

August 6, 2013

City Council of  
the City of Alexandria, Virginia  
301 King Street  
Alexandria, Virginia 22314

**Industrial Development Authority of the City of Alexandria  
Proposed Financing for Volunteers of America, Inc.**

Volunteers of America, Inc. (the "Borrower"), a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), has requested that the Industrial Development Authority of the City of Alexandria (the "Authority") recommend approval to the City Council of the City of Alexandria, Virginia (the "City Council") of the issuance of the Authority's revenue bond (the "Bond") in an amount not to exceed \$4,800,000, to assist the Borrower in (a) financing or refinancing certain of the costs of replacement of the roof and other renovations of the approximately 32,000 square foot four-story office building owned by the Borrower and serving primarily as corporate headquarters for the Borrower and its affiliate, located at 1660 Duke Street, Alexandria, Virginia (the "Facility"), (b) refunding those certain outstanding Pooled Loan Program Revenue Bonds, Series A of the Authority issued on September 1, 1999 to finance the costs of acquisition, renovation and equipping of the Facility and related expenditures and (c) financing bond issuance costs and other eligible expenditures (collectively, the "Project").

As set forth in the resolution of the Authority attached hereto, the Authority has agreed to issue its Bond as requested. The Authority has conducted a public hearing on the proposed financing of the Project and has recommended that you approve the issuance of the Bond as required by Section 147(f) of the Code and Section 15.2-4906 of the Code of Virginia of 1950, as amended (the "Virginia Code").

Also attached hereto is: (1) a certificate evidencing the conduct of the public hearing and the action taken by the Authority; (2) the Fiscal Impact Statement required pursuant to Virginia Code Section 15.2-4907; and (3) the form of resolution suggested by counsel to evidence your approval.



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Secretary, Industrial Development Authority of the  
City of Alexandria

## CERTIFICATE

The undersigned Secretary of the Industrial Development Authority of the City of Alexandria (the "Authority") certifies as follows:

1. A meeting of the Authority was duly called and held on August 6, 2013 at 5:00 p.m. at the offices of the Alexandria Economic Development Partnership, Inc. at 625 N. Washington Street, #400, Alexandria, Virginia, pursuant to proper notice given to each Director of the Authority before such meeting. The meeting was open to the public. The time of the meeting and the place at which the meeting was held provided a reasonable opportunity for persons of differing views to appear and be heard.

2. The Chairman announced the commencement of a public hearing on the application of Volunteers of America, Inc. and that a notice of the hearing was published once a week for two successive weeks in a newspaper having general circulation in the City of Alexandria, Virginia (the "Notice"), with the second publication appearing not less than seven days nor more than twenty-one days prior to the hearing date. A copy of the Notice has been filed with the minutes of the Authority and is attached as Exhibit A.

3. A summary of the statements made at the public hearing is attached as Exhibit B.

4. Attached as Exhibit C is a true, correct and complete copy of a resolution (the "Resolution") adopted at such meeting of the Authority by a majority of the Directors present at such meeting. The Resolution constitutes all formal action taken by the Authority at such meeting relating to matters referred to in the Resolution. The Resolution has not been repealed, revoked, rescinded or amended and is in full force and effect on this date.

WITNESS my hand and the seal of the Authority, this 6<sup>th</sup> day of August, 2013.



Secretary, Industrial Development Authority of the  
City of Alexandria

[SEAL]

Exhibits:

- A - Copy of Certified Notice
- B - Summary of Statements
- C - Inducement Resolution

Ad # 11681083 Name MCGUIREWOODS LLP ATTN: KATHERINE EMBREY Size 106 Lines T0005  
 Class 820 PO# Authorized by Account 2010049094

## PROOF OF PUBLICATION

District of Columbia, ss., Personally appeared before me, a Notary Public in and for the said District, Alba Cortes well known to me to be BILLING SUPERVISOR of The Washington Post, a daily newspaper published in the City of Washington, District of Columbia, and making oath in due form of law that an advertisement containing the language annexed hereto was published in said newspaper on the dates mentioned in the certificate herein.

I Hereby Certify that the attached advertisement was published in The Washington Post, a daily newspaper, upon the following date(s) at a cost of \$2,513.12 and was circulated in the Washington metropolitan area.

Published 2 time(s). Date(s): 23 and 30 of July 2013

Account 2010049094

Witness my hand and official seal this 30th day of July 20 13

*Michelle Sinclair*

Michelle Sinclair  
 Notary Public, District of Columbia  
 My Commission Expires 1/1/2015

My commission expires \_\_\_\_\_

NOTICE OF PUBLIC HEARING ON PROPOSED REVENUE BOND FINANCING BY INDUSTRIAL DEVELOPMENT AUTHORITY OF

THE CITY OF ALEXANDRIA Notice is hereby given that the Industrial Development Authority of the City

of Alexandria (the #Authority"), whose address is c/o Alexandria Economic Development Partnership,

Inc., 625 N. Washington Street, #400, Alexandria, Virginia 22314, will hold a public hearing on the

plan of financing application of Volunteers of America, Inc. (the #Borrower"), a New York not-for-

profit corporation which is described in Section 501(c)(3) of the Internal Revenue Code of 1986, as

amended, and whose address is 1660 Duke Street, Alexandria, Virginia 22314. The Borrower is requesting the Authority to issue up to \$4,800,000 of its revenue bonds at one time or from time to

time in one or more series to assist the Borrower in (a) financing or refinancing certain of the costs of replacement of the roof and other renovations of the approximately 32,000 square foot four-

story office building owned by the Borrower and serving primarily as corporate headquarters for the

Borrower and its affiliate, located at 1660 Duke Street, Alexandria, Virginia (the #Facility"), (b)

refunding those outstanding Pooled Loan Program Revenue Bonds, Series A of the Authority issued on

September 1, 1999 to finance the costs of acquisition, renovation and equipping of the Facility and

related expenditures and (c) financing bond issuance costs and other eligible expenditures (collectively, the #Project"). The issuance of revenue bonds as requested by the Borrower will not

constitute a debt or pledge of the faith and credit of the Commonwealth of Virginia or the City of

Alexandria, Virginia, and neither the faith and credit nor the taxing power of the Commonwealth of

Virginia or any political subdivision thereof will be pledged to the payment of such bonds. The

Ad # 11681083      Name MCGUIREWOODS LLP ATTN: KATHERINE EMBREY      Size 106 Lines      T0006  
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public hearing, which may be continued or adjourned, will be held at 5:00 o'clock p.m., or as soon

thereafter as the matter may be heard, on Tuesday, August 6, 2013; before the Authority, at the offices of the Alexandria Economic Development Partnership, Inc., at 625 N. Washington Street, #400,

Alexandria, Virginia. Any person interested in the issuance of the bonds or the location or nature

of the proposed Project may appear at the hearing and present his or her views. Information regarding the Borrower's application is on file and is open for inspection at the Authority's office

at the Alexandria Economic Development Partnership, Inc., at 625 N. Washington Street, #400, Alexandria, Virginia during business hours. INDUSTRIAL DEVELOPMENT AUTHORITY

OF THE CITY OF ALEXANDRIA

## EXHIBIT B TO CERTIFICATE

### Summary of Statements

Representatives of Volunteers of America, Inc. and McGuireWoods LLP, bond counsel, appeared before the Authority to explain the proposed plan of financing. No one appeared in opposition to the proposed bond issue.

EXHIBIT C TO CERTIFICATE

Resolution of the Industrial Development Authority of the City of Alexandria Authorizing the Issuance of up to \$4,800,000 Revenue Bonds for the Benefit of Volunteers of America, Inc.

Attached