THE PARTNERSHIP BLUEPRINT

STRUCTURING REAL ESTATE FUNDS FOR SUCCESS

BLUEPRINT
PARTNERSHIP CONSULTING

Welcome to *The Partnership Blueprint*, your comprehensive guide to navigating the intricate world of Real Estate Limited Partnerships (RELPs). Whether you're a seasoned investor or a newcomer to the field, this book is designed to provide you with a solid foundation and practical insights into the complexities of setting up and managing a RELP. From understanding the legal frameworks to mastering the nuances of fund administration, *The Partnership Blueprint* offers a detailed approach to help you achieve success in the real estate investment landscape.

In this guide, we delve into the critical legal aspects of establishing a RELP, ensuring that you have a clear understanding of the regulatory requirements and best practices to safeguard your investments. Our detailed chapters cover the formation of the partnership, the roles and responsibilities of general and limited partners, and the essential agreements and documents that form the backbone of a successful RELP.

Beyond the legalities, *The Partnership Blueprint* explores the operational aspects of running a RELP, from day-to-day management to long-term strategic planning. We provide actionable advice on fund administration, investor relations, and compliance, alongside practical tips to enhance your partnership's performance and profitability. Whether you're aiming to launch a new partnership, optimize your operational efficiency or seeking innovative strategies to grow your fund, *The Partnership Blueprint* can be your guide on the path to real estate investment success.

TABLE OF CONTENTS

How can you structure a Promote Fee through dilution?

How often should you schedule a valuation event?

What are common valuation methods for a fund?

What are the advantages of receiving distributions from a RELP?

Should I include distributions when valuing my fund?

What are the considerations when deciding between a closed and an open ended fund?

What is a Distribution Reinvestment Plan (DRIP) and what are the benefits?

What are common KPIs and Targeted Return Metrics?

What information do I require from my property manager?

What are some key features in digestible monthly or quarterly reports?

What should be included in a comprehensive Asset Plan?

What is the purpose and components of an Investment Summary?

How do I create a Fund Proforma and what information should I include?

What should be included in an Asset Onboarding Checklist?

What should I know about Annual General Meetings for the Partnership?

What tasks will my accountant perform?

INTRODUCTION TO LIMITED PARTNERSHIPS

WHAT ARE THE ADVANTAGES OF A LIMITED PARTNERSHIP?

Limited Partnerships are legal entities and flow-through entities for tax purposes. They do not pay taxes at the entity level and exist only under the terms and conditions outlined in the partnership agreement. There are two types of parties who can operate in a limited partnership - General Partners (GP) and Limited Partners (LP). Limited Partners have limited control and limited liability. They give up the right to directly manage the partnership in exchange for their limited liability status, meaning they only stand to lose the amount they have contributed and any amounts they have obligated themselves to contribute under the terms of the partnership agreement. General Partners in the partnership are the controlling partners. There are many advantages to utilizing limited partnerships as a vehicle for real estate investment, including;

Pass-Through Taxation

RELP’s benefit from pass-through taxation, which means that the partnership itself is not subject to federal income tax. Instead, the income, deductions, and tax credits flow through to the individual limited partners, who then report their share on their personal tax returns. This structure avoids the double taxation that can occur with corporations, where income is taxed at both the corporate level and again at the shareholder level when distributed as dividends. Additionally, partners can often take advantage of tax deductions related to depreciation, mortgage interest, and other real estate expenses, potentially reducing their overall tax burden.

Limited Partner Liability

One of the most significant advantages of a Real Estate Limited Partnership (RELP) is the limited liability protection it offers to limited partners. In a RELP, limited partners are only liable for the debts and obligations of the partnership up to the amount of their investment. This protection makes investing in real estate through a RELP an attractive option for individuals and entities looking to minimize their exposure to financial risk.

Capital Raising

RELPs provide a flexible mechanism for raising capital. By allowing multiple limited partners to contribute funds, a RELP can pool significant capital for large-scale real estate projects or funds. This structure is particularly advantageous for developments that require substantial upfront investment, such as commercial buildings, multi-family housing, or mixed-use properties.

Professional Management

In a RELP, general partners (GPs) manage the partnership and oversee the real estate assets. These GPs are typically experienced real estate professionals with expertise in property management, development, financing, and compliance. This professional management can enhance the performance of the real estate assets, as GPs can apply their skills and knowledge to optimize operations, increase property value, and ensure regulatory compliance. Limited partners benefit from the GPs' expertise without needing to be involved in the day-to-day management, making it a passive investment vehicle for them.

Diversification

RELP's enable investors to diversify their real estate holdings without requiring a large capital outlay. By investing in a RELP, limited partners can gain exposure to a portfolio of properties, which may include residential, commercial, industrial, or mixed-use assets. Diversification helps to spread risk, as the performance of the portfolio is not solely dependent on a single property or market.

Estate Planning Benefits

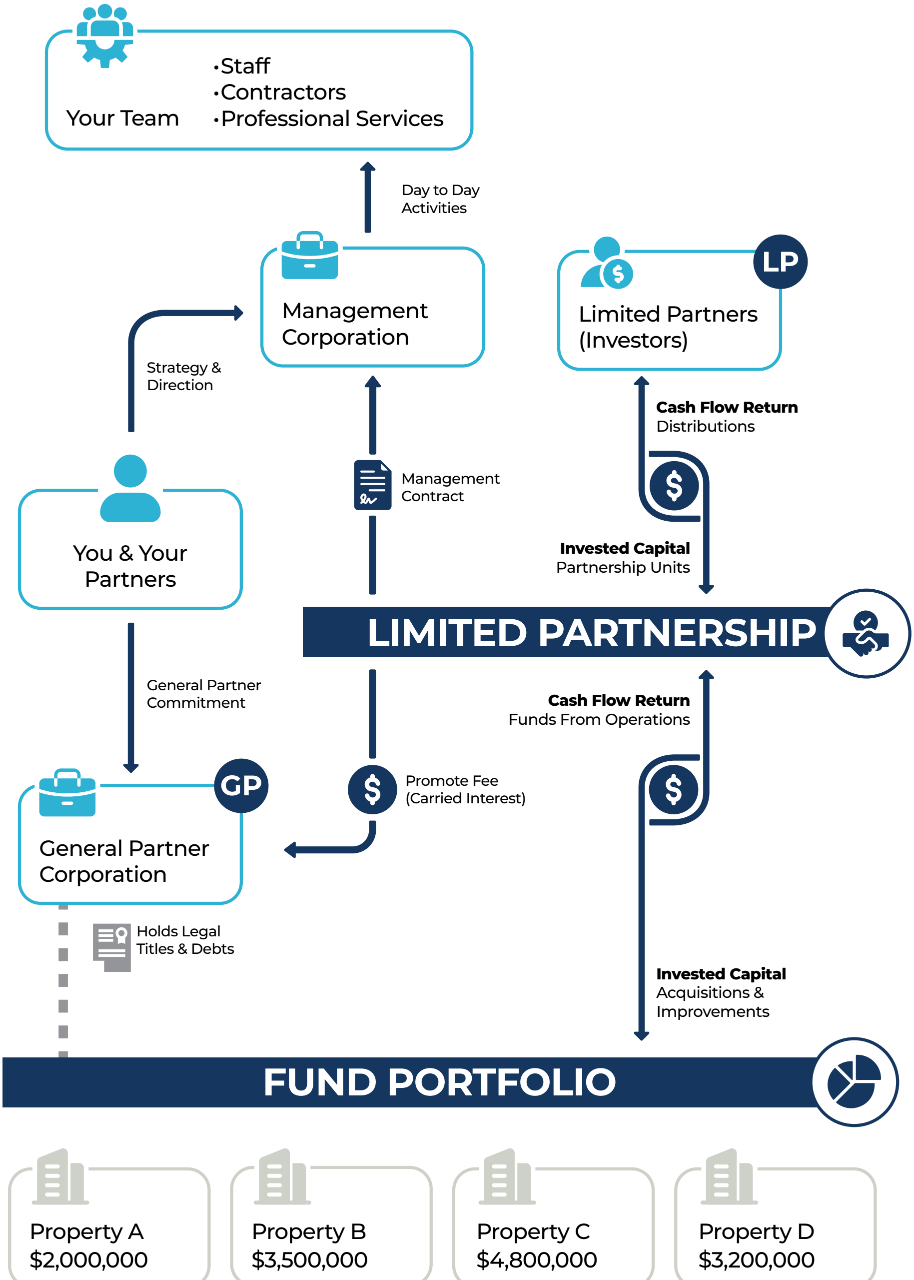
Interests in a RELP can be transferred to heirs or other beneficiaries, often with potential tax advantages. Because the value of a limited partner's interest may be subject to valuation discounts (such as lack of marketability or minority interest discounts), the overall estate tax burden can be reduced. Additionally, the structure allows for continuity in the management and operation of the real estate assets, providing a seamless transition to the next generation.

Flexibility in Structure

The partnership agreement can be tailored to meet the specific needs and goals of the partners, including provisions for profit distribution, decision-making processes, and exit strategies. This customization allows partners to align the terms of the partnership with their investment objectives and risk tolerance. Furthermore, RELPs can be structured to accommodate various types of investors, including individuals, corporations, trusts, and other entities, enhancing their appeal and accessibility.

Profit Sharing and Incentives

RELPs provide clear mechanisms for profit sharing, which can be structured to incentivize performance and align the interests of the general and limited partners. For example, GPs may receive a management fee and a share of the profits, while limited partners receive distributions based on their capital contributions. This alignment of interests encourages GPs to maximize the performance of the real estate assets, as their compensation is tied to the success of the partnership.


Your Team
•Staff
•Contractors
•Professional Services
Day to Day Activities
Management Corporation
LP
Limited Partners (Investors)
Strategy & Direction
Cash Flow Return
Distributions
Management Contract
You & Your Partners
Invested Capital
Partnership Units
LIMITED PARTNERSHIP
General Partner Commitment
Cash Flow Return
Funds From Operations
GP
Promote Fee (Carried Interest)
General Partner Corporation
Holds Legal Titles & Debts
Invested Capital
Acquisitions & Improvements
FUND PORTFOLIO
Property A
$2,000,000
Property B
$3,500,000
Property C
$4,800,000
Property D
$3,200,000

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Contact Us

Have an established Limited Partnership? Contact us to learn how we can take your partnership to the next level.

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