Alexandria Redevelopment and Housing Authority

Agenda and Meeting Materials

for the

ARHA Board of Commissioners Regular Meeting

November 23, 2026

Alexandria Redevelopment and Housing Authority

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Alexandria Redevelopment and Housing Authority

MEETING AGENDA

Alexandria Redevelopment and Housing Authority

Alexandria Redevelopment and Housing Authority

Regular Meeting of the Board of Commissioners

401 Wythe Street, Alexandria VA 22314

Monday, November 23, 2026, at 7:00PM

1) Call to Order
2) Reading and Approval of the Minutes from October 26, 2026
3) Public Discussion Period for Resident Association
4) Public Discussion Period – 3 minutes per speaker
5) Secretary-Treasurer Report
6) Committee Reports
7) Consent Docket Items
    a) Resolution No. 817 – 2026 Vote to Approve an Extension of the Term Sheet with the Fairstead Development Team for the Construction of The Samuel Madden South Public Housing Community
8) Action Docket Items
    a) Resolution No. 819 – 2026 Vote Approval to Submit to the FY 2026 – 2030 5-Year Capital Fund Action Plan Funding
    b) Resolution No. 820 – 2026 Vote to Authorize the Buyout and Assignment of the Investor Limited Partner and Special Limited Partner Interests in West Glebe Housing Limited Partnership to an Arha-Controlled Entity at The Close of the LIHTC Compliance Period
    c) Resolution No. 821 – 2026 Vote to Authorize the Buyout and Assignment of the Investor Limited Partner and Special Limited Partner Interests in Old Dominion Housing Limited Partnership to an ARHA-Controlled Entity at the Close of the LIHTC Compliance Period
9) New Business
    a) Resolution No. 822 – 2026 Vote to Authorize the Formation of Alate Old Town LLC as the Single-Asset Borrower for the Potential HUD Section 223(F) Refinancing of the Alate
10) Announcements
11) Executive Session (closed)
12) Resume Regular Meeting

13) Other Items

14) Adjournment

Alexandria Redevelopment and Housing Authority

MEETING MINUTES

Alexandria Redevelopment and Housing Authority

MINUTES OF THE ALEXANDRIA REDEVELOPMENT & HOUSING AUTHORITY
REGULARLY SCHEDULED BOARD MEETING
Monday, October 27, 2026, at 7:00PM

THOSE PRESENT:

Mark Jinks, Chair
Dr. Darnella McGuire-Nelson, Vice-Chairwoman
Theresa Peterson
Anna Gray (virtual)
Cassandra Lewis
Michael Butler
Annette Rodriguez (virtual)
Kristen Weber
Nathan Macek

RECORDER:
Neal Gross

ITEM I: CALL TO ORDER AND ROLL CALL

Chair Jinks called the meeting to order at 7:00 p.m.

ITEM 2: APPROVAL OF THE MINUTES FROM September 28, 2026:

Chair Jinks presented the minutes for September 28, 2026.

Commissioner Macek made a motion to approve September 28, 2026, meeting minutes, which was seconded by Vice Chairwoman Dr. McGuire-Nelson.

The motion was approved with (9) Yeas, and (0) Nay.

ITEM 3: PUBLIC DISCUSSION PERIOD FOR RESIDENT ASSOCIATION

Resident Association Report
Commissioner Rodriguez explained that, before each monthly Resident Association meeting, she conducts a separate planning meeting with the officers via Zoom. During these meetings, the officers review and prepare the agenda, share updates on residents they are assisting, discuss important issues, and identify next steps for the Association.

Each officer is assigned a topic to present at the monthly meeting. Commissioner Rodriguez stated that this approach has encouraged greater officer participation, accountability, and preparation while strengthening teamwork, improving communication, and making meetings more organized and productive.

Commissioner Rodriguez characterized the meeting as productive and positive, noting that residents were pleased with the discussion and left the meeting satisfied.

ITEM 4: PUBLIC DISCUSSION PERIOD

ITEM 5: SECRETARY-TREASURER EXECUTIVE SUMMARY REPORT

Mr. Priest opened his report by highlighting ARHA's efforts to embrace technology and modernize its communications. He noted that staff had developed video content, with additional clips available on the agency's website.

Mr. Priest reported that October provided increased opportunities to engage with residents through Resident Association meetings, community events, and visits to properties. He shared a recent interaction with a longtime resident of Annie B Rose, who expressed appreciation for his return to ARHA.

He emphasized that these interactions reinforce the importance of the agency's work and demonstrate the value of building trust with residents. Mr. Priest encouraged staff to remain committed to improving residents' quality of life and delivering high-quality programs and services.

Financial Position and Cash Flow
Mr. Priest described the Agency's financial position as unpredictable due to fluctuations in rental collections and delays in receiving federal funding.

For the first time in several months, ARHA reported positive cash flow of $1,319,405, primarily resulting from the receipt of outstanding federal funding for capital improvements and the Moderate Rehabilitation Program. Additional anticipated funding was expected to sustain the positive cash position through the remainder of the calendar year. However, Mr. Priest cautioned that cash flow could deteriorate during the first quarter of 2027, depending on the timing of federal funding approvals and disbursements.

He noted that the beginning of the fiscal year is particularly challenging because federal budgets may not yet be approved and funding distributions can be delayed. Some of the funds recently received had originally been approved nearly a year earlier.

Financial Reports and Budget-to-Actual Results
Mr. Priest reviewed the financial reports included in the Board book, noting that the package now included a cash flow statement, combined income statement, consolidated balance sheet, and property-level budget-to-actual report.

He highlighted the following financial results:

- Monthly actual net income reflected a deficit of $113,703.
- Year-to-date actual net income reflected a deficit of $1,657,695.
- Administrative expenses showed an unfavorable budget-to-actual variance of approximately $1.732 million.
- Tenant income reflected a monthly variance of $404,728 and a year-to-date variance of $1,111,189.

Mr. Priest emphasized that year-to-date tenant rental income of approximately $9.833 million was insufficient to cover administrative expenses of approximately $9.707 million, before

accounting for other agency operating costs. He further explained that combined tenant and other income did not cover the Agency's administrative, tenant services, and utility expenses. Grant revenue, including Housing Choice Voucher funding, remains another significant source of agency income.

Mr. Priest stressed the importance of improving rent collections to a consistent **95 percent**. He also noted that rents at market-affordable properties had not been increased in several years and that the Agency needed to evaluate appropriate rent adjustments. He indicated that improving rental collections and evaluating rent increases could generate additional revenue to help offset operating expenses.

Mr. Priest stated that the financial variances underscored the need to reassess revenue projections and control expenses. He emphasized that ARHA must reengineer its operations and align expenses with available revenue to establish a more financially stable organization.

Mr. Priest reviewed the property revenue and expense report, noting that most of ARHA's properties were generating positive net income. However, six of the 23 properties reflected negative net income.

He explained that additional accounting adjustments were needed before the property-level results could be fully evaluated. For example, approximately $1,844,100 in Housing Choice Voucher funding was reflected in one column and needed to be allocated across the appropriate properties. This adjustment could significantly affect individual property results.
Mr. Priest noted that the largest positive net income identified in the report was approximately $53,000 at Quaker Hill. He also emphasized that the properties showing higher net income were primarily market-affordable properties rather than public housing communities.

FY 2027 Operating and Capital Budget Development
Mr. Priest reported that ARHA was preparing its FY 2027 operating and capital budgets, with the goal of presenting them to the Board for adoption in December. The process would include several meetings and briefings with the Finance and Budget Committee, followed by a comprehensive budget briefing for the full Board before adoption. He explained that, for the first time, ARHA would present a separate capital budget reflecting the Agency's full capital needs rather than only the annual capital funding provided by HUD. The proposed capital budget would include a five-year forecast of anticipated capital requirements.

Mr. Priest cautioned that even the five-year projection would be conservative because unexpected emergencies, particularly at older properties, can significantly affect capital needs. Examples included fire panel replacements, boiler failures, and other unforeseen repairs. He encouraged Commissioners to actively participate in the budget review process, ask questions, and challenge the Agency regarding its proposed spending and priorities.

Agency Audit
Mr. Priest reported that ARHA had received an unqualified audit and that copies would be distributed to the Board. He introduced representatives from the Agency's audit firm, Novogradac, whom he had invited to provide a brief presentation on the audit.

Mr. Priest thanked Melena Nelson, ARHA staff, and the Agency's consultants for their work in completing the annual audit. He emphasized the importance of identifying any issues during the audit process so that ARHA could ensure compliance with applicable guidance and procedures and improve the process for the following year.

Rich Larsen, Partner from Novagradac, presented the Authority's FY2025 audit results and reviewed the three reports to include financial statements, internal controls, and compliance with federal program requirements.

In addition to the Agency-wide audit, audits were completed for Princess Square, VHD, LLC, and the Agency's component entities. Mr. Priest described this as a significant accomplishment. In response to Mr. Macek's question, he confirmed that copies of the audit would be provided to the Board during the week.

Maintenance and Property Operations

Vacant Unit Turnaround

Mr. Priest reported that, at the end of September, ARHA had 58 vacant units, consisting of 36 market-affordable units and 22 public housing units. Based on the scope of repairs required, the original estimated turnaround period was 60 to 75 days. By early October, 29 units remained vacant. Mr. Priest directed staff to reduce the turnaround schedule to 30 days, utilizing both ARHA maintenance personnel and contractors. The goal was to make all 29 units available for occupancy, generating rental income and supporting the Agency's goal of reaching 95 percent occupancy and rent collection. He reported that the effort was progressing well and discussed a fire that occurred in a unit at 407A Euille, Chatham Square, while contractors were performing work. The smoke alarm and sprinkler systems functioned properly, extinguishing the kitchen fire before it spread to other units. The Fire Department commended the effectiveness of the sprinkler system. No residents were displaced, and the contractor was continuing repairs to the affected kitchen. Mr. Priest stated that, once the current vacant-unit backlog was addressed, staff would be better positioned to complete routine unit turnovers within approximately 20 days.

Trash Removal and Property Cleanliness

Mr. Priest identified trash removal as an ongoing concern, particularly at mixed-income properties where some residents were leaving trash outside designated disposal areas and near building entrances. He noted that property owners had raised complaints about the conditions. He directed staff to conduct daily visits to properties to ensure trash was being removed. Maintenance employees reporting early were instructed to inspect property grounds before beginning their assigned work orders.

Mr. Priest also raised concerns about the condition of the trash compartments at Old Town Commons. He reported that ARHA had contacted its trash contractor regarding inadequate dumpster cleaning and advised that the Agency would consider replacing the contractor if the issue was not corrected. He planned to meet with residents at Chatham Square and Old Town Commons to discuss trash removal and related concerns.

Work Order Activity

Mr. Priest reported that ARHA received 234 work orders in September, a significant decrease from the approximately 1,000 work orders reported during the prior reporting period, which covered two months. He expressed optimism that the number would continue to decline but cautioned that work orders could increase during the winter months.

Andrew Adkins Rodent Control

Mr. Priest reported an increase in rodent activity at Andrew Adkins following construction activity by Clark Construction on its adjacent property. Pile driving and other construction activities had reportedly disturbed existing rodent burrows. After meeting with residents and inspecting the affected areas, ARHA coordinated with its pest control contractor, City Code Enforcement, and other responsible parties to identify effective solutions. Mr. Priest directed

that current pest control practices be reviewed and that the contractor provide weekly progress reports. He emphasized that eliminating the rodent problem was a priority.

City Code Enforcement Collaboration
Mr. Priest praised ARHA's improved working relationship with City Code Enforcement and the Agency's inspection staff, including Carmelita and her team. He stated that Code Enforcement had become a valuable partner in identifying property concerns and helping ARHA maintain the long-term condition of its properties. He specifically highlighted the assistance provided at Cameron Valley in addressing soil erosion and structural concerns that had resulted in one unit being condemned and another being deemed uninhabitable. Through coordination with the City, the necessary issues were addressed, allowing both units to return to occupancy. Mr. Priest emphasized the importance of maintaining strong partnerships with City departments.

Rent Collection and Occupancy
Mr. Priest reported that rent collection for public housing and market-affordable properties was approximately 86%, while occupancy for both categories was approximately 90 percent. He reiterated the need to improve rent collection and evaluate rent adjustments where appropriate.

Development and Asset Management
Mr. Priest noted that the Board reporting package included more extensive information regarding ARHA's development activities and asset management portfolio. He emphasized that the Agency's long-term financial health and success are closely tied to its ability to effectively manage and advance development projects. He explained that successful development transactions require sufficient resources for pre-development costs, financial commitments, and guarantees. Without the necessary funding and resources, ARHA would be limited in its ability to pursue major development opportunities.

Communications and Community Outreach
Mr. Priest reported meeting with three media representatives during October: Jim Cullum, Hannah Shiblaq, and Carolina Cruz. He described the conversations as productive opportunities to address previously published stories and provide information about ARHA's activities and initiatives. He announced plans to host a media communications forum in December, with Mr. Cullum participating as a speaker. The forum would focus on strengthening ARHA's communication with the media. Mr. Priest also emphasized the need for ARHA to share more positive, resident-focused stories highlighting individuals and families who have benefited from agency programs and services. He stated that the Agency needed to do a better job of communicating its accomplishments rather than allowing negative coverage to dominate the public narrative.

Additional outreach activities included:
- A meeting with the Human Rights Commission attended by Mr. Priest and Chair Jinks.
- A meeting with the Alexandria People's Assembly, formerly known as TLTI, an organization that has provided leadership development training to ARHA residents.
- Attendance at the October 7 tenant meeting.
- Participation in the Andrew Adkins resident meeting with Clark Construction.

Mr. Priest also reported that ARHA was updating its website and social media platforms to ensure information was current and more effectively communicated. The Agency was considering engaging a web designer to assist with restructuring the website.

Upcoming Community Forums and City Council Presentation

Mr. Priest announced plans for two community forums:

- **November:** A forum on artificial intelligence and housing, featuring an experienced speaker who has presented internationally on the subject. The event would be open to ARHA stakeholders, City leadership, the Office of Housing, and other community partners.
- **December:** A forum focused on communication and media relations.

Mr. Priest also provided an update on the upcoming presentation to City Council. He and Chair Jinks had worked together to develop the agenda and presentation materials. Mr. Priest confirmed that the presentation would be provided to City leadership by midday Wednesday and shared with Commissioners in advance.

Resident Services and Community Programs

Mr. Priest concluded his report by emphasizing the importance of resident services and the need to place greater focus on resident empowerment. He stated that ARHA's programs should not only provide recreational and supportive activities but also create opportunities for residents to improve their financial stability and quality of life.

He provided updates on the following activities:

- **Winter Coat Distribution:** ARHA held a successful coat distribution at Charles Houston, providing approximately 350 coats to residents. Additional coats would be ordered for children whose sizes were unavailable during the event.
- **Trunk-or-Treat:** ARHA was scheduled to host its Trunk-or-Treat event in the agency garage on Wednesday at 5:30 p.m. Staff members were participating by decorating their vehicle trunks, and Commissioners were encouraged to attend.
- **Thanksgiving Basket Distribution:** ARHA would continue its customary Thanksgiving basket distribution to support residents during the holiday season.
- **Santa's Winter Wonderland:** The annual holiday celebration was scheduled to begin December 15 and conclude December 19, with several activities planned throughout the week.

Mr. Priest also noted that a reception and recognition program would be held on December 17. He encouraged Commissioners to recommend community members and neighborhood partners whose contributions should be recognized.

ITEM 6: COMMITTEE REPORTS:

Planning and Development Committee Report

Commissioner Macek reported that the Committee's primary discussion at its previous meeting focused on conduit bond financing for several development projects, which were included elsewhere on the Board's agenda. The Committee also received updates on ongoing development activities at Ladrey and Samuel Madden.

Commissioner Macek noted that the Samuel Madden project had held its topping-out ceremony since the Committee's last meeting. He acknowledged the Board members who attended and highlighted the project's continued progress, including recent media coverage. He indicated that the remaining major development topics would be addressed under other items on the agenda.

Community and Engagement Committee

Vice-Chairwoman Dr. McGuire-Nelson reported that the Committee discussed upcoming events, which had already been addressed by Mr. Priest in his report. The Committee also developed its agenda for the October 29 City Council meeting. She noted that the Committee

plans to focus on providing greater flexibility for public comment during Board meetings and highlighting the progress and accomplishments of the Resident Association.

Finance and Audit Committee Report
Commissioner Butler reported that the Finance Committee met the previous Thursday and noted that several discussion items had already been addressed during the Secretary's and Treasurer's reports.

The Committee highlighted the recently completed audit and expressed appreciation to Melena. Nelson and the ARHA staff for their efforts and assistance.

Regarding the FY2027 budget and monthly financial reporting package, Commissioner Butler emphasized that the Committee's focus was on strengthening processes and improving transparency and financial oversight. The FY2027 budget materials had been distributed to the various departments, and the Committee was awaiting their submissions. A working session with the full Board to review the draft budget was tentatively scheduled for Saturday, December 5. Mr. Butler asked whether that date remained confirmed. He noted that additional time would be devoted to reviewing the draft to ensure a proposed budget could be completed before the applicable HUD deadline and submitted to both the City and HUD.

The Committee also discussed the format and disclosures included in the monthly Board reporting package, with the goal of providing Commissioners with a clearer understanding of underlying operational performance and financial conditions.

Finally, the Committee reviewed the Ladrey financing transaction, including discussions with the various parties involved. Commissioner Butler noted that the transaction was addressed in one of the resolutions before the Board and provided a valuable opportunity for Commissioners to better understand the financial commitments and responsibilities associated with the transaction.

ITEM 7: CONSENT DOCKET ITEMS:

Resolution No. 818-2026 – Vote to Approve the 2027 Small Area Fair Market Rent (SAFMRs)

Commissioner Macek made a motion to approve Resolution No. 818 - 2026, which was seconded by Vice Chairwoman Dr. McGuire-Nelson.

The motion was approved with (9) Yeas, and (0) Nay.

ITEM 8: ACTION DOCKET ITEMS:

Resolution No. 814-2026 –Vo**te to Approve the Issuance of Revenue Bonds for the Benefit of CLI New Elbert LLC in an Amount Not to Exceed $16,000,000 and the Execution of Related Documents**

Vice Chairwoman Dr. McGuire-Nelson made a motion to approve Resolution No. 814 - 2026, which was seconded by Commissioner Macek.

The motion was approved with (9) Yeas, and (0) Nay.

Resolution No. 815 – 2026 Vote to Approve the Issuance of Revenue Bonds for the

Benefit of Ladrey Rehab LLC In an Amount Not to Exceed $18,000,000 and the Execution of Related Documents

Commissioner Macek made a motion to approve Resolution No. 815 - 2026, which was seconded by Commissioner Weber.

The motion was approved with (8) Yeas, abstain (1) and (0) Nay.

ITEM 9: NEW BUSINESS:

Resolution No. 816 – 2026 Vote to Authorize the Issuance of Revenue Bonds in an Amount Not to Exceed $34,000,000 for the Acquisition, Redevelopment, Construction, and Equipping of Naja Apartments, to Be Located at 3660 Mount Vernon Avenue in the City of Alexandria, Virginia

Commissioner Macek made a motion to approve Resolution No. 816 - 2026, which was seconded by Vice-Chairwoman Dr. McGuire-Nelson.

The motion was approved with (9) Yeas, and (0) Nay.

Resolution No. 817 – 2026 Vote to Approve a Sixty-Day Extension of the Term Sheet with the Fairstead Development Team for the Construction of The Samuel Madden South Public Housing Community

Commissioner Macek made a motion to table Resolution No. 817 - 2026, which was seconded by Vice-Chairwoman Dr. McGuire-Nelson.

ITEM 10: ANNOUCEMENTS:

The Chair reminded attendees that the joint work session with City Council was scheduled for Thursday at 7:00 p.m. He noted that the meeting would be webcast and that viewing links were available on the City's website for members of the public who wished to watch remotely.

Mr. Priest added an acknowledgment of Gaynelle Diaz and her staff for their excellent work in planning and implementing ARHA's resident services programs. He expressed his appreciation for their dedication and contributions.

ITEM 11: EXECUTIVE SESSION (CLOSED):

Commissioner Weber: moved that the Board of Commissioners of the Alexandria Redevelopment and Housing Authority convene in executive session pursuant to Virginia Code Section2.2-3711(A)(7) for the purpose of receiving legal advice from counsel regarding ongoing litigation involving the Authority, which such discussion in open session would adversely affect the Authority's legal position. This was seconded by Commissioner Peterson.

The motion was approved with (9) Yeas, and (0) Nay.

(The executive session started at 8:26p.m., the above-entitled matter went off the record at 8:26p.m.)

ITEM 12: RESUME REGULAR MEETING AT 9:49PM

Commissioner Macek, moved that the Board certify by roll-call vote that, to the best of each member's knowledge, only public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act, and only such public business matters as were identified in the motion convening the executive session, were heard, discussed, or considered during the closed session.

This was seconded by Commissioner Peterson.

The Board members were polled: Commissioner Lewis, Commissioner Rodriguez, Commissioner Butler, Commissioner Peterson, Vice-Chairwoman McGuire-Nelson, Chair Jinks, Commissioner Gray, Commissioner Weber (9) Yeas and (0) Nays.

ITEM 13: ADJOURNMENT

Commissioner Macek made a motion to adjourn, and it was seconded by Commissioner Peterson, and it was unanimously approved at 9:58 p.m.

Alexandria Redevelopment and Housing Authority

SECRETARY-TREASURER REPORT

Alexandria Redevelopment and Housing Authority

Roy O. Priest, *Interim Chief Executive Officer*

SECRETARY/TREASURER REPORT

November 23, 2026

The ARHA Board celebrated their first- year anniversary this month with the staff and Board making a presentation to the City Council. That was followed by another presentation to the City Council to support our capital budget requirements. This was a monumental event because it was the first request that ARHA has made to be considered a recipient of Capital Funding from the City of Alexandria. This represents the continuing efforts of the ARHA Board to be a collaborative and strategic partner with the City. We are also completing the work to pursue the completion of follow-up actions that were outlined at the productive ARHA/City Council Working Group Meeting. The activities and events that are being planned for Santa's Winter Wonderland Land will enhance the avenues for celebrating our residents, community partners and the elected leaders by presenting the "Spirit of Christmas".

FINANCIAL

The cash flow through the month of October is positive in the amount of $223,305 due mostly by the receipt of the HCV payment. This is a continuation of the positive cash flow we experienced last month in the amount of $1,319,405 that was due to the receipt of outstanding federal funding for capital improvements and mod rehab. It is anticipated that the outlay of funds to pay for our insurance premiums this month will most likely negatively impact our November cash flow position. The combination of the timing of the release of approved funding from HUD along with reduced level of rent payments will continue to negatively impact the Agency's cash flow through the balance of this budget period.

Review of the September Income Statement shows a positive monthly net income of $3,577,557.64 and a YTD net income of $355,568.20 that is due to receipt of a lump sum Moderate Rehab and Capital fund payments. to actual monthly net income of $113,703.34. However, the continuation of negative monthly ($56,382.18) and YTD expenses ($1,848,257.64) for administration will continue through the balance of the fiscal year and will compromise the financial position of the Agency. The major revenue source, tenant income, produces a negative impact of financial standing in YTD income, -$738,040.56 that will continue to increase through the balance of the fiscal year.

The other category of revenues and expenses that have to be track through the balance of the fiscal year are:

- Timing and receipt of HCV Program fund;
- Outlay for Administrative expenses;
- Unanticipated property capital and maintenance expenses;
- Expenses related to vacant unit turns and the related contractor costs.

The Property Revenue and Expense Report indicates that with the exception of the following properties, have a positive account balance. The properties with negative account balances are:

- BWR - $25,982.35
- Chatham Square - $23,941.90
- JB1 - $1,773.54

- JB4 - $3,941.90
- Princess Square - $1,798.35
- SS1 - $18,844.73
- SS2 - $7,601.08
- SS3 - $4,723.23
- West Glebe - $14,064.04

The totals are mostly impacted by the reduced level of tenant income and increased administrative and maintenance expenses. Both of these expense categories can be reduced overtime but I don't anticipate a reverse of these trends before the close of this fiscal year.

The ARHA financial and management staff are on target to complete the first draft of the 2027 Operating and Capital Budget in advance of our December 5th meeting. If scheduling provides and we can complete the draft documents, there will be Finance & Budget Committee Meeting in advance of the December 5th meeting.

MAINTENCE AND PROPERTY OPERATION

I will reiterate that our goal is to improve the operation of our maintenance functions to align with our current and to be produced systems, SOPs, workload requirements, staff deployment, work order protocols, inspections timelines, in compliance with HUD and local housing regulations. We are evaluating our performance and operations based on comments from residents and staff so that we are more accountable and transparent. These are the areas that we are focused on improving through our current provision of services and customer support efforts:

- **VACANT UNITS** – The current level of vacant units has decreased from the previous level of fifty-eight (58) to 49 as of November 14th. The status of the 49 vacant units:
    - 8 units have been assigned to contractors;
    - 15 units are scheduled for completion 11-30-26;
    - 7 units are scheduled for completion 12-2-26;
    - 8 units were turned on 11-10-26 and waiting to be assigned to MOD or contractors;
    - 11 units are ready for lease up (pending inspection);
    - 24 have residents assigned and are awaiting the completion of the units.

  During the month, I visited two of the vacant units to determine if the scope of work could be accomplished by our Mod Crew or should be assigned to a contractor. The level of disrepair to the unit dictated that it should be assigned to a contractor in order to be completed with a 30-day period. The level of damages to were done by the tenant were significant and will require an outlay of more than twenty thousand dollars to complete the renovation of the property. I would like to schedule a tour of some vacant units for the Board and the City to comprehend the conditions of properties that are being vacated by property occupants. The Agency cannot sustain an average cost of $10,000 to turn a unit when rent payments are only covering less than fifty percent of the total expense. This is an ineffective business model.

- **TRASH REMOVAL** – I met with the OTC HOA to discuss how we can work together to address the trash, littering, smoking, and assemblage of large groups on teens in the community. We have increased the routine removal of trash from all of our properties but the increasing challenge of heavy winds and the bulk accumulation of trash outside of trash compartment nullifies the work

that is being completed. All properties are trashed in the morning by the majority of the maintenance staff, regardless of their job classification. but the clean condition is not sustained throughout the balance of the day. We are deploying a cadre of the maintenance staff to remove all trash from our properties before they begin the completion of assigned workorders. We are examining whether it would be more cost effective to contract out the property cleaning function instead of using ARHA staff.

- **WORK ORDERS** – The number of work order increased slightly, 23, from the previous month. There has been a 21% reduction in YTD work orders. During the past month, there was an increase in the number of work orders for West Glebe (18); Adkins (26) BWR (14) and Hopkins (5). The areas of general maintenance and plumbing continue to remain the most requested types of work. There was a decrease in the number of work requests for JB5 (14); Quaker Hill (16); and Scattered Sites (22). The major number of work order requests come from our affordable units that represent the aged properties in our portfolio. Staff training is scheduled for January 2027 to train staff on the use of the YARDI Work Order Management and Reporting system. This will provide an upgrade in reporting content and format for future Board Reports. There will also be an enhanced dashboard for management and staff.

- **ADKINS RODENT PROBLEM** – The rodent condition has not been completely remediated so we are continuing to meet with residents, Clarke Construction, code enforcement, and our pest control contractor to effectuate a plan to eliminate this situation. Our contractor continues to lead this partnership with the understanding that the failure to deliver the results being required, there will lead to the termination of the contract. The ARHA Property Management and Inspection staff provide weekly reports on this initiative.

- **CODE ENFORCMENT** -The ARHA Inspection Team has been collaborating with the City's Code Enforcement Department to inspect eight (8) of our properties since June 2026. All of the properties received a passing grade and are certified for four years. The ARHA properties are Saxony Square, Miller Homes, Pendleton Park, Park Place, West Glebe, Cameron Valley, Andrew Adkins, and Princess Square,(inspected 11/17/26. These are the properties that are classified as being in the City's Residential Rental District. The collaboration with Code Enforcement has enhanced our capacity to understand the physical conditions and prepare us to prepare a comprehensive capital plan for our units.

- **RENT COLLECTION** – The Public Housing and Market Affordable collection rate of 87% and 89% are a minor increase from the last report, 86% collection rate. It is important to note that 22% of the occupants in our units pay no rent and only 78% paid their full rent charges for the past month. This poses a major going concern for the financial health of the Agency. Unless the level of rent collection can achieve a minimum of 95% (industry standard) there will be a continuing operating revenue gap. The Agency is determining the actions that have to be taken to increase the rental levels for our Market Affordable Housing inventory as a means to increase our operating revenue and support reserves for those properties.

- **PROPERTY OCCUPANCY** – There was a slight reduction in the Market Affordable occupancy to 95% from the previous 96% occupancy level. The Public Housing properties sustained a 96% occupancy level. is a strong market indicator for our properties but the 86% rent collection level offsets the benefits that should be associated with this level of occupancy. We are capable of occupying our units but the level of revenues from income restricted units poses a challenge to

achieving financial stability.

DEVELOPMENT AND ASSET MANAGEMENT

The Agency is conducting an analysis of the Real Estate current portfolio and determining how to expand into other redevelopment, preservation, and commercial markets to strengthen its' future strategic viability. ARHA will require an expanded pipeline, beyond its' current real estate holdings to continue producing affordable housing units in mixed income developments. You are being requested today to approve the buy-out of the investor interest for the West Glebe and Old Dominion properties. This will give the Agency properties that will enhance our balance sheet that in turn provides a platform to obtain access to other sources of capital, line of credit and ratings in the capital markets. We outlined in our recent presentation to the City Council other financing strategies that could enhance our development capacities. We have to simultaneously continue to establish our internal capacity to underwrite complex credit deals in the housing and commercial sectors.

RESIDENT SERVICES

During the past month we organized and presented a myriad of resident programs: winter coat give-away, senior masquerade party, Trunk or Treat, and the distribution of Thanksgiving Basket. We are completing the planning for Santa's Winter Wonderland that will start our public program on December 17th with a Reading with Santa starting at 4:00 pm; SWW Reception at 6:00 pm. On the 18th there will be the Senior Center Xmas starting at 10:00 am. The culminating event will be the opening of Santa's Winter Wonderland at 4:00 pm. We are working to present the magic of Christmas to all of the children and young adults who reside in our properties and have housing choice vouchers.

I encourage all Board Members, staff and their families to support all our resident focused events.

HAPPY THANKSGIVING

COMMITTEES

Alexandria Redevelopment and Housing Authority

CONSENT DOCKET ITEMS

Alexandria Redevelopment and Housing Authority

DATE:	**November 26, 2026**
TO:	Mark Jinks, Chairman, ARHA Board of Commissioners
FROM:	Roy O. Priest, Secretary/Treasurer
SUBJECT:	**VOTE TO APPROVE RESOLUTION 817 - 2026 AN EXTENSION OF THE TERM SHEET WITH THE FAIRSTEAD DEVELOPMENT TEAM FOR CONSTRUCTION OF THE SAMUEL MADDEN SOUTH PUBLIC HOUSING COMMUNITY**

ISSUE:

ARHA seeks Board approval to extend the Term Sheet with the Fairstead Team, previously approved under Resolution 801-2026 by the Board of Commissioners at its regular meeting on May 18, 2026. The proposed extension would provide an additional ninety (90) days beyond the currently approved ninety (90)-day term, allowing the parties sufficient time to convert the approved Term Sheet into a revised Master Development Agreement (MDA). The MDA will establish the binding terms and conditions necessary to implement the agreed-upon development program.

Under the proposed arrangement, the Fairstead Team will serve as the Master Developer for the redevelopment of the Samuel Madden South building into a modern, affordable housing community. In conjunction with this effort, the development team will pursue modifications to the previously approved Development Special Use Permit (DSUP). The most significant change from the approved DSUP is the proposal to develop the project as a **100% affordable housing development**, with the ARHA-owned land to be leased to the developer rather than conveyed.

DISCUSSION:

After acceptance of Fairstead as the JV lead developer for the development of the Madden South component, the parties have negotiated a term sheet consistent with the terms of the previously negotiated MDA and the approved DSUP.

The term sheet outlines roles, responsibilities, and relationship among the parties. Consistent with the approved DSUP, the term sheet calls for the creation of a 325-unit multifamily building on the South parcel. Given the complex financial markets and the inability of the previous JV lead developer to secure private equity financing for the South Parcel, Fairstead has proposed to finance the South Parcel in part with 4% Low Income Housing Tax Credits and with rents affordable to households with incomes up to 80% AMI. The term sheet also calls for the creation of a number of community amenities, underground parking, and a home for Hopkins House, a long-established daycare provider in the city of Alexandria. The amenities created on the South Parcel will be available for use by the residents of the North and South Parcels. The term sheet also calls for the development of up to 16,000 SF of ground floor retail and other community improvements. In all respects, the mixed use program outlined in the term sheet is consistent with the approved DSUP for the Madden parcel.

Pursuant to the executed term sheet, ARHA will own 51% of the project being entitled to 50% of the developer fee, cash flow and all benefits from the transaction. ARHA has negotiated a Right of First Refusal where after the tax credit compliance period, ARHA will be entitled to repurchase the improvements from the limited partners at a price to be negotiated with the investors. Moreover, ARHA will ground lease the parcel to the owner entity for a nominal amount per year.

Fairstead has agreed to secure a tax credit commitment from Virginia Housing for this project and to work with other financial partners to structure a financeable deal. Recognizing the challenging environment in the capital markets, the term sheet also calls for up to two one-year extensions to close on the financing for this project. Reflecting the material changes to a 100% affordable project, the Fairstead and ARHA team will discuss the new all affordable proposal with the community as well as then secure City approval of the site plan for the South parcel. An earlier version of the attached resolution was tabled by the ARHA Board on October 26 for technical reasons, and has now been revised to reflect the changes discussed and informally agreed upon at that meeting.

RECOMMENDATION:

ARHA staff recommends that the Board (1) vote to remove the prior resolution from the table, and then (2) approve the amended resolution extending the negotiated Term Sheet for an additional ninety (90) days so that the parties can conclude the negotiation of a Master Development Agreement outlining the binding agreements among the parties for the renovation of the current Samuel Madden building.

FISCAL IMPACT:

ARHA will receive 50% of the developer's fee, 50% of cash flow, a share a portion of the property management fee, and of any other fees or income generated from the operation of the property

Alexandria Redevelopment and Housing Authority

THE ARHA BOARD OF COMMISSIONERS

VOTE TO EXTEND THE TERM SHEET ENTERED INTO WITH THE FAIRSTEAD DEVELOPMENT TEAM FOR THE CONSTRUCTION OF THE SAMUEL MADDEN SOUTH PUBLIC HOUSING COMMUNITY FOR AN ADDITIONAL SIXTY DAYS RESOLUTION N0. 817 – 2026

WHEREAS: on March 23, 2022 the Alexandria Redevelopment and Housing Authority ("**ARHA**") approved Resolution 706-2022 approving the Master Development Agreement ("**MDA**") to redevelop the existing sixty-six (66) unit public housing site known as Samuel Madden Public Housing Community and located along North Henry and Patrick Streets between Madison and First Streets in the City of Alexandria, Virginia, and the surrounding area ("**Madden"**) into a new mixed-income, mixed-use community (the "**Redevelopment**"); and

WHEREAS: Resolution 706-2022 approved the MDA with Samuel Madden Developers, LLC, a Joint Venture comprised of Fairstead Acquisitions, LLC, a Delaware limited liability company ("**Fairstead**"), The Communities Group, Inc. ("**TCG**"), a District of Columbia Corporation, and MCRT Investments LLC ("**Mill Creek**"), a Delaware limited liability company (collectively, "**Developer Members**") for the Redevelopment; and

WHEREAS: on February 24, 2025 (Resolution 760-2025), ARHA accepted Fairstead as the lead JV developer of the South Parcel at Madden to carry out the City Council approved DSPU, and extended the terms of the MDA to June 26, 2026; and

WHEREAS: ARHA and Fairstead have negotiated a term sheet whose purpose is to implement the terms of the previously approved City approved DSUP; and

WHEREAS: that on this 18th day of May 2026, at a duly noticed Meeting of the ARHA Board of Commissioners, the Board ("**Board**") approved the Term Sheet for the development of the South parcel of the Madden site; and

WHEREAS: Fairstead intends to complete the requirements for obtaining the city approvals and pursue low-income housing tax credits with Virginia Housing to build the 325-units approved in the DSUP and other components of this mixed-use site; and

WHEREAS: ARHA it is in the best interest of ARHA and its residents to expeditiously pursue the completion of the South parcel for the total redevelopment of the Madden site.

WHEREAS: Additional time is required to conclude reading the MDA, which outlines the binding agreement and the points for renegotiation.

NOW, THEREFORE, BE IT RESOLVED: that the Board authorizes ARHA staff to negotiate a legally binding Master Development Agreement with Fairstead and to return such for Board approval within ninety days of this date; and

BE IT FURTHER RESOLVED: that the Board authorizes ARHA staff to extend negotiation for a legally binding Master Development Agreement with Fairstead and to return such for Board approval within sixty days of this date; and

The undersigned attest that the Alexandria Redevelopment and Housing Authority adopt the foregoing resolution.

Adopted this 23rd day of November 2026

ATTEST: ALEXANDRIA REDEVELOPMENT AND HOUSING AUTHORITY

_____ _____

Nathan Macek, Commissioner Date

_____ _____

Roy O. Priest, Interim Chief Executive Officer Date

Alexandria Redevelopment and Housing Authority

ACTION DOCKET ITEMS

Alexandria Redevelopment and Housing Authority

DATE:	**November 23, 2026**
TO:	Mark Jinks, Chairman, ARHA Board of Commissioners
FROM:	Roy O. Priest, Secretary/Treasurer
SUBJECT:	**VOTE TO APPROVE RESOLUTION NO. 819 - 2026 TO SUBMIT TO HUD THE FY 2026-2030 5-YEAR CAPITAL FUND ACTION PLAN FOR HUD FUNDING**

ISSUE:
24 CFR § 905.400 requires a public housing agency (PHA) to submit to HUD a 5-Year Capital Fund Action Plan. The 5-Year Action Plan describes capital improvements that the PHA wishes to make for the next five years within HUD funding limitations. This resolution is seeking approval for the required 2026-2030 5-Year Capital Fund Action Plan.

DISCUSSION:
The 5-Year Capital Fund Action Plan is a planning document required by HUD under the Capital Fund Program (CFP). It is a component of the PHA's Capital Fund submission and outlines, in detail, the capital improvements the Public Housing Agency (PHA) intends to undertake over a five-year period using Capital Fund grants. The 5-Year Action Plan also includes how the PHA will use the very limited and shrinking HUD Capital Fund grants for modernization, development, and management improvements. ARHA has been awarded a Capital Fund grant of $1,993,315 for FY 2026. This HUD capital plan does not represent the whole of ARHA's capital needs, but only a portion of it. This plan to be submitted to HUD was required by HUD to fit within the maximum capital funding that HUD may provide. The entirety of ARHA's estimated 10-year capital needs was presented to City Council on November 7 and totals over $27 million with only about $11 million in HUD funding likely (assuming no further federal funding reductions). This leaves a $16 million funding gap over a 10-year period. ARHA requested earlier this month that the City add ARHA to the City's Capital Improvement Program funding plans in order to help narrow the funding gap that ARHA faces.

As a requirement of the 2026-2030 5-Year Capital Fund Action Plan, a 45-day comment period was provided and Staff conducted a public hearing on November 16th, 2025, and met with the representatives of the Resident Association and Residents Advisory Board. The 2026-2030 5-Year Capital Fund Action Plan will include comments made before, during and after the public hearing. Public Notices, and advertising were placed on the official bulletin Board of the City of Alexandria website, ARHA website and at ARHA's main office at 401 Wythe Street. The Public Notice was also published in The Alexandria Times newspaper on September 24th, 2026. ARHA's 2026-2030, 5-Year Capital Fund Action Plan has been entered into HUD's Epic System as required and will be submitted to HUD once it is approved by the ARHA Board of Commissioners.

RECOMMENDATION:
The ARHA Board of Commissioners approves the FY 2026-2030 5-Year Capital Fund Action Plan and authorizes Staff to submit the FY 2026-2030 5-Year Capital Fund Action Plan to HUD for review and approval.

FISCAL IMPACT:
There is no fiscal impact.

Alexandria Redevelopment and Housing Authority

THE ARHA BOARD OF COMMISSIONERS
VOTE APPROVAL TO SUBMIT THE 2026-2030 5-YEAR CAPITAL FUND ACTION PLAN TO HUD
RESOLUTION NO. 819 - 2026

WHEREAS: 24 CFR § 905.400 requires Alexandria Redevelopment and Housing Authority to submit to HUD a 5-Year Capital Fund Action Plan; and

WHEREAS: the Alexandria Redevelopment and Housing Authority is required to obtain Board approval prior to the submittal of the 2026-2030 5-Year Capital Fund Action Plan and;

WHEREAS: ARHA has completed the 2026-2030 5-Year Capital Fund Action Plan in consultation with the resident councils and consistent with the City's Consolidated Plan, and Office of Housing; and

WHEREAS: HUD requires that the 2026-2030 5-Year Capital Fund Action Plan and attachments be submitted upon approval of ARHA's Board of Commissioners.

NOW, THEREFORE, BE RESOLVED: By the Board of Commissioners of the Alexandria Redevelopment and Housing Authority, pursuant to the laws of the Commonwealth of Virginia, the action of the Chief Executive Officer in submitting the 2026-2030 5-Year Capital Fund Action and attachments to HUD is hereby ratified and approved.

Adopted this 23rd day of November 2026

_____ _____

Nathan Macek, Commissioner Date

_____ _____

Roy O. Priest, Interim Chief Executive Officer Date

Alexandria Redevelopment and Housing Authority

DATE:	**November 23, 2026**
TO:	Mark Jinks, Chairman, ARHA Board of Commissioners
FROM:	Roy O. Priest, Secretary/Treasurer
SUBJECT:	**VOTE TO APPROVE RESOLUTION NO. 820 - 2026 TO AUTHORIZE THE BUYOUT AND ASSIGNMENT OF THE INVESTOR LIMITED PARTNER AND SPECIAL LIMITED PARTNER INTERESTS IN WEST GLEBE HOUSING LIMITED PARTNERSHIP TO AN ARHA-CONTROLLED ENTITY AT THE CLOSE OF THE LIHTC COMPLIANCE PERIOD**

ISSUE:

West Glebe Housing Limited Partnership (the "Partnership") owns a 48-unit affordable housing community that has reached the end of its 15-year Low-Income Housing Tax Credit (LIHTC) compliance period. The investor, BF Garden Corporate Tax Credit Fund XXXI, A Limited Partnership (the "Investor Limited Partner"), together with its affiliate BCCC, Inc. (the "Special Limited Partner"), has offered to exit the Partnership and assign its entire interest to an ARHA-controlled entity. Staff requests Board authorization to complete the buyout and assignment and to execute the related documents.

DISCUSSION:

The Alexandria Redevelopment and Housing Authority (ARHA) is the sponsor of the Partnership, and ARHA GP LLC serves as its General Partner. The Investor Limited Partner holds a 99.99% limited partner interest and the Special Limited Partner holds the special limited partner interest. The 15-year LIHTC compliance period has expired, the tax credits have been fully delivered, and there is no remaining investor equity in the property above its outstanding debt.

The Investor Limited Partner, through its manager Boston Financial Investment Management, has proposed to assign 100% of the Investor Limited Partner and Special Limited Partner interests to an ARHA-controlled entity. The consideration is $10,000 for the combined interests ($9,990 for the Investor Limited Partner interest and $10 for the Special Limited Partner interest), plus a Supplemental Amount of $13,048 payable by the Partnership, representing the unpaid 2025 asset management fee of $7,037 and the pro rata 2026 asset management fee of $6,011. The total cash required to complete the transaction is $23,048.

To hold the assigned interest, staff recommends forming a new single-purpose, wholly ARHA-controlled Virginia limited liability company, ARHA West Glebe LP Holdings LLC, to be admitted as the substituted limited partner. Holding the interest in a dedicated entity preserves ARHA's liability protection and positions the property cleanly for a future resyndication of the tax credits.

The assignment documents provide ARHA with a full release of the Investor Limited Partner from its partnership obligations and a representation that the interest is being conveyed free and clear. In exchange, ARHA assumes the ongoing obligations of the limited partner and agrees to customary post-closing tax and financial reporting deliverables. This transaction retires the investor relationship at a nominal cost and gives ARHA full control of the asset.

RECOMMENDATION:

ARHA staff recommends that this Resolution be approved and that ARHA's Chief Executive Officer be authorized to form ARHA West Glebe LP Holdings LLC, complete the buyout and assignment of the Investor Limited Partner and Special Limited Partner interests, and execute all documents necessary to

consummate the transaction.

FISCAL IMPACT:

The total cash required is $23,048, consisting of the $10,000 purchase price for the combined interests and the $13,048 Supplemental Amount for unpaid asset management fees. There is no investor equity payout. By comparison, acquiring the property through the right of first refusal (debt plus exit taxes) would require approximately $3,033,430, and a third-party sale at the recent letter-of-intent price of $2,400,000 would leave the Partnership unable to repay its approximately $3,021,764 of outstanding debt. The negotiated buyout is substantially more favorable to ARHA than either alternative.

Alexandria Redevelopment and Housing Authority

THE ARHA BOARD OF COMMISSIONERS
TO AUTHORIZE THE BUYOUT AND ASSIGNMENT OF THE INVESTOR LIMITED PARTNER AND SPECIAL LIMITED PARTNER INTERESTS IN WEST GLEBE HOUSING LIMITED PARTNERSHIP TO AN ARHA-CONTROLLED ENTITY AT THE CLOSE OF THE LIHTC COMPLIANCE PERIOD
RESOLUTION NO. 820 - 2026

WHEREAS: the Alexandria Redevelopment and Housing Authority ("ARHA") is the sponsor of West Glebe Housing Limited Partnership, a Virginia limited partnership (the "Partnership"), which owns and operates a 48-unit affordable housing community in the City of Alexandria, Virginia (the "Property"); and

WHEREAS: ARHA GP LLC, a Virginia limited liability company of which ARHA is the sole member, serves as the General Partner of the Partnership; and

WHEREAS: BF Garden Corporate Tax Credit Fund XXXI, A Limited Partnership (the "Investor Limited Partner") holds a 99.99% limited partner interest in the Partnership, and BCCC, Inc. (the "Special Limited Partner") holds the special limited partner interest, pursuant to the First Amended and Restated Agreement of Limited Partnership of the Partnership dated as of June 30, 2009 (the "Partnership Agreement"); and

WHEREAS: the 15-year Low-Income Housing Tax Credit compliance period for the Property has expired, the tax credits have been fully delivered, and no investor equity remains in the Property above its outstanding debt; and

WHEREAS: the Investor Limited Partner and the Special Limited Partner (together, the "Assignor") have agreed to assign one hundred percent (100%) of their respective interests in the Partnership to an ARHA-controlled entity for a purchase price of $10,000 ($9,990 for the Investor Limited Partner interest and $10 for the Special Limited Partner interest), plus a Supplemental Amount of $13,048 payable by the Partnership for unpaid asset management fees; and

WHEREAS: it is in the best interest of ARHA and the Property for ARHA to form a new single-purpose, wholly controlled Virginia limited liability company, ARHA West Glebe LP Holdings LLC (the "Assignee"), to acquire and hold the assigned interests and to be admitted as the substituted limited partner of the Partnership; and

WHEREAS: the assignment provides for the release of the Assignor from its obligations under the Partnership Agreement and positions the Property for a future resyndication of the tax credit equity; and

WHEREAS: the Board deems it to be in the best interest of ARHA to authorize the formation of the Assignee and the execution of all agreements, assignment and assumption agreements, amendments to the Partnership Agreement, certificates, and all other documents as may be required to consummate the transaction (collectively, the "Documents").

NOW, THEREFORE, BE IT RESOLVED: that the Board authorizes and directs ARHA's Chief Executive Officer, or his successor or their designee, acting on behalf of ARHA, the Assignee, and the Partnership, to accept the assignment of the Investor Limited Partner and Special Limited Partner interests and to execute any and all Documents necessary to consummate the buyout and assignment; and

BE IT FURTHER RESOLVED: that the Board authorizes the payment of the $10,000 purchase price and the $13,048 Supplemental Amount, for a total of $23,048, in connection with the transaction; and

BE IT FURTHER RESOLVED: that the Board authorizes ARHA's Chief Executive Officer, or his successor or their designee, to admit ARHA West Glebe LP Holdings LLC as the substituted limited partner of the Partnership and to take all actions reasonably necessary to position the Property for a future resyndication of the tax credit equity; and

BE IT FURTHER RESOLVED: the Board, to the extent that any actions authorized in this Resolution have already been performed, such actions are ratified and approved, so long as ARHA's Chief Executive Officer or his successor determines that the substance of such actions already performed do not materially conflict with the substance of this Resolution.

Adopted this 23th day of November 2026

_____ _____

Nathan Macek, Commissioner Date

_____ _____

Roy O. Priest, Interim Chief Executive Officer Date

Alexandria Redevelopment and Housing Authority

DATE: **October 26, 2026**

TO: Mark Jinks, Chairman, ARHA Board of Commissioners

FROM: Roy O. Priest, Secretary/Treasurer

SUBJECT: **VOTE TO APPROVE RESOLUTION NO. 821 - 2026 TO AUTHORIZE THE BUYOUT AND ASSIGNMENT OF THE INVESTOR LIMITED PARTNER AND SPECIAL LIMITED PARTNER INTERESTS IN OLD DOMINION HOUSING LIMITED PARTNERSHIP TO AN ARHA-CONTROLLED ENTITY AT THE CLOSE OF THE LIHTC COMPLIANCE PERIOD**

ISSUE:

Old Dominion Housing Limited Partnership (the "Partnership") owns a 36-unit affordable housing community that has reached the end of its 15-year Low-Income Housing Tax Credit (LIHTC) compliance period. The investor, BF Garden Corporate Tax Credit Fund XXXI, A Limited Partnership (the "Investor Limited Partner"), together with its affiliate BCCC, Inc. (the "Special Limited Partner"), has offered to exit the Partnership and assign its entire interest to an ARHA-controlled entity. Staff requests Board authorization to complete the buyout and assignment and to execute the related documents.

DISCUSSION:

The Alexandria Redevelopment and Housing Authority (ARHA) is the sponsor of the Partnership, and ARHA GP LLC serves as its General Partner. The Investor Limited Partner holds a 99.99% limited partner interest, and the Special Limited Partner holds the special limited partner interest. The 15-year LIHTC compliance period has expired, the tax credits have been fully delivered, and there is no remaining investor equity in the property above its outstanding debt.

The Investor Limited Partner, through its manager Boston Financial Investment Management, has proposed to assign 100% of the Investor Limited Partner and Special Limited Partner interests to an ARHA-controlled entity. The consideration is $10,000 for the combined interests ($9,990 for the Investor Limited Partner interest and $10 for the Special Limited Partner interest), plus a Supplemental Amount of $9,786 payable by the Partnership, representing the unpaid 2025 asset management fee of $5,278 and the pro rata 2026 asset management fee of $4,508. The total cash required to complete the transaction is $19,786.

To hold the assigned interest, staff recommend forming a new single-purpose, wholly ARHA-controlled Virginia limited liability company, ARHA Old Dominion LP Holdings LLC, to be admitted as the substituted limited partner. Holding the interest in a dedicated entity preserves ARHA's liability protection and positions the property cleanly for a future resyndication of the tax credits.

The assignment documents provide ARHA with a full release of the Investor Limited Partner from its partnership obligations and a representation that the interest is being conveyed free and clear. In exchange, ARHA assumes the ongoing obligations of the limited partner and agrees to customary post-closing tax and financial reporting deliverables. This transaction retires the investor relationship at a nominal cost and gives ARHA full control of the asset.

RECOMMENDATION:

ARHA staff recommend that this Resolution be approved and that ARHA's Chief Executive Officer be authorized to form ARHA Old Dominion LP Holdings LLC, complete the buyout and assignment of the

Investor Limited Partner and Special Limited Partner interests, and execute all documents necessary to consummate the transaction.

FISCAL IMPACT:

The total cash required is $19,786, consisting of the $10,000 purchase price for the combined interests and the $9,786 Supplemental Amount for unpaid asset management fees. There is no investor equity payout. By comparison, acquiring the property through the right of first refusal (debt plus exit taxes) would require approximately $1,936,067, and a third-party sale at the recent letter-of-intent price of $1,800,000 would leave the Partnership unable to repay its approximately $1,928,263 of outstanding debt. The negotiated buyout is substantially more favorable to ARHA than either alternative.

Alexandria Redevelopment and Housing Authority

THE ARHA BOARD OF COMMISSIONERS
VOTE TO AUTHORIZE THE BUYOUT AND ASSIGNMENT OF THE INVESTOR LIMITED PARTNER AND SPECIAL LIMITED PARTNER INTERESTS IN OLD DOMINION HOUSING LIMITED PARTNERSHIP TO AN ARHA-CONTROLLED ENTITY AT THE CLOSE OF THE LIHTC COMPLIANCE PERIOD
RESOLUTION NO. 821 - 2026

WHEREAS: the Alexandria Redevelopment and Housing Authority ("ARHA") is the sponsor of Old Dominion Housing Limited Partnership, a Virginia limited partnership (the "Partnership"), which owns and operates a 36-unit affordable housing community in the City of Alexandria, Virginia (the "Property"); and

WHEREAS: ARHA GP LLC, a Virginia limited liability company of which ARHA is the sole member, serves as the General Partner of the Partnership; and

WHEREAS: BF Garden Corporate Tax Credit Fund XXXI, A Limited Partnership (the "Investor Limited Partner") holds a 99.99% limited partner interest in the Partnership, and BCCC, Inc. (the "Special Limited Partner") holds the special limited partner interest, pursuant to the First Amended and Restated Agreement of Limited Partnership of the Partnership dated as of June 30, 2009, as amended (the "Partnership Agreement"); and

WHEREAS: the 15-year Low-Income Housing Tax Credit compliance period for the Property has expired, the tax credits have been fully delivered, and no investor equity remains in the Property above its outstanding debt; and

WHEREAS: the Investor Limited Partner and the Special Limited Partner (together, the "Assignor") have agreed to assign one hundred percent (100%) of their respective interests in the Partnership to an ARHA-controlled entity for a purchase price of $10,000 ($9,990 for the Investor Limited Partner interest and $10 for the Special Limited Partner interest), plus a Supplemental Amount of $9,786 payable by the Partnership for unpaid asset management fees; and

WHEREAS: it is in the best interest of ARHA and the Property for ARHA to form a new single-purpose, wholly controlled Virginia limited liability company, ARHA Old Dominion LP Holdings LLC (the "Assignee"), to acquire and hold the assigned interests and to be admitted as the substituted limited partner of the Partnership; and

WHEREAS: the assignment provides for the release of the Assignor from its obligations under the Partnership Agreement and positions the Property for a future resyndication of the tax credit equity; and

WHEREAS: the Board deems it to be in the best interest of ARHA to authorize the formation of the Assignee and the execution of all agreements, assignment and assumption agreements, amendments to the Partnership Agreement, certificates, and all other documents as may be required to consummate the transaction (collectively, the "Documents");

NOW, THEREFORE, BE IT RESOLVED: that the Board authorizes and directs ARHA's Chief Executive Officer, or his successor or their designee, to form ARHA Old Dominion LP Holdings LLC as a single-purpose Virginia limited liability company wholly controlled by ARHA to serve as the Assignee; and

BE IT FURTHER RESOLVED: that the Board authorizes and directs ARHA's Chief Executive Officer, or his successor or their designee, acting on behalf of ARHA, the Assignee, and the Partnership, to accept the assignment of the Investor Limited Partner and Special Limited Partner interests and to execute any and all Documents necessary to consummate the buyout and assignment; and

BE IT FURTHER RESOLVED: that the Board authorizes the payment of the $10,000 purchase price and the $9,786 Supplemental Amount, for a total of $19,786, in connection with the transaction; and

BE IT FURTHER RESOLVED: that the Board authorizes ARHA's Chief Executive Officer, or his successor or their designee, to admit ARHA Old Dominion LP Holdings LLC as the substituted limited partner of the Partnership and to take all actions reasonably necessary to position the Property for a future resyndication of the tax credit equity; and

BE IT FURTHER RESOLVED: the Board, to the extent that any actions authorized in this Resolution have already been performed, such actions are ratified and approved, so long as ARHA's Chief Executive Officer or his successor determines that the substance of such actions already performed do not materially conflict with the substance of this Resolution.

Adopted this 23rd day of November 2026

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Nathan Macek, Commissioner Date

_____ _____

Roy O. Priest, Interim Chief Executive Officer Date

Alexandria Redevelopment and Housing Authority

NEW BUSINESS

Alexandria Redevelopment and Housing Authority

DATE:	**November 23, 2026**
TO:	Mark Jinks, Chairman, ARHA Board of Commissioners
FROM:	Roy O. Priest, Secretary/Treasurer
SUBJECT:	**VOTE TO APPROVE RESOLUTION NO. 822 - 2026 TO AUTHORIZE THE FORMATION OF ALATE OLD TOWN LLC AS THE SINGLE-ASSET BORROWER FOR THE POTENTIAL TO BE REQUESTED HUD SECTION 223(f) REFINANCING OF THE ALATE**

ISSUE:

ARHA owns The Alate, a 133-unit senior rental housing community at 1122 (also known as 1112) First Street in the City of Alexandria. ARHA acquired the property in August 2025 with a $54,210,000 Revenue Bond sold to the Virginia Resources Authority (VRA) through the Virginia Pooled Financing Program, Series 2025B. ARHA is now contemplating refinancing the property with a mortgage loan insured by the U.S. Department of Housing and Urban Development (HUD) under Section 223(f), with Berkadia Commercial Mortgage LLC as lender. HUD requires the borrower to be a single-asset entity that owns only the property, and Berkadia requires that entity to be formed before the firm application is submitted. Staff requests Board authorization to form Alate Old Town LLC for this purpose and to submit the firm application.

DISCUSSION:

HUD reviewed ARHA's concept package and invited ARHA to submit a firm application. The proceeds of the HUD-insured loan, together with other available funds, will be used to pay off (defease) the VRA bond under Section 6.2 of ARHA's Local Bond Sale and Financing Agreement with VRA dated as of July 14, 2025. Replacing the bond with long-term HUD financing is expected to reduce ARHA's ongoing risk on the property and end the City of Alexandria's moral obligation support for the bond.

To meet HUD's requirement, staff recommends forming a new single-purpose Virginia limited liability company, Alate Old Town LLC (the "Company"). ARHA will be the sole member, holding 100% of the membership interest, and will manage the Company through its Chief Executive Officer. The Company will own only The Alate. Because ARHA is the only member, the Company is disregarded for federal income tax purposes.

Forming the Company does not move the property. While the VRA bond is outstanding, the VRA Financing Agreement (Sections 7.7 and 9.6) and ARHA's Performance Agreement with the City (Section 1.4) require consent before the property is transferred. The property, the Project-Based Voucher HAP contract, the resident leases, and the property's revenues will stay with ARHA until the HUD loan closes.

At closing, the property will be conveyed to the Company at the same time the VRA bond is defeased, after VRA and City consents are obtained.

This resolution covers formation of the Company and submission of the firm application only. The final HUD loan documents, the conveyance of the property to the Company, the assignment of the HAP

contract, the defeasance of the VRA bond, and any cash required at closing will be presented to the Board for approval by a separate resolution before closing.

RECOMMENDATION:

ARHA staff recommends that this Resolution be approved and that ARHA's Chief Executive Officer be authorized to form Alate Old Town LLC, execute its Operating Agreement, submit the HUD Section 223(f) firm application through Berkadia, and take the related actions described in this Resolution.

FISCAL IMPACT:

The cost of this action is limited to the State Corporation Commission filing fee and related legal costs. No property or funds are transferred under this Resolution. The HUD loan amount, the cost to defease the VRA bond, and the cash required at closing will be presented to the Board with the closing resolution.

Alexandria Redevelopment and Housing Authority

THE ARHA BOARD OF COMMISSIONERS
VOTE TO AUTHORIZE THE FORMATION OF ALATE OLD TOWN LLC AS THE SINGLE-ASSET BORROWER FOR THE HUD SECTION 223(f) REFINANCING OF THE ALATE
RESOLUTION NO. 822 - 2026

WHEREAS: the Alexandria Redevelopment and Housing Authority ("ARHA") owns The Alate, a 133-unit senior rental housing community located at 1122 (also known as 1112) First Street in the City of Alexandria, Virginia (the "Property"); and

WHEREAS: ARHA financed the acquisition of the Property in August 2025 with its Revenue Bond, Series 2025, in the principal amount of $54,210,000 (the "Local Bond"), sold to the Virginia Resources Authority ("VRA") under a Local Bond Sale and Financing Agreement dated as of July 14, 2025 (the "Financing Agreement"), with credit support from the City of Alexandria under a Support Agreement and a Performance Agreement dated July 8, 2025 (the "Performance Agreement"); and

WHEREAS: ARHA is pursuing the refinancing of the Property with a mortgage loan insured by the U.S. Department of Housing and Urban Development ("HUD") under Section 223(f) of the National Housing Act, with Berkadia Commercial Mortgage LLC as lender (the "HUD Loan"), the proceeds of which, together with other available funds, will be used to defease the Local Bond; and

WHEREAS: HUD has invited ARHA to submit a firm application for the HUD Loan, HUD requires that the borrower be a single-asset entity that owns only the Property, and Berkadia requires that the borrower be formed before the firm application is submitted; and

WHEREAS: it is in the best interest of ARHA and the Property for ARHA to form a new single-purpose Virginia limited liability company, Alate Old Town LLC (the "Company"), of which ARHA is the sole member, to own the Property upon the closing of the HUD Loan; and

WHEREAS: the Board deems it to be in the best interest of ARHA to authorize the formation of the Company and the execution of the Articles of Organization, the Operating Agreement of the Company, the firm application, HUD previous participation certifications, and all other documents as may be required to carry out this Resolution (collectively, the "Documents").

NOW, THEREFORE, BE IT RESOLVED: that the Board authorizes and directs ARHA's Chief Executive Officer, or his successor or their designee, to form Alate Old Town LLC as a single-purpose Virginia limited liability company of which ARHA is the sole member, and to execute the Operating Agreement of the Company; and

BE IT FURTHER RESOLVED: that the Board authorizes and directs ARHA's Chief Executive Officer, or his successor or their designee, acting on behalf of ARHA and the Company, to submit a firm application to HUD for the HUD Loan through Berkadia Commercial Mortgage LLC, naming the Company as borrower and ARHA as its sole member, and to execute any and all Documents necessary to do so; and

BE IT FURTHER RESOLVED: that the Board authorizes ARHA's Chief Executive Officer, or his successor or their designee, to notify VRA and the City of Alexandria of the refinancing, to request the consents required under the Financing Agreement and the Performance Agreement, and to engage legal counsel as needed, consistent with ARHA's procurement policies; and

BE IT FURTHER RESOLVED: that the Property, the Project-Based Voucher HAP contract, the resident leases, and the revenues of the Property shall not be transferred to the Company before the closing of the HUD Loan, and that the final HUD Loan documents, the conveyance of the Property to the Company, the assignment of the HAP contract, and the defeasance of the Local Bond shall be presented to the Board for approval by a separate resolution; and

BE IT FURTHER RESOLVED: the Board, to the extent that any actions authorized in this Resolution have already been performed, such actions are ratified and approved, so long as ARHA's Chief Executive Officer or his successor determines that the substance of such actions already performed do not materially conflict with the substance of this Resolution.

Adopted this 23rd day of November 2026

_____ _____

Nathan Macek, Commissioner Date

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Roy O. Priest, Interim Chief Executive Officer Date