



RESOLUTION NO. 13-32

**Selecting Bookrunning Senior Manager, Co-Senior Manager
and Co-Managers for the
Dulles Toll Road Revenue Bonds, Series 2014**

WHEREAS, The Metropolitan Washington Airports Authority (the “Airports Authority”) is preparing for the issuance of its Dulles Toll Road Revenue Bonds, Series 2014 (the “Series 2014 Bonds”), which may be issued in one or more series or subseries;

WHEREAS, In Resolution No. 12-10, the Airports Authority selected a syndicate of investment banking firms to serve as underwriters in connection with financing the costs of certain capital improvements related to the Dulles Toll Road and the costs of designing and constructing the Dulles Corridor Metrorail Project;

WHEREAS, To facilitate the issuance of the Series 2014 Bonds, among other things, the Airports Authority issued a Request for Proposals (RFP) in July 2013;

WHEREAS, The RFP was distributed to the 11 investment banking firms that the Board of Directors had selected in April 2012 to the Dulles Corridor Enterprise (DCE) Underwriting Syndicate;

WHEREAS, The RFP requested that interested firms respond to a series of questions relating to the financing of the Dulles Corridor Metrorail Project, including questions asking for the firms’ views and recommendations regarding the issuance of long-term fixed rate bonds;

WHEREAS, Ten of the 11 DCE Underwriting Syndicate firms responded to the RFP;

WHEREAS, A staff evaluation committee, assisted by non-voting members, reviewed the RFP responses submitted by these firms and, using criteria in the RFP, evaluated the firms based on their responses to the questions that the RFP posed;

WHEREAS, The results of the staff evaluation committee's review of the RFP responses that addressed the subject of long-term fixed rate bonds were presented to the Finance Committee at its November 2013 meeting, following which the Committee made recommendations to the Board of Directors;

WHEREAS, The Board of Directors has reviewed and accepted these recommendations of the Finance Committee; and

WHEREAS, The Airports Authority desires to select certain firms from this syndicate of investment banking firms to serve as a bookrunning senior manager, a co-senior manager and co-managers for the Series 2014 Bonds; now, therefore, be it

RESOLVED, That J.P. Morgan Securities LLC is selected as bookrunning senior manager; Loop Capital Markets LLC is selected as co-senior manager; and Bank of America Merrill Lynch, RBC Capital Markets, LLC, Morgan Stanley & Co. LLC, Goldman Sachs & Co., Piper Jaffray & Co., Janney Montgomery Scott LLC, Fidelity Capital Markets, and Siebert Brandford Shank & Co., LLC are selected as co-managers for the Series 2014 Bonds.

Adopted November 13, 2013



Quince T. Brinkley, Jr., Secretary