

**NOTICE and AGENDA
TULSA MUNICIPAL AIRPORT TRUST MEETING**

MONDAY ~ APRIL 13, 2015 ~ 1:30 P.M.

AIRPORT CONFERENCE ROOM #A211

TULSA INTERNATIONAL AIRPORT

7777 EAST APACHE STREET

TULSA, OKLAHOMA

FILED
CITY OF TULSA
STATE OF OKLAHOMA

2015 APR 9 AM 11 17

MICHAEL P. KIER
CITY CLERK

A PUBLIC TRUST BENEFICIARY – CITY OF TULSA

1. Call to Order.
2. Approve the Minutes of the December 11, 2014 Meeting of TMAT.
3. Consideration and Adoption of a Resolution captioned as follows:

A RESOLUTION OF THE TRUSTEES OF THE TULSA MUNICIPAL AIRPORT TRUST (THE "TRUSTEES") AUTHORIZING THE ISSUANCE AND SALE OF ONE OR MORE SERIES OF REVENUE BONDS OF THE TRUSTEES IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$112,355,000, TO BE DESIGNATED AS "THE TRUSTEES OF THE TULSA MUNICIPAL AIRPORT TRUST REVENUE BONDS, REFUNDING SERIES 2015" (THE "2015 BONDS"), AND THE SALE THEREOF BY NEGOTIATION AND WAIVING COMPETITIVE BIDDING ON THE SALE OF THE 2015 BONDS; AUTHORIZING SALE OF THE 2015 BONDS AT A DISCOUNT OR PREMIUM; APPROVING THE FORM AND TERMS, PROVISIONS AND CONDITIONS OF THE BOND PURCHASE AGREEMENT, TO BE ENTERED INTO BY AND AMONG THE TRUSTEES, THE PRINCIPAL UNDERWRITER OF SUCH BONDS, AMERICAN AIRLINES, INC. AND AMERICAN AIRLINES GROUP INC.; APPROVING THE FORM AND TERMS, PROVISIONS AND CONDITIONS OF THE FOURTEENTH SUPPLEMENTAL BOND INDENTURE RELATING TO SUCH BONDS, TO BE ENTERED INTO BY AND BETWEEN THE TRUSTEES AND THE BANK OF NEW YORK MELLON, AS BOND TRUSTEE, PURSUANT TO THE BOND INDENTURE, DATED AS OF MAY 1, 1963, BY AND BETWEEN THE TRUSTEES AND THE BANK OF NEW YORK, AS TRUSTEE; APPROVING THE FORM AND TERMS, PROVISIONS AND CONDITIONS OF THE SIXTEENTH AMENDMENT TO THE SUBLEASE, TO BE ENTERED INTO BY AND BETWEEN THE TRUSTEES AND AMERICAN AIRLINES, INC., FURTHER AMENDING THE SUBLEASE, DATED JUNE 24, 1958, BY AND BETWEEN

SUCH PARTIES; CONSENTING TO AND APPROVING THE FORM OF THE BOND PURCHASE TRUST AGREEMENT TO BE ENTERED INTO BY AND

BETWEEN THE BANK OF NEW YORK MELLON, AS PURCHASE TRUSTEE, AND AMERICAN AIRLINES, INC.; CONSENTING TO AND APPROVING THE FORM OF THE GUARANTY, TO BE ISSUED BY AMERICAN AIRLINES GROUP INC. TO BOKF, NA DBA BANK OF OKLAHOMA, AS GUARANTY TRUSTEE; APPOINTING THE CO-PAYING AGENTS AND THE CO-REGISTRARS FOR SUCH BONDS AND APPROVING THE APPOINTMENT OF A CO-BOND TRUSTEE UNDER SUCH INDENTURE; APPROVING THE FORM, EXECUTION AND AUTHENTICATION OF SUCH BONDS; AUTHORIZING THE PREPARATION AND DELIVERY OF THE OFFICIAL STATEMENT RELATING TO SUCH BONDS; AUTHORIZING THE REDEMPTION OF THE TRUSTEES' REVENUE BONDS, SERIES 2000A; MAKING CERTAIN OTHER FINDINGS AND DETERMINATIONS; AND PROVIDING FOR CERTAIN OTHER MATTERS.

4. Adjourn.

LB/0415