

Dulles Corridor Enterprise Financial Update

Dulles Corridor Advisory Committee Meeting

May 30, 2014



Discussion Outline

Finance Plan for the Metrorail Project

- Allocation of Estimated Capital Costs and TIFIA
- Status of Committed Funding
- TIFIA Loan Application Process
- Estimated Reductions in Trip Costs with TIFIA and State Support

Dulles Toll Road Update

- Toll Revenue and Transactions versus Forecast



Allocation of Estimated Capital Costs and TIFIA

(\$ in millions)

SOURCES OF CAPITAL FUNDS \$ Millions	PHASE 1	PHASE 2 ⁽¹⁾	RAIL PROJECT BUDGET		TIFIA Credit Assistance
			Total	% of Total	
Federal	\$ 900	\$ -	\$ 900	15.8%	
Commonwealth of Virginia ⁽²⁾	252	323	\$ 575	10.1%	
Fairfax County	400	515	915	16.1%	403
Loudoun County	-	273	273	4.8%	195
MWAA (Aviation Funds)	-	233	233	4.1%	-
MWAA (Dulles Toll Road)	\$ 1,354	\$ 1,434	\$ 2,788	49.0%	1,277
TOTAL SOURCES OF FUNDS ⁽³⁾	\$ 2,906	\$ 2,778	\$ 5,684	100.0%	\$ 1,876 33.0%

Fixed amount

Fixed percentage of total cost

Residual

- (1) May 2013 project cost estimates with Package A savings and cost of Route 28 Station allocated among partners. Phase 2 Parking Garages estimated to cost a total of \$348 million are assumed to be funded directly by the Counties and are not included in the \$5.684 billion project budget.
- (2) Does not include \$150 million of Commonwealth funds that will be used to pay interest on Dulles Toll Road revenue bonds.
- (3) Totals may not sum due to rounding.
- (4) Phase 2 cost includes \$551 million of unallocated contingency.

Status of Committed Funding

(\$ in millions)

Rail Project Budget Source of Funds	Amount Committed	Amount Funded As of May 2014	Remaining Commitment	Note
Federal – FTA Full Funding Grant Agreement (FFGA)	\$ 900	\$ 702	\$ 198	(1)
Commonwealth – Federal Surface Transportation Program	75	75	-	
Commonwealth – Virginia Transportation Act of 2000	75	75	-	
Commonwealth – Commonwealth Transportation Board (CTB) Bonds	125	125	-	
Commonwealth – Highway Maintenance and Operating Funds	300	0	300	(2)
Loudoun County	273	0	273	(3)
Fairfax County	915	400	515	(4)
Airports Authority - Aviation Funds	233	0	233	
Airports Authority - Dulles Toll Road	2,788	1,510	1,277	(5)
TOTAL SOURCES (6)	\$ 5,684	\$ 2,887	\$ 2,796	

(1) Congress has appropriated, and FTA has awarded, \$701.8 million. In December 2012, remaining FFGA amounts were securitized through the issuance of \$200 million of fixed rate FFGA notes.

(2) State legislation enacted in 2013 provides \$100 million in each of FY2014, 2015 and 2016.

(3) Loudoun County expects to finance \$195 million (71%) of its remaining funding obligation with TIFIA Loan proceeds.

(4) Fairfax County expects to finance \$403 million (78%) of its remaining funding obligation with TIFIA Loan proceeds.

(5) With the successful sale of the Dulles Toll Road Second Senior Lien Revenue Refunding Bonds, Series 2014A, the Airports Authority expects to finance 100% of its remaining DTR funding obligation with short-term interim financing and proceeds from a TIFIA Loan secured by Toll Road Revenues.

(6) The total sources of committed funding does not include (a) Fairfax and Loudoun Counties' funding of approximately \$348 million for the Dulles Metrorail Project – Phase 2 garages, and (b) \$150 million of Commonwealth funds that will be used to pay interest on Bonds.



Overview of TIFIA Loan Application Process

- October 2012* The Airports Authority, Fairfax County, and Loudoun County file a joint Letter of Interest with the USDOT expressing interest in seeking TIFIA credit assistance.
- November 2012 - February 2014* Staff and advisors for the Airports Authority and the Counties assist USDOT and its advisors with the detailed credit analysis and due diligence phase of the TIFIA Letter of Interest review process, which includes securing indicative credit ratings for the TIFIA loans.
- February 24, 2014* The Airports Authority, Fairfax County, and Loudoun County are invited by USDOT to submit applications for TIFIA credit assistance.
- April 9, 2014* USDOT informs the Airports Authority and the Counties that the TIFIA applications submitted in March 2014 are complete and under review.
- May 9, 2014* The Airports Authority and the Counties receive written confirmation from USDOT that the Secretary of Transportation has approved the TIFIA applications.
- Summer 2014* TIFIA Loan Agreements are expected to be executed after final negotiation of the terms and conditions.



Estimated Reductions in DTR Trip Costs with TIFIA and State Support

COST OF A FULL TRIP ON THE DULLES TOLL ROAD *
(Mainline plaza toll plus one ramp transaction)

	Planning Assumption without TIFIA or State Grants	<i>Present Value at 3.00%</i>	Scenario with \$450M State Funding	<i>Present Value at 3.00%</i>	Scenario with \$1.277B TIFIA	<i>Present Value at 3.00%</i>	Scenario with \$450M State Funding and \$1.277B TIFIA	<i>Present Value at 3.00%</i>
			(No TIFIA)		(No Add'l State Funding)			
2013	\$4.50	\$4.50	\$2.75	\$2.75	\$4.00	\$4.00	\$2.75	\$2.75
2014	\$4.50	\$4.37	\$3.50	\$3.40	\$4.00	\$3.88	\$3.50	\$3.40
2015	\$4.50	\$4.24	\$4.00	\$3.77	\$4.00	\$3.77	\$3.50	\$3.30
2016	\$4.50	\$4.12	\$4.00	\$3.66	\$4.00	\$3.66	\$3.50	\$3.20
2017	\$4.50	\$4.00	\$4.00	\$3.55	\$4.00	\$3.55	\$3.50	\$3.11
2018	\$6.75	\$5.82	\$5.75	\$4.96	\$4.50	\$3.88	\$3.50	\$3.02
2019	\$6.75	\$5.65	\$5.75	\$4.82	\$5.75	\$4.82	\$4.75	\$3.98
2023	\$8.75	\$6.51	\$7.85	\$5.84	\$6.90	\$5.13	\$6.00	\$4.46
2028	\$10.75	\$6.90	\$9.85	\$6.32	\$8.15	\$5.23	\$7.25	\$4.65
2033	\$12.75	\$7.06	\$11.85	\$6.56	\$9.65	\$5.34	\$8.75	\$4.84
2038	\$14.75	\$7.04	\$13.85	\$6.61	\$10.90	\$5.21	\$10.00	\$4.78
2043	\$16.75	\$6.90	\$15.85	\$6.53	\$12.15	\$5.01	\$11.25	\$4.63

* Order-of-magnitude estimates based on numerous assumptions, including no future debt restructurings.

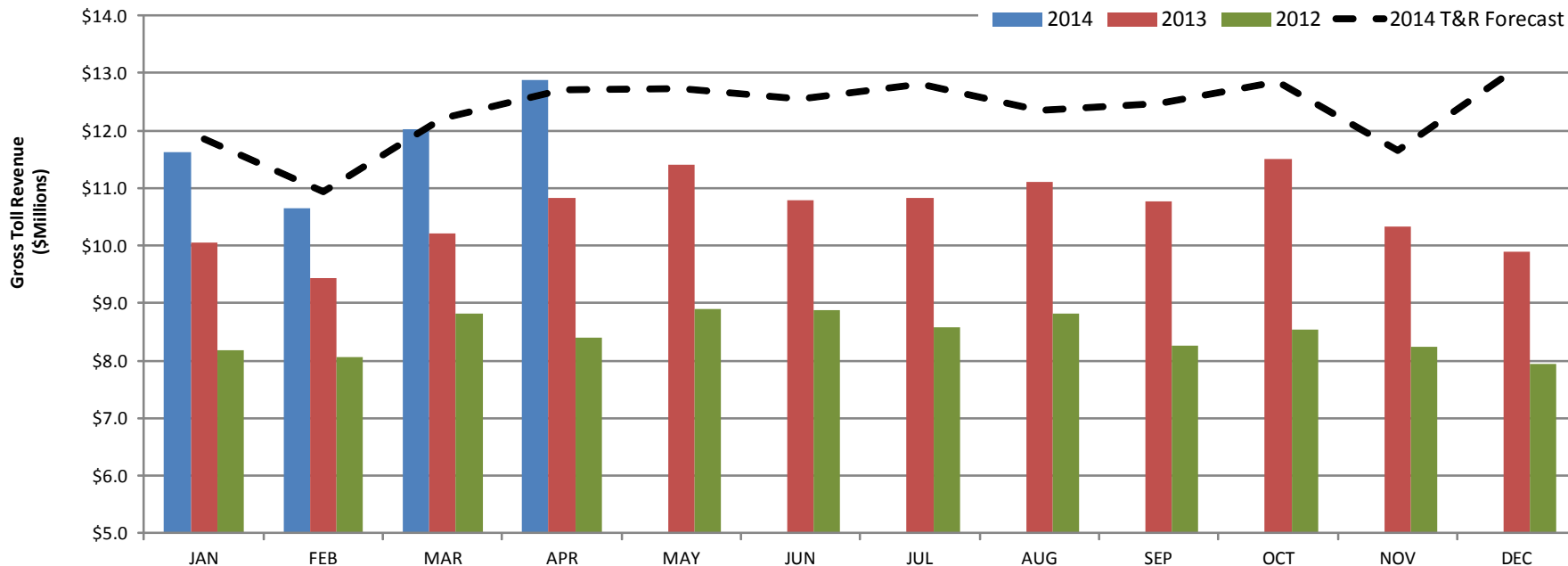


Dulles Toll Road Operations

- DTR Monthly Toll Revenue
- DTR Monthly Transactions



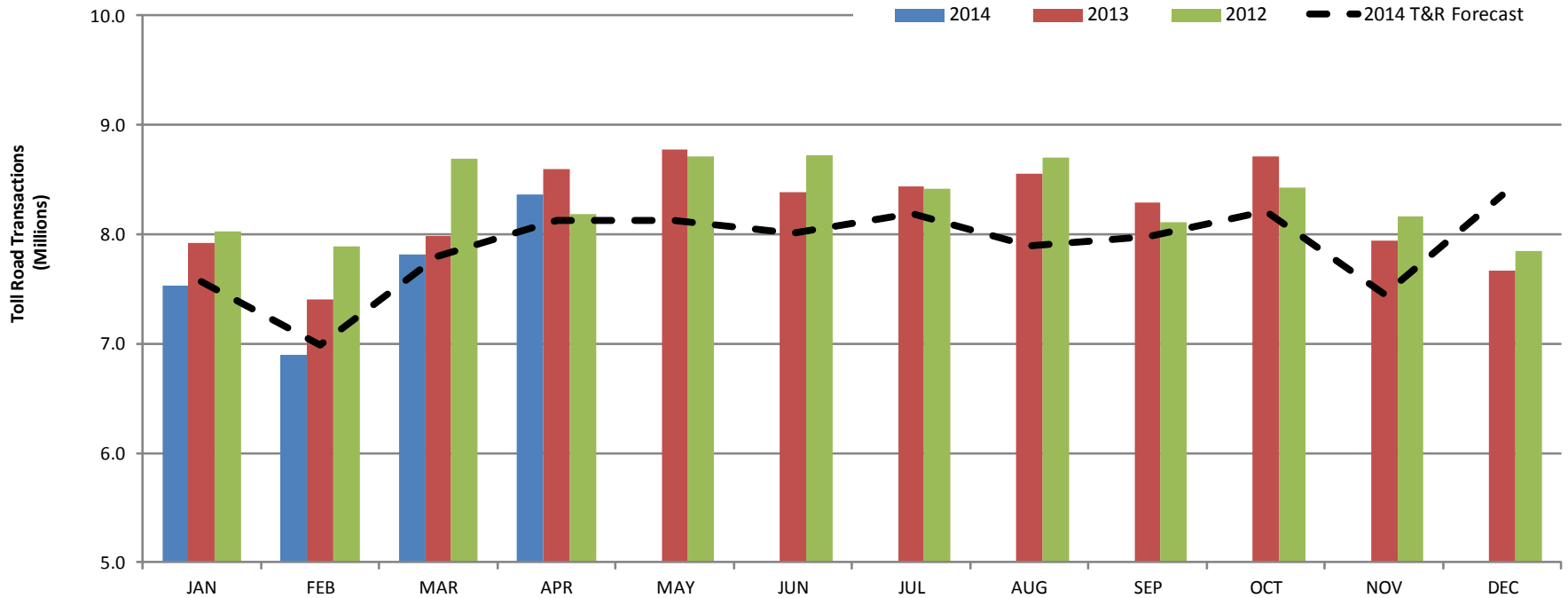
Dulles Toll Road Operations Gross Monthly Toll Revenue



\$Millions	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	SUBTOTAL Jan-Apr	TOTAL Jan-Dec
	2014	\$ 11.6	\$ 10.6	\$ 12.0	\$ 12.9									\$ 47.2
% change from 2013	16%	13%	18%	19%									16%	
% of 2014 T&R Forecast	98%	97%	98%	101%									99%	
2013	\$ 10.1	\$ 9.4	\$ 10.2	\$ 10.8	\$ 11.4	\$ 10.8	\$ 10.8	\$ 11.1	\$ 10.8	\$ 11.5	\$ 10.3	\$ 9.9	\$ 40.5	\$ 127.2
% change from 2012	23%	17%	16%	29%	28%	21%	26%	26%	31%	35%	26%	25%	21%	25%
2012	\$ 8.2	\$ 8.1	\$ 8.8	\$ 8.4	\$ 8.9	\$ 8.9	\$ 8.6	\$ 8.8	\$ 8.3	\$ 8.5	\$ 8.2	\$ 7.9	\$ 33.5	\$ 101.6
% change from 2011	13%	12%	6%	6%	8%	6%	9%	9%	4%	5%	7%	5%	9%	7%



Dulles Toll Road Operations Monthly Toll Transactions



Millions	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	SUBTOTAL Jan-Apr	TOTAL Jan-Dec
2014	7.5	6.9	7.8	8.4									30.6	
change from 2013	-5%	-7%	-2%	-3%									-4%	
% of 2014 T&R Forecast	99%	99%	100%	103%									39%	
2013	7.9	7.4	8.0	8.6	8.8	8.4	8.4	8.6	8.3	8.7	7.9	7.7	31.9	98.7
change from 2012	-1%	-6%	-8%	5%	1%	-4%	0%	-2%	2%	3%	-3%	-2%	-3%	-1%
2012	8.0	7.9	8.7	8.2	8.7	8.7	8.4	8.7	8.1	8.4	8.2	7.8	32.8	99.9
change from 2011	3%	2%	-4%	-4%	-1%	-2%	1%	0%	-4%	-3%	0%	-5%	-1%	-2%



Ronald Reagan Washington National Airport



Dulles Corridor Metrorail Project



Dulles Toll Road



Washington Dulles International Airport



**METROPOLITAN WASHINGTON
AIRPORTS AUTHORITY**