

2015 Airports Authority Board Committees and Committees' Membership

Committee	Chair	Members	Jurisdiction
Business Administration (monthly)	Earl Adams, Jr. Co-Chair Shaw McDermott Co-Chair	Lynn Chapman Anthony Griffin A. Bradley Mims Warner H. Session Nina Mitchell Wells Joslyn N. Williams New DC Member Frank M. Conner III (ex officio)	<p align="center">CONCESSIONS</p> <p>Sets policy and provides oversight for contracts and leases over \$3M in annual spending and makes recommendations to the Board.</p> <p align="center">CONSTRUCTION</p> <p>Sets policy and provides oversight for contracts (non-competitively awarded) and makes recommendations to the Board (except Toll Road and Metrorail project-related contracts, see Dulles Corridor Committee).</p> <p align="center">GOODS AND SERVICES</p> <p>Reviews and makes recommendations for goods and services (including equipment and other personal property, professional services, and ERP and computer system related) contracts over \$3M in annual spending, except the following:</p> <ul style="list-style-type: none"> • Design services and construction management contracts, see Strategic Development Committee; • Various professional financial service contracts, see Finance Committee; • Legal service contracts, see Risk Management Committee; and • Toll Road and Metrorail project and related - contracts, see Dulles Corridor Committee. <p>Sets policy and provides oversight:</p> <ul style="list-style-type: none"> • Community/public relations and customer service relations. <p>Reviews awards for phone service (land line, cell, VoIP) - contracts and makes recommendations to the Board for all contracts over \$3M in annual spending.</p>

<p>Business Administration (monthly) (continued)</p>	<p>Earl Adams, Jr. Co-Chair</p> <p>Shaw McDermott Co-Chair</p>	<p>Lynn Chapman Anthony Griffin A. Bradley Mims Warner H. Session Nina Mitchell Wells Joslyn N. Williams New DC Member Frank M. Conner III (ex officio)</p>	<p style="text-align: center;">GROUND TRANSPORTATION</p> <p>Sets policy and regulations and provides oversight relative to all ground transportation (including taxicabs) contracts.</p> <p style="text-align: center;">POLICY AND OVERSIGHT</p> <p>Sets policy and provides oversight for LDBE and DBE programs.</p> <p style="text-align: center;">PROCUREMENT</p> <p>Sets policy and provides oversight on general procurement issues.</p> <p>Reviews and makes recommendations to the Board regarding:</p> <ul style="list-style-type: none"> • Contracting Manual; • Insurance (liability and property) for contracts over \$3M in annual spending; and • Radio systems contracts over \$3M in annual spending. <p>Reviews protests (as assigned by Board Chairman) and recommends decision to the Board.</p> <p>Works jointly with the Strategic Development Committee on recommendations related to construction issues.</p> <p style="text-align: center;">REGULATIONS</p> <p>Reviews and makes recommendations to the Board on regulations, except for areas specifically within the jurisdiction of other committees.</p>
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<p>Dulles Corridor (monthly)</p>	<p>Anthony Griffin Co-Chair</p> <p>Richard Kennedy Co-Chair</p>	<p>C. Charles Caputo Bruce A. Gates Katherine K. Hanley Barbara Lang Shaw McDermott A. Bradley Mims Joslyn N. Williams Frank M. Conner III (ex officio)</p>	<p style="text-align: center;">DULLES TOLL ROAD</p> <p>Reviews and makes recommendations to the Board on contracts for goods and services over \$3M in annual spending, as well as non-competitively awarded construction contracts.</p> <p style="text-align: center;">METRORAIL PROJECT</p> <p>Reviews and makes recommendations to the Board on contracts for goods and services over \$3M in annual spending, as well as amendments to Silver Line rail construction contract, Phase 2 contracts and other transaction documents.</p> <p style="text-align: center;">GENERAL</p> <p>Sets policy and provides oversight on regional transportation issues related to the Toll Road and Metrorail project.</p> <p>Reviews and makes recommendations to the Board on regulations, except for areas specifically within the jurisdiction of other committees.</p>
<p>Ethics Review (at call of Committee Chair)</p>	<p>Anthony Griffin</p>	<p>Earl Adams, Jr. Barbara Lang Shaw McDermott</p>	<p>Provides guidelines for Code of Ethical responsibilities in accordance to the Board Ethics Policy and Bylaws.</p> <p>Reviews all Code of Ethics reports and provides oversight on recommendations made by the Ethics Officer regarding allegations of violations.</p> <p>Conducts further inquiry and refers matters to the Board as necessary.</p>

<p>Executive and Governance (at call of Chair)</p>	<p>Frank M. Conner III</p>	<p>Michael A. Curto Katherine K. Hanley Shaw McDermott Warner H. Session Nina Mitchell Wells</p>	<p style="text-align: center;">GOVERNANCE</p> <p>Establishes governance policies and regulations for the Authority, provides oversight and makes recommendations to the Board, including the following areas:</p> <ul style="list-style-type: none"> • Airports revenue uses/diversion; • Board and Committee meeting policies and procedures; • Board and Employee Business Expense Policy • Board and Employee Ethics Policies; • Board and Employee Travel Policy; • Bylaws; • Delegations of authority to the Board and/or President and CEO; • Director indemnification; • Document management (custodian of records policy); • Executive staff employment agreements; • Freedom of Information; • Government relations; • Marketing and branding; and • Resolutions. <p>Evaluates and sets annual compensation for the President and CEO; Vice President and Secretary; Vice President for Audit; and Office of Audit Staff.</p> <p style="text-align: center;">OTHER RESPONSIBILITIES</p> <p>Plans for Board Retreat.</p>
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<p>Finance (monthly)</p>	<p>Michael A. Curto Co-Chair</p> <p>Warner H. Session Co-Chair</p>	<p>Earl Adams, Jr. C. Charles Caputo Lynn Chapman Richard A. Kennedy Caren Merrick Nina Mitchell Wells New DC Member Frank M. Conner III (ex officio)</p>	<p style="text-align: center;">FINANCINGS</p> <p>Sets policy and provides oversight for banks and banking services.</p> <p>Reviews and makes recommendations to the Board on bond/financing issues, Bond Anticipation Notes, other debt instruments and transactions.</p> <p style="text-align: center;">FINANCIAL DOCUMENTS</p> <p>Reviews entire Authority’s Budget (both Aviation Enterprise and Dulles Corridor Enterprise Funds) and provides input and makes recommendation on entire Budget.</p> <p style="text-align: center;">POLICIES AND OVERSIGHT</p> <p>Sets policy and provides oversight for:</p> <ul style="list-style-type: none"> • Financial policies and reports (CAFR, Aviation Enterprise and Dulles Corridor Enterprise Funds); • Forecasting (financial, airport usage, etc.); and • Investments. <p style="text-align: center;">SERVICES</p> <p>Conducts selection process and makes recommendation on professional financial services providers (specifically underwriters and financial advisors).</p>
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Human Resources Committee (quarterly)	<p>Bruce A. Gates Co-Chair</p> <p>Joslyn N. Williams Co-Chair</p>	<p>Michael A. Curto Katherine K. Hanley Barbara Lang Caren Merrick Nina Mitchell Wells Frank M. Conner III (ex officio)</p>	<p style="text-align: center;">EMPLOYEES</p> <p>Sets policy and provides oversight regarding:</p> <ul style="list-style-type: none"> • Authority organizational framework, including structure, statement of functions, positions and staffing; • Compensation and benefits, including retirement programs for employees, including non- compensation/benefits (e.g., discipline and equal opportunity). <p>Reviews and makes recommendations to the Board regarding insurance (employee health, life and disability) for contracts over \$3M in annual spending.</p> <p style="text-align: center;">HUMAN CAPITAL DEVELOPMENT</p> <p>Provides oversight of training and development of existing employees and management.</p> <p>Develops opportunities for internships or apprenticeships available for broader community where consistent with the Authority’s mission.</p> <p style="text-align: center;">LABOR</p> <p>Sets policy and provides oversight on union agreements.</p> <p style="text-align: center;">REGULATIONS</p> <p>Reviews and makes recommendations to the Board, except for areas specifically within the jurisdiction of other committees.</p>
Nominations Committee (at call of Committee Chair)	TBD by Committee	<p>Lynn Chapman Michael A. Curto Warner H. Session Nina Mitchell Wells</p>	<p>Recommends the slate of candidates for the selection of officers at the Annual Meeting, consistent with Resolution No. 12-6 adopted February 12, 2012.</p>

<p>Risk Management (formerly Audit - Legal) (quarterly)</p>	<p>Warner H. Session Co-Chair</p> <p>Nina Mitchell Wells Co-Chair</p>	<p>Earl Adams, Jr. Anthony Griffin Richard A. Kennedy Caren Merrick A. Bradley Mims New DC Member Frank M. Conner III (ex officio)</p>	<p style="text-align: center;">AUDIT-RELATED</p> <p>Approves audit activities of Vice President for Audit with respect to the Annual Risk Assessment and Audit Plan, as well as the audit activities of the external independent auditors:</p> <ul style="list-style-type: none"> • Determines duties and responsibilities of the Vice President for Audit; • Makes recommendation to the Board on the selection of the Vice President of Audit with the advice and recommendation of the President and CEO; • Oversees the process to select the external auditor and makes recommendations on the process to the Board; and • Provides policy and oversight, and reviews audit results (findings, conclusions and recommendations) and monitors the implementation of recommendations. <p style="text-align: center;">INTERNAL CONTROLS AND RISK MANAGEMENT</p> <p>Sets policy and provides oversight relating to all internal controls and risk management (unless specifically within the jurisdiction of other committees), including implementation of ERP, insurance coverage and application of Sarbanes-Oxley.</p> <p style="text-align: center;">LEGAL-RELATED</p> <p>Establishes procedures and policies for the engagement of attorneys by the Authority, including rates and other terms of engagement.</p> <p>Provides litigation oversight and guidance (and approval, when required) regarding:</p> <ul style="list-style-type: none"> • Confidential briefings from staff; • Contracts for outside counsel for any significant engagement; and • Procurement protests (as assigned by Board Chairman) and makes recommendations to the Board.
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<p>Strategic Development (monthly)</p>	<p>Lynn Chapman Co-Chair</p> <p>Barbara Lang Co-Chair</p>	<p>C. Charles Caputo Michael A. Curto Bruce A. Gates Katherine K. Hanley Shaw McDermott A. Bradley Mims Warner H. Session Joslyn N. Williams Frank M. Conner III (ex officio)</p>	<p style="text-align: center;">AIRLINES</p> <p>Reviews and makes recommendations to the Board regarding contracts and leases, including the Airport Use Agreement and Premises Lease.</p> <p style="text-align: center;">AIR SERVICE</p> <p>Sets policy and provides oversight for:</p> <ul style="list-style-type: none"> • Development and marketing of the Airports; • Tourism; and • Reagan National restrictions (slots, perimeter rule and other statutory/regulatory restrictions). <p style="text-align: center;">CONSTRUCTION</p> <p>Sets policy and provides oversight (excluding the Dulles Toll Road) for:</p> <ul style="list-style-type: none"> • Capital Construction Program; • Construction management; • Environmental issues; • Facilities development; and • Historic preservation (excluding issues related to the Metrorail project). <p>Reviews and makes recommendations to the Board for construction management and design services contracts over \$3M in annual spending.</p> <p style="text-align: center;">MASTER PLANS</p> <p>Reviews and approves Airport master plans changes, including amendments to layout plans.</p>
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<p>Strategic Development (monthly) (continued)</p>	<p>Lynn Chapman Co-Chair</p> <p>Barbara Lang Co-Chair</p>	<p>C. Charles Caputo Michael A. Curto Bruce A. Gates Katherine K. Hanley Shaw McDermott A. Bradley Mims Warner H. Session Joslyn N. Williams Frank M. Conner III (ex officio)</p>	<p style="text-align: center;">NOISE</p> <p>Sets policy and provides oversight for general noise-related issues.</p> <p>Reviews and makes recommendations to the Board regarding such regulations.</p> <p style="text-align: center;">REAL PROPERTY</p> <p>Sets policy and provides oversight regarding the development and other uses of Authority property.</p> <p>Reviews and makes recommendation on transactions (including land acquisition and disposal of Authority property and easements) to the Board, except as related to the Toll Road and Metrorail project, see Dulles Corridor Committee.</p> <p style="text-align: center;">REGULATIONS</p> <p>Reviews and makes recommendations to the Board on regulations except for areas specifically within the jurisdiction of other committees.</p> <p style="text-align: center;">STRATEGIC PLANS</p> <p>Sets policy and provides oversight on Authority strategic framework-- purpose, mission, values, goals, objectives, strategic initiatives, business plan activities, and performance measurements and evaluation (e.g., "cockpit report").</p>
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As of January 13, 2015