

**ARTICLES OF INCORPORATION  
OF THE  
WEST FALLS COMMUNITY DEVELOPMENT AUTHORITY**

The undersigned, pursuant to Chapter 51, Title 15.2 of the Code of Virginia of 1950, as amended, certifies the adoption by the City Council of the City of Falls Church, Virginia (the “City Council”), on \_\_\_\_\_, 2021, of an Ordinance No. \_\_\_\_ (the (Ordinance”)authorizing the following Articles of Incorporation for the West Falls Community Development Authority (the “Authority”) and states as follows:

**ARTICLE I**

NAME

The name of the Authority is the West Falls Community Development Authority.

**ARTICLE II**

ORGANIZATION

The Authority shall be organized by the City of Falls Church, Virginia, under the Virginia Water and Waste Authorities Act (Chapter 51, Title 15.2 of the Code of Virginia of 1950, as amended) (the “Act”), as a public body politic and corporate and political subdivision governed by the laws of the Commonwealth of Virginia.

**ARTICLE III**

MEMBERS

The affairs of the Authority shall be conducted by an authority board of five members (the “CDA Board”). The initial CDA Board members are as set forth in Exhibit A attached hereto and incorporated by reference, and shall serve the terms of office as set forth in Exhibit A. All members shall be appointed by the City Council and shall serve at the pleasure of the City Council. Upon the expiration of the term of any CDA Board member, the City Council may either reappoint that Board member or appoint a replacement.

## **ARTICLE IV**

### **PRINCIPAL OFFICE**

The Authority's principal office shall be c/o City Manager's Office, 300 Park Avenue, Ste 203, Falls Church, VA, 22046. The Authority may conduct its business and maintain offices for such purposes at such other places within or without the City of Falls Church, Virginia, as may from time to time be deemed advisable by the CDA Board, and as will not be in conflict with the requirements of the Act, the Ordinance, and these Articles of Incorporation.

## **ARTICLE V**

### **AUTHORITY DISTRICT**

The land initially encompassed within the Authority is set forth in Exhibit B attached hereto and incorporated by reference (the "Initial Authority District"). The CDA Board may release and exclude from the Initial Authority District portions of land with respect to which all special assessments have been paid or prepaid.

## **ARTICLE VI**

### **PURPOSES AND POWERS**

The Authority is organized for the purpose of exercising all powers granted by the Act, including by way of illustration and not limitation, financing, funding, planning, establishing, acquiring, constructing or reconstructing, enlarging, extending, equipping, operating, and maintaining public infrastructure improvements as generally described in the Petition to create the Authority. The Authority shall have all powers granted to a community development authority by the Act.

## **ARTICLE VII**

### **NOT FOR PROFIT**

The Authority shall not be organized or operated for pecuniary gain or profit. No part of the net earnings of the Authority shall inure to the benefit of, or be distributable to any member, director, officer, or any other private person, except that the Authority shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth above in Article VI.

**ARTICLE VIII**

**AMENDMENTS TO ARTICLES**

These Articles of Incorporation may be amended at any time and from time to time by the City Council as now or hereafter prescribed by the Act.

**ARTICLE IX**

**REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Authority is c/o Office of the City Attorney, 300 Park Avenue #210E, Falls Church, Virginia 22046. The initial Registered Agent of the Authority is Carol W. McCoskrie, whose business address is identical to that of the initial registered office and who is a resident of the Commonwealth of Virginia and a member of the Virginia State Bar.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the \_\_\_\_\_ day of \_\_\_\_\_, 2021, as duly authorized by the Ordinance creating the Authority and adopted by the City Council on \_\_\_\_\_, 2021.

By: \_\_\_\_\_  
Clerk to the City Council

**Attachment A**

Initial Board of Directors of the West Falls Community Development Authority

<b>Member</b>	<b>Term</b>
Debora Shantz-Hiscott Falls Church City Council 300 Park Avenue Falls Church, Virginia 22046	August 10, 2021 – August 10, 2025
David Snyder Falls Church City Council 300 Park Avenue Falls Church, Virginia 22046	August 10, 2021 – August 10, 2025
Robert Young Falls Church Economic Development Authority 300 Park Avenue Falls Church, Virginia 22046	August 10, 2021 – August 10, 2025
Wyatt Shields Manager, City of Falls Church 300 Park Avenue Falls Church, Virginia 22046	August 10, 2021 – August 10, 2025
Kiran Bawa Finance Director, City of Falls Church 300 Park Avenue Falls Church, Virginia 22046	August 10, 2021 – August 10, 2025

**EXHIBIT B**