



**Community
Development
Financial
Institutions
Fund**

NMTC Program

New Markets Tax Credit
Allocation Application

2010 Application

OMB Approval No. 1559-0016
CDFI No. 0020

Paperwork Reduction Act Notice.

This submission requirements package is provided to *Applicants* to apply for an allocation of New Markets Tax Credits (NMTC) under the NMTC Program. *Applicants* are not required to respond to this collection of information unless it displays a currently valid OMB control number. The estimated average burden associated with this collection of information is 249 hours per *applicant*. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Program Manager, NMTC Program, Community Development Financial Institutions Fund, 601 13th Street, NW, Suite 200 South, Washington, DC 20005.

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Applicant Instructions

- Read the relevant New Markets Tax Credit (NMTC) Program publications prior to completing the *Allocation Application*. For information on the 2010 NMTC Program allocation round, read the *Notice of Allocation Availability (NOAA)* and the *Community Development Financial Institutions Fund's* (the Fund's) document titled "NMTC *Allocation Application* Q&A Document." For tax related information on the NMTC Program, read the final regulations issued by the Internal Revenue Service (26 CFR 1.45D-1) and related guidance. For information on *Community Development Entity (CDE)* certification, read the Fund's document titled "CDE Certification Q&A Document." All of these documents are available on the Fund's website at www.cdfifund.gov. The Fund's Q&A documents are periodically updated, so continue to check the website on a regular basis.
- Consult the Glossary of Terms when completing the *Allocation Application*. All terms and phrases that are in *Capitalized Italics* in the *Allocation Application* are defined in the Glossary of Terms.
- If the *Applicant* has not been certified as a *CDE* by the Fund, it must submit its *CDE Certification Application* to the Bureau of Public Debt (BPD, the entity that is handling intake of applications on behalf of the Fund) so that it is **Postmarked on or before April 26, 2010**. The *CDE Certification Application* is available on the Fund's website at www.cdfifund.gov. Organizations whose *CDE Certification Applications* are not received at BPD in a timely fashion will be considered ineligible for *NMTC Allocations* in the 2010 round of the Program. An *Applicant* that is a *Community Development Financial Institution (CDFI)* or *Specialized Small Business Investment Company (SSBIC)* does not need to submit a *CDE Certification Application* to BPD, but **must register** as a *CDE* on the Fund's website by **5:00 pm, Eastern Time, on April 26, 2010**.

TIP: The Fund cannot process a *CDE Certification Application* unless each entity seeking certification as a *CDE*: (a) is a legal entity, and is a domestic corporation or partnership for federal tax purposes; and (b) has a valid and distinct Employer Identification Number (EIN). *Applicants* or *Subsidiary Applicants* that have applied for, but not yet received, an EIN as of the date of the *Authorized Representative's* signature on the *Allocation Application* will not be accepted. For more information on EINs and applying for an EIN, refer to the *CDE Certification Q&A Document* on the Fund's website at www.cdfifund.gov.

TIP: The term "*Postmarked*," as used throughout this document, is defined by 26 CFR 301. 7502-1. In general, the Fund will require a *Postmarked* date that is on or before the applicable deadline. The document must be in an envelope or other appropriate wrapper, properly addressed and deposited in the U.S. mail. The document may be delivered by the United States Postal Service or any other private delivery service designated by the Secretary of the Treasury. For more information on designated delivery services, please see IRS Notice 2002-62.

- Carefully read the *Allocation Application* and the *NOAA* to determine whether the *Applicant* has the requisite eligibility, capacity, experience, and skills to compete for and administer a *NMTC Allocation*. Be sure also to review carefully the Assurances and Certifications provided in this document. By signing this *Allocation Application*, the *Applicant* is certifying to the truth, completeness, and correctness of this *Allocation Application*, including the items listed in the Assurances and Certifications.

- If the Fund determines that any portion of the application is incorrect in any material respect, the Fund reserves the right, in its sole discretion, to reject the application.
- As the *Applicant* prepares the *Allocation Application*, assume that the Fund's *Allocation Application* reviewers are learning about the organization for the first time, even if the organization has previously submitted an application to the Fund under this or any of the other Fund programs.
- A start-up organization that does not have a track record of raising capital or offering products and services may reference the activities of its *Controlling Entity* in certain areas of the *Allocation Application*. However, a start-up may not reference the activities of individuals, including principals or board members, to demonstrate such track record. The activities and experiences of individuals may be addressed in the Management Capacity section.
- The term *Applicant* refers to the *CDE* applying for a *NMTC Allocation* as well as any other *Subsidiary* entities, whether already formed or in the process of formation, which may receive a transfer of all or a part of a *NMTC Allocation* from the *Applicant*. To the extent practicable, the *Applicant* may respond to each question in this *Allocation Application* collectively on behalf of all such entities. If responses vary for separate entities, be sure to clearly articulate which entity is being referenced in the narrative and tables.
- Be sure to keep each narrative brief. Please note that each narrative text response has a maximum character length of 1,000, 2,000, 3,000, 5,000 or 10,000 characters (which, depending on font size, will range from about 1/3 of a page to about 2 pages). These character maximums include spaces, punctuation, and special characters. All text that exceeds the maximum set for a narrative text response (which is noted at the end of each question) will be truncated at the character limit.

DO NOT SUBMIT THIS ALLOCATION APPLICATION

- Use the online application: This version of the *Allocation Application* is a read-only version. Any organization interested in applying for a *NMTC Allocation* from the Fund is expected to submit an online *Allocation Application*. *Applicants* may access the online *Allocation Application* as soon as it is made available by logging in through myCDFI Fund on the Fund's website at www.cdfifund.gov. *Applicants* who have not already done so are encouraged to register a user account through myCDFI Fund as soon as possible. Please contact the Fund's IT Help Desk at (202) 622-2455 or ithelpdesk@cdfi.treas.gov if you are having problems registering under myCDFI Fund. **The online *Allocation Application* must be received no later than 5:00 pm, Eastern Time, on June 2, 2010.** Complete instructions regarding the electronic submission requirements will be posted on the Fund's website at www.cdfifund.gov when the online *Allocation Application* is made available.
- Required Investor Letters: An *Applicant* that has received commitment letters or letters of interest from investors is required to upload these documents electronically through its myCDFI Fund account. In doing so, an *Applicant* is also validating the following information: name of investor, dollar amount of equity sought or obtained (or dollar amount of debt, in the case of an investor partnership using debt capital), status of the investment request (e.g., funds received, Commitment of funds, Letter of Interest/Intent). If the documents do not contain such information and validate the information entered in Table E1 or are missing altogether, the *Applicant* could lose points under the Capitalization Strategy section. For examples of acceptable documentation for the required information, refer to the Fund's NMTC Allocation Application Q&A Document.

Submitting Signature Pages and Required Documents: All *Applicants* will be required to upload signature pages and other documents (*Letters of Interest/Intent*, *Commitment* letters and organizational charts) electronically through their myCDFI Fund accounts. An *Applicant* will be instructed on how to upload the aforementioned signature page and other documents (i.e., attachments) at the time the *Applicant* submits its Allocation Application. **All attachments must be uploaded by 5:00 pm, Eastern Time, on June 4, 2010.** If the attachments are not received by the applicable deadline, they will not be given consideration as part of the review process. **Only those attachments requested by the Fund will be considered as part of the review process. Furthermore, the Fund will not accept any revisions or amendments to an application or the attachments once they have been submitted for review.**

Each *Applicant* should expect that if it receives a *NMTC Allocation*, information provided in this *Allocation Application* will be used to determine the terms of an *Allocation Agreement*.

The contents of this *Allocation Application* are consistent with the Internal Revenue Code Section 45D (the Code) and the *NMTC Program Income Tax Regulations*. In the event of any inconsistency between the contents of this *Allocation Application* and the Code or the *NMTC Program Income Tax Regulations*, the provisions of the Code and the *NMTC Program Income Tax Regulations* shall govern.

P: If you have programmatic questions about the contents of this *Allocation Application*, you may contact the Fund by mail at 601 13th Street, NW, Suite 200 South, Washington, DC 20005, by mail at cdfihelp@cdfi.treas.gov, by telephone at (202) 622-6355, by facsimile at (202) 622-7754, visit the Fund's website at www.cdfifund.gov. If you require information technology assistance using the online *Allocation Application*, please call (202) 622-2455 or email elpdesk@cdfi.treas.gov.

The Fund will provide programmatic and information technology support related to the *Allocation Application* between 9:00 am and 5:00 pm, Eastern Time, through May 31, 2010. **The Fund will not respond to phone calls or emails concerning the *Allocation Application* that are received after 5:00 pm, Eastern Time, on May 31, 2010, until after the *Allocation Application* deadline of June 2, 2010.**

Assurances and Certifications

Except for paragraphs 10, 11, 12 and 13 below, the inability of the *Applicant* to provide the General Certifications (section A, below) will render the *Applicant* ineligible to apply for a *NMTC Allocation*. If the *Applicant* cannot provide the General Certifications in paragraphs 10, 11, 12 and 13, the *Applicant* must submit a written explanation. The Fund will consider the explanation provided and determine, in its sole discretion, whether the *Applicant* is eligible to apply for a *NMTC Allocation*. If the *Applicant* cannot provide any of the other General Certifications, it should not submit an *Allocation Application*.

The inability of the *Applicant* to provide the Certification Regarding Debarment, Suspension, and Other Responsibility Matters (section B, below) will not necessarily result in the denial of participation in this "covered transaction." The *Applicant* must submit an explanation of why it cannot provide the Certification Regarding Debarment, Suspension, and Other Responsibility Matters. The Certification or explanation will be considered in connection with the Fund's determination whether to enter into this transaction (meaning, approval of the *Allocation Application* and entering into an *Allocation Agreement*). However, failure of the *Applicant* to furnish either the Certification or an explanation will disqualify the *Applicant* from participation in said transaction.

A. General Certifications

As the *Authorized Representative* of the *Applicant*, I hereby assure and certify that:

1. The *Applicant* is duly organized and validly existing under the laws of the jurisdiction in which it was incorporated or otherwise established.
2. The *Applicant* has the legal authority to apply for a *NMTC Allocation*, and the institutional, managerial, and financial capability to ensure proper use of such allocation as described in this *Allocation Application* and in accordance with IRC §45D and the [NMTC Program Income Tax Regulations](#), and all applicable Department of the Treasury regulations and guidance documents.
3. The *Applicant's* governing body (e.g., Board of Directors) has by proper resolution or similar action authorized the signing and filing of this *Allocation Application*, including all understandings and assurances contained herein, and directed and authorized me as the *Authorized Representative* of the *Applicant* to act in connection with this *Allocation Application* and to provide such additional information as may be required.
4. The *Applicant* will give the Department of the Treasury, the Comptroller General of the United States, and if appropriate, the State of the *Applicant's* incorporation, through any *Authorized Representative*, access to and the right to examine all records, books, papers, or documents related to the provision of a *NMTC Allocation*; and will establish a proper accounting system in accordance with generally accepted accounting standards; Office of Management and Budget (OMB) regulations, guidelines, and circulars; and Department of the Treasury regulations and directives.
5. The *Applicant* will establish safeguards to prohibit employees from using their positions for purposes that constitute or present personal or organizational conflicts of interest, or personal gain, either real or perceived.
6. The *Applicant* will comply with all applicable requirements of Title I, subtitle C, section 121 of the Community Renewal Tax Relief Act of 2000, as enacted by section 1(a)(7) of the Consolidated Appropriations Act, 2001 (Public Law No. 106-554, December 21, 2000), and as amended, regulations implementing the NMTC Program and all other applicable Department of the Treasury regulations, guidance, and implementing procedures (and any regulations or procedures which are later promulgated to supplement or replace them).

7. The *Applicant* will comply, as applicable and appropriate, with the requirements of OMB Circulars and any regulations and circulars which are later promulgated to supplement or replace them, including standards for fund control and accountability.
8. The *Applicant* will comply with all applicable requirements of all other Federal laws, executive orders, regulations, and policies governing the NMTC Program.
9. The *Applicant* has not knowingly and willfully made or used a document or writing containing any false, fictitious, or fraudulent statement or entry as part of this *Allocation Application* or any related document, correspondence, or communication. The *Applicant* and its *Authorized Representative* are aware that, under 18 U.S.C. 1001, whoever knowingly and willfully makes or uses such document or writing shall be fined or imprisoned for not more than five years, or both.
10. The *Applicant* and its officers, directors, owners, partners, and key employees: (a) have not within a three-year period preceding the date of this *Allocation Application* been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense; (b) have not within a three-year period preceding the date of this *Allocation Application* been convicted of or had a civil judgment rendered against them for violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property; or (c) have not within the three-year period preceding the date of this *Allocation Application* been found liable in any civil legal action involving creditor's claims of greater than \$500,000.
11. The *Applicant* and its officers, directors, owners, partners, and key employees: (a) have not within a three-year period preceding the date of this *Allocation Application* been indicted for or charged with the commission of fraud or a criminal offense; (b) have not within a three-year period preceding the date of this *Allocation Application* been indicted for or charged with the violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property; (c) are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State, or local) with commission of any of the offenses enumerated in paragraphs 11(a) and 11(b) of this certification; or (d) have not within the three-year period preceding the date of this *Allocation Application* been the subject of any formal investigation or disciplinary proceeding by a government agency, regulatory body, or professional association in connection with any matter which may have a material adverse effect on the *Applicant* or its financial condition or the *Applicant's* ability to carry out the authorized uses of a *NMTC Allocation*.
12. Any other person or entity that *Controls* the *Applicant* (other than the *Applicant's* officers, directors, owners, partners, and key employees): (a) has not within a three-year period preceding the date of this *Allocation Application* been indicted, charged with or convicted of, or had a civil judgment rendered against it for commission of fraud or a criminal offense; (b) has not within a three-year period preceding the date of this *Allocation Application* been indicted, charged with or convicted of, or had a civil judgment rendered against it for violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property; (c) is not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State, or local) with commission of any of the offenses enumerated in paragraphs 12(a) and 12(b) of this certification; (d) has not within the three-year period preceding the date of this *Allocation Application* been the subject of any formal investigation or disciplinary proceeding by a government agency, regulatory body, or professional association in connection with any matter which may have a material adverse effect on the *Applicant* or its financial condition or the *Applicant's* ability to carry out the authorized uses of a *NMTC Allocation*; or (e) has not within the three-year period preceding the date of this *Allocation Application* been found liable in any civil legal action involving creditor's claims of greater than \$500,000.

13. The *Applicant* has never been delinquent on amounts due to the Internal Revenue Service or on any debts owed to Federal, State, or local government.
14. The *Applicant* has never filed for bankruptcy.

NOTE: Where the *Applicant* is unable to certify to one or more of the statements in paragraphs 10, 11, 12 or 13 of the General Certifications, the *Applicant* must attach a written explanation to this *Allocation Application*.

___ Check here if the *Applicant* is submitting a written explanation.

B. Certification Regarding Debarment, Suspension, and Other Responsibility Matters — Primary Covered Transactions

1. This Certification is a material representation of fact upon which reliance is placed when the Fund enters into an *Allocation Agreement* with the *Applicant*. If it is later determined that the *Applicant* knowingly rendered an erroneous or false Certification, the Fund may terminate, in its sole discretion, the *Notice of Allocation* and the *Allocation Agreement* for cause or default.
2. The *Applicant* must provide immediate written notice to the Fund if at any time the *Applicant* learns that this Certification was erroneous or false when submitted or has become erroneous or false by reason of changed circumstances.
3. The terms “covered transactions,” “debarred,” “suspended,” “ineligible,” “lower tier covered transaction,” “participant,” “person,” “primary covered transaction,” “principal,” “proposal,” and “voluntarily excluded,” as used in this Certification, have the meanings set out in the Definitions and Coverage sections of the rules implementing Executive Order 12549. The *Applicant* may contact the Fund for assistance in obtaining a copy of those regulations (31 CFR part 19).
4. The *Applicant* agrees that, by submitting this *Allocation Application*, should the proposed covered transaction be entered into, it shall not knowingly enter into any lower tier covered transaction with a person who is proposed for debarment under 48 CFR part 9, subpart 9.4, debarred, suspended, declared ineligible, or voluntarily excluded from participation in this covered transaction, unless authorized by the Fund.
5. The *Applicant* further agrees that, by submitting this *Allocation Application*, it will include the Certification titled “Certification Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion-Lower Tier Covered Transaction,” to be provided by the Fund, without modification, in all lower tier covered transactions and in all solicitations for lower tier covered transactions (see 31 CFR part 19, Appendix B).
6. A participant in a covered transaction may rely upon a certification of a prospective participant in a lower tier covered transaction that it is not proposed for debarment under 48 CFR part 9, subpart 9.4, debarred, suspended, ineligible, or voluntarily excluded from the covered transaction, unless it knows that the certification is erroneous or false. A participant may decide the method and frequency by which it determines the eligibility of its principals. Each participant may, but is not required to, check the List of Parties Excluded from Federal Procurement and Non-procurement Programs. See www.epls.gov for more information.
7. Nothing contained in the foregoing shall be construed to require establishment of a system of records in order to render in good faith the Certification hereby required. The knowledge and information of a participant is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.

8. Except for transactions authorized under paragraph 4 above, if a participant in a covered transaction knowingly enters into a lower tier covered transaction with a person who is proposed for debarment under 48 CFR part 9, subpart 9.4, suspended, debarred, ineligible, or voluntarily excluded from participation in this transaction, in addition to other remedies available to the Federal Government, the Fund may terminate, in its sole discretion, the *Notice of Allocation* and the *Allocation Agreement* for cause or default.

C. Certification Regarding Debarment, Suspension, and Other Responsibility Matters – Primary Covered Transactions

The prospective primary participant (the *Applicant*) certifies to the best of its knowledge and belief, that it and its principals:

- are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency;
- have not within a three-year period preceding this *Allocation Application* been convicted of or had a civil judgment rendered against them for: (i) commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State, or local) transaction or contract under a public transaction; or (ii) violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;
- are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State, or local) with commission of any of the offenses enumerated in paragraph (1) (b) of this certification; and
- have not within a three-year period preceding this *Allocation Application* had one or more public transactions (Federal, State, or local) terminated for cause or default.

NOTE: Where the *Applicant* is unable to certify to one or more of the statements in the Certification Regarding Debarment, Suspension, and Other Responsibility Matters, the *Applicant* must attach a written explanation to this *Allocation Application*.

____ Check here if the *Applicant* is submitting a written explanation.

Applicant Information

1. *Applicant NMTC Allocation Request*

Total dollar amount of *NMTC Allocation* requested in this *Allocation Application*:

\$ _____

2. *Applicant Information*¹:

(a) *Applicant Name*: _____

(b) *Applicant Employer Identification Number*: _____

(c) Structure of the *Applicant* (check all that apply):

___ For-profit

___ Credit Union

___ Non-profit

___ Publicly Traded Company

___ *Small Business Investment Company/Specialized Small Business Investment Company*

___ Government-Controlled entity

___ Faith-Based Institution

___ Tribal Entity

___ *New Market Venture Capital Company*

___ Thrift, Bank or Bank Holding Company

___ Certified CDFI

___ Real Estate Development Company

(d) Is the *Applicant* Minority-owned or Minority-controlled? ___ Yes ___ No

(e) Is the *Applicant* a domestic corporation or partnership for federal tax purposes?
(If the *Applicant* is not a domestic corporation or partnership for federal tax purposes, it is not eligible to apply for a **NMTC Allocation**):

___ Domestic Corporation

___ Domestic Partnership

(f) *Applicant's* date of incorporation or formation (month/day/year): _____

(g) *Applicant's* total assets as of the date of this *Allocation Application*: \$ _____

(h) *Applicant's* fiscal year end (month/day/): _____

¹ For the purposes of Questions #2-7 in this *Applicant Information* section, the term *Applicant* shall only apply to the entity applying for a *NMTC Allocation*, and not to *Subsidiary* entities that may receive a transfer of all or part of a *NMTC Allocation*.

(i) Does the *Applicant* have any *Affiliates* that are applying for a *NMTC Allocation* in the 2010 round? (check one): Yes No

TIP: The answer to question 2(i) must be “No.” An *Applicant* and its *Affiliates* may collectively submit only one application for *NMTC Allocations* under this round of the NMTC Program. If separate applications are received from multiple *Affiliated* entities, the Fund reserves the right to reject all such applications. For the purposes of this requirement, in addition to assessing whether *Applicants* meet the definition of the term “*Affiliate*” found in the *Allocation Application*, the Fund will consider: (i) whether the activities described in applications submitted by separate entities are, or will be, operated or managed as a common enterprise that, in fact or effect, could be viewed as a single entity; and (ii) whether the business strategies and/or activities described in applications submitted by separate entities are so closely related that, in fact or effect, they could be viewed as substantially identical applications. In such cases, the Fund reserves the right either to reject all applications received from all such entities or to select a single application as the only one that will be considered for an allocation. For more information regarding these requirements, please review the NOAA or Allocation Application Q&A Document on the Fund’s website at www.cdfifund.gov. If you have questions about whether two entities are affiliated, you should contact the Fund well in advance of the 2010 *NMTC Allocation Application* due date.

TIP: An *Applicant* may only designate an organization as a *Controlling Entity* that meets the definition of *Controlling Entity* set forth in the NOAA and the Glossary of Terms **and** that currently controls the day-to-day management and operations (including investment decisions) of the *Applicant*. Individuals cannot be deemed to be *Controlling Entities*. **The Allocation Application does not allow for more than one Controlling Entity.** Therefore, entities with more than one *Controlling Entity* will need to select one *Controlling Entity* to list in the application to assist in demonstrating track record and in completing the related exhibits. An *Applicant* may identify the parent organization/company of its parent as its *Controlling Entity* to demonstrate an organizational track record, provided that the relationship between the “grandparent” and the *Applicant* conforms to the Fund’s definition of a *Controlling Entity*. Should the *Applicant* receive a *NMTC Allocation*, the entity that is designated as the *Controlling Entity* below will need to continue in that capacity throughout the term of the *Allocation Agreement* with the Fund.

3. *Controlling Entity* Information:

Is the *Applicant* designating a *Controlling Entity*? Yes No

(a) *Controlling Entity* Name: _____

(b) *Controlling Entity* Employer Identification Number: _____

(c) Structure of the *Controlling Entity* (check all that apply):

For-profit

Credit Union

Non-profit

Publicly Traded Company

*Small Business Investment Company/
Specialized Small Business Investment
Company*

Government-Controlled entity

___ *New Markets Venture Capital Company*

___ Faith-Based Institution

___ *Certified CDFI*

___ Tribal Entity

___ Real Estate Development Company

___ Thrift, Bank or Bank Holding Company

(d) Is the *Controlling Entity* Minority-owned or Minority-controlled? ___ Yes ___ No

(e) Total assets of *Controlling Entity*: \$ _____

4. *Applicant* Mailing Information:

Mailing address (provide nine-digit zip code):

Address for overnight deliveries (if different from mailing address, include 9-digit zip code):

5. *Authorized Representative* Information:

Name, title, and mailing address, if different from *Applicant*:

Telephone number: _____ Fax number: _____

E-mail address: _____

6. Contact Person Information (if different from *Authorized Representative*):

Name, title, and mailing address, if different from *Applicant*:

Telephone number: _____ Fax number: _____

E-mail address: _____

7. Has the *Applicant* already been certified as a *CDE* by the Fund or submitted a *CDE Certification Application*?

___ Yes. *CDE* Certification Control Number: _____

___ No

TIP: An *Applicant's CDE Certification Application* must be sent to the Bureau of Public Debt (the entity that is handling intake of applications on behalf of the Fund), *Postmarked* no later than April 26, 2010 to be considered for a *NMTC Allocation* in the 2010 round. The *CDE Certification Application* is available on the Fund's website at www.cdfifund.gov. The Fund cannot process a *CDE Certification Application* unless each entity seeking certification as a *CDE*: a) is a legal entity and is a domestic corporation or partnership for federal tax purposes; and b) has a valid and distinct EIN. An *Applicant* that is a *CDFI* or *SSBIC* does not need to submit a *CDE Certification Application*, but must register as a *CDE* on the Fund's website **on or before 5:00 pm, Eastern Time, on April 26, 2010.**

8. Identify the type of service area that the *Applicant* will serve (check one). The service area identified here must be consistent with (i.e., identical to or a subset of) the service area identified by the *Applicant* in its *CDE Certification Application* and approved by the Fund:

- ___ National service area
___ Multi-state service area
___ Statewide (or territory-wide) service area
___ Local service area (e.g., neighborhoods, cities, a county or contiguous counties, or metropolitan areas) within a state or territory

TIP: An *Applicant* serving a metropolitan area that crosses multiple states (e.g., the Washington, D.C. or Philadelphia metropolitan areas) should check "Multi-state service area."

9. Identify the particular geographical areas that the *Applicant* will serve. An *Applicant* that is serving a national service area must identify the 7 states with the largest amount of projected activities:

State(s): _____
County(ies): _____

10. Estimate the percentage of activities, by dollar amount that will be directed to each of the following markets. The total percentage should add up to 100% of the *NMTC Allocation* amount.

- ___ % Major urban areas (Counties in metropolitan area with a population equal to or greater than 1 million, including both central city and surrounding suburbs)
___ % Minor Urban areas (Counties in metropolitan area with a population less than 1 million, including both central city and surrounding suburbs)

_____% Non-metropolitan counties

11. Please indicate the *Applicant's predominant* anticipated financing activity (**check only one**):

- | | |
|--|---|
| <input type="checkbox"/> Business financing | <input type="checkbox"/> Financial Counseling and Other Services |
| <input type="checkbox"/> Real estate financing: (check only one accompanying sub-category) | |
| <input type="checkbox"/> Retail | <input type="checkbox"/> Office Space |
| <input type="checkbox"/> Industrial/Manufacturing | <input type="checkbox"/> For-sale housing |
| <input type="checkbox"/> Community Facilities | <input type="checkbox"/> Mixed-use (housing, commercial, or retail) |
| <input type="checkbox"/> Hospitality/Tourism | |
| <input type="checkbox"/> Financing of other <i>CDEs</i> | |
| <input type="checkbox"/> Loan purchase from other <i>CDEs</i> | |

12. Estimate how long this *Allocation Application* form took to complete: _____ hours

TIP: For the purpose of estimating hours, *Applicants* should focus only on the amount of time it took to complete the questions asked in this application. Other activities that are carried out in the normal course of business and are only indirectly related to the completion of this application (e.g., securing investor *Commitments*; developing a business strategy or marketing plan; etc.) should not be included in this estimation. **In the electronic on-line application form, you will not be able to answer this question until all other application questions are complete.**

By signing this *Allocation Application*, the *Applicant* makes the Assurances and Certifications, set forth in the Assurances and Certifications (pages vi-ix) of the *Allocation Application*, which Assurances and Certifications are made a part hereof and will continue in effect until the *Applicant* enters into an *Allocation Agreement* with the Fund.

I hereby certify that all of the information that the *Applicant* has provided in this *Allocation Application* and in the Assurances and Certifications in support of this *Allocation Application* is true, correct, and complete. The execution and submission of this *Allocation Application* has been duly authorized by the governing body of the *Applicant*.

Applicant Name: _____

Authorized Representative Signature: _____

Name (print) Title

Date: _____

Part I: Business Strategy

Total Maximum Points for Part I: 25 points, plus up to 10 additional “priority points” available under sub-sections B and E.

TIP: An *Applicant* will score well in this section to the extent it can articulate, with specificity, its strategy to use a *NMTC Allocation* and can describe a strong, relevant track record, including a track record of serving *Low-Income Communities*. Included in this section is the ability to earn “priority points” for meeting the statutory priorities of: 1) investing in *Unrelated* entities; and/or 2) demonstrating a track record of serving *Disadvantaged Businesses or Communities*. Refer to the *NOAA* for further information on the statutory priorities.

A. Products, Services, and Investment Criteria

TIP: For the purposes of completing the Business Strategy section and all relevant exhibits, financing provided to real estate businesses refers to entities whose predominant business activity is the development (including construction of new facilities and rehabilitation/enhancement of existing facilities), management or leasing of real estate.

Transactions with businesses whose predominant business activity includes all other types of business activities should be classified as non-real estate businesses regardless of: 1) how the business intends to use the proceeds of the transaction; or 2) whether the business intends to use any real estate owned as collateral for a loan.

For example, if an *Applicant* provided a loan to a childcare provider for the purpose of purchasing the property where the childcare center would be housed, the *Applicant* would categorize this loan as a non-real estate transaction. However, if the *Applicant* provided a loan to a real estate development company whose predominant business is the development of community facilities, for the purpose building a childcare center, this loan would be considered financing a real estate transaction.

Notwithstanding the above, loans or investments made to a special purpose entity that is controlled by or under common control with an operating company, and that was set up specifically to lease the property back to the operating company such that the operating company is the principal user of the property, may be classified as either a “real estate *QALICB*” or a “non-real estate *QALICB*”, at the discretion of the *CDE*.

TIP: An *Applicant* will score well under the Products, Services, and Investment Criteria sub-section to the extent that it will deploy debt or equity capital, or offer products and services which: 1) are designed to meet the needs of underserved markets; 2) are flexible or non-traditional in form; and 3) focus on customers or partners that typically lack access to conventional sources of capital.

13. Please indicate the types of *Qualified Low-Income Community Investments (QLICs)* in which the *Applicant* intends to engage (check all that apply), and what percentage of allocations (by dollar amount) will be used for each activity. (Percentages for a-e should add up to 100 percent):

(a) ___ % Investments in, or loans to, non-real estate *QALICBs*.

Loans/investments will be used to support: (these two percentages should add up to 100 percent by dollar amount)

- _____ % Business operations (including working capital, inventory or equipment purchase)
- (b) ___ % Investments in real estate development or other projects whose principal activities involve the used in operating the business development or rehabilitation of real estate.
- (c) ___ % Investments in, or loans to, other *CDEs*.

Please indicate the percentage of each activity (by dollar amount) in which the final recipient *CDEs* intend to engage, using the proceeds of the NMTC investments provided by the *Applicant*. Percentages should add up to 100 percent.

_____ % Origination of loans, investment of capital, or equity to non-real estate *QALICBs*.

_____ % Origination of loans, investment of capital, or equity to *QALICBs* whose principal activities involve the development or rehabilitation of real estate.

_____ % Financial Counseling and Other Services.

- (d) ___ % Purchases of loans from other *CDEs*.
- (e) ___ % Financial Counseling and Other Services.

- _____ In conjunction with financing (check, if applicable)
- _____ As a discrete line of business (check, if applicable)

14. Executive Summary:

(a) Provide a summary of the Applicant's business strategy including the following:
(Maximum Response Length: 5,000 characters)

- A brief summary of the *Applicant's* geographic market, including the specific needs or problems that it intends to address with NMTC.
- A brief summary of the types of projects and/or borrowers the *Applicant* will target and address why is NMTC important for the identified projects and/or borrowers.
- A brief summary of the products that the *Applicant* will offer, including both financial products and technical assistance.
- A brief summary of how the NMTCs will enhance the *Applicant's* product offerings.

TIP: Note that Question #14(a) is meant to be a summary of the *Applicant's* overall business strategy, thus it is not necessary to provide detailed discussion of items that will be specifically

covered in detail in other parts of the Business Strategy section. The *Applicant* will not be scored on this response.

(b) Provide a very brief description of how the Applicant will utilize the NMTCs. (Suggested length 4-5 sentences, **Maximum Response Length: 1,000 characters**) *Applicants* will not be scored on this response. The information provided by the *Applicant* will be used by the Fund to develop profiles for its Allocatees. Such profiles will be shared with the general public via the Fund's website or other public materials/forums. Please follow the format provided in the Sample profile below.

Sample profile:

XYZ, CDE (XYZ) will use its NMTC allocation to: (i) increase its current lending capacity and offer better rates and terms to borrowers; (ii) increase the volume of investments made in high-impact, primarily rural businesses; and (iii) grow new lines of business, including a residential foreclosure prevention and neighborhood stabilization program. XYZ will focus in particular on projects that are likely to be located in rural areas, including renewable energy businesses. The NMTC allocation will enable XYZ to offer subordinated debt products with significantly reduced interest rates.

TIP: If an *Applicant* intends to utilize its *NMTC Allocation* to engage solely in either the purchase of loans from other *CDEs* or in the provision of *Financial Counseling and Other Services*, and not in the origination of loans or equity, it should skip Questions #15 and #16.

15. Products, rates and terms that the *Applicant* intends to offer:

(a) Select the products the *Applicant* intends to offer (check all that apply):

1. Equity Investments
2. Equity Equivalent terms and conditions, including debt with equity features (e.g., debt with royalties; debt with warrants; convertible debt)
3. Senior debt
4. Subordinated debt

(b) For each major product line checked above, describe which of the following flexible or non-traditional features the *Applicant* intends to offer. Include a brief description

of the rates and/or terms that will be offered and explain how these rates and terms compare with what is typically offered by the *Applicant* and typically offered in the marketplace. (Maximum Response

Length: 5,000 characters):

- Below market interest rates (or rate of return in the case of equity investments):
- Lower than standard origination fees:
- Longer than standard period of interest-only loan payments:
- Higher than standard loan-to-value ratio:
- Longer than standard amortization period:
- More flexible borrower credit standards:
- Non-traditional forms of collateral:
- Lower than standard debt service coverage ratio:
- Loan loss reserve requirements that are less than standard

-
-
-
- (c) For an *Applicant* that indicated under Question 13(c) that it intends to finance other *CDEs*, describe the strategy by which the *Applicant* will ensure that those *CDEs* will pass along the NMTC benefits to their *QALICB* borrowers in the form of more favorable rates or terms. (Maximum Response Length: 2,000 characters)

TIP: For each item checked in Question #15(a), the *Applicant* should provide a distinct and unique narrative description. *Applicants* that use the same narrative text for each item checked will not be scored as favorably. To the extent the *Applicant* indicates a range of offerings within an item listed above (e.g., interest rates from 100 bps to 500 bps below market), it should describe what circumstances would dictate the specific rates or terms, and how often the best rates and terms would be offered.

16. Choose one of the following options. (check only one)

The *Applicant* will commit that 100 percent of its *QLICs* will:

- ___ (a) be provided in the form of equity; equity-equivalent financing; debt with interest rates at least 50 percent below market; or debt that otherwise satisfies at least 5 indicia of flexible or non-traditional rates and terms, as listed in Question 15.
- ___ (b) be provided in the form of equity; equity-equivalent financing; debt with interest rates at least 33 percent below market; or debt that otherwise satisfies at least 4 indicia of flexible or non-traditional rates and terms, as listed in Question 15.
- ___ (c) be provided in the form of equity; equity-equivalent financing; debt with interest rates at least 25 percent below market; or debt that otherwise

satisfies at least 3 indicia of flexible or non-traditional rates and terms, as listed in Question 15.

___ (d) be provided in the form of equity; equity-equivalent financing; debt with interest rates at least 15 percent below market; or debt that otherwise satisfies at least 2 indicia of flexible or non-traditional rates and terms, as listed in Question 15.

___ (e) None of the above.

TIP: Applicants will score better to the extent they commit to provide equity or equity-equivalent financing; greater interest rate reductions on their debt; and/or a higher number of flexible/non-traditional rates and terms. **An Applicant that checks one of the options a-d in Question #16 above should be aware that this Commitment will be a condition of its Allocation Agreement with the CDFI Fund.**

17. For an Applicant that indicated under Question #13(d) above that it plans to purchase qualifying loans from other CDEs:

(a) Will the Applicant require the CDE from which it purchases loans to reinvest all or a portion of the proceeds from the loan sales in QLICs?

___ Yes ___ No

If yes, identify the percentage: _____%; and briefly describe the Applicant's mechanisms for enforcing this requirement:

(Maximum Response Length: 2,000 characters)

TIP: An Applicant purchasing loans from other CDEs generally will not score favorably in the Business Strategy section unless it indicates, in Question #17(a), that it will require the CDE from which it purchases loans to reinvest at least 60 percent of the proceeds from the loan sales in QLICs. The higher the percentage identified in Question #17(a), the better the Applicant will score under the Business Strategy section. **However, if the Applicant receives a NMTC Allocation, it will be required to meet the percentage identified above, and such requirement will be a term of its Allocation Agreement.**

(b) Describe the extent to which the Applicant intends to: a) purchase loans at terms and/or with conditions that would not be possible without the benefit of a NMTC Allocation; and/or b) offer better rates or terms to the selling CDEs than would otherwise be possible without the benefit of a NMTC Allocation. (Maximum Response Length: 2,000 characters)

B. Prior Performance

TIP: An *Applicant* that can demonstrate (either on its own or through a *Controlling Entity*) a strong, successful track record of providing products, services, or *FCOS* similar to those that it intends to deploy with *Qualified Equity Investment (QEI)* proceeds will score well under this sub-section. Only the organizational track record of the *Applicant* or the *Controlling Entity* may be referenced. The track records of principals, board members and other management individuals are not relevant for this sub-section. There will be an opportunity to discuss individual qualifications in the Management Capacity section of this application.

18. Does the *Applicant*, or its *Controlling Entity*, have a track record of financing or otherwise facilitating the types of *QLICI* activities checked in Question #13?

_____ Yes (complete Questions #18(a)-(c)) _____ No

TIP: The *Applicant* may reference, in the Tables in Exhibit A and in the narrative in Question #18, loans or *Equity Investments* that the *Applicant* (or its *Controlling Entity*) has itself originated and for which it has capital at risk (direct financing); as well as any other indirect financing activities (e.g., loan packaging; project development) in which the *Applicant* or its *Controlling Entity* may have participated.

(a) Complete Tables A1-A4, as applicable for the types of *QLICI* activities in which the *Applicant* or its *Controlling Entity* has engaged.

TIP: If an *Applicant* intends to utilize its *NMTC Allocation* to engage in the provision of *FCOS* as a discrete line of business, and not in the purchase or origination of loans or *Equity Investments*, it need not complete Tables A1-A4. It must include, however, in its narrative response below to Question #18(b), the number of businesses/entrepreneurs to which the *Applicant* has provided counseling or other services in the last five years.

(b) Provide a narrative discussion of the organization's track record for each type of *QLICI* activity identified (including *FCOS*), referencing data included in Tables A1-A4, as appropriate.

- Be as specific as possible with respect to which activities were undertaken by the *Applicant*, as opposed to its *Controlling Entity* or other *Affiliates*.
- Be sure to discuss whether the data in Exhibit A refers to the *Applicant's*, *Controlling Entity's* or *Affiliates'* direct financing (i.e. its own capital at risk) versus indirect financing (e.g. loan packaging, project development, etc).
(Maximum Response Length: 10,000 characters)

TIP: The NMTC Program legislation requires the Fund to give priority in the selection of *Applicants* to any *Applicant* that has a track record of successfully providing capital or technical assistance to *Disadvantaged Businesses or Communities*. An *Applicant* may receive up to five “priority points” for demonstrating such a track record. An *Applicant’s* responses to Questions #18 and #19 will be the determining factor in this rating. Only the organizational track record of the *Applicant* or the *Controlling Entity* may be referenced. Do not refer to the track record of individuals (e.g., staff, principals, consultants) associated with the *Applicant* or its *Controlling Entity*.

- (c) Describe more specifically the *Applicant’s*, or its *Controlling Entity’s*, experiences in, and strategies for targeting such activities to *Disadvantaged Businesses and Communities*. Be sure to indicate how long the *Applicant* has been serving *Disadvantaged Businesses and Communities*:
(Maximum Response Length: 5,000 characters)

19. Does the *Applicant*, or *Controlling Entity*, have a track record of successfully providing products and services that would not qualify as *QLICI* activities (e.g., financing residential rental housing) but are similar to the proposed NMTC activities?

Yes No

- (a) If yes, describe the *Applicant’s* track record with such transactions and how it relates to the proposed *QLICI* activities: (Maximum Response Length: 5,000 characters)

- (b) Approximately, what percentage of these activities were directed to *Disadvantaged Businesses or Communities*? _____%

C. Projected Business Activities

TIP: Projected activities should be consistent with an *Applicant’s* request for a *NMTC Allocation*. An *Applicant* that has a readily identifiable set of business activities in which it will engage in the near term will score well under this sub-section, as will an *Applicant* that can demonstrate an effective strategy for locating qualifying activities.

20. Complete Tables B1-B5, as applicable, according to the types of *QLICI* activities in which the *Applicant* intends to engage, and indicate whether the *Applicant* will use the proceeds of its *QEI*s to (check one):

Support a single project, business or portfolio purchase that has already been identified (must be listed in Question #21)

Support a discrete number of *QLICIs* that have already been identified (must be listed in Question #21)

_____ Support a general pipeline of *QLICs* that may or may not have been identified at the time of submission of this *Application*

21. If the *Applicant* identified in Question #20 that it intends to use its *QEI* proceeds solely in support of a single *QLICI*, or a discrete number of identified *QLICs*:

(a) Identify the specific *QLICI(s)* (including execution of contracts to deliver *FCOS*):

TIP: An *Applicant* that indicates that its application is in support of a single activity or a discrete list of *QLICs* as listed in Question 20 will likely be required to close such transactions, as a condition of receipt of a *NMTC Allocation*, and such requirement will be a term of the *Allocation Agreement*.

Name of Transaction	Total Project Cost \$	Amount of NMTC Financing \$	Projected Closing Date	Address ¹	Census Tract
TOTAL	\$	\$			

¹Provide full address, including street address (no P.O. Boxes), city, state, and a 9-digit zip code.

(b) Describe the feasibility and current status of each transaction (e.g., fully negotiated and committed, in preliminary discussions, etc.), the anticipated dates for project financing (including total project cost and NMTC financing) and completion, and the risks that may preclude the project from being completed within the timeframes identified:

(Maximum Response Length: 10,000 characters)

22. If the *Applicant* identified in Question #20 that it intends to support a general pipeline of activities that may or may not yet be identified, provide a narrative below to describe:
(Maximum Response Length: 10,000 characters)

- The number and dollar amount of transactions that have already been identified, for which underwriting is completed or underway;
- Sample transactions in the *Applicant's* pipeline. Be sure to indicate the total project cost and provide an estimate of the amount of *QLICI* investment for each transaction;
- The *Applicant's* strategy for identifying potential borrowers, investees, or other customers, including the extent to which the *Applicant* will be utilizing community alliances or strategic partners to source transactions;
- The extent to which the *Applicant* intends to invest interest, dividends or other profits received from *QLICs* into additional *QLICs*, and the timeline for doing so.

23. Indicate whether the *Applicant* intends to use its *NMTC Allocation* to achieve either of the following. Check each that apply, and provide narrative as required for each item checked:

____(a) **Increase the volume of its activities.** Describe and quantify the increase in activities in comparison to what the *Applicant* (or its *Controlling Entity*) has provided over the past five years. Be sure to correlate the volume increase described below to the applicable Tables in Exhibit A:
(Maximum Response Length: 5,000 characters)

____(b) **Undertake activities of greater financial risk.** Describe and quantify additional financial risk associated with the proposed projects/pipeline to be undertaken with a *NMTC Allocation*. Be sure to compare the risk of the *Applicant's* proposed projects/pipeline compared to the *Applicant's* (or its *Controlling Entity's*) financing activities that have not involved a *NMTC Allocation*. You may use examples of a past project and/or a proposed project to illustrate how the *Applicant* will use a *NMTC Allocation* to finance projects with greater financial risk: (Maximum Response Length: 5,000 characters)

TIP: An Applicant may select only one of the above and still score favorably, to the extent the Applicant can articulate how NMTCs will enable it to provide capital to LICs.

D. Non-Metropolitan Counties

TIP: As provided for in Section 102(b)(6) of the Tax Relief and Health Care Act of 2006 (Pub. L. 109-432), and described further in the NOAA and the Q&A document that accompanies this application, the CDFI Fund will ensure that: (i) at least 20 percent of all QLICs made by allocatees under the 2010 allocation around are invested in *Non-Metropolitan Counties*; and (ii) a proportionate number of "Rural CDEs" (as defined in the CY2010 NOAA) receive allocation awards.

Applicants are therefore required to provide two target estimates below: a minimum percentage of QLICs the Applicant is willing to commit to provide to *Non-Metropolitan Counties*; and the maximum percentage of QLICs that the *Applicant* is willing to commit to providing to *Non-Metropolitan Counties*. At the discretion of the CDFI Fund, the *Applicant* may be required to deploy a percentage of its allocation at or above the minimum indicated in Question 24(b), but not more than the percentage indicated in Question 24 (c); and such requirement shall become a condition of its *Allocation Agreement* with the CDFI Fund.

An *Applicant* that responds "Yes" to Question 24(a) (and provides appropriate supporting narrative) and commits to a figure of 50 percent or greater in response to Question 24(c) may be deemed to be a "Rural CDE", and may be eligible to receive special consideration for a *NMTC Allocation* in accordance with the process outlined in the NOAA.

24. a. Have at least 50 percent of the *Applicant's* total activities (financing or otherwise) over the past five years been directed to *Non-metropolitan counties*?

_____ Yes _____ No

- b. What is the minimum percentage of QLICs that the *Applicant* is willing to commit to deploy in *Non-metropolitan counties*?

_____ %

- c. What is the maximum percentage of QLICs that the *Applicant* is willing to commit to deploy in *Non-metropolitan counties*?

(Note: this value must be equal to or greater than the value for 24(b).)

_____ %

- d. If the response to Q.24 (c) above is greater than zero percent, briefly describe the *Applicant's* (or its *Controlling Entity's*) five-year track record of providing or facilitating QLICI and non-QLICI related activities (e.g., rental housing) in *Non-metropolitan counties*. Be sure to indicate, both in real dollars and as a percentage of the *Applicant's* overall activities, the amount of loans, investments or related activities the *Applicant* has undertaken in *Non-metropolitan counties*; referencing the tables in Exhibit A as appropriate. (Maximum Response Length: 2,000 characters)

e. If the response to Question 24 (c) above is greater than zero percent, and only to the extent not discussed elsewhere in the application, discuss the *Applicant's* strategy for deploying QLICs in *Non-Metropolitan Counties*.
(Maximum Response Length: 10,000 characters)

- Discuss how the *Applicant* intends to identify potential borrowers, investees, or other customers, including the extent to which the *Applicant* will be utilizing community alliances or strategic partners to source transactions.
 - Indicate the number and dollar amount of transactions that have already been identified in *Non-Metropolitan Counties*, for which underwriting is completed or underway.
 - Provide sample transactions in the *Applicant's Non-metropolitan* pipeline. Be sure to indicate the total project cost and provide an estimate of the amount of QLICI investment for each transaction.
 - Discuss the key challenges to undertaking NMTC activities in *Non-metropolitan Counties* and how the *Applicant* proposes to overcome those challenges.
-
-
-

E. Investments in Unrelated Entities

TIP: The NMTC Program legislation requires the Fund to give priority to *Applicants* that intend to use "substantially all" of their *QEI* proceeds to make investments in one or more businesses in which persons *Unrelated* to the *Applicant* hold the majority equity interest. An *Applicant* that answers "Yes" to Question #25 will be awarded five additional points. An *Applicant* that receives priority points under this sub-section will be required, in its *Allocation Agreement*, to invest substantially all of its *QEI* proceeds in *Unrelated* entities. Please refer to the *NMTC Allocation Application Q&A* document for more information about what is considered an *Unrelated* entity transaction.

25. Does the *Applicant* intend to use substantially all of the proceeds of its *QEIs* to make *QLICs* in one or more businesses in which persons *Unrelated* to the *Applicant* hold the majority equity interest? _____ Yes _____ No

26. Notable Relationships. Describe any potential situations in which the *Applicant*, its *Affiliates* or its personnel (persons involved in identifying projects or making investment decisions on behalf of the *Applicant*, including governing or advisory board), will receive financial benefits from the QALICBs financed with the *Applicant's QLICIs*.

- a. Will the Applicant, its Affiliates or its personnel own more than a 1% interest in the QALICB? Yes No
- b. Will the Applicant, its Affiliates or its personnel provide professional services (developer, real estate agent, property manager, or general contractor) for the QALICB? Yes No
- c. Will the Applicant, its Affiliates or its personnel be lessees at property developed with the QLICI? Yes No
- d. Will the Applicant, its Affiliates or its personnel be a party to a real estate transaction financed with the QLICI? Yes No
- e. Are there other financial benefits that the Applicant, its Affiliates or its personnel may receive, but are not included in items a-d above? Yes No

For items a-e above for which "Yes" was selected, describe such situations:

f. Discuss how such relationships will create benefits (beyond those created in the normal course of a NMTC transaction) to QALICBs or residents of *Low-Income Communities*. (Maximum Response Length: 2,000 characters)

Part II: Community Impact

Total Maximum Points for Part II: 25 points

TIP: The Fund will review the extent to which the *Applicant's* strategy will have positive community development outcomes on a community. An *Applicant* will generally score well under this section to the extent that: a) it is working in particularly economically distressed or otherwise underserved communities; and b) it shows demonstrable community development outcomes.

A. Targeting the Use of QLICs

27. Identify all of the areas likely to be served by the Applicant (check all that apply):

1. _____	[SEVERE DISTRESS] Census tracts with poverty rates greater than 30 percent.; OR Census tracts with, if located within a non-Metropolitan Area, median family income that does not exceed 60 percent of statewide median family income, <u>or</u> , if located within a Metropolitan Area, median family income that does not exceed 60 percent of the greater of the statewide median family income or the Metropolitan Area median family income; OR Census tracts with unemployment rates at least 1.5 times the national average.
2. _____	[NON-METROPOLITAN COUNTIES] Qualifying census tracts that are located in counties not contained within a Metropolitan Statistical Area (MSA), as defined in OMB Bulletin No. 99-04, with respect to the 2000 Census data.
3. _____	[TARGETED POPULATIONS] As permitted by IRS and related CDFI Fund guidance materials, projects serving <i>Targeted Populations</i> to the extent that: (a) such projects are 60% owned by <i>low-income persons</i> (LIPs); or (b) at least 60% of employees are LIPs; or (c) at least 60% of customers are LIPs.
4. _____	[25% POVERTY/70% MEDIAN FAMILY INCOME/1.25 UNEMPLOYMENT RATE] Census tracts with one of the following: (i) poverty rates greater than 25 percent; or (ii) if located within a non-Metropolitan Area, median family income that does not exceed 70 percent of statewide median family income, <u>or</u> , if located within a Metropolitan Area, median family income that does not exceed 70 percent of the greater of the statewide median family income or the Metropolitan Area median family income; or (iii) unemployment rates at least 1.25 times the national average.
5. _____	FEDERAL ECONOMIC DEVELOPMENT ZONES] Federally designated Empowerment Zones, Enterprise Communities, or Renewal Communities.
6. _____	[SBA Designated HUB ZONES] to the extent QLICs will support businesses that obtain HUB Zone certification by the SBA.

7. ____	[BROWNFIELDS] Brownfield sites as defined under 42 U.S.C. 9601 (39)
8. ____	[HOPE VI REDEVELOPMENT] Areas encompassed by a HOPE VI redevelopment plan.
9. ____	[FEDERAL NATIVE AREAS] Federally designated Native American or Alaskan Native areas, Hawaiian Homelands, or redevelopment areas by the appropriate Tribal or other authority.
10. ____	[ARC/DRA AREAS] Areas designated as distressed by the Appalachian Regional Commission or Delta Regional Authority.
11. ____	COLONIAS AREAS] as designated by the U.S. Department of Housing and Urban Development.
12. ____	[FEDERAL MEDICALLY UNDERSERVED AREAS] Federally designated medically underserved areas, to the extent QLICI activities will result in the support of health related services.
13. ____	[STATE/LOCAL ECONOMIC ZONES] State Enterprise zone programs, or other similar state/local programs targeted towards particularly economically distressed communities
14. ____	[FEMA DISASTER AREAS] Counties for which the Federal Emergency Management Agency (FEMA) has: issued a "major disaster declaration" and made a determination that such County is eligible for both "individual and public assistance"; provided that the initial investment will be made within 24 months of the disaster declaration.
15. ____	[TRADE ADJUSTMENT ASSISTANCE] Businesses certified by the Department of Commerce as eligible for assistance under the Trade Adjustment Assistance for Firms (TAA) Program.

(a) Will the *Applicant* commit to providing at least 75 percent of its *QLICIs* (in terms of aggregate dollar amounts) in areas that are either: (1) characterized by at least one of items 1-3 on the above list for each *QLICI*; or (2) characterized by at least two of items 4-15 on the above list for each *QLICI*?

____ Yes ____ No

TIP: An *Applicant* that checks "Yes" to Q. 27(a) above will generally be scored more favorably. Note that, if the *Applicant* receives a *NMTC Allocation*, it will be required to meet the percentage figure identified above, and such requirement will be a term of its *Allocation Agreement*.

28. Discuss how the *Applicant* will identify *QLICs* in the particularly distressed or undeserved communities selected in Q.27. The *Applicant* should be sure to specifically address: (Maximum Response Length: 10,000 characters)
- The extent to which the *Applicant* has actively engaged and fostered partnerships or collaborative efforts with *Low-Income Community* stakeholders.
 - If the *Applicant* intends to support a single or discrete number of *QLICs*, whether these projects were identified as a result of government or other community planning process.
 - Whether the basis for approving investments includes an analysis of the tangible benefits to the *Low-Income Community*.

B. Community Development Outcomes – Prior Performance and Projections

TIP: An Applicant that can quantify and support specific indicators for projected community development outcomes for *Low-Income Persons* or residents of *Low-Income Communities*, and that can demonstrate a track record of success, will generally score more favorably under this section.

29. (a) Select the impact/outcomes the Applicant expects to achieve as a result of the projected *QLICs* described in the Business Strategy. Select all that apply. For every outcome selected, please explain how the Applicant will track and document these outcomes. (Maximum Response Length: 1,000 characters)

1. _____	<p>JOB CREATION. Quantify, as best as possible, the number of jobs (either in the aggregate or on average at each project financed) that will be created or maintained through the <i>Applicant's</i> <i>QLICs</i>. Be sure to discuss construction jobs, jobs at operating businesses, and jobs at tenant-businesses occupying NMTC-financed real estate. Describe the methodologies and assumptions utilized to develop these job projections, and describe how these projections compare to what the Applicant has historically achieved. Discuss how the Applicant will track this information going forward.</p>
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2. ____	QUALITY OF JOBS. Discuss the <i>Applicant's</i> strategy for targeting jobs to <i>Low Income Persons</i> or residents of <i>Low-Income Communities</i> ; and the extent to which the Applicant will endeavor to ensure that jobs pay decent wages and provide benefits (e.g., health insurance, retirement benefits, employee stock ownership, etc). To the extent the Applicant has a track record of achieving these outcomes, please describe.
3. ____	GOODS & SERVICES TO LOW-INCOME COMMUNITIES. Describe the extent to which the <i>Applicant's</i> NMTC investment strategy seeks to increase the provision of goods or services to residents of low-income communities or low-income persons. What percentage of your NMTC-financed projects do you anticipate will provide goods and services to residents of low-income communities or low-income persons? To the extent the <i>Applicant</i> is financing real estate QALICBs, what efforts will the <i>Applicant</i> make to ensure that tenant-businesses, particularly locally-owned businesses and non-profit organizations, will receive rent reductions or be able to purchase their properties? To the extent the Applicant has a track record of achieving these outcomes, please describe.
4. ____	FINANCING MINORITY BUSINESSES. Describe the extent to which the Applicant will focus its NMTC investments on Minority-owned or Minority-controlled businesses, including (in the case of real estate QALICBs) developers, project-sponsors or contractors/subcontractors that are Minority-Owned or Minority-Controlled. To the extent the Applicant has a track record of financing such businesses, please describe.
5. ____	HOUSING UNITS. Describe the extent to which the Applicant will provide housing opportunities to Low-Income Persons or residents of <i>Low Income Communities</i> ; the extent to which housing will be offered in areas of high housing need, including communities with high concentrations of foreclosures; and/or the extent to which the housing development adheres to principles of "smart growth", including transit-oriented development. To the extent the Applicant has a track record of achieving these outcomes, please describe.
6. ____	ENVIRONMENTALLY SUSTAINABLE OUTCOMES. Describe the extent to which the Applicant will finance projects which remediate environmental contamination; meet LEED certification standards; and/or directly support the production or distribution of renewable energy resources (e.g., biomass, hydro, geothermal, solar, wind, etc.). To the extent the Applicant has a track record financing these types of projects, please describe.
7. ____	OTHER. In the space provided, please describe any other community impacts that the Applicant hopes to achieve.

- (b) What percent of its NMTC investments (in terms of aggregate dollar amount) does the Applicant expect will result in one or more of the following: ____%
- (i) non-real estate QALICBs in which at least 25% of permanent jobs created or retained are filled by persons that are residents of low-income communities and/or were low-income at the time of hire;
 - (ii) real estate QALICBs in which the majority of the construction jobs pay the Davis-Bacon prevailing wage rate or are filled by persons that are residents of low-income communities and/or were low-income at the time of hire;
 - (iii) real estate QALICBs in which at least 25% of the jobs created or maintained at the tenant-businesses occupying the commercial real estate are filled by

persons that are residents of low-income communities and/or were low-income at the time of hire;

- (iv) QALICBs that provide goods and services primarily to low-income persons or residents of low-income communities;
- (v) QALICBs that are Minority-owned, Minority-controlled or financed by *Minority CDEs (not affiliated with the Applicant)*;
- (vi) QALICBs that remediate environmental contamination; meet LEED certification standards; and/or directly support the production or distribution of renewable energy resources (e.g., biomass, hydro, geothermal, solar, wind, etc.).

TIP: If *Applicant* checks “No” or “N/A” in Question #29(c), it may still score favorably to the extent that its response is consistent with the description of its projected NMTC activities. Please note that Question #29(c) includes activities directed to the development or rehabilitation of ALL housing, including mixed-use projects.

(c) If the *Applicant’s* NMTC activities, as described in the Business Strategy section, include using NMTC dollars to finance projects that would result in developing or rehabilitating rental or for-sale housing, will the *Applicant* commit to providing at least 20 percent of developed units as affordable housing units. (i.e. affordable to persons with income less than 80 percent of AMI)?

___ Yes ___ No N/A ___

- (i) If no, please explain why the *Applicant* is unable to commit to providing at least 20 percent of developed units as affordable housing units.
(Maximum Response Length: 2,000 characters)

- 30. Discuss the extent to which the *Applicant’s* proposed *QLICs* described in the Business Strategy section are expected to result in additional private investment beyond the initial project in the *Low-Income Community (LIC)*. To the extent possible, provide examples where the *Applicant’s* investments in the past have spurred additional investment into LICs by expansion or creation of new businesses.
(Maximum Response Length: 5,000 characters)

Part III: Management Capacity

Total Maximum Points for Part III: 25 points

31. (a) Submit organizational chart(s) that depict the following:
- The *Applicant's* relationship to its *Controlling Entity* and any *Affiliate* or *Subsidiary* entities (if applicable); and
 - The *Applicant's* staffing structure, including key board committees.

TIP: Be sure to refer to the *Applicant* Instructions for information regarding the submission of these documents. All attachments must be submitted **online** through the *Applicant's* myCDFI Fund account.

(b) Complete Table C1. Identify all personnel, including consultants and Board members (if applicable) that will have a key role in:

- Deploying Capital - locating, underwriting, and approving investments, and/or in providing *Financial Counseling and Other Services*;
- Raising Capital from Investors – including raising tax credit equity and leveraged debt if the *Applicant* will use the leveraged investment model;
- Asset and Risk Management;
- NMTC Program Compliance.

32. Experience Deploying Capital or *Financial Counseling and Other Services*:

TIP: The Fund expects the *Applicant's* personnel to have relevant experience in the types of activities the *Applicant* intends to pursue with its *NMTC Allocation* – particularly in situations where the *Applicant* (or its *Controlling Entity*) lacks prior organizational performance in deploying capital or related services. An *Applicant* that can also demonstrate that its personnel have experience working in *Low-Income Communities* will score particularly well.

(a) Describe the collective roles, responsibilities, and experience of key personnel, consultants and board members in providing capital to *Low-Income Communities* and *Financial Counseling and Other Services*, if applicable. The *Applicant* should reference information from Table C1 as necessary.

(Maximum Response Length 5,000 characters)

(b) Describe how the *Applicant* will manage the addition of NMTC activities into its current portfolio of activities, including whether additional staff will need to be hired.

(Maximum Response Length: 2,000 characters)

33. Asset and Risk Management Experience:

TIP: Each *Applicant* must demonstrate that it has the capacity to manage assets and the risks associated with assets. An *Applicant* that has experienced staff and established systems to manage the informational and performance aspects of administering assets or pools of assets will score well under this sub-section.

- (a) Describe the collective roles, responsibilities, and experience of key personnel, consultants and board members in managing the *Applicant's* assets and risk. The *Applicant* should reference information from Table C1 as necessary. (Maximum Response Length 5,000 characters)

- (b) Describe how the *Applicant* will manage the addition of NMTC activities into its current portfolio of activities, whether additional staff will need to be hired. (Maximum Response Length 2,000 characters)

- (c) Complete Table D1 (Investment Portfolio) and discuss the *Applicant's* (or Controlling Entity's) delinquency rate as of April 30, 2010 for its major product lines as well as its default rate (write-offs) over the past 3 years for each major product line. For each major product line, where the delinquency and/or default rate exceeds the peer group's stated industry average, please discuss the circumstances causing the higher rates. Also, please address the *Applicant's* strategy for minimizing defaults and managing delinquencies to mitigate against write-downs or offs. (Maximum Response Length 5,000 characters)

34. Program Compliance Experience:

TIP: Each *Allocatee* must have the capacity to remain in compliance with NMTC Program requirements. An *Applicant* will score well to the extent that it can: 1) demonstrate experience with similar regulatory compliance requirements, including compliance under other tax credit programs; and 2) articulate a specific strategy for ensuring that its NMTC-related investments will qualify at the time of investment and throughout the 7-year NMTC investment period.

- (a) Describe the collective roles, responsibilities, and experience of key personnel, consultants and board members in managing the *Applicant's* regulatory and tax compliance. The *Applicant* should reference information from Table C1 as necessary. (Maximum Response Length 5,000 characters)

- (b) Discuss how the *Applicant's* systems and procedures (e.g., portfolio monitoring, reporting, investment/re-investment strategies) will ensure ongoing compliance with

NMTC Program requirements. Specifically, be sure to indicate how the *Applicant* will ensure that: (Maximum Response Length: 10,000 characters)

- o At least 85% of the proceeds of the *QEIs* are invested in *QLICs* in accordance with the *NMTC Program Income Tax Regulations*. If the *Applicant* is providing loans or investments to another *CDE*, how will it ensure that the secondary *CDE* fulfills its investment requirements?
- o The businesses that the *Applicant* invests in are *QALICBs*, in accordance with the *NMTC Program Income Tax Regulations*. If purchasing a portfolio of loans, how will the *Applicant* ensure that it purchases loans that are *QLICs*?
- o Payments of, or for, capital, equity, or principal by its borrowers or investees are re-invested into *QLICs* within applicable reinvestment periods. If providing loans to or investments in another *CDE*, how will it ensure that the secondary *CDE* fulfills its re-investment requirements?

35. Community Accountability:

TIP: All *CDEs* are required to maintain accountability to *Low-Income Communities*. An *Applicant* that can articulate meaningful involvement with *Low-Income Community* decision-makers will score well under this sub-section.

- Complete Table C2.
- How will *Low-Income Community* representatives to the Governing or Advisory Board be directly involved in the design, implementation or monitoring of the *Applicant's* business strategy? Provide narrative that addresses the following: (Maximum Response Length: 10,000 characters)
 - o The process by which these individuals or their organizations will solicit feedback from *Low-Income Community* stakeholders on matters relevant to the *Applicant's* proposed use of a NMTC allocation.
 - o The role, formal or otherwise, these individuals or their organizations played in formulating and approving the *Applicant's* projected investments listed in this application, (whether investments are for a discrete number of projects or a general pipeline).
 - o The role, formal or otherwise, these individuals or their organizations will have in approving future investment parameters or decisions.

36. If the *Applicant*, or its *Controlling Entity*, is an insured financial institution that receives Community Reinvestment Act (CRA) ratings from regulators, please indicate the CRA ratings that it has received over the past five years. If the most recent CRA rating is less than "Outstanding", describe: 1) the conditions or circumstances that led to the rating; 2) the steps the institution is taking to achieve an "Outstanding" rating; and 3) the role that the NMTC can play in enabling the institution to achieve an "Outstanding" rating.
(Maximum Response Length: 2,000 characters)
-
-

37. Answer the following questions regarding the *Applicant's* (or the *Controlling Entity's*) financial health. Indicate if the responses are (check one):

For the *Applicant* (if it has incurred operating expenses).

For the *Controlling Entity* (if the *Applicant* has not yet incurred operating expenses).

Not applicable (neither the *Applicant* nor the *Controlling Entity* has incurred operating expenses).

- (a) Have the financial statements for the last complete fiscal year been independently audited or is an audit underway? Yes No

Please provide fiscal year end date for the last completed independent audit (mm/dd/yyyy). If no audit has been completed or is underway for the last complete fiscal year, please explain why and what steps the *Applicant*, or its *Controlling Entity*, is taking to obtain audited financials in the future:

(Maximum Response Length: 2,000 characters)

- (b) If Yes, have any of the *Applicant's*, or its *Controlling Entity's*, completed auditor reports within the past three years (or, if shorter, for the period from inception) indicated any of the following:

1. An opinion other than unqualified? Yes No

2. A going-concern paragraph? Yes No

3. Repeated findings of reportable conditions? Yes No

4. Material weaknesses in internal control? Yes No

5. If Yes to any of the above, indicate the fiscal years of the occurrences and describe the circumstances and corrective action being taken:
(Maximum Response Length: 2,000 characters)
-
-

(c) Have the *Applicant's*, or its *Controlling Entity's* financial statements shown positive net income (or if a non-profit, positive change in net assets) for each of the last three years, or if in business for less than three years, for the period of time it has operated?

___ Yes ___ No

If No, please explain the circumstances, indicate the fiscal year in which this occurred, and describe the corrective action being taken:

(Maximum Response Length: 2,000 characters)

(d) Does the Applicant or its Controlling Entity expect to achieve profitability (or in the case of non-profit organizations a positive change in net assets) in each of the next three years? Yes ___ No ___

If No, please explain any anticipated negative results and describe how operations will likely be impacted: (Maximum Response Length: 2,000 characters)

38. CDFI Fund Award Status:

Has the *Applicant* and/or any of its *Affiliates* previously received a financial award (not including a *NMTC Allocation*) from the CDFI Fund?

___ Yes ___ No

If yes, please list the award(s) in the table. The *Applicant* may use additional space as necessary:

Name of *Awardee*: _____
EIN: _____
Award control number: _____
Total award amount: _____

Name of *Awardee*: _____
EIN: _____
Award control number: _____
Total award amount: _____

39. *NMTC Allocation Status:*

Has the *Applicant* and/or any of its *Affiliates* received an *NMTC Allocation* from the Fund in a prior allocation round? Yes No

If Yes, please list the allocation(s) in the table. The *Applicant* may use additional space as necessary:

Name of *Allocatee*: _____

EIN: _____

Award control number: _____

Total allocation amount: _____

Name of *Allocatee*: _____

EIN: _____

Award control number: _____

Total allocation amount: _____

40. If the *Applicant* answered Yes to Question #39, briefly explain the status of its previous Allocation award(s). Be sure to address:

(a) **The number and dollar amount of QEIs issued on each award and the number and dollar amount of QLICIs made with each award.**
(Maximum Response Length: 2,000 characters)

(b) If the Applicant has made QLICIs: describe the types of transactions that have been financed to date. The Applicant must discuss:

- the three projects that received the largest investments (and may describe additional projects).
- for each project identified, describe how NMTC proceeds were used to finance transactions that would not likely otherwise have occurred, and
- **any community outcomes or benefits that were generated as a result of the transaction.** (Maximum Response Length: 10,000 characters)

(c) **Discuss whether the activities undertaken with the NMTC dollars were consistent (with respect to product offerings; markets served; rates and terms; etc) with the business strategy presented in the relevant Allocation Application. If the activities were not consistent with the relevant Allocation Application, describe the inconsistencies.**
(Maximum Response Length: 5,000 characters)

- (d) Discuss any delinquent, defaulted, or non-performing loans or equity investments from prior NMTC investments. (Maximum Response Length: 5,000 characters)

TIP: Receipt of a prior award or allocation through any of the Fund's programs will not affect the likelihood of an *Applicant* receiving a *NMTC Allocation* in this round. The Fund will examine the compliance status of *Applicants* (or their *Affiliates*) that have previously received Fund awards or allocations.

An *Applicant* that has received (or whose *Affiliates* have received) a *NMTC Allocation* under a previous allocation round is NOT eligible to receive allocations under this allocation round unless the prior-year *allocattee* has met certain minimum threshold requirements regarding the issuance of its *QEIs*. Be sure to review the NMTC 2010 *NOAA* for additional information regarding this and other requirements pertaining to *Applicant* eligibility under the 2010 round.

TIP: The Fund will review transaction-level data submitted by *Applicants* that are prior year *Allocatees* through the *Community Investment Impact System (CIIS)* and may seek additional information from *Applicants*, to determine whether activities and the *QLICs* made were consistent with the transactions and activities proposed in the relevant prior-year *Allocation Application(s)*.

41. Other than those activities already identified and discussed under Question #40, has the *Applicant* and/or any of its *Affiliates*: i) made a *QEI* into a *CDE* (or subsidiary of a *CDE*) that received a NMTC allocation in a prior round; or ii) assumed *Control* of a *CDE* that received a NMTC allocation in a prior round?

___ Yes ___ No

If Yes, please provide responses to the following:

- (a) List the allocation(s) and total *QEIs* invested per allocation in the table. The *Applicant* may use additional space as necessary.

Name of *Allocattee*: _____

Award control number: _____

Total *QEI* amount invested: _____

Name of *Allocattee*: _____

Award control number: _____

Total *QEI* amount invested: _____

- (b) Discuss the types of transactions that have been financed to date with *QEI* proceeds, with particular emphasis on how *QEI* proceeds were used to finance transactions

that would not likely otherwise have occurred, and any community impact or benefits that were generated as a result of the transactions:
(Maximum Response Length: 10,000 characters).

TIP: *Applicants* and/or any *Affiliates* that have shared *Control* of a *CDE* (or subsidiary of a *CDE*) that is a prior round *Allocatee* should answer “Yes” to Question #41 and provide requested responses.

TIP: *Applicants* providing responses to Question #41 need only make one entry per *Allocatee*, per award for which the *Applicant* has provided QEs regardless of the number of individual QEs made to that *Allocatee* under a single award. For example, if an *Applicant* has made 10 QEs in *Allocatee X* under its second round *allocation*, then the *Applicant* would provide the aggregate amount of those 10 QEs in its response to Question #41.

Part IV: Capitalization Strategy

Total Maximum Points for Part IV: 25 points

A. Investor Strategy

TIP: An *Applicant* that demonstrates a high level of investor *Commitment* and/or a strong strategy for raising capital will score well under this sub-section. Additionally, the Fund expects consistency between the *Applicant's* request for a *NMTC Allocation*, the degree of investor interest, and the *Applicant's* strategy to deploy its *QEI* proceeds in *QLICs*. If an *Applicant* is seeking investments from investors that have not yet provided *Commitments*, the *Applicant* may score well to the extent it has a reasonable strategy for obtaining such *Commitments*.

42. Complete Tables E1-2 and describe the track record of the *Applicant* (or its *Controlling Entity*) raising capital from third-party sources, particularly equity capital at market or near-market rates. Be sure to distinguish between raising capital from profit-motivated investors; from government or philanthropic sources of capital; or using tax credits as an incentive. Reference information provided in Tables C1 as appropriate:
(Maximum Response Length: 5,000 characters)

TIP: *Applicants* completing Table E1 are required to submit, along with their applications, documentation demonstrating proof of investor interest (e.g., *Commitment* letters; *Letters of Interest/Intent*). Investor letters should identify whether the investor will make a direct investment in the CDE or into a partnership. Be sure to follow the directions in the *Applicant* Instructions section for information regarding the submission of these documents.

TIP: While Table E2 must contain data only, the track record of the *Applicant* (or its *Controlling Entity*) must be discussed in Question #42, the *Applicant* may refer in the narrative to the qualifications and track record of individuals listed in Table C1 who will be responsible for capital-raising activities within the past five years for organizations other than the *Applicant* (or its *Controlling Entity*).

43. Investment Partnerships

- (a) Does the *Applicant* intend to secure investments from partnership entities that will leverage non-*Equity Investments* (e.g., debt, grant dollars) from outside of the partnership to increase the tax credit yield for members of the partnership?

_____ Yes _____ No

(b) If yes, provide the percentage of equity versus non-equity investments for all such investor partnerships based on the *Applicant NMTC Allocation Request*.

_____ % *Equity Investments*

_____ % *Non-Equity Investments*

44. Investment Strategy

(a) Has the *Applicant* provided investor *Commitments* or *Letters of Intent/Interest* for investors listed in Table E1?

_____ Yes _____ No

TIP: *Applicants* that answer Yes to Question #43(a) and complete Table E1 are required to submit, along with their applications, documentation demonstrating proof of the interest of the equity investors and debt providers (e.g., letter indicating intent of equity or debt investor to provide capital to the partnership entity that will provide the *QEI* to the *Applicant*). Be sure to follow the directions in the *Applicant Instructions* section for information regarding the submission of these documents.

(b) If yes, discuss the *Applicant's* strategy for securing *investments* from alternative investors in the event that the investors listed in Table E1 are unable or unwilling to make the anticipated *investments*. If the *Applicant* intends to secure investments from partnership entities that will leverage *non-Equity Investments* (e.g., debt, grant dollars) be sure to address the strategy for identifying and securing both *Equity Investments* and *non-Equity investments*.
(Maximum Response Length: 5,000 characters)

(c) If no, discuss the *Applicant's* strategy for securing NMTC investor *Commitments*: (Maximum Response Length: 8,000 characters)

- The *Applicant's* strategy for identifying additional equity investors or non-equity providers (if utilizing a partnership model), including the extent to which the *Applicant* will be utilizing community alliances or strategic partners to raise investment capital.
- The *Applicant's* timeline for securing investments from equity investors and/or partnerships if the *Applicant* answered yes to Question #43(a) and, any risks that may preclude the *Applicant* from closing such investments, and how the *Applicant* is mitigating such risks.
- If the *Applicant* is using a third-party investment banker to raise capital, describe whether a contract is in place, the terms (actual or proposed) of the contract, and the progress to date that the banker has made in securing *Commitments* from investors. Do **NOT** list these investment bankers in Table E1.

45. (a) Will the *Applicant* receive any *QEIs* from *Affiliates*?

_____ Yes _____ No

(b) If the answer to (a) is yes, provide narrative detailing:
(Maximum Response Length: 2,000 characters)

- The name of each such equity investor or non-equity provider;
- The role of each equity investor or non-equity provider with respect to locating, underwriting, and approving each investment;
- Whether each equity investor or non-equity provider offers similar products or services already; and
- If applicable, the extent to which the *Applicant* will offer products with more favorable rates or terms than those currently offered by the equity investor or non-equity provider and/or will target its activities to areas of greater economic distress than those currently targeted by the equity investor or non-equity provider.

TIP: If the *Applicant* has obtained or plans to obtain investments from organizations that also will identify or originate transactions for the *Applicant* **or** organizations that are *Affiliated* with the *Applicant*, it will score well if: a) the *Applicant's* transactions are more targeted in some way to areas of greater economic distress than those areas that investors are already reaching with their investments or loan originations; or b) the *Applicant's* products and services are offered with more favorable rates or terms than those offered by the investor.

46. Quantify as best you can, for each of your planned investment types, how the economic benefits of the NMTC Allocation will be apportioned amongst: (a) the investors, through economic returns; (b) the *QALICB* investees/borrowers, through lower costs of capital; and (c) the *Applicant*, through fees or economic returns.
(Maximum Response Length: 10,000 characters)

TIP: The Fund would expect *Applicants* to quantify this information to the extent practicable, and to be able to demonstrate that there is an appropriate sharing between the investor, *CDE*, and borrowers/investees.

B. Sources and Uses of Capital

TIP: In this sub-section, the Fund seeks to understand both how efficiently the *Applicant* will use *QEI* proceeds and how well it is leveraging other sources of financing in conjunction with the activities undertaken with its *QEI* proceeds. An *Applicant* that intends to invest/re-invest more than 85% of its *QEI* proceeds in *QLICs* will generally score well, provided that the *Applicant* can reasonably demonstrate that it has other mechanisms in place to support its costs of operations.

47. Will more than 85% of the *QEI* proceeds be invested/re-invested in *QLICs*?

____ Yes ____ No If yes, what percentage: _____%.

TIP: The higher the percentage indicated in Question #47, the better the *Applicant* will score under the Capitalization Strategy section. **However, if the *Applicant* receives a *NMTC Allocation*, it will be required to meet the percentage identified above, and such requirement will be a term of its *Allocation Agreement*.** See the Allocation Application Q&A for a discussion of compliance issues related to reinvestments.

48. Complete Table F1. Be sure to list all sources of compensation and profits that the *Applicant* and/or its Affiliates (including, if applicable, investment partnership funds) will charge to (or receive from) its borrowers, investors, or other parties involved in the *NMTC* transactions.

(a) Referencing the information in Table F1 as appropriate, briefly describe the types and amount of all sources of compensation and profits that will be collected (whether at the front-end, back-end or during the compliance period), and how such sources compare to what is typically earned in the marketplace.

(Maximum Response Length: 3,000 characters)

(b) Provide a brief description of how the *Applicant* and/or its *Affiliates* will finance its cost of operations and if it will use the proceeds discussed in (a) for such purposes. Provide a narrative that addresses the following:

(Maximum Response Length: 3,000 characters)

- The estimated total annual cost of operations of the *Applicant* and a description of the sources of funds to support the operating costs.
- A description of the proportion of operating costs that will be covered by internally generated funds versus contributed operating revenue.

- If the *Applicant* will rely on contributed operating revenue from an *Affiliate* organization, discuss that contributing organization’s obligations to make such contributions, its track record in raising cash or in-kind contributions, and its strategy to secure on-going funds.
- To what extent the *Applicant* will require its borrowers to pay transaction costs.

(c) To the extent that proceeds discussed in (a) are not used for operations, provide a brief description of how such proceeds will be utilized by the *Applicant* and/or its *Affiliates* (e.g. to fund reserves; to support additional investments in low-income communities; as a source of profit sharing for the *Applicant* or its *Affiliates*; etc.) (Maximum Response Length: 3,000 characters)

TIP: *Applicants* have five years from the date they enter into an *Allocation Agreement* with the Fund to issue all of their *QEIs*. An *Applicant* that is likely to issue *QEIs* early in this five-year period will score well under this sub-section.

49. Minimum Request Amounts

(a) Is there an absolute minimum amount below which the *Applicant* would be unwilling to accept a *NMTC Allocation*?

_____ Yes _____ No

If Yes, provide the amount \$_____. Describe how this amount was determined. Be sure to address why the *Applicant* could not administer a smaller award: (Maximum Response Length: 1,000 characters)

TIP: At the conclusion of the Fund’s review process, if the *Applicant* is recommended to receive less than the minimum amount of allocation authority identified in Question #49a, the Fund **will not** provide a *NMTC Allocation* to the *Applicant*. An *Applicant* with a high minimum allocation request will need to demonstrate that it can raise and deploy the capital requested in a timely manner; that it will likely achieve significant community outcomes or production innovations; and that it could not successfully implement its business strategy without this minimum allocation amount.

Exhibit A: Track Record of Activities

Instructions for Exhibit A: Applicants must complete the tables in Exhibit A for any QLICI-like activities for which the Applicant has a track record. An Applicant must provide information for the past five years or for as many years as the Applicant has been in operation if it has been in operation for fewer than five years. An Applicant, at its discretion, may choose to rely upon the track record of its Controlling Entity. **In order to list the track record of the Controlling Entity in Exhibit A, the Applicant must designate a Controlling Entity in Question 3.**

TIPS for Exhibit A:

- 1) Where indicated in Tables A1 and A2, enter the dollar amount of debt financing provided by the Applicant (or Controlling Entity) in row 2a. In row 2b, enter the dollar amount of equity financing provided by the Applicant (or Controlling Entity). Enter all financing from other sources in row 3. Rows 2 and 6 will automatically calculate based on your entries in rows 2a, 2b and 3. The Applicant may discuss in Question 18 any role the Applicant (or Controlling Entity) played in leveraging or facilitating financing it did not originate.
- 2) For the purpose of completing Tables A1, A2 and A3, the Applicant must choose to either include its own track record or that of its Controlling Entity's. If the Applicant chooses to use its own track record it may not include its Controlling Entity's activities. However, if the information reflects the activities of the Controlling Entity, it may include, in the aggregate, the track record of all and any subsidiaries of the Controlling Entity, including the Applicant. The Applicant may discuss track records of both the Applicant and Controlling Entity in the narratives to Questions #18 and #19. The narratives should clearly distinguish between the track records of each entity.
- 3) The Applicant must distinguish between direct financing completed by the Applicant or its Controlling Entity, as indicated in Table(s) A-1 and A-2, Row 2 and financing provided by third party sources, entered in Table(s) A-1 and A-2, Row 3.
- 4) Tables A1-4 should be mutually exclusive. Applicants should not enter the same data in more than one Table in Exhibit A.
- 5) Refer to the TIP in Question #13 regarding how to classify "real estate" vs. "non-real estate" QALICBs.

The Tables in Exhibit A reflect the activities of (check one): *Applicant* *Controlling Entity*

Table A1: Track Record of Loans/Investments to Non-Real Estate Businesses								
Calendar Year(s)	2005	2006	2007	2008	2009	Totals (2005-2009)	Totals to Disadvantaged Businesses and Communities (2005- 2009)	Totals to Non-metropolitan Counties (2005-2009)
1	Total # businesses financed							
2	Total \$ amount of direct financing provided by the <i>Applicant</i> to non-real estate businesses							
	(a) \$ Amount of debt financing provided by <i>Applicant</i>							
	(b) \$ Amount of equity financing provided by <i>Applicant</i>							
3	\$ Amount of financing provided by other sources (including QALICB owner equity) to non-real estate businesses							
4	Total \$ amount of financing from all sources							

Table A2: Track Record of Loans/Investments to Real Estate Businesses								
Calendar Year(s)	2005	2006	2007	2008	2009	Totals (2005-2009)	Totals to Disadvantaged Businesses and Communities (2005- 2009)	Totals to Non-metropolitan Counties (2005-2009)

1	Total # businesses financed								
2	Total \$ amount of direct financing provided by the <i>Applicant</i>	\$	\$	\$	\$	\$	\$	\$	\$
	(a) \$ Amount of debt financing provided by the <i>Applicant</i>	\$	\$	\$	\$	\$	\$	\$	\$
	(b) \$ Amount of equity financing Provided by the <i>Applicant</i>	\$	\$	\$	\$	\$	\$	\$	\$
3	Total \$ Amount provided by other sources (including QALICB owner equity)	\$	\$	\$	\$	\$	\$	\$	\$
4	Total \$ amount financing from all sources	\$	\$	\$	\$	\$	\$	\$	\$

TIP: In Table A3, the term *CDE* also may include other similar community-based organizations that may meet *CDE* certification criteria.

Table A3: Track Record of Loans/Investments to Other *CDEs*

Calendar Year(s)		2005	2006	2007	2008	2009	Totals (2005-2009)	Totals to Disadvantaged Businesses and Communities (2005- 2009)	Totals to Non-metropolitan Counties (2005-2009)
1	Total # <i>CDEs</i> financed								
2	Total \$ amount of financing	\$	\$	\$	\$	\$	\$	\$	\$
3	\$ Amount of financing (debt)	\$	\$	\$	\$	\$	\$	\$	\$
4	\$ Amount of financing (equity)	\$	\$	\$	\$	\$	\$	\$	\$

TIP: In Table A4, the term *CDE* also may include other similar community-based organizations that may meet *CDE* certification criteria.

Table A4: Track Record of Loan Purchases from Other *CDEs*

Calendar Year(s)		2005	2006	2007	2008	2009	Totals (2005-2009)	Totals to Disadvantaged Businesses and Communities (2005- 2009)	Totals to Non-metropolitan Counties (2005-2009)
1	Total # of loans purchased								
2	Total \$ amount of loans purchased	\$	\$	\$	\$	\$	\$	\$	\$

Exhibit B: Projected Activities

Instructions for Exhibit B: All *Applicants* must complete the tables in Exhibit B based on the *QLICI* activities checked in Question #13.

TIPs for Exhibit B:

- 1) If the *Applicant* intends to transfer all or part of its *NMTC Allocation* to its *Subsidiaries*, combine the activities of the *Applicant* and its *Subsidiaries*. Only include those activities to be carried out by the *Applicant* and its *Subsidiaries* relating to equity raised with NMTCs.
- 2) Only include amounts the *Applicant* (or its *Subsidiaries*) will itself originate (e.g., do not include participation amounts that will be originated by third-parties). The *Applicant* may separately discuss amounts it will leverage or facilitate in narrative to Question 21 or Question 22, but should clearly distinguish these amounts and should not include them in the tables in Exhibit B.
- 3) The data included in the tables in Exhibit B, in the aggregate, should not exceed the *Applicant's* total allocation request unless the *Applicant* intends to invest interest, dividends, or other profits received from *QEI* proceeds into additional *QLICIs*. If the *Applicant* is pursuing such a strategy of reinvestment, it should be further described in the narrative to Question 21 or Question 22, and listed separately in lines 5-8 of Tables B1, B2, and B3; lines 5-6 of Table B4; and line 4 of Table B5. **Do not consolidate reinvestment data into lines 1-4, where the *Applicant* should only discuss original *QLICIs*.**
- 4) Refer to the TIP in Question #13 regarding how to classify “real estate” vs. “non-real estate” *QALICBs*.
- 5) To the extent the *Applicant* intends to issue *QEIs* and originate *QLICIs* in 2010 (in accordance with applicable IRS rulings regarding the issuance of *QEIs* prior to notification of a *NMTC Allocation*), such *QLICIs* should be reported under activities in 2010. Any *QLICIs* to be made beyond 2014 should be consolidated into 2014.

TIP: Table B1-B5 should be consistent with the information provided in Q13.

Table B1: Projected Loans/Investments to Non-Real Estate QALICBs (Estimated)							
Calendar Year(s)		2011	2012	2013	2014	2015	Total
1	Total # transactions to be financed						
2	Total \$ amount of financing	\$	\$	\$	\$	\$	\$
3	\$ Amount of financing (debt)	\$	\$	\$	\$	\$	\$
4	\$ Amount of financing (equity)	\$	\$	\$	\$	\$	\$
5	Total # of reinvestment transactions						
6	Total \$ amount of reinvested financing	\$	\$	\$	\$	\$	\$
7	\$ Amount of reinvested financing (debt)	\$	\$	\$	\$	\$	\$
8	\$ Amount of reinvested financing (equity)	\$	\$	\$	\$	\$	\$

Table B2: Projected Loans/Investments to Real Estate Businesses (Estimated)							
Calendar Year(s)		2011	2012	2013	2014	2015	Total
1	Total # transactions to be financed						
2	Total \$ amount of financing	\$	\$	\$	\$	\$	\$
3	\$ Amount of financing (debt)	\$	\$	\$	\$	\$	\$
4	\$ Amount of financing (equity)	\$	\$	\$	\$	\$	\$
5	Total # of reinvestment transactions						
6	Total \$ amount of reinvested financing	\$	\$	\$	\$	\$	\$
7	\$ Amount of reinvested financing (debt)	\$	\$	\$	\$	\$	\$
8	\$ Amount of reinvested financing (equity)	\$	\$	\$	\$	\$	\$

Table B3: Projected Loans/Investments in Other CDEs (Estimated)

Calendar Year(s)		2011	2012	2013	2014	2015	Total
1	Total # transactions to be financed						
2	Total \$ amount of financing	\$	\$	\$	\$	\$	\$
3	\$ Amount of financing (debt)	\$	\$	\$	\$	\$	\$
4	\$ Amount of financing (equity)	\$	\$	\$	\$	\$	\$
5	Total # of reinvestment transactions						
6	Total \$ amount of reinvested financing	\$	\$	\$	\$	\$	\$
7	\$ Amount of reinvested financing (debt)	\$	\$	\$	\$	\$	\$
8	\$ Amount of reinvested financing (equity)	\$	\$	\$	\$	\$	\$

Table B4: Projected Loan Purchases from Other CDEs (Estimated)

Calendar Year(s)		2011	2012	2013	2014	2015	Total
1	Total # selling CDEs						
2	Total # of loan portfolios purchased						

3	Total # of loans purchased						
4	Total \$ amount of loan purchases	\$	\$	\$	\$	\$	\$
5	Total # of loans purchased via reinvested financing						
6	Total \$ amount of loans purchased via reinvested financing	\$	\$	\$	\$	\$	\$

Table B5: Projected *Financial Counseling and Other Services* to Businesses and Entrepreneurs in *Low-Income Communities* (Estimated)

Calendar Year(s)		2011	2012	2013	2014	2015	Total
1	Total # of businesses/entrepreneurs served through counseling or other services						
2	Total estimated hours spent counseling or providing other services per year						
3	Total \$ amount to be spent on counseling or providing other services	\$	\$	\$	\$	\$	\$
4	Total \$ amount of reinvestment to be spent on counseling or providing other services	\$	\$	\$	\$	\$	\$

Exhibit C: Staff and Board Qualifications

Instructions for Tables C1 and C2: The *Applicant* should complete Table C1 and Table C2 in their entirety. Please note that Table C1 allows the #32-35 and their relates to the

Table C1: Management Capacity

Firm	Title at Firm	Type of activity with <i>Applicant</i> in each Capacity (Check all that apply)	Yrs. with (or years providing services to) the <i>Applicant</i>	Position with <i>Applicant</i> (Check all that apply)	Description of Individuals Qualifications
		<input type="checkbox"/> NMTC Application Preparation/Review <input type="checkbox"/> Capital-raising <input type="checkbox"/> Capital deployment <input type="checkbox"/> Sourcing or loan underwriting <input type="checkbox"/> Asset management <input type="checkbox"/> Loan servicing <input type="checkbox"/> NMTC Program compliance <input type="checkbox"/> Provision of services to QALICBs/residents (including FCOS) <input type="checkbox"/> Community Outreach <input type="checkbox"/> Legal services <input type="checkbox"/> Other: -----		<input type="checkbox"/> Governing board (GB) chair <input type="checkbox"/> GB member on loan/investment committee <input type="checkbox"/> Other GB member <input type="checkbox"/> Advisory board member <input type="checkbox"/> ED or equivalent <input type="checkbox"/> CFO or equivalent <input type="checkbox"/> Dir. of lending/investing or equivalent <input type="checkbox"/> Other key management <input type="checkbox"/> Loan/investment officer or equivalent <input type="checkbox"/> Compliance officer <input type="checkbox"/> Other finance staff <input type="checkbox"/> Contracted consultant <input type="checkbox"/> Other (specify): _____	

Table C2: Low Income Community Accountability

Board Member Name	Firm	Title at Firm	Advisory or Governing Board Member?	Yrs. on Board	Indicate how the individual is Representative of <i>Low-Income Communities</i> ?	Describe the individual's qualifications as an LIC representative, including related LIC community affiliations or experiences.
			<ul style="list-style-type: none"> • Advisory • Governing 		<ul style="list-style-type: none"> • Resident • Small business owner • Employee or board member of a non-<i>Affiliated</i> community-based or charitable organization • Religious leader whose congregation is based in a <i>Low-Income Community</i> • Employee of a governmental agency or department that principally serves <i>Low-Income Communities</i> • An elected official (or works for one) whose constituency is comprised principally of residents of <i>Low-Income Communities</i> • Other (specify): _____ 	

Exhibit D: Asset Management

Instructions for Table D1: For each of the past three fiscal years, indicate the total number and dollar amount of loans and equity investments outstanding to both Non Real Estate and Real Estate businesses. For each fiscal year end, enter the total dollar amount of loans that were 90 days past due. Also enter write-offs of loans and equity investments. If the Applicant (or Controlling Entity) has not made loans to either non-real estate or real estate businesses, check the corresponding "N/A" box. If the Applicant has no delinquencies or write-offs, select the box labeled "No delinquencies or write-offs."

The information in Table D1 reflect the activities of (check one): *Applicant* *Controlling Entity*

Table D1: Investment Portfolio

Fiscal Year(s)		FYE 2007	FYE 2008	FYE 2009
1.	Non Real Estate Business Loans & Equity Investments Delinquent or written-off <input type="checkbox"/> N/A <input type="checkbox"/> No delinquencies or write-offs			
2.	# of loans & equity investments outstanding			
3.	Total \$ Amount of loans & equity investments outstanding	\$	\$	\$
4.	Total \$ amount of delinquent loans to non-real estate businesses	\$	\$	\$
5.	Total \$ amount of write-offs of loans & equity investments to non-real estate businesses	\$	\$	\$
6.	Real Estate Businesses Loans & Equity Investments Delinquent or written-off <input type="checkbox"/> N/A <input type="checkbox"/> No delinquencies or write-offs			
7.	# of loans & equity investments outstanding			
8.	Total \$ amount of loans & equity Investments outstanding	\$	\$	\$
9.	Total \$ amount of delinquent loans to real estate businesses	\$	\$	\$
10.	Total \$ amount of write-offs of loans & equity investments to real estate businesses	\$	\$	\$

Exhibit E: Investor Strategy

TIPs for Exhibit E:

- 1) *Applicants* completing Table E1 are required to submit, along with their applications, documentation demonstrating proof of investor interest (e.g., proof of *QEI* issuance; *Commitment* letters; *Letters of Interest/Intent*). For examples of acceptable documentation for the required information, refer to the Fund's *NMTC Allocation Application Q&A Document*. Be sure to refer to the *Applicant Instructions* for information regarding the submission of these documents.
- 2) If an *Applicant* received a previous *NMTC Allocation*, it should not include in Table E1 investors that provided *QEIs* pursuant to the *Applicant's* previous *NMTC Allocation Awards* unless such investors are providing new *QEIs* and/or *Commitments* distinct from the *QEIs* or *Commitments* pertaining to the *Applicant's* previous *NMTC Allocation Awards*.
- 3) In Table E2, an *Applicant* may, at its discretion, rely upon the track record of its *Controlling Entity*. **In order to list the track record of the *Controlling Entity* in Table E2, the *Applicant* must designate a *Controlling Entity* in Question 3.** If the information reflects the *Controlling Entity*, it may include in aggregate the track record of all subsidiaries and affiliates of the *Controlling Entity*.

Instructions for Table E1: In Table E1, *Applicants* should only list the names of actual or prospective investors that have provided *Equity Investments* (in accordance with applicable IRS rulings regarding the issuance of *QEIs* prior to notification of an allocation), *Commitments*, or *Letters of Interest/Intent* in connection with a potential *NMTC Allocation*. To the extent an *Applicant* has or intends to secure investments from partnership entities that will leverage non-*Equity Investments* (e.g., debt, grant dollars), such investments should be separately reported under "Type of Investment". **If an *Applicant* plans to engage an investment banker (or other third party) to raise equity capital on the *Applicant's* behalf, DO NOT INCLUDE** such third party organizations in this table.

Table E1: Identification of Investments and Investor Commitments

	Name of Investor	Type of Investment ¹	Using Leverage Structure ?	Unrelated Entity?	Previous Investor? ²	Total Funding Provided from 2005-2009 (if previous investor)	Dollar Amount Sought	Status of Request ³	Estimated or Actual Date for Receipt of Funds
1			Yes/No	Yes/No	Yes/No	\$	\$		
2			Yes/No	Yes/No	Yes/No	\$	\$		
3			Yes/No	Yes/No	Yes/No	\$	\$		
4			Yes/No	Yes/No	Yes/No	\$	\$		
5	TOTAL	N/A	N/A	N/A	N/A	\$	\$	N/A	N/A

¹ Debt, equity, or grant.

² A previous investor is any investor that has invested in the *Applicant*, its *Controlling Entity*, or any *Subsidiary* entities since 2004.

³ Funds have been received; investor provided *Commitment*; investor issued *Letter of Interest/Intent*.

Table E2: Track Record of Raising Capital from Investors

This table reflect the activities of (check one): <input type="checkbox"/> <i>Applicant</i> <input type="checkbox"/> <i>Controlling Entity</i>							
Calendar Year(s)		2005	2006	2007	2008	2009	Total
1	Total # of investments						
2	Total \$ amount of investments	\$	\$	\$	\$	\$	\$
3	Total # of grants ¹						
4	Total \$ amount of grants ²	\$	\$	\$	\$	\$	\$
5	Total # of below market rate loans ¹						
6	Total \$ amount of below market rate loans ²	\$	\$	\$	\$	\$	\$
7	Total # of market rate loans ¹						
8	Total \$ amount of market rate loans ²	\$	\$	\$	\$	\$	\$
9	Total # of <i>Equity Investments</i> ¹						
10	Total \$ amount of <i>Equity Investments</i> ²	\$	\$	\$	\$	\$	\$

¹ Values should be a subset of Line 1.

² Values should be a subset of Line 2.

Exhibit F. Fees and Flow of Allocations

Instructions for Table F1:

1. All *Applicants* must complete Table F1.
2. *Applicants* must list any and all fees and other sources of compensation and profits that the *Applicant* and/or its *Affiliates* (including, if applicable, investment partnership funds) will charge to (or receive from) its borrowers, investors or other parties involved in the NMTC transactions.
3. The figures provided, for each range, in the table should be basis points, aggregated over the life of investment.

Examples: An *Applicant* that retains 3% of its QEIs, on average, would list 300 basis points in the “Average – Total Amount” column that corresponds to Row 1. An *Applicant* that, on average, charges a 1% origination fee would list 100 basis points in the “Average – Total Amount” column that corresponds to Row 2. An *Applicant* that, on average, charges a .5% annual asset fee for the each year of the seven-year compliance period would list 350 basis points (7 year compliance * 50 basis points) in the “Average – Total Amount” column that corresponds to Row 3. An *Applicant* that, on average, charges a 5% “success fee” at the back-end of the deal would list 500 basis points in the “Average – Total Amount” column that corresponds to Row 4.

4. *Applicants* are required to provide the anticipated maximum, average and minimum fees for each category. The average columns should provide the *Applicant's* best calculation of what the average fees will be across the entire the NMTC Allocation.
5. In top Column 1 (Total Amount) and Sub-Colum 1 (Average – Low – High), *Applicants* are to indicate the amount (in basis points) of the Total fees/revenues that will be charged to various parties. **In each row, the sum of the entries in Columns 2-4 (Charged to Investors – Charged to Borrowers – Charged to Other Entities) and Sub-Colums (Average – Low – High) should equal the corresponding entry in Column 1 and Sub-Colum 1 (Average – Low – High).**

Example: An *Applicant* that charges an average *Commitment* fee of 1% to both the investor and to the borrower would put 200 basis points in Row 2, Column 1, Sub-Colum1 Average; 100 basis points in Row 2, Column 2, Sub-Colum 2 Average; 100 basis points in Row 2, Column 3, Sub-Colum 3 Average; and 0 basis points in Row 2, Column 4, Sub-Colum Average

Table F1: Summary of Compensation and Profits

		Total Amount (Basis Points)			Charged to Investors			Charged to Borrowers or Investees			Charged to Other Entities (e.g., subsidiary CDEs, etc.)		
		Average	Low	High	Average	Low	High	Average	Low	High	Average	Low	High
1	QEI proceeds retained by the CDE ¹												
2	Front-End sources of compensation and profits ²												
3	Ongoing sources of compensation and profits ³												
4	Back-End sources of compensation and profits ⁴												
5	Other sources of compensation and profits ⁵												
	Total												

¹ The "Total Amount" is the inverse of the figure provided in Question 47 expressed as basis points.

² Front-End includes any and all revenue charged prior to or during the close of each transaction (i.e., origination fees, brokerage fees, legal fees, closing costs, guarantee fees, etc.).

³ Ongoing includes any and all revenue collected throughout the allocation compliance period (i.e., asset management, compliance, interest rate spread etc.), with the exception of ordinary interest payments passed through to investors.

⁴ Back-End includes any and all revenue collected at the time of the investment exit (i.e., success, residuals, exit, carried interest, etc.).

⁵ Indicate any other additional sources of revenue charged to investors, borrowers, or other entities.

Instructions for Table F2: All Applicants must complete Table F2.

Table F2: Schedule for Issuing QEIs (Estimated)

Calendar Year (s)		2011	2012	2013	2014	2015	Total
1	Total \$ amount of QEIs to be Issued	\$	\$	\$	\$	\$	\$
2	Percent of total NMTC Allocation	%	%	%	%	%	100%

Glossary of Terms

Affiliate	Any legal entity that <i>Controls</i> , is <i>Controlled</i> by, or is under common <i>Control</i> with, the <i>Applicant</i> .
Allocatee	An <i>Applicant</i> that receives a <i>NMTC Allocation</i> .
Allocation Agreement	An agreement to be entered into by the Fund and a <i>CDE</i> , relating to the <i>NMTC Allocation</i> , pursuant to IRC §45D(f) (2).
Applicant	Any legal entity that is applying to the Fund for the receipt of a <i>NMTC Allocation</i> . This term includes any <i>Subsidiary</i> of the <i>applicant</i> , which may receive a transfer of all or part of a <i>NMTC Allocation</i> from the <i>applicant</i> .
Allocation Application	The application form, issued by the Fund pursuant to a <i>Notice of Allocation Availability (NOAA)</i> , to be completed and submitted by an <i>Applicant</i> in order to be considered for a <i>NMTC Allocation</i> .
Assistance Agreement	A written agreement between the Fund and an entity receiving assistance under the <i>CDFI</i> Program and Native American <i>CDFI</i> Development (NACD) Program specifying the terms and conditions of assistance including, without limitation, performance and financial soundness goals, if applicable. See 12 CFR §1805.104(f).
Authorized Representative	An officer, or other individual, who has the actual authority to sign for and make representations on behalf of the <i>Applicant</i> . This person will also be the primary point of contact for the <i>Applicant</i> .
CDE Certification Application	The application form, issued by the Fund, to be completed and submitted by an entity in order to be certified as a <i>CDE</i> .
Commitment	A document in which an investor commits to make an investment in the <i>Applicant</i> in a specified amount and on specified terms.

Community Development Entity (CDE)	<p>Under IRC §45D(c)(1), any domestic corporation or partnership if:</p> <ol style="list-style-type: none"> (1) The primary mission of the entity is serving, or providing investment capital for, <i>Low-Income Communities</i> or <i>Low-Income Persons</i>; (2) The entity maintains accountability to residents of <i>Low-Income Communities</i> through their representation on any governing board of the entity or on any advisory board to the entity; and (3) The entity is certified by the Fund as a CDE. <i>Specialized Small Business Investment Companies (SSBICs)</i> and <i>Community Development Financial Institutions (CDFIs)</i> are deemed to be CDEs in the manner set forth in Guidance published by the Fund (66 Federal Register 65806, December 20, 2001).
Community Development Financial Institution (CDFI)	<p>An entity that has been certified by the Fund as meeting the criteria set forth in section 103 of the Community Development Banking and Financial Institutions Act of 1994 (12 U.S.C. 4702). For further details, refer to the CDFI Program regulations set forth at 12 CFR 1805.201.</p>
Community Investment Impact System (CIIS)	<p>A web-based data collection system that CDFIs and CDEs will use to submit their Institution-Level Reports and Transaction-Level Reports to the Fund.</p>
Control	<p>Control is defined as:</p> <ol style="list-style-type: none"> (1) Ownership, control, or power to vote more than 50 percent of the outstanding shares of any class of voting securities of any entity, directly or indirectly or acting through one or more other persons; or (2) Control in any manner over the election of a majority of the directors, trustees, or general partners (or individuals exercising similar functions) of any other entity; or (3) Power to exercise, directly or indirectly, a controlling influence over the management policies or investment decisions of another entity, as determined by the Fund.
Controlling Entity	<p>An entity that Controls an <i>Applicant</i>.</p>
Disadvantaged Business	<p>A business that is (a) located in a <i>Low-Income Community</i>; or (b) is owned by a <i>Low-Income Person</i>; or (c) a business that has inadequate access to investment capital.</p>

Disadvantaged Community	This term has the same meaning as a <i>Low-Income Community</i> .
Equity Equivalent Loan	A loan that has certain equity-like provisions, including required principal and interest payments only from cash flow and a flexible maturity date. Note that the definition of this term under the <i>CDFI</i> Program and NMTC Program is more flexible than the definition of the same term under the Bank Enterprise Award (BEA) Program.
Financial Counseling and Other Services	Advice provided by a <i>CDE</i> relating to the organization or operation of a trade or business. See 26 CFR 1.45D-1(d)(7).
FTE	A full time equivalent (FTE) is at least a 35-hour work week.
High Migration Rural County	Any county which, during the 20 year period ending with the year in which the most recent census was conducted, has a net out-migration of inhabitants from the county of at least 10 percent of the population of the county at the beginning of such period. See IRC §45D(e)(5).
Letter of Interest/Intent	A document in which an investor expresses a preliminary interest in making an investment in the <i>Applicant</i> .

Low-Income Community

Under IRC §45D(e)(1), any population census tract if:

- (1) The poverty rate for such tract is at least 20 percent, or
- (2) (a) In the case of a tract not located within a metropolitan area, the median family income for such tract does not exceed 80 percent of statewide median family income, or (b) in the case of a tract located within a metropolitan area, the median family income for such tract does not exceed 80 percent of the greater of statewide median family income or the metropolitan area median family income.

With respect to IRC §45D(e)(1)(B), possession-wide median family income shall be used (in lieu of statewide income) in assessing the status of census tracts located within a possession of the United States.

Under IRC §45D(e)(2), *Targeted Populations* will also be treated as *Low-Income Communities*. See IRS Notice 2006-60.

Under IRC §45D(e)(3), in the case of an area that is not tracted for population census tracts, the equivalent county divisions (as defined by the Bureau of the Census for purposes of determining poverty areas) shall be used for purposes of defining poverty rates and median family incomes. See IRC §45D(e) for additional criteria.

Low-Income Person

Any individual having an income, adjusted for family size, of not more than:

- (1) For metropolitan areas, 80 percent of the area median family income; and
 - (2) For non-metropolitan areas, the greater of (a) 80 percent of the area median family income or (b) 80 percent of the statewide non-metropolitan area median family income.
-

Minority-owned or Minority-controlled	<p>Minority-owned for-profit entity: A for-profit entity that is not a MDI and that has at least 51 percent of its equity ownership interest being owned by individuals who identify themselves as Black American, Asian American, Hispanic American, or Native American.</p> <p>Minority-controlled not-for-profit entity: A not-for-profit entity with at least 51 percent of its Board of Directors comprised of individuals who identify themselves as Black American, Asian American, Hispanic American, or Native American.</p> <p>Minority Depository Institution (MDIs): An entity that is designated by the FDIC as a Minority Depository Institution.</p>
New Markets Venture Capital Company (NMVCC)	An entity designated as a NMVCC by the Small Business Administration under the New Markets Venture Capital Company Program. See 13 CFR 108.10 for more information.
Non-Metropolitan Counties	Counties not designated as a metropolitan statistical area including Consolidated Metropolitan Statistical Areas (CMSAs) and Primary Metropolitan Statistical Areas (PMSAs) in accordance with OMB Bulletin No. 99-04 (Revised Statistical Definitions of Metropolitan Areas (MAs) and Guidance on Uses of MA Definitions) and based on 2000 Census data.
Notice of Allocation	Notification to the <i>Allocatee</i> from the Fund which informs the <i>Allocatee</i> of its receipt of a <i>NMTC Allocation</i> subject to the terms and conditions set forth in the notice (see applicable <i>NOAA</i>).
Notice of Allocation Availability (NOAA)	A document published by the Fund in the <u>Federal Register</u> that provides specific guidance on how a <i>CDE</i> may apply for a <i>NMTC Allocation</i> , the competitive procedure through which such allocations will be made, and the actions that will be taken by the Fund to ensure that proper allocations are made to appropriate entities. The <i>NOAA</i> published in conjunction with the 2009 <i>Allocation Application</i> will only apply to the 2009 allocation year.
NMTC Allocation	An allocation of tax credit authority pursuant to the New Markets Tax Credit Program.
NMTC Program Income Tax Regulations	The regulations promulgated by the Internal Revenue Service which provide guidance for taxpayers claiming the New Markets Tax Credit under IRC §45D. See 26 CFR 1.45D-1 for more information.

Postmark

As defined by 26 CFR 301.7502-1. In general, the Fund will require a postmark date that is on or before the applicable deadline. The document must be in an envelope or other appropriate wrapper, properly addressed and deposited in the U.S. mail. The document may be delivered by the United States Postal Service or any other private delivery service designated by the Secretary of the Treasury. For more information on designated delivery services, please see IRS Notice 2002-62, 2002-2 C.B.574

Qualified Active Low-Income
Community Business
(QALICB)

Under IRC §45D(d)(2), any corporation (including a non-profit corporation) or partnership if for any taxable year:

- (1) At least 50 percent of total gross income of such entity is derived from the active conduct of a qualified business within any *Low-Income Community*;
- (2) A substantial portion of the use of the tangible property of such entity (whether owned or leased) is within any *Low-Income Community*;
- (3) A substantial portion of the services performed for such entity by its employees are performed in any *Low-Income Community*;
- (4) Less than 5 percent of the average of the aggregate unadjusted bases of the property of such entity is attributable to collectibles (as defined in IRC §408(m)(2)) other than collectibles that are held primarily for sale to customers in the ordinary course of such business; and
- (5) Less than 5 percent of the average of the aggregate unadjusted bases of the property of such entity is attributable to nonqualified financial property (as defined in IRC §1397C(e)).

Please refer to the [NMTC Program Income Tax Regulations](#) at 26 CFR 1.45D-1(d)(4) for more information.

Qualified Equity Investment (QEI)	<p>Under IRC §45D(b)(1), any <i>Equity Investment</i> in a <i>CDE</i> if:</p> <ol style="list-style-type: none"> (1) Such investment is acquired by the investor at its original issue (directly or through an underwriter) solely in exchange for cash; (2) Substantially all of such cash is used by the <i>CDE</i> to make <i>QLICIs</i>; and (3) The investment is designated for purposes of IRC §45D by the <i>CDE</i> as a QEI. QEI also includes an <i>Equity Investment</i> purchased from a prior holder, to the extent provided in IRC §45D(b)(4). <p>QEI does not include any <i>Equity Investment</i> issued by a <i>CDE</i> more than five years after the date the <i>CDE</i> receives a <i>NMTC Allocation</i>. Please refer to the NMTC Program Income Tax Regulations at 26 CFR 1.45D-1(c) and related Internal Revenue Service notices for more information.</p>
Qualified Low-Income Community Investments (QLICI)	<p>Under IRC §45D(d)(1), a <i>QLICI</i> is:</p> <ol style="list-style-type: none"> (1) Any capital or <i>Equity Investment</i> in, or loan to, any <i>QALICB</i> (as defined in IRC§45D(d)(2)); (2) The purchase from a <i>CDE</i> of any loan made by such entity that is a <i>QLICI</i>; (3) <i>Financial Counseling and Other Services</i> to businesses located in, and residents of, <i>Low-Income Communities</i>; and (4) Any <i>Equity Investment</i> in, or loan to, any <i>CDE</i>. <p>Please refer to the NMTC Program Income Tax Regulations at 26 CFR 1.45D-1(d)(1) for more information.</p>
Small Business Investment Company (SBIC)	An entity defined in 15 USC 662(3).
Specialized Small Business Investment Company (SSBIC)	An entity defined in IRC §1044(c)(3).
Subsidiary	Any legal entity that is owned or <i>Controlled</i> directly or indirectly by an <i>Applicant</i> . This term includes series funds, which are separate investment funds <i>Controlled</i> by an <i>Applicant</i> .
Targeted Population	As defined in 12 U.S.C. 4702(20) and 12 C.F.R. 1805.201, the term “targeted population” means individuals, or an identifiable group of individuals, including an Indian Tribe, who (A) are <i>Low-Income Persons</i> ; or (B) otherwise lack adequate access to loans or investments.

Unrelated

Persons who are not related within the meaning of IRC §267(b) or IRC §707(b)(1).
