

\$249,220,000
WASHINGTON CONVENTION AND SPORTS AUTHORITY
(WASHINGTON, D.C.)

\$66,710,000
SENIOR LIEN DEDICATED TAX REVENUE BONDS
(Convention Center Hotel Project)
Series 2010A
(Tax-Exempt Recovery Zone Facility Bonds)

\$109,670,000
SENIOR LIEN DEDICATED TAX REVENUE BONDS
(Convention Center Hotel Project)
Series 2010B

\$90,000,000 Subseries 2010B-1
(Federally Taxable – Issuer Subsidy –
Recovery Zone Economic Development
Bonds)

\$19,670,000 Subseries 2010B-2
(Federally Taxable – Issuer Subsidy –
Build America Bonds)

\$72,840,000
SENIOR LIEN DEDICATED TAX REVENUE AND REFUNDING BONDS
(Convention Center Hotel Project)
Series 2010C
(Federally Taxable Bonds)

DATED: OCTOBER 26, 2010
BASE CUSIP⁺NO. 93878L



2011/12
ANNUAL CONTINUING DISCLOSURE
INFORMATION STATEMENT
AS OF MARCH 28, 2013

Also available at:



www.willdan.com

⁺ Copyright, American Banker's Association. CUSIP data is provided by Standard and Poor's, CUSIP Service Bureau, a division of The McGraw-Hill Companies, Inc. This data is *not* intended to create a database and does not serve in any way as a substitute for the CUSIP service. The issuer takes no responsibility for the accuracy of such number.

LIST OF PARTICIPANTS

WASHINGTON CONVENTION AND SPORTS AUTHORITY
www.dccconvention.com

Henry W. Mosley
Chief Financial Officer
801 Mount Vernon Place, NW
Washington, District of Columbia 20001
(202) 249-3000

**DISCLOSURE CONSULTANT
& DISSEMINATION AGENT**

Willdan Financial Services*
Temecula, California 92590
(951) 587-3500
www.willdan.com

UNDERWRITER

B of A Merrill Lynch

Goldman, Sachs & Co.
Siebert Brandford Shank & Co., LLC
Loop Capital Markets, LLC

Morgan Stanley

BOND COUNSEL

Orrick, Herrington & Sutcliffe LLP
Washington, District of Columbia

TRUSTEE

Bridgett Casasnovas, Vice President
The Bank of New York Mellon
385 Rifle Camp Road, 3rd Floor
West Paterson, New Jersey 07424
(973) 247-4986

* In its role as Disclosure Consultant and Dissemination Agent, Willdan Financial Services has not passed upon the accuracy, completeness or fairness of the statements contained herein.

TABLE OF CONTENTS

I. INTRODUCTION.....	1
II. BOND INFORMATION	2
A. PRINCIPAL OUTSTANDING.....	2
B. DEBT SERVICE RESERVE ACCOUNT	2
III. FINANCIAL INFORMATION.....	2
A. SCHEDULE OF ASSETS, LIABILITIES AND NET ASSETS.....	3
B. SCHEDULE OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS.	4
IV. OPERATING INFORMATION.....	5
A. HISTORICAL DEDICATED TAX RECEIPTS	5
B. DEBT SERVICE COVERAGE	5
C. PROJECTED AVAILABLE TAX INCREMENT	6
D. HOTEL SALES TAX	6
E. RESTAURANT/RENTAL CAR SALES TAX COLLECTION	7
F. WASHINGTON CONVENTION CENTER BOOKINGS THROUGH DESTINATION DC	7
G. MAJOR EVENTS BY FISCAL YEAR	8
V. RECENT EVENTS – FUTURE IMPACTS	9
VI. OCCURRENCE OF LISTED EVENTS	10

I. INTRODUCTION

Pursuant to an Official Statement dated October 20, 2010, the Washington Convention Sports Authority (“WCSA”) issued \$249,220,000 Senior Lien Dedicated Tax Revenue Bonds (Convention Center Hotel Project) consisting of Series 2010A (Tax-Exempt Recovery Zone Facility Bonds) (the “Series 2010A Bonds”) and \$109,670,000 Series 2010B (the “Series 2010B Bonds”); \$90,000,000 Subseries 2010B-1 (Federal Taxable-Issuer Subsidy-Recovery Zone Economic Development Bonds) (the “Subseries 2010B-1 Bonds”); \$19,670,000 Subseries 2010B-2 (Federal Taxable – Issuer Subsidy-Build America Bonds) (the “Subseries 2010B-2 Bonds”); and \$72,840,000 Series 2010C Senior Lien Dedicated Tax Revenue and Refunding Bonds (Federally Taxable Bonds) (the “Series 2010C Bonds” and together with the Series 2010A Bonds, Series 2010B, Subseries 2010B-1 Bonds, and Subseries 2010B-2 Bonds, the “2010 Bonds”).

The 2010 Bonds were sold to (i) make funds available to the Developer to pay a portion of the cost of acquiring, developing, constructing and equipping the Convention Center Hotel Project; (ii) fund capitalized interest on a portion of the Series 2010 Bonds during the construction of the Convention Center Hotel Project; (iii) fund the Debt Service Reserve Account Requirement for each series of the 2010 Bonds; (iv) defease to the earliest optional redemption date that portion of the WCSA’s outstanding Senior Lien Dedicated Tax Revenue and Refunding Bonds, Series 2007A (the “2007A Bonds”) maturing on December 1, 2036; (v) make \$2,000,000 available to WCSA for establishment of the D.C. Citizen’s Job Program created pursuant to the Hotel Act; and (vi) pay Cost of Issuance of the Series 2010 Bonds.

The 2007A Bonds were used to finance the refunding of the Senior Lien Dedicated Tax Revenue Bonds, Series 1998 and to refinance a portion of the land acquisition costs of WCSA related to the Headquarters Hotel.

The 2010 Bonds are special obligations of WCSA and are not secured by or payable from revenues of WCSA, except from dedicated tax receipts (the “Dedicated Taxes”) on a parity basis with the 2007A Bonds, and the other revenue source for each series of the 2010 Bonds as defined in Table 4 of the Official Statement. The 2010 Bonds are not secured by a lien on the Walter E. Washington Convention Center, the Hotel or any District Sports and Entertainment Facility.

This Annual Continuing Disclosure Information Statement is being provided pursuant to a covenant made by WCSA for the benefit of the holders of the 2010 Bonds and includes the information specified in a Continuing Disclosure Agreement. For further information and a more complete description of WCSA and the 2010 Bonds, reference is made to the Official Statement.

The information set forth herein has been furnished by the WCSA and by sources that are believed to be accurate and reliable, but is not guaranteed as to accuracy or completeness. Statements contained in this Annual Continuing Disclosure Information Statement that involve estimates, forecasts, or other matters of opinion, whether or not expressly so described herein, are intended solely as such and are not to be construed as representations of fact. Further, the information and expressions of opinion contained herein are subject to change without notice and the delivery of this Annual Continuing Disclosure Information Statement will not, under any circumstances, create any implication that there has been no change in the affairs of the WCSA or any other parties described herein.

II. BOND INFORMATION

A. PRINCIPAL OUTSTANDING

Bond Issue	As of January 31, 2013
Series 2010A Bonds	\$66,710,000
Series 2010B-1 Bonds	\$90,000,000
Subseries 2010B-2 Bonds	19,670,000
Subtotal 2010B Bonds	\$109,670,000
Series 2010C Bonds	\$72,840,000
Total 2010 Bonds	\$249,220,000

B. DEBT SERVICE RESERVE ACCOUNT

Reserve Subaccount	As of January 31, 2013
Series 2010A	\$6,178,630
Series 2010B	6,755,329
Series 2010C	7,409,906
Total Combined Reserve fund balance	\$20,343,865
Combined Debt Service Reserve Requirement	\$19,995,822

III. FINANCIAL INFORMATION

The audited financial statements for the WCSA for the fiscal year ended September 30, 2012 will be separately filed with the Municipal Securities Rulemaking Board's Electronic Municipal Market Access website ("EMMA") and are hereby incorporated by reference into this Annual Information Statement.

A. SCHEDULE OF ASSETS, LIABILITIES AND NET ASSETS (in thousands)

	For Fiscal Years Ending September 30,				
	2008	2009	2010	2011	2012
Assets					
Current assets:					
Cash and Cash Equivalents	\$2,927	\$7,240	\$14,103	\$11,611	\$10,455
Restricted Cash	-	-	2,500	936	2,287
Due from District of Columbia	7,606	8,438	8,487	8,405	12,611
Uncollectible Accounts	1,199	699	2,185	3,846	2,533
Prepaid Expenses and Other Assets	29	-	1	27	-
Accrued Interest Receivable	123	-	1,526	2,925	678
Investments	76,579	87,351	81,645	45,082	59,056
Total current assets	\$88,463	\$103,728	\$110,447	\$72,832	\$87,620
Noncurrent Assets					
Restricted Investments	\$67,331	\$73,046	\$83,137	\$337,476	\$327,045
Non-Depreciable Capital Assets	43,341	44,004	45,004	45,374	46,998
Depreciation	649,834	630,166	626,555	606,680	591,954
Unamortized Bond Issue Costs	6,340	6,116	5,892	10,119	9,743
Total Noncurrent Assets	\$766,846	\$753,332	\$760,588	\$999,649	\$975,740
Total Assets	\$855,309	\$857,060	\$871,035	\$1,072,481	\$1,063,360
Liabilities					
Current Liabilities					
Accounts Payable	\$3,834	\$7,875	\$5,234	\$8,222	\$8,413
Due to District Government	-	-	2,422	791	5,666
Compensation Liabilities	298	324	599	361	588
Deferred Revenue	3,088	2,488	2,807	2,561	3,202
Accrued Interest Payable	11,614	11,381	11,111	17,676	17,376
Portion	719	719	719	719	719
Other Short-Term Liabilities	2,300	-	-	-	6,477
Capital Lease - Current portion	-	-	-	5,000	2,121
Bonds Payable, Current Portion	11,690	12,160	12,700	13,265	13,865
Total Current Liabilities	\$33,543	\$34,947	\$35,592	\$48,595	\$58,427
Noncurrent Liabilities					
Compensated Absences	\$763	\$791	\$884	\$1,004	\$982
Long-term Bonds Payable including Premium	477,412	465,625	453,298	659,044	645,299
Other Long-Term Liabilities	-	-	-	3,985	14,719
Long-term Other Financing Arrangement Payable	9,370	8,651	7,932	7,213	6,494
Total Noncurrent Liabilities	\$487,545	\$475,067	\$462,114	\$671,246	\$667,494
Total Liabilities	\$521,088	\$510,014	\$497,706	\$719,841	\$725,921
Net Assets					
Restricted Net Assets					
Invested in Capital Assets, Net of Related Debt	\$191,684	\$187,015	\$196,910	\$212,311	\$200,710
Restricted For:					
Debt Services and Capitalized Interest	22,733	23,540	23,811	38,135	26,888
Capital Renewal	17,000	17,000	17,221	17,445	17,672
Operating Fund	23,000	23,000	28,126	31,098	31,580
Senior Proceeds Account	2	2	2	2	2
Marketing Fund	2,904	2,502	-	-	-
Bond Issuance	48	-	-	-	-
Debt Services Reserve	-	7,001	13,977	36,919	37,207
Kenilworth Park	-	-	145	145	144
Hotel Project	-	-	-	25,004	46,961
Capitalized Bond Interest	1,643	-	-	-	-
Unrestricted Net Assets	75,207	86,986	93,137	(8,419)	(23,725)
Total Net Assets	\$334,221	\$347,046	\$373,329	\$352,640	\$337,439

B. SCHEDULE OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS

The following table sets forth a five-year history of the WCSA's revenues, expenditures, and changes of net assets.

	2008	2009	2010	2011	2012
Operating Revenues:					
Building Rental	\$9,157	\$8,448	\$8,126	\$9,151	\$8,536
Ancillary Charges	9,303	9,170	14,274	16,336	14,017
Total Operating Revenues	\$18,460	\$17,618	\$22,400	\$25,487	\$22,553
Operating Expenses:					
Personal Services	\$15,256	\$15,974	\$17,173	\$18,422	\$18,291
Contractual Services	12,067	12,513	16,105	18,201	18,064
Depreciation	27,700	27,516	32,385	33,215	31,442
Occupancy	5,838	6,023	6,598	7,003	7,056
Supplies	615	652	-	-	-
Payments to District	-	-	3,527	2,775	2,380
Miscellaneous	682	420	936	1,013	964
Bad Debt	254	252	204	335	1,213
Total Operating Expenses	\$62,412	\$63,350	\$76,928	\$80,964	\$79,410
Operating Loss	(\$43,952)	(\$45,732)	(\$54,528)	(\$55,477)	(\$56,857)
Non-operating Revenues and (Expenses):					
Interest Income	\$3,439	\$139	\$959	\$2,094	\$2,006
Dedicated Taxes	91,494	91,468	94,108	97,996	101,026
Parking lot revenue (old center site)	2,709	2,601	-	-	-
Miscellaneous	1,293	416	189	1,231	4,284
Bond Interest and Amortization Issue Cost	(25,074)	(24,412)	(23,873)	(35,860)	(36,320)
Marketing Agencies Payments	(9,994)	(10,740)	(10,416)	(10,073)	(10,610)
Parking lot expenses	(1,015)	(915)	-	-	-
Funding Hotel Project	-	-	-	(20,600)	(18,730)
Total Non-operating Revenues and (Expenses)	\$62,852	\$58,557	\$60,967	\$34,788	\$41,656
Net Assets Deficit	\$18,900	\$12,825	\$26,283	(\$20,689)	(\$15,201)
Net Assets, Beginning of Year	315,321	334,221	347,046	373,329	352,640
Net Assets, End of Year	\$334,221	\$347,046	\$373,329	\$352,640	\$337,439

IV. OPERATING INFORMATION

A. HISTORICAL DEDICATED TAX RECEIPTS

The following table shows the amount of Dedicated Tax Receipts transferred to WCSA pursuant to the WCSA Act for Fiscal Years 2003 through 2012.

Receipts from Dedicated Taxes for Fiscal Years 2003 through 2012 (dollars in thousands)

Fiscal Year	Hotel Sales Tax ⁽¹⁾	% Change	Restaurant Rental Car Sales Tax ⁽¹⁾	% Change	Total Receipts ⁽²⁾	% Change
2003	\$39,888	14.2%	\$19,017	0.3%	\$58,905	9.3%
2004	42,264	6.0%	19,936	4.8%	62,200	5.6%
2005	53,722	27.1%	23,768	19.2%	77,490	24.6%
2006	53,702	0.0%	26,005	9.4%	79,707	2.9%
2007	56,329	4.9%	26,983	3.8%	83,312	4.5%
2008	62,295	10.6%	29,199	8.2%	91,493	9.8%
2009	62,070	(0.4%)	29,398	0.7%	91,468	0.0%
2010	61,927	(0.2%)	32,181	9.5%	94,108	2.9%
2011	65,291	5.4%	32,705	1.6%	97,996	4.1%
2012	67,309	3.1%	33,717	3.1%	101,026	3.1%

(1) The breakdown between hotel and restaurant/rental car sales tax is unaudited and based on actual reports from the D.C. Office of tax and Revenue and the Lockbox Bank for the specific year and are reflected on an accrual basis.

(2) Total receipts are based on audited financial statements.

Note: numbers may not add up due to rounding.

B. DEBT SERVICE COVERAGE—Actual (dollars in thousands)

Fiscal Year	Dedicated Taxes	Debt Service			Debt Service Coverage
		2007A Bonds	2010 Bonds	Total	
2007/08	\$91,493	\$34,918	(1)	\$34,918	2.62x
2008/09	91,468	34,921	(1)	34,921	2.62x
2009/10	94,108	34,382	(1)	34,382	2.74x
2010/11	97,996	33,777 ⁽²⁾	\$2,172 ⁽³⁾	35,949	2.73x
2011/12	101,026	33,777 ⁽²⁾	2,333 ⁽³⁾	36,110	2.80x

(1) Debt service on the 2010 Bonds began in fiscal year 2010/11.

(2) Net of the Refunded Bonds.

(3) Net of subsidy payments and capitalized interest.

C. PROJECTED AVAILABLE TAX INCREMENT

Increment	FY 2015	FY 2016	FY 2017	FY 2018	FY 2019	FY 2020	FY 2021	FY 2022	FY 2023
Rooms Occupancy Tax ⁽¹⁾	\$ 8,550	\$ 9,351	\$ 9,912	\$ 10,343	\$ 10,721	\$ 11,042	\$ 11,374	\$ 11,715	\$ 12,066
Food & Beverage Tax ⁽¹⁾	4,369	4,685	4,970	5,213	5,438	5,642	5,832	6,007	6,187
Parking Tax	345	369	389	406	420	433	446	459	473
Real Property Tax ⁽²⁾	<u>3,414</u>	<u>3,366</u>	<u>3,439</u>	<u>3,557</u>	<u>3,678</u>	<u>3,803</u>	<u>3,932</u>	<u>4,064</u>	<u>4,200</u>
Total Projected Available Tax Increment	<u>\$ 16,678</u>	<u>\$ 17,771</u>	<u>\$ 18,710</u>	<u>\$ 19,519</u>	<u>\$ 20,257</u>	<u>\$ 20,920</u>	<u>\$ 21,584</u>	<u>\$ 22,245</u>	<u>\$ 22,926</u>

1. The “Rooms Occupancy Tax” is referred to herein as the Hotel Sales Tax. The “Food & Beverage Tax” comprises that portion of the Restaurant/Rental Car Sales Tax generated by restaurant food and beverage sales.
2. The calculation of real property tax increment in a particular year is: (A) the real property taxes that are projected to be payable in such year in the New Convention Center Hotel TIF Area (real property taxes are not payable on the land owned by the District or the Authority that is leased to the Developer pursuant to the Ground Lease Agreement; approximately 40% of the total value of the Convention Center Hotel Project will be attributable to the value of the land and approximately 60% of the total value of the Convention Center Hotel Project will be attributable to the Hotel), less (B) the real property taxes in the base year for such Area (\$671,561), less (C) that portion of the real property taxes that is pledged to the payment of general obligation indebtedness of the District. It is estimated for purposes of the Market Study that 28% of real property taxes will be allocated to pay the District’s general obligation indebtedness.

Source: Market Study, dated August 17, 2010.

D. HOTEL SALES TAX

Hotel Sales Tax Collection History, Fiscal Years 2007 – 2011 (Dollars in Thousands)

	2008	2009	2010	2011	2012
Number of Hotels	108	112	114	116	117
Number of Rooms	26,250	26,680	27,286	27,639	27,702
Total Hotels Sales Tax ⁽¹⁾	\$202,980	\$202,251	\$201,785	\$212,746	\$219,321

Source: Number of Hotels and number of Rooms – Smith Travel Research & Hotel Association. Total Hotels Sales Tax – WCSA.

- (1) Total Hotel Sales Tax revenues are unaudited; except for Fiscal Year 2010 (which is derived from preliminary, unaudited financial records of WCSA), the amounts were derived by WCSA from the total audited Dedicated Tax Receipts transferred to WCSA and from reports from the D.C. Office of Tax and Revenue and the lockbox bank for the specific year. The District does not audit Hotel Sales Tax revenues separately in connection with its audit process.

E. RESTAURANT/RENTAL CAR SALES TAX COLLECTION

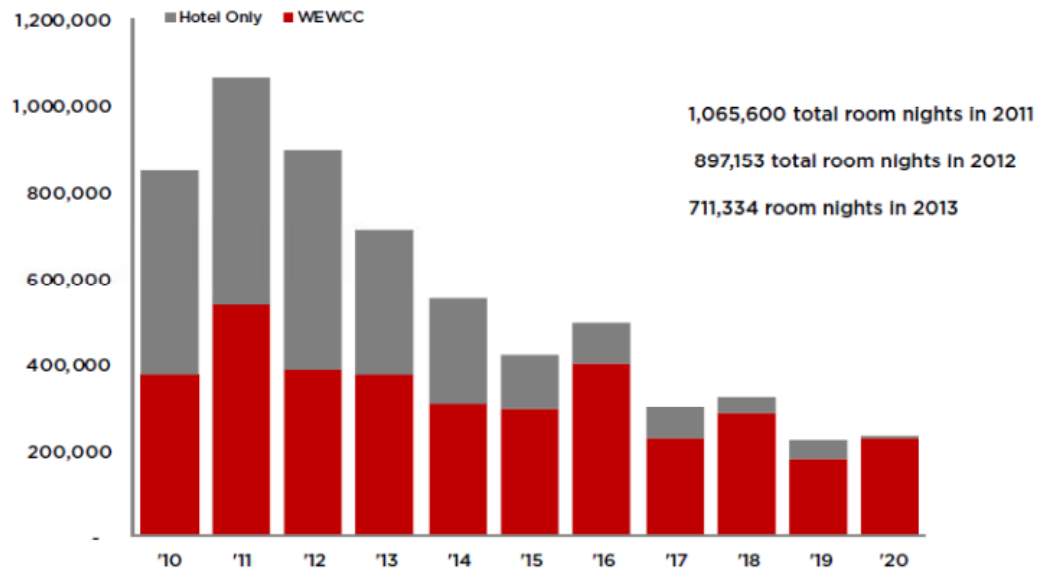
**Restaurant/Rental Car Sales Tax Collection History, Fiscal Years 2008 – 2012
(Dollars in Thousands)**

2008	2009	2010	2011	2012
\$29,199	\$29,398	\$32,181	\$32,705	\$33,718

F. WASHINGTON CONVENTION CENTER BOOKINGS THROUGH DESTINATION DC

The following chart sets forth the number of room nights booked through the services of Destination DC, as of July 31, 2012, at hotels within the District in connection with events held and projected to be held at the Convention Center in 2011 through 2013. Destination DC is a private, non-profit corporation with a membership of approximately 1,000 businesses and organizations that support the District’s travel and tourism sector. Pursuant to the WCSA Act, Destination DC provides marketing services under a contract with the WCSA and is the WCSA's primary contractor to market and sell meetings and conventions for the Convention Center. Destination DC facilitates hotel bookings in the District for hotel stays related primarily to conventions and meetings in the District.

**Room Nights ⁽¹⁾
Confirmed as of July 31, 2012**



(1) Light gray represents Hotel only and red presents *Walter E. Washington Convention Center*

Source: Destination DC, 2011 Visitor Statistics.

G. MAJOR EVENTS BY FISCAL YEAR

Meeting Name	Attendance
FY2012	
Association of the US Army	35,293
Society for Neuroscience	32,329
Islamic Society of North America	25,364
AIDS 2012	24,536
American Institute of Architects	18,600
FY2011	
Association of the US Army	35,836
International Fancy Food	19,000
American Urological Association	17,170
Bio	15,626
Info 360/On Demand/ITEX	14,000
FY2010	
The Washington Auto Show	250,000
Association of the United States Army	31,901
American Library Association	25,000
Microsoft Corporation	13,547
National Urban League	12,000
Drug Information Association	7,500
FY2009	
Association of the United States Army	33,179
Society for Neuroscience	31,655
National Educational Computing Conference	18,000
Infectious Diseases Society of America/American Society for Microbiology Joint Meeting	15,999
National Cable and Wireless Conference	12,209
FY2008	
Association of the United States Army	29,667
Alpha Kappa Alpha Sorority	25,000
National Education Association	18,100
American Public Heart Association	14,022
American Association for Clinical Chemistry	14,022

V. RECENT EVENTS–FUTURE IMPACTS

WCSA is exposed to various asserted claims arising from the normal course of business. As of September 30, 2012, WCSA did not record an additional liability as the potential exposures for the current or pending contingencies to the Authority cannot be determined at this time.

WCSA did not have any subsequent events that, based on the facts and circumstances, required recording or disclosure in the financial statements for the year ended September 30, 2012. Events and transactions were evaluated through January 28, 2013, the date the financial statements were available to be issued.

VI. OCCURRENCE OF LISTED EVENTS

As amended, the Continuing Disclosure Covenants outline the Occurrence of Listed Events that must be reported in not more than ten (10) business days after the occurrence of the event, ***irrespective of any determination as to whether such event may or may not be deemed material.*** The WCSA has no knowledge that any of the events listed below have occurred or have not been previously reported during the fiscal year ended September 30, 2012.

1. Principal and interest payment delinquencies on the 2010 Bonds.
2. Unscheduled draws on debt service reserves reflecting financial difficulties.
3. Unscheduled draws on credit enhancements reflecting financial difficulties.
4. Substitution of credit or liquidity providers, or their failure to perform.
5. Adverse tax opinions or the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the 2010 Bonds.
6. Defeasances.
7. Tender offers.
8. Bankruptcy, insolvency, receivership or similar proceedings pertaining to WCSA.
9. Ratings changes.

As amended, the Continuing Disclosure Covenants outline the Occurrence of Listed Events that must be reported in not more than ten (10) business days after the occurrence of the event, ***if deemed material.*** WCSA has no knowledge that any of the events listed below have occurred or have not been previously reported during the fiscal year ended September 30, 2012.

10. Mergers, consolidations, acquisitions, the sale of all or substantially all of the assets of WCSA or the dissolution of WCSA.
11. Appointment of a successor or additional Trustee or the change of the name of the Trustee or any successor or additional Trustee.
12. Non-payment related defaults.
13. Modifications to the rights of Holders.
14. Optional, contingent or unscheduled bond calls, prepayment or redemptions other than defeasances.
15. Release, substitution or sale of property securing repayment of the 2010 Bonds.