INTRODUCED: July 27, 2026

<u>Expedited Consideration</u>

A RESOLUTION No. 2026-R030

To approve the issuance by the Richmond Redevelopment and Housing Authority of its multifamily housing revenue bonds in an amount up to $20,000,000 for the acquisition, construction, and equipping of the approximately 126-unit multifamily residential rental housing project located at 815 North 35th Street and 823 North 36th Street in the City of Richmond.

Patron – Mayor Avula

Approved as to form and legality
by the City Attorney

PUBLIC HEARING: JUL 27 2026 AT 6 P.M.

WHEREAS, the Richmond Redevelopment and Housing Authority (the “Authority”) is authorized to advertise and hold public hearings relative to the issuance of private activity bonds; and

WHEREAS, the Authority has considered the application of Bacon Senior 126 LLC (the "Borrower") requesting that the Authority issue its revenue bonds (the "Bonds") in a maximum stated principal amount of $20,000,000 to finance or refinance a portion of (a) the costs of acquiring, constructing, renovating and equipping a multifamily residential rental housing project consisting of approximately 126 affordable units (the “Project”), (b) the funding of reserve funds

AYES:	6	NOES:	0	ABSTAIN:	2
ADOPTED:	JUL 27 2026	REJECTED:		STRICKEN:	

as permitted by applicable law and (c) the costs incurred in connection with the issuance of the Bonds (collectively, the "Plan of Finance") and has held a public hearing in connection therewith (the “Public Hearing”); and

WHEREAS, the Project shall be established and maintained as a “qualified residential rental project” within the meaning of Section 142(d) of the Internal Revenue Code of 1986, as amended (the “Code”); and

WHEREAS, Section 147(f) of the Code provides that the applicable elected representatives of the governmental unit having jurisdiction over the issuer of private activity bonds and over the area in which any facility financed with the proceeds of private activity bonds is located must approve the issuance of such bonds; and

WHEREAS, the Authority issues its bonds on behalf of the City of Richmond, Virginia (the “City”) and the Project is located in the City; and

WHEREAS, the Authority, as the issuing governmental unit with respect to the Bonds, has no applicable elected representative, the City constitutes the next highest governmental unit with such a representative, and the members of the City Council of the City (the “Council”) constitute the applicable elected representatives of the City; and

WHEREAS, the Authority has recommended that the Council approve the issuance of the Bonds; and

WHEREAS, a copy of the Authority’s resolution approving the issuance of the Bonds, a certificate of the Public Hearing and a summary of the statements expressed at the Public Hearing have been filed with the Council;

NOW, THEREFORE,

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF RICHMOND:

1. The Council approves the issuances of the Bonds by the Authority, in one or more series at one time or from time to time, in an aggregate maximum stated principal amount of $20,000,000 for the benefit of the Borrower or a party related to the Borrower, as required by Section 147(f) of the Code, Section 15.2-4906, as applicable to housing authorities, of the Code of Virginia of 1950, as amended (the "Virginia Code"), and Section 36-19(9) of the Virginia Code to permit the Authority to assist in the financing of the Plan of Finance.

2. The approval of the issuance of the Bonds does not constitute an endorsement to a prospective purchaser of the Bonds of the creditworthiness of the Plan of Finance or the Borrower.

3. The Bonds shall provide that neither the City nor the Authority shall be obligated to pay the Bonds or the interest thereon or other costs incident thereto except from the revenues and monies pledged thereto and that neither the faith and credit nor the taxing power of the City or the Authority is pledged to the payment of the principal of the Bonds or the interest thereon or other costs incident thereto.

4. In adopting this resolution, the City, including its elected representatives, officers, employees, and agents, shall not be liable for, and hereby disclaim all liability for, any damages to any person, direct or consequential, resulting from the Authority's failure to issue the Bonds for any reason.

5. This resolution shall take effect immediately upon its adoption.

A TRUE COPY:
TESTE:

Caroline D. Reid

City Clerk

O&R REQUEST

DATE: July 9, 2026 **EDITION:** 1

TO: The Honorable Members of City Council

THROUGH: The Honorable Dr. Danny Avula, Mayor

THROUGH: Odie Donald, Chief Administrative Officer

THROUGH: Sharon Ebert, Deputy Chief Administrative Officer, Planning & Economic Development Portfolio

FROM: Merrick Malone, Director, Housing and Community Development

RE: Expedited Consideration of Resolution to Approve RRHA Revenue Bonds for Bacon Senior, located at 815 N 35th St and 823 N 36th St

ORD. OR RES. No. ____

PURPOSE: To express the Mayor and City Council's approval of the issuance of bonds in an amount of up to $20,000,000 to finance or refinance a portion of (a) the costs of acquiring, constructing, renovating and equipping a multifamily residential rental housing project consisting of approximately 126 affordable units; (b) the funding of reserve funds as permitted by applicable law and (c); the costs incurred in connection with the issuance of the Bonds.

BACKGROUND: On June 17, 2026, Richmond Redevelopment and Housing Authority (RRHA) Commissioners approved a resolution endorsing the issuance of bonds to finance or refinance the acquisition, construction, renovation and equipping of Bacon Senior 126 LLC, located at 815 N. 35th St (renovation) and 823 N. 36th St (new construction). RRHA reports that, "The development represents a high impact mission-driven initiative aimed at supporting a highly vulnerable tenant population. It will deliver a comprehensive renovation of the existing building with 56 units (55 one bedroom and 1 two-bedroom unit) to modernize building systems, improve unit interiors and common areas and enhance overall property quality. The project will also add 70 new one-bedroom affordable units specifically designed to meet the needs of the senior population." Please see Attachments A – B for additional reporting by RRHA.

Expedited consideration of this resolution is requested by RRHA. Please see Attachment A for additional information regarding RRHA's request for expedited consideration.

COMMUNITY ENGAGEMENT: RRHA reports that it held a public hearing on the bond issuance on June 2, 2026.

STRATEGIC INITATIVES ALIGNMENT: This will help meet the housing needs of a growing city, so that Richmonders across different income levels can access affordable housing in safe neighborhoods with strong public amenities (Mayoral Action Plan: Thriving Neighborhoods, Goal A).

FISCAL IMPACT: N/A

DESIRED EFFECTIVE DATE: Upon adoption

REQUESTED INTRODUCTION DATE: July 27, 2026

CITY COUNCIL PUBLIC HEARING DATE: July 27, 2026

REQUESTED AGENDA: Consent

RECOMMENDED COUNCIL COMMITTEE: N/A

AFFECTED AGENCIES: Richmond Redevelopment and Housing Authority

RELATIONSHIP TO EXISTING ORD. OR RES.: This resolution supports the creation of new affordable housing units, a key strategy to address the City's housing crisis. Res. 2023-R019.

ATTACHMENTS:

- Attachment A: "Proposed Multifamily Housing Revenue Bond Project – Bacon Senior Project," Richmond Redevelopment and Housing Authority (June 26, 2026)
- Attachment B: "Adopted RRHA Resolution – Bacon Senior Project," Richmond Redevelopment and Housing Authority (June 17, 2026)

STAFF: Merrick Malone, Director, HCD
Michelle B. Peters, Deputy Director, HCD
Megan Field, Senior Policy Advisor, HCD

P.O. Box 26887
Richmond VA 23261-6887
600 East Broad Street, 4th Floor
Richmond, VA 23219

(O) (804) 780-4200
TTY: Dial 7-1-1
info@rrha.com
www.rrha.com

ATTACHMENT A

PROPOSED MULTIFAMILY HOUSING REVENUE BOND PROJECT

Project Name: Bacon Senior

Project Address: 815 N 35th St (Existing Building) and 823 N 36th St (New Construction)

Project Overview: The development represents a high impact mission-driven initiative aimed at supporting a highly vulnerable tenant population. It will deliver a comprehensive renovation of the existing building with 56 units (55 one bedroom and 1 two-bedroom unit) to modernize building systems, improve unit interiors and common areas and enhance overall property quality. The project will also add 70 new one- bedroom affordable units specifically designed to meet the needs of the senior population.

Affordability/Unit Mix:

Number of Units	Bedroom Size	AMI
55 existing/70 new	1-BR	**60%**
1 existing	2-BR	60%
	3-BR	
	4-BR	
Total Number of Units - 126		

Note:

Other Key Points:

- The project has applied for an Affordable Housing Performance Grant from the City of Richmond for the 70 newly constructed units. Review and approval are pending.

- The site is permit-ready for construction to begin.

A Few of the Amenities Provided:

- Granite Countertops, Stainless Steel Appliances, Laundry Rooms in Each Building
- Community Room with Free Wi-Fi Access for Residents.
- Controlled Access Building

- New Surface Parking
- Resident services will be coordinated by the management company, including, but not limited to partnerships with local organizations, like the Span Center, to connect and coordinate residents with available community resources and supportive services, fraud prevention and financial literacy workshops and social and recreational programming.

Fiscal Impact:

Estimated Jobs Created	Estimated Average Salary	Estimated Payroll Taxes	Estimated Taxable Value of the Facility to be Constructed	Estimated Annual Real Estate Taxes	Estimated Total Dollar Value Per Year of Goods to be Purchased from VA Companies w/in the Locality	Estimated Total Dollar Value Per Year of Goods to be Purchased from Non-VA Companies w/in the Locality	Estimated Total Dollar Value Per Year of Services to be Purchased from VA Companies w/in the Locality	Estimated Total Dollar Value Per Year of Services to be Purchased from Non-VA Companies w/in the Locality
Construction	$	$	$37,200,000	$30,000	$23,500,000	$	$12,800,000	$
Property Management-4	$55,440	$5,250	$	$30,000	$132,000	$4,200	$561,050	$12,500

Rationale for the Request for Expedited Consideration by RRHA's Board of Commissioners and/or City Council:

The timing of the City Council approval of the RRHA revenue bonds is important because it is a prerequisite to seeking bond volume cap allocation from the state ceiling.   It appears that approximately $87M in volume cap allocation remains available from the state for this calendar year. The RRHA/Bacon Senior Revenue Bond Project will have a significantly higher likelihood of receiving funding if City Council takes action in July 2026 as opposed to waiting until September 2026.

If City Council approval is delayed to September 2026 there is a real possibility that projects from Virginia jurisdictions other than Richmond will effectively get ahead of us in line for the remaining 2026 allocation. Any resulting delay in receipt of allocation exposes the project to additional risks of failure, i.e. increased construction costs and/or increased interest rates and financing costs.

The requested performance grant is important to the project but **not** a prerequisite to Housing Authority, City Council or state approvals of the revenue bonds for the project. The remaining procedural requirements for the performance grant can be handled between the developer and the City on a separate track and need not hold up Council's review and consideration of the RRHA revenue bond financing.

June 17, 2026

ATTACHMENT B

City Council
City of Richmond
Richmond, Virginia

Richmond Redevelopment and Housing Authority
Proposed Financing for Bacon Senior Community

Bacon Senior 126 LLC (the "Borrower") has requested that the Richmond Redevelopment and Housing Authority (the "Authority") issue up to $20,000,000 of its revenue bonds (the "Bonds") to finance or refinance a portion of (a) the cost of acquiring, constructing, renovating and equipping a multifamily residential rental housing project consisting of approximately 126 affordable units (the "Project") expected to be owned and used by the Borrower or a party related to the Borrower, (b) the funding of reserve funds as permitted by applicable law and (c) the costs incurred in connection with the issuance of the Bonds (collectively, the "Plan of Finance"), as permitted under the Virginia Housing Authorities Act (the "Act").

As set forth in the resolution of the Authority attached hereto (the "Resolution"), the Authority has agreed to issue the Bonds as requested. The Authority has conducted a public hearing (the "Public Hearing") on the proposed financing of the Plan of Finance and has recommended that you approve the issuance of the Bonds as required by Section 147(f) of the Internal Revenue Code of 1986, as amended, Section 15.2-4906, as applicable to housing authorities, of the Code of Virginia of 1950, as amended (the "Virginia Code"), and Section 36-19(10) of the Virginia Code.

Attached hereto are: (1) a certificate evidencing the conduct of the Public Hearing, including (a) a copy of the Resolution and (b) a summary of the comments expressed at the Public Hearing; and (2) the form of resolution suggested by bond counsel to evidence your approval.

Michael G. B. J

Bond Counsel to the Richmond Redevelopment
and Housing Authority

CERTIFICATE

The undersigned bond counsel to the Richmond Redevelopment and Housing Authority (the "Authority") certifies as follows:

1. A public hearing of the Authority was duly called and held at 5:30 p.m. on June 2, 2026 in accordance with applicable federal and Virginia law. The hearing was open to the public. The time and place of the hearing and the means by which the hearing was held provided a reasonable opportunity for persons of differing views to appear and be heard.

2. Representatives of the Authority announced the commencement of the public hearing on the application of Bacon Senior 126 LLC (the "Borrower") and that notice of the hearing was published on May __, 2026 in the Richmond Times-Dispatch, a newspaper having a general circulation in the City of Richmond, Virginia (the "Notice"). A copy of the Notice has been filed with the records of the Authority and are 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 adopted at a meeting of the Authority held on June 17, 2026 by a majority of the Commissioners present at such meeting. The Resolution constitutes all formal action taken by the Authority at such meeting relating to the 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 on behalf of the Authority, this 17th day of June, 2026.

____
Bond Counsel to the Richmond Redevelopment and Housing Authority

Exhibits:
A – Copy of Certified Notice
B – Summary of Statements
C – Resolution

<u>EXHIBIT A</u>

NOTICE OF PUBLIC HEARING

[See Attached]

Richmond Times-Dispatch

AFFIDAVIT OF PUBLICATION

See Proof on Next Page

State of Florida, County of Orange, ss:

Anjana Bhadoriya, being first duly sworn, deposes and says: That (s)he is a duly authorized signatory of Column Software, PBC, duly authorized agent of Richmond Times Dispatch, a newspaper printed and published in the City of Richmond, State of Virginia, and that this affidavit is Page 1 of 2 with the full text of the sworn-to notice set forth on the pages that follow, and the hereto attached:

PUBLICATION DATES: May. 23, 2026

NOTICE ID: rdrjLXSAwd2CI3WqGGr8
PUBLISHER ID: COL-7006822
NOTICE NAME: Bacon Senior 126 LLC Notice of Public Hearin
Publication Fee: $513.75
Ad Size: 2 X 50 L
Category: General Legal Notice

Under penalty of perjury, I, the undersigned affiant swear or affirm that the statements above are true and accurate to the best of my knowledge and belief.

Anjana Bhadoriya

(Signed)______________________________

JESSICA GORDON-THOMPSON
Notary Public - State of Florida
Commission # HH301656
Expires on August 17, 2026

NOTARY PUBLIC • STATE OF FLORIDA

VERIFICATION

State of Florida
County of Orange

Subscribed in my presence and sworn to before me on this: 05/25/2026

____
Notary Public
Notarized remotely online using communication technology via Proof.

NOTICE OF PUBLIC HEARING BEFORE THE RICHMOND REDEVELOPMENT AND HOUSING AUTHORITY ON PROPOSED PRIVATE ACTIVITY BOND FINANCING FOR BACON SENIOR COMMUNITY MULTIFAMILY HOUSING FACILITY

Notice is hereby given that the Richmond Redevelopment and Housing Authority (the "Authority") will hold a public hearing on the request of Bacon Senior 126 LLC (the "Borrower"), whose address is 440 Maple Avenue East, 2nd Floor, Vienna, Virginia 22180, for the issuance by the Authority of a maximum stated principal amount of $20,000,000 of its revenue bonds (the "Bonds"), in one or more series, at one time or from time to time, in order to finance or refinance a portion of (a) the cost of acquiring, constructing, renovating and equipping a multifamily housing facility to consist of approximately 126 affordable units (approximately 56 rehabilitated existing units and approximately 70 newly constructed units), to be known as the Bacon Senior Community (the "Project"), to be located on approximately 3.47 acres of land at 815 North 35th Street and 823 North 36th Street in the City of Richmond, Virginia, (b) the funding of reserve funds as permitted by applicable law and (c) certain of the costs incurred in connection with the issuance of the Bonds (collectively, the "Plan of Finance"). The Project will meet the requirements of a qualified residential rental project within the meaning of Section 142(d) of the Internal Revenue Code of 1986, as amended. The Project is expected to be owned and operated by the Borrower or a party related to the Borrower. The public hearing on the Plan of Finance, which may be continued or adjourned, will be held at 5:30 p.m. on June 2, 2026 before representatives of the Authority at 600 E. Broad Street, Suite 400, Richmond, Virginia 23219.

The Bonds will not pledge the credit or the taxing power of the Authority or the City of Richmond, Virginia but will be payable solely from the revenues derived from the Borrower and the Project and pledged therefor.

RICHMOND REDEVELOPMENT AND HOUSING AUTHORITY

COL-7006822

EXHIBIT B

SUMMARY OF STATEMENTS

Representatives of Bacon Senior 126 LLC, the applicant, and McGuireWoods LLP, bond counsel to the Authority, appeared at the public hearing to present the proposed plan of financing. No members of the public appeared at the public hearing.

EXHIBIT C

RESOLUTION

[See Attached]

RICHMOND REDEVELOPMENT AND HOUSING AUTHORITY

PROPOSED RESOLUTION

Meeting Date: June 17, 2026

TITLE: RESOLUTION REGARDING THE ISSUANCE OF MULTIFAMILY HOUSING REVENUE BONDS FOR THE ACQUISITION, CONSTRUCTION, RENOVATION AND EQUIPPING OF THE APPROXIMATELY 126-UNIT BACON SENIOR COMMUNITY MULTIFAMILY HOUSING FACILITY TO BE LOCATED IN THE CITY OF RICHMOND, VIRGINIA

RESOLUTION:

WHEREAS, the Richmond Redevelopment and Housing Authority (the "Authority") is empowered, pursuant to the Virginia Housing Authorities Law, Chapter 1, Title 36 (the "Act") of the Code of Virginia of 1950, as amended (the "Virginia Code"), to issue its bonds for the purpose, among others, of financing housing projects located within the territorial boundaries of the City of Richmond, Virginia (the "City"); and

WHEREAS, Bacon Senior 126 LLC (the "Borrower") has requested the Authority to agree to issue its multifamily residential rental housing revenue bonds under the Act in an expected maximum principal amount of $20,000,000 (the "Bonds"), the proceeds of which will be used to finance or refinance a portion of (a) the costs of acquiring, constructing, renovating and equipping a multifamily residential rental housing project consisting of approximately 126 affordable units (the "Project") expected to be owned and used by the Borrower or a party related to the Borrower, (b) the funding of reserve funds as permitted by applicable law and (c) the costs incurred in connection with the issuance of the Bonds (collectively, the "Plan of Finance"), as permitted under the Act; and

WHEREAS, the Project shall be located at 815 North 35th Street and 823 North 36th Street in the City of Richmond and established and maintained as a "qualified residential rental project" within the meaning of Section 142(d) of the Internal Revenue Code of 1986, as amended (the "Code"); and

WHEREAS, the Borrower has indicated that it will work in good faith with the Authority to endeavor to provide certain employment and/or contracting opportunities to the residents and businesses of the neighborhoods surrounding the Project and others (the "Borrower's Special Commitments"); and

WHEREAS, preliminary plans for the Plan of Finance have been described to the Authority and a public hearing (the "Public Hearing") has been held with respect to the Plan of Finance and the Bonds in accordance with Section 147(f) of the Code and Section 15.2-4906, as applicable to housing authorities, of the Virginia Code; and

WHEREAS, the Authority has determined that it is in the best interests of the Authority to issue its tax-exempt revenue bonds pursuant to the Act, in such amounts as may be necessary to finance or refinance the Plan of Finance.

NOW, THEREFORE, BE IT RESOLVED BY THE RICHMOND REDEVELOPMENT AND HOUSING AUTHORITY THAT:

1. The foregoing recitals are approved by the Authority and are incorporated in, and deemed a part of, this resolution.

2. It is hereby found and determined that the Plan of Finance will further the public purposes of the Act by assisting in providing housing to low and moderate income persons in the City.

3. It is hereby found and determined that the Project will constitute "residential buildings" as that term is defined in the Act.

4. To induce the Borrower to undertake the Plan of Finance and maintain the Project as a "qualified residential rental project" within the meaning of Section 142(d) of the Code, the Authority hereby agrees, subject to approvals required by applicable law, to assist the Borrower in financing or refinancing the Plan of Finance by undertaking the issuance of (and hereby declares its official intent to issue) its multifamily housing revenue bonds therefor in an expected maximum principal stated amount of $20,000,000 for the Project upon the terms and conditions to be mutually agreed upon between the Authority and the Borrower. The Bonds shall be issued in forms and pursuant to terms to be set by the Authority. The Bonds may be issued in one or more series at one time or from time to time, and the Bonds of any such series may be either taxable or tax-exempt for purposes of federal income taxation.

5. All other acts of the officers of the Authority that are in conformity with the purposes and intent of this resolution and in furtherance of the issuance and sale of the Bonds and the undertaking of the Plan of Finance are hereby ratified, approved and confirmed.

6. The Authority hereby designates McGuireWoods LLP, Richmond, Virginia, to serve as bond counsel ("Bond Counsel") and hereby appoints such firm to supervise the proceedings and approve the issuance of the Bonds.

7. The Borrower agrees to indemnify and save harmless the Authority, its officers, commissioners, employees and agents from and against all liabilities, obligations, claims, damages, penalties, losses, costs and expenses in any way connected with the issuance and sale of the Bonds.

8. All costs and expenses in connection with the financing and the Plan of Finance, including the fees and expenses of the Authority (including, without limitation, the Authority's application fee, origination fee and ongoing administrative fees), Bond

Counsel, counsel for the Authority and any placement agent or underwriter for the sale of the Bonds shall be paid from the proceeds of the Bonds (but only to the extent permitted by applicable law) or by the Borrower. If for any reason such Bonds are not issued, it is understood that all such expenses shall be paid by the Borrower and that the Authority shall have no responsibility therefor.

9. The Bonds shall be limited obligations of the Authority and shall be payable solely out of revenues, receipts and payments specifically pledged therefor. Neither the commissioners, officers, agents or employees of the Authority, past, present and future, nor any person executing the Bonds, shall be liable personally on the Bonds by reason of the issuance thereof. The Bonds shall not be deemed to constitute a general obligation debt or a pledge of the faith and credit of the Commonwealth of Virginia or any political subdivision thereof, including the Authority or the City (and the Bonds shall so state on their face), and neither the Commonwealth of Virginia nor any such political subdivision thereof shall be personally liable thereon, nor in any event shall the Bonds be payable out of any funds or properties other than the special funds and sources provided therefor. Neither the faith and credit nor the taxing power of the Commonwealth of Virginia, or any political subdivision thereof, shall be pledged to the payment of the principal of the Bonds or the interest thereon or other costs incident thereto. The Bonds shall not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction.

10. The Authority (including its officers, commissioners, employees and agents) shall not be liable and hereby disclaims all liability to the Borrower and all other persons or entities for any damages, direct or consequential, resulting from the issuance of the Bonds or failure of the Authority to issue the Bonds for any reason. Any obligation of the Authority to exercise its powers in the City to issue the Bonds as requested by the Borrower is contingent upon the satisfaction of all legal requirements and the Authority shall not be liable and hereby disclaims all liability to the Borrower for any damages, direct or consequential, resulting from the Authority's failure to issue the Bonds for the Plan of Finance for any reason, including but not limited to, the failure of the City Council of the City (the "City Council") to approve the issuance of the Bonds.

11. The Authority recommends that the City Council approve the issuance of the Bonds, in one or more series, at one time or from time to time, in an expected maximum stated principal amount of $20,000,000 for the purposes of undertaking the Plan of Finance, as required by Section 147(f) of the Code.

12. Each of the Chair, Vice Chair, Chief Executive Officer, Secretary and any Assistant Secretary of the Authority is authorized and directed to deliver to the City Council (1) a reasonably detailed summary of the comments, if any, expressed at the Public Hearing and (2) a copy of this resolution.

13. Each of the Chair, Vice Chair, Chief Executive Officer, Secretary or any Assistant Secretary of the Authority, or the designee of any of them, is hereby authorized to request one or more allocations of the State Ceiling (as defined in Section 15.2-5000 of

the Virginia Code) in accordance with the applicable provisions of the Virginia Code and any regulations or executive orders issued thereunder. All costs incurred by the Authority, if any, in connection with such proceedings shall be paid for by the Borrower.

14. No Bonds may be issued pursuant to this resolution until such time as (a) the issuance of the Bonds has been approved by the City Council, and (b) the Bonds have received one or more allocations of the State Ceiling in accordance with the applicable provisions of the Virginia Code and any regulations or executive orders issued thereunder.

15. The approval of the issuance of the Bonds does not constitute an endorsement to any prospective purchaser of the Bonds of the creditworthiness of the Plan of Finance or of the Borrower.

16. This resolution is a Declaration of Official Intent under U.S. Treasury Regulations for purposes of Sections 103 and 141 to 150 of the Code. Based upon the representations of the Borrower, the Authority reasonably expects that certain costs of the Project may be reimbursed with the proceeds of the Bonds.

17. The issuance of the Bonds in the principal amount of up to $20,000,000 for the Project pursuant to definitive bond documents to be prepared or reviewed by Bond Counsel (the "Bond Documents") is hereby authorized and approved. The Chair, Vice Chair, Secretary, Chief Executive Officer and any other officer of the Authority, any of whom may act alone (the "Authorized Officials"), are each hereby authorized and directed to execute the Bonds, which shall bear interest at the rates (which may be variable or fixed), shall mature on such dates and shall be subject to redemption at such times as are set forth in the Bond Documents. The Authorized Officials are hereby authorized to approve the final terms of the Bonds; provided, however, that the interest rates borne by the Bonds shall not exceed 15% per annum, the final maturity of the Bonds shall not be later than forty (40) years after the date of the initial issuances of the Bonds, and the principal amount of the Bonds shall not exceed $20,000,000. Such approvals shall be evidenced conclusively by the execution and delivery of the Bonds.

18. The Bond Documents shall be in substantially the same forms as prepared or reviewed by Bond Counsel and submitted to the Authority, with such completions, omissions, insertions and changes (including, without limitation, changes of the dates thereof and the captions of the Bonds) as may be approved by the Authorized Officials executing them, such executions to constitute conclusive evidence of the approvals of any such completions, omissions, insertions and changes. The Bond Documents shall contain upon their execution and delivery provisions obligating the Borrower to comply with the Borrower's Special Commitments with respect to the Project. The execution, delivery and performance by the Authority of the Bond Documents are hereby authorized and directed.

19. The Authorized Officials are hereby authorized and directed to execute on behalf of the Authority and to deliver the Bonds, the Bond Documents, the related documents to which the Authority is a party and such other agreements, certificates, documents and instruments (collectively, the "Documents"), and to do and perform such things and acts, as are authorized hereby or contemplated by the Documents, and, if

required, the Secretary or any other officer of the Authority is authorized and directed to affix the seal of the Authority to the Bonds and the other Documents and to attest such seal. The signatures of the Authorized Officials and the seal of the Authority on the Bonds may be by facsimile.

20. This resolution shall take effect immediately upon its adoption.

READ AND ADOPTED: June 17, 2026

The undersigned Bond Counsel to the Richmond Redevelopment and Housing Authority hereby certifies that the foregoing is a true, correct, and complete copy of a resolution adopted by the Authority's commissioners present and voting at a meeting duly called and held on June 17, 2026, in accordance with law, and that such resolution has not been repealed, revoked, rescinded, or amended, but is in full force and effect as of the date hereof.

WITNESS my hand on behalf of the Authority this 17th day of June, 2026.

By: ______________________________
Bond Counsel to the Richmond
Redevelopment and Housing
Authority

RICHMOND REDEVELOPMENT AND HOUSING AUTHORITY

PROPOSED RESOLUTION

Meeting Date: June 17, 2026 Resolution No. 2026-20

TITLE: RESOLUTION REGARDING THE ISSUANCE OF MULTIFAMILY HOUSING REVENUE BONDS FOR THE ACQUISITION, CONSTRUCTION, RENOVATION AND EQUIPPING OF THE APPROXIMATELY 126-UNIT BACON SENIOR COMMUNITY MULTIFAMILY HOUSING FACILITY TO BE LOCATED IN THE CITY OF RICHMOND, VIRGINIA

RESOLUTION:

WHEREAS, the Richmond Redevelopment and Housing Authority (the "Authority") is empowered, pursuant to the Virginia Housing Authorities Law, Chapter 1, Title 36 (the "Act") of the Code of Virginia of 1950, as amended (the "Virginia Code"), to issue its bonds for the purpose, among others, of financing housing projects located within the territorial boundaries of the City of Richmond, Virginia (the "City"); and

WHEREAS, Bacon Senior 126 LLC (the "Borrower") has requested the Authority to agree to issue its multifamily residential rental housing revenue bonds under the Act in an expected maximum principal amount of $20,000,000 (the "Bonds"), the proceeds of which will be used to finance or refinance a portion of (a) the costs of acquiring, constructing, renovating and equipping a multifamily residential rental housing project consisting of approximately 126 affordable units (the "Project") expected to be owned and used by the Borrower or a party related to the Borrower, (b) the funding of reserve funds as permitted by applicable law and (c) the costs incurred in connection with the issuance of the Bonds (collectively, the "Plan of Finance"), as permitted under the Act; and

WHEREAS, the Project shall be located at 815 North 35th Street and 823 North 36th Street in the City of Richmond and established and maintained as a "qualified residential rental project" within the meaning of Section 142(d) of the Internal Revenue Code of 1986, as amended (the "Code"); and

WHEREAS, the Borrower has indicated that it will work in good faith with the Authority to endeavor to provide certain employment and/or contracting opportunities to the residents and businesses of the neighborhoods surrounding the Project and others (the "Borrower's Special Commitments"); and

WHEREAS, preliminary plans for the Plan of Finance have been described to the Authority and a public hearing (the "Public Hearing") has been held with respect to the Plan of Finance and the Bonds in accordance with Section 147(f) of the Code and Section 15.2-4906, as applicable to housing authorities, of the Virginia Code; and

WHEREAS, the Authority has determined that it is in the best interests of the Authority to issue its tax-exempt revenue bonds pursuant to the Act, in such amounts as may be necessary to finance or refinance the Plan of Finance.

NOW, THEREFORE, BE IT RESOLVED BY THE RICHMOND REDEVELOPMENT AND HOUSING AUTHORITY THAT:

1. The foregoing recitals are approved by the Authority and are incorporated in, and deemed a part of, this resolution.

2. It is hereby found and determined that the Plan of Finance will further the public purposes of the Act by assisting in providing housing to low and moderate income persons in the City.

3. It is hereby found and determined that the Project will constitute "residential buildings" as that term is defined in the Act.

4. To induce the Borrower to undertake the Plan of Finance and maintain the Project as a "qualified residential rental project" within the meaning of Section 142(d) of the Code, the Authority hereby agrees, subject to approvals required by applicable law, to assist the Borrower in financing or refinancing the Plan of Finance by undertaking the issuance of (and hereby declares its official intent to issue) its multifamily housing revenue bonds therefor in an expected maximum principal stated amount of $20,000,000 for the Project upon the terms and conditions to be mutually agreed upon between the Authority and the Borrower. The Bonds shall be issued in forms and pursuant to terms to be set by the Authority. The Bonds may be issued in one or more series at one time or from time to time, and the Bonds of any such series may be either taxable or tax-exempt for purposes of federal income taxation.

5. All other acts of the officers of the Authority that are in conformity with the purposes and intent of this resolution and in furtherance of the issuance and sale of the Bonds and the undertaking of the Plan of Finance are hereby ratified, approved and confirmed.

6. The Authority hereby designates McGuireWoods LLP, Richmond, Virginia, to serve as bond counsel ("Bond Counsel") and hereby appoints such firm to supervise the proceedings and approve the issuance of the Bonds.

7. The Borrower agrees to indemnify and save harmless the Authority, its officers, commissioners, employees and agents from and against all liabilities, obligations, claims, damages, penalties, losses, costs and expenses in any way connected with the issuance and sale of the Bonds.

8. All costs and expenses in connection with the financing and the Plan of Finance, including the fees and expenses of the Authority (including, without limitation, the Authority's application fee, origination fee and ongoing administrative fees), Bond Counsel, counsel for the Authority and any placement agent or underwriter for the sale of the Bonds shall be paid from the proceeds of the Bonds (but only to the extent permitted by applicable law) or by the Borrower. If

for any reason such Bonds are not issued, it is understood that all such expenses shall be paid by the Borrower and that the Authority shall have no responsibility therefor.

9. The Bonds shall be limited obligations of the Authority and shall be payable solely out of revenues, receipts and payments specifically pledged therefor. Neither the commissioners, officers, agents or employees of the Authority, past, present and future, nor any person executing the Bonds, shall be liable personally on the Bonds by reason of the issuance thereof. The Bonds shall not be deemed to constitute a general obligation debt or a pledge of the faith and credit of the Commonwealth of Virginia or any political subdivision thereof, including the Authority or the City (and the Bonds shall so state on their face), and neither the Commonwealth of Virginia nor any such political subdivision thereof shall be personally liable thereon, nor in any event shall the Bonds be payable out of any funds or properties other than the special funds and sources provided therefor. Neither the faith and credit nor the taxing power of the Commonwealth of Virginia, or any political subdivision thereof, shall be pledged to the payment of the principal of the Bonds or the interest thereon or other costs incident thereto. The Bonds shall not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction.

10. The Authority (including its officers, commissioners, employees and agents) shall not be liable and hereby disclaims all liability to the Borrower and all other persons or entities for any damages, direct or consequential, resulting from the issuance of the Bonds or failure of the Authority to issue the Bonds for any reason. Any obligation of the Authority to exercise its powers in the City to issue the Bonds as requested by the Borrower is contingent upon the satisfaction of all legal requirements and the Authority shall not be liable and hereby disclaims all liability to the Borrower for any damages, direct or consequential, resulting from the Authority's failure to issue the Bonds for the Plan of Finance for any reason, including but not limited to, the failure of the City Council of the City (the "City Council") to approve the issuance of the Bonds.

11. The Authority recommends that the City Council approve the issuance of the Bonds, in one or more series, at one time or from time to time, in an expected maximum stated principal amount of $20,000,000 for the purposes of undertaking the Plan of Finance, as required by Section 147(f) of the Code.

12. Each of the Chair, Vice Chair, Chief Executive Officer, Secretary and any Assistant Secretary of the Authority is authorized and directed to deliver to the City Council (1) a reasonably detailed summary of the comments, if any, expressed at the Public Hearing and (2) a copy of this resolution.

13. Each of the Chair, Vice Chair, Chief Executive Officer, Secretary or any Assistant Secretary of the Authority, or the designee of any of them, is hereby authorized to request one or more allocations of the State Ceiling (as defined in Section 15.2-5000 of the Virginia Code) in accordance with the applicable provisions of the Virginia Code and any regulations or executive orders issued thereunder. All costs incurred by the Authority, if any, in connection with such proceedings shall be paid for by the Borrower.

14. No Bonds may be issued pursuant to this resolution until such time as (a) the issuance of the Bonds has been approved by the City Council, and (b) the Bonds have received

one or more allocations of the State Ceiling in accordance with the applicable provisions of the Virginia Code and any regulations or executive orders issued thereunder.

15. The approval of the issuance of the Bonds does not constitute an endorsement to any prospective purchaser of the Bonds of the creditworthiness of the Plan of Finance or of the Borrower.

16. This resolution is a Declaration of Official Intent under U.S. Treasury Regulations for purposes of Sections 103 and 141 to 150 of the Code. Based upon the representations of the Borrower, the Authority reasonably expects that certain costs of the Project may be reimbursed with the proceeds of the Bonds.

17. The issuance of the Bonds in the principal amount of up to $20,000,000 for the Project pursuant to definitive bond documents to be prepared or reviewed by Bond Counsel (the "Bond Documents") is hereby authorized and approved. The Chair, Vice Chair, Secretary, Chief Executive Officer and any other officer of the Authority, any of whom may act alone (the "Authorized Officials"), are each hereby authorized and directed to execute the Bonds, which shall bear interest at the rates (which may be variable or fixed), shall mature on such dates and shall be subject to redemption at such times as are set forth in the Bond Documents. The Authorized Officials are hereby authorized to approve the final terms of the Bonds; provided, however, that the interest rates borne by the Bonds shall not exceed 15% per annum, the final maturity of the Bonds shall not be later than forty (40) years after the date of the initial issuances of the Bonds, and the principal amount of the Bonds shall not exceed $20,000,000. Such approvals shall be evidenced conclusively by the execution and delivery of the Bonds.

18. The Bond Documents shall be in substantially the same forms as prepared or reviewed by Bond Counsel and submitted to the Authority, with such completions, omissions, insertions and changes (including, without limitation, changes of the dates thereof and the captions of the Bonds) as may be approved by the Authorized Officials executing them, such executions to constitute conclusive evidence of the approvals of any such completions, omissions, insertions and changes. The Bond Documents shall contain upon their execution and delivery provisions obligating the Borrower to comply with the Borrower's Special Commitments with respect to the Project. The execution, delivery and performance by the Authority of the Bond Documents are hereby authorized and directed.

19. The Authorized Officials are hereby authorized and directed to execute on behalf of the Authority and to deliver the Bonds, the Bond Documents, the related documents to which the Authority is a party and such other agreements, certificates, documents and instruments (collectively, the "Documents"), and to do and perform such things and acts, as are authorized hereby or contemplated by the Documents, and, if required, the Secretary or any other officer of the Authority is authorized and directed to affix the seal of the Authority to the Bonds and the other Documents and to attest such seal. The signatures of the Authorized Officials and the seal of the Authority on the Bonds may be by facsimile.

20. This resolution shall take effect immediately upon its adoption.

Recommended by: Sherrill Hampton
Senior Vice President of RECD

Date: June 2, 2026

Approved by: Steven B. Nesmith
Chief Executive Officer

Date: June 2, 2026

COMMISSIONERS' ACTION

RESOLUTION #: **2026-20**

☒ Approved JUN 17 2026
Date

☐ Disapproved ____________
Date

☐ Tabled ____________
Date

☐ Withdrawn ____________
Date

SIGNED:

Eddie L. Jackson, Jr.

Eddie L. Jackson, Jr., Chair
RRHA Board of Commissioners

Votes Recorded				
Commissioner	Aye	Nay	Abstain	Absent
Eddie L. Jackson, Jr.	X			
Charlene Pitchford	X			
Dyanne Broidy	X			
Kyle R. Elliott	X			
Barrett Hardiman	X			
W.R. "Bill" Johnson, Jr.	X			
Gregory Lewis				X
Marika McCray				X
Harold Parker, Jr.	X			