

RESOLUTION NO. 3308

RESOLUTION APPROVING THE EXECUTION AND DELIVERY OF A SUPPORT AGREEMENT AND PERFORMANCE AGREEMENT FOR ALEXANDRIA REDEVELOPMENT AND HOUSING AUTHORITY

WHEREAS, the Alexandria Redevelopment and Housing Authority ("ARHA" or "the Authority") is a political subdivision of the Commonwealth of Virginia (the "Commonwealth") created to preserve and provide safe, decent, sanitary, and affordable housing for low-income and low to moderate-income families, through the reorganizing, alteration and reconstruction of housing, and all other purposes outlined in the Housing Authority Law, Chapter I, Title 36 of the Code of Virginia of 1950 (the "Act"), as amended, servicing the needs of residents of the City of Alexandria service area (the "City");

WHEREAS, in April of 2025, ARHA entered into a purchase agreement to acquire The Alate, which is a senior housing development located at 1122 North First Street (Real Estate Account No. 10963500) in the City of Alexandria (the "Project Property");

WHEREAS, ARHA plans to relocate willing and age-eligible residents currently living at the Ladrey Senior High-Rise development located at 300 Wythe Street (the "Ladrey Property") to the Project Property for permanent housing (the "Project");

WHEREAS, to finance the acquisition of the Project Property, ARHA has applied for bond funding from the Virginia Resources Authority ("VRA") and intends to contribute approximately \$6 million of its funds as equity;

WHEREAS, ARHA has been advised that Virginia Resources Authority ("VRA") is willing to finance the acquisition of the Project Property through the Virginia Pooled Financing Program (the "VRA Financing") on terms favorable to ARHA in accordance with the terms and conditions of a Local Bond Sale and Financing Agreement between VRA and ARHA (the "Financing Agreement"); and

WHEREAS, VRA has indicated that its agreement to provide the VRA Financing will be conditioned upon the City's execution and delivery of a Support Agreement to evidence the non-binding obligation for the City to appropriate as may be necessary from time to time funds in connection with the debt service payments due from the Authority under its VRA Financing, which appropriated funds will constitute a source of and security for the payment of debt service on the VRA Financing (the "Moral Obligation"), and a substantially final draft of which Support Agreement has been presented to this meeting.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF ALEXANDRIA, VIRGINIA:

1. It is found and determined that the best interests of the City and its citizens will be served by the agreement by the City Council to enter into the Support Agreement

to satisfy certain conditions related to the VRA Financing by providing the Moral Obligation.

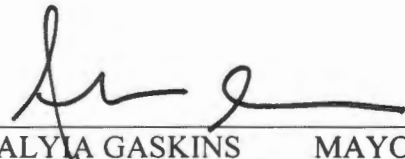
2. VRA would not approve the VRA Financing without the security and credit enhancement provided by the Support Agreement. VRA is treating the Support Agreement as a "local obligation" within the meaning of Section 62.1-199 of the Virginia Code, which, in the event of a nonpayment thereunder, authorizes VRA or the trustee for VRA's bonds to file an affidavit with the Governor of the Commonwealth (the "Governor") that such nonpayment has occurred pursuant to Section 62.1-216.1 of the Virginia Code. Section 62.1-216.1 provides that if the Governor is satisfied that such nonpayment has occurred, the Governor will immediately make an order directing the Comptroller of the Commonwealth (the "Comptroller") to withhold all further payment to the City of all funds, or of any part of them, appropriated and payable by the Commonwealth to the City for any and all purposes. The Governor will, while the nonpayment continues, direct in writing the payment of all sums withheld by the Comptroller, or as much of them as is necessary, to VRA, to cure, or cure insofar as is possible, such nonpayment.
3. The City and ARHA are negotiating a performance agreement governing the conditions under which the City will agree to provide the Moral Obligation to VRA (the "Performance Agreement"). The City Manager is hereby authorized and directed to execute and deliver such Performance Agreement, provided that the terms and conditions thereof are deemed to be in the best interests of the City by the City Manager, after consultation with the City Attorney and City Council.
4. Upon execution of the Performance Agreement, the City Manager or his designee is hereby authorized and directed to execute and deliver the Support Agreement, in substantially the same form and content presented at this meeting. The Support Agreement may be updated with completions, omissions, insertions, and changes not inconsistent with this Resolution, as deemed necessary by the City Manager in consultation with the City Attorney.
5. The City Manager is hereby authorized and directed to carry out the obligations set forth in the Performance Agreement and Support Agreement, and to take all proper steps on behalf of the City as may be required in connection with ARHA's financing of the Project or with the carrying out of any matter authorized by this Resolution, the Performance Agreement, and Support Agreement.
6. Nothing contained herein or in the Performance Agreement or Support Agreement is or shall be deemed to constitute a "debt" of the City or to be a lending of the credit of the City to the ARHA, VRA or to any holder of the VRA Financing or to any other person, and nothing herein contained is or shall be deemed to be a pledge of the faith and credit or the taxing power of the City, nor shall anything contained herein or in the Support Agreement or Performance Agreement legally bind or obligate the City Council to appropriate funds for the purposes described in the Support Agreement.

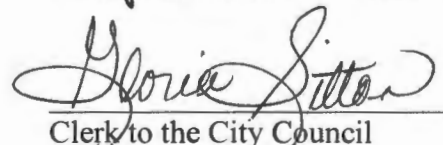
7. All other acts of the City Manager or other officers of the City in furtherance of the VRA Financing for the Project and the execution and delivery by the City of the Support Agreement and Performance Agreement are hereby ratified, approved, and confirmed.
8. No covenant, condition, agreement, or obligation contained in the Support Agreement or Performance Agreement shall be deemed to be a covenant, condition, agreement, or obligation of any officer, employee, or agent of the City in his or her individual capacity, and no officer of the City executing the Performance Agreement or Support Agreement shall be liable personally on the Performance Agreement or Support Agreement, or be subject to any personal liability or accountability by reason of the execution and delivery thereof.
9. This Resolution shall take effect immediately.

Adopted: June 24, 2025

(SEAL)

A COPY TESTE:


ALYIA GASKINS MAYOR


Clerk to the City Council

CERTIFICATE

The undersigned Clerk of the City Council (the "Council") of the City of Alexandria, Virginia (the "City") hereby certifies that:

1. A meeting of the Council was duly called and held on June 24, 2025 (the "Meeting").

2. Attached hereto is a true, correct and complete copy of a resolution (the "Resolution") of the Council entitled "**RESOLUTION APPROVING THE EXECUTION AND DELIVERY OF A SUPPORT AGREEMENT AND PERFORMANCE AGREEMENT FOR ALEXANDRIA REDEVELOPMENT AND HOUSING AUTHORITY**" as recorded in full in the minutes of the meeting and duly adopted by a majority of the members of the Council present and voting during the meeting.

3. A summary of the members of the Council present or absent at the meeting and the recorded vote with respect to the Resolution, is set forth below:

| <u>Member Name</u> | <u>Voting</u> | | | | |
|---------------------|----------------|---------------|------------|-----------|-------------------|
| | <u>Present</u> | <u>Absent</u> | <u>Yes</u> | <u>No</u> | <u>Abstaining</u> |
| Alyia Gaskins | x | | x | | |
| Sarah Bagley | x | | x | | |
| Canek Aguirre | x | | x | | |
| John Taylor Chapman | x | | x | | |
| Abdel Elnoubi | x | | x | | |
| Jacinta Greene | x | | x | | |
| R. Kirk McPike | x | | x | | |

4. The Resolution has not been repealed, revoked, rescinded, or amended and is in full force and effect on the date hereof.

Dated: June 24, 2025

WITNESS my signature and the seal of the City Council of Alexandria City, Virginia, this 24_ day June 2025.


Clerk, City Council of the City of Alexandria,
Virginia

[SEAL]