

March 16, 2022

Matt Wachter
Truax Park Development, Phase 2, LLC
c/o CDA of the City of Madison
215 Martin Luther King Jr Blvd., Suite 161
Madison, WI 53703

This letter includes a summary of our comments and suggestions with respect to financial, administrative, and other matters that came to our attention during the course of our audit engagement. These matters are offered as constructive suggestions for the consideration of management as part of the ongoing process of improving accounting controls and other financial practices and procedures. This letter also includes a brief summary of our responsibilities regarding considerations of fraud and internal control in the performance of our audit engagement. In addition, this letter summarizes certain matters required to be communicated to you under professional standards in your oversight responsibilities for the entity's financial reporting process.

Financial information presented in this letter was derived from the entity's financial statements which were audited by us, and such financial information should be read in conjunction with those financial statements and our report thereon.

RECOMMENDATIONS AND SUGGESTIONS

Bank accounts

Based on the terms of the Amended and Restated Operating Agreement dated December 4, 2014, the company shall establish bank accounts in the name of the company. The bank accounts are not to be commingled with any other funds of the managing member or of affiliates. As of December 31, 2021, we noted that the company's operating cash and tenant security deposits are kept in one bank account held by the City of Madison and the account is not in the name of the company. We recommend that management establish separate bank accounts for its operating cash and tenant security deposits in order to comply with the terms of the Amended and Restated Operating Agreement.

Security deposits

Currently, the security deposits cash account does not sufficiently cover the security deposits payable liability. The cash account is currently underfunded by \$15,607. The security deposits cash account should always be of equal or greater dollar value than the related liability.

Surplus cash calculation

Exhibit A-5 of the Amended and Restated Operating Agreement specifies the order and priority in which cash flow is to be paid prior to making distributions to the members. Based on the surplus cash calculation previously provided to you, the company does have surplus cash as of December 31, 2021, available for distribution in 2022. We recommend the company pay out the surplus cash in 2022 as outlined below:

Accrued asset management fee	\$	30,600
ACC reserve		67,661
Development fee payable		<u>77,786</u>
	\$	<u>176,047</u>

Accounts

During the course of the audit, we noted several balances which have been combined into one account by the management agent. These balances include tax credit fees, debt issuance costs, development fee payable, development completion guaranty loan and the mortgage notes. We recommend management create separate accounts for each of these balances to better reflect the financial information of the company.

Units managed by Porchlight, Inc.

During the course of the audit, we noted that the activity of the 8 units managed by Porchlight, Inc. was not reflected in the original trial balance provided to us. A trial balance from Porchlight, Inc. had to be requested and separately imported into our audit software to reflect the 2021 activity of the 8 units into the trial balance of the company. Since the 8 units are a part of the overall property, the activity should be recorded in the books of the company. We recommend management record the activity of the 8 units in the books of the company on a monthly basis.

Development completion guaranty loan

During the 2016 audit we noted that \$11,911 of excess funds from the final equity installment were deposited into the operating reserve. There were cost overruns funded by the CDA in 2016 and treated as a development completion guaranty loan. We recommend that management request permission from US Bank to withdraw the excess funds from the operating reserve to pay down a portion of the development completion guaranty loan as the excess equity funds should have been used to pay the cost overruns.

REQUIRED COMMUNICATIONS

Professional standards require that we provide you with certain information related to our audit. These Required Communications are attached to this letter.

CONSIDERATION OF INTERNAL CONTROL AND FRAUD

Fraud Considerations

As described in our engagement letter, we planned and performed our audit to obtain reasonable assurance about whether the financial statements were free of material misstatements, whether from errors, fraudulent reporting, misappropriation of assets, or violations of laws or governmental regulations that are attributable to the entity or to acts by management or employees acting on behalf of the entity. An audit is not designed to provide absolute assurance, and because we do not perform a detailed testing of all transactions, there is a risk that material misstatements may exist and not be detected by us. An audit is also not designed to detect immaterial misstatements or violations of laws or regulations that do not have a direct and material effect on the financial statements.

Internal Control Considerations

As described in our engagement letter, our audit included obtaining an understanding of internal control sufficient to plan the audit and to determine the nature, timing, and extent of audit procedures to be performed. An audit is not designed to provide assurance on internal control or identify deficiencies in internal control, that is, significant deficiencies in the design or operation of internal control. However, we would communicate to you internal control matters that are required to be communicated under professional standards. Our findings are presented in the Internal Control Communication attached to this letter.

CONCLUSION

We would like to thank you and your employees, for the assistance provided to us in the performance of our engagement. We hope we have provided you with valuable information during the course of our engagement. We have already discussed many of these recommendations and suggestions with various entity personnel, and we will be pleased to discuss them in further detail at your convenience, to perform any other additional study of these matters, or to assist you in implementing the recommendations.

This information is intended solely for the information and use of management, the members, and others within the entity, and is not intended to be and should not be used by anyone other than these specified parties.

Sincerely,



Lynn C. Heslinga, CPA

Principal

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REQUIRED COMMUNICATIONS

We have audited the financial statements of Truax Park Development, Phase 2, LLC for the year ended December 31, 2021, and have issued our report thereon dated March 16, 2022. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our letter to you dated February 16, 2022. Professional standards also require that we communicate to you the following information related to our audit.

SIGNIFICANT AUDIT MATTERS

Qualitative Aspects of Accounting Practices

Accounting Policies

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by Truax Park Development, Phase 2, LLC are described in Note A to the financial statements. No new accounting policies were adopted, and the application of existing policies was not changed during fiscal year 2021. We noted no transactions entered into by the entity during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Accounting Estimates

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimate affecting the financial statements was:

Management's estimate of the useful lives of depreciable assets and the related depreciation methods, as described in the notes to the financial statements, are based on historical factors and industry practice. We evaluated the key factors and assumptions used to develop the estimated useful lives and related depreciation methods in determining that they are reasonable in relation to the financial statements taken as a whole.

Financial Statement Disclosures

Certain financial statement disclosures are particularly sensitive because of their significance to financial statement users. The most sensitive disclosures affecting the financial statements were the disclosures of the Regulatory & Operating Agreement, HOME Loan Development Agreement, Project Based Housing Assistance Payments Contract, Affordable Housing Program Retention/Recapture Agreement, and Land Use Restriction Agreement in the notes to the financial statements.

The financial statement disclosures are neutral, consistent, and clear.

Significant Unusual Transactions

There were no significant unusual transactions identified during the course of our audit.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Disagreements with Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the entity's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the entity's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

CORRECTED AND UNCORRECTED MISSTATEMENTS

Professional standards require us to accumulate all misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. Management has corrected all such misstatements.

In addition, none of the misstatements detected as a result of audit procedures and corrected by management were material, either individually or in the aggregate, to the financial statements taken as a whole.

SUPPLEMENTARY INFORMATION ACCOMPANYING THE FINANCIAL STATEMENTS

With respect to the supplementary information accompanying the financial statements, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with U.S. generally accepted accounting principles; the method of preparing it has not changed from the prior period; and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

INTERNAL CONTROL COMMUNICATION

In planning and performing our audit of the financial statements of Truax Park Development, Phase 2, LLC as of and for the year ended December 31, 2021 in accordance with auditing standards generally accepted in the United States of America, we considered the entity's internal control over financial reporting (internal control) as a basis for designing auditing procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we do not express an opinion on the effectiveness of the entity's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis.

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

This communication is intended solely for the information and use of management, the members, and others within the entity, and is not intended to be, and should not be, used by anyone other than these specified parties.