 | - | - | 20,363 | - | - | - | - |
| Deferred interest | - | 691,321 | (288,075) | 403,246 | - | 612,624 | (251,506) | 361,118 |
| Reserve for uncollectible interest receivable | 1,006,572 | - | (1,006,572) | - | - | - | - | - |
| Impairment loss | - | - | - | - | 74,663 | - | - | 74,663 |
| Changes in operating assets and liabilities: | | | | | | | | |
| Rent receivable | - | (128,073) | - | (128,073) | - | (21,022) | - | (21,022) |
| Escrows | - | (52,384) | - | (52,384) | - | (71,441) | - | (71,441) |
| Accounts and grants receivable | (595,834) | - | - | (595,834) | 389,919 | - | - | 389,919 |
| Due from affiliates | (141,461) | 311,507 | (170,046) | - | (447,161) | 169,316 | 277,845 | - |
| Prepaid expenses and other | 72,285 | 18,804 | - | 91,089 | (44,124) | (37,396) | - | (81,520) |
| Accounts payable, accrued expenses and other | 105,024 | 256,179 | - | 361,203 | (304,769) | 261,179 | - | (43,590) |
| Due to affiliates | - | 78,100 | (78,100) | - | (169,316) | 222,536 | (53,220) | - |
| Net cash provided by (used in) operating activities | <u>759,517</u> | <u>2,645,088</u> | <u>(536,950)</u> | <u>2,867,655</u> | <u>(142,589)</u> | <u>3,064,417</u> | <u>(122,809)</u> | <u>2,799,019</u> |
| Cash Flows from Investing Activities: | | | | | | | | |
| Purchase of property and equipment | (30,498) | (13,530,431) | - | (13,560,929) | (89,511) | (1,362,175) | - | (1,451,686) |
| Proceeds from sale of property | 920,857 | - | - | 920,857 | - | - | - | - |
| Cash recovery of notes and interest receivable - affiliate | 231,328 | - | (231,328) | - | 25,000 | - | (25,000) | - |
| Expenditures related to involuntary conversion | - | (78,569) | - | (78,569) | - | (96,201) | - | (96,201) |
| Purchase of projects under development | (904,172) | (3,129,678) | - | (4,033,850) | (219,311) | (11,756,602) | - | (11,975,913) |
| Net change in notes receivable | 180,331 | - | - | 180,331 | (96,186) | - | - | (96,186) |
| (Increase) decrease in restricted deposits | (4,303,717) | 995,237 | - | (3,308,480) | (420,763) | (545,819) | - | (966,582) |
| Due to/from affiliates | 3,196,452 | (3,696,452) | 500,000 | - | 500,000 | (500,000) | - | - |
| Transaction costs for syndication of JAS Consolidated | - | (354,147) | - | (354,147) | - | - | - | - |
| Net cash used in investing activities | <u>(709,419)</u> | <u>(19,794,040)</u> | <u>268,672</u> | <u>(20,234,787)</u> | <u>(300,771)</u> | <u>(14,260,797)</u> | <u>(25,000)</u> | <u>(14,586,568)</u> |
| Cash Flows from Financing Activities: | | | | | | | | |
| Proceeds from long-term debt and contingent debt | 661,243 | 19,094,337 | - | 19,755,580 | 329,985 | 12,777,219 | - | 13,107,204 |
| Collection of insurance proceeds | - | 4,805,901 | - | 4,805,901 | - | - | - | - |
| Debt issuance costs | - | (217,207) | - | (217,207) | - | (712,393) | - | (712,393) |
| Increase in contractual advance | 25,993 | - | - | 25,993 | 29,206 | - | - | 29,206 |
| Principal payments of long-term debt and contingent debt | (1,156,339) | (4,142,087) | 122,312 | (5,176,114) | (453,954) | (2,488,760) | 90,351 | (2,852,363) |
| Capitalized costs | - | (602,266) | - | (602,266) | - | (22,150) | - | (22,150) |
| Syndication costs | - | (53,798) | - | (53,798) | - | (52,701) | - | (52,701) |
| Capital contributions | - | - | - | - | - | 2,075,335 | - | 2,075,335 |
| Distributions | - | (549,843) | 145,966 | (403,877) | - | (57,458) | 57,458 | - |
| Net cash provided by (used in) financing activities | <u>(469,103)</u> | <u>18,335,037</u> | <u>268,278</u> | <u>18,134,212</u> | <u>(94,763)</u> | <u>11,519,092</u> | <u>147,809</u> | <u>11,572,138</u> |
| Net Change in Cash and Cash Equivalents | <u>(419,005)</u> | <u>1,186,085</u> | <u>-</u> | <u>767,080</u> | <u>(538,123)</u> | <u>322,712</u> | <u>-</u> | <u>(215,411)</u> |
| Cash and Cash Equivalents: | | | | | | | | |
| Beginning of year | <u>3,188,781</u> | <u>1,916,399</u> | <u>-</u> | <u>5,105,180</u> | <u>3,726,904</u> | <u>1,593,687</u> | <u>-</u> | <u>5,320,591</u> |
| End of year | <u>\$ 2,769,776</u> | <u>\$ 3,102,484</u> | <u>\$ -</u> | <u>\$ 5,872,260</u> | <u>\$ 3,188,781</u> | <u>\$ 1,916,399</u> | <u>\$ -</u> | <u>\$ 5,105,180</u> |
| Supplemental Disclosure of Cash Flow Information: | | | | | | | | |
| Cash paid for interest | <u>\$ 5,293</u> | <u>\$ 1,435,545</u> | <u>\$ -</u> | <u>\$ 1,440,838</u> | <u>\$ 52,682</u> | <u>\$ 962,841</u> | <u>\$ -</u> | <u>\$ 1,015,523</u> |
| Supplemental Disclosure of Non-Cash Investing and Financing Transactions: | | | | | | | | |
| Note issuance on sale of real estate | <u>\$ -</u> | <u>\$ 4,685,343</u> | <u>\$ (4,685,343)</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> |
| Contingent debt assigned as part of sale of property | <u>\$ 630,000</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 630,000</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> |
| Projects under development placed in service | <u>\$ -</u> | <u>\$ 18,549,479</u> | <u>\$ -</u> | <u>\$ 18,549,479</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> |
| Transfer of property and equipment to property held for sale | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 1,550,857</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 1,550,857</u> |
| Distributions included in accounts payable, accrued expenses and other | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 429,772</u> | <u>\$ -</u> | <u>\$ 429,772</u> |

The accompanying notes are an integral part of these consolidating statements.

JUST-A-START CORPORATION AND AFFILIATES

Consolidating Statement of Functional Expenses
For the Year Ended December 31, 2017

| | Just-A-Start | | | | | | Rental Properties (Exhibit B) | Eliminations | Total |
|---|------------------------------|----------------------|----------------------------|-------------------------------|-------------|--------------|-------------------------------------|--------------|---------------|
| | Program Services | | | Supporting Services | | | | | |
| | Education and Training | Housing Resources | Real Estate Development | General and Administrative | Fundraising | Total | | | |
| Personnel and Related: | | | | | | | | | |
| Salaries | \$ 1,221,630 | \$ 550,762 | \$ 603,315 | \$ 522,236 | \$ 136,025 | \$ 3,033,968 | \$ - | \$ - | \$ 3,033,968 |
| Contract labor | 7,202 | - | - | - | - | 7,202 | 1,479,680 | - | 1,486,882 |
| Employee benefits | 111,411 | 79,980 | 91,944 | 71,247 | 18,303 | 372,885 | - | - | 372,885 |
| Payroll taxes | 101,206 | 45,628 | 49,982 | 43,265 | 11,269 | 251,350 | - | - | 251,350 |
| Total personnel and related | 1,441,449 | 676,370 | 745,241 | 636,748 | 165,597 | 3,665,405 | 1,479,680 | - | 5,145,085 |
| Occupancy: | | | | | | | | | |
| Interest | 5,293 | - | - | - | - | 5,293 | 1,435,545 | - | 1,440,838 |
| Utilities | 16,507 | 1,939 | 712 | 4,592 | 594 | 24,344 | 1,055,167 | - | 1,079,511 |
| Contracted services | - | - | - | - | - | - | 1,340,062 | (400,911) | 939,151 |
| Repairs and maintenance | 5,489 | - | - | 11,177 | - | 16,666 | 412,069 | - | 428,735 |
| Real estate taxes | - | - | - | - | - | - | 406,224 | - | 406,224 |
| Insurance | 23,744 | 5,224 | 5,413 | 14,421 | 1,256 | 50,058 | 301,953 | - | 352,011 |
| Rents | 106,430 | 20,799 | 30,754 | 20,053 | 2,066 | 180,102 | 4,439 | - | 184,541 |
| Total occupancy | 157,463 | 27,962 | 36,879 | 50,243 | 3,916 | 276,463 | 4,955,459 | (400,911) | 4,831,011 |
| Other Expenses: | | | | | | | | | |
| Professional fees | 108,026 | 78,825 | 147,490 | 140,919 | 43,343 | 518,603 | 245,277 | - | 763,880 |
| Management fees | - | - | - | - | - | - | 653,750 | (156,073) | 497,677 |
| Office and other | 91,522 | 23,850 | 23,853 | 65,496 | 15,749 | 220,470 | 136,422 | - | 356,892 |
| Program and client expenses | 99,074 | 212,158 | 228 | 1,897 | 878 | 314,235 | - | - | 314,235 |
| Miscellaneous | 10,696 | 31,689 | 7,936 | 5,507 | 15,969 | 71,797 | 159,561 | - | 231,358 |
| Telephone and communications | 59,141 | 26,928 | 21,083 | 17,939 | 7,383 | 132,474 | 49,273 | - | 181,747 |
| Grant expense | 35,125 | - | - | - | - | 35,125 | - | - | 35,125 |
| Vehicle | 32,394 | 306 | 200 | 19 | - | 32,919 | - | - | 32,919 |
| Bad debts | - | - | 9,188 | - | - | 9,188 | 14,901 | - | 24,089 |
| Total other expenses | 435,978 | 373,756 | 209,978 | 231,777 | 83,322 | 1,334,811 | 1,259,184 | (156,073) | 2,437,922 |
| Total expenses before interest - amortization and depreciation and amortization | 2,034,890 | 1,078,088 | 992,098 | 918,768 | 252,835 | 5,276,679 | 7,694,323 | (556,984) | 12,414,018 |
| Interest - Amortization | - | - | - | - | - | - | 120,281 | - | 120,281 |
| Depreciation and Amortization | 93,921 | - | - | 33,702 | - | 127,623 | 2,395,057 | - | 2,522,680 |
| Total expenses | \$ 2,128,811 | \$ 1,078,088 | \$ 992,098 | \$ 952,470 | \$ 252,835 | \$ 5,404,302 | \$ 10,209,661 | \$ (556,984) | \$ 15,056,979 |

The accompanying notes are an integral part of these consolidating statements.

JUST-A-START CORPORATION AND AFFILIATES

Consolidating Statement of Functional Expenses
For the Year Ended December 31, 2016

| | Just-A-Start | | | | | Total | Rental Properties (Exhibit B) | Eliminations | Total |
|---|------------------------------|----------------------|----------------------------|-------------------------------|-------------|--------------|-------------------------------------|--------------|---------------|
| | Program Services | | | Supporting Services | | | | | |
| | Education and Training | Housing Resources | Real Estate Development | General and Administrative | Fundraising | | | | |
| Personnel and Related: | | | | | | | | | |
| Salaries | \$ 1,159,648 | \$ 529,428 | \$ 588,140 | \$ 468,537 | \$ 170,449 | \$ 2,916,202 | \$ - | \$ - | \$ 2,916,202 |
| Contract labor | 22,550 | - | - | - | - | 22,550 | 1,516,183 | - | 1,538,733 |
| Employee benefits | 110,998 | 62,061 | 94,117 | 38,428 | 30,173 | 335,777 | - | - | 335,777 |
| Payroll taxes | 77,062 | 39,847 | 44,335 | 46,473 | 12,866 | 220,583 | - | - | 220,583 |
| Total personnel and related | 1,370,258 | 631,336 | 726,592 | 553,438 | 213,488 | 3,495,112 | 1,516,183 | - | 5,011,295 |
| Occupancy: | | | | | | | | | |
| Interest | 11,306 | - | - | - | - | 11,306 | 962,841 | - | 974,147 |
| Utilities | 16,729 | 1,467 | 1,035 | 5,634 | 431 | 25,296 | 1,047,175 | - | 1,072,471 |
| Contracted services | - | - | - | - | - | - | 1,333,412 | (399,294) | 934,118 |
| Repairs and maintenance | 5,413 | - | 451 | 2,129 | - | 7,993 | 562,425 | - | 570,418 |
| Real estate taxes | - | - | - | - | - | - | 397,776 | - | 397,776 |
| Insurance | 20,969 | 5,495 | 4,979 | 9,259 | 1,649 | 42,351 | 287,092 | - | 329,443 |
| Rents | 101,695 | 22,074 | 30,386 | 20,841 | 1,780 | 176,776 | 3,003 | - | 179,779 |
| Total occupancy | 156,112 | 29,036 | 36,851 | 37,863 | 3,860 | 263,722 | 4,593,724 | (399,294) | 4,458,152 |
| Other Expenses: | | | | | | | | | |
| Professional fees | 94,990 | 62,075 | 117,032 | 144,811 | 18,623 | 437,531 | 258,114 | - | 695,645 |
| Management fees | - | - | - | - | - | - | 647,664 | (153,702) | 493,962 |
| Office and other | 36,235 | 21,225 | 7,787 | 39,961 | 7,284 | 112,492 | 121,714 | - | 234,206 |
| Program and client expenses | 149,738 | 171,399 | 1,422 | 8,636 | 365 | 331,560 | - | - | 331,560 |
| Miscellaneous | 12,275 | 8,269 | 13,059 | 10,375 | 1,980 | 45,958 | 55,873 | - | 101,831 |
| Telephone and communications | 53,203 | 23,995 | 17,938 | 21,928 | 7,716 | 124,780 | 47,326 | - | 172,106 |
| Grant expense | 49,272 | - | - | - | - | 49,272 | - | - | 49,272 |
| Vehicle | 30,584 | - | - | - | - | 30,584 | - | - | 30,584 |
| Bad debts | 140 | 1,579 | 2,035 | 3,500 | - | 7,254 | 7,642 | - | 14,896 |
| Total other expenses | 426,437 | 288,542 | 159,273 | 229,211 | 35,968 | 1,139,431 | 1,138,333 | (153,702) | 2,124,062 |
| Total expenses before interest - amortization and depreciation and amortization | 1,952,807 | 948,914 | 922,716 | 820,512 | 253,316 | 4,898,265 | 7,248,240 | (552,996) | 11,593,509 |
| Interest - Amortization | - | - | - | - | - | - | 130,848 | - | 130,848 |
| Depreciation and Amortization | 98,274 | - | - | 37,532 | - | 135,806 | 2,189,475 | - | 2,325,281 |
| Total expenses with capitalized costs | 2,051,081 | 948,914 | 922,716 | 858,044 | 253,316 | 5,034,071 | 9,568,563 | (552,996) | 14,049,638 |
| Less - capitalized costs | - | - | (150,000) | - | - | (150,000) | - | - | (150,000) |
| Total expenses | \$ 2,051,081 | \$ 948,914 | \$ 772,716 | \$ 858,044 | \$ 253,316 | \$ 4,884,071 | \$ 9,568,563 | \$ (552,996) | \$ 13,899,638 |

The accompanying notes are an integral part of these consolidating statements.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

1. OPERATIONS AND NONPROFIT STATUS

Operations

Founded in 1968, Just-A-Start Corporation (JAS) is a Massachusetts nonprofit community development corporation dedicated to building the housing security and economic stability of low-to-moderate income people in Cambridge, Massachusetts (Cambridge) and nearby communities. Through innovative, comprehensive, and integrated programs, JAS provides and preserves affordable housing, offers education and workforce training for youth and adults, and builds community engagement. JAS's vision is a better future for all of its constituents - a secure home, a sustaining career, and engagement in the community.

JAS's goals are for all of its constituents to have access to:

A Secure Home: Increase housing stability for low-to-moderate income individuals and families. JAS is committed to expanding housing opportunities as a developer and owner of quality affordable housing. JAS also seeks to help local families stabilize and sustain affordable housing and enhance housing safety and quality for long-term housing security.

A Sustainable Career: Build economic resiliency and mobility for low-to-moderate income individuals and families. JAS helps people develop knowledge and marketable skills to take advantage of opportunities for a better future and attain economic stability.

An Engaged Community: Expand leadership opportunities and community engagement for low- to moderate-income individuals and families. JAS empowers people to use their voices and capabilities to strengthen their communities.

JAS is governed by a seventeen-member volunteer Board of Directors. The vast majority of Board members are residents of communities served by JAS, including residents of JAS housing and graduates of JAS education and training programs. JAS's operations are managed by an Executive Director with extensive experience in nonprofit leadership, including strategic planning for new services, facilities, and programs; advocacy, community relations, and financial management. JAS employs approximately forty-five staff members working in Cambridge. JAS's skilled staff includes teachers, case managers, licensed social workers, an attorney, trained mediators, construction managers, and project managers. Approximately thirty volunteers serve JAS each year, primarily in its YouthBuild program. JAS is supported by funding from a variety of public and private sources, grants, contracts, and fees.

JAS operates the following programs:

Rental Housing

Affordable Rental Housing and Resident Services

JAS develops, maintains, and owns 598 units of affordable rental housing for low-to-moderate income tenants in Cambridge and Somerville.

Real Estate Development

Asset Management

While the portfolio is managed by third-party property management companies, JAS has established an asset management department. This department is responsible for overseeing the property management companies to insure the physical and financial health of the portfolio and corporate facilities.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

1. OPERATIONS AND NONPROFIT STATUS (Continued)

Operations (Continued)

Real Estate Development (Continued)

Homeownership Development

JAS develops homes, usually condominiums, for sale to first-time homebuyers. These units are generally affordable to families earning 60% to 80% of the area median income. All of these units are sold under an Affordable Housing Agreement with the City of Cambridge (the City), allowing the City to repurchase the units at the time of a future sale at a restricted resale price.

Condo Resale Program

There are more than 500 homeownership units in the City currently subject to Affordable Housing restrictions, including many developed by JAS. JAS manages the preservation, rehab, and resale when an owner decides to sell their unit. New buyers are selected from the Homeownership Resale Pool, which is administered by the City's Housing Division.

Education and Training

JAS YouthBuild

A comprehensive education, training, and service program for 17 to 24 year old youth who have dropped out of high school, providing the opportunity for them to earn their high school diploma or HiSET and gain leadership and workforce skills. Youth spend half their time in educational programs, including counseling and leadership development activities and half of their time learning construction skills working on professionally supervised housing renovation projects that benefit their community.

Biomedical Careers Program

This free, nine-month training prepares low- to moderate-income adults for entry-level jobs in the biotechnology, life sciences, and medical research industries. Training includes chemistry, biology, medical terminology, computers, and laboratory skills. Students also receive job readiness training and job search support. Graduates may be eligible to receive college credits through a partnership with Bunker Hill Community College.

IT Training Program

This new workforces development program trains adults for careers in information technology (IT) in IT user support roles. The nine month training includes classroom and internship experience.

Youth Programs

These programs provide high school youth and recent graduates with awareness of and preparation for future sustainable career pathways. By increasing the career readiness of youth, the programs impact academic performance by connecting the importance of education to future success and youth community involvement through direct service to the community and other local nonprofit organizations.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

1. OPERATIONS AND NONPROFIT STATUS (Continued)

Operations (Continued)

Housing Resources

Home Improvement Program

Provides technical and financial assistance to Cambridge homeowners of one to four unit properties looking to renovate their house, condominium, or small rental property. JAS's experienced rehab specialists guide clients through the entire process, from application to completion. Financial assistance is limited to those earning up to 120% of area median income.

Housing Stabilization Services

Work with at-risk tenants, landlords, and low-income condo owners to support housing stability and prevent homelessness through mediation, emergency financial assistance, and legal services. JAS also provides workshops for tenants and landlords and agency trainings for skills development to support homelessness prevention.

Resident Services

Resident services for tenants of JAS's affordable rental properties include community activities, education and supportive services (such as ESOL and computer classes and support groups), and referral services to tenants and assists property management in addressing resident issues.

Financial Capability Services

Financial capability education and services are integrated into the JAS work with residents, community members and YouthBuild students.

Shelter Program - Discontinued Operations

Just-A-Start House Teen Parent Program

The shelter program provided temporary housing and comprehensive support services to homeless families headed by young mothers between the ages of 13 and 21, referred by the Massachusetts Department of Children and Families and Department of Transitional Assistance. Just-A-Start House was a licensed group home that provided a safe, supportive, and progressively independent living environment for these young families. Residents received case management and programming to support parenting, education and careers, money management, life skills, and housing search.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

1. OPERATIONS AND NONPROFIT STATUS (Continued)

Operations (Continued)

Shelter Program - Discontinued Operations (Continued)

Just-A-Start House Teen Parent Program (Continued)

During April 2016, JAS's Board of Directors voted to discontinue operations of the Just-A-Start House Teen Parent Program (Just-A-Start House) effective April 30, 2016. As a result, management sold Just-A-Start House during 2017 (see Note 7). The activity relating to the operations of this program is reflected as loss from discontinued operations in the accompanying consolidating statements of activities and is summarized as follows:

| | <u>2017</u> | <u>2016</u> |
|---|--------------------|--------------------|
| Revenues | \$ - | \$ 300,832 |
| Expenses | - | (264,027) |
| Impairment loss on property held for sale | <u>(49,141)</u> | <u>(74,663)</u> |
| Loss from discontinued operations | <u>\$ (49,141)</u> | <u>\$ (37,858)</u> |

Nonprofit Status

JAS is exempt from Federal income taxes as an organization (not a private foundation) formed for charitable purposes under Section 501(c)(3) of the Internal Revenue Code (IRC). JAS is also exempt from state income taxes. Contributions are deductible by donors within the requirements of the IRC.

2. SIGNIFICANT ACCOUNTING POLICIES

JAS prepares its consolidating financial statements in accordance with generally accepted accounting standards (U.S. GAAP) and principles established by the Financial Accounting Standards Board (FASB). References to U.S. GAAP in these notes are to the FASB Accounting Standards Codification (ASC).

Principles of Consolidation

The accompanying consolidating financial statements include the accounts of JAS, its wholly-owned and majority-owned subsidiaries, and certain controlled limited partnerships (LPs), limited liability corporations (LLCs), and nonprofit organizations (NPOs) that own and operate real estate developments sponsored by JAS (see Note 3). All significant intercompany balances and transactions have been eliminated in the accompanying consolidating financial statements. The related organizations are collectively referred to as the Affiliates in the accompanying consolidating financial statements and notes.

Estimates

The preparation of consolidating financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that may affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities as of the date of the consolidating financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Accounting Principle Adoption

During 2017, JAS and Affiliates adopted the FASB's ASU 2016-01, *Financial Instruments - Overall (Topic 825): Recognition and Measurements of Financial Assets and Financial Liabilities*, removing the requirement to disclose the fair value of JAS and Affiliates' consolidating financial assets and liabilities.

During 2017, JAS and Affiliates early adopted ASU 2016-14, *Not-for-Profit Entities (Topic 958) and Health Care Entities (Topic 954): Presentation of Financial Statements of Not-for-Profit Entities*. This ASU modified the current guidance over several criteria, of which the following affected the JAS and Affiliates' consolidating financial statements:

- Net assets are segregated into two categories: "with donor restrictions" and "without donor restrictions", as opposed to the previous requirement of three classes of net assets. Since JAS and Affiliates previously only had two of the three classes of net assets, this ASU only modifies the captions of each net asset class (see pages 14 and 15).
- Qualitative and quantitative information relating to the management of liquidity and the availability of financial assets to cover short-term cash needs within one year from the consolidating statement of financial position date (see Note 17).
- An explanation of the methods used to allocate costs among program and supporting (general and administrative and fundraising) functions (see page 14).

The adoption of these ASUs did not impact JAS and Affiliates' net assets balance, changes in net assets, or cash flows for the years ended December 31, 2017 and 2016.

Cash and Cash Equivalents

For the purpose of the consolidating statements of cash flows, management considers all cash and unrestricted, highly liquid investments with an initial maturity of three months or less to be cash and cash equivalents.

Allowance for Doubtful Accounts

The allowance for doubtful accounts is recorded based on management's analysis of specific accounts and their estimate of amounts that may be uncollectible, if any (see Notes 3 and 5).

Projects Under Development

All real estate and project-related costs incurred during construction are capitalized for developments currently owned by JAS or its Affiliates. These include construction, soft costs, interest, and other project-related costs and are reflected in projects under development (see Note 6) in the accompanying consolidating statements of financial position. Project-related costs paid for by JAS or its Affiliates for developments owned by other entities are included within due from affiliates (see Note 3) in the accompanying consolidating statements of financial position.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Property and Equipment and Depreciation

Purchased property and equipment are recorded at cost. Donated property and equipment are recorded at fair value at the time of donation. Renewals and betterments are capitalized, while repairs and maintenance are expensed as they are incurred (see Note 7).

Depreciation is calculated using the straight-line method over the following estimated useful lives:

| | |
|----------------------------|---------------|
| Buildings and improvements | 10 - 40 years |
| Equipment and furniture | 3 - 10 years |
| Vehicles | 3 - 5 years |

JAS and Affiliates account for the carrying value of their long-lived assets in accordance with standards pertaining to *Accounting for the Impairment or Disposal of Long-Lived Assets* under U.S. GAAP. The carrying value is evaluated annually for impairment. During 2017 and 2016, impairment losses were recorded on the Just-A-Start House property (see Notes 1 and 7).

Capitalized Costs and Amortization

Capitalized costs consist of deferred tax credit and leasing fees which have been capitalized and are amortized on the straight-line basis over the term of the tax credit compliance period or lease term, as applicable.

Debt Issuance Costs

Debt issuance costs are amortized over the period the related obligation is outstanding and amortization is computed using an imputed interest rate on the related loan. Unamortized debt issuance costs are reported as a reduction of the corresponding obligation (see Notes 10 and 21).

Revenue Recognition

Contracts are recognized over the term of the contract as services are provided. Unrestricted grants and contributions are recorded as revenue when received or unconditionally pledged. Restricted grants and contributions are recorded as donor restricted revenues and net assets when received or unconditionally pledged. Transfers are made to net assets without donor restrictions as costs are incurred or time restrictions or program restrictions have lapsed. Donor restricted grants received and satisfied in the same period are included in net assets without donor restriction.

Project management and developer fees are recorded as earned based on the terms and timing stated in each developer fee agreement. Revenue recognition is limited for projects that are still in the predevelopment stage to distinguish them from projects that have secured financing. Due to the contingent nature of certain developer fees, some are discounted or not recognized until received or when collection is assured.

Rental income is recorded pro-rata over the life of the related leases and is shown net of vacancies and concessions. Interest income is recognized when earned. All other revenue is recognized when earned.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Donated Services and Property

During 2016, JAS received \$60,300 of donated services for its programs. These donations are reflected in the accompanying consolidating financial statements based upon the estimated value assigned by management and are included in grants and contributions and program and client expenses for the year ended December 31, 2016. JAS did not receive any donated services during 2017.

During 2017, JAS received a donation of a house from an unaffiliated third-party (see Note 6), which was recorded at its fair value of \$251,400. This amount is reflected as donated property in the accompanying consolidating statement of activities for the year ended December 31, 2017. Additional costs related to the renovation of this house have been capitalized and are included in projects under development in the accompanying consolidating statement of financial position as of December 31, 2017 (see Note 6).

Expense Allocation

Expenses related directly to a program or function are distributed to that program or function, while other expenses are allocated based upon management's estimate of the percentage attributable to each program or function.

The consolidating statements of functional expenses contain certain categories of expenses that are attributable to program and supporting functions. Therefore, these expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated include salaries, employee benefits, payroll taxes, occupancy, and other costs, which are allocated, based on an estimate of time and level of effort spent on JAS's programs and supporting functions.

Advertising Costs

JAS and Affiliates expense advertising costs as they are incurred.

Net Asset Classifications

Net Assets Without Donor Restriction

Net assets without donor restrictions consist of the following activities:

Operating net assets represent amounts that have no restrictions and are available as working capital for general operations. This category of net assets also includes net resources from real estate developments expected to be realized in the near term.

Real Estate Development net assets represent that portion of assets invested in real estate development projects, net of related debt, which are expected to be realized in greater than one year.

Property and Equipment net assets represent that portion of resources, net of related liabilities, invested into long-term productive property and equipment.

Net Assets With Donor Restrictions

JAS receives grants and contributions which are designated by donors for specific purposes. These contributions are recorded as net assets with donor restrictions until they are expended for their designated purposes.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Net Asset Classifications (Continued)

Net Assets With Donor Restrictions (Continued)

Included in net assets with donor restrictions is restricted loan capital, which consists of capital resources available as revolving lending capital for JAS's City of Cambridge lending program. Interest earned on donor restricted loan capital increases the available capital balance while write-offs of uncollectible loan receivable balances reduce the available loan capital balance.

Net assets with donor restrictions consist of the following at December 31:

| | <u>2017</u> | <u>2016</u> |
|--------------------|-------------------|---------------------|
| Loan capital | \$ 841,954 | \$ 843,541 |
| Purpose restricted | 93,964 | 190,464 |
| Capital | <u>50,000</u> | <u>-</u> |
| | <u>\$ 985,918</u> | <u>\$ 1,034,005</u> |

Non-Controlling Interest

Non-controlling interest represents the equity interests in the syndicated rental properties (see Note 3) which are owned by unrelated investors.

Fair Value Measurements

JAS and Affiliates follow the accounting and disclosure standards pertaining to ASC Topic, *Fair Value Measurements*, for qualifying assets and liabilities. Fair value is defined as the price that JAS and Affiliates would receive upon selling an asset or pay to settle a liability in an orderly transaction between market participants.

JAS and Affiliates use a framework for measuring fair value that includes a hierarchy that categorizes and prioritizes the sources used to measure and disclose fair value. This hierarchy is broken down into three levels based on inputs that market participants would use in valuing the financial instruments based on market data obtained from sources independent of JAS and Affiliates. Inputs refer broadly to the assumptions that market participants would use in pricing the financial instrument, including assumptions about risk. Inputs may be observable or unobservable. Observable inputs are inputs that reflect the assumptions market participants would use in pricing the financial instrument developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs are inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset developed based on the best information available. The three-tier hierarchy of inputs is summarized in the three broad levels as follows:

- Level 1 - Inputs that reflect unadjusted quoted prices in active markets for identical assets at the measurement date.
- Level 2 - Inputs other than quoted prices that are observable for the asset either directly or indirectly, including inputs in markets that are not considered to be active.
- Level 3 - Inputs that are unobservable and which require significant judgment or estimation.

An asset or liability's level within the framework is based upon the lowest level of any input that is significant to the fair value measurement.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Subsequent Events

Subsequent events have been evaluated through June 20, 2018, which is the date the consolidating financial statements were available to be issued. See Notes 3, 12, 19, 21 and 22 for events that met the criteria for recognition and disclosure in the consolidating financial statements.

Income Taxes

As described in Note 1, JAS is exempt from income taxes under Section 501(c)(3) of the IRC. Certain affiliates of JAS are also exempt from income taxes under Sections 501(c)(3) and 501(c)(4) of the IRC (see Note 3). JAS has for-profit corporate affiliates (see Note 3) that are subject to income taxation at the Federal and state levels. The corporate affiliates had, for Federal income tax purposes, net operating loss carryforwards of approximately \$176,000 and \$203,000 available to offset future taxable income as of December 31, 2017 and 2016, respectively. The corporate affiliates had, for state income tax purposes, net operating loss carryforwards of approximately \$109,000 and \$114,000 available to offset future taxable income as of December 31, 2017 and 2016, respectively. The value of the deferred tax assets associated with net operating loss carryforwards has been reserved due to the uncertainty of their future use. No income tax provision has been included in the consolidating financial statements for for-profit affiliates taxed as partnerships, as the income, loss and credits are reported by the partners on their respective income tax returns.

JAS and Affiliates account for uncertainty in income taxes in accordance with ASC Topic, *Income Taxes*. This standard clarifies the accounting for uncertainty in tax positions and prescribes a recognition threshold and measurement attribute for the consolidating financial statements regarding a tax position taken or expected to be taken in a tax return. JAS and Affiliates have determined that there are no uncertain tax positions which qualify for either recognition or disclosure in the consolidating financial statements at December 31, 2017 and 2016. JAS and Affiliates believe that they have appropriate support for the positions taken on their information and tax returns. However, JAS and Affiliates are generally subject to audit by tax authorities for the most recent three years.

3. RELATED PARTY TRANSACTIONS

Consolidated Entities

JAS and Affiliates' consolidating financial statements include the following entities:

Operating:

JAS Affordable Housing LLC (JAS Affordable), a Massachusetts limited liability company, formed during February 2012 to acquire and develop affordable housing projects. JAS is the sole member of JAS Affordable, which has elected to be disregarded as a separate entity from JAS for tax purposes. Costs associated with predevelopment activity are recorded in JAS Affordable and are generally recovered once the property is sold to a new ownership entity controlled by JAS.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

3. RELATED PARTY TRANSACTIONS (Continued)

Consolidated Entities (Continued)

Operating: (Continued)

JAS Homeownership LLC (JAS Homeownership), a Massachusetts limited liability company, formed in April 2014 to acquire deed-restricted condominiums in Cambridge under an agreement with the City. JAS is the sole member of JAS Homeownership, which has elected to be disregarded as a separate entity from JAS for tax purposes. The units are purchased and rehabilitated with funds advanced by the City and resold to qualified buyers provided by the City. JAS earns a predetermined fee per property for this service (see page 23 and Note 6).

During 2017, JAS created the following entities:

Squirrelwood JAS LLC, a Massachusetts limited liability company, to acquire, hold, develop, manage, operate, invest in interests in real property, including projects located in Cambridge, in its capacity as a member or partner in any limited liability company or limited partnership organized. JAS owns 100% of Squirrelwood JAS LLC.

Squirrelwood LLC, a Massachusetts limited liability company, to acquire, hold, develop, manage, operate, invest in interests in real property, including projects located in Cambridge, in its capacity as a member or partner in any limited liability company or limited partnership organized. Squirrelwood JAS LLC is the sole member of Squirrelwood LLC.

Broadway Park Apartments LLC, a Massachusetts limited liability company, to acquire, hold, develop, manage, operate, invest in interests in real property, including projects located in Cambridge, in its capacity as a member or partner in any limited liability company or limited partnership organized. Next Step (see page 20) is the sole member of Broadway Park Apartments LLC.

The Close Building MM LLC, a Massachusetts limited liability company, to acquire, hold, develop, manage, operate, invest in interests in real property, including projects located in Cambridge, in its capacity as a member or partner in any limited liability company or limited partnership organized. JAS owns 100% of The Close Building MM LLC.

The Close Building LLC, a Massachusetts limited liability company, to acquire, hold, develop, manage, operate, invest in interests in real property, including projects located in Cambridge, in its capacity as a member or partner in any limited liability company or limited partnership organized. The Close Building MM LLC is the sole member of The Close Building LLC.

Just-A-Start Holdings LLC, a Massachusetts limited liability company, to acquire, hold, develop, manage, operate, invest in, and deal with interests in real property, including projects located in Cambridge, in its capacity as a member or partner in any limited liability company or limited partnership organized. JAS owns 100% of Just-A-Start Holdings LLC.

Rental Properties:

JAS Properties consists of eighty-eight units of affordable residential housing that JAS owns directly. During 2017, fifty-eight units were sold to JAS Consolidated Properties LLC (see Note 18).

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

3. RELATED PARTY TRANSACTIONS (Continued)

Consolidated Entities (Continued)

Rental Properties: (Continued)

Directly Owned Limited Partnerships

St. Patricks Place Limited Partnership (St. Patricks), a Massachusetts limited partnership, which operated thirty-two units of affordable residential apartments in Cambridge. The property was being operated pursuant to an Affordable Housing Agreement with the City and an Affordable Housing Covenant with the Roman Catholic Archbishop of Boston. St. Patricks also entered into a Tax Credit Regulatory Agreement and Declaration of Restrictive Covenants with the Department of Housing and Community Development (DHCD). JAS controls 100% of St. Patricks' equity interests by 50% ownership as the limited partner and 50% as the general partner, St. Patricks/JAS, Inc. (see page 21). During 2016, a fire destroyed one of St. Patricks' buildings and significantly damaged another (see Note 15). During 2017, substantially all real estate assets and related restricted deposits of St. Patricks were sold to the newly formed JAS Consolidated Properties LLC (see page 20 and Note 18). JAS Consolidated Properties LLC will redevelop the damaged property as part of its overall rehabilitation of the project (see Note 6).

Putnam Place Limited Partnership (Putnam Place), a Massachusetts limited partnership, which operated twelve units of affordable residential apartments located in Cambridge. The property was being operated pursuant to an Affordable Housing Agreement with the City. Putnam Place also entered into a Tax Credit Regulatory Agreement and Declaration of Restrictive Covenants with DHCD. JAS controls 100% of Putnam Place's equity interests by 99% ownership as the limited partner and 1% as the general partner, Putnam/JAS, Inc. (see page 21). During 2017, substantially all real estate assets and related restricted deposits of Putnam Place were sold to JAS Consolidated Properties LLC (see page 20 and Note 18).

Churchill Court Limited Partnership (Churchill Court), a Massachusetts limited partnership, which owned and operated twelve units of affordable residential apartments in Cambridge. The property was being operated pursuant to an Affordable Housing Restriction Agreement with DHCD. Churchill Court also entered into a Tax Credit Regulatory Agreement and Declaration of Restrictive Covenants with DHCD. JAS controls 100% of Churchill Court's equity interests by 99.99% ownership as the limited partner and 0.01% as the general partner, Churchill/JAS, Inc. (see page 21). During 2017, substantially all real estate assets and related restricted deposits of Churchill Court were sold to JAS Consolidated Properties LLC (see page 20 and Note 18).

Squirrel Brand Limited Partnership (Squirrel Brand), a Massachusetts limited partnership, which operates twenty units of affordable residential apartments located in Cambridge. The property is being operated pursuant to an Affordable Housing Restriction Agreement with DHCD. The property is also being operated pursuant to an Affordable Housing Restriction Agreement with the City. Squirrel Brand entered into a Tax Credit Regulatory Agreement and Declaration of Restrictive Covenants with DHCD. JAS controls 100% of Squirrel Brand's equity interests by 99.99% ownership as the limited partner (effective December 31, 2016, see page 25) and 0.01% as the general partner, Squirrel/JAS, Inc. (see page 21).

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

3. RELATED PARTY TRANSACTIONS (Continued)

Consolidated Entities (Continued)

Rental Properties: (Continued)

Directly Owned Limited Partnerships (Continued)

Close Building Associates Limited Partnership (Close Building), a Massachusetts limited partnership, which operates sixty-one units of residential apartments located in Cambridge for low- and moderate-income families/individuals. Prior to December 31, 2016, JAS owned 8.43% of Close Building's equity interests, but controlled Close Building's managing general partner, JASDC, Inc. (see page 21). Effective December 31, 2016, the limited partner assigned its 91% interest to JAS. The estimated value of the donated interest was \$14,500,000. Because JAS controlled Close Building prior to the donation, this donation has not been recognized in the accompanying consolidating financial statements. In connection with the transfer of interest, the Close Building also authorized the distribution of \$429,772 to partners in proportion to interests prior to the donation, which was paid during 2017.

Subsequent to year-end, Close Building entered into a Draft Option Agreement containing an offer to purchase Close Building's real estate assets and enter into a long-term ground lease for its land. The intended buyer is a newly formed affiliate, The Close Building LLC (see page 17). Subsequent to year-end, The Close Building LLC entered into several long-term debt commitments related to this transaction (see Note 19). The sale is expected to close on or before December 31, 2018.

Syndicated Rental Properties

Elm Place/JAS Limited Partnership (Elm Place), a Massachusetts limited partnership, which operates nineteen units of affordable residential apartments and one commercial unit located in Cambridge. The property is being operated pursuant to a MassDocs Affordable Housing Restriction Agreement with the Massachusetts Housing Partnership Fund Board (MHP), as agent on behalf of itself and on behalf of the Commonwealth of Massachusetts, acting by and through DHCD and Community Economic Development Assistance Corporation (CEDAC). The property is also being operated pursuant to an Affordable Housing Covenant with the City and the Cambridge Affordable Housing Trust (CAHT). In addition, the property has a MassDocs Tax Credit Regulatory Agreement and Declaration of Restrictive Covenants with DHCD. JAS owns less than 1% of Elm Place's equity interests, but controls Elm Place's general partner, Elm Place/JAS, Inc. (see page 21).

Bishop Allen Apartments LLC (Bishop Allen), a Massachusetts limited liability company, which was formed during 2012 to purchase, own and rehabilitate thirty-two units of residential apartments located in Cambridge. The property was financed using 4% Low Income Tax Credits and Tax Exempt Bond financing through MassDevelopment, as well as Massachusetts Historic Rehabilitation Tax Credits. The Investor Members have committed and paid a total of \$3,728,527 of capital contributions. JAS owns less than 1% of Bishop Allen's equity interests, but controls Bishop Allen's general partner, Bishop Allen JAS, LLC (see page 21).

Bishop Allen Land LLC (Land LLC), a Massachusetts limited liability company, which was organized in May 2014 to acquire land. Land LLC acquired the land for the Bishop Allen project and subsequently entered into a ninety-year ground lease with Bishop Allen. Bishop Allen is the sole member of Land LLC.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

3. RELATED PARTY TRANSACTIONS (Continued)

Consolidated Entities (Continued)

Rental Properties: (Continued)

Syndicated Rental Properties (Continued)

Rindge Tower Apartments LLC (Rindge Tower), a Massachusetts limited liability company, which was formed during 2014 to purchase, own and rehabilitate 273 units of residential apartments located in Cambridge. The property, an occupied rehabilitation, is being financed using 4% Low Income Housing Tax Credits, and bridge and permanent financing through MassHousing, as well as through a seller note to JAS (see page 22). JAS is the sponsor and developer of the project and will earn developer fee and overhead. The Investor Member has committed a total of \$11,000,000 of capital contributions, due in five installments. As of December 31, 2017 and 2016, the Investor Member has contributed \$1,650,000 to Rindge Tower. The remaining capital contributions are due in four installments, as specified in the operating agreement. JAS owns less than 1% of Rindge Tower's equity interests, but controls Rindge Tower's general partner, Rindge Tower Apartments JAS, LLC (see page 21).

JAS Consolidated Properties LLC (JAS Consolidated), a Massachusetts limited liability company, which was formed in 2017 to acquire, rehabilitate and operate 112 residential units and one commercial unit in twenty buildings across Cambridge. On November 30, 2017, JAS Consolidated acquired certain assets of St. Patricks, Putnam Place, Churchill Court and select properties directly owned by JAS (see Note 18). The Investor Members have committed a total of \$14,325,000 of capital contributions, due in three installments. As of December 31, 2017, no contributions have been received. The installments are due as specified in the operating agreement. JAS is the sponsor and developer of the project and will earn developer fee and overhead. JAS owns less than a 1% equity interest in JAS Consolidated, but controls its managing member, JAS Consolidated MM LLC (see page 21).

Non-Profit Rental Properties

Wellington-Harrington Development Corporation (Wellington-Harrington), a Massachusetts not-for-profit corporation (under Section 501(c)(4) of the IRC), which operates forty-five units of rental housing named Linwood Court and is located in Cambridge, of which 25% or twelve units must be rented to low-income tenants. The project is regulated by the Massachusetts Housing Finance Agency (MassHousing) as to rent charges, operating methods, and equity owner's distributions. The property is being operated pursuant to an Affordable Housing Restriction Agreement with the City and the CAHT. Wellington-Harrington and JAS are commonly controlled through common directors and management.

Next Step Housing Corporation (Next Step), a Massachusetts not-for-profit corporation, which operates three units of transitional housing and three units of affordable housing located in Somerville, Massachusetts. Residents are subject to income limitations as prescribed by the lenders. Next Step and JAS are commonly controlled through common directors and management.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

3. RELATED PARTY TRANSACTIONS (Continued)

Consolidated Entities (Continued)

General Partner Entities

General Partner Entities - JAS has other combined wholly-owned and majority-owned subsidiaries that serve as the general partners and managing members of the LPs and LLCs, which operate various low-income and subsidized housing projects, which were developed by JAS.

The following wholly-owned general partners of JAS are included in the consolidating financial statements:

- **St. Patricks/JAS, Inc.**, general partner of St. Patricks.
- **Putnam/JAS, Inc.**, general partner of Putnam Place.
- **Churchill/JAS, Inc.**, general partner of Churchill Court.
- **JAS CDC, Inc.**, co-general partner of Close Building.
- **Squirrel/JAS, Inc.**, general partner of Squirrel Brand.
- **Elm Place/JAS, Inc.**, general partner of Elm Place.
- **Bishop Allen JAS, LLC**, managing member of Bishop Allen.
- **Rindge Tower Apartments JAS, LLC**, managing member of Rindge Tower.
- **JAS Consolidated MM LLC**, managing member of JAS Consolidated.

Transactions among consolidating entities include:

Right of First Refusal

JAS has been granted a continuing right of first refusal with certain syndicated rental properties to purchase the respective properties in the event that a syndicated rental property proposes to sell, transfer, or assign the property. JAS would be required to continue to maintain the property as low-income housing under this agreement.

Notes and Interest Receivable from Affiliates

Project development notes and accrued interest receivable from Affiliates are generally subordinate to mortgages held by banks or government entities on the Affiliates' properties. JAS's ability to realize these assets is dependent on the ability of each Affiliate to generate sufficient cash flow from operations or from the sale or refinancing by the respective partnership. Due to the long-term nature of expected realization, JAS has established valuation allowances against the value of some of these balances, including accrued interest, to reflect these assets at expected realizable values.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

3. RELATED PARTY TRANSACTIONS (Continued)

Notes and Interest Receivable from Affiliates (Continued)

The balance consisted of the following as of December 31, 2017:

| <u>Borrower</u> | <u># of Notes</u> | <u>Interest Rate</u> | <u>Principal Balance</u> | <u>Accrued Interest</u> | <u>Final Maturity</u> |
|-----------------------------|-------------------|----------------------|--------------------------|-------------------------|-----------------------|
| Rindge Tower* | 1 | 3.75% | \$ 21,781,600 | \$ 1,711,348 | July 2058 |
| JAS Consolidated | 1 | 4.00% | 5,228,616 | 17,429 | December 2067 |
| JAS Consolidated* | 1 | 4.00% | 4,685,343 | 15,618 | December 2067 |
| Bishop Allen | 2 | 3.14% | 1,223,000 | 80,757 | June 2054 |
| Squirrel Brand | 1 | 8.5% | 660,000 | 1,983,994 | May 2021 |
| | | | <u>33,578,559</u> | <u>3,809,146</u> | |
| Less - valuation allowances | | | <u>33,118,559</u> | <u>3,809,146</u> | |
| | | | <u>\$ 460,000</u> | <u>\$ -</u> | |

The balance consisted of the following as of December 31, 2016:

| <u>Borrower</u> | <u># of Notes</u> | <u>Interest Rate</u> | <u>Principal Balance</u> | <u>Accrued Interest</u> | <u>Final Maturity</u> |
|-----------------------------|-------------------|----------------------|--------------------------|-------------------------|-----------------------|
| Rindge Tower* | 1 | 3.75% | \$ 21,781,600 | \$ 850,844 | July 2058 |
| Bishop Allen | 2 | 3.14% | 1,223,000 | 42,294 | June 2054 |
| Squirrel Brand | 1 | 8.5% | 660,000 | 1,770,705 | May 2021 |
| Putnam Place | 2 | 5.53% - 8% | 122,312 | 127,201 | January 2018 |
| | | | <u>23,786,912</u> | <u>2,791,044</u> | |
| Less - valuation allowances | | | <u>23,289,014</u> | <u>1,677,058</u> | |
| | | | 497,898 | 1,113,986 | |
| Less - current portion | | | <u>37,898</u> | <u>107,414</u> | |
| | | | <u>\$ 460,000</u> | <u>\$ 1,006,572</u> | |

* Because these instruments were created among JAS Affiliates in a controlled transfer, principal and accrued interest on the seller notes for Rindge Tower and JAS Consolidated have been characterized as equity in the accompanying supplementary consolidating statements of financial position.

For the years ended December 31, 2017 and 2016, interest earned by JAS on the above affiliate notes totaled \$1,164,066 and \$1,079,661, respectively, of which \$1,125,516 and \$938,432, respectively, was reserved. As of December 31, 2017 and 2016, all of the notes receivable between JAS and its Affiliates have been eliminated in the accompanying consolidating financial statements. The accrued interest, net of valuation allowances, is included in due from affiliates in the accompanying consolidating financial statements.

Developer and Other Service Fees

JAS receives certain incentive and supplemental management fees and other program service fees from its rental projects. Fees received during the years ended December 31, 2017 and 2016, totaled \$586,984 and \$552,996, respectively. The incentive and supplemental management fees are recognized when paid based on prior year cash flow for annual services provided by JAS and are included in contracted services and management fees in the accompanying consolidating statements of functional expenses.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

3. RELATED PARTY TRANSACTIONS (Continued)

Developer and Other Service Fees (Continued)

JAS, in its role as sponsor and developer, earns developer fees from each project undergoing rehabilitation. JAS earned developer fees totaling \$2,209,736 and \$1,153,499 during the years ended December 31, 2017 and 2016, respectively, from the projects noted below, which are included in developer and other service fees in the accompanying consolidated statements of activities and are shown net of reserves. There were no amounts reserved for in 2017 and 2016.

| | <u>2017</u> | <u>2016</u> |
|---|---------------------|---------------------|
| Developer fees: | | |
| Rindge Tower | \$ 1,515,753 | \$ 940,753 |
| JAS Consolidated | 632,983 | - |
| Condo Repurchase Program (see Note 6) | 61,000 | 62,000 |
| Bishop Allen | - | 150,746 |
| | <u>2,209,736</u> | <u>1,153,499</u> |
| Management, resident service and other fees | <u>586,984</u> | <u>552,996</u> |
| | 2,796,720 | 1,706,495 |
| Less - eliminations | <u>(701,424)</u> | <u>(701,742)</u> |
| | <u>\$ 2,095,296</u> | <u>\$ 1,004,753</u> |

Developer fees and other receivables were as follows as of December 31, 2017:

| <u>Due From</u> | <u>Developer Fees</u> | <u>Other</u> | <u>Total</u> |
|----------------------------|-----------------------|---------------------|---------------------|
| Rindge Tower | \$ 2,142,870 | \$ - | \$ 2,142,870 |
| Squirrel Brand | - | 586,055 | 586,055 |
| JAS Properties | - | 135,689 | 135,689 |
| Churchill Court | - | 62,896 | 62,896 |
| Bishop Allen* | 371,776 | 12,589 | 384,365 |
| JAS | - | 5,057,566 | 5,057,566 |
| JAS Consolidated | 183,090 | 133,174 | 316,264 |
| St. Patricks | - | 97,558 | 97,558 |
| Elm Place | - | 18,275 | 18,275 |
| Putnam Place | - | 10,439 | 10,439 |
| | <u>2,697,736</u> | <u>6,114,241</u> | <u>8,811,977</u> |
| Less - valuation allowance | <u>256,576</u> | <u>412,770</u> | <u>669,346</u> |
| | 2,441,160 | 5,701,471 | 8,142,631 |
| Less - current portion | <u>2,258,070</u> | <u>833,809</u> | <u>3,091,879</u> |
| | <u>\$ 183,090</u> | <u>\$ 4,867,662</u> | <u>\$ 5,050,752</u> |

* In 2016, interest began accruing at 3.14% on the developer fee payable. The developer fee includes \$12,789 of accrued interest as of December 31, 2017.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

3. RELATED PARTY TRANSACTIONS (Continued)

Developer and Other Service Fees (Continued)

Developer fees and other receivables were as follows as of December 31, 2016:

| Due From | Developer Fees | Other | Total |
|----------------------------|----------------|------------|------------|
| Rindge Tower | \$ 932,046 | \$ - | \$ 932,046 |
| Squirrel Brand | - | 586,884 | 586,884 |
| JAS Properties | - | 11,000 | 11,000 |
| Churchill Court | - | 87,000 | 87,000 |
| Bishop Allen | *507,016 | 12,222 | 519,238 |
| JAS | - | 500,000 | 500,000 |
| St. Patricks | - | 16,825 | 16,825 |
| Elm Place | - | 12,790 | 12,790 |
| Putnam Place | - | 42,000 | 42,000 |
| | 1,439,062 | 1,268,721 | 2,707,783 |
| Less - valuation allowance | 359,016 | 454,770 | 813,786 |
| | 1,080,046 | 813,951 | 1,893,997 |
| Less - current portion | 1,080,046 | 93,822 | 1,173,868 |
| | \$ - | \$ 720,129 | \$ 720,129 |

* In 2016, interest began accruing at 3.14% on the developer fee payable. The developer fee includes \$8,281 of accrued interest as of December 31, 2016.

As of December 31, 2017 and 2016, the developer fees and other receivables included in due to and from related parties between JAS and Affiliates have been eliminated in the accompanying consolidating financial statements.

Investment in Affiliates

Investments in LPs and LLCs are accounted for using the cost method, but are generally eliminated in consolidation. Investments in LPs and LLCs consist of amounts invested by JAS into various LPs and LLCs through JAS's general partner subsidiaries (see page 21) as support for development projects carried on by those LPs and LLCs.

Non-Controlling Interest

The following is a summary of the activity related to the non-controlling interests (see Note 2) of the following syndicated rental properties for the years ended December 31:

| | 2017 | | | | |
|------------------|---------------------------------|--|----------------------|---------------|---------------------------------|
| | Balance December 31, 2016 | Investor Share of Net Income (Loss) | Syndication Costs | Distributions | Balance December 31, 2017 |
| Elm Place | \$ 1,319,175 | \$ (146,754) | \$ - | \$ (12,785) | \$ 1,159,636 |
| Bishop Allen | 3,001,498 | (278,788) | - | - | 2,722,710 |
| Close Building | (57,081) | 473 | - | - | (56,608) |
| Rindge Tower | 2,263,406 | (379,955) | - | - | 1,883,451 |
| JAS Consolidated | - | (34,526) | (53,798) | - | (88,324) |
| | \$ 6,526,998 | \$ (839,550) | \$ (53,798) | \$ (12,785) | \$ 5,620,865 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

3. RELATED PARTY TRANSACTIONS (Continued)

Non-Controlling Interest (Continued)

| | 2016 | | | | | | Balance December 31, 2016 |
|----------------|---------------------------------|--------------------------|--|----------------------|---------------------|---------------------|---------------------------------|
| | Balance December 31, 2015 | Capital Contributions | Investor Share of Net Income (Loss) | Syndication Costs | Distributions | Transfer to JAS | |
| Squirrel Brand | \$ (2,050,536) | \$ - | \$ (403,127) | \$ - | \$ - | \$ 2,453,663 | \$ - |
| Elm Place | 1,480,072 | - | (160,897) | - | - | - | 1,319,175 |
| Bishop Allen | 1,203,445 | 2,075,335 | (277,282) | - | - | - | 3,001,498 |
| Close Building | 1,122,664 | - | 47,289 | - | (391,092) | (835,942) | (57,081) |
| Rindge Tower | <u>1,741,437</u> | <u>-</u> | <u>574,670</u> | <u>(52,701)</u> | <u>-</u> | <u>-</u> | <u>2,263,406</u> |
| | <u>\$ 3,497,082</u> | <u>\$ 2,075,335</u> | <u>\$ (219,347)</u> | <u>\$ (52,701)</u> | <u>\$ (391,092)</u> | <u>\$ 1,617,721</u> | <u>\$ 6,526,998</u> |

4. RESTRICTED DEPOSITS AND ESCROWS

The balances of restricted deposits and escrows include cash and highly liquid investments with an initial maturity of three months or less and a short-term certificate of deposit (CD). As of December 31, 2017, JAS has one short-term CD that earns interest at 1.35% per annum and matures in November 2018. JP Morgan Chase Bank required that JAS hold this CD with the bank under the terms of the financing the bank provided to JAS Consolidated. At December 31, 2017, the value of this CD was \$1,900,000, which is a portion of the construction escrow below.

Restricted deposits consist of the following as of December 31, 2017 and 2016:

| | 2017 | | |
|--|---------------------|----------------------|---------------------|
| | Operating | Rental Properties | Total |
| Real estate and insurance escrows | \$ - | \$ 251,940 | \$ 251,940 |
| Restricted deposits: | | | |
| Construction escrow | \$ 4,622,435 | \$ - | \$ 4,622,435 |
| Replacement reserves | - | 1,267,972 | 1,267,972 |
| Operating reserves | - | 980,263 | 980,263 |
| Home Improvement Program funds (see Note 5) | <u>1,128,016</u> | <u>-</u> | <u>1,128,016</u> |
| Total restricted deposits | <u>\$ 5,750,451</u> | <u>\$ 2,248,235</u> | <u>\$ 7,998,686</u> |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

4. RESTRICTED DEPOSITS AND ESCROWS (Continued)

| | <u>2016</u> | | |
|--|---------------------|------------------------------|---------------------|
| | <u>Operating</u> | <u>Rental Properties</u> | <u>Total</u> |
| Real estate and insurance escrows | \$ - | \$ 199,556 | \$ 199,556 |
| Restricted deposits: | | | |
| Replacement reserves | \$ - | \$ 1,923,905 | \$ 1,923,905 |
| Operating reserves | 13,152 | 1,319,567 | 1,332,719 |
| Home Improvement Program funds (see Note 5) | 933,582 | - | 933,582 |
| Insurance proceeds (see Note 15) | <u>500,000</u> | <u>-</u> | <u>500,000</u> |
| Total restricted deposits | <u>\$ 1,446,734</u> | <u>\$ 3,243,472</u> | <u>\$ 4,690,206</u> |

Under the provisions of mortgage and partnership agreements (see Note 10), JAS and Affiliates are required to maintain operating reserves to fund potential future operating deficits and maintain replacement reserves to fund future capital improvements. Real estate and insurance escrows are maintained by the properties to ensure timely payment of all real estate taxes and insurance premiums.

5. NOTES RECEIVABLE

Home Improvement Program

JAS, in collaboration with the City and Cambridge Savings Bank (CSB), operates the Home Improvement Program (HIP) where JAS provides low-interest (servicing notes) and deferred payment home improvement loans to income-eligible homeowners to make necessary repairs to their homes.

As of December 31, 2017 and 2016, JAS had the following notes receivable outstanding under HIP:

| <u>Type</u> | <u>Interest Rates</u> | <u>2017</u> | | <u>2016</u> | |
|------------------------------------|---------------------------|-----------------------|------------------------------|-----------------------|------------------------------|
| | | <u># of Notes</u> | <u>Principal Balance</u> | <u># of Notes</u> | <u>Principal Balance</u> |
| City of Cambridge: | | | | | |
| Servicing notes | 0% - 3% | 83 | \$ 2,175,274 | 86 | \$ 2,281,070 |
| Deferred payment | 0% | 64 | <u>1,050,042</u> | 67 | <u>1,114,021</u> |
| | | | 3,225,316 | | 3,395,091 |
| Cambridge Savings Bank - servicing | 0% - 3% | 30 | 491,330 | 33 | 534,672 |
| Interest receivable | | | 32,786 | | - |
| Other | | | <u>18,175</u> | | <u>18,175</u> |
| Total notes receivable | | | <u>3,767,607</u> | | <u>3,947,938</u> |
| Less - current portion | | | <u>355,551</u> | | <u>135,723</u> |
| | | | <u>\$ 3,412,056</u> | | <u>\$ 3,812,215</u> |

Servicing notes require monthly payments of principal and interest ranging from \$13 to \$1,036 and are typically required to be repaid over a term of thirty years. Deferred payment loans do not require monthly payments and are due in full upon the sale or transfer of the homeowners' property. These notes are secured by the homeowners' properties. Some notes are cross-collateralized with the advances provided by the City and the CSB line of credit (see Notes 10 and 11).

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

5. NOTES RECEIVABLE (Continued)

Home Improvement Program (Continued)

Estimated maturities of notes receivable over the next five years are as follows:

| | |
|------|------------|
| 2018 | \$ 355,551 |
| 2019 | \$ 117,731 |
| 2020 | \$ 123,775 |
| 2021 | \$ 141,224 |
| 2022 | \$ 113,914 |

Allowance for Loan Losses

JAS provides for an allowance for potential loan losses of the loan portfolio. The allowance is based on JAS's assessment of the collectability of individual notes receivable. There were no allowances for loan losses recorded at December 31, 2017 or 2016, since there are no significant anticipated losses based on management's assessment.

Contractual Advances

As of December 31, 2017 and 2016, contractual advances consist of \$3,507,124 and \$3,481,131, respectively, which represents the aggregate amount of home improvement loan pool funds advanced by and subject to recall by the City. Advances from the City are not formal loans, however, JAS and the City mutually agree that this funding represents a liability. Proceeds from these advances are used to fund homeowner loans under HIP. There are no formal repayment terms and payments are not typically made in the event a homeowner loan is paid in full.

6. PROJECTS UNDER DEVELOPMENT

The following is a summary of amounts included in projects under development as presented in the accompanying consolidating statements of financial position. These include development costs for condos that JAS acquires and develops for sale to individual homeowners and other development costs related to rehabilitation of rental projects (see below). Costs considered to be recoverable are capitalized. Recoverable costs expected to be realized within one year from the consolidating statements of financial position date, are classified as current. Other recoverable costs are classified as non-current. Non-recoverable costs are expensed as incurred. At December 31, 2017 and 2016, projects under development consist of the following:

| | <u>2017</u> | <u>2016</u> |
|----------------------------------|---------------------|----------------------|
| Current: | | |
| Condo Repurchase Program | \$ 2,061,004 | \$ 1,611,360 |
| Fifth Street Property | 299,781 | - |
| Total current | <u>2,360,785</u> | <u>1,611,360</u> |
| Long-term: | | |
| JAS Consolidation | 3,129,678 | 489,784 |
| Condo Repurchase Program | 455,932 | 159,460 |
| Close Building | 345,062 | - |
| Squirrelwood | 271,388 | - |
| Other Projects | 20,280 | 57,634 |
| Rindge Tower Apartments | - | 18,549,479 |
| Total long-term | <u>4,222,340</u> | <u>19,256,357</u> |
| Total projects under development | <u>\$ 6,583,125</u> | <u>\$ 20,867,717</u> |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

6. PROJECTS UNDER DEVELOPMENT (Continued)

Management of JAS has capitalized the costs on page 27 related to various projects, some of which have uncertain financing, because they believe the costs are recoverable from the future development and/or sale of the project. There is a risk that if financing for specific projects is not obtained, sales proceeds are insufficient, or projects become unfeasible, that JAS will need to write-down the value of the affected assets in future consolidating financial statements.

The following projects were under development during the years ended December 31, 2017 and 2016:

Condo Repurchase Program

JAS and JAS Homeownership, in collaboration with the City, buy and sell deed-restricted condominium units located throughout Cambridge. These condominiums are deed-restricted to be purchased by low- to moderate-income residents. JAS and JAS Homeownership purchase condominium units, rehabilitate the units as deemed necessary, and sell the units to qualified residents. The City determines the sale price and reimburses JAS and JAS Homeownership for rehabilitation costs incurred. As of December 31, 2017, JAS and JAS Homeownership held twelve units totaling \$2,516,936. As of December 31, 2016, JAS and JAS Homeownership held thirteen units totaling \$1,770,820. These units are secured by debt held by the City (see Note 10).

In connection with the Condo Repurchase Program, JAS is entitled to receive a developer fee ranging between \$4,000 and \$10,000 for each condominium unit that is purchased and sold. For the years ended December 31, 2017 and 2016, JAS recognized developer fees under the Condo Repurchase Program totaling \$61,000 and \$62,000, respectively (see Note 3).

Fifth Street Property

During 2017, JAS received a donation of a house from an unaffiliated third-party (see Note 2). JAS entered into a loan agreement with the City (see Note 10) to rehabilitate the house. The project is expected to be completed in 2018. Upon completion of the project, the house will be sold to a qualified homebuyer.

Rindge Tower Apartments

Rindge Tower renovated its 273-unit property. At December 31, 2016, development costs of \$18,549,479 had been incurred and capitalized and are included in long-term portion of projects under development in the accompanying consolidating statement of financial position. During 2017, rehabilitation of the property was completed and the total amount of the improvements were transferred to property and equipment and placed in service.

Close Building

During 2017 and 2016, JAS incurred predevelopment costs for the refinance and renovation of the Close Building, a sixty-one-unit property. The property is currently owned by Close Building. The refinance and renovation will utilize 4% Low Income Housing Tax Credits and Tax Exempt Bond financing. Closing and construction start are anticipated in late spring 2018. At December 31, 2017, development costs of \$345,062 have been incurred and capitalized and are included in long-term portion of projects under development in the accompanying 2017 consolidating statement of financial position.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

6. PROJECTS UNDER DEVELOPMENT (Continued)

Squirrelwood

During 2017, JAS incurred predevelopment costs in connection with combining two existing JAS projects for the rehabilitation of sixty-five units and construction of twenty-three new units of affordable housing. The intent is to create economies of scale within the operation and management of the properties while leveraging available land for the creation of new units. The refinance will include 4% Low Income Housing Tax Credits, tax-exempt bond financing, and subordinate financing provided by City and Commonwealth of Massachusetts funds. Management expects to close on the financing and begin construction in early spring of 2019. All project-related costs have been capitalized. At December 31, 2017, development costs of \$271,388 have been incurred and capitalized and are included in long-term portion of the projects under development in the accompanying 2017 consolidating statement of financial position

JAS Consolidation

During 2016, JAS incurred predevelopment costs in connection with a project to refinance and rehabilitate certain directly-owned properties and certain syndicated rental properties. The intent of the consolidation is to create an economy of scale for efficient financing of necessary rehabilitation work and to unify and simplify the management of debt, affordability restrictions, and tenant selection policies and practices of the portfolio. The refinance and rehabilitation will utilize 4% Low Income Housing Tax Credits and Tax Exempt Bond financing. Financing closing and construction began during 2017. All project-related costs have been capitalized. At December 31, 2017 and 2016, development costs of \$3,129,678 and \$489,784, respectively, have been incurred and capitalized and are included in long-term portion of projects under development in the accompanying consolidating statements of financial position. During 2017, this project was transferred to JAS Consolidated.

7. PROPERTY AND EQUIPMENT

Property and equipment consist of the following as of December 31:

| | 2017 | | |
|---------------------------------|-------------------|------------------------------|----------------------|
| | Operating | Rental Properties | Total |
| Land | \$ 26,528 | \$ 10,918,285 | \$ 10,944,813 |
| Buildings and improvements | 1,810,380 | 94,738,255 | 96,548,635 |
| Equipment and furniture | 246,173 | 2,860,750 | 3,106,923 |
| Vehicles | 27,250 | - | 27,250 |
| | <u>2,110,331</u> | <u>108,517,290</u> | <u>110,627,621</u> |
| Less - accumulated depreciation | <u>1,198,815</u> | <u>31,549,607</u> | <u>32,748,422</u> |
| | <u>\$ 911,516</u> | <u>\$ 76,967,683</u> | <u>\$ 77,879,199</u> |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

7. PROPERTY AND EQUIPMENT (Continued)

| | 2016 | | |
|---------------------------------|---------------------|----------------------|----------------------|
| | Operating | Rental Properties | Total |
| Land | \$ 26,528 | \$ 10,991,485 | \$ 11,018,013 |
| Buildings and improvements | 1,810,380 | 66,003,432 | 67,813,812 |
| Equipment and furniture | 215,675 | 2,180,587 | 2,396,262 |
| Vehicles | 27,250 | - | 27,250 |
| | <u>2,079,833</u> | <u>79,175,504</u> | <u>81,255,337</u> |
| Less - accumulated depreciation | <u>1,071,192</u> | <u>29,165,092</u> | <u>30,236,284</u> |
| | <u>\$ 1,008,641</u> | <u>\$ 50,010,412</u> | <u>\$ 51,019,053</u> |

Depreciation expense for the years ended December 31, 2017 and 2016, totaled \$2,512,139 and \$2,340,720, respectively, including \$21,592 in 2016, which is included in loss on discontinued operations for the year ended December 31, 2016.

Property Held for Sale

During 2016, JAS discontinued the operations of Just-A-Start House (see Note 1) and decided to sell the property. JAS recorded an impairment loss of \$74,663 (see Note 1) to adjust the carrying value of this property to its net realizable value as of December 31, 2016. The adjusted carrying value of the property was approximately \$1,551,000 and was classified as property held for sale in the accompanying consolidating statement of financial position as of December 31, 2016.

During 2017, Just-A-Start House was sold for approximately \$921,000 in cash, as well as an assumption of the deferred debt on the property, which was comprised of the \$550,000 note payable to CEDAC and the \$80,000 note payable to the City (see pages 33 and 34). Prior to the sale during 2017, the Agency incurred additional carrying and other costs related to the property, which are reflected as discontinued operations in the accompanying 2017 consolidating statement of activities.

8. CAPITALIZED COSTS AND AMORTIZATION

Capitalized costs consist of costs related to tax credit fees as well as debt issuance costs related to debt which has not been drawn as of December 31:

| | 2017 | 2016 |
|---------------------------------|-------------------|------------------|
| Debt issuance costs | \$ 548,498 | \$ - |
| Tax credit fees | <u>131,622</u> | <u>77,854</u> |
| | 680,120 | 77,854 |
| Less - accumulated amortization | <u>25,079</u> | <u>14,538</u> |
| Total capitalized costs, net | <u>\$ 655,041</u> | <u>\$ 63,316</u> |

Amortization expense for the years ended December 31, 2017 and 2016, was \$10,541 and \$6,153, respectively. Amortization expense for the next five years is expected to be as follows:

| | |
|------|-----------|
| 2018 | \$ 11,214 |
| 2019 | \$ 11,214 |
| 2020 | \$ 9,077 |
| 2021 | \$ 7,555 |
| 2022 | \$ 7,555 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

9. MANAGEMENT AGREEMENTS

JAS has agreements with two independent management companies to carry on the day-to-day operations of the rental properties. These management companies receive management fees ranging from 4% to 6% of total residential collections, as defined in the agreements. The agreements can be terminated by either party with ninety days written notice. JAS paid management fees totaling \$489,953 and \$486,463 for the years ended December 31, 2017 and 2016, respectively, which are reflected as management fees in the accompanying consolidating statements of functional expenses.

10. LONG-TERM DEBT

Long-term debt consists of the following at December 31:

| Operating | <u>2017</u> | <u>2016</u> |
|---|--------------|--------------|
| <i>Condo Repurchase Program</i> | | |
| Non-interest bearing notes payable to the City. No payments are required until the sale of the mortgaged property (see Note 5) or until maturity. These notes mature at various dates through December 2019 and are secured by mortgages on the properties. | \$ 2,320,661 | \$ 1,659,418 |
| <i>Home Improvement Program</i> | | |
| Revolving line of credit with CSB, which allows for borrowings up to \$1,000,000. Interest is payable monthly at a rate of 3%. The proceeds from the line of credit must be used to provide capital under JAS's HIP (see Note 5). Payments of principal are due upon the sale of the property securing the principal balance. All outstanding principal and interest are due at maturity in November 2021. The note is secured by the property under JAS's HIP program. | 538,886 | 575,585 |
| <i>Just-A-Start House</i> | | |
| 5.9% note payable to East Cambridge Savings Bank (ECSB) that was due in monthly installments of principal and interest of \$4,482 through June 2038. This note was secured by a first mortgage on Just-A-Start House (see Note 1). During 2017, this note was paid with proceeds from the sale of Just-A-Start House (see Note 7). | - | 654,474 |
| <i>Just-A-Start YouthBuild</i> | | |
| 4% note payable to Bridge Loan Trust that was due in monthly installments of principal and interest of \$4,242 through September 2022. This note was secured by a first mortgage on condominium unit number one at the Trembridge property. During 2017, the balance of this note was paid in full. | - | 261,065 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

10. LONG-TERM DEBT (Continued)

| Operating (Continued) | <u>2017</u> | <u>2016</u> |
|---|----------------------|----------------------|
| <i>Real Estate Development - JAS Consolidation</i> | | |
| 4.5% note payable to the Local Initiatives Support Corporation (LISC), which allowed for borrowings up to \$577,725. Interest was due and payable monthly through December 2017, and was secured by all related business assets. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | <u>204,101</u> |
| Total Operating | 2,859,547 | 3,354,643 |
| Total Rental Properties (see pages 40 - 45) | 41,538,877 | 27,259,569 |
| Less - eliminations | - | <u>98,339</u> |
| Total JAS and Affiliates | 44,398,424 | 30,515,873 |
| Less - current portion (net of debt issuance costs) | <u>9,869,502</u> | <u>2,393,123</u> |
| | <u>\$ 34,528,922</u> | <u>\$ 28,122,750</u> |

Aggregate maturities of long-term debt over the next five years are as follows:

| | <u>Operating</u> | <u>Rental</u> | <u>Total</u> |
|------|------------------|---------------|--------------|
| 2018 | \$ 1,900,121 | \$ 7,992,020 | \$ 9,892,141 |
| 2019 | \$ 420,540 | \$ 6,745,584 | \$ 7,166,124 |
| 2020 | \$ - | \$ 1,218,009 | \$ 1,218,009 |
| 2021 | \$ 538,886 | \$ 394,941 | \$ 933,827 |
| 2022 | \$ - | \$ 384,267 | \$ 384,267 |

The above notes have certain financial and non-financial covenants with which JAS and Affiliates must comply. As of December 31, 2017 and 2016, JAS and Affiliates were in compliance with applicable debt covenants.

Debt issuance costs related to the various notes payable totaling \$1,209,047 and \$1,062,183 are shown net of accumulated imputed interest of \$323,599 and \$273,661 as of December 31, 2017 and 2016, respectively. Net debt issuance costs are reported in the consolidating statements of financial position as a direct reduction of the face amount of the related long-term debt (see Notes 2 and 21). Amortization of debt issuance costs is reported as a component of interest expense and is computed using an imputed rate on the related loan.

During 2017, JAS entered into a loan agreement with the City to finance the rehabilitation of the Fifth Street Property (see Note 6). The loan is non-interest bearing and allows for borrowings up to \$360,000. The loan will be repaid at the earlier of the sale of the property or December 21, 2019. The total principal to be repaid to the City will equal any proceeds from the sale of the property in excess of \$215,000, with the remainder of the loan being forgiven at that time. The note is secured by a first mortgage on the property. No amounts have been drawn on this note as of December 31, 2017.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

11. CONTINGENT DEBT AND DEFERRED INTEREST

JAS and Affiliates have received contingent loans from various organizations to help in the development of its housing and other projects. These loans generally are not required to be repaid unless the project fails to maintain its status as low-income housing or JAS and Affiliates fail to comply with other conditions. It is the intention of the Board of Directors and the management of JAS and Affiliates to maintain these properties as low-income housing and to meet other conditions.

Certain contingent loans state that interest shall accrue from the date of disbursement through maturity, at which point the entire principal balance and accrued interest shall be forgiven provided the underlying property is maintained as affordable housing. For contingent notes where the accrued interest will be forgiven at maturity, no deferred interest has been recorded as management intends to maintain the properties as affordable housing, with the exception of the deferred interest on the contingent debt related to certain properties, which was recognized and transferred to JAS Consolidated Properties, LLC as part of the sale of those respective properties. As of December 31, 2017 and 2016, unrecorded deferred interest on forgivable contingent loans totaled approximately \$3,557,000 and \$6,336,000, respectively.

Contingent debt and deferred interest consist of the following at December 31:

| Operating | <u>2017</u> | <u>2016</u> |
|--|--------------------|--------------------|
| <i>Real Estate Development</i> | | |
| 8% note payable to the City. No payments are due provided the property is maintained as affordable housing. The note matures in April 2051, at which time the outstanding principal and accrued interest shall be forgiven. This note is secured by JAS's note receivable with Squirrel Brand (see Note 3). | \$ <u>460,000</u> | \$ <u>460,000</u> |
| <i>Just-A-Start House</i> | | |
| Non-interest bearing note payable to CEDAC. Payments of principal were due to the extent that gross cash receipts exceed 105% of gross cash expenditures, as defined in the agreement. The note was set to mature in September 2038. This note was secured by a second priority mortgage on property located at 114 Temple Street in Somerville, Massachusetts (Just-A-Start House). During 2017, this note was assigned as partial consideration for Just-A-Start House (see Note 7). | - | 550,000 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

11. CONTINGENT DEBT AND DEFERRED INTEREST (Continued)

| Operating (Continued) | <u>2017</u> | <u>2016</u> |
|--|----------------------|----------------------|
| <i>Just-A-Start House (Continued)</i> | | |
| Non-interest bearing notes payable to the City of Somerville. No payments of principal were due provided the property was maintained as affordable housing. The note was set to mature in June 2018, at which time all principal was to be forgiven. This note was secured by a third priority mortgage on property located at 114 Temple Street in Somerville, Massachusetts. During 2017, this note was assigned as partial consideration for Just-A-Start House (see Note 7). | - | 80,000 |
| Total Just-A-Start House | - | 630,000 |
| Total Operating | 460,000 | 1,090,000 |
| Total Rental Properties (see pages 46 - 54) | <u>37,440,413</u> | <u>27,326,291</u> |
| Total contingent debt and deferred interest before eliminations | 37,900,413 | 28,416,291 |
| Less - eliminations | <u>9,193,796</u> | <u>3,739,758</u> |
| Total JAS and Affiliates | 28,706,617 | 24,676,533 |
| Less - current portion | <u>359,422</u> | - |
| | <u>\$ 28,347,195</u> | <u>\$ 24,676,533</u> |

The notes above and on page 33 have certain financial and non-financial covenants with which JAS and Affiliates must comply. JAS and Affiliates were in compliance with these covenants as of December 31, 2017 and 2016.

12. COMMITMENTS AND CONTINGENCIES

General Partner and Sponsor Obligations

As discussed in Note 3, JAS has acted as sponsor and developer for various low-income and affordable housing developments. Most of these developments have received various forms of funding through JAS from Federal, state, and local sources. The terms of these funding agreements generally require that the projects maintain affordable housing and low-income eligibility status, as defined. If such status is not maintained, JAS may be obligated to remedy any defaults in the requirements and may be liable to repay certain amounts to the funders.

JAS, as the sponsor of various projects, has, in some cases, agreed to advance funds to the partnerships as a guarantor of the general partners' obligation to fund operating deficits, Housing Assistance Payment contract shortfalls, development cost overruns, payments for reduced tax benefits to limited partner investors, and other circumstances affecting the partnerships, as defined in the partnership agreements. As of the date of this report, JAS is not obligated for any specific amount.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

12. COMMITMENTS AND CONTINGENCIES (Continued)

Lease Commitments

JAS leases commercial space under a lease agreement that expires in February 2019. Monthly base rent under this lease was \$2,951 and \$2,865 for 2017 and 2016, respectively, and will escalate by approximately 3% each year.

JAS also leases program space under a lease agreement set to expire in April 2020, with an option to extend the term of the lease for an additional three-year period. Monthly base rent under this lease was \$6,329 and \$6,177 for 2017 and 2016, respectively, and will escalate by approximately 2.5% each year. JAS is responsible for its proportionate share of condominium fees and real estate taxes.

Future minimum lease payments under the lease agreements described above are as follows:

| | |
|------|------------|
| 2018 | \$ 113,516 |
| 2019 | \$ 85,234 |
| 2020 | \$ 26,603 |

Other

During 2017, JAS was awarded \$125,000 of Community Investment Tax Credits (CITC) from DHCD to disburse to donors in exchange for donations. In addition, JAS carried over approximately \$23,200 of 2016 credits which were disbursed during 2017. The CITCs are provided to donors based upon 50% of eligible donations. JAS received approximately \$294,600 in eligible donations during 2017 and provided approximately \$147,300 in CITCs, leaving approximately \$900 of 2017 credits to be carried over to 2018. Subsequent to year-end, JAS was awarded \$125,000 in 2018 credits.

13. CONCENTRATION OF CREDIT RISK

JAS and Affiliates maintain their cash balances in various banks in Massachusetts. The Federal Deposit Insurance Corporation (FDIC) insures balances at each bank up to certain amounts. At certain times during the year, cash balances exceeded the insured amounts. JAS and Affiliates have not experienced any losses in such accounts. JAS and Affiliates believe they are not exposed to any significant credit risk on cash.

14. RETIREMENT PLAN

During 2016, JAS established a 401K retirement plan. All employees as of January 1, 2016, were immediately vested. New employees are subject to a six-month waiting period. JAS will contribute 3% of the employee's salary regardless of whether the employee contributes to the plan. JAS's contributions totaled \$79,186 and \$75,967 for the years ended December 31, 2017 and 2016, respectively, which are included in employee benefits in the accompanying consolidating statements of functional expenses.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

15. GAIN ON INVOLUNTARY CONVERSION

In December 2016, St. Patricks suffered significant damages from a fire which destroyed one building containing sixteen units and significantly damaged a second building. St. Patricks maintained replacement costs coverage under its insurance policy and is expected to recover all damages, net of its policy deductible of \$10,000. Based on the amounts estimated by the insurance carrier, as of December 31, 2017, St. Patricks has received a total of \$5,305,901, of which \$107,285 represents business interruption and other cost recoveries. St. Patricks and the insurance carrier are in the process of determining the full amount of the claim. The amounts are subject to change as the claims process continues and the parties negotiate the final amount of the claim.

As of December 31, 2016, St. Patricks had estimated that it would receive insurance proceeds of \$4,326,000, net of its deductible, related to the casualty loss, and \$100,000 for lost rents. The insurance carrier advanced \$500,000 to St. Patricks related to the claim in December 2016, which was received and deposited into accounts held by JAS, which is included in due from affiliates in accompanying 2016 consolidating statement of financial position. The balance of \$3,926,000 is included in accounts receivable - insurance proceeds in the accompanying 2016 consolidating statement of financial position.

During 2016, St. Patricks recognized a gain on involuntary conversion of \$3,726,528, which includes the write-off of the net book value of the property destroyed or damaged and immediate repairs of \$96,201. During 2017, an additional gain from the involuntary conversion of \$870,908 was recognized due to an upward revision of the insurance claim, which is net of additional costs incurred of \$78,569.

St. Patricks assigned its remaining rights under the claim to JAS. The total insurance proceeds of \$5,305,901 have been received by JAS and are reflected as a distribution of \$107,285, related to the business interruption insurance, and \$5,198,616 included in Syndication of JAS Consolidated, respectively, in the accompanying 2017 consolidating statement of changes in net assets (see Note 18).

The \$5,198,616, along with a grant \$30,000, totaling \$5,228,616, was then loaned to JAS Consolidated as a sponsor note. JAS fully reserved the balance of the loan, which is included in Syndication of JAS Consolidated in the accompanying 2017 consolidating statement of changes in net assets (see Note 18).

16. CONDITIONAL GRANTS

During 2017, JAS was awarded a \$200,000 grant, payable in equal installments over a two-year period. The first installment of the grant was received during 2017 and is included in grants and contributions in the accompanying 2017 consolidating statement of activities. The second installment is contingent upon certain outcomes as defined in the grant agreement and has not been recorded in the accompanying consolidating financial statements.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

17. LIQUIDITY AND AVAILABILITY OF FINANCIAL RESOURCES

Financial assets available for general operating use, that is, without donor or other restrictions limiting their use (see Note 2), within one year of the consolidating statement of financial position date, comprise the following at December 31, 2017:

| | <u>Operating</u> | <u>Rental Properties</u> |
|---|---------------------|------------------------------|
| Cash and cash equivalents | \$ 2,769,776 | \$ 3,102,484 |
| Current portion of due from affiliates – developer fees | 2,258,070 | - |
| Accounts and grants receivable | 1,289,310 | - |
| Notes receivable | 355,551 | - |
| Rent receivable | - | 201,722 |
| | <u>\$ 6,672,707</u> | <u>\$ 3,304,206</u> |

As of December 31, 2017, the Agency has operating financial assets equal to approximately fifteen months of operating expenses (excluding non-cash expenses) and the rental properties have operating financial assets equal to approximately five months of operating expenses (excluding non-cash expenses). The Agency has a goal to maintain financial assets, which consist of cash and short-term investments, on hand to meet 90 days of normal operating expenses including real estate development activities and lending commitments. The goal also applies to the normal operating expenses and capital expenditures of the Agency's Rental Properties. As part of its liquidity management, the Agency invests cash in excess of daily requirements in various short-term investments, including certificates of deposits and short-term treasury instruments.

18. SYNDICATION OF JAS CONSOLIDATED

JAS Consolidated entered into an agreement to purchase real estate, personal property and certain assets from JAS, St. Patricks, Churchill Court, and Putnam Place (collectively, the Sellers), in exchange for a purchase price of \$17,600,000, plus additional payments for the acquisition of the Sellers' reserves of \$450,000. In conjunction with the sale agreement, the Sellers assigned, and JAS Consolidated assumed, all of its rights, title and interest in and to all contracts related to the use and operations of the property. In conjunction with the sale agreement, JAS Consolidated assumed the outstanding principal balance plus accrued and unpaid interest thereon of certain existing DHCD loans and City of Cambridge loans in the aggregate amounts of \$1,749,774 and \$8,139,338, respectively (see page 38).

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

18. SYNDICATION OF JAS CONSOLIDATED (Continued)

A summary of the acquisition is as follows:

Purchase Price

| | |
|--|----------------------|
| Cash paid | \$ 3,025,545 |
| Cash paid for acquired reserves | 450,000 |
| DHCD assumed debt (see page 37) | 1,749,774 |
| City of Cambridge assumed debt (see page 37) | 8,139,338 |
| Seller note (see below and Note 3) | <u>4,685,343</u> |
| Contractual purchase price | <u>\$ 18,050,000</u> |
| Contractual purchase price | \$ 18,050,000 |
| Transaction costs (see below table) | 354,147 |
| Cash received - acquired reserves | <u>(450,000)</u> |
| | 17,954,147 |
| Adjustment to reduce purchase price to carryover basis | <u>(12,508,977)</u> |
| Carryover basis | <u>\$ 5,445,170</u> |

Carryover Basis of Assets Acquired

| | |
|---------------------------------|---------------------|
| Land | \$ 836,750 |
| Building and improvements | 12,566,960 |
| Equipment and furniture | <u>343,414</u> |
| | 13,747,124 |
| Less - accumulated depreciation | <u>(8,301,954)</u> |
| Total carryover basis | <u>\$ 5,445,170</u> |

The sponsor note from JAS was funded and placed into a construction escrow held by JAS totaling \$4,622,435, which is included in restricted deposits (see Note 4). This amount is also included in due from (to) affiliates in the accompanying 2017 consolidating statement of financial position.

The total assumed City of Cambridge loans of \$8,139,338 represent the outstanding principal balance of \$4,030,883 and accrued interest of \$4,108,455. These contingent City of Cambridge loans were initially expected to be forgiven along with any accrued interest upon maturity, provided the underlying property is maintained as affordable housing. Accordingly, no deferred interest had been recorded on these loans as management intended to maintain the properties as affordable housing. During 2017, the entire accrued interest balance of \$4,030,883 was recorded and is shown as a component of Syndication of JAS Consolidated in the accompanying 2017 consolidating statement of changes in net assets (see below).

Syndication of JAS Consolidated consists of the following:

| | JAS Operating | St Patricks | Putnam Place | Churchill Court | JAS Consolidated | JAS Properties | Eliminations | Total |
|---|--------------------|-----------------------|---------------------|--------------------|-----------------------|---------------------|---------------------|-----------------------|
| Excess of purchase price over carryover basis | \$ - | \$ 3,454,624 | \$ 940,736 | \$ 346,655 | \$ (12,508,977) | \$ 7,412,815 | \$ - | \$ (354,147) |
| Seller note | - | (1,826,649) | - | (900,000) | 4,685,343 | (1,958,694) | - | - |
| Distribution - insurance | 5,198,616 | (5,198,616) | - | - | - | - | - | - |
| Reserve on sponsor note | (5,228,616) | - | - | - | - | - | 5,228,616 | - |
| Interest on City notes | - | - | - | - | - | (4,040,883) | - | (4,040,883) |
| Transfers | - | (700,554) | (1,183,735) | 672,382 | - | 1,211,907 | - | - |
| | <u>\$ (30,000)</u> | <u>\$ (4,271,195)</u> | <u>\$ (242,999)</u> | <u>\$ 119,037</u> | <u>\$ (7,823,634)</u> | <u>\$ 2,625,145</u> | <u>\$ 5,228,616</u> | <u>\$ (4,395,030)</u> |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

19. SUBSEQUENT EVENT

Subsequent to year-end, The Close Building LLC entered into the following long-term debt commitments with MassHousing to finance the acquisition of the Close Building (see page 19):

- \$9,300,000 tax-exempt construction/permanent loan, which bears interest at the thirty-year Municipal Market Data (MMD) AAA rate plus 175 basis points. Payments of interest only will be due during the construction period after which monthly payments of principal and interest will be due through maturity, forty years after the commencement of amortization.
- \$6,500,000 tax-exempt bridge loan, which bears interest at the two-year MMD AAA rate plus 150 basis points. Payments of interest only will be due on this note with all outstanding principal due at maturity.
- \$2,500,000 taxable bridge loan, which bears interest at the two-year Treasury rate plus 200 basis points. Payments of interest only will be due on this note, with all outstanding principal due at maturity.

20. RECLASSIFICATIONS

Certain amounts in the December 31, 2016 consolidating financial statements have been reclassified to conform to the December 31, 2017 consolidating presentation.

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

21. LONG-TERM DEBT - Rental Properties

| Lender | Interest Rate | Security | Payment Terms | 2017 Outstanding Principal | 2016 Outstanding Principal |
|-------------------------------|----------------------|---|--|---|---|
| JAS Properties | | | | | |
| Webster/Bristol Street | | | | | |
| ESCB | 6.50% | First mortgage on the building and an assignment of rents and leases. | The note was due in monthly principal and interest installments of \$1,373, through maturity in August 2027. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | \$ - | \$ 126,505 |
| ESCB | 6.50% | First mortgage on the building and an assignment of rents and leases. | The note was due in monthly principal and interest installments of \$1,326, through maturity in October 2026. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 115,412 |
| | | | | - | 241,917 |
| Norfolk Street | | | | | |
| CSB | 7.50% | First mortgage on the property and an assignment of rents and leases. | The note was due in monthly principal and interest installments of \$3,811, through maturity in May 2019. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 392,021 |
| Berkshire Street | | | | | |
| Cambridge Trust Company | 7.50% | First mortgage on the property and an assignment of rents and leases. | The note was due in monthly principal and interest installments of \$869, through maturity in August 2028. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 75,726 |
| Otis Street | | | | | |
| ESCB | 6.50% | First mortgage on the property and an assignment of rents and leases. | The note was due in monthly principal and interest installments of \$3,276, through maturity in March 2029. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 331,418 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

21. LONG-TERM DEBT - Rental Properties (Continued)

| <u>Lender</u> | <u>Interest Rate</u> | <u>Security</u> | <u>Payment Terms</u> | <u>2017</u> <u>Outstanding</u> <u>Principal</u> | <u>2016</u> <u>Outstanding</u> <u>Principal</u> |
|---------------------------------------|----------------------|---|---|---|---|
| JAS Properties (Continued) | | | | | |
| <i>Cardinal Mederios</i> | | | | | |
| CSB | 8.75% | First mortgage on the property and an assignment of rents and leases. | The note was due in monthly principal and interest installments of \$881, through maturity in October 2027. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 78,358 |
| <i>Elm Street</i> | | | | | |
| Cambridge Trust Company | 7.50% | First mortgage on the property and an assignment of rents and leases. | The note was due in monthly principal and interest installments of \$2,164, through maturity in December 2022. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 113,623 |
| <i>Hovey Street</i> | | | | | |
| MHP | 6.74% | First mortgage on the property and an assignment of rents and leases. | Due in monthly principal and interest installments of \$6,222, through maturity in February 2020. | 74,565 | 141,730 |
| <i>Trembridge</i> | | | | | |
| ESCB | 7.50% | Shared first mortgage interest in condominium unit number two. | The note was due in monthly principal and interest installments of \$1,620, through maturity in July 2032. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 178,342 |
| LISC | 3.50% | Shared first mortgage interest in condominium unit number two. | The note was due in monthly principal and interest installments of \$2,023, through maturity in August 2023. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 144,201 |
| Massachusetts Institute of Technology | 3.00% | Shared first mortgage interest in condominium unit number two. | The note was due in monthly principal and interest installments of \$1,775, through maturity in June 2022. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 125,625 |
| | | | | - | 448,168 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

21. LONG-TERM DEBT - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 Outstanding Principal | 2016 Outstanding Principal |
|---|---------------|---|---|----------------------------------|----------------------------------|
| JAS Properties (Continued) | | | | | |
| <i>Scouting Way</i> | | | | | |
| CSB | 6.20% | First mortgage on the property and an assignment of rents and leases. | Due in monthly principal and interest installments of \$6,960, through maturity in April 2019. A balloon payment of approximately \$690,000 is due at maturity. | 741,000 | 776,724 |
| CAHT | 2.00% | Second mortgage on the property and an assignment of rents and leases. | Due in monthly principal and interest installments of \$3,335, through maturity in June 2021. | 141,373 | 178,166 |
| | | | | 882,373 | 954,890 |
| Total JAS Properties | | | | 956,938 | 2,777,851 |
| St. Patricks Place Limited Partnership | | | | | |
| ECSB | 6.50% | First mortgage, secured by the real estate and related personal property and an assignment of rents and leases. | This note was due in monthly principal and interest installments of \$10,438 through October 28, 2024. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 767,294 |
| Putnam Place Limited Partnership | | | | | |
| ECSB | 8.50% | First mortgage on the property and an assignment of rents and leases. | This note was due in monthly principal and interest installments of \$4,370, through May 2019. The note was subject to a prepayment penalty of 1% of the prepayment amount, as defined in the agreement. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 280,448 |
| JAS | 5.53% | Third mortgage on the property and an assignment of rents and leases. | Monthly payments of principal and interest were due from and to the extent of available cash, as defined. This loan matured in March 2009. During 2017, this note was paid with proceeds from the sale of the property to JAS Consolidated. | - | 98,339 |
| CAHT | 1%, simple | Second mortgage on the property and an assignment of rents and leases. | Payments of principal and interest of \$5,177 were due annually, with the remaining principal balance and accrued interest due at maturity in June 2023. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | 96,633 |
| | | | | - | 475,420 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

21. LONG-TERM DEBT - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 Outstanding Principal | 2016 Outstanding Principal |
|--|---------------|---|---|----------------------------------|----------------------------------|
| Churchill Court Limited Partnership | | | | | |
| CSB | 7.50% | First mortgage on the property and an assignment of rents and leases. | Payments were due in monthly principal and interest installments of \$3,846, through maturity in April 2017. In March 2017, the maturity date was extended to April 13, 2019. In December 2017, the note was paid with advances to Churchill Court made by JAS. | - | 402,205 |
| Squirrel Brand Limited Partnership | | | | | |
| CSB | 7.25% | First mortgage on the property and an assignment of rents and leases. | Due in monthly principal and interest installments of \$6,651, through maturity in May 2018. Subsequent to year end, the maturity date of this note was extended to May 24, 2020. A balloon payment of approximately \$818,000 is due at maturity. | 861,597 | 877,434 |
| Elm Place/JAS Limited Partnership | | | | | |
| CSB | 5.82% | First mortgage on the property and an assignment of rents and leases. | Due in monthly principal and interest installments of \$5,761, through maturity in December 2027. A balloon payment of \$680,561 is due at maturity. | 898,626 | 914,224 |
| CEDAC | 0% | Shared second mortgage on the property and an assignment of rents and leases. | Payments of principal are due annually to the extent that gross cash receipts exceed 105% of gross cash expenditures, as defined in the agreement. Outstanding principal is due in June 2041 and may be extended for additional ten year periods at the discretion of CEDAC. | 525,000 | 525,000 |
| | | | | 1,423,626 | 1,439,224 |
| Bishop Allen Apartments LLC | | | | | |
| Boston Private Bank and Trust Company | 3.76% | First mortgage on the property and an assignment of rents and leases. | Interest-only payments are due monthly through the repayment date, as defined in the agreement. Commencing on the Repayment Date, principal and interest installments of \$21,791 are due monthly through maturity on June 30, 2034. A balloon payment of approximately \$2,452,500 is due at maturity. | 4,495,384 | 4,583,711 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

21. LONG-TERM DEBT - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 Outstanding Principal | 2016 Outstanding Principal |
|--|----------------------------------|--|---|----------------------------------|----------------------------------|
| Wellington-Harrington Development Corporation | | | | | |
| MassHousing | 6.96%, plus 0.50% override | Shared first mortgage on the property and an assignment of rents and leases. | Due in monthly principal and interest installments of \$4,474, which is net of monthly interest subsidy of \$4,891. The note matures on March 1, 2018. | 24,619 | 121,496 |
| The City | 2.50% | Shared second mortgage on the property and an assignment of rents and leases. | Due in monthly principal and interest installments of \$1,036, through maturity in February 2016. On December 20, 2016, the City extended the maturity to October 1, 2018. Subsequent to year end, the City extended the maturity to October 1, 2020. | 60,934 | 71,366 |
| MassHousing | 7.5%, plus 0.50% override | Shared first mortgage on the property and an assignment of rents and leases. | Due in monthly principal and interest installments of \$2,299, through maturity in February 2018. | 4,053 | 28,091 |
| | | | | 89,606 | 220,953 |
| Next Step Housing Corporation | | | | | |
| Winter Hill Bank | 4.75% | First mortgage on the property and an assignment of rents and leases. | Due in monthly principal and interest installments of \$2,165, through maturity on September 1, 2035. | 311,148 | 322,049 |
| Somerville Affordable Housing Trust | 2.50% | Second mortgage on the property and an assignment of rents and leases. | The loan is being repaid over a twenty-year term in annual installments of \$6,415. The loan matures on October 1, 2025. | 40,729 | 55,265 |
| | | | | 351,877 | 377,314 |
| Rindge Tower Apartments LLC | | | | | |
| MassHousing | 4.25% | First mortgage on the property and an assignment of rents and leases. | Interest-only payments are due monthly through the amortization commencement date, estimated at July 1, 2018. After this time, principal and interest installments of approximately \$91,500 will be due monthly. The note matures on July 1, 2058. | 21,100,000 | 8,626,685 |
| MassHousing | 2.50% | Second mortgage on the property and an assignment of rents and leases. | Bridge note payable with interest-only payments due monthly through maturity on February 28, 2018, at which time the unpaid principal and accrued interest were paid with proceeds from the investor members capital contribution received in 2018. | 7,500,000 | 7,500,000 |
| | | | | 28,600,000 | 16,126,685 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

21. LONG-TERM DEBT - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 Outstanding Principal | 2016 Outstanding Principal |
|---|---|--|--|----------------------------------|----------------------------------|
| JAS Consolidated Properties LLC | | | | | |
| JPMorgan Chase Bank | Variable (3.625% at December 31, 2017) | Shared first mortgage on the property and an assignment of rents and leases. | Construction loan allows for borrowings up to \$22,600,000. Interest-only payments are due monthly through the maturity date on August 28, 2019, at which time the note may be extended for two six-month periods. This note is expected to be repaid with proceeds from the permanent loan. | 3,510,047 | - |
| BFIM | 0% | Third mortgage on the property and an assignment of rents and leases. | All outstanding principal due at maturity, which is the earlier of 1) payment date of the first installment of capital contributions from BFIM or 2) August 28, 2019, which may be extended for two three-month periods. | 2,135,250 | - |
| MassHousing | 4.67% | Shared first mortgage on the property, a conditional assignment of tax credits and a conditional pledge of capital contributions. | Allows for borrowings up to \$10,100,000. Interest-only payments will be due through the amortization commencement date. Monthly installments of principal and interest will be due through the maturity date, which will be forty years from the amortization commencement date. | - | - |
| MassHousing | 2.89% | Shared first mortgage on the property, a conditional assignment of tax credits and a conditional pledge of capital contributions. | Bridge loan allows for borrowings up to \$12,500,000. Interest-only payments are due monthly through the maturity date on August 28, 2019, at which time all outstanding principal and accrued interest are due and payable. | - | - |
| | | | | 5,645,297 | - |
| Total long-term debt - Rental Properties | | | | 42,424,325 | 28,048,091 |
| Less - debt issuance costs | | | | (885,448) | (788,522) |
| Total long-term debt - Rental Properties, net (see Note 10) | | | | \$ 41,538,877 | \$ 27,259,569 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

22. CONTINGENT DEBT AND DEFERRED INTEREST - Rental Properties

| <u>Lender</u> | <u>Interest Rate</u> | <u>Security</u> | <u>Payment Terms</u> | <u>2017</u> | | <u>2016</u> | |
|-------------------------------|----------------------|---|--|------------------------------|--------------------------|------------------------------|--------------------------|
| | | | | <u>Outstanding Principal</u> | <u>Deferred Interest</u> | <u>Outstanding Principal</u> | <u>Deferred Interest</u> |
| JAS Properties | | | | | | | |
| Webster/Bristol Street | | | | | | | |
| The City | 8%, simple | Shared second mortgage on the property and an assignment of rents and leases. | No payments were due provided the property was maintained as affordable housing. The note was set to mature in May 2046, at which time the outstanding principal balance was to be forgiven. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | \$ - | \$ - | \$ 450,000 | \$ - |
| The City | 8%, simple | Shared second mortgage on the property and an assignment of rents and leases. | No payments were due provided the property was maintained as affordable housing. The note was set to mature in July 2047, at which time the outstanding principal balance was to be forgiven. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 266,200 | - |
| The City | 0.00% | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal was set to mature in December 2026. The maturity date may be extended for an additional ten years with the approval from DHCD. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 210,000 | - |
| The City | 0.00% | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal was set to mature in July 2037. The maturity date may be extended for an additional ten years with the approval from the Massachusetts Executive Office of Community Development. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 90,000 | - |
| | | | | - | - | 1,016,200 | - |
| Norfolk Street | | | | | | | |
| CAHT | 0.00% | Third mortgage on the property and an assignment of rents and leases. | No payments were due provided the property was maintained as affordable housing. The note was set to mature in June 2049, at which time the outstanding principal balance was to be forgiven. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 525,000 | - |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

22. CONTINGENT DEBT AND DEFERRED INTEREST - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 | | 2016 | |
|-----------------------------------|---------------|---|---|-----------------------|-------------------|-----------------------|-------------------|
| | | | | Outstanding Principal | Deferred Interest | Outstanding Principal | Deferred Interest |
| JAS Properties (Continued) | | | | | | | |
| Norfolk Street (Continued) | | | | | | | |
| The City | 0.00% | Shared second mortgage on the property and an assignment of rents and leases. | No payments were due provided the property was maintained as affordable housing. The note was set to mature in June 2039, at which time the outstanding principal balance was to be due and payable. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 240,000 | - |
| The City | 0.00% | Shared second mortgage on the property and an assignment of rents and leases. | No payments were due provided the property is maintained as affordable housing. The note was set to mature in June 2049, at which time the outstanding principal balance was to be forgiven. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 105,000 | - |
| | | | | - | - | 870,000 | - |
| Berkshire Street | | | | | | | |
| CAHT | 8%, simple | Shared second mortgage on the property and an assignment of rents and leases. | No payments were due provided the property was maintained as affordable housing. The note was set to mature in February 2048, at which time the outstanding principal balance and accrued interest was to be forgiven. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 345,995 | - |
| The City | 0.00% | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal was set to mature in February 2028. The maturity date may be extended for an additional ten years with the approval from DHCD. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 46,000 | - |
| | | | | - | - | 391,995 | - |
| Otis Street | | | | | | | |
| The City | 8%, simple | Shared third mortgage on the property and an assignment of rents and leases. | No payments were due provided the property was maintained as affordable housing. The note was set to mature in February 2049, at which time the outstanding principal balance and accrued interest was to be forgiven. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 420,000 | - |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

22. CONTINGENT DEBT AND DEFERRED INTEREST - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 | | 2016 | |
|-----------------------------------|---------------|---|---|-----------------------|-------------------|-----------------------|-------------------|
| | | | | Outstanding Principal | Deferred Interest | Outstanding Principal | Deferred Interest |
| JAS Properties (Continued) | | | | | | | |
| Otis Street (Continued) | | | | | | | |
| CAHT | 8%, simple | Second mortgage on the property and an assignment of rents and leases. | No payments were due provided the property was maintained as affordable housing. The note was set to mature in February 2049, at which time the outstanding principal balance and accrued interest was to be forgiven. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 280,000 | - |
| The City | 0.00% | Shared third mortgage on the property and an assignment of rents and leases. | All outstanding principal was set to mature in February 2039. The maturity date may be extended for an additional ten years with the approval from DHCD. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 180,000 | - |
| | | | | - | - | 880,000 | - |
| Cardinal Mederios | | | | | | | |
| CAHT | 8%, simple | Shared second mortgage on the property and an assignment of rents and leases. | No payments were due provided the property was maintained as affordable housing. The note was set to mature in October 2047, at which time the outstanding principal balance and accrued interest was to be forgiven. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 374,500 | - |
| The City | 8%, simple | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal was due in October 2027. The maturity date may be extended for an additional ten years with the approval from DHCD. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 94,000 | 144,158 |
| | | | | - | - | 468,500 | 144,158 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

22. CONTINGENT DEBT AND DEFERRED INTEREST - Rental Properties (Continued)

| <u>Lender</u> | <u>Interest Rate</u> | <u>Security</u> | <u>Payment Terms</u> | <u>2017</u> | | <u>2016</u> | |
|-----------------------------------|----------------------|---|---|------------------------------|--------------------------|------------------------------|--------------------------|
| | | | | <u>Outstanding Principal</u> | <u>Deferred Interest</u> | <u>Outstanding Principal</u> | <u>Deferred Interest</u> |
| JAS Properties (Continued) | | | | | | | |
| <i>Elm Street</i> | | | | | | | |
| The City | 8%, simple | Shared second mortgage on the property and an assignment of rents and leases. | No payments were due provided the property was maintained as affordable housing. The note was set to mature in June 2048, at which time the outstanding principal balance and accrued interest was to be forgiven. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 158,556 | - |
| The City | 0.00% | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal was set to mature in June 2038. The maturity date may be extended for an additional ten years with the approval from DHCD. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 150,000 | - |
| | | | | - | - | 308,556 | - |
| <i>Hovey Street</i> | | | | | | | |
| CAHT | 8%, simple | Shared second mortgage on the property and an assignment of rents and leases. | No payments are due provided the property is maintained as affordable housing. The note matures in February 2050, at which time the outstanding principal balance and accrued interest shall be forgiven. | 1,129,200 | - | 1,129,200 | - |
| The City | 0.00% | Third mortgage on the property and an assignment of rents and leases. | No payments are due provided the property is maintained as affordable housing. The note matures in February 2050, at which time the outstanding principal balance shall be forgiven. | 250,000 | - | 250,000 | - |
| MHP | 0.00% | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal is due at maturity in February 2020. | 250,000 | - | 250,000 | - |
| | | | | 1,629,200 | - | 1,629,200 | - |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

22. CONTINGENT DEBT AND DEFERRED INTEREST - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 | | 2016 | |
|-----------------------------------|---------------|---|---|-----------------------|-------------------|-----------------------|-------------------|
| | | | | Outstanding Principal | Deferred Interest | Outstanding Principal | Deferred Interest |
| JAS Properties (Continued) | | | | | | | |
| Trembridge | | | | | | | |
| DHCD | 0.00% | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal was set to mature in June 2032. The maturity date may be extended for an additional thirty years with the approval from DHCD. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 320,000 | - |
| CAHT | 8%, simple | Second mortgage on condominium unit number two and an assignment of rents and leases. | No payments were due provided the property was maintained as affordable housing. The note was set to mature in June 2052, at which time the outstanding principal balance and accrued interest was to be forgiven. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 319,000 | - |
| | | | | - | - | 639,000 | - |
| Scouting Way | | | | | | | |
| The City | 8%, simple | Shared third mortgage on the property and an assignment of rents and leases. | No payments are due provided the property is maintained as affordable housing. The note matures in March 2054, at which time the outstanding principal balance and accrued interest shall be forgiven. | 650,000 | - | 650,000 | - |
| MHP | 0.00% | Shared third mortgage on the property and an assignment of rents and leases. | All outstanding principal is due in April 2054. The maturity date may be extended for an additional fifty years with the approval from MHP. | 550,000 | - | 550,000 | - |
| CAHT | 8%, simple | Shared third mortgage on the property and an assignment of rents and leases. | No payments are due provided the property is maintained as affordable housing. The note matures in May 2055, at which time the outstanding principal balance and accrued interest shall be forgiven. | 540,000 | - | 540,000 | - |
| DHCD | 0.00% | Shared third mortgage on the property and an assignment of rents and leases. | All outstanding principal is due at maturity in March 2034. | 400,000 | - | 400,000 | - |
| | | | | 2,140,000 | - | 2,140,000 | - |
| Total JAS Properties | | | | 3,769,200 | - | 8,343,451 | 144,158 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

22. CONTINGENT DEBT AND DEFERRED INTEREST - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 | | 2016 | |
|---|---------------|--|--|-----------------------|-------------------|-----------------------|-------------------|
| | | | | Outstanding Principal | Deferred Interest | Outstanding Principal | Deferred Interest |
| St. Patricks Place Limited Partnership | | | | | | | |
| CAHT | 3.00% | Third mortgage on the property and an assignment of rents and leases. | No payments were due until maturity provided the property is maintained as affordable housing. The note was set to mature on September 30, 2054, at which time the entire principal and all accrued interest was due and payable. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 125,000 | 137,454 |
| The City | 3%, simple | Second mortgage on the property and an assignment of rents and leases. | No payments were due until maturity provided the property was maintained as affordable housing. The note was set to mature on September 30, 2054, at which time the entire principal and all accrued interest was payable. During 2017, this note was assigned to JAS Consolidated as partial consideration for the property. | - | - | 125,000 | 94,622 |
| | | | | - | - | 250,000 | 232,076 |
| Putnam Place Limited Partnership | | | | | | | |
| Putnam/JAS, Inc. | 8%, simple | Note payable to the General Partner for development cost overruns. | Monthly payments of principal and interest were due from and to the extent of available cash, as defined. Outstanding principal and accrued interest were due from net proceeds of sale of all or substantially all of the assets of the partnership. During 2017, this note was paid off as part of the sale of the property to JAS Consolidated. | - | - | 23,973 | 19,787 |
| Churchill Court Limited Partnership | | | | | | | |
| DHCD | 6.00% | Second mortgage on the property and an assignment of rents and leases. | All outstanding principal and accrued interest were set to mature in April 2029. During 2017, a payment of \$113,456 was made and applied to accrued interest, and the remaining principal and accrued interest, totaling \$859,744, was assigned to JAS Consolidated as partial consideration for the property. | - | - | 330,000 | 596,886 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

22. CONTINGENT DEBT AND DEFERRED INTEREST - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 | | 2016 | |
|---|----------------------------|---|--|-----------------------|-------------------|-----------------------|-------------------|
| | | | | Outstanding Principal | Deferred Interest | Outstanding Principal | Deferred Interest |
| Squirrel Brand Limited Partnership | | | | | | | |
| JAS | 8.5%, compounded quarterly | Mortgage interest in the real estate of the partnership. | All outstanding principal and accrued interest are due at maturity in May 2021. | 660,000 | 1,983,994 | 660,000 | 1,770,705 |
| DHCD | 6.00% | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal and accrued interest are due in May 2031. The maturity date may be extended for an additional thirty years with the approval from CEDAC. | 440,000 | 718,361 | 440,000 | 652,794 |
| | | | | <u>1,100,000</u> | <u>2,702,355</u> | <u>1,100,000</u> | <u>2,423,499</u> |
| Elm Place/JAS Limited Partnership | | | | | | | |
| CAHT | 2.25% | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal and accrued interest are due at maturity in July 2061. | 994,872 | 388,067 | 994,872 | 362,131 |
| DHCD | 0% | Shared second mortgage on the property and an assignment of rents and leases. | Outstanding principal is due at maturity in June 2041. The maturity date may be extended for an additional thirty-one years with the approval of DHCD. | 905,828 | - | 905,828 | - |
| CAHT | 2.25% | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal and accrued interest are due at maturity in July 2061. | 757,572 | 141,869 | 757,572 | 122,077 |
| DHCD | 0% | Shared second mortgage on the property and an assignment of rents and leases. | Outstanding principal is due at maturity in June 2061. The maturity date may be extended for an additional fifty-one years with the approval of DHCD. | 393,019 | - | 393,019 | - |
| | | | | <u>3,051,291</u> | <u>529,936</u> | <u>3,051,291</u> | <u>484,208</u> |
| Bishop Allen Apartments LLC | | | | | | | |
| CAHT | 2.61% | Shared second mortgage on the property and an assignment of rents and leases. | Outstanding principal and accrued interest are due at maturity in June 2065. | 4,244,501 | 407,184 | 4,244,501 | 287,910 |
| JAS | 3.14%, simple | Shared third mortgage on the property and an assignment of rents and leases. | Due in annual installments of principal and interest of \$80,605 subject to available cash flow, as defined in the agreement. Outstanding principal and accrued interest are due at maturity in June 2054. | 1,083,000 | 69,317 | 1,083,000 | 35,310 |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

22. CONTINGENT DEBT AND DEFERRED INTEREST - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 | | 2016 | |
|--|---------------|---|---|-----------------------|-------------------|-----------------------|-------------------|
| | | | | Outstanding Principal | Deferred Interest | Outstanding Principal | Deferred Interest |
| Bishop Allen Apartments LLC (Continued) | | | | | | | |
| DHCD | 0% | Shared second mortgage on the property and an assignment of rents and leases. | Outstanding principal is due at maturity in March 2055. The maturity date may be extended for an additional forty years with the approval of MHP. | 1,000,000 | - | 1,000,000 | - |
| DHCD | 0% | Shared second mortgage on the property and an assignment of rents and leases. | Outstanding principal is due at maturity in March 2045. The maturity date may be extended for an additional thirty years with the approval of DHCD. | 1,000,000 | - | 1,000,000 | - |
| The City | 3.14% | Shared second mortgage on the property and an assignment of rents and leases. | Outstanding principal and accrued interest are due at maturity in June 2065. | 535,000 | 56,887 | 535,000 | 38,625 |
| CAHT | 3.14% | Shared second mortgage on the property and an assignment of rents and leases. | Outstanding principal and accrued interest are due at maturity in June 2065. | 265,866 | 31,203 | 265,866 | 22,159 |
| JAS | 3.14%, simple | Shared third mortgage on the property and an assignment of rents and leases. | Due in annual installments of principal and interest of \$11,486 subject to available cash flow, as defined in the agreement. Outstanding principal and accrued interest are due at maturity in June 2054. | 140,000 | 11,440 | 140,000 | 6,983 |
| | | | | <u>8,268,367</u> | <u>576,031</u> | <u>8,268,367</u> | <u>390,987</u> |
| Wellington-Harrington Development Corporation | | | | | | | |
| CAHT | 8%, simple | Shared second mortgage on the property and an assignment of rents and leases. | All outstanding principal and accrued interest are due at maturity in April 2057. | 329,000 | 234,749 | 329,000 | 208,429 |
| MassHousing | 0.00% | Unsecured. | All outstanding principal shall be payable in full upon the first of the following to occur: (i) any prepayment in full of all amounts due under the MassHousing note and mortgage; (ii) upon any sale or refinancing of the property; (iii) upon maturity of the MassHousing note. Subsequent to year end this agreement was modified (i) to include the obligations under the grant agreements, (ii) to terminate certain affordability restrictions related to the 45 units previously subject to such restrictions, and (iii) to extend the expiration date of the mortgage to March 1, 2020. All other terms of the grant agreements and mortgages were unchanged. | 359,422 | - | 342,307 | - |
| | | | | <u>688,422</u> | <u>234,749</u> | <u>671,307</u> | <u>208,429</u> |

JUST-A-START CORPORATION AND AFFILIATES

Notes to Consolidating Financial Statements
December 31, 2017 and 2016

22. CONTINGENT DEBT AND DEFERRED INTEREST - Rental Properties (Continued)

| Lender | Interest Rate | Security | Payment Terms | 2017 | | 2016 | |
|--|---------------|--|--|-----------------------|---------------------|-----------------------|---------------------|
| | | | | Outstanding Principal | Deferred Interest | Outstanding Principal | Deferred Interest |
| Next Step Housing Corporation | | | | | | | |
| CEDAC | 0.00% | Third mortgage, secured by the real estate and related personal property and an assignment of rents and leases. | Annual payments are required to the extent that gross cash receipts exceeds 105% of gross cash expenditures. In any event, the unpaid principal is due in full on May 12, 2034. | 562,873 | - | 562,873 | - |
| Federal Home Loan Bank/Winter Hill Bank | 0.00% | Fourth mortgage, secured by the real estate and related personal property and an assignment of rents and leases. | No payments are due provided six rental units are maintained as affordable housing. This note matures in November 2018, at which time the outstanding principal balance shall be forgiven. | 224,999 | - | 224,999 | - |
| | | | | <u>787,872</u> | <u>-</u> | <u>787,872</u> | <u>-</u> |
| Rindge Tower Apartments LLC | | | | | | | |
| MassHousing | 2.61% | Third mortgage on the property and an assignment of rents and leases. | Allows for borrowings up to \$1,505,971. Outstanding principal and accrued interest are due at maturity on July 1, 2058. No amount was drawn on this loan as of December 31, 2016. | 13,011 | - | - | - |
| JAS Consolidated Properties LLC | | | | | | | |
| DHCD | 2.60% | Shared second mortgage on the property and an assignment of rents and leases. | Five notes payable to DHCD with original combined outstanding principal of \$1,749,774. All outstanding principal and accrued interest are due at maturity in December 2059. | 1,749,774 | 7,582 | - | - |
| The City | 2.50% | Shared second mortgage on the property and an assignment of rents and leases. | Three notes payable to the City with original combined outstanding principal of \$8,139,338. All outstanding principal and accrued interest are due at maturity in November 2067. | 8,139,338 | 35,270 | - | - |
| JAS | 4.00% | Fifth mortgage on the property and an assignment of rents and leases. | Annual payments of principal and interest are due from and to the extent of available cash, as defined in the operating agreement. This loan matures in December, 2067, at which time all outstanding principal and accrued interest is due and payable. | 5,228,616 | 17,429 | - | - |
| Cambridge Redevelopment Authority | 2.60% | Sixth mortgage on the property and an assignment of rents and leases. | All outstanding principal and accrued interest are due at maturity in December 2059. | 540,000 | 1,170 | - | - |
| | | | | <u>15,657,728</u> | <u>61,451</u> | <u>-</u> | <u>-</u> |
| Total contingent debt and accrued interest - Rental Properties | | | | <u>\$ 33,335,891</u> | <u>\$ 4,104,522</u> | <u>\$ 22,826,261</u> | <u>\$ 4,500,030</u> |

Supplementary Consolidating Statement of Financial Position - Rental Properties
 December 31, 2017
 (With Summarized Comparative Totals as of December 31, 2016)

| Assets | 2017 | | | | | | | | | | | 2016 | | |
|--|-----------------------|------------------|--------------------|---------------------|---------------------|-----------------------------|---------------------------|---|-------------------------------|-------------------------|----------------------|---------------------|----------------------|----------------------|
| | St. Patricks Place LP | Putnam Place LP | Churchill Court LP | Squirrel Brand LP | Elm Place LP | Bishop Allen Apartments LLC | Close Building Associates | Wellington-Harrington Development Corporation | Next Step Housing Corporation | Rindge Tower Apartments | JAS Consolidated LLC | JAS Properties | Total | Total |
| Current Assets: | | | | | | | | | | | | | | |
| Cash and cash equivalents - operating | \$ 19,336 | \$ 8,542 | \$ 26,117 | \$ 85,999 | \$ 146,691 | \$ 296,518 | \$ 116,960 | \$ 229,571 | \$ 16,083 | \$ 1,859,941 | \$ 78,372 | \$ 218,354 | \$ 3,102,484 | \$ 1,916,399 |
| Rent receivable | 4,806 | 12,455 | 971 | 6,298 | 3,539 | 11,000 | 11,975 | 7,284 | 46 | 111,177 | 16,813 | 15,358 | 201,722 | 88,550 |
| Escrows | - | - | - | - | - | - | 65,248 | 36,573 | - | 131,163 | - | 18,956 | 251,940 | 199,556 |
| Current portion of due from affiliates | - | 5,220 | - | - | - | - | - | - | - | - | 188,494 | 429,910 | 623,624 | - |
| Prepaid expenses and other | 6,186 | 217 | 5,748 | 3,547 | 4,218 | 7,378 | 12,279 | 9,080 | - | 4,716 | 22,292 | 5,902 | 81,563 | 100,367 |
| Total current assets | 30,328 | 26,434 | 32,836 | 95,844 | 154,448 | 314,896 | 206,462 | 282,508 | 16,129 | 2,106,997 | 305,971 | 688,480 | 4,261,333 | 2,304,872 |
| Other Assets: | | | | | | | | | | | | | | |
| Restricted deposits | - | 1,895 | - | 135,019 | 232,667 | 503,694 | 91,643 | 359,687 | 80,364 | 639,198 | - | 204,068 | 2,248,235 | 3,243,472 |
| Accounts receivable - insurance proceeds | - | - | - | - | - | - | - | - | - | - | - | - | - | 3,926,000 |
| Due from affiliates, net of current portion | - | - | - | - | - | - | - | - | - | - | 4,622,435 | - | 4,622,435 | 500,000 |
| Projects under development | - | - | - | - | - | - | - | - | - | - | 3,129,678 | - | 3,129,678 | 18,549,479 |
| Capitalized costs, net | - | - | - | - | 17,961 | 17,052 | - | - | - | 61,435 | 558,593 | - | 655,041 | 63,316 |
| Total other assets | - | 1,895 | - | 135,019 | 250,628 | 520,746 | 91,643 | 359,687 | 80,364 | 700,633 | 8,310,706 | 204,068 | 10,655,389 | 26,282,267 |
| Property and Equipment, net | - | - | - | 2,246,270 | 5,830,894 | 14,938,350 | 598,899 | 645,236 | 1,045,608 | 42,698,829 | 5,409,956 | 3,553,641 | 76,967,683 | 50,010,412 |
| Total assets | \$ 30,328 | \$ 28,329 | \$ 32,836 | \$ 2,477,133 | \$ 6,235,970 | \$ 15,773,992 | \$ 897,004 | \$ 1,287,431 | \$ 1,142,101 | \$ 45,506,459 | \$ 14,026,633 | \$ 4,446,189 | \$ 91,884,405 | \$ 78,597,551 |
| Liabilities and Net Assets | | | | | | | | | | | | | | |
| Current Liabilities: | | | | | | | | | | | | | | |
| Current portion of long-term debt | \$ - | \$ - | \$ - | \$ 17,046 | \$ 44,431 | \$ 91,432 | \$ - | \$ 81,540 | \$ 16,814 | \$ 7,569,846 | \$ - | \$ 148,272 | \$ 7,969,381 | \$ 655,540 |
| Current portion of contingent debt | - | - | - | - | - | - | - | 359,422 | - | - | - | - | 359,422 | - |
| Current portion of accounts payable, accrued expenses and other | 1,306 | 3,053 | 2,292 | 51,986 | 47,797 | 76,518 | 161,223 | 97,456 | 9,287 | 544,789 | 464,493 | 79,831 | 1,540,031 | 1,713,624 |
| Current portion of due to affiliates | 97,558 | 10,439 | 62,896 | 61,232 | 18,275 | 127,789 | - | - | - | 2,142,870 | - | 135,689 | 2,656,748 | 1,281,282 |
| Total current liabilities | 98,864 | 13,492 | 65,188 | 130,264 | 110,503 | 295,739 | 161,223 | 538,418 | 26,101 | 10,257,505 | 464,493 | 363,792 | 12,525,582 | 3,650,446 |
| Long-term Liabilities: | | | | | | | | | | | | | | |
| Accounts payable, accrued expenses and other, net of current portion | - | - | - | - | - | - | - | - | - | - | - | - | - | 2,414,985 |
| Long-term debt, net | - | - | - | 840,375 | 1,344,595 | 4,295,474 | - | - | 335,063 | 20,517,233 | 5,428,090 | 808,666 | 33,569,496 | 26,604,029 |
| Due to affiliates, net of current portion | - | - | - | 524,823 | - | 256,576 | - | (10,568) | - | - | 326,832 | - | 1,097,663 | 1,033,915 |
| Total long-term liabilities | - | - | - | 1,365,198 | 1,344,595 | 4,552,050 | - | (10,568) | 335,063 | 20,517,233 | 5,754,922 | 808,666 | 34,667,159 | 30,052,929 |
| Contingent Debt and Deferred Interest, net of current portion | - | - | - | 3,802,355 | 3,581,227 | 8,844,398 | - | 563,749 | 787,872 | 13,011 | 15,719,179 | 3,769,200 | 37,080,991 | 27,326,291 |
| Total liabilities | 98,864 | 13,492 | 65,188 | 5,297,817 | 5,036,325 | 13,692,187 | 161,223 | 1,091,599 | 1,149,036 | 30,787,749 | 21,938,594 | 4,941,658 | 84,273,732 | 61,029,666 |
| Net Assets: | | | | | | | | | | | | | | |
| Without donor restrictions: | | | | | | | | | | | | | | |
| Operating | (68,536) | 14,837 | (32,352) | (85,750) | 250,540 | 538,320 | 136,882 | 195,620 | 6,842 | 1,970,510 | 164,377 | 525,491 | 3,616,781 | 1,986,914 |
| Property and equipment | - | - | - | (2,734,934) | 949,105 | 1,543,485 | 598,899 | 212 | (13,777) | 12,748,200 | (8,076,338) | (1,020,960) | 3,993,892 | 15,580,971 |
| Total net assets without donor restrictions | (68,536) | 14,837 | (32,352) | (2,820,684) | 1,199,645 | 2,081,805 | 735,781 | 195,832 | (6,935) | 14,718,710 | (7,911,961) | (495,469) | 7,610,673 | 17,567,885 |
| Total liabilities and net assets | \$ 30,328 | \$ 28,329 | \$ 32,836 | \$ 2,477,133 | \$ 6,235,970 | \$ 15,773,992 | \$ 897,004 | \$ 1,287,431 | \$ 1,142,101 | \$ 45,506,459 | \$ 14,026,633 | \$ 4,446,189 | \$ 91,884,405 | \$ 78,597,551 |

Supplementary Consolidating Statement of Financial Position - Rental Properties
December 31, 2016

| Assets | St. Patricks Place LP | Putnam Place LP | Churchill Court LP | Squirrel Brand LP | Elm Place LP | Bishop Allen Apartments LLC | Close Building Associates | Wellington-Harrington Development Corporation | Next Step Housing Corporation | Rindge Tower Apartments | JAS Properties | Total |
|--|-----------------------|-------------------|---------------------|---------------------|---------------------|-----------------------------|---------------------------|---|-------------------------------|-------------------------|---------------------|----------------------|
| Current Assets: | | | | | | | | | | | | |
| Cash and cash equivalents - operating | \$ 69,937 | \$ 55,266 | \$ 41,621 | \$ 54,939 | \$ 127,539 | \$ 292,713 | \$ 59,934 | \$ 119,787 | \$ 20,953 | \$ 587,434 | \$ 486,276 | \$ 1,916,399 |
| Rent receivable | 8,178 | 5,234 | 2,498 | 1,476 | 5,985 | 10,480 | 7,739 | 8,196 | 310 | 28,912 | 9,542 | 88,550 |
| Escrows | - | 3,614 | - | - | - | - | 64,971 | 40,185 | - | 65,319 | 25,467 | 199,556 |
| Prepaid expenses and other | 5,509 | 1,891 | 2,888 | 3,263 | 4,216 | 6,043 | 10,550 | 47,329 | - | 1,903 | 16,775 | 100,367 |
| Total current assets | 83,624 | 66,005 | 47,007 | 59,678 | 137,740 | 309,236 | 143,194 | 215,497 | 21,263 | 683,568 | 538,060 | 2,304,872 |
| Other Assets: | | | | | | | | | | | | |
| Restricted deposits | 206,049 | 137,922 | 182,065 | 116,498 | 204,472 | 483,599 | 459,464 | 290,089 | 70,352 | 636,052 | 456,910 | 3,243,472 |
| Accounts receivable - insurance proceeds | 3,926,000 | - | - | - | - | - | - | - | - | - | - | 3,926,000 |
| Due from affiliates | 500,000 | - | - | - | - | - | - | - | - | - | - | 500,000 |
| Projects under development | - | - | - | - | - | - | - | - | - | 18,549,479 | - | 18,549,479 |
| Capitalized costs, net | - | - | - | - | 22,693 | 18,473 | - | - | - | 22,150 | - | 63,316 |
| Total other assets | 4,632,049 | 137,922 | 182,065 | 116,498 | 227,165 | 502,072 | 459,464 | 290,089 | 70,352 | 19,207,681 | 456,910 | 26,282,267 |
| Property and Equipment, net | 296,902 | 744,722 | 1,138,030 | 2,407,637 | 5,989,980 | 15,254,079 | 645,079 | 610,522 | 1,082,955 | 14,431,032 | 7,409,474 | 50,010,412 |
| Total assets | \$ 5,012,575 | \$ 948,649 | \$ 1,367,102 | \$ 2,583,813 | \$ 6,354,885 | \$ 16,065,387 | \$ 1,247,737 | \$ 1,116,108 | \$ 1,174,570 | \$ 34,322,281 | \$ 8,404,444 | \$ 78,597,551 |
| Liabilities and Net Assets | | | | | | | | | | | | |
| Current Liabilities: | | | | | | | | | | | | |
| Current portion of long-term debt | \$ 77,669 | \$ 30,679 | \$ 16,548 | \$ 15,842 | \$ 15,594 | \$ 88,017 | \$ - | \$ 131,694 | \$ 16,154 | \$ - | \$ 263,343 | \$ 655,540 |
| Current portion of accounts payable, accrued expenses and other | 254,420 | 39,628 | 26,920 | 57,431 | 46,413 | 57,038 | 594,954 | 105,097 | 16,907 | 362,518 | 152,298 | 1,713,624 |
| Current portion of due to affiliates | 16,825 | 107,414 | 21,426 | 19,559 | 12,790 | 160,222 | - | - | - | 932,046 | 11,000 | 1,281,282 |
| Total current liabilities | 348,914 | 177,721 | 64,894 | 92,832 | 74,797 | 305,277 | 594,954 | 236,791 | 33,061 | 1,294,564 | 426,641 | 3,650,446 |
| Long-term Liabilities: | | | | | | | | | | | | |
| Accounts payable, accrued expenses and other, net of current portion | - | - | - | - | - | - | - | - | - | 2,414,985 | - | 2,414,985 |
| Long-term debt, net | 682,679 | 444,741 | 385,657 | 854,287 | 1,385,389 | 4,381,119 | - | 80,461 | 361,160 | 15,514,028 | 2,514,508 | 26,604,029 |
| Due to affiliates, net of current portion | - | 42,000 | 65,574 | 567,325 | - | 359,016 | - | - | - | - | - | 1,033,915 |
| Total long-term liabilities | 682,679 | 486,741 | 451,231 | 1,421,612 | 1,385,389 | 4,740,135 | - | 80,461 | 361,160 | 17,929,013 | 2,514,508 | 30,052,929 |
| Contingent Debt and Deferred Interest | 482,076 | 43,760 | 926,886 | 3,523,499 | 3,535,499 | 8,659,354 | - | 879,736 | 787,872 | - | 8,487,609 | 27,326,291 |
| Total liabilities | 1,513,669 | 708,222 | 1,443,011 | 5,037,943 | 4,995,685 | 13,704,766 | 594,954 | 1,196,988 | 1,182,093 | 19,223,577 | 11,428,758 | 61,029,666 |
| Net Assets: | | | | | | | | | | | | |
| Without donor restrictions: | | | | | | | | | | | | |
| Operating | 56,596 | (30,989) | 43,175 | (133,680) | 220,854 | 552,039 | 7,704 | 110,400 | 4,356 | 729,271 | 427,188 | 1,986,914 |
| Property and equipment | 3,442,310 | 271,416 | (119,084) | (2,320,450) | 1,138,346 | 1,808,582 | 645,079 | (191,280) | (11,879) | 14,369,433 | (3,451,502) | 15,580,971 |
| Total net assets without donor restrictions | 3,498,906 | 240,427 | (75,909) | (2,454,130) | 1,359,200 | 2,360,621 | 652,783 | (80,880) | (7,523) | 15,098,704 | (3,024,314) | 17,567,885 |
| Total liabilities and net assets | \$ 5,012,575 | \$ 948,649 | \$ 1,367,102 | \$ 2,583,813 | \$ 6,354,885 | \$ 16,065,387 | \$ 1,247,737 | \$ 1,116,108 | \$ 1,174,570 | \$ 34,322,281 | \$ 8,404,444 | \$ 78,597,551 |

Supplementary Consolidating Statement of Activities - Rental Properties
For the Year Ended December 31, 2017
(With Summarized Comparative Totals for the Year Ended December 31, 2016)

| | 2017 | | | | | | | | | | | 2016 | | |
|---|-----------------------|-----------------|--------------------|-------------------|--------------|-----------------------------|---------------------------|---|-------------------------------|-------------------------|----------------------|----------------|--------------|--------------|
| | St. Patricks Place LP | Putnam Place LP | Churchill Court LP | Squirrel Brand LP | Elm Place LP | Bishop Allen Apartments LLC | Close Building Associates | Wellington-Harrington Development Corporation | Next Step Housing Corporation | Rindge Tower Apartments | JAS Consolidated LLC | JAS Properties | Total | Total |
| Operating Revenues: | | | | | | | | | | | | | | |
| Rental income | \$ 258,378 | \$ 233,657 | \$ 211,966 | \$ 416,964 | \$ 362,310 | \$ 817,786 | \$ 919,197 | \$ 842,157 | \$ 112,955 | \$ 3,879,718 | \$ 166,634 | \$ 1,554,888 | \$ 9,776,610 | \$ 9,550,778 |
| Interest income and other | 46,847 | 272 | 799 | 1,106 | 13,501 | 3,173 | 7,452 | 65,203 | 9,245 | 87,898 | 245 | 8,550 | 244,291 | 231,065 |
| Total operating revenues | 305,225 | 233,929 | 212,765 | 418,070 | 375,811 | 820,959 | 926,649 | 907,360 | 122,200 | 3,967,616 | 166,879 | 1,563,438 | 10,020,901 | 9,781,843 |
| Operating Expenses: | | | | | | | | | | | | | | |
| Personnel and related: | | | | | | | | | | | | | | |
| Contract labor | 78,401 | 29,837 | 34,316 | 54,280 | 54,690 | 86,066 | 170,045 | 122,295 | 5,963 | 584,994 | 32,785 | 226,008 | 1,479,680 | 1,516,183 |
| Occupancy: | | | | | | | | | | | | | | |
| Interest | 40,037 | 27,095 | 26,371 | 63,951 | 53,455 | 173,163 | - | 20,388 | 16,186 | 858,705 | - | 156,194 | 1,435,545 | 962,841 |
| Utilities | 17,896 | 16,072 | 11,667 | 32,741 | 21,119 | 71,662 | 134,870 | 106,429 | 12,145 | 521,426 | 12,738 | 96,402 | 1,055,167 | 1,047,175 |
| Contracted services | 54,369 | 40,384 | 27,456 | 44,487 | 44,158 | 72,428 | 201,163 | 89,752 | 11,280 | 489,046 | 19,283 | 246,256 | 1,340,062 | 1,333,412 |
| Repairs and maintenance | 9,529 | 9,815 | 14,652 | 19,368 | 17,685 | 30,718 | 83,819 | 25,975 | 11,880 | 74,395 | 2,598 | 111,635 | 412,069 | 562,425 |
| Real estate taxes | 15,711 | 10,121 | 10,170 | 17,019 | 21,845 | 29,685 | 56,135 | 37,573 | 5,563 | 130,590 | 136 | 71,676 | 406,224 | 397,776 |
| Insurance | 11,684 | 5,438 | 8,342 | 9,216 | 8,434 | 19,987 | 31,856 | 25,057 | 7,419 | 118,689 | 5,494 | 50,337 | 301,953 | 287,092 |
| Rents | - | - | - | - | - | - | - | - | - | 4,439 | - | - | 4,439 | 3,003 |
| Total occupancy | 149,226 | 108,925 | 98,658 | 186,782 | 166,696 | 397,643 | 507,843 | 305,174 | 64,473 | 2,197,290 | 40,249 | 732,500 | 4,955,459 | 4,593,724 |
| Other expenses: | | | | | | | | | | | | | | |
| Professional fees | 15,640 | 16,037 | 18,248 | 13,298 | 12,966 | 17,868 | 34,494 | 26,983 | 4,348 | 43,312 | 755 | 41,328 | 245,277 | 258,114 |
| Management fees | 31,206 | 12,833 | 29,675 | 38,730 | 40,014 | 48,267 | 36,847 | 45,042 | 6,795 | 226,463 | 9,165 | 128,713 | 653,750 | 647,664 |
| Office and other | 5,655 | 2,850 | 3,133 | 5,246 | 5,309 | 6,977 | 20,803 | 9,549 | 1,013 | 56,132 | 2,578 | 17,177 | 136,422 | 121,714 |
| Miscellaneous | 2,567 | 3,587 | 1,616 | 2,120 | 1,940 | 3,180 | 4,008 | 2,500 | 1,673 | 127,790 | 100 | 8,480 | 159,561 | 55,873 |
| Telephone and communications | 1,740 | 531 | 4,451 | 4,050 | 4,635 | 1,630 | 3,113 | 2,292 | - | 15,687 | 1,239 | 9,905 | 49,273 | 47,326 |
| Bad debts | 6,688 | - | - | - | - | - | 6,313 | - | - | - | - | 1,900 | 14,901 | 7,642 |
| Total other expenses | 63,496 | 35,838 | 57,123 | 63,444 | 64,864 | 77,922 | 105,578 | 86,366 | 13,829 | 469,384 | 13,837 | 207,503 | 1,259,184 | 1,138,333 |
| Total operating expenses before interest - amortization and depreciation and amortization | 291,123 | 174,600 | 190,097 | 304,506 | 286,250 | 561,631 | 783,466 | 513,835 | 84,265 | 3,251,668 | 86,871 | 1,166,011 | 7,694,323 | 7,248,240 |
| Interest - amortization | 6,946 | - | - | 3,129 | 3,641 | 6,097 | - | 732 | - | 99,736 | - | - | 120,281 | 130,848 |
| Depreciation and amortization | 57,638 | 40,162 | 51,804 | 198,133 | 186,961 | 334,216 | 60,185 | 72,646 | 37,347 | 831,216 | 37,552 | 487,197 | 2,395,057 | 2,189,475 |
| Total operating expenses | 355,707 | 214,762 | 241,901 | 505,768 | 476,852 | 901,944 | 843,651 | 587,213 | 121,612 | 4,182,620 | 124,423 | 1,653,208 | 10,209,661 | 9,568,563 |
| Changes in net assets without donor restrictions from operations | (50,482) | 19,167 | (29,136) | (87,698) | (101,041) | (80,985) | 82,998 | 320,147 | 588 | (215,004) | 42,456 | (89,770) | (188,760) | 213,280 |
| Gain on Involuntary Conversion | 870,908 | - | - | - | - | - | - | - | - | - | - | - | 870,908 | 3,726,528 |
| Other Non-Operating Expenses | - | - | - | - | - | - | - | - | - | (164,990) | (15,534) | - | (180,524) | - |
| Deferred Interest | (9,388) | (1,758) | (46,344) | (278,856) | (45,728) | (197,831) | - | (43,435) | - | - | (61,451) | (6,530) | (691,321) | (612,624) |
| Changes in net assets without donor restrictions | \$ 811,038 | \$ 17,409 | \$ (75,480) | \$ (366,554) | \$ (146,769) | \$ (278,816) | \$ 82,998 | \$ 276,712 | \$ 588 | \$ (379,994) | \$ (34,529) | \$ (96,300) | \$ (189,697) | \$ 3,327,184 |

Supplementary Consolidating Statement of Activities - Rental Properties
For the Year Ended December 31, 2016

| | St. Patricks Place LP | Putnam Place LP | Churchill Court LP | Squirrel Brand LP | Elm Place LP | Bishop Allen Apartments LLC | Close Building Associates | Wellington- Harrington Development Corporation | Next Step Housing Corporation | Rindge Tower Apartments | JAS Properties | Total |
|--|--------------------------|--------------------|-----------------------|----------------------|-----------------|--------------------------------|---------------------------------|---|-------------------------------------|----------------------------|-------------------|--------------|
| Operating Revenues: | | | | | | | | | | | | |
| Rental income | \$ 586,830 | \$ 245,857 | \$ 223,194 | \$ 364,978 | \$ 343,672 | \$ 823,747 | \$ 926,615 | \$ 726,573 | \$ 108,508 | \$ 3,647,455 | \$ 1,553,349 | \$ 9,550,778 |
| Interest income and other | 691 | 528 | 816 | 18,121 | 18,818 | 2,524 | 3,330 | 90,974 | 13 | 89,573 | 5,677 | 231,065 |
| Total operating revenues | 587,521 | 246,385 | 224,010 | 383,099 | 362,490 | 826,271 | 929,945 | 817,547 | 108,521 | 3,737,028 | 1,559,026 | 9,781,843 |
| Operating Expenses: | | | | | | | | | | | | |
| Personnel and related: | | | | | | | | | | | | |
| Contract labor | 88,843 | 33,768 | 36,059 | 55,863 | 55,505 | 91,335 | 172,756 | 127,582 | 12,786 | 598,278 | 243,408 | 1,516,183 |
| Occupancy: | | | | | | | | | | | | |
| Interest | 52,068 | 29,210 | 31,188 | 65,246 | 54,503 | 189,645 | 3,293 | 28,670 | 21,969 | 308,791 | 178,258 | 962,841 |
| Utilities | 45,090 | 15,711 | 16,760 | 30,145 | 23,599 | 65,250 | 132,311 | 91,761 | 17,115 | 512,998 | 96,435 | 1,047,175 |
| Contracted services | 89,389 | 39,495 | 27,621 | 48,093 | 55,366 | 61,639 | 221,549 | 84,626 | 13,284 | 425,795 | 266,555 | 1,333,412 |
| Repairs and maintenance | 125,422 | 17,870 | 9,063 | 15,819 | 15,103 | 22,451 | 76,702 | 35,087 | 10,706 | 138,782 | 95,420 | 562,425 |
| Real estate taxes | 21,308 | 11,000 | 11,428 | 16,804 | 21,608 | 29,544 | 56,484 | 16,939 | 5,563 | 129,945 | 77,153 | 397,776 |
| Insurance | 14,755 | 5,335 | 8,172 | 8,253 | 7,555 | 18,085 | 28,555 | 22,454 | 4,795 | 120,919 | 48,214 | 287,092 |
| Rents | - | - | - | - | - | - | - | - | - | 3,003 | - | 3,003 |
| Total occupancy | 348,032 | 118,621 | 104,232 | 184,360 | 177,734 | 386,614 | 518,894 | 279,537 | 73,432 | 1,640,233 | 762,035 | 4,593,724 |
| Other expenses: | | | | | | | | | | | | |
| Professional fees | 15,487 | 9,205 | 11,631 | 26,915 | 11,803 | 18,007 | 43,169 | 29,282 | 3,814 | 41,482 | 47,319 | 258,114 |
| Management fees | 51,236 | 14,000 | 31,248 | 38,009 | 33,409 | 48,137 | 37,131 | 39,865 | 6,526 | 215,932 | 132,171 | 647,664 |
| Office and other | 6,099 | 2,411 | 2,527 | 4,275 | 4,385 | 10,439 | 23,863 | 9,369 | 853 | 38,102 | 19,391 | 121,714 |
| Miscellaneous | 2,316 | 1,605 | 1,739 | 1,900 | 2,017 | 3,608 | 4,913 | 3,665 | 5,197 | 20,097 | 8,816 | 55,873 |
| Telephone and communications | 2,938 | 629 | 4,213 | 2,810 | 4,267 | 1,680 | 4,602 | 2,358 | - | 14,136 | 9,693 | 47,326 |
| Bad debts | - | - | - | - | - | - | 1,322 | 1,132 | - | 404 | 4,784 | 7,642 |
| Total other expenses | 78,076 | 27,850 | 51,358 | 73,909 | 55,881 | 81,871 | 115,000 | 85,671 | 16,390 | 330,153 | 222,174 | 1,138,333 |
| Total operating expenses before interest - amortization and depreciation and amortization | 514,951 | 180,239 | 191,649 | 314,132 | 289,120 | 559,820 | 806,650 | 492,790 | 102,608 | 2,568,664 | 1,227,617 | 7,248,240 |
| Interest - amortization | 728 | - | - | 3,129 | 3,641 | 21,977 | 905 | 732 | - | 99,736 | - | 130,848 |
| Depreciation and amortization | 168,811 | 45,157 | 56,540 | 211,067 | 185,921 | 331,109 | 70,748 | 80,088 | 37,347 | 493,901 | 508,786 | 2,189,475 |
| Total operating expenses | 684,490 | 225,396 | 248,189 | 528,328 | 478,682 | 912,906 | 878,303 | 573,610 | 139,955 | 3,162,301 | 1,736,403 | 9,568,563 |
| Changes in net assets without donor restrictions from operations | (96,969) | 20,989 | (24,179) | (145,229) | (116,192) | (86,635) | 51,642 | 243,937 | (31,434) | 574,727 | (177,377) | 213,280 |
| Gain on Involuntary Conversion | 3,726,528 | - | - | - | - | - | - | - | - | - | - | 3,726,528 |
| Deferred Interest | (11,394) | (1,918) | (52,465) | (257,939) | (44,721) | (190,674) | - | (45,993) | - | - | (7,520) | (612,624) |
| Changes in net assets without donor restrictions | \$ 3,618,165 | \$ 19,071 | \$ (76,644) | \$ (403,168) | \$ (160,913) | \$ (277,309) | \$ 51,642 | \$ 197,944 | \$ (31,434) | \$ 574,727 | \$ (184,897) | \$ 3,327,184 |

JUST-A-START CORPORATION AND AFFILIATES

Supplementary Consolidating Statements of Changes in Net Assets - Rental Properties
For the Years Ended December 31, 2017 and 2016

| | <u>St. Patricks Place LP</u> | <u>Putnam Place LP</u> | <u>Churchill Court LP</u> | <u>Squirrel Brand LP</u> | <u>Elm Place LP</u> | <u>Bishop Allen Apartments LLC</u> | <u>Close Building Associates</u> | <u>Wellington- Harrington Development Corporation</u> | <u>Next Step Housing Corporation</u> | <u>402 Rindge Corporation/ Rindge Tower Apartments</u> | <u>JAS Consolidated LLC</u> | <u>JAS Properties</u> | <u>Total</u> |
|--------------------------------------|----------------------------------|----------------------------|-------------------------------|------------------------------|-------------------------|--|--|---|--|--|-------------------------------------|---------------------------|---------------------|
| Net Assets, December 31, 2015 | \$ (61,801) | \$ 221,356 | \$ 735 | \$ (2,050,962) | \$ 1,520,113 | \$ 562,595 | \$ 1,030,913 | \$ (278,824) | \$ 23,911 | \$ 14,576,678 | \$ - | \$ (2,839,417) | \$ 12,705,297 |
| Capital contributions | - | - | - | - | - | 2,075,335 | - | - | - | - | - | - | 2,075,335 |
| Changes in net assets | 3,618,165 | 19,071 | (76,644) | (403,168) | (160,913) | (277,309) | 51,642 | 197,944 | (31,434) | 574,727 | - | (184,897) | 3,327,184 |
| Syndication costs | - | - | - | - | - | - | - | - | - | (52,701) | - | - | (52,701) |
| Distributions | <u>(57,458)</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>(429,772)</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>(487,230)</u> |
| Net Assets, December 31, 2016 | 3,498,906 | 240,427 | (75,909) | (2,454,130) | 1,359,200 | 2,360,621 | 652,783 | (80,880) | (7,523) | 15,098,704 | - | (3,024,314) | 17,567,885 |
| Syndication of JAS Consolidated | (4,271,195) | (242,999) | 119,037 | - | - | - | - | - | - | - | (7,823,634) | 2,625,145 | (9,593,646) |
| Changes in net assets | 811,038 | 17,409 | (75,480) | (366,554) | (146,769) | (278,816) | 82,998 | 276,712 | 588 | (379,994) | (34,529) | (96,300) | (189,697) |
| Syndication costs | - | - | - | - | - | - | - | - | - | - | (53,798) | - | (53,798) |
| Distributions | <u>(107,285)</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>(12,786)</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>(120,071)</u> |
| Net Assets, December 31, 2017 | <u>\$ (68,536)</u> | <u>\$ 14,837</u> | <u>\$ (32,352)</u> | <u>\$ (2,820,684)</u> | <u>\$ 1,199,645</u> | <u>\$ 2,081,805</u> | <u>\$ 735,781</u> | <u>\$ 195,832</u> | <u>\$ (6,935)</u> | <u>\$ 14,718,710</u> | <u>\$ (7,911,961)</u> | <u>\$ (495,469)</u> | <u>\$ 7,610,673</u> |



**Just-A-Start Corporation
FY2019 Budget**

| | |
|-------------------------------------|---------------------|
| REVENUE | |
| Contributions and Grants | \$ 850,750 |
| Contracts | \$ 2,605,531 |
| Management & Resident Services Fees | \$ 621,813 |
| Development Fees | \$ 2,105,947 |
| Interest and Other | \$ 535,400 |
| Total Revenue | \$ 6,719,441 |
| EXPENSES | |
| Salary and Related Expenses | \$ 3,926,734 |
| Consultants and Professional Fees | \$ 380,030 |
| Program Activities | \$ 518,419 |
| Subgrantees | \$ 45,869 |
| Client Expense | \$ 419,545 |
| Program Loan Interest | \$ 17,496 |
| Staff Travel & Training | \$ 75,433 |
| Premise Expense/Occupancy | \$ 201,082 |
| Insurance | \$ 49,429 |
| Telecommunications | \$ 158,802 |
| Misc./Other Expenses | \$ 157,160 |
| Total Operating Expense | \$ 5,950,000 |

Attachment A: ADA, Tax Compliance/Anti-Collusion Statement

**Americans with Disabilities Act (42 U.S.C. 12131)
Section 504 of the Rehabilitation Act of 1973
Tax Compliance/Anti-Collusion Statement
Debarment Statement**

The Americans with Disabilities Act (the "Act") applies to all employers of fifteen or more employees. All vendors that are subject to the Act must comply with its provisions. In further compliance with the Act, all Contractors who enter into contracts with the City are prohibited from discrimination against the City's employees, regardless of the size of the Contractor.

The Act protects against discrimination on the basis of "disability", which is defined as a physical or mental impairment that substantially limits at least one "major life activity"; discrimination against a person having a history or record of such impairment; and discrimination against an individual regarded - even if inaccurately - as having such an impairment. The Act also expressly prohibits discrimination that is based on an individual's relationship or association with a disabled person.

The Contractor shall not discriminate against any qualified employee or job applicant with a disability and will make the activities, programs and services covered by any contract awarded through this procurement readily accessible to and usable by individuals with disabilities. To be qualified for a job, or to avail oneself of the Contractor's services, the individual with the disability must meet the essential eligibility requirements for receipt of the Contractor's services or participation in the Contractor's programs or activities with or without: 1) reasonable modifications to the Contractor's rules, policies and practices; 2) removal of architectural, communication, or transportation barriers; or, 3) provisions of auxiliary aids and services.

By submitting its contract, the Contractor certifies to the City of Cambridge that it understands and will comply with all applicable provisions of the Act, including compliance with applicable provisions of Section 504 of the Rehabilitation Act of 1973, if the Contractor is receiving federal funds.

The undersigned certifies under penalties of perjury that this contract has been made and submitted in good faith and without collusion or fraud with any other person. As used in this certification, the "person" shall mean any natural person, business, partnership, corporation, union, committee, club, or other organization, entity, or group of individuals

As required by M.G.L. c. 62C, §49A, the undersigned certifies under the penalties of perjury that the Contractor has complied with all laws of the commonwealth relating to taxes, reporting of employees and contractors, and withholding and remitting child support.

The undersigned certifies that it is not currently subject to any State or Federal debarment order.

Date: 02/05/2019

Deborah Ruhe
(Print Name of person signing bid)

Deborah Ruhe, Executive Director
(Signature & Title)

ORDINANCE NUMBER 1376

Final Publication Number 3390. First Publication in the Chronicle on November 5, 2015.

City of Cambridge

In the Year Two Thousand and Fifteen

AN ORDINANCE

In amendment to the Ordinance entitled "Municipal Code of the City of Cambridge"

Be it ordained by the City Council of the City of Cambridge that the Municipal Code of the City of Cambridge be amended as follows:

Chapter 2.121

LIVING WAGE ORDINANCE Sections:

- 2.121.010 Title and Purpose**
- 2.121.020 Definitions**
- 2.121.030 Living Wage**
- 2.121.040 Waivers and Exceptions**
- 2.121.050 Notification Requirements**
- 2.121.060 Duties of covered Employers**
- 2.121.070 Community Advisory Board**
- 2.121.080 Enforcement**
- 2.121.090 Severability**
- 2.121.100 Effective Date**

2.121.010 Title and Purpose.

This Chapter shall be known as the "Cambridge Living Wage Ordinance". The purpose of this ordinance is to assure that employees of the City of Cambridge and employees of City contractors, subcontractors and beneficiaries of tax abatements, loans, grants, subsidies and other assistance provided by the City earn an hourly wage that is needed to support a family of four.

2.121.020 Definitions.

For the purposes of this ordinance, the term:

(a) "Applicable Department" means the Personnel Department for employees of the City of Cambridge, the Purchasing Department, with the advice and assistance of the appropriate

department which receives the services, for Covered Employers who contract or subcontract with the City of Cambridge, the School Department for employees, contractors and subcontractors of the School Department, and the City Manager's Office for any other Person who is a Beneficiary of assistance other than a contract or subcontract.

(b) "Assistance" means:

(1) any grant, loan, tax incentive, bond financing, subsidy, or other form of assistance valued at least \$10,000 that an employer receives by or through the authority or approval of the City of Cambridge, including, but not limited to, c. 121A tax abatements, industrial development bonds, Community Development Block Grant (CDBG) loans and grants, Enterprise Zone designations awarded after the effective date of this Chapter, and the lease of City owned land or buildings below market value; and

(2) any service contract, as defined herein, of at least \$10,000 with the City of Cambridge that is made with an employer to provide services pursuant to G.L.C. 30B or other public procurement laws, awarded, renegotiated or renewed after the effective date of this Chapter.

(3) any service subcontract, as defined herein, of at least \$10,000.

(c) "Beneficiary" means:

(1) any person who is a recipient of Assistance;

(2) any company or person that is a tenant or sub-tenant, leaseholder or sub-leaseholder of a recipient of Assistance, provided that said company or person employs at least 25 persons and occupies property or uses equipment or property that is improved or developed as a result of Assistance, after the effective date of this Chapter; and

(d) Covered Employer means the City of Cambridge or a Beneficiary of Assistance, but does not include a Covered Building Services Employer.

(e) "Covered Employee" means:

(1) a person employed by the City of Cambridge except for persons in those positions listed in Section 2.121.040(j) of this ordinance; and

(2) a person, other than a Covered Building Service Employee, employed by a Covered Employer, or a person employed by an independent contractor doing business with a Covered Employer, who would directly expend any of his or her time on the activities funded by the contract or the activities for which the Beneficiary received the Assistance, except for persons in those positions listed in Section 2.121.040(j) of this ordinance.

(f) "Living Wage" has the meaning stated in Section 2.121.030.

(g) "Person" means one or more of the following or their agents, employees, servants, representatives, and legal representatives: individuals, corporations, partnerships, joint ventures, associations, labor organizations, educational institutions, mutual companies, joint-stock companies, trusts, unincorporated organizations, trustees, trustees in bankruptcy, receivers, fiduciaries, and all other entities recognized at law by the Commonwealth of Massachusetts.

(h) **“Service Contract”** means a contract let to a contractor by the City of Cambridge for the furnishing of services, to or for the City, except contracts where services are incidental to the delivery of products, equipment or commodities. A contract for the purchase or lease of goods, products, equipment, supplies or other property is not a “service contract” for the purposes of this definition.

(i) **“Service Subcontract”** means a subcontract primarily for the furnishing of services, to or for a recipient of Assistance, except where services are incidental to the delivery of products, equipment or commodities. A contract for the purchase or lease of goods, products, equipment, supplies or other property is not a “service subcontract” for the purposes of this definition.

(j) **“Covered Building Service Employee”** means any person performing building service work for a Covered Building Service Employer, either directly or through a contract or subcontract.

(k) **“Building Services” or “Building Service Work”** means work performed in connection with the cleaning of buildings and security guard services.

(l) **“Covered Building Service Contract”** means a contract or subcontract to provide Building Services to the City of Cambridge or any of its departments or subdivisions.

(m) **“Covered Building Service Contractor” or “Covered Building Service Employer”** means an entity providing Building Services on a Covered Building Service Contract or subcontract with the City or any of its departments or subdivisions.

(n) **“Standard Compensation”** has the meaning stated in Section 2.121.040.

2.121.030 Living Wage.

(a) **Applicability.** Covered Employers shall pay no less than the Living Wage to their employees.

(b) **Amount of wage.** The Living Wage shall be calculated on an hourly basis and shall be no less than \$10.00, subject to adjustment as provided herein. The Living Wage shall be upwardly adjusted each year no later than March first in proportion to the increase at the immediately preceding December 31 over the year earlier level of the Annual Average Consumer Price Index for All Urban Consumers (CPI -U) Boston-Lawrence-Salem, MA - NH, as published by the Bureau of Labor Statistics, United States Department of Labor applied to \$10.00.

(c) **No reduction in collective bargaining wage rates.** Nothing in this Chapter shall be read to require or authorize any beneficiary to reduce wages set by a collective bargaining agreement.

(d) **Cuts in non-wage benefits prohibited.** No Beneficiary will fund wage increases required by this Chapter, or otherwise respond to the provisions of this Chapter, by reducing the health, insurance, pension, vacation, or other non-wage benefits of any of its employees.

2.121.040 “Standard Compensation”

(a) Applicability. Covered Building Services Employers shall pay no less than the Standard Compensation to Covered Building Service Employees.

(b) Standard Compensation shall include the standard hourly rate of pay for the relevant classification.

(c) Amount. (i) The “Standard Hourly Rate of Pay” for Covered Building Service Employees other than for security guards shall be the greatest of the following:

(1) The Living Wage rate as defined in 2.121.030; or

(2) the prescribed rate of wages as determined by the director of the department of labor standards pursuant to section 27H of chapter 149 of the General Laws of Massachusetts;

(ii) The “Standard Hourly Rate of Pay for security guards” shall be the greatest of the following:

(1) The Living Wage rate as defined in 2.121.030; or

(2) the prescribed rate of wages as determined by the director of the department of labor standards pursuant to section 3 of chapter 195 of the Massachusetts Acts of 2014; or

(3) the hourly rate paid to workers in the relevant classification under a preceding Building Service Contract.

(iii) The Standard Hourly Rate of Pay for Covered Building Service Employees other than for security guards shall be annually adjusted to be no less than the greatest of the following:

(1) the previous hourly rate of pay increased by the annual percentage difference between the current Boston-Lawrence-Salem, MA - NH Consumer Price Index (CPI) for all items for All Urban Consumers and the same CPI for the same month of the previous year, or

(2) the current prescribed rate of wages as determined by the director of the department of labor standards pursuant to section 27H of chapter 149 of the General Laws of Massachusetts.

(iv) The Standard Hourly Rate of Pay for security guards shall be annually adjusted to be no less than the greatest of the following:

(1) the previous hourly rate of pay increased by the annual percentage difference between the current Boston-Lawrence-Salem, MA - NH Consumer Price Index (CPI) for all items for All Urban Consumers and the same CPI for the same month of the previous year, or

(2) the current prescribed rate of wages as determined by the director of the department of labor standards pursuant to section 3 of chapter 195 of the Massachusetts Acts of 2014.

(v) “Standard Benefits” for Covered Building Service Employees other than for security guards shall be an hourly supplement furnished by a Covered Building Service Employer to a Covered Building Service Employee in one of the following ways: (1) in the form of health and other benefits (not including paid leave) that cost the Covered Building Service Employer the entire

required hourly supplemental amount; (2) by providing a portion of the required hourly supplement in the form of health and other benefits (not including paid leave) and the balance in cash; or (3) by providing the entire supplement in cash. The required hourly supplemental rate shall be equal to the greatest of the following: (1) the monetary value of the health and other benefits (not including paid leave) provided under the prescribed rate of wages as determined by the director of the department of labor standards pursuant to section 27H of chapter 149 of the General Laws of Massachusetts; or (2) twenty percent (20%) of the standard hourly rate of pay.

(vii) "Standard Benefits for security guards" shall be an hourly supplement furnished by a Covered Building Service Employer to a Covered Building Service Employee in one of the following ways: (1) in the form of health and other benefits (not including paid leave) that cost the Covered Building Service Employer the entire required hourly supplemental amount; (2) by providing a portion of the required hourly supplement in the form of health and other benefits (not including paid leave) and the balance in cash; or (3) by providing the entire supplement in cash. The required hourly supplemental rate shall be equal to the greatest of the following: the monetary value of the health and other benefits (not including paid leave) provided under the prescribed rate of wages as determined by the director of the department of labor standards pursuant to section 3 of chapter 195 of the Massachusetts Acts of 2014; or (2) twenty percent (20%) of the standard hourly rate of pay.

(viii) For the purposes of this section, "benefits" shall not include workers compensation or other legally mandated insurance, nor shall it include the value of any benefit for which the Covered Building Service Employee is eligible, but for which no payment is actually made by a Covered Building Service Employer to the Covered Building Service Employee or to any other party on the Covered Building Service Employee's behalf, because the Covered Building Service Employee either does not actually utilize or does not elect to receive the benefit for any reason

(ix) Standard benefits for Covered Building Service Employees other than for security guards shall be adjusted annually to be no less than equal to the value of the greatest of the following: (1) the value of the previous standard benefits increased by the annual percentage difference between the current Boston-Lawrence-Salem, MA - NH Consumer Price Index (CPI) for all items for All Urban Consumers and the same CPI for the same month of the previous year, or (2) the current monetary value of the health and other benefits (not including paid leave) provided under the prescribed rate of wages as determined by the director of the department of labor standards pursuant to section 27H of chapter 149 of the General Laws of Massachusetts.

(x) Standard benefits for security guards shall be adjusted annually to be no less than equal to the value of the greatest of the following: (1) the value of the previous standard benefits increased by the annual percentage difference between the current Boston-Lawrence-Salem, MA - NH Consumer Price Index (CPI) for all items for All Urban Consumers and the same CPI for the same month of the previous year, or (2) the current monetary value of the health and other benefits (not including paid leave) provided under the prescribed rate of wages as determined by the director of the department of labor standards pursuant to section 3 of chapter 195 of the Massachusetts Acts of 2014.

2.121.050 Waivers and Exceptions.

(a) Waivers. A Covered Employer may request that the City Manager grant a partial or whole waiver to the requirements of this Chapter. There shall be no waivers or exceptions made with respect to the Standard Compensation for Covered Building Service Employees.

(b) General Waivers. Waivers may be granted where application of this Chapter to

a particular form of Assistance is found by the City Solicitor to violate a specific state or federal statutory, regulatory or constitutional provision or provisions, and the City Manager approves the waiver on that basis.

(c) Hardship Waivers for certain not-for-profit employers. An employer, who has a contract with the City of Cambridge which is not subject to the provisions of G.L. c. 30B, may apply to the City Manager for a specific waiver where payment of the Living Wage by a not-for-profit Covered Employer would cause a substantial hardship to the Covered Employer.

(d) Chapter 30B contract waivers. Prior to issuing an invitation for bids for a procurement contract subject to the provisions of G.L. c. 30B, any

Applicable Department may apply to the City Manager for a waiver of the application of the Living Wage to the contract where payment of the Living Wage by a Covered Employer would make it inordinately expensive for the City to contract for the services or would result in a significant loss of services, because the contracted work cannot be segregated from the other work of the Covered Employer.

(e) General Waiver Request Contents. All General Waiver requests shall include the following:

- (1) The nature of the Assistance to which this Chapter applies;
- (2) The specific or official name of the Assistance and Assistance program, the statutory or regulatory authority for the granting of the Assistance, and a copy of that authority;
- (3) The conflicting statutory, regulatory, or constitutional provision or provisions that makes compliance with this Chapter unlawful, and a copy of each such provision; and
- (4) A factual explication and legal analysis of how compliance with this Chapter would violate the cited provision or provisions, and the legal consequences that would attach if the violation were to occur.

(f) Hardship Waiver Request Contents. All Hardship Waiver requests shall include the following:

- (1) The nature of the Assistance to which this Chapter applies;
- (2) A detailed explanation of why payment of the Living Wage would cause a substantial hardship to the Covered Employer; and
- (3) A statement of proposed wages below the Living Wage.

(g) Chapter 30B Contract Waiver Request Contents. A Chapter 30B contract waiver request shall include the following:

- (1) The nature of the Assistance to which this Chapter applies;
- (2) A detailed explanation of why the contracted work cannot be segregated from the other work of the bidding Covered Employers thereby making the cost of the contract with the payment of the Living Wage inordinately expensive or would result in a significant loss of services;

(h) Community Advisory Board

review and recommendation regarding waiver requests. The Community Advisory Board, as described in Section 2.121.070 of this ordinance, shall consider waiver requests along with their supporting documentation and analysis, and may hold a public hearing to consider the views of the public before making a recommendation to the

City Manager regarding the waiver request. For a hardship waiver, the Community Advisory Board shall offer an opportunity to be heard to employees of the Covered Employer. After reviewing the recommendation of the Community Advisory Board, the City Manager may approve and grant or deny all or part of a request. The City Manager may in his or her discretion grant a temporary hardship waiver pending the hearing before the Community Advisory Board. For Chapter 30B contract waivers, the Community Advisory Board shall make its recommendation to the City Manager no more than thirty days after it is notified of the request for a Chapter 30B contract waiver.

(i) **Terms of exceptions.** If an employer is subject to this Chapter as a result of its receipt of more than one kind of Assistance covered by this Chapter, and if the City Manager grants a waiver with respect to one form of Assistance, the City Manager need not find that this Chapter is inapplicable to the employer with respect to another form of Assistance received by the employer.

(j) **Exceptions.** The following positions will be excepted from the requirement of the payment of the Living Wage upon certification in an affidavit in a form approved by the Applicable Department and signed by a principal officer of the Covered Employer that the positions are as follows:

(1) youth hired pursuant to a city, state, or federally funded program which employs youth as defined by city, state, or federal guidelines, during the summer, or as part of a school to work program, or in other related seasonal or part-time program;

(2) work-study or cooperative educational programs;

(3) trainees who are given a stipend or wage as part of a job training program that provides the trainees with additional services, which may include, but are not limited to, room and board, case management, or job readiness services.

(4) persons working in a recognized supported employment program that provides workers with additional services, which may include, but are not limited to, room and board, case management, counseling, or job coaching;

(5) positions where housing is provided by the employer;

(6) employees who are exempt from federal or state minimum wage requirements;
and

(7) individuals employed by the City of Cambridge where the employment of such individuals is intended primarily to provide a benefit or subsidy to such individuals, although the City is compensating them for work performed.

2.121.060 Notification Requirements.

All Applicable Departments shall provide in writing an explanation of the requirements of this ordinance in all requests for bids for service contracts and to all persons applying for Assistance as defined by this ordinance. All persons who have signed a service contract with the City of Cambridge or a contract for Assistance shall forward a copy of such requirements to any person submitting a bid for a subcontract on the Assistance contract.

All Covered Building Service Contracts and all solicitations for Building Services issued by the City of Cambridge or any of its departments or subdivisions, shall contain a provision indicating the number of hours or work required and stating the Standard Compensation for the relevant classification that is applicable to the Covered Building Service Employees and shall contain a stipulation that the Covered building Service employees shall be paid not less than the Standard Compensation for the relevant classifications.

All requests for proposals or other solicitations and all specifications for Building Service Work, shall include specific reference to this chapter, shall state the required number of hours, and shall require prospective building service contractors to submit pricing on a standard worksheet furnished by the City that specifies the components of hourly pricing for the duration of the contract.

2.121.070 Duties of Covered Employers.

(a) Notification Requirements.

Covered employers and Covered Building Service Employers shall provide each Covered employee with a fact sheet about this ordinance and shall post a notice about the ordinance in a conspicuous location visible to all employees. The fact sheet and poster shall be provided to the Covered Employer by the Applicable Department and shall include:

- (1) notice of the Living Wage amount and notice of the Standard Compensation amount;
- (2) a summary of the provisions of this ordinance;
- (3) a description of the enforcement provisions of the ordinance;
- (4) the name, address, and phone number of a person designated by the Applicable Department to whom complaints of noncompliance with this ordinance should be directed.

(b) Contract for Assistance. At the time of signing a contract for assistance with the City of Cambridge or with a Beneficiary, or a Covered Building Service Contract, the contract must include the following:

- (1) the name of the program or project under which the contract or subcontract is being awarded;
- (2) a local contact name, address, and phone number for the Beneficiary;
- (3) a written commitment by the Beneficiary to pay all Covered Employees not less than the Living Wage or Standard Wage if applicable, as subject to adjustment under this ordinance and to comply with the provisions of this ordinance;
- (4) a list of Covered Employees and Covered Building Service Employees under the contract with the employees' job titles;
- (5) a list of all subcontracts either awarded or that will be awarded to Beneficiaries with funds from the Assistance. Upon signing any subcontracts, the Covered Employer shall forward a copy of the subcontract to the Applicable Department.

(c) Maintenance of payroll records. Each Covered Employer shall maintain payrolls for all Covered Employees and basic records relating thereto and shall preserve them for a period of three years. The records shall contain the name and address of each employee, the job title and

classification, the number of hours worked each day, the gross wages, deductions made, actual wages paid, and copies of social security wage and withholding reports, and evidence of payment thereof and such other data as may be required by the Applicable Department from time to time.

(d) Applicable Department duties. The Applicable Department shall cause investigations to be made as may be necessary to determine whether there has been compliance with this Ordinance. The Applicable Department shall report the findings of all such investigations to the Community Advisory Board.

(e) Covered Employer to cooperate. The Covered Employer shall submit payroll records on request to the Applicable Department. The Covered Employer shall permit City representatives to observe work being performed upon the work site, to interview employees and to examine the books and records relating to the payrolls being investigated to determine payment of wages.

(f) City Assistance Reports. Each Applicable Department shall file a City Assistance Report with the City Manager and the Community Advisory Board by July 31 of each year. The report shall include, for each Assistance package or contract approved during the preceding fiscal year:

- (1) the name of the Applicable Department (awarding agency), the name of the specific program under which the Assistance was awarded, and the origin of funds for Assistance;
- (2) a description of the purpose or project for which the Assistance was awarded;
- (3) the name, address, and phone number of a local contact person for the Covered Employer;
- (4) the total cost to the City of Assistance provided to each Beneficiary, including both face-value of Assistance, as well as revenue not collected as a result of the Assistance.

(g) Payroll reporting. Every six (6) months, a Covered Building Service Employer, shall file with the City a complete certified payroll showing the Covered Building Service Employer's payroll records for each Covered Building Service Employee. Upon request, the Covered Building Service Employer shall produce for inspection and copying the payroll records for any or all applicable Covered Building Service Employees for the prior three (3) year period.

(h) Transitional Employment Period. The City shall give advance notice to a Covered Building Service Contractor and any collective bargaining representative of the Covered Building Service Contractor that a Covered Building Service Contract will be terminated, and the City shall also provide the name, address, and telephone number of the successor Covered Building Service Contractor or contractors where known. The terminated Covered Building Service Contractor shall, within five (5) days after receipt of such notice, provide to the successor Covered Building Service Contractor, the name, address, date of hire, and employment occupation classification of each employee employed at the site or sites covered by the building service contract at the time of receiving said notice. If a successor Covered Building Service Contractor has not been identified by the City by the end of the five (5) day pay period, the terminated Covered Building Service Contractor shall provide the information to the City, at the same time that the terminated contractor shall provide each affected employee with notice of his/her right to obtain employment with the successor Covered Building Service Contractor.

A successor Covered Building Service Contractor or subcontractor where applicable shall retain for a 90-day transitional employment period all employees who were employed by the terminated Covered Building Service Contractor and its subcontractors at the building(s) covered by the terminated contract. This requirement shall not apply in the event the City chooses to employ building service employees directly.

If at any time the successor Covered Building Service Contractor determines that fewer employees are required to perform the new service contract than had been performing such services under the terminated contract, the successor Covered Building Service Contractor shall retain the employees by seniority within job classification. Except for such layoffs, during the 90-day transition period, the successor Covered Building Service Contractor shall not discharge without cause an employee. During the 90-day transition period, the successor Covered Building Service Contractor shall maintain a preferential hiring list of those employees not retained from which the successor contractor or its subcontractors shall hire additional employees.

2.121.080 Community Advisory Board.

(a) Purpose. The purpose of the Community Advisory Board shall be to review the effectiveness of this Ordinance at creating and retaining Living Wage jobs, to make recommendations to the City Manager regarding the granting of Waivers to Covered Employers, to review the implementation and enforcement of this ordinance, and to make recommendations from time to time in connection therewith.

(b) Composition. The Community Advisory Board shall be composed of nine members and shall include representatives of labor unions, community organizations and the business community. All members will be appointed by the City Manager. Members of the Board shall serve a three-year term. Whenever a vacancy shall occur the City Manager shall appoint a replacement within thirty days of said vacancy.

(c) Meetings. The Community Advisory Board shall meet quarterly and in special session as required. All meetings of the Board shall be open to the public and will allow for public testimony on the uses of the City Assistance generally, and on specific instances of Assistance or proposed Assistance as received or sought by individual enterprises.

(d)(d) Conflict of Interest. No member of the Community Advisory Board shall participate in any proceeding concerning a Beneficiary, a Covered Employer or a Covered Employee, or applicant for waiver or exemption, if the member or any member of his or her immediate family has a direct or indirect financial interest in the outcome of said proceeding.

2.121.090 Enforcement.

(a) Enforcement powers. In order to enforce this Chapter, the Applicable Department may, with the approval and assistance of the City Solicitor, issue subpoenas, compel the attendance and testimony of witnesses and production of books, papers, records, and documents relating to payroll records necessary for hearing, investigations, and proceedings. In case of failure to comply

with a subpoena, the City may apply to a court of appropriate jurisdiction for an order requiring the attendance and testimony of witnesses and the productions of books, papers, records, and documents. Said court, in the case of a refusal to comply with any such subpoena, after notice to the person subpoenaed, and upon finding that the attendance or testimony of such witnesses or the production of such books, papers, records, and documents, as the case may be, is relevant or necessary for such hearings, investigation, or proceedings, may issue an order requiring the attendance or testimony of such witnesses or the production of such documents and any violation of the court's order may be punishable by the court as contempt thereof.

(b) Complaint procedures. An

employee who believes that he or she is a Covered Employee or an applicant for a position to be filled by a Covered Employee who believes that his or her employer is not complying with requirements of this Chapter applicable to the employer may file a complaint with the Applicable Department or with the Community Advisory Board. Complaints of alleged violations may also be filed by concerned citizens or by the City Council. Complaints of alleged violations may be made at any time, but in no event more than three years after the last date of alleged violation, and shall be investigated promptly by the Applicable Department.

Statements

written or oral, made by an employee, shall be treated as confidential and shall not be disclosed to the Covered Employer without the consent of the employee.

(c) Investigations and hearings. The Applicable Department shall investigate the complaint, and may, in conjunction with the City Solicitor, and in accordance with the powers herein granted, require the production by the employer of such evidence as required to determine compliance. Prior to ordering any penalty the applicable Department shall give notice to the employer and conduct a hearing. If at any time during these proceedings, the employer voluntarily makes restitution of the wages not paid to the employee making the complaint and to any similarly situated employees, by paying all back wages owed plus interest at the average prior year Massachusetts passbook savings bank rate, or otherwise remedies the violation alleged if the violation involves matters other than wages, then the Applicable Department shall thereafter dismiss the complaint against the employer.

(d) Remedies. In the event that the Applicable Department, after notice and hearing, determines that any Covered Employer has failed to pay the Living Wage rate or has otherwise violated the provisions of this Chapter, the Applicable Department may order any or all of the following penalties and relief:

(1) Fines up to the amount of \$300 for each Covered Employee for each day that the Covered Employer is in violation of this Ordinance, except if the violation was not knowing and willful, then the total fine shall not exceed the amount of back wages plus interest owed;

(2) Suspension of ongoing contract and subcontract payments;

(3) Ineligibility for future City Assistance for up to three years beginning when all penalties and restitution have been paid in full. In addition, all Covered Employers having any principal officers who were principal officers of a barred beneficiary shall be ineligible under this section; and

(4) Any other action deemed appropriate and within the discretion and authority of the city.

Remedies in this section shall also apply to the party or parties aiding and abetting in any violation

of this chapter.

(e) Private right of action. Any Covered Employee, or any person who was formerly employed by a Beneficiary, may bring an action to enforce the provisions of this Chapter to recover back pay and benefits, attorneys fees and costs, by filing suit against a Beneficiary in any court of competent jurisdiction.

(f) Remedies herein non-exclusive. No remedy set forth in this Chapter is intended to be exclusive or a prerequisite for asserting a claim for relief to enforce the right granted under this Chapter in a court of law. This Chapter shall not be construed to limit an employee's right to bring a common law cause of action for wrongful termination.

(g) Retaliation and discrimination barred. A Covered Employer shall not discharge, reduce the compensation or otherwise retaliate against any employee for making a complaint to the City, otherwise asserting his or her rights under this Chapter, participating in any of its proceedings or using any civil remedies to enforce his or her rights under the Chapter. The City shall investigate allegations of retaliation or discrimination and shall, if found to be true, after notice and a hearing, order appropriate relief as set out in paragraphs (c) and (d) herein.

2.121.100 Severability.

In the event any provision of this ordinance shall be held invalid or unenforceable by any court of competent jurisdiction, such holding shall not invalidate or render unenforceable any other provisions hereof.

2.121.110 Effective Date.

This law shall be effective sixty (60) after final passage.

In City Council December 21, 2015.
Passed to be ordained by a yea and nay vote:-
Yeas 9; Nays 0; Absent 0; Present 0.
Attest:- Donna P. Lopez, City Clerk.

A true copy;

ATTEST:-

Donna P. Lopez
City Clerk

The Living Wage Ordinance (2.121) provides, at 1.121.030(b) that the wage shall be upwardly adjusted each year no later than March 1st in proportion to the increase in the Annual Average Consumer Price Index for the prior calendar year for All Urban Consumers (CPI-U) in the Boston area, as published by the federal Bureau of Labor Statistics.

For calendar year 1999, the CPI-U increased by 2.5%. Therefore the new living wage, as of March 1, 2000 is \$10.25.

For calendar year 2000, the CPI-U increased by 4.3%. Therefore the new living wage, as of March 1, 2001 is \$ 10.68.

For calendar year 2001, the CPI-U increased by 4.3%. Therefore the new living wage, as of March 1, 2002 is \$11.11.

For calendar year 2002, the CPI-U increased by 2.6% . Therefore the new living wage, as of March 1, 2003 is \$11.37.

The City Council has voted to amend the section of the Living Wage Ordinance (1.121.030 (b) that provides the method for calculating cost of living increases each year. As a result of this change, the living wage as of March 30, 2003 is \$11.44.

For calendar year 2003, the CPI-U increased by 3.76%. Therefore the new living wage, as of March 1, 2004 is \$11.87.

For calendar year 2004, the CPI-U increased by 2.7%. Therefore the new living wage, as of March 1, 2005 is \$12.19.

For calendar year 2005, the CPI-U increased by 3.3%. Therefore the new living wage, as of March 1, 2006 is \$12.59.

For calendar year 2006 the CPI-U increased by 3.1 %. Therefore the new living wage, as of March 1, 2007 is \$12.98.

For calendar year 2007 the CPI-U increased by 1.9 %. Therefore the new living wage, as of March 1, 2008 is \$13.23.

For calendar year 2008 the CPI-U increased by 3.5 %. Therefore the new living wage, as of March 1, 2009 is \$13.69.

For calendar year 2009 the CPI-U decreased by .67 %. Therefore the new living wage, as of March 1, 2010 will remain at \$13.69.

For calendar year 2010 the CPI-U increased by 1.57%. Therefore the new living wage, as of March 1, 2011 is \$13.90.

For calendar year 2011 the CPI-U increased by 2.71%. Therefore the new living wage, as of March 1, 2012 is \$14.28.

For calendar year 2012 the CPI-U increased by 1.58%. Therefore the new living wage, as of March 1, 2013 is \$14.51.

For calendar year 2013 the CPI-U increased by 1.37%. Therefore the new living wage, as of March 1, 2014 is \$14.71.

For calendar year 2014 the CPI-U increased by 1.61%. Therefore the new living wage, as of March 1, 2015 is \$14.95.

For calendar year 2015 the CPI-U increased by .06%. Therefore the new living wage, as of March 1, 2016 is \$15.04.

For calendar year 2016 the CPI-U increased by .147%. Therefore the new living wage, as of March 1, 2017 is \$15.26.

For calendar year 2017 the CPI-U increased by .251%. Therefore the new living wage, as of March 1, 2018 is \$15.64.

Attachment C: Wage Theft Prevention Form

WAGE THEFT PREVENTION CERTIFICATION

In Executive Order 2016-1, the City of Cambridge established requirements for City contracts in an effort to prevent wage theft. Prospective vendors must provide the following certifications or disclosures with their bids/proposals. Failure to provide the following shall result in rejection of the bid/proposal.

Instructions for this form:

A prospective vendor must check box 1 or box 2, as applicable, as well as boxes 3-5, and must sign this Form, certifying compliance with the requirements set out in this Form. This Form must be included with the bid or proposal, and for multi-year contracts must be completed annually on the contract anniversary and filed with the Purchasing Agent.

The undersigned certifies under the pains and penalties of perjury that the vendor is in compliance with the provisions of Executive Order 2016-1 as currently in effect.

All vendors must certify that [check either box 1 or box 2, as applicable]:

1. Neither this firm nor any prospective subcontractor has been subject to a federal or state criminal or civil judgment, administrative citation, final administrative determination, order or debarment resulting from a violation of G.L. c. 149, G.L. c. 151, or 29 U.S.C. 201 *et seq.* within three (3) years prior to the date of this bid/proposal submission.

OR

2. This firm, or a prospective subcontractor of this firm, has been subject to a federal or state criminal or civil judgment, administrative citation, final administrative determination, order or debarment resulting from a violation of G.L. c. 149, G.L. c. 151, or 29 U.S.C. 201 *et seq.* within three (3) years prior to the date of this bid/proposal submission and such documentation is included in the bid/proposal submission.

In addition, all vendors must certify each of the following:

3. Any federal or state criminal or civil judgment, administrative citation, final administrative determination, order or debarment resulting from a violation of G.L. c. 149, G.L. c. 151, or 29 U.S.C. 201 *et seq.* imposed on this firm or on any prospective subcontractor while any bid/proposal to the City is pending and, if awarded a contract, during the term of the contract, will be reported to the Purchasing Agent or other City department within five (5) days of receiving notice.

CORI COMPLIANCE FORM

Persons and businesses supplying goods and/or services to the City of Cambridge (“Vendors”), who are required by law to perform CORI checks, are further required by Section 2.112.060 of the Cambridge Municipal Code to employ fair policies, practices and standards relating to the screening and identification of persons with criminal backgrounds through the CORI system. Such Vendors, when entering into contracts with the City of Cambridge, must affirm that their policies, practices and standards regarding CORI information are consistent with the policies, practices and standards employed by the City of Cambridge as set forth in the City of Cambridge CORI Policy (“CORI Policy”) attached hereto.

CERTIFICATION

The undersigned certifies under penalties of perjury that the Vendor employs CORI related policies, practices and standards that are consistent with the provisions of the attached CORI Policy. **All Vendors must check one of the three lines below.**

1. CORI checks are not performed on any Applicants.
2. CORI checks are performed on some or all Applicants. The Vendor, by affixing a signature below, affirms under penalties of perjury that its CORI policies, practices and standards are consistent with the policies, practices and standards set forth in the attached CORI Policy.
3. CORI checks are performed on some or all Applicants. The Vendor’s CORI policies, practices and standards are not consistent with the attached CORI Policy. Please explain on a separate sheet of paper.

Deborah Burke
(Typed or printed name of person signing quotation, bid or Proposal)

[Signature]
Signature

JUST-A-START CORPORATION
(Name of Business)

NOTE:

The City Manager, in his sole discretion may grant a waiver to any Vendor on a contract by contract basis.

Instructions for Completing CORI Compliance Form:

A Vendor should not check Line 1 unless it performs NO CORI checks on ANY applicant. A Vendor who checks Line 2 certifies that the Vendor's CORI policy conforms to the policies, practices and standards set forth in the City's CORI Policy. A Vendor with a CORI policy that does NOT conform to the City's CORI Policy must check Line 3 and explain the reasons for its nonconformance in writing. Vendors, who check Line 3, will not be permitted to enter into contracts with the City, absent a waiver by the City Manager.

This form must be submitted with your bid

ORDINANCE NUMBER 1312

Final Publication Number 3155. First Publication in the Chronicle on December 13, 2007.

City of Cambridge

In the Year Two Thousand and Eight

AN ORDINANCE

In amendment to the Ordinance entitled "Municipal Code of the City of Cambridge"

Be it ordained that Cambridge Municipal Code Chapter 2.112 is hereby amended by adding a new Section 2.112.060 entitled "CORI Screening by Vendors of the City of Cambridge" as follows:

Adding after Section 2.112.050 the following new sections:

SECTION 2.112.060

CORI SCREENING BY VENDORS OF THE CITY OF CAMBRIDGE

Sections:

2.112.061 Purpose

2.112.062 Definitions

2.112.063 CORI-Related Standards of the City of Cambridge

2.112.064 Waiver

2.112.065 Applicability

2.112.061 Purpose

These sections are intended to ensure that the persons and businesses supplying goods and/or services to the City of Cambridge deploy fair policies relating to the screening and identification of persons with criminal backgrounds through the CORI system.

2.112.062 Definitions

Unless specifically indicated otherwise, these definitions shall apply and control.

Awarding Authority means the City of Cambridge Purchasing Agent or designee.

Vendor means any vendor, contractor, or supplier of goods and/or services to the City of Cambridge.

2.112.063 CORI-Related Standards of the City of Cambridge

The City of Cambridge employs CORI-related policies, practices and standards that are fair to all persons involved and seeks to do business with vendors that have substantially similar policies, practices and standards. The City of Cambridge will do business only with vendors who, when required by law to perform CORI checks, employ CORI-related policies, practices, and standards that are consistent with policies, practices and standards employed by the City of Cambridge. The awarding authority shall consider any vendor's deviation from policies, practices and standards employed by the City of Cambridge as grounds for rejection, rescission, revocation, or any other termination of the contract.

2.112.064 Waiver

The City Manager may grant a waiver to anyone who or which has submitted a request for waiver if it is objectively reasonable; and the City Manager, or a delegate, shall report promptly in writing to the City Council all action taken with respect to every request for a waiver and the reasons for the decision.

2.112.065 Applicability

If any provision of these sections imposes greater restrictions or obligations than those imposed by any other general law, special law, regulation, rule, ordinance, order, or policy then the provisions of these sections shall control.

In City Council January 28, 2008.

Passed to be ordained by a yea and nay vote:-

Yeas 9; Nays 0; Absent 0.

Attest:- D. Margaret Drury, City Clerk.

A true copy;

ATTEST:-

D. Margaret Drury
City Clerk

City of Cambridge CORI Policy

1. Where Criminal Offender Record Information (CORI) checks are part of a general background check for employment or volunteer work, the following practices and procedures will generally be followed.
2. CORI checks will only be conducted as authorized by Criminal History Systems Board (CHSB). All applicants will be notified that a CORI check will be conducted. If requested, the applicant will be provided with a copy of the CORI policy.
3. An informed review of a criminal record requires adequate training. Accordingly, all personnel authorized to review CORI in the decision-making process will be thoroughly familiar with the educational materials made available by the CHSB.
4. Prior to initiating a CORI check, the City will review the qualifications of the applicant to determine if the applicant is otherwise qualified for the relevant position. The City will not conduct a CORI check on an applicant that is not otherwise qualified for the relevant position.
5. Unless otherwise provided by law, a criminal record will not automatically disqualify an applicant. Rather, determination of suitability based on CORI checks will be made consistent with this policy and any applicable law or regulations.
6. If a criminal record is received from CHSB, the authorized individual will closely compare the record provided by CHSB with the information on the CORI request form and any other identifying information provided by the applicant, to ensure the record relates to the applicant.
7. If, in receiving a CORI report, the City receives information it is not authorized to receive (e.g. cases with dispositions such as not guilty or dismissal, in circumstances where the City is only authorized to receive convictions or case-pending information), the City will inform the applicant and provide the applicant with a copy of the report and a copy of CHSB's *Information Concerning the Process in Correcting a Criminal Record* so that the applicant may pursue correction with the CHSB.
8. If the City of Cambridge is planning to make an adverse decision based on the results of the CORI check, the applicant will be notified immediately. The applicant shall be provided with a copy of the criminal record and the City's CORI policy, advised of the part(s) of the record that make the individual unsuitable for the position and given an opportunity to dispute the accuracy and relevance of the CORI record.
9. Applicants challenging the accuracy of the criminal record shall be provided a copy of CHSB's *Information Concerning the Process in Correcting a Criminal Record*. If the CORI record provided does not exactly match the identification information provided by the applicant, the City of Cambridge will make a determination based on a comparison of the CORI record and documents provided by the applicant. The City of Cambridge may contact CHSB and request a detailed search consistent with CHSB policy.
10. If the City of Cambridge reasonably believes the record belongs to the applicant and is accurate, then the determination of suitability for the position will be made. Unless otherwise provided by law, factors considered in determining suitability may include, but not be limited to the following:

- (a) Relevance of the crime to the position sought;
- (b) The nature of the work to be performed;
- (c) Time since the conviction;
- (d) Age of the candidate at the time of offense;
- (e) Seriousness and specific circumstances of the offense;
- (f) The number of offenses;
- (g) Whether the applicant has pending charges;
- (h) Any relevant evidence of rehabilitation or lack thereof;
- (i) Any other relevant information, including information submitted by the candidate or requested by the City.

11. The Personnel Department will assist affected departments, in assessing the suitability of candidates in accordance with paragraph 10 a through i above, to ensure consistency, fairness, and protection of employment opportunities and the public interest.
12. The City of Cambridge will notify the applicant of the decision and the basis of the decision in a timely manner.
13. CORI information shall not be disseminated or shared with any unauthorized employees or other, but shall be maintained in confidence consistent with the obligations of law.

Revised May 5, 2007

Attachment E: Certificate of Authority – Partnership

Certificate of Authority

This document hereby certifies that, Just-A-Start, the Lead Organization of this Partnership _____, is hereby authorized and empowered to make, enter into, sign, seal, and deliver on behalf of the Partnership, a contract for a Community Benefits Planning Grant with the City of Cambridge.

Approved by;

Signature: _____

Title: Executive Director, Just-A-Start

Attest:

Attachment F: General Terms & Conditions

GENERAL TERMS AND CONDITIONS

- LAWS:** All deliveries shall conform in every respect with all applicable laws of the Federal government, Commonwealth of Massachusetts and City of Cambridge.
- EQUAL OPPORTUNITY:** The Vendor in the performance of the contract shall not discriminate on the grounds of race, color, religious creed, national origin or ancestry, age, disability, sexual orientation, marital status, family status, military status, source of income, or sex in employment practices or in the selection or retention of subcontractors, and in the procurement of materials or rental of equipment. The City may cancel, terminate or suspend the contract in whole or in part for any violation of this paragraph
- TAXES:** Purchases made by the City are exempt from the payment of Federal excise tax and the payment of Commonwealth of Massachusetts sales tax (except for gasoline) and any such taxes must not be included in the bid prices.
- QUANTITIES:** Unless otherwise stated, the quantities set forth herein are ESTIMATES ONLY. The City reserves the right to purchase the commodity(ies) specified in any amount less than the estimated amount.
- BID PRICES:** Bid prices shall include transportation and delivery charges fully prepaid to the City of Cambridge destination. Where the unit price and the total price are at variance, the unit price will prevail.
- DELIVERY AND PACKAGING:** Deliveries must be made in such quantities as called for in the purchase order and in the manufacturer's original packages. All deliveries must be "inside" delivery with no assistance from City personnel. Tailgate deliveries will not be accepted. Rejected material will be returned to the vendor at the vendor's expense.
- MODIFICATION OF BIDS:** Prior to bid opening, a bidder may correct, modify or withdraw its bid by making the request in writing prior to the time and date for the bid opening. All corrections and modifications must be delivered to the Purchasing Department in a sealed envelope indicating that it contains a modification or correction of the original bid submitted for the particular commodity and indicating the time and date of the bid opening.
- REJECTION OF BIDS:** The City reserves the right to reject any and all bids if it is in best interest of the City to do so.
- AWARD OF CONTRACT:** Contract(s) will be awarded within forty-five days of the bid opening unless award date is extended by consent of all parties concerned.
- INDEMNITY:** Unless otherwise provided by law, the Vendor will indemnify and hold harmless the City against any and all liability, loss, damages, costs or expenses for personal injury or damage to real or tangible personal property which the City may sustain, incur or be required to pay, arising out of or in connection with the performance of the Contract by reason of any negligent action/inaction or willful misconduct by the Contractor, its agents, servants or employees
- TERMINATION OF CONTRACT:** Except as otherwise provided in the Articles of Agreement, the City may terminate the contract upon seven days notice.
- ASSIGNABILITY:** The Vendor shall not assign, sell, subcontract or otherwise transfer any interest in this contract without the prior written consent of the City.
- MATERIAL SAFETY DATA SHEETS:** Pursuant to M.G.L. c. 111F, ss. 8, 9, and 10, any vendor who receives a contract resulting from this invitation agrees to submit a Material Safety Data Sheet for each toxic or hazardous substance or mixture containing such substance when deliveries are made. The vendor agrees to comply with all requirements set forth in the pertinent laws above.



60 Gore Street Cambridge, MA 02141
Tel: 617-876-4210 Fax: 617-661-9749
Email: CFCS@helpfamilies.org
www.helpfamilies.org

January 11, 2019

Community Benefits Advisory Committee
c/o Cambridge Community Development Department
344 Broadway
Cambridge, MA 02139

Dear Community Benefits Advisory Committee members,

This letter affirms that Cambridge Family & Children's Service (CFCS) intends to partner with Just-A-Start (Lead Organization) in the development of a proposal for a Community Benefits Funding Planning Grant. The intended purpose of this partnership is to develop an economic mobility program to improve the stability and self-sufficiency of low-income families in Cambridge, particularly those headed by a single woman.

If this partnership is selected to receive a Planning Grant, CFCS will work with Just-A-Start and fellow partners to develop anticipated program outcomes, a plan for service delivery, and a specifically articulated partnership agreement.

Sincerely,

Robert P. Gittens
Executive Director

Phone: (617) 876-4210
Email: rgittens@helpfamilies.org

January 8th, 2019

Community Benefits Advisory Committee
c/o Cambridge Community Development Department
344 Broadway
Cambridge, MA 02139

Dear Community Benefits Advisory Committee members,

This letter affirms that Cambridge Housing Authority (CHA) intends to partner with Just-A-Start (Lead Organization) in the development of a proposal for a Community Benefits Funding Planning Grant. The intended purpose of this partnership is to develop an economic mobility program to improve the stability and self-sufficiency of low-income families in Cambridge, particularly those headed by a single woman.

If this partnership is selected to receive a Planning Grant, the CHA will work with Just-A-Start and fellow partners to develop anticipated program outcomes, a plan for service delivery, and a specifically articulated partnership agreement.

Sincerely,



Michael J. Johnston
Executive Director
Cambridge Housing Authority

1/2/2019

Community Benefits Advisory Committee
c/o Cambridge Community Development Department
344 Broadway
Cambridge, MA 02139

Dear Community Benefits Advisory Committee members,

This letter affirms that the Community Health Improvement department of Cambridge Health Alliance (CHA) intends to partner with Just-A-Start (Lead Organization) in the development of a proposal for a Community Benefits Funding Planning Grant. The intended purpose of this partnership is to develop an economic mobility program to improve the stability and self-sufficiency of low-income families in Cambridge, particularly those headed by a single woman.

If this partnership is selected to receive a Planning Grant, CHA will work with Just-A-Start and fellow partners to develop anticipated program outcomes, a plan for service delivery, and a specifically articulated partnership agreement.

Sincerely,

Kathleen D Betts, MPH
Senior Director, Community Health Improvement
Cambridge Health Alliance

Cc: Mary Cassesso
President, CHA Foundation and Chief Community Officer
Cambridge Health Alliance

AFFILIATED WITH:



Beth Israel Deaconess
Medical Center



MassGeneral Hospital
for Children



HARVARD MEDICAL SCHOOL
TEACHING HOSPITAL



HARVARD
SCHOOL OF
DENTAL MEDICINE



HARVARD
SCHOOL OF
PUBLIC HEALTH



Tufts
UNIVERSITY | School of
Medicine



December 20, 2018

Community Benefits Advisory Committee
c/o Cambridge Community Development Department
344 Broadway
Cambridge, MA 02139

Executive Director
Norma Finkelstein, PhD

Assistant Director
Katharine Thomas

Board of Directors
Yvette Benton-Hill
Virginia Burns, MSW
Cassandra Clay, LICSW
June Cooper, MDiv, MSP
Mark Gottlieb, JD
Mary Harvey, PhD
Nancy Ryan, PhD
Luis Sanchez, MD
John Tocci, Esq.

Dear Community Benefits Advisory Committee members,

This letter affirms that Institute for Health and Recovery (IHR) intends to partner with Just-A-Start (Lead Organization) in the development of a proposal for a Community Benefits Funding Planning Grant. The intended purpose of this partnership is to develop an economic mobility program to improve the stability and self-sufficiency of low-income families in Cambridge, particularly those headed by a single woman. IHR provides behavioral health treatment, and is licensed for both substance use disorder and mental health treatment.

If this partnership is selected to receive a Planning Grant, IHR will work with Just-A-Start and fellow partners to develop anticipated program outcomes, a plan for service delivery, and a specifically articulated partnership agreement.

Sincerely,

Katharine E. Thomas
Assistant Director

Community Benefits Fund – Planning Grant Application
References for Just-A-Start, Lead Organization

Funder:

Sarah MacDonald
Executive Director, Life Science Cares
617-637-5052
sarah@lifesciencecares.org

Partner:

Tom Evans
Executive Director, Cambridge Redevelopment Authority
617-492-6801
tevans@cambridgeredevelopment.org

Community Member:

E. Denise Simmons
City Councilor, Cambridge City Council
617-631-4707
dsimmons@cambridgema.gov