

Table of Contents

Preface.....	vi
About the Authors	viii
I. Overview	1
II. Disadvantages of the Asset Based Approach.....	3
A. Use of Average Discounts in Published Studies	4
B. Inappropriate Reliance on Case History.....	6
III. Selecting Proper Valuation Methodology	8
A. Income Approach	8
B. Market Approach	10
C. Asset Based Approach.....	12
IV. Empirical Data for Income Approach.....	15
A. Marketable Securities.....	15
B. Real Estate.....	16
1. Listed Real Estate Investment Trusts (REITs)	16
2. Publicly Held Limited Partnerships and Nonlisted REITs	18
C. Other Sources of Real Estate Returns	22
D. Summary	23
V. Empirical Data for Market Approach	24
A. Closed-End Funds.....	24
B. Publicly Held Real Estate Entities	27
1. Comparability of Data	28
2. Secondary Market	29
a) Impact of Liquidations	31
b) Mechanics of Buying and Selling LP Interests	32
(1) Role of the Seller	32
(2) Role of the Buyer	32
(3) How Auctions Are Conducted.....	33
(4) Sales Proceeds and Distributions.....	33
3. Questions Raised About Secondary Market Transaction Data	33
C. Liquidating Programs	43
D. Summary	44
VI. What Should Be Included in an Appraisal Report	46
VII. Valuation Examples	49
A. FLP A – Marketable Securities.....	49
1. Income Approach – FLP A	50
a) Determination of Discount Rate	50
b) Scenario 1 - Discounted Net Cash Flow Forecast	53
c) Scenario 2 - Reinvestment of Capital Appreciation	55
d) Scenario 3 - Capitalization of Net Cash Flow	57
2. Market Approach - FLP A.....	58
a) Selection of Closed-End Funds	59
b) Application of Price to NAV Ratios.....	62
3. Reconciliation of Values - FLP A.....	66
B. FLP B – Income Producing Real Estate.....	67
1. Income Approach – FLP B	67
a) Determination of Discount Rate	68
(1) Build Up Method - REITs.....	68

(2)	Build Up Method – Real Estate Limited Partnership Returns	70
(3)	Discount Rate Computations	72
b)	Net Cash Flow Forecast	72
(1)	Scenario 1 – Five Year Liquidation Horizon	73
(2)	Scenario 2 – Ten Year Liquidation Horizon	74
2.	Market Approach – FLP B	75
a)	Sources of Data	75
(1)	Minority Interest Discount Database™	76
(2)	Partnership Guideline Reports™	79
b)	Application of Price to NAV Ratio – Real Estate	80
3.	Reconciliation of Values for FLP B	83
C.	FLP C – Nonincome Producing Real Estate	84
1.	Income Approach – FLP C	85
a)	Determination of Discount Rate	85
b)	Net Cash Flow Forecast	87
(1)	Scenario 1 – Five Year Liquidation Horizon	87
(2)	Scenario 2 – Ten Year Liquidation Horizon	88
2.	Market Approach – FLP C	88
a)	Selection of Guideline Entities	89
(1)	Undeveloped Real Estate Entities (Group 1)	90
(2)	Nondistributing Real Estate Entities (Group 2)	91
b)	Selection of Price to NAV Ratio	91
3.	Reconciliation of Values for FLP C	93
D.	FLP D – Mix of Assets	93
1.	Income Approach – FLP D	94
a)	Determination of Discount Rate	94
b)	Net Cash Flow Projection	96
(1)	Scenario 1	96
(2)	Scenario 2	98
(3)	Reconciliation of Scenarios 1 and 2	99
2.	Market Approach - FLP D	99
a)	Selection of Comparable Entities	100
(1)	Closed-End Funds	100
(2)	Publicly Held Real Estate Interests	106
b)	Application of Price to NAV Ratios	109
3.	Reconciliation of Values for FLP D	109
E.	FLP E – Oil & Gas Interests	110
1.	Income Approach – FLP E	110
a)	Determination of Discount Rate	111
b)	Net Cash Flow Projection	115
2.	Market Approach – FLP E	117
a)	Selection of Oil and Gas Partnerships	118
b)	Application of Price to NAV Ratios	121
3.	Reconciliation of Values for FLP E	121
VIII.	Unique Appraisal Assignments	123
A.	Family Limited Partnerships with Nonmarketable Securities	123
B.	Valuing General Partnership Interests	124
C.	Valuing Assignee Limited Partnership Interests	126
D.	Valuing Multiple or Tiered Limited Partnerships	127
E.	Valuing Family Limited Partnerships with Promissory Notes	128
IX.	Discount for Lack of Marketability	131

A.	Discounts Observed in Publicly Held Limited Partnerships.....	131
B.	Use of Average or Fixed Discounts.....	132
C.	Empirical Approach for Determining DLOM	133
1.	Study A – Private Equity vs. Public Equity Returns.....	133
2.	Study B – Restricted Stock Returns	135
3.	Study C – Long-Term vs. Short-Term Bonds	137
4.	Conclusion.....	139
D.	Examples.....	140
1.	FLP A - Marketable Securities.....	141
2.	FLP B – Income Producing Real Estate	143
3.	FLP C – Nonincome Producing Real Estate	145
4.	FLP D – Mixed Assets	146
5.	FLP E – Oil and Gas Interests.....	148
E.	Conclusion on Lack of Marketability.....	150
X.	Summary.....	151
XI.	Conclusion	152
XII.	Appendix – Secondary Market Pricing of Liquidating Noncontrolling Interests	153
XIII.	Partnership Profiles Executive Summary Reports – 2016 through 2020	165