HARTSDALE GARDENS OWNERS CORP. FINANCIAL STATEMENTS DECEMBER 31, 2019 AND 2018

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ROGER BERMAN, CPA WILLIAM J. RANK, CPA, CFP MARK COHEN, CPA

INDEPENDENT AUDITORS' REPORT

To the Board HARTSDALE GARDENS OWNERS CORP.

We have audited the accompanying financial statements of Hartsdale Gardens Owners Corp., which comprise the balance sheets as of December 31, 2019 and 2018, and the related statements of income (loss), retained earnings (deficit), and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these 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 financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the 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 financial statements.

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Hartsdale Gardens Owners Corp., as of December 31, 2019 and 2018, and the results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 12, the entity has not estimated the remaining lives and replacement costs of the common property and, therefore, has not presented information about the estimates of future costs of major repairs and replacements that will be required in the future that accounting principles generally accepted in the United States of America has determined is required to supplement, although not required to be a part of, the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Financial Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by this missing information.

Bloom mo Street LLP

BLOOM AND STREIT LLP Certified Public Accountants January 31, 2020



Balance Sheets

As of December 31,

	2019	2018
ASSETS	.9	
CURRENT ASSETS		
Cash in Operating Account	19,998	7,857
Cash in Bank - Money Market Accounts	185,868	44,467
Investments - Certificates of Deposit	446,295	420,881
Tenants' Accounts Receivable	2,330	1,687
Mortgage Escrow Deposits	166,953	167,596
Prepaid Expenses	12,505	15,867
Total	833,949	658,355
Less: Allocated to Funds (see below)	(629,181)	(462,395)
Total Current Assets	204,768	195,960
FUNDS		
Contingency Reserve:		
Reserve for Replacements (see above)	629,181	462,395
PROPERTY AND EQUIPMENT - Net Book Value		2,008,530
OTHER ASSETS Investment in National Cooperative Bank Total Other Assets	8,070 8,070	8,070 8,070
TOTAL ASSETS	2,772,796	2,674,955

	2019	2018
LIABILITIES AND STOCKHOLDERS' EQUI	TY (DEFICIT)	
CURRENT LIABILITIES		
Accounts Payable	16,459	27,949
Accrued Interest	11,477	11,722
Star Credit Due to Stockholders	18,325	20,715
Rents Received in Advance	5,390	2,616
Security Deposits	22,944	16,296
Mortgage Payable - Amortization payments due		
within one year	76,563	74,009
Total Current Liabilities	151,158	153,307
LONG-TERM LIABILITIES		
First Mortgage Payable - Net of Payments due		
within one year	3,394,298	3,470,861
Less: Unamortized Debt Issuance Costs	(42,926)	(50,181)
Total Long-Term Liabilities	3,351,372	3,420,680
STOCKHOLDERS' EQUITY (DEFICIT)		
Common Stock \$1.00 par value; 33,137 shares authorized;		
issued and outstanding, 32,772 shares	33,137	33,137
Paid-in Capital	3,636,536	3,637,095
Retained Earnings (Deficit)	(4,399,407)	(4,409,691)
Total	(729,734)	(739,459)
Less: Treasury Stock, 365 shares	0	(159,573)
Total Stockholders' Equity (Deficit)	(729,734)	(899,032)
TOTAL LIABILITIES AND STOCKHOLDERS'		
EQUITY (DEFICIT)	2,772,796	2,674,955

Statements of Income (Loss)

	2019	2018
INCOME		
Carrying Charges - Net Uncollectable Charges	924,757	880,721
Parking Income	59,378	59,140
Rental Income	61,190	65,575
Laundry Room Income	11,100	11,100
Storage Income	7,612	4,569
Interest/Dividend Income	9,662	5,978
Real Estate Tax Refund	51,768	0
Miscellaneous Income	968	655
Total Income	1,126,435	1,027,738
EXPENSES		
Administrative Expenses	52,955	50,726
Maintenance Expenses	263,004	230,615
Utilities Expenses	140,254	149,953
Taxes and Insurance Expenses	438,477	423,064
Financial Expenses	136,453	139,284
Interest Expense - Debt Issuance Costs	7,255	7,255
Total Expenses Before	\ 	3
Depreciation	1,038,398	1,000,897
NET INCOME BEFORE DEPRECIATION	88,037	26,841
Depreciation	(77,753)	(77,753)
NET INCOME (LOSS) FOR THE YEAR	10,284	(50,912)

Statements of Retained Earnings (Deficit)

	2019	2018
RETAINED EARNINGS (DEFICIT) - Beginning of Year	(4,409,691)	(4,358,779)
Net Income (Loss) for the Year	10,284	(50,912)
RETAINED EARNINGS (DEFICIT) - End of Year	(4,399,407)	(4,409,691)

Statements of Cash Flows

	2019	2018
Cash Flows From Operating Activities		
Net Income (Loss)	10,284	(50,912)
Adjustments to reconcile net income (loss) to		()-
net cash provided (used) by operating activities:		
Depreciation	77,753	77,753
Interest - Debt Issuance Costs	7,255	7,255
Revenue allocated to financing activities	(74,009)	(71,188)
Decrease (Increase) in operating assets:		,
Tenants' Accounts Receivable	(643)	3,358
Mortgage Escrow Deposits	643	(45,832)
Prepaid Expenses	3,362	(2,969)
Increase (Decrease) in operating liabilities:		
Accounts Payable	(11,490)	(4,430)
Accrued Interest	(245)	(235)
Star Credit Due to Stockholders	(2,390)	(1,764)
Rents Received in Advance	2,774	(5,980)
Exchanges Payable	0	(1,495)
Security Deposits	6,648	1,575
Net cash provided (used) by		
operating activities	19,942	(94,864)
Cash Flows From Investing Activities		
Redemption of NCB Stock	0	5,457
Purchase of Investments - Certificates of Deposit	(750,414)	(619,916)
Maturities of Investments - Certificates of Deposit	725,000	449,035
Purchase of Property and Equipment	0	0
Net cash used by	-	
investing activities	(25,414)	(165,424)
Cash Flows From Financing Activities		
Proceeds from Sale of Treasury Stock	159,573	0
Loss on Sale of Treasury Stock	(559)	0
Portion of Carrying Charges applied to	, ,	
Amortization of Mortgage	74,009	71,188
Amortization Payments on Mortgage	(74,009)	(71,188)
Net cash used by		
financing activities	159,014	0
Decrease in Cash		
and Cash Equivalents (carryforward)	153,542	(260,288)

Statements of Cash Flows

	2019	2018
Decrease in Cash and Cash Equivalents (brought forward)	153,542	(260,288)
Cash and Cash Equivalents at Beginning of Year	52,324	312,612
Cash and Cash Equivalents at End of Year (see below)	205,866	52,324
Represented by: Cash in Operating Account Cash in Bank - Money Market Accounts Cash and Cash Equivalents (as above)	19,998 185,868 205,866	7,857 44,467 52,324
Supplemental Disclosure: Interest Paid	136,698	139,519
Taxes Paid	3,300	3,921

Notes to Financial Statements

December 31, 2019 and 2018

Note 1 Organization

Hartsdale Gardens Owners Corp., a Cooperative Housing Corporation, was incorporated in the State of New York in February 1981. The cooperative owns and operates an apartment building located at 27 North Central Avenue, Hartsdale, New York, consisting of 73 residential units. The primary purpose of the cooperative is to manage the operations of the building and maintain the common elements.

Note 2 Summary of Significant Accounting Policies

The financial statements have been presented in accordance with the accounting principles prescribed by the audit and accounting guide for common interest realty associations issued by the American Institute of Certified Public Accountants. The guide describes conditions and procedures unique to the industry (including cooperative housing corporations and condominium associations) and illustrates the form and content of the financial statements of common interest realty associations as well as informative disclosures relating to such statements. In addition, the guide requires that all revenues from tenant-stockholders, including maintenance charges and special assessments, be recognized as revenue in the statements of income (loss).

For purposes of the statements of cash flows, the cooperative considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

The cooperative classifies its marketable debt securities as "held to maturity" since it has the positive intent and ability to hold the securities to maturity. Securities classified as "held to maturity" are carried at amortized cost.

Tenant-stockholders are subject to monthly charges to provide funds for the cooperative's operating expenses, future capital acquisitions, and major repairs and replacements. Tenants' Accounts Receivable at the balance sheets date represent various fees due from tenant-stockholders. The cooperative's policy is to retain legal counsel and place liens on the shares of stock of tenant-stockholders whose assessments are delinquent. Any excess charges at year end are retained by the cooperative for use in the succeeding year.

Notes to Financial Statements

December 31, 2019 and 2018

Note 2 Summary of Significant Accounting Policies - continued

Property and equipment is being carried at cost. Depreciation of the building is being computed by the straight line method over an estimated useful life of 30 years. Building improvements and equipment are depreciated on the straight line method over estimated lives that range from 15 to 27.5 years.

Costs incurred in obtaining long-term financing, included under mortgage payable on the balance sheets, are amortized on a straight-line basis, which approximates the effective interest method, over the terms of the related debt agreement. The amortization of these costs are being recognized as interest expense-debt issuance costs on the statements of income (loss).

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

The cooperative accounts for certain revenue items differently for financial reporting and income tax purposes. The principal differences are permanent in nature and relate to any portion of maintenance charges and special assessments allocated for mortgage amortization and capital improvements which are being accounted for as contributions to additional paid-in capital for income tax purposes whereas such items are recognized as revenue for financial reporting.

Note 3 Concentration of Credit Risk

The cooperative maintains various bank and money market accounts that at times may exceed insured credit limits. The cooperative has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk with respect to such balances. However, should any of these institutions fail, the cooperative could suffer a loss.

The cooperative has investments in money funds which are not bank deposits or F.D.I.C. insured and are not guaranteed by the brokerage house. These funds are subject to investment risks including possible loss of the principal amount invested.

Notes to Financial Statements

December 31, 2019 and 2018

Note 4 Property and Equipment

Property and Equipment consists of the following:

	2019	2018
Land	858,440	858,440
Building	3,433,760	3,433,760
Building improvements	2,341,723	2,341,723
	6,633,923	6,633,923
Less: accumulated		
depreciation	4,703,146	4,625,393
Total Property		
and Equipment	<u>1,930,777</u>	2,008,530

Depreciation expense for the years ended December 31, 2019 and 2018 is \$77,753 each year.

Note 5 <u>Debt Service</u>

First Mortgage Payable

On November 30, 2015, the cooperative refinanced their mortgage with NCB (National Cooperative Bank) in the amount of \$3,750,000. The mortgage is payable in monthly installments of \$17,559, including interest at the rate of 3.84% per annum, based on a 30 year amortization period. The note will mature November 1, 2025, at which time a balloon payment of approximately \$2,978,000 will be due.

In conjunction with the mortgage, the cooperative was required to purchase shares of NCB's Class B1 and B2 stock. Class B1 shares earn a patronage dividend payable in cash and in Class B2 stock, as determined by NCB. Class B1 shares are redeemable by NCB upon satisfactory repayment of all loans made to or guaranteed by eligible customers. Class B2 shares are non-redeemable, non-transferable, and pay no dividends. Additional shares were purchased during 2014 in order to draw on the line of credit and in 2015 to refinance. At December 31, 2019 and 2018, the cooperative owned 81 Class B1 shares each year and 399 and 356 Class B2 shares, respectively.

Notes to Financial Statements

December 31, 2019 and 2018

Note 5 <u>Debt Service</u> - continued

Principal maturities of the mortgage are as follows:

2020	76,563
2021	79,978
2022	83,147
2023	86,443
2024	89,525
Thereafter	3,055,205

As part of the newer refinancings, the cooperative paid closing costs of approximately \$72,500, which are being amortized over the life of the mortgage.

Note 6 Sponsor Ownership

At December 31, 2019 and 2018, the Sponsor owned 17 and 20 residential units, or approximately 23% and 27% of the total residential units, respectively. Carrying charges received from the Sponsor's residential units aggregated approximately \$214,000 and \$241,000 for the years ended December 31, 2019 and 2018, respectively. As of these dates, the Sponsor was current in the payment of carrying charges.

Note 7 <u>Treasury Stock</u>

During the year ended December 31, 2017, the cooperative acquired the title to unit 37-6F. The financial statements reflected the treasury stock at cost in the amount of \$159,573 which included all the costs incurred to acquire these shares.

During the year ended December 31, 2019, the cooperative sold the title to unit 37-6F, and the respective shares. A loss of \$559 is included in paid-in capital as of December 31, 2019.

Note 8 Carrying Charges

Pursuant to meetings of the Board of Directors, the cooperative approved an increase of 5% effective January 1, 2018 and 7% effective January 1, 2017. These increases were necessary to offset higher operating costs and to present a balanced budget.

Notes to Financial Statements

December 31, 2019 and 2018

Note 9 Real Estate Taxes/Tax Abatements

During the year ended December 31, 2017, the Town of Greenburgh revalued the property values. As a result of these revaluations, the cooperative's real estate taxes increased approximately 26% and 29% for the town and school taxes, respectively. The cooperative appealed the increase in their property valuation and certiorari proceedings resulted in refunds of approximately \$52,000.

The cooperative is entitled to and has received tax abatements on behalf of its stockholders during 2019 and 2018. The abatements, which include Star, Veterans and Senior Citizens are passed on to the stockholders by direct payment or as a credit against carrying charges. Any undistributed abatements as of the fiscal year end have been included on the Balance Sheets in Current Liabilities as Star Credit Due to Stockholders. As the abatements benefit the stockholders, the real estate tax expense reflected in these financial statements is gross of all the aforementioned tax abatements.

Note 10 Benefits

The cooperative participated in the 32BJ North Pension Fund, Employer Identification Number 13-1819138, Plan 001, for the years ended December 31, 2019 and 2018. The cooperative participated in this multi-employer plan, for the years ended December 31, 2019 and 2018 under the terms of collective-bargaining agreements that cover its union represented employees. This collective bargaining agreement expires September 30, 2022 and the cooperative has no intention of withdrawing from the plan.

The risks of participating in multi-employer plans are different from single-employer plans for the following reasons: 1) assets contributed to the multi-employer plan by one employer may be used to provide benefits to employees of other participating employers, 2) if a participating employer stops contributing to the plan, the unfunded obligations of the plan may be borne by the remaining participating employers and 3) if the cooperative chooses to stop participating in its multi-employer pension plan, the cooperative may be required to pay the plan an amount based on the underfunded status of the plan, which is referred to as a withdrawal liability.

Notes to Financial Statements

December 31, 2019 and 2018

Note 10 Benefits - continued

The zone status is based on information that the cooperative received from the plan and is certified by the plan's actuary. Plans in the red zone are generally less than 65 percent funded, plans in the yellow zone are less than 80 percent funded and plans in the green zone are at least 80 percent funded. The most recent Pension Protect Act (PPA) zone status available is for the plan's yearend at December 31, 2018 and 2017. The certified zone status for the plan for each of these years was red and a rehabilitation plan has been implemented. This rehabilitation plan currently involves a surcharge to the cooperative.

In addition to the Pension Fund, the cooperative also participated in a Health Fund for the years ended December 31, 2019 and 2018. The fund provides health benefits (medical, surgical, hospital, prescription drugs, behavioral health, optical, dental) and life insurance coverage for eligible participants and their covered dependents. Retired employees are eligible for health benefits if they retire before age 65, but after age 62; accumulated 15 combined years of pension service credit; worked both 90 days immediately before retirement and at least 36 months of the 60 months before retiring; and are receiving an early or regular retirement pension from the 32BJ North Pension Fund. These benefits continue for the retired employee and eligible dependents until they become eligible for Medicare, until age 65, or until the retiree's pension is suspended, whichever occurs first.

The cooperative made the following contributions to the plans:

	<u>2019</u>	2018
Pension Contributions	8,016	7,492
Health Contributions	36,816	34,392

The cooperative's contributions to the plan were not greater than 5% of the plan's total contributions.

Note 11 Income Taxes

Federal income tax is computed pursuant to Subchapter T of the Internal Revenue Code. Under Subchapter T, income from non-patronage sources in excess of expenses properly attributable thereto may be subject to tax. The cooperative believes that all of its income is patronage sourced. Accordingly, no provisions for taxes, if any, that could result from the application of Subchapter T to the cooperative's income has been reflected in the accompanying financial statements.

Notes to Financial Statements

December 31, 2019 and 2018

Note 11 Income Taxes - continued

New York State Franchise tax is calculated by utilizing special tax rates available to cooperative housing corporations based on the cooperative's capital base.

Losses incurred in years prior to 2018, may be carried forward for twenty years from the year incurred and may be used to offset 100% of taxable income. Due to a change in the tax law, federal net operating losses incurred in 2018 and thereafter may be carried forward indefinitely, but may only be used to offset 80% of taxable income each year.

As of December 31, 2019, the cooperative has available federal net operating loss carryforwards to apply to future taxable income of approximately \$1,323,000. These net operating loss carryforwards consist of carryforwards of approximately \$1,139,000 which expire beginning in 2022 and continuing through 2037 and carryforwards of approximately \$186,000 which were incurred in 2018 and thereafter. New York State substantially limits the use of these net operating loss carryforwards.

In accordance with accounting rules for uncertainty in income tax guidance, which clarifies the accounting and recognition for tax positions taken or expected to be taken in its income tax returns, the cooperative's tax filings are subject to audit by various taxing authorities. The cooperative's federal and state income tax returns for the last three years remain open to examination. In evaluating its tax provisions and accruals, the cooperative believes that its estimates are appropriate based on current facts and circumstances.

Note 12 Future Major Repairs and Replacements

The cooperative has not conducted a study to determine the remaining useful lives of the components of common property and current estimates of costs of major repairs and replacements that may be required in the future. When replacement funds are needed to meet future needs for major repairs and replacements, the cooperative may borrow, utilize available cash, increase carrying charges, pass special assessments or delay repairs and replacements until the funds are available. The effect on future assessments has not been determined at this time.

Note 13 Subsequent Events

Management has evaluated subsequent events through January 31, 2020, the date at which the financial statements became available for issuance. No events have occurred that would require adjustments to, or disclosure in, the financial statements.

INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION

To the Board HARTSDALE GARDENS OWNERS CORP.

We have audited the financial statements of Hartsdale Gardens Owners Corp. as of and for the years ended December 31, 2019 and 2018, and our report thereon dated January 31, 2020, which expressed an unqualified opinion on those financial statements, appears on Page 1. Our audits were performed for the purpose of forming an opinion on the financial statements as a whole. The schedule of budget with actual operating amounts and detailed schedule of repairs and maintenance, which are the responsibility of the entity's management, are presented for purposes of additional analysis and are not a required part of the financial statements. Such information, except for the portion marked "unaudited" was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. That information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, that information is fairly stated in all material respects in relation to the financial statements as a whole. The information marked "unaudited" has not been subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we do not express an opinion or provide any assurance on it.

Bloom NO Street LLP

BLOOM AND STREIT LLP Certified Public Accountants January 31, 2020



Schedule of Budget with Actual Operating Amounts

	Budget Year Ended Dec. 31, 2019 (Unaudited)	Actual Year Ended Dec. 31, 2019	Actual Year Ended Dec. 31, 2018
RECEIPTS			
Carrying Charges	924,757	924,757	880,721
Parking Income	60,000	59,378	59,140
Rental Income	68,000	61,190	65,575
Laundry Room Income	11,100	11,100	11,100
Storage Income	7,500	7,612	4,569
Interest and Dividend income	10,000	9,662	5,978
Miscellaneous Income	500	968	655
Total Receipts	1,081,857	1,074,667	1,027,738
EXPENDITURES ADMINISTRATIVE EXPENSES			
Management Fee	30,000	30,000	30,000
Legal Expense	1,500	1,989	1,650
Auditing	9,000	9,000	9,000
Telephone and Beeper	3,000	3,422	3,107
Lease Commissions	0	0	1,950
Office and Administrative Expenses	6,895	8,544	5,019
Total Administrative Expenses	50,395	52,955	50,726
MAINTENANCE EXPENSES			
Super and Maintenance Payroll	121,000	128,580	119,073
Supplies	14,000	13,816	8,689
Repairs (see schedule)	50,000	53,268	48,931
Elevator Maintenance	16,000	15,795	15,370
Landscaping and Tree Work	30,000	32,830	15,801
Snow Removal	10,000	9,288	17,620
Exterminating	5,500	5,419	5,131
Security Expense	0	4,008	0
Total Maintenance Expenses	246,500	263,004	230,615
UTILITIES EXPENSES			
Gas Heat and Fuel Oil	80,000	78,730	91,437
Electricity and Gas	24,000	27,446	24,914
Water	34,000	34,078	33,602
Total Utilities Expenses	138,000	140,254	149,953

Schedule of Budget with Actual Operating Amounts

	Budget Year Ended Dec. 31, 2019	Actual Year Ended Dec. 31, 2019	Actual Year Ended Dec. 31, 2018
	(Unaudited)	.=	
TAXES AND INSURANCE			
Real Estate Taxes	319,000	320,457	308,427
Payroll Taxes	9,500	10,057	9,393
Licenses and Permits	500	225	0
Insurance	58,000	57,757	56,975
Union Welfare and Pension Fund	46,000	46,681	44,348
NYS Franchise Taxes	3,500	3,300	3,921
Total Taxes and Insurance	436,500	438,477	423,064
FINANCIAL EXPENSES			
Interest on Mortgage	136,453	136,453	139,284
Total Financial Expenses	136,453	136,453	139,284
CONTRIBUTIONS TO EQUITY			
Amortization of Mortgage	74,009	74,009	71,188
Total Contributions to Equity	74,009	74,009	71,188
Total Expenditures	1,081,857	1,105,152	1,064,830
NET DEFICIT			
FOR THE YEAR	0	(30,485)	(37,092)

Detailed Schedule of Repairs and Maintenance

	2019	2018
REPAIRS AND MAINTENANCE		
Boiler and Burners	5,159	2,164
Plumbing and Pipes	11,159	17,121
Electrical and Intercoms	10,602	2,406
Painting, Plastering and Carpentry Work	8,045	19,956
Roofing and Waterproofing	1,326	2,631
Locks, Doors and Equipment	4,905	750
Paving	9,143	0
General	2,929	3,903
Total Repairs and Maintenance	53,268	48,931